



# CHINA ORIENTAL GROUP COMPANY LIMITED 中國東方集團控股有限公司\*

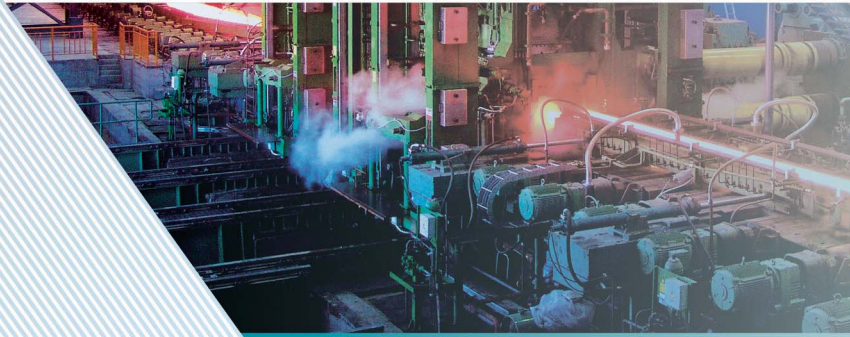
(Incorporated in Bermuda with limited liability) (在百慕達註冊成立的有限公司)

(Stock Code: 581) (股份代號 581)

## ANNUAL REPORT 年報 2020







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# Financial Highlights

## 財務摘要

### FINANCIAL SUMMARY

### 財務摘要

		2018 (RMB million) (人民幣百萬元)	2019 (RMB million) (人民幣百萬元)	2020 (RMB million) (人民幣百萬元)
Revenue	收入	40,782	43,014	39,150
Gross profit	毛利	6,791	4,151	2,304
EBITDA <sup>1</sup>	息稅折舊及攤銷前溢利 <sup>1</sup>	7,619	5,331	3,078
Profit before income tax	除所得稅前溢利	6,299	4,065	1,911
Profit for the year	年度溢利	4,861	3,267	1,621
Profit attributable to owners of the Company	本公司權益持有者應佔溢利	4,782	3,210	1,586
Basic earnings per Share (RMB)	每股基本收益(人民幣元)	1.31	0.86	0.43
Net assets	淨資產值	17,682	19,823	21,215
Total assets	總資產	29,609	35,407	44,524
Net assets value per Share (excluding non-controlling interests) (RMB)	每股淨資產值(扣除非控制性權益)(人民幣元)	4.68	5.24	5.56

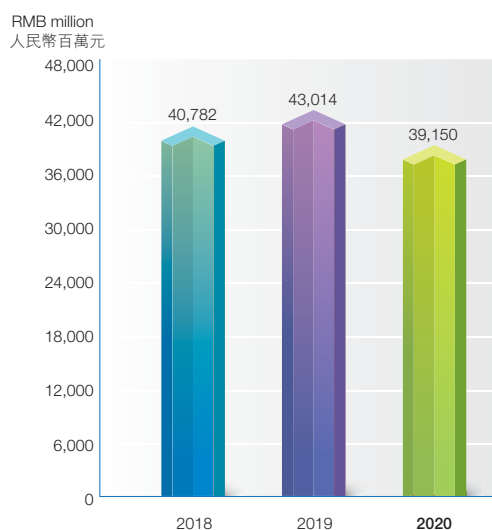
Note:

附註：

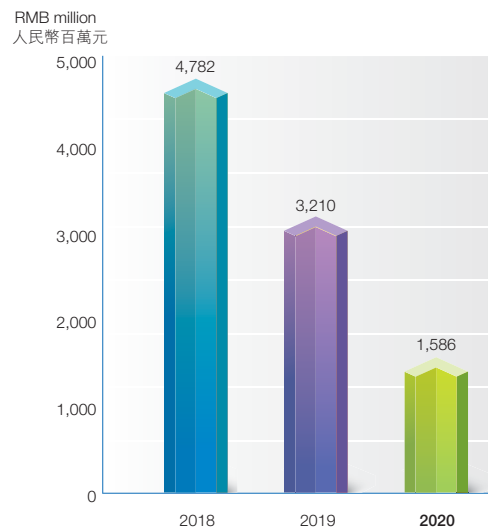
1. China Oriental Group Company Limited (the "Company") defines EBITDA as profit for the year before finance costs — net, income tax expense, amortisation, depreciation and non-recurring items. During the year ended 31 December 2020, there were no adjustments of non-recurring items in the calculation (2019: nil).

1. 中國東方集團控股有限公司(「本公司」)對息稅折舊及攤銷前溢利的定義為扣除財務成本一淨額、所得稅費用、攤銷、折舊及非經常性項目前之年度溢利。於截至2020年12月31日止年度內，計算中概無非經常性項目的調整(2019年：無)。

Revenue  
收入



Profit Attributable to Owners of the Company  
本公司權益持有者應佔溢利



## Financial Highlights

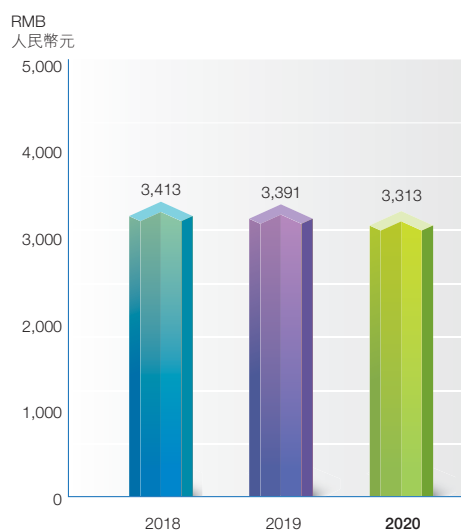
### 財務摘要

#### AVERAGE SELLING PRICE AND GROSS PROFIT PER TONNE OF SELF-MANUFACTURED STEEL PRODUCTS

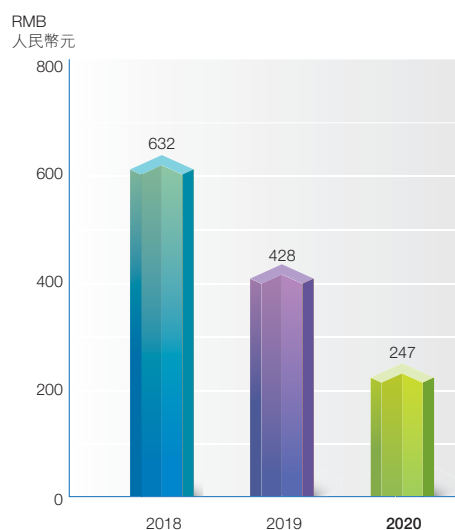
自行生產的鋼鐵產品每噸平均銷售單價及毛利

		2018 (RMB) (人民幣元)	2019 (RMB) (人民幣元)	2020 (RMB) (人民幣元)
Average selling price per tonne	每噸平均銷售單價	3,413	3,391	3,313
Gross profit per tonne	每噸毛利			
H-section steel products	H型鋼產品	609	499	300
Strips and strip products	帶鋼及帶鋼類產品	681	474	268
Billets	鋼坯	287	227	162
Cold rolled sheets and galvanised sheets	冷軋板及鍍鋅板	91	161	158
Rebar	螺紋鋼	728	200	172
Sheet piling	鋼板樁	624	607	308
Combined	綜合	632	428	247

**Average Selling Price per Tonne**  
每噸平均銷售單價



**Gross Profit per Tonne**  
每噸毛利





## Financial Highlights

### 財務摘要

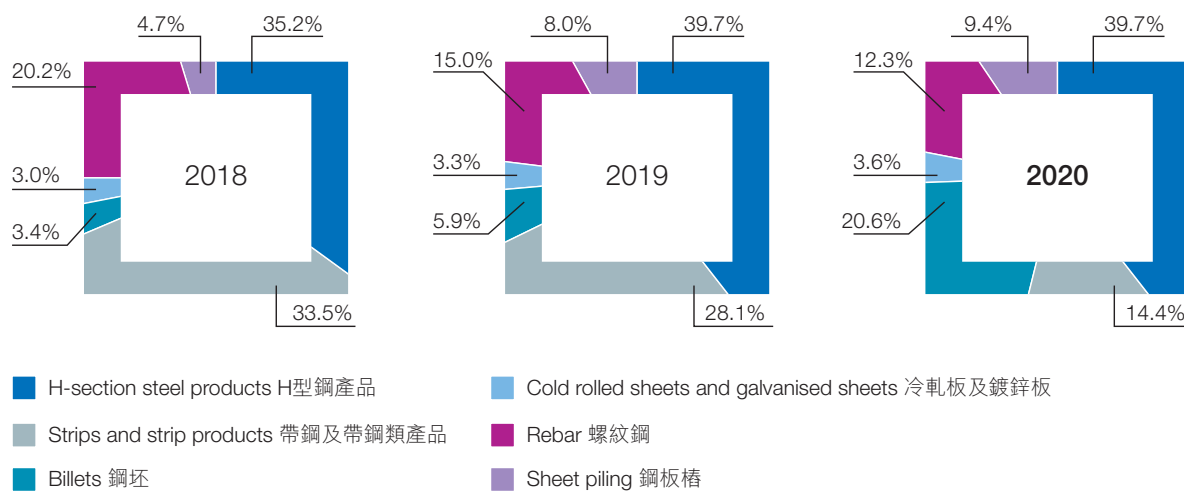
#### SALES VOLUME OF SELF-MANUFACTURED STEEL PRODUCTS CLASSIFIED BY PRODUCTS

自行生產的鋼鐵產品按產品種類劃分之銷售量

		2018 (‘000 tonnes) (千噸)	2019 (‘000 tonnes) (千噸)	2020 (‘000 tonnes) (千噸)
H-section steel products	H型鋼產品	3,675	3,547	<b>3,250</b>
Strips and strip products	帶鋼及帶鋼類產品	3,505	2,507	<b>1,180</b>
Billets	鋼坯	360	523	<b>1,687</b>
Cold rolled sheets and galvanised sheets	冷軋板及鍍鋅板	310	299	<b>293</b>
Rebar	螺紋鋼	2,109	1,343	<b>1,002</b>
Sheet piling	鋼板樁	494	710	<b>766</b>
Total	合計	10,453	8,929	<b>8,178</b>

#### Sales Distribution of Self-manufactured Steel Products

自行生產的鋼鐵產品的銷售分佈



## **BOARD OF DIRECTORS**

### **Executive Directors**

Mr. Han Jingyuan  
(Chairman and Chief Executive Officer)  
Mr. Zhu Jun  
(ceased as the Chief Operating Officer on 1 January 2021)  
Mr. Shen Xiaoling  
Mr. Han Li  
(Chief Financial Officer)  
Mr. Sanjay Sharma  
Mr. Zhu Hao  
(ceased on 1 July 2020)

### **Non-executive Directors**

Mr. Ondra Otradovec  
Mr. Zhu Hao  
(re-designated on 1 July 2020)

### **Independent Non-executive Directors**

Mr. Wong Man Chung, Francis  
Mr. Wang Tianyi  
Mr. Wang Bing  
Dr. Tse Cho Che, Edward

## **COMPOSITION OF BOARD COMMITTEE**

### **AUDIT COMMITTEE**

Mr. Wong Man Chung, Francis (Chairman)  
Mr. Wang Tianyi  
Mr. Wang Bing

### **NOMINATION COMMITTEE**

Mr. Han Jingyuan (Chairman)  
Mr. Wong Man Chung, Francis  
Mr. Wang Tianyi  
Mr. Wang Bing

### **REMUNERATION COMMITTEE**

Mr. Wong Man Chung, Francis (Chairman)  
Mr. Han Jingyuan  
Mr. Wang Tianyi  
Mr. Wang Bing

### **AUTHORISED REPRESENTATIVE**

Mr. Zhu Hao  
(ceased on 1 July 2020)  
Mr. Han Li  
(appointed on 1 July 2020)  
Mr. Lam Pak Kan

## **董事局**

### **執行董事**

韓敬遠先生  
(主席兼首席執行官)  
朱軍先生  
(於2021年1月1日退任首席運營官)  
沈曉玲先生  
韓力先生  
(首席財務官)  
Sanjay Sharma先生  
朱浩先生  
(於2020年7月1日退任)

### **非執行董事**

Ondra Otradovec先生  
朱浩先生  
(於2020年7月1日調任)

### **獨立非執行董事**

黃文宗先生  
王天義先生  
王冰先生  
謝祖堃博士

## **董事局委員會架構**

### **審核委員會**

黃文宗先生(主席)  
王天義先生  
王冰先生

### **提名委員會**

韓敬遠先生(主席)  
黃文宗先生  
王天義先生  
王冰先生

### **薪酬委員會**

黃文宗先生(主席)  
韓敬遠先生  
王天義先生  
王冰先生

### **授權代表**

朱浩先生  
(於2020年7月1日退任)  
韓力先生  
(於2020年7月1日獲委任)  
林柏勤先生



# Corporate Information

## 公司資料

### COMPANY SECRETARY

Mr. Lam Pak Kan

### 公司秘書

林柏勤先生

### REGISTERED OFFICE

Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda

### 註冊辦事處

Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda

### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Suites 901-2 & 10, 9th floor  
Great Eagle Centre  
23 Harbour Road  
Wanchai, Hong Kong

### 香港主要營業地點

香港灣仔  
港灣道23號  
鷹君中心  
9樓901-2及10室

### BERMUDA PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

MUFG Fund Services (Bermuda) Limited

### 百慕達股份過戶登記總處

MUFG Fund Services (Bermuda) Limited

### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited

### 香港股份過戶登記分處

卓佳證券登記有限公司

### AUDITOR

PricewaterhouseCoopers

### 核數師

羅兵咸永道會計師事務所



### COMPANY'S WEBSITE

[www.chinaorientalgroup.com](http://www.chinaorientalgroup.com)

### LIST OF PRINCIPAL BANKS (IN ALPHABETICAL ORDERS)

Agricultural Bank of China  
Bank of Cangzhou  
Bank of Chengde  
Bank of Communications  
Bank of Hebei  
Bank of Tangshan  
China Citic Bank  
China Construction Bank  
China Everbright Bank  
China Minsheng Bank  
DBS Bank  
Guangxi Beibu Gulf Bank Co., Ltd.  
Hang Seng Bank  
Industrial and Commercial Bank of China  
ING Bank N.V.  
Ping An Bank  
Rabobank  
Tangshan Rural Commercial Bank

### 公司網址

[www.chinaorientalgroup.com](http://www.chinaorientalgroup.com)

### 主要往來銀行 (按英文次序排列)

中國農業銀行  
滄州銀行  
承德銀行  
交通銀行  
河北銀行  
唐山銀行  
中信銀行  
中國建設銀行  
中國光大銀行  
中國民生銀行  
星展銀行  
廣西北部灣銀行  
恒生銀行  
中國工商銀行  
ING Bank N.V.  
平安銀行  
荷蘭合作銀行  
唐山農商銀行





## Chairman's Statement

### 主席報告



The first and second phases of the Equipment Upsizing Project, namely each building a new blast furnace with a capacity of approximately 2,000 cubic meters and a new converter furnace with a capacity of approximately 150 tonnes, have been completed in June 2020 and November 2020, respectively, and productions were commenced. Steel productions and operation efficiency have been returned to normal.

裝備大型化項目的第一期及第二期工程，即分別建設一座約2,000立方米容積的新高爐及一座約150噸容積的新轉爐，已分別於2020年6月及2020年11月竣工並投入生產，鋼鐵生產及營運效率已回復至正常水平。

## REVIEW OF YEAR 2020

### OPERATING ENVIRONMENT

Looking back at 2020, the iron and steel industry in the PRC has been volatile during the year. At the beginning of 2020, the tension between China and the United States continued to escalate and there was continuous occurrence of trade disputes between them. Such tensions, coupled with the outbreak of COVID-19 since January 2020, have imposed a material adverse impact on China and the global economy, resulting in a rapidly waning business environment and ongoing uncertainties. Since the outbreak of the pandemic, the upstream and downstream of the iron and steel industry in the PRC were affected by the spread of the pandemic and related prevention measures. Suspension of operation and production in downstream construction, manufacturing of machines, etc. in light of quarantine and lockdown measures affected the demand for steel products from end-users and led to a decrease in steel prices. At the same time, the pandemic abroad also affected the supply of iron ore, resulting in rising iron ore prices. On the other hand, as the pandemic has been brought under control effectively within a short period of time through the proactive prevention and strict control measures imposed by the Chinese government, all sectors started to resume operation progressively in March and April 2020 and production and profit of the iron and steel industry gradually returned to stable levels. Since the third quarter of the year, the price of raw materials, in particular iron ores, continued to rise, and the Platts 62% Iron Ore Price Index went up to a high point of

## 2020 年回顧

### 經營環境

回顧2020年，中國的鋼鐵行業經歷了波動的一年。2020年年初中國與美國雙方之間緊張關係持續升溫及雙方持續出現貿易磨擦，並且自2020年1月爆發新冠病毒疫情，對中國以及環球經濟帶來重大的不利影響，導致營商環境急劇轉壞，並持續構成不明朗因素。自疫情爆發後，中國的鋼鐵行業的上下游亦受到疫情蔓延及相關防疫措施影響，下游的建設施工及機器製造等因隔離及封鎖措施而停工停產，影響終端用戶對鋼鐵產品需求及鋼鐵價格下調；同時，海外疫情亦影響到鐵礦石供應，導致鐵礦石價格上升。另一方面，透過中國政府所實施的主動預防及嚴格控制的措施下，疫情於短時間內有效地受到控制，各行業於2020年3月、4月開始有序地復工，鋼鐵行業的生產及盈利亦逐漸回復平穩；自年內的第三季度開始，原材料（特別是鐵礦石）價格持續上升，普氏62%鐵礦石價格指數由2020年年初的93水平攀升至2020年12月的177高位，鋼鐵行業的盈利受到壓縮。綜觀而言，中國的鋼鐵產量

## Chairman's Statement 主席報告

### REVIEW OF YEAR 2020 (Continued)

#### OPERATING ENVIRONMENT (Continued)

177 in December 2020 from the level of 93 as at the beginning of the 2020. The profitability of the iron and steel industry has been compressed. To sum up, the production volume of iron and steel in the PRC remained at a high level and recorded a growth. According to the data from the National Bureau of Statistics, the national production volumes of pig iron, crude steel and steel products in 2020 were 888 million tonnes, 1.065 billion tonnes and 1.325 billion tonnes, respectively, representing an increase of 4.3%, 7.0% and 10.0% from the corresponding period in 2019, respectively.

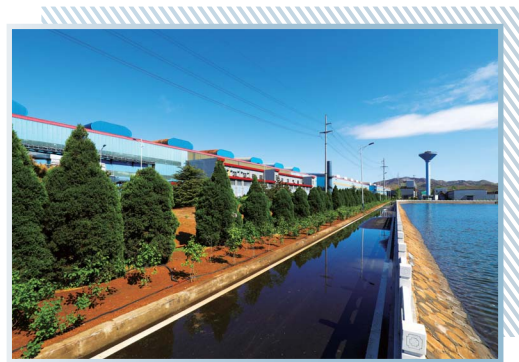
For the policy with respect to the iron and steel industry, in January 2020, the NDRC and MIIT jointly issued the “Notice on Regarding Completing the Steel Capacity Replacements and Project Filing Works” (關於完善鋼鐵產能置換和項目備案工作的通知) and associated interpretation (“**Notice on Steel Capacity Replacements**”), which pointed out that in order to prevent the recurrence of excessive production capacity and promote high quality development of the industry, the Chinese government is suspending the iron and steel production capacity replacements and project filing, carrying out self-inspection on the existing iron and steel production capacity swap projects, formulating relevant policy documents and strengthening thorough implementation and urging inspection. In December 2020, the MIIT released the “Implementation Measures of Capacity Replacements in the Iron and Steel Industry” (鋼鐵行業產能置換實施辦法) and the “Instructions on Promoting the High-Quality Development of the Iron and Steel Industry” (關於推動鋼鐵工業高品質發展的指導意見), in which the renewed requirements of the production reduction and replacement solution of the iron and steel industry and the more specific development goals in terms of industry foundation, innovation and development, resource security,

### 2020 年回顧(續)

#### 經營環境(續)

仍維持在高水平並錄得增長，根據國家統計局資料，2020年全國生鐵、粗鋼和鋼材產量分別為8.88億噸、10.65億噸及13.25億噸，比2019年同期分別增長4.3%、7.0%及10.0%。

關於鋼鐵行業的政策方面，於2020年1月，發改委聯同工信部聯合發放《關於完善鋼鐵產能置換和項目備案工作的通知》及相關解讀(「**鋼鐵產能置換通知**」)，文中指出為防範再出現產能過剩及促進行業高品質發展，中國政府暫停鋼鐵產能置換和項目備案、對現有鋼鐵產能置換專案展開自查、制定相關政策檔及加強貫徹落實和督促檢查，於2020年12月，工信部發放了《鋼鐵行業產能置換實施辦法》及《關於推動鋼鐵工業高品質發展的指導意見》，分別就鋼鐵行業的減產置換方案的更新要求及分別對產業基礎、創新發展、資源保障、產業結構、





# Chairman's Statement

## 主席報告

### REVIEW OF YEAR 2020 (Continued)

#### OPERATING ENVIRONMENT (Continued)

industry structure, green and low carbon, and quality and efficiency were proposed respectively. Currently, the iron and steel industry in the PRC is closely monitoring the "Implementation Measures of Capacity Replacements in the Iron and Steel Industry" (鋼鐵行業產能置換實施辦法) to be implemented and formally announced by the NDRC and MIIT and the details of the development plans of the industry under the "Recommendations for the Development of Economy and Society under the Fourteenth Five-Year Plan from the Central Government and long-range goals for 2035" ("14th Five-Year Plan") (中共中央關於制定國民經濟和社會發展第十四個五年規劃和2035年遠景目標建議) in the PRC.

With this background, the Group, through persistently pursuing efficiency enhancement and cost control, etc., enhanced the operating efficiency and sustainability. At the same time, the rising price of raw materials, in particular iron ores, the COVID-19 pandemic, implementation of various production restriction policies by the government, as well as the implementation of the Equipment Upsizing Project proceeded in parallel with daily production as mentioned hereinafter etc., had brought an impact on the production volumes and gross profit of the Group. Separately, due to the disposal of 31% equity shares of Dongfang Jingyuan, the Group recorded a non-recurring disposal gain of approximately RMB194 million. Given the aforesaid conditions, the Group has been actively adopting flexible production management, including active production reduction, introduction of a series of preventive measures for the COVID-19 pandemic, etc., to reduce the impact on the operation from those challenges. Due to the combined impact of these factors, the Group's annual results dropped compared with last year. The revenue was approximately RMB39.15 billion for the year ended 31 December 2020, representing a decrease of approximately 9.0% as compared with the corresponding period of last year. Comparing with last year, the average selling price and sales volume of self-manufactured steel products decreased by 2.3% and 8.4% to approximately RMB3,313 per tonne and approximately 8.2 million tonnes respectively, and due to the aforesaid factors, the gross profit decreased by approximately 47.3% to approximately RMB2.02 billion. The net profit of the Group for the year amounted to approximately RMB1.62 billion, representing a decrease of approximately 50.4% from the profit of approximately RMB3.27 billion of last year. EBITDA of the Group decreased from approximately RMB5.33 billion of last year to approximately RMB3.08 billion. Basic earnings per share was RMB0.43 (2019: RMB0.86).

### 2020 年回顧 (續)

#### 經營環境 (續)

綠色低碳、品質效益等方面提出了更具體的發展目標；目前，中國的鋼鐵行業正密切注視發改委及工信部將落實及正式頒佈的《鋼鐵行業產能置換實施辦法》以及中國《中共中央關於制定國民經濟和社會發展第十四個五年規劃和2035年遠景目標建議》(「十四五」規劃)下行業的發展規劃詳情。

在此背景下，本集團持續進行效率提升及成本控制等，從而提升營運效益及可持續性。與此同時，受原材料價格上升(特別是鐵礦石)、新冠病毒疫情大流行、政府的多項限產政策的實行以及下述的與日常生產同時並行的裝備大型化項目的施工等，均對本集團的產量及毛利有所影響。另外，因出售東方晶源之31%股份，本集團錄得約人民幣1.94億元的非經常性出售收益。鑑於以上的情況，本集團已積極採取靈活的生产管理，包括主動的減少產量、採取一系列的新冠病毒疫情預防措施等，以減低相關挑戰對營運的影響。在此等因素綜合影響下，本集團的全年度業績較去年回落。於截至2020年12月31日止年度錄得收入約人民幣391.5億元，較去年同期減少約9.0%。與去年相比，自行生產的鋼鐵產品的平均銷售單價及銷售量分別下降2.3%及8.4%至每噸約人民幣3,313元及約820萬噸，而毛利則受上述因素影響，減少約47.3%至約人民幣20.2億元。本集團的年度淨溢利為約人民幣16.2億元，較去年約人民幣32.7億元的溢利減少約50.4%。本集團的息稅折舊及攤銷前溢利，從去年的約人民幣53.3億元減少至約人民幣30.8億元，每股基本收益為人民幣0.43元(2019年：人民幣0.86元)。



## Chairman's Statement 主席報告

### REVIEW OF YEAR 2020 (Continued)

#### OPERATING ENVIRONMENT (Continued)

In July 2020, the Company was ranked the 233rd in the top 2020 Fortune China 500 companies. In September 2020, Jinxi Limited was awarded the title of “National Civilized Unit” by the Central Steering Committee for the Building of Spiritual Civilization. In November and December 2020, Jinxi Limited was awarded the titles of “2019 Hebei Provincial Government Quality Award” and “Outstanding Private Enterprise in Hebei Province” by Hebei Provincial Government.

Based on the results of 2020 and with regard to the requirements of future development, as well as for sharing of the outstanding results of the Group with the Shareholders, the Board proposed distribution of 2020 final dividend of HK\$0.05 per ordinary share.

With respect to the iron and steel business, the Group continued to invest substantially to enhance the competitiveness and economic efficiency of its products as well as environmental protection. These efforts include establishing scientific research centres to promote product research and development, improving production facilities to enhance efficiency, increasing the proportion of products with high added-value and investing in various projects to reduce emissions. The Group's section steel production volume has been leading nationwide since 2009. In response to government policy requirements, the Group has commenced an equipment upsizing project since 2019 to build certain new production facilities, including two new blast furnaces with capacity of approximately 2,000 cubic meters each and two new converter furnaces with capacity of approximately 150 tonnes each (the “**New Facilities**”), as replacements for blast furnace(s) with capacity of 1,000 cubic meters or below and converter furnace(s) with capacity of 100 tonnes or below. Furthermore, the Group also started building the branch-line railways for transportation of materials and inventories for the business of the Group. The Branch-line Railway Project will be used to connect the Group's facilities with the railway transportation hub system and ports nearby, replacing trucks for raw materials and products transportation after completion, which will also help the Group to promote energy conservation and emission reduction going forward. Currently, the first and second phases of the Equipment Upsizing Project, namely each building a new blast furnace with a capacity of approximately 2,000 cubic meters and a new converter furnace with a capacity of approximately 150 tonnes, have been completed in June 2020 and November 2020, respectively, and productions were commenced. Steel productions and operation efficiency have

### 2020 年回顧(續)

#### 經營環境(續)

於2020年7月，本公司獲選為2020年《財富》中國500強排行榜中第233位；於2020年9月，津西鋼鐵獲中央精神文明建設指導委員會授予「全國文明單位」稱號；於2020年11月及12月，津西鋼鐵獲河北省政府授予「2019年河北省政府質量獎」及「河北省優秀民營企業」稱號。

基於2020年業績和考慮未來發展的需要，以及與股東們分享本集團優秀業績的成果，董事局建議派發2020年末期股息每股普通股0.05港元。

就鋼鐵業務而言，本集團持續投放大量資源並致力提高產品的競爭力及經濟效益以及環境保護，這些努力包括設立科研中心以推動產品研發、改善生產設備以提高效能、加大高附加值產品比例及投入多項項目以減低排放。本集團之型鋼產量自2009年起一直位列全國領導位置。為響應政府政策要求，本集團自2019年已展開裝備大型化項目，興建若干新生產設備，包括兩座各約2,000立方米容積的新高爐及兩座各約150噸容積的新轉爐（「**該等新設備**」），以置換1,000立方米或以下容積的高爐及100噸或以下容積的轉爐。此外，本集團亦已展開建設用於本集團業務的材料及貨物運送的支綫鐵路。該支綫鐵路項目將用作連接本集團的設施與鐵路運輸樞紐系統及附近的港口，完成後將替代貨車運送原材料及產品，這將有助本集團以後推動節能及減排工作。現時，裝備大型化項目的第一期及第二期工程，即分別建設一座約2,000立方米容積的新高爐及一座約150噸容積的新轉爐，已分別於2020年6月及2020年11月竣工並投入生產，鋼鐵生產及營運效率已回復至正常水平；支綫鐵路項目亦



# Chairman's Statement

## 主席報告

### REVIEW OF YEAR 2020 (Continued)

#### OPERATING ENVIRONMENT (Continued)

been returned to normal. Most of the construction work of Branch-line Railway Project has also been completed during the year. The annual steel products production capacity of the Group currently maintains at approximately 10 million tonnes. In 2020, the Group sold approximately 3.25 million tonnes of self-manufactured H-section steel products, and kept securing its leading position in the H-section steel market of China.

In July 2020, the Group completed the acquisition of 43,240,235 shares of HJT, representing approximately 15% of the issued shares of HJT at a consideration of approximately RMB639 million. Upon completing the acquisition, the Group holds approximately 30% in aggregate of the issued shares of HJT. In January 2021, Jinxi Limited entered into a share subscription agreement with HJT, pursuant to which Jinxi Limited conditionally agreed to subscribe not more than 50,870,865 newly issued shares of HJT at a subscription price of RMB7.51 per share, which, on a fully diluted basis, will result in the Group holding approximately 40.5% of the issued shares of HJT upon the completion of the subscription, realising the extension of the business chain to downstream. On the other hand, in August 2020, the Group completed the disposal of 31% of its shares in Dongfang Jingyuan to a third party to realise its investment in Dongfang Jingyuan and recorded a disposal gain of approximately RMB194 million. Dongfang Jingyuan and its related subsidiaries are principally engaged in core technologies for semiconductor chip design and manufacturing process optimisation/equipment.

In September 2019, Jinxi Limited entered into an investment agreement with the Fangchenggang City Government in relation to the investment in the Fangchenggang Economic and Technological Development Zone. The terms of the investment agreement include the acquisition of land use right through the bidding process, and the land will be used by the Group for the establishment of a production base of H-section steel and sheet piling, which could be extended to the development of prefabricated steel construction building industry (the “**Fangchenggang Project**”). The annual iron and steel production capacity of the Fangchenggang Project is estimated to amount to approximately 10 million tonnes. The Fangchenggang Project will be developed in two phases. The total investment cost for the first phase is estimated to be approximately RMB22 billion. After completion of the first phase of development of the Fangchenggang Project, the relevant annual steel products production volume is currently estimated to amount to

### 2020 年回顧 (續)

#### 經營環境 (續)

已於年內完成大部份建設工作。本集團的鋼材年產能目前維持在約1,000萬噸。於2020年，本集團銷售自行生產的H型鋼產品約325萬噸，繼續穩佔中國H型鋼市場的領導者位置。

於2020年7月，本集團以約人民幣6.39億元完成收購匯金通43,240,235股股份，佔匯金通已發行股份約15%，完成該收購後，本集團合計持有匯金通已發行股份約30%；於2021年1月，津西鋼鐵與匯金通訂立股份認購協議，根據該股份認購協議，津西鋼鐵有條件地同意按每股人民幣7.51元的認購價格認購不多於匯金通新發行的50,870,865股股份，在完全稀釋的基礎上，完成認購後本集團將持有匯金通已發行股份約40.5%，進一步實現產業鏈下游的延伸。另一方面，於2020年8月，本集團完成出售東方晶源之31%股份予第三方，以變現其在東方晶源的投資，並錄得約人民幣1.94億元的出售收益。東方晶源及其相關附屬公司主要從事開發半導體晶片設計及製造工序優化／設備的核心技術。

於2019年9月，津西鋼鐵與防城港市政府就防城港經濟技術開發區的投資訂立投資協議，投資協議條款包括透過招標過程收購土地使用權，則本集團將使用該土地建立H型鋼及鋼板樁的生產基地，其可延伸至裝配式鋼結構建築產業的發展（「**防城港項目**」）。防城港項目的鋼鐵年產能估計約1,000萬噸，防城港項目將分兩個階段開發，預期第一階段的總投資成本約人民幣220億元。防城港項目的第一階段發展完成後，相關的鋼材年產量以現時估計為約



## Chairman's Statement 主席報告

### REVIEW OF YEAR 2020 (Continued)

#### OPERATING ENVIRONMENT (Continued)

approximately 6.5 million tonnes. After entering into the investment agreement, the Group has acquired accumulated annual iron production capacity of approximately 2.35 million tonnes and annual steel production capacity of approximately 3.05 million tonnes. Given the aforementioned Notice on Steel Capacity Replacements, the Group is observing the release of a new steel production capacity replacement policy by the NDRC. As the Fangchenggang Project is still pending approval from relevant authorities, the progress has been slowed down. After the new policy release, the Group will continue to evaluate its impact on the Fangchenggang Project.

With respect to the real estate business, the Group was dedicated in promoting the adoption of green structural development construction apart from developing traditional real estate projects. In various projects in Tangshan City and Suzhou of the Group, the sales and delivery of most units were completed in the past years. In 2020, the 4th phase of the Donghu Bay project in Tangshan City and Jinxi Meishu Hall project in Guangxi have commenced early stage of construction, and the construction of Jinxi Xijiang Bay project in Guangxi would be commenced in 2021. The site of Jinxi Meishu Hall project and Jinxi Xijiang Bay project are approximately 23,000 m<sup>2</sup> and approximately 67,000 m<sup>2</sup>. In 2020, the Group recorded revenue and operating profit from its real estate business of approximately RMB51 million and RMB5 million, respectively.

In 2020, the revenue and gross profit arising from trading of steel products and iron ore of the Group were approximately RMB10.78 billion (2019: approximately RMB11.39 billion) and approximately RMB124 million (2019: approximately RMB153 million) respectively.

Finally, with the good results of the Group, the Board would like to take this opportunity to express our heartfelt gratitude to the Shareholders for the continuous support, as well as appreciation to the staff for the dedication and contribution. The Company will diligently create greater value for its Shareholders.

### 2020 年回顧(續)

#### 經營環境(續)

650萬噸。自簽訂投資協議後，本集團已收購累計鐵年產能約235萬噸及鋼年產能約305萬噸。鑑於上文提及的鋼鐵產能置換通知，本集團正觀察著發改委推出新的鋼鐵產能置換政策，由於防城港項目仍待相關機構審批，項目的進度因此延緩。待新政策出台後，本集團將繼續評估其對防城港項目的影響。

就房地產業務而言，本集團除發展傳統房地產項目外，亦致力推動使用綠色結構發展建築。本集團位於唐山市及蘇州的多個項目，大部份單位已於過去年度銷售及交付。於2020年，在唐山市的東湖灣第4期項目及廣西的津西美墅館項目已開始早期施工，而廣西的津西西江灣項目亦將於2021年內展開施工，津西美墅館項目及津西西江灣項目分別佔地約23,000平方米及約67,000平方米。於2020年，本集團自房地產業務錄得收入及經營溢利分別約人民幣5,100萬元及人民幣500萬元。

於2020年，本集團鋼鐵產品及鐵礦石貿易帶來的收入和毛利分別為約人民幣107.8億元(2019年：約人民幣113.9億元)及約人民幣1.24億元(2019年：約人民幣1.53億元)。

最後，在此本集團取得良好業績之際，董事局希望藉此機會對股東們一如既往的支持表示衷心感謝，也對全體員工的努力付出和貢獻表示感謝，本公司將持續不懈為股東們創造更大價值。

# Management Discussion and Analysis

## 管理層討論與分析

### BUSINESS REVIEW

#### Sales Analysis on Self-manufactured Steel Products

##### Sales Volume

In 2020, the total sales volume was 8,178,000 tonnes (2019: 8,929,000 tonnes), representing a decrease of approximately 8.4%.

The sales volume breakdown during the year was as follows:

### 業績回顧

#### 自行生產的鋼鐵產品之銷售分析

##### 銷售量

2020年總銷售量為8,178,000噸(2019年：8,929,000噸)，減少約8.4%。

於有關年度銷售量明細如下：

		2020		2019		Changes in
		Sales volume		Sales volume		sales volume
		銷售量		銷售量		銷售量變化
		('000 tonnes)		('000 tonnes)		Increase/ (Decrease)
		(千噸)		(千噸)		增加/(減少)
H-section steel products	H型鋼產品	3,250	39.7%	3,547	39.7%	(8.4%)
Strips and strip products	帶鋼及帶鋼類產品	1,180	14.4%	2,507	28.1%	(52.9%)
Billets	鋼坯	1,687	20.6%	523	5.9%	222.6%
Cold rolled sheets and galvanised sheets	冷軋板及鍍鋅板	293	3.6%	299	3.3%	(2.0%)
Rebar	螺紋鋼	1,002	12.3%	1,343	15.0%	(25.4%)
Sheet piling	鋼板樁	766	9.4%	710	8.0%	7.9%
Total	合計	8,178	100%	8,929	100%	(8.4%)

During the year of 2020, the Group's production capacity was approximately 10 million tonnes per annum.

於2020年年度內，本集團的年產能約1,000萬噸。





# Management Discussion and Analysis

## 管理層討論與分析

### BUSINESS REVIEW (continued)

#### Sales Analysis on Self-manufactured Steel Products (continued)

##### Revenue

Revenue in 2020 was RMB27,095 million (2019: RMB30,278 million), representing a decrease of approximately 10.5%. Export to foreign countries contributed revenue of RMB333 million (2019: RMB206 million), representing approximately 1.2% (2019: 0.7%) of revenue from sales of self-manufactured steel products.

The sales breakdown and average selling price by product (excluding value-added tax) during the year were as follows:

### 業績回顧 (續)

#### 自行生產的鋼鐵產品之銷售分析 (續)

##### 收入

2020年收入為人民幣270.95億元(2019年：人民幣302.78億元)，減少約10.5%。出口至海外國家貢獻的收入為人民幣3.33億元(2019年：人民幣2.06億元)，佔自行生產的鋼鐵產品之銷售收入約1.2%(2019年：0.7%)。

年內產品的銷售明細及平均銷售單價(不含增值稅)如下：

		2020		2019		Changes 變化	
		Revenue	Average selling price	Revenue	Average selling price	Revenue	Average selling price
		收入	銷售單價	收入	銷售單價	收入	銷售單價
		(RMB million)	(RMB/tonne)	(RMB million)	(RMB/tonne)	Increase/(Decrease)	
		(人民幣百萬元)	(人民幣元/噸)	(人民幣百萬元)	(人民幣元/噸)	增加/(減少)	
H-section steel products	H型鋼產品	10,629	3,271	12,024	3,390	(11.6%)	(3.5%)
Strips and strip products	帶鋼及帶鋼類產品	3,902	3,306	8,027	3,202	(51.4%)	3.2%
Billets	鋼坯	5,175	3,067	1,587	3,032	226.1%	1.2%
Cold rolled sheets and galvanised sheets	冷軋板及鍍鋅板	1,278	4,353	1,284	4,296	(0.5%)	1.3%
Rebar	螺紋鋼	3,133	3,128	4,511	3,359	(30.5%)	(6.9%)
Sheet piling	鋼板樁	2,978	3,889	2,845	4,008	4.7%	(3.0%)
Total/combined	合計/綜合	27,095	3,313	30,278	3,391	(10.5%)	(2.3%)

The decrease in revenue from self-manufactured steel products was primarily due to a decrease in the sales volume of the Group's products by 8.4% to approximately 8.2 million tonnes in 2020 from approximately 8.9 million tonnes in 2019 and a slight decrease in average selling price by 2.3% to RMB3,313 per tonne in 2020 from RMB3,391 per tonne in 2019. The decrease in average selling price and decrease in sales volume of the Group's products was mainly due to the impact of the COVID-19 pandemic, implementation of various production restrictions by the government, as well as the implementation of the Equipment Upsizing Project of the Group.

自行生產的鋼鐵產品收入減少主要由於本集團的產品銷量由2019年約890萬噸減少8.4%至2020年約820萬噸，及平均銷售單價由2019年每噸人民幣3,391元微跌2.3%至2020年每噸人民幣3,313元。本集團產品的平均銷售單價下跌及銷售量減少主要是由於新冠病毒疫情大流行、政府的多項限產政策的實行以及本集團的裝備大型化項目的施工等的影響。

# Management Discussion and Analysis

## 管理層討論與分析

### BUSINESS REVIEW (continued)

#### Sales Analysis on Self-manufactured Steel Products (continued)

##### Cost of Sales and Gross Profit

The consolidated gross profit in 2020 was RMB2,018 million (2019: RMB3,826 million), representing a decrease of approximately 47.3%.

Average unit cost per tonne, gross profit per tonne and gross profit margin during the year were as follows:

		2020			2019		
		Average unit cost	Gross profit per tonne	Gross profit margin	Average unit cost	Gross profit per tonne	Gross profit margin
		平均成本單價	每噸毛利	毛利率	平均成本單價	每噸毛利	毛利率
		(RMB/tonne)	(RMB)		(RMB/tonne)	(RMB)	
		(人民幣元/噸)	(人民幣元)		(人民幣元/噸)	(人民幣元)	
H-section steel products	H型鋼產品	2,971	300	9.2%	2,891	499	14.7%
Strips and strip products	帶鋼及帶鋼類產品	3,038	268	8.1%	2,728	474	14.8%
Billets	鋼坯	2,905	162	5.3%	2,805	227	7.5%
Cold rolled sheets and galvanised sheets	冷軋板及鍍鋅板	4,195	158	3.6%	4,135	161	3.7%
Rebar	螺紋鋼	2,956	172	5.5%	3,159	200	6.0%
Sheet piling	鋼板樁	3,581	308	7.9%	3,401	607	15.1%
Combined	綜合	3,066	247	7.5%	2,963	428	12.6%

In 2020, gross profit per tonne of the Group's products decreased to RMB247 from RMB428 in 2019, reflecting a decrease of 42.3%. In 2020, gross profit margin decreased to 7.5% from 12.6% in 2019. The decrease in gross profit margin was primarily due to the increase in the average unit cost (primarily due to rising price of raw materials, in particular iron ore), decrease in the average selling price and decrease in the sales volume of the Group's steel products in 2020.

#### Property Development

For the year ended 31 December 2020, the revenue from real estate business of the Group amounted to approximately RMB51 million. The GFA of properties delivered was approximately 5,000 m<sup>2</sup>. The average selling price of properties delivered was approximately RMB11,000 per m<sup>2</sup>.

### 業績回顧 (續)

#### 自行生產的鋼鐵產品之銷售分析 (續)

##### 銷售成本及毛利

2020年的合併毛利為人民幣20.18億元(2019年：人民幣38.26億元)，減少約47.3%。

於有關年度每噸平均成本單價、每噸毛利及毛利率如下：

於2020年，本集團產品的每噸毛利由2019年的人民幣428元下降至人民幣247元，下降42.3%。於2020年，毛利率由2019年的12.6%下降至7.5%。毛利率下降主要是由於在2020年本集團鋼鐵產品的平均成本單價上升(主要由於原材料價格上升，特別是鐵礦石)、平均銷售單價下降及銷售量減少所致。

#### 房地產開發

截至2020年12月31日止年度，本集團房地產業務收入約人民幣5,100萬元，已交付物業的建築面積為約5,000平方米。已交付物業的平均售價為每平方米約人民幣11,000元。

# Management Discussion and Analysis

## 管理層討論與分析

### BUSINESS REVIEW (continued)

#### Property Development (continued)

As at 31 December 2020, the Group had the following projects under construction with a GFA approximately 142,000 m<sup>2</sup>:

No.	City	Property project	Phase of project	GFA under construction 在建的 建築面積 (m <sup>2</sup> ) (平方米)	Estimated time of completion 預計竣工 時間	Effective interest owned 實益 持有權益
序號	城市	物業項目	項目階段			
1	Tangshan 唐山	Donghu Bay 東湖灣	Phase 4 第4期	70,000	2022 2022年	97.6%
2	Fangchenggang 防城港	Jinxi Meshu Hall 津西美墅館	Foundational phase 基礎階段	72,000	2022 2022年	97.6%

In 2020, the Group contracted for Jinxi Xijiang Bay project in Guangxi (effectively owned 97.6% interest), construction for which is expected to commence in 2021.

The above projects are expected to be completed in 2022 and 2023 and will contribute stable revenue and profits to the Group.

### 業績回顧 (續)

#### 房地產開發 (續)

於2020年12月31日，本集團有下列在建項目，在建的建築面積約142,000平方米：

於2020年，本集團已簽訂位於廣西的津西西江灣項目（實益擁有97.6%權益），預期於2021年內展開施工。

預期上述項目將於2022年及2023年內完成，並將為本集團帶來穩定收入及溢利。





# Management Discussion and Analysis

## 管理層討論與分析

### FUTURE PROSPECTS

Looking ahead to 2021, the relationship between the PRC and the United States will remain tense, the impact of the COVID-19 outbreak will gradually recede as vaccines become more widespread, and the global economy is expected to recover gradually, with the PRC leading the way. 2021 marks the first year of the PRC's "14th Five-Year Plan", and the Chinese government is formulating a five-year plan for its steel industry for the period from 2021 to 2025 and strives to achieve a sustainable development structure that features a rational industry layout, advanced technology and equipment, outstanding quality and brand, high level of artificial intelligence, strong global competitiveness, and green and low-carbon. On 8 February 2021, MIIT issued "Continuing to Work Hard, Forge Ahead and Open Up A New Journey of High-quality Development in the Iron and Steel Industry" (繼續奮鬥勇往直前開啟鋼鐵行業高品質發展新征程), which pointed out that in 2021, the major focus was to deepen the structural reform on the supply side of steel, continue its de-capacity efforts, launch and implement the "Implementation Measures of Capacity Replacements in the Iron and Steel Industry" (鋼鐵行業產能置換實施辦法), strictly prohibit the addition of new steel production capacity, study and formulate a work plan for de-production, and implement a policy of dual control over production capacity and volume and ensure that the PRC's crude steel production will record a year-on-year decline in 2021. In addition, the PRC has pledged at the 75th United Nations Conference in September 2020 that it will strive to peak its carbon dioxide emissions by 2030 and to achieve carbon neutrality by 2060. The implementation of these policies will bring along significant changes to the steel industry and the Group will actively follow up and assess the impact on the Group's development and the Fangchenggang Project. On the demand side of the steel industry, it is expected that the PRC's infrastructure and real estate investment will maintain steady, while machinery, home appliances and automobile manufacturing will remain relatively strong, which will drive steel demand; in terms of cost, it is expected that overseas countries will still be affected by the COVID-19 outbreak for some time in 2021, therefore, the supply and demand of iron ore will remain relatively tight, and it is estimated that the iron ore price will remain at a high level. In general, we expect to remain cautiously optimistic in 2021 for the overall development of the steel industry.

### 未來展望

展望2021年，中國與美國之間的關係仍將維持緊張，新冠病毒疫情的影響將隨疫苗普及而逐漸減退，全球經濟預期逐步復蘇，而中國在經濟復蘇中正處於領先位置。2021年是中國「十四五」規劃的開局之年，中國政府正為中國鋼鐵行業制定2021年至2025年的5年規劃，以致力爭取到鋼鐵工業基本形成產業佈局合理、技術裝備先進、品質品牌突出、智慧化水平高、全球競爭力強、綠色低碳可持續的發展格局。於2021年2月8日，工信部發佈了《繼續奮鬥勇往直前開啟鋼鐵行業高品質發展新征程》，指出2021年要以深化鋼鐵供給側結構性改革為主軸，持續做好去產能工作，推出並落實《鋼鐵行業產能置換實施辦法》，嚴禁新增鋼鐵產能，並研究制定去產量工作方案，實行產能產量雙控政策，確保2021年中國的粗鋼生產同比下降。此外，中國已於2020年9月的第75屆聯合國大會上承諾中國將努力爭取二氧化碳排放於2030年前達到峰值，並努力爭取2060年前實現碳中和。這些政策的落實都將為鋼鐵行業帶來巨大轉變，本集團將積極跟進並評估對本集團的發展及防城港項目的影響。就鋼鐵行業需求方面，預期中國的基建及房地產投資仍將保持平穩，而機器、家電及汽車製造將維持偏強，這都將帶動鋼材需求；成本方面，預期2021年內海外國家仍受新冠病毒疫情影響一段時間，因此，鐵礦石的供求將仍處於偏緊情況，估計鐵礦石價格仍維持在高位。總體而言，預期鋼鐵行業於2021年的整體發展仍為謹慎樂觀。



## Management Discussion and Analysis

### 管理層討論與分析

#### FUTURE PROSPECTS *(continued)*

Under such backdrop, the Group will proactively follow the Chinese government's policies, and plan to improve its competitiveness and gain a prominent position in the industry by continuously improving the production efficiency and cost, developing and increasing the high value-added products, expanding its market share, enhancing internal management and optimising the utilisation of internal resources as well as continuously improving the facilities etc.. The Group will continue to focus on the development of section steel. After the completion of the Equipment Upsizing Project in 2020, the Group will continue to invest in the technological renovation of the ancillary steel rolling lines, develop new products including hot-rolled power angle steel and hot-rolled H-section steel of different standards and specifications, etc., enhance the section steel rolling capacity and continuously optimise the product structure to strengthen the Group's advantages in the section steel. In addition, in order to strive for carbon neutrality and emission reduction, and adhere to the concept of green and sustainable development, the Group will closely follow the policy development and explore the feasibility of different technical options to conduct early studies and deployment for emission reduction. At the same time, the Group expects that the Branch-line Railway Project will come into operation within 2021, replacing road transportation with rail transportation and further reducing emissions.

In January 2021, Jinxi Limited entered into the Share Subscription Agreement with HJT, pursuant to which Jinxi Limited has conditionally agreed to subscribe not more than 50,870,865 newly issued shares of HJT at a subscription price of RMB7.51 per share. After the completion of subscription, the Group will be holding approximately 40.5% of issued share in HJT on a fully diluted basis, further realising the extension of the business chain to downstream. HJT is principally engaged in the research and development, manufacturing and sales of electric power transmission facilities and it currently operates a manufacturing plant in Shandong Province of the PRC with an annual production capacity of approximately 250,000 tonnes. It is a downstream customer of the Group and this will help the Group to build a full process business chain from section steel products to power transmission equipment, thereby creating synergy.

#### 未來展望 (續)

在此背景下，本集團將積極跟進中國政府政策，並計劃透過持續改善生產效率及成本、開發及增加高附加值產品、拓展市場份額、加強內部管理及優化內部資源運用和持續提升設備等以提升其競爭力，並爭取行業中的前列位置。本集團將繼續專注於型鋼領域的發展，於2020年裝備大型化項目完成後，本集團將繼續投資於配套鋼材軋線的技術改造，開發新產品包括不同標準及規格的熱軋電力角鋼及熱軋H型鋼等，以及提升型鋼軋製產能及持續優化產品結構，深化本集團在型鋼領域的優勢。此外，為致力達到碳中和及減排，秉承綠色可持續發展理念，本集團將會密切跟進政策發展以及探索不同技術方案的可行性，預早為減排工作進行研究及部署；同時，本集團預期支綫鐵路項目將於2021年內投入運作，以鐵路運輸代替公路運輸，進一步減低排放。

於2021年1月，津西鋼鐵與匯金通訂立股份認購協議，根據該股份認購協議，津西鋼鐵有條件地同意按每股人民幣7.51元的認購價格認購不多於匯金通新發行的50,870,865股股份，在完全稀釋的基礎上，完成認購後本集團將持有匯金通已發行股份約40.5%，進一步實現產業鏈下游的延伸。匯金通主要從事研發、生產及銷售電力輸送的設備，而其現時於中國山東省營運一個年產能為約250,000噸的生產廠房，為本集團的下游客戶，這有助於本集團打造從型鋼產品至電力輸送設備全流程產業鏈，產生協同效應。

## Management Discussion and Analysis 管理層討論與分析

### FUTURE PROSPECTS (continued)

Currently, the Group retains a relatively large amount of cash and resources within the Group in order to cope with future development needs. The Group is also proactively considering a wide variety of possibilities, including horizontal and vertical (in particular, downstream) corporate mergers and acquisitions, etc., while exploring different financing channels, so as to achieve sustainable development. The Group will also from time to time evaluate the possibility to increase dividend distributions under appropriate circumstances to reward the Shareholders' support for the Group.

Since its listing in 2004, the Group has been continuously expanding its business scale as well as diversifying its iron and steel product categories and business portfolio. For the past 17 years (since listing), the Group's overall steel products production capacity has increased to approximately 10.0 million tonnes per annum from approximately 3.1 million tonnes per annum at the time of the listing. Categories of the steel products include H-section steel, sheet piling, strips and strip products, billets, cold rolled sheets and galvanised sheets as well as rebars. The Group is continuously developing products of different series and specifications to meet the market needs. Moreover, the H-section steel products manufactured by the Group maintain its leading position in China. The Group's business will continue to develop towards the goal of establishing the largest manufacturing base for section steel in the world, and to explore the extension of upstream and downstream sectors in the industry, in order to become a sizable enterprise with distinctive products. The Group will strive to take full advantage of the current solid financial condition and efficient management model to drive forward the green and continuous development of the Group and to maximise the Shareholders' value.

### 未來展望(續)

目前，本集團仍保留較多現金及資源於本集團內，以應付未來發展需要，本集團亦積極考慮多方面的可能性，包括橫向及縱向（特別是下游）的企業併購等，在開拓不同的融資渠道的同時，以達致可持續的發展。本集團亦將不時評估在合適的情況下增加股息分派，以回饋股東們對本集團的支持。

本集團自2004年上市以來，不斷擴展其業務規模並擴闊鋼鐵產品種類和業務組合。在過去17年間（自上市以來），本集團的整體鋼材年產能已由上市時的約310萬噸提升至現時約1,000萬噸。鋼材產品種類包括：H型鋼、鋼板樁、帶鋼及帶鋼類產品、鋼坯、冷軋板及鍍鋅板和螺紋鋼。本集團不斷開發不同系列及規格的产品以迎合市場需要。此外，由本集團生產的H型鋼產品在中國保持著領先的地位。本集團的業務將繼續朝著世界最大型的型鋼生產基地的目標方向發展，及探索在本行業實行上、下游伸延，以成為具有規模且帶有產品特色的企業。本集團將致力有效運用其現有的穩健財政狀況和高效的管理模式，推動本集團的綠色及可持續發展，以實現股東們價值最大化。



授予：河北津西钢铁集团股份有限公司

**河北省政府质量奖**

河北省人民政府  
二〇二〇年十一月



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW

#### Liquidity and Financial Resources

In order to sustain a stable financial status, the Group closely monitors its liquidity and financial resources.

As at 31 December 2020, the Group had unutilised banking facilities of approximately RMB7.2 billion (2019: RMB4.2 billion).

As at 31 December 2020, the current ratio of the Group, representing current assets divided by current liabilities, was 1.3 times (2019: 1.5 times) and the gearing ratio, representing total liabilities divided by total assets, was 52.4% (2019: 44.0%).

As at 31 December 2020, the cash and cash equivalents of the Group amounted to approximately RMB3,486 million (2019: approximately RMB4,631 million).

After considering its cash and cash equivalents as well as the banking facilities currently available to the Group, it is believed that the Group has sufficient capital to fund its future operations and for general business expansion and development.

#### Capital Structure

As at 31 December 2020, borrowings of RMB10,298 million of the Group bore fixed interest rates ranged from 0.58% to 7.50% per annum and borrowings of RMB983 million of the Group bore floating rates ranged from 0.99% to 5.25% per annum. The Group's exposure to changes in market interest rates was considered to be limited. The Group also entered into certain foreign currency forward contracts to manage its exposure to foreign currency exchange rates fluctuation. As at 31 December 2020, the notional amounts of these derivative instruments amounted to USD11 million.

The Group monitors its capital on the basis of the debt-to-capital ratio. This ratio is calculated as total debt divided by total capital. Total debt includes current and non-current borrowings, lease liabilities and loans from related parties. The Group regards its non-current borrowings, non-current lease liabilities and equity attributable to owners of the Company as its total capital. As at 31 December 2020, the debt-to-capital ratio of the Group was 48.4% (2019: 28.9%).

The consolidated interest expenses and capitalised interest in 2020 amounted to RMB367 million (2019: RMB141 million). The interest coverage (divide profit for the year before finance costs — net and income tax expense by total interest expenses) was 5.2 times (2019: 29.4 times).

### 財務回顧

#### 資金流動性及財務資源

本集團密切監察資金流動性及財政資源，以保持穩健的財政狀況。

於2020年12月31日，本集團的未使用銀行授信額度約人民幣72億元（2019年：人民幣42億元）。

於2020年12月31日，本集團的流動比率（流動資產除以流動負債）為1.3倍（2019年：1.5倍）及資產負債比率（總負債除以總資產）為52.4%（2019年：44.0%）。

於2020年12月31日，本集團的現金及現金等價物為約人民幣34.86億元（2019年：約人民幣46.31億元）。

考慮目前本集團所持有之現金及現金等價物及現時可用銀行授信額度後，相信本集團擁有充足的資金應付未來之業務運作及一般業務擴充和發展之資金需要。

#### 資本結構

於2020年12月31日，本集團的人民幣102.98億元的借款按年利率介乎0.58%至7.50%的固定利率計息，而本集團的人民幣9.83億元的借款按年利率介乎0.99%至5.25%的浮動利率計息。本集團對市場利率變化的風險被認為屬有限。本集團亦已訂定若干外幣遠期合約以管理外幣匯率波動的風險，於2020年12月31日，該等衍生工具之名義金額為1,100萬美元。

本集團根據債項與資本比率監察資本狀況。該比率為債項總額除以總資本，而債項總額包括流動及非流動借款、租賃負債及關聯方貸款。本集團將其非流動借款、非流動租賃負債及歸屬於本公司權益持有者的權益視為本集團的總資本。於2020年12月31日，本集團的債項與資本比率為48.4%（2019年：28.9%）。

2020年合併利息支出及資本化利息共人民幣3.67億元（2019年：人民幣1.41億元）。利息盈利倍數（扣除財務成本 — 淨額及所得稅費用前之年度溢利除以總利息支出）為5.2倍（2019年：29.4倍）。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Commitments

As at 31 December 2020, the Group had total commitments of RMB886 million (2019: RMB5,668 million). It is estimated the commitments will be financed by the Group's internal resources and available banking facilities.

#### Guarantee and Contingent Liabilities

As at 31 December 2020, the Group's contingent liabilities amounted to approximately RMB96 million (2019: nil), which was the provision of guarantee for engineering and trading in favour of third parties.

#### Pledge of Assets

As at 31 December 2020, the net book value of the Group's leasehold land and land use rights amounting to approximately RMB24 million (2019: RMB25 million), property, plant and equipment amounting to approximately RMB240 million (2019: RMB8 million), trade receivables amounting to RMB329 million (2019: nil), notes receivable amounting to approximately RMB86 million (2019: RMB62 million), structured bank deposits amounting to RMB1,000 million (2019: RMB1,200 million) and restricted bank balances amounting to approximately RMB3,637 million (2019: approximately RMB1,083 million) had been pledged as securities for the Group's notes payable issuing, bank borrowings, letters of credit issuing and letters of guarantee issuing.

#### Exchange Risks

Foreign exchange risk is the risk to the Group's financial conditions and results of operations arising from movements of foreign exchange rates. The Group mainly operates in the Mainland China with most of the transactions denominated and settled in RMB. The Group's foreign exchange risk primarily arises from the procurement of iron ore and the relevant products from overseas suppliers and the Group's foreign currency borrowings, which are denominated and settled in USD. Foreign exchange rates fluctuate in reaction to the macro-economic performance of different countries and fund flows between countries arising from trade or capital commitments. In view of the continuous fluctuation of the RMB exchange rate against USD, during the year ended 31 December 2020, the Group has entered into certain foreign currency forward contracts so as to reduce the impact of the volatility of the RMB exchange rate against USD. The Group also reviewed and rearranged its monetary assets to mitigate the impact from the change of RMB to USD exchange rate.

### 財務回顧(續)

#### 承擔

於2020年12月31日，本集團的總承擔為人民幣8.86億元(2019年：人民幣56.68億元)。此承擔預計將由本集團內部資源及可用銀行授信額度作為融資。

#### 擔保及或然負債

於2020年12月31日，本集團的或然負債約人民幣9,600萬元(2019年：無)，為第三方的工程及貿易作擔保。

#### 資產抵押

於2020年12月31日，本集團賬面淨值約人民幣2,400萬元(2019年：人民幣2,500萬元)的租賃土地及土地使用權、約人民幣2.40億元(2019年：人民幣800萬元)的物業、廠房及設備、約人民幣3.29億元(2019年：無)的應收貿易賬款、約人民幣8,600萬元(2019年：人民幣6,200萬元)的應收票據、人民幣10.00億元(2019年：人民幣12.00億元)的結構性銀行存款及約人民幣36.37億元(2019年：約人民幣10.83億元)的受限制銀行結餘，已為本集團發出的應付票據、銀行借款、開具信用證及開具擔保函作抵押。

#### 匯率風險

外匯風險指匯率變動對本集團財務狀況及營運業績構成之風險。本集團主要在中國大陸境內經營，大多數交易均以人民幣計值及結算。本集團之外匯風險主要由於向海外供應商購入鐵礦石和相關產品及本集團的外幣借款均以美元計值及結算。匯率波動受不同國家宏觀經濟表現以及貿易或資本動向帶來國家之間資金流動所影響。鑒於人民幣兌美元匯率持續波動，於截至2020年12月31日止年度內，本集團已訂立若干外幣遠期合約，以減低人民幣兌美元匯率波動的影響。本集團亦已審核及重新調配其貨幣資產以減低人民幣兌美元匯率變動產生的影響。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Iron Ore Futures

In view of the significant fluctuation of iron ore price in 2020, the Group has entered into certain iron ore future contracts so as to reduce the impact of the volatility of the iron ore price on the Group. The Group uses a combination of iron ore derivatives to achieve the above purpose.

#### Dividend

The Board proposed a final dividend of HK\$186.1 million (approximately RMB157.3 million), representing HK\$0.05 per ordinary share in respect of the year ended 31 December 2020 to the Shareholders of the Company whose names appear on the register of members of the Company at the close of business on Friday, 11 June 2021. The final dividend, payable on or around Thursday, 8 July 2021 is subject to approval of the Shareholders at the forthcoming AGM to be held on Wednesday, 2 June 2021.

#### Material Acquisitions and Disposals and Post Balance Sheet Events

In July 2020, the Group completed the acquisition of 43,240,235 shares of HJT, representing approximately 15% of the issued shares of HJT at a consideration of approximately RMB639 million. Upon completing the acquisition, the Group holds approximately 30% in aggregate of the issued shares of HJT. In January 2021, Jinxi Limited entered into a share subscription agreement with HJT, pursuant to which Jinxi Limited conditionally agreed to subscribe not more than 50,870,865 newly issued shares of HJT at a subscription price of RMB7.51 per share, which, on a fully diluted basis, will result in the Group holding approximately 40.5% of the issued shares of HJT upon the completion of the subscription, realising the extension of the business chain to downstream. For details, please refer to the announcements of the Company dated 7 June 2020, 17 July 2020 and 13 January 2021.

### 財務回顧(續)

#### 鐵礦石期貨

鑒於2020年鐵礦石價格大幅波動，本集團已訂立若干鐵礦石期貨合約，以減少鐵礦石價格波動對本集團的影響。本集團採用鐵礦石衍生工具組合以達到上述目的。

#### 股息

就截至2020年12月31日止年度，董事局建議向在2021年6月11日(星期五)辦公時間結束時名列於本公司股東名冊上之本公司股東派發末期股息1.861億港元(約人民幣1.573億元)(即每股普通股0.05港元)。末期股息須待將於2021年6月2日(星期三)舉行應屆的本公司之股東週年大會上獲股東批准後方可作實，並將於2021年7月8日(星期四)或前後支付。

#### 重大收購及出售與結算日後事項

於2020年7月，本集團以約人民幣6.39億元完成收購匯金通43,240,235股股份，佔匯金通已發行股份約15%，完成該收購後，本集團合計持有匯金通已發行股份約30%；於2021年1月，津西鋼鐵與匯金通訂立股份認購協議，根據該股份認購協議，津西鋼鐵有條件地同意按每股人民幣7.51元的認購價格認購不多於匯金通新發行的50,870,865股股份，在完全稀釋的基礎上，完成認購後本集團將持有匯金通已發行股份約40.5%，進一步實現產業鏈下游的延伸。詳情請參閱本公司日期為2020年6月7日、2020年7月17日及2021年1月13日的公告。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW *(continued)*

#### Material Acquisitions and Disposals and Post Balance Sheet Events *(continued)*

In compliance with the production control measures under the “Notice on the Submission of Production Restriction and Emission Reduction Measures for Enterprises in the Iron and Steel Industry” (關於報送鋼鐵行業企業限產減排措施的通知) dated 19 March 2021 issued by the Office of the Steering Group for the Prevention and Control of Air Pollution in Tangshan City (唐山市大氣污染防治工作領導小組辦公室), Jinxi Limited has to restrict the production by 30% from 20 March 2021 to 31 December 2021. For further details, please refer to the announcement of the Company dated 22 March 2021.

Save as disclosed above, the Group did not have any other material acquisitions and disposals during the year ended 31 December 2020 and there are no events to cause material impact on the Group from the balance sheet date to the date of this report that should be disclosed.

### 財務回顧 *(續)*

#### 重大收購及出售與結算日後事項 *(續)*

為遵守由唐山市大氣污染防治工作領導小組辦公室發佈日期為2021年3月19日之《關於報送鋼鐵行業企業限產減排措施的通知》下的產能控制措施，津西鋼鐵由2021年3月20日至2021年12月31日止須限制生產30%。詳情請參閱本公司日期為2021年3月22日的公告。

除上文披露者外，於截至2020年12月31日止年度內，本集團並無任何其他重大收購及出售或自結算日後至本報告日期止期間，並無發生須予披露之重大影響本集團的事項。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss

As at 31 December 2020, the Group held financial assets at fair value through profit or loss of approximately RMB4,804 million, accounting for 10.8% of total assets, particulars of which are set out below:

#### Money Market Funds

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產

於2020年12月31日，本集團持有之按公允價值計量且其變動計入損益表之金融資產約人民幣48.04億元，佔總資產10.8%，其中詳情載列如下：

#### 貨幣市場基金

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020	Investment cost as at 31 December 2020	Fair value as at 31 December 2020	Total amount of purchase(s) made during the year ended 31 December 2020	Total amount of disposal(s) made during the year ended 31 December 2020	Realised investment income/(loss) for the year ended 31 December 2020	Unrealised investment income/(loss) for the year ended 31 December 2020	Fair value to the total assets of the Group as at 31 December 2020
		於2020年12月31日	於2020年12月31日	於2020年12月31日	於截至2020年12月31日止年度內購入之總金額	於截至2020年12月31日止年度內出售之總金額	截至2020年12月31日止年度已變現的投資收入/(虧損)	截至2020年12月31日止年度未變現的投資收入/(虧損)	於2020年12月31日公允價值佔本集團總資產
		('000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	
		(千)	(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>Harvest Fund Management Company Limited</b>	<b>嘉實基金管理有限公司</b>								
Harvest Express Monetary Market Fund*	嘉實快線貨幣市場基金	30,999	30,999	31,049	2,742,475	(2,871,752)	9,135	50	0.07%
Harvest HuoQiBao Monetary Market Fund*	嘉實活期寶貨幣市場基金	847	847	847	8,055	(14,288)	221	-	<0.01%
Harvest Monetary Market Fund*	嘉實貨幣市場基金	125,132	125,132	125,246	393,525	(298,750)	2,107	114	0.28%
<b>Bosera Asset Management Company Limited</b>	<b>博時基金管理有限公司</b>								
Bosera Hehui Money Market Fund	博時合惠貨幣市場基金	15,386	15,386	15,386	11,099	(137,796)	100	-	0.03%
Bosera Cash Pot Money Market Fund	博時現金寶貨幣市場基金	24,646	24,646	24,646	404,078	(382,470)	4,077	-	0.06%
Bosera Security Cash Pot Money Market Fund	博時外服貨幣市場基金	40	40	40	1	-	1	-	<0.01%
<b>China Minsheng Banking Corp., Ltd.</b>	<b>中國民生銀行股份有限公司</b>								
HwaBao Cash Pot Monetary Market Fund*	華寶現金寶貨幣市場基金	6,000	6,000	6,000	194,487	(209,767)	512	-	0.01%
Minsheng JiaYin Cash Pot Monetary Market Fund*	民生加銀現金寶貨幣市場基金	10,000	10,000	10,000	200,440	(217,567)	464	-	0.02%
China Southern TianTianLi Monetary Market Fund*	南方天天利貨幣市場基金	11,607	11,607	11,607	92,693	(97,293)	685	-	0.03%
Harvest Monetary Market Fund*	嘉實貨幣市場基金	10,000	10,000	10,002	208,000	(232,662)	695	2	0.02%
<b>Bank of Communications Co., Ltd.</b>	<b>交通銀行股份有限公司</b>								
HwaBao Cash Pot Monetary Market Fund*	華寶現金寶貨幣市場基金	-	-	-	357,353	(357,353)	453	-	-
Aegon-Industrial Monetary Market Securities Investment Fund*	興全貨幣市場證券投資基金	-	-	-	630,968	(772,794)	2,678	-	-
China Southern TianTianLi Monetary Market Fund*	南方天天利貨幣市場基金	-	-	-	73,600	(73,600)	300	-	-
<b>ZhongRong Fund Management Company Limited</b>	<b>中融基金管理有限公司</b>								
ZhongRong Cash ZengLi Monetary Market Fund*	中融現金增利貨幣市場基金	5,558	5,558	5,558	756,273	(854,553)	4,273	-	0.01%
<b>China Southern Asset Management Company Limited</b>	<b>南方基金管理股份有限公司</b>								
China Southern TianTianLi Monetary Market Fund*	南方天天利貨幣市場基金	73,473	73,473	73,473	59,011	(58,060)	2,000	-	0.17%
<b>Aegon-Industrial Fund Management Company Limited</b>	<b>興証全球基金管理有限公司</b>								
Aegon-Industrial Monetary Market Securities Investment Fund*	興全貨幣市場證券投資基金	172,054	172,054	172,054	444,692	(282,744)	3,794	-	0.39%
<b>HwaBao WP Fund Management Company Limited</b>	<b>華寶基金管理有限公司</b>								
HwaBao Cash Pot Monetary Market Fund*	華寶現金寶貨幣市場基金	4,259	4,259	4,259	241,538	(237,279)	372	-	0.01%

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 貨幣市場基金(續)

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020	Investment cost as at 31 December 2020	Fair value as at 31 December 2020	Total amount of purchase(s) made during the year ended 31 December 2020	Total amount of disposal(s) made during the year ended 31 December 2020	Realised investment income/(loss) for the year ended 31 December 2020	Unrealised investment income/(loss) for the year ended 31 December 2020	Fair value to the total assets of the Group as at 31 December 2020
		於2020年12月31日	於2020年12月31日	於2020年12月31日	於截至2020年12月31日止年度內購入之總金額	於截至2020年12月31日止年度內出售之總金額	截至2020年12月31日止年度已變現的投資收入/(虧損)	截至2020年12月31日止年度未變現的投資收入/(虧損)	於2020年12月31日公允價值佔本集團總資產
		('000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	
		(千)	(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>E Fund Management Co., Ltd.</b>	<b>易方達基金管理有限公司</b>								
E Fund Cash Enhance Income Money Market Fund	易方達現金增利貨幣市場基金	-	-	-	81,980	(183,447)	1,948	-	-
E Fund Day Wealth Management Money Market Fund	易方達天天理財貨幣市場基金	-	-	-	14,405	(14,405)	78	-	-
Others	其他	-	-	-	5,026	(5,026)	26	-	-
<b>HFT Investment Management Co., Ltd.</b>	<b>海富通基金管理有限公司</b>								
HFT TianYi Money Market Fund*	海富通添益貨幣市場基金	-	-	-	3,324,127	(3,326,415)	4,359	-	-
<b>China Merchants Bank</b>	<b>招商銀行</b>								
Aegon-Industrial Monetary Market Securities Investment Fund*	興全貨幣市場證券投資基金	9,831	9,831	9,831	93,669	(91,570)	598	-	0.02%
China Universal Money Market Fund*	匯添富貨幣市場基金	43,187	43,187	43,284	43,187	-	187	97	0.10%
Others	其他	-	-	-	80,237	(80,237)	479	-	-
<b>Minsheng Royal Fund Management Co., Ltd.</b>	<b>民生加銀基金管理有限公司</b>								
Minsheng JiaYin Cash Pot Monetary Market Fund*	民生加銀現金寶貨幣市場基金	-	-	-	168,485	(168,485)	182	-	-
<b>HuaAn Fund Management Co., Ltd.</b>	<b>華安基金管理有限公司</b>								
HuaAn Cash Pot Money Market Fund*	華安現金寶貨幣市場基金	-	-	-	330,614	(330,614)	614	-	-
<b>UBS SDIC Fund Management Co., Ltd.</b>	<b>國投瑞銀基金管理有限公司</b>								
UBS SDIC QianDuoBao Money Market Fund	國投瑞銀錢多寶貨幣市場基金	-	-	-	165,863	(180,929)	765	-	-
<b>E Fund Management (HK) Co., Limited</b>	<b>易方達資產管理(香港)有限公司</b>								
E Fund (HK) US Dollar Money Market Fund	易方達(香港)美元貨幣市場基金	142	106,378	98,296	106,378	(662)	11	(8,093)	0.22%
<b>Da Cheng International Asset Management Co., Ltd.</b>	<b>大成國際資產管理有限公司</b>								
Da Cheng Money Market Fund	大成貨幣市場基金	1,456	105,921	98,626	105,921	-	-	(7,295)	0.22%
<b>CCB Principal Asset Management Co., Ltd.</b>	<b>建信基金管理有限責任公司</b>								
CCB Principal TianTianYi Money Market Fund*	建信天添益貨幣市場基金	24,878	24,878	24,878	324,878	(300,000)	1,378	-	0.06%
Others	其他	-	-	-	5,030	(5,030)	30	-	-
<b>Others</b>	<b>其他</b>	50,000	50,000	50,000	53,905	(3,905)	4	-	0.11%



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds

##### Harvest Fund Management Company Limited

Harvest Express Monetary Market Fund\* (嘉實快線貨幣市場基金) tracks and analyses changes in market funds and investors trading behaviors and combines macro and micro studies to formulate its investment strategies. It seeks to achieve higher current returns while satisfying safety and liquidity needs.

Harvest HuoQiBao Monetary Market Fund\* (嘉實活期寶貨幣市場基金) determines the average remaining period (long/medium/short) and distribution of its portfolio assets according to macroeconomic indicators (including mainly market capital supply and demand, interest rate levels and market expectations, inflation rates, GDP growth rates, money supplies, employment rates, international market interest rate level and exchange rate, etc.). It determines the investment ratios of each investment asset in the portfolio based on the liquidity nature of each asset (including mainly average daily trading volume, trading platforms, holdings of institutional investors, amount of repurchases and pledges, etc.). It determines portfolio risk level based on investment assets' credit rating and collaterals provided.

Harvest Monetary Market Fund\* (嘉實貨幣市場基金) determines the remaining period (long/medium/short) and distribution of its portfolio assets according to macroeconomic indicators (including mainly interest rate levels, inflation rates, GDP growth rates, money supplies, employment rate level, international market interest rate level and exchange rate, etc.). It determines the investment ratios of each investment asset in the portfolio based on the liquidity nature of each asset (including mainly average daily trading volume, trading platforms, holdings of institutional investors, amount of repurchases and pledges, subdivision and conversion progress). It determines portfolio risk level based on bonds' credit rating and collaterals provided.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 貨幣市場基金 (續)

##### 貨幣市場基金的投資策略

##### 嘉實基金管理有限公司

嘉實快線貨幣市場基金是跟蹤分析市場資金面及投資者交易行為變化，結合宏觀和微觀研究制定投資策略，謀求在滿足安全性、流動性需要的基礎上，實現較高的當期收益。

嘉實活期寶貨幣市場基金是根據宏觀經濟指標（主要包括：市場資金供求、利率水平和市場預期、通貨膨脹率、國內生產總值增長率、貨幣供應量、就業率水平、國際市場利率水平及匯率等），決定組合的平均剩餘期限（長／中／短）和比例分佈。本基金按各類資產的流動性特徵（主要包括：平均日交易量、交易場所、機構投資者持有情況、回購抵押數量等），決定組合中各類資產的投資比例。本基金根據各類資產的信用等級及擔保狀況，決定組合的風險級別。

嘉實貨幣市場基金是根據宏觀經濟指標（主要包括：利率水平、通貨膨脹率、國內生產總值增長率、貨幣供應量、就業率水平、國際市場利率水平及匯率等），決定債券組合的剩餘期限（長／中／短）和比例分佈。本基金按各類資產的流動性特徵（主要包括：平均日交易量、交易場所、機構投資者持有情況、回購抵押數量、分拆轉換進程），決定組合中各類資產的投資比例。本基金根據債券的信用等級及擔保狀況，決定組合的風險級別。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

Bosera Asset Management Company Limited

Bosera Hehui Money Market Fund (博時合惠貨幣市場基金), Bosera Cash Pot Money Market Fund (博時現金寶貨幣市場基金) and Bosera Security Cash Pot Money Market Fund (博時外服貨幣市場基金) adopt active management style investment strategy. Subject to interest rate risk control, striving to minimise fund net asset value fluctuation risk and satisfying liquidity, they seek to maximise the fund return.

China Minsheng Banking Corp., Ltd.

HwaBao Cash Pot Monetary Market Fund\* (華寶現金寶貨幣市場基金)'s investment strategy is (1) according to research macroeconomic indicators and interest rate changing trend, to determine the investment portfolio average duration; (2) while satisfying condition of investment portfolio average duration, to fully consider relevant product's return, liquidity and credit rating, to determine the portfolio allocation; (3) utilising modern financial analysis methodology and tools, in order to optimise the portfolio allocation result and to realise appreciation of the portfolio; (4) adopting methodologies of balanced distribution, rolling investment and optimising term allocation etc., to enhance the liquidity management; and (5) with real time monitoring of interest change of each product, to catch risk-free arbitrage opportunity.

Minsheng JiaYin Cash Pot Monetary Market Fund\* (民生加銀現金寶貨幣市場基金)'s investment will be based on securing safety and liquidity of assets as fundamental principles, striving on the basis of full evaluation of factors such as domestic and foreign macroeconomic trends as well as monetary fiscal policy changes etc., it scientifically forecasts future interest rate trend as well as screens for the best and optimises allocation of financial instruments within the investment scope and performs active investment portfolio management.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 貨幣市場基金(續)

##### 貨幣市場基金的投資策略(續)

博時基金管理有限公司

博時合惠貨幣市場基金、博時現金寶貨幣市場基金及博時外服貨幣市場基金採用積極管理型的投資策略。在控制利率風險、盡量降低基金資產淨值波動風險並滿足流動性的前提下，提高基金收益。

中國民生銀行股份有限公司

華寶現金寶貨幣市場基金的投資策略為(1)按照研究宏觀經濟指標及利率變動趨勢，確定投資組合平均久期；(2)在滿足投資組合平均久期的條件下，充分考慮相關品種的收益性、流動性及信用等級，確定組合配置；(3)利用現代金融分析方法和工具，優化組合配置效果及實現組合增值；(4)採用均衡分佈、滾動投資及優化期限配置等方法，加強流動性管理；及(5)即時監控各品種利率變動，捕捉無風險套利機會。

民生加銀現金寶貨幣市場基金的投資將以保證資產的安全性和流動性為基本原則，力求在對國內外宏觀經濟走勢、貨幣財政政策變動等因素充分評估的基礎上，科學地預計未來利率走勢，擇優篩選並優化配置投資範圍內的各種金融工具及進行積極的投資組合管理。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

China Minsheng Banking Corp., Ltd. (continued)

China Southern TianTianLi Monetary Market Fund\* (南方天天利貨幣市場基金) adopts active management style investment strategy, and on the basis of controlling interest rate risk, trying to minimise the fund's net asset value fluctuation risk and satisfying liquidity, it enhances the fund return.

Harvest Monetary Market Fund\* (嘉實貨幣市場基金) determines the remaining period (long/medium/short) and distribution of its portfolio assets according to macroeconomic indicators (including mainly interest rate levels, inflation rates, GDP growth rates, money supplies, employment rate level, international market interest rate level and exchange rate, etc.). It determines the investment ratios of each investment asset in the portfolio based on the liquidity nature of each asset (including mainly average daily trading volume, trading platforms, holdings of institutional investors, amount of repurchases and pledges, subdivision and conversion progress). It determines portfolio risk level based on bonds' credit rating and collaterals provided.

Bank of Communications Co., Ltd.

HwaBao Cash Pot Monetary Market Fund\* (華寶現金寶貨幣市場基金)'s investment strategy is (1) according to research macroeconomic indicators and interest rate changing trend, to determine the investment portfolio average duration; (2) while satisfying condition of investment portfolio average duration, to fully consider relevant product's return, liquidity and credit rating, to determine the portfolio allocation; (3) utilising modern financial analysis methodology and tools, in order to optimise the portfolio allocation result and to realise appreciation of the portfolio; (4) adopting methodologies of balanced distribution, rolling investment and optimising term allocation etc., to enhance the liquidity management; and (5) with real time monitoring of interest change of each product, to catch risk-free arbitrage opportunity.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 貨幣市場基金(續)

##### 貨幣市場基金的投資策略(續)

中國民生銀行股份有限公司(續)

南方天天利貨幣市場基金採用積極管理型的投資策略，在控制利率風險、盡量降低基金淨值波動風險並滿足流動性的前提下，提高基金收益。

嘉實貨幣市場基金是根據宏觀經濟指標(主要包括：利率水平、通貨膨脹率、國內生產總值增長率、貨幣供應量、就業率水平、國際市場利率水平及匯率等)，決定債券組合的剩餘期限(長/中/短)和比例分佈。本基金按各類資產的流動性特徵(主要包括：平均日交易量、交易場所、機構投資者持有情況、回購抵押數量、分拆轉換進程)，決定組合中各類資產的投資比例。本基金根據債券的信用等級及擔保狀況，決定組合的風險級別。

交通銀行股份有限公司

華寶現金寶貨幣市場基金的投資策略為(1)按照研究宏觀經濟指標及利率變動趨勢，確定投資組合平均久期；(2)在滿足投資組合平均久期的條件下，充分考慮相關品種的收益性、流動性及信用等級，確定組合配置；(3)利用現代金融分析方法和工具，優化組合配置效果及實現組合增值；(4)採用均衡分佈、滾動投資及優化期限配置等方法，加強流動性管理；及(5)即時監控各品種利率變動，捕捉無風險套利機會。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

##### Bank of Communications Co., Ltd. (continued)

Aegon-Industrial Monetary Market Securities Investment Fund\* (興全貨幣市場證券投資基金) pursues steady cash returns through active stable investment in short term financial instrument of monetary market, seeking the best combination under risk and reward with a premise of securing safety of principal and adequate liquidity of assets. The fund comprehensively utilises multi-investment strategies of class configuration, target duration control, yield curve, choice of individual securities and arbitrage etc., to perform investment. The investment scope includes cash, call deposits, bank deposits with a term of within 1 year (including 1 year), bonds with a remaining term of within 397 days (including 397 days), central bank notes with a term of within 1 year (including 1 year), bond repurchases with a term of within 1 year (including 1 year), short-term financing vouchers as well as other monetary market instruments with good liquidity approved by the China Securities Regulatory Commission and the People's Bank of China.

China Southern TianTianLi Monetary Market Fund\* (南方天天利貨幣市場基金) adopts active management style investment strategy, and on the basis of controlling interest rate risk, trying to minimise the fund's net asset value fluctuation risk and satisfying liquidity, it enhances the fund return.

##### ZhongRong Fund Management Company Limited

ZhongRong Cash Zengli Monetary Market Fund\* (中融現金增利貨幣市場基金) follows the macroeconomic trends, monetary policy, short-term capital market conditions and other factors to make comprehensive judgement on interest rate trend, and dynamically adjusts the average remaining maturity of the fund's investment portfolio based on interest rate expectations, and strives to achieve higher profitability while satisfying security and liquidity needs.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 貨幣市場基金(續)

##### 貨幣市場基金的投資策略(續)

##### 交通銀行股份有限公司(續)

興全貨幣市場證券投資基金在通過對貨幣市場短期金融工具的積極穩健投資，在風險和收益中尋找最優組合，在保持本金安全與資產充分流動性的前提下，追求穩定的現金收益。基金綜合運用類屬配置、目標久期控制、收益曲線、個券選擇及套利等多種投資策略進行投資。投資範圍包括現金、通知存款、期限在1年以內(含1年)的銀行存款、剩餘期限在397天以內(含397天)的債券，期限在1年以內(含1年)的中央銀行票據、期限在1年以內(含1年)的債券回購、短期融資券以及中國證監會、中國人民銀行認可的其他具有良好流動性的貨幣市場工具。

南方天天利貨幣市場基金採用積極管理型的投資策略，在控制利率風險、盡量降低基金淨值波動風險並滿足流動性的前提下，提高基金收益。

##### 中融基金管理有限公司

中融現金增利貨幣市場基金根據宏觀經濟走勢、貨幣政策、短期資金市場狀況等因素對利率走勢進行綜合判斷，並根據利率預期動態調整基金投資組合的平均剩餘期限，力求在滿足安全性、流動性需要的基礎上實現更高的收益率。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

##### China Southern Asset Management Company Limited

China Southern TianTianLi Monetary Market Fund\* (南方天天利貨幣市場基金) adopts active management style investment strategy, and on the basis of controlling interest rate risk, trying to minimise the fund's net asset value fluctuation risk and satisfying liquidity, it enhances the fund return.

##### Aegon-Industrial Fund Management Company Limited

Aegon-Industrial Monetary Market Securities Investment Fund\* (興全貨幣市場證券投資基金) pursues steady cash returns through active stable investment in short term financial instrument of monetary market, seeking the best combination under risk and reward with a premise of securing safety of principal and adequate liquidity of assets. The fund comprehensively utilises multi-investment strategies of class configuration, target duration control, yield curve, choice of individual securities and arbitrage etc., to perform investment. The investment scope includes cash, call deposits, bank deposits with a term of within 1 year (including 1 year), bonds with a remaining term of within 397 days (including 397 days), central bank notes with a term of within 1 year (including 1 year), bond repurchases with a term of within 1 year (including 1 year), short-term financing vouchers as well as other monetary market instruments with good liquidity approved by the China Securities Regulatory Commission and the People's Bank of China.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 貨幣市場基金 (續)

##### 貨幣市場基金的投資策略 (續)

##### 南方基金管理股份有限公司

南方天天利貨幣市場基金採用積極管理型的投資策略，在控制利率風險、盡量降低基金淨值波動風險並滿足流動性的前提下，提高基金收益。

##### 興証全球基金管理有限公司

興全貨幣市場證券投資基金在通過對貨幣市場短期金融工具的積極穩健投資，在風險和收益中尋找最優組合，在保持本金安全與資產充分流動性的前提下，追求穩定的現金收益。基金綜合運用類屬配置、目標久期控制、收益曲線、個券選擇及套利等多種投資策略進行投資。投資範圍包括現金、通知存款、期限在1年以內(含1年)的銀行存款、剩餘期限在397天以內(含397天)的債券，期限在1年以內(含1年)的中央銀行票據、期限在1年以內(含1年)的債券回購、短期融資券以及中國證監會、中國人民銀行認可的其他具有良好流動性的貨幣市場工具。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

HwaBao WP Fund Management Company Limited

HwaBao Cash Pot Monetary Market Fund\* (華寶現金寶貨幣市場基金)'s investment strategy is (1) according to research macroeconomic indicators and interest rate changing trend, to determine the investment portfolio average duration; (2) while satisfying condition of investment portfolio average duration, to fully consider relevant product's return, liquidity and credit rating, to determine the portfolio allocation; (3) utilising modern financial analysis methodology and tools, in order to optimise the portfolio allocation result and to realise appreciation of the portfolio; (4) adopting methodologies of balanced distribution, rolling investment and optimising term allocation etc., to enhance the liquidity management; and (5) with real time monitoring of interest change of each product, to catch risk-free arbitrage opportunity.

E Fund Management Co., Ltd.

E Fund Cash Enhance Income Money Market Fund (易方達現金增利貨幣市場基金) and E Fund Day Wealth Management Money Market Fund (易方達天天理財貨幣市場基金) utilise qualitative and quantitative analysis methodologies, through active investment in short term financial instruments, and on the basis of effective control of investment risk and maintenance of high liquidity, they strive to achieve investment returns higher than the performance benchmark. Their investment scope covers financial instruments with good liquidity, including cash; bank deposits, bond repurchases, central bank notes, interbank deposits with a term of within 1 year (including 1 year); bonds, debt financing instruments of non-financial institutions, asset-backed securities with a remaining term of within 397 days (including 397 days), as well as other monetary market instruments with good liquidity approved by the related laws and regulations, the China Securities Regulatory Commission and the People's Bank of China.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 貨幣市場基金(續)

##### 貨幣市場基金的投資策略(續)

華寶基金管理有限公司

華寶現金寶貨幣市場基金的投資策略為(1)按照研究宏觀經濟指標及利率變動趨勢，確定投資組合平均久期；(2)在滿足投資組合平均久期的條件下，充分考慮相關品種的收益性、流動性及信用等級，確定組合配置；(3)利用現代金融分析方法和工具，優化組合配置效果及實現組合增值；(4)採用均衡分佈、滾動投資及優化期限配置等方法，加強流動性管理；及(5)即時監控各品種利率變動，捕捉無風險套利機會。

易方達基金管理有限公司

易方達現金增利貨幣市場基金及易方達天天理財貨幣市場基金利用定性分析和定量分析方法，通過積極投資短期金融工具，在有效控制投資風險和維持高流動性的基礎上，力爭取得高於業績比較基準的投資收益。投資範圍為具有良好流動性的金融工具，包括現金、期限在1年以內(含1年)的銀行存款、債券回購、中央銀行票據、同業存單、剩餘期限在397天以內(含397天)的債券、非金融企業債務融資工具、資產支持證券，以及相關法律法規或中國證監會、中國人民銀行認可的其他具有良好流動性的貨幣市場工具。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

HFT Investment Management Co., Ltd.

HFT TianYi Money Market Fund\* (海富通添益貨幣市場基金) cautiously considers the profitability, liquidity and risk characteristics of different assets and strives to minimise different kinds of risk. Under the premises of controlling the investment portfolio with good liquidity, it gains a stable return for the investors. The major investments cover financial instruments, including (1) cash; (2) bank deposits, bond repurchases, central bank notes, interbank deposits with a term of within 1 year (including 1 year); (3) bonds, debt financing instruments of non-financial institutions, asset-backed securities with a remaining term of within 397 days (including 397 days); and (4) other monetary market instruments with good liquidity approved by the China Securities Regulatory Commission and the People's Bank of China.

China Merchants Bank

Aegon-Industrial Monetary Market Securities Investment Fund\* (興全貨幣市場證券投資基金) pursues steady cash returns through active stable investment in short term financial instrument of monetary market, seeking the best combination under risk and reward with a premise of securing safety of principal and adequate liquidity of assets. The fund comprehensively utilises multi-investment strategies of class configuration, target duration control, yield curve, choice of individual securities and arbitrage etc., to perform investment. The investment scope includes cash, call deposits, bank deposits with a term of within 1 year (including 1 year), bonds with a remaining term of within 397 days (including 397 days), central bank notes with a term of within 1 year (including 1 year), bond repurchases with a term of within 1 year (including 1 year), short-term financing vouchers as well as other monetary market instruments with good liquidity approved by the China Securities Regulatory Commission and the People's Bank of China.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 貨幣市場基金 (續)

##### 貨幣市場基金的投資策略 (續)

海富通基金管理有限公司

海富通添益貨幣市場基金將審慎考慮各類資產的收益性、流動性及風險性特徵，力求將各類風險降到最低，在控制投資組合良好流動性的前提下為投資者獲取穩定的收益。主要投資的金融工具包括(1)現金；(2)期限在1年以內(含1年)的銀行存款、債券回購、中央銀行票據、同業存單；(3)剩餘期限在397天以內(含397天)的債券、非金融企業債務融資工具、資產支援證券；及(4)中國證監會、中國人民銀行認可的其他具有良好流動性的貨幣市場工具。

招商銀行

興全貨幣市場證券投資基金在通過對貨幣市場短期金融工具的積極穩健投資，在風險和收益中尋找最優組合，在保持本金安全與資產充分流動性的前提下，追求穩定的現金收益。基金綜合運用類屬配置、目標久期控制、收益曲線、個券選擇及套利等多種投資策略進行投資。投資範圍包括現金、通知存款、期限在1年以內(含1年)的銀行存款、剩餘期限在397天以內(含397天)的債券，期限在1年以內(含1年)的中央銀行票據、期限在1年以內(含1年)的債券回購、短期融資券以及中國證監會、中國人民銀行認可的其他具有良好流動性的貨幣市場工具。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

##### China Merchants Bank (continued)

China Universal Money Market Fund\* (匯添富貨幣市場基金) integrates macro and micro analysis to formulate investment strategies. It strives to realise higher returns rate on the basis of satisfying safety and liquidity requirements. Using value analysis as basis, combining macro and micro, qualitative and quantitative, it realises value preservation and value adding for investors through professional liquidity management. It invests in financial instruments allowed for investment under the related laws and regulations and approved by regulators, including cash; bank deposits, bond repurchases, central bank notes, interbank deposits with a term of within 1 year (including 1 year); bonds, debt financing instruments of non-financial institutions, asset-backed securities with a remaining term of within 397 days (including 397 days), as well as other monetary market instruments with good liquidity approved by the China Securities Regulatory Commission and the People's Bank of China.

##### Minsheng Royal Fund Management Co., Ltd.

Minsheng JiaYin Cash Pot Monetary Market Fund\* (民生加銀現金寶貨幣市場基金)'s investment will be based on securing safety and liquidity of assets as fundamental principle, striving on the basis of full evaluation of factors such as domestic and foreign macroeconomic trends as well as monetary fiscal policy changes etc., it scientifically forecasts future interest rate trends as well as screens for the best and optimises allocation of financial instruments within the investment scope and performs active investment portfolio management.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 貨幣市場基金(續)

##### 貨幣市場基金的投資策略(續)

##### 招商銀行(續)

匯添富貨幣市場基金將結合宏觀分析和微觀分析制定投資策略，力求在滿足安全性、流動性需要的基礎上實現更高的收益率。以價值分析為基礎，宏觀與微觀、定性與定量相結合，通過專業的流動性管理為投資者實現資產的保值、增值。投資於相關法律法規及監管機構允許投資的金融工具，包括現金；期限在1年以內(含1年)的銀行存款、債券回購、中央銀行票據、同業存單；剩餘期限在397天以內(含397天)的債券、非金融企業債務融資工具、資產支援證券，以及中國證監會、中國人民銀行認可的其他具有良好流動性的貨幣市場工具。

##### 民生加銀基金管理有限公司

民生加銀現金寶貨幣市場基金的投資將以保證資產的安全性和流動性為基本原則，力求在對國內外宏觀經濟走勢、貨幣財政政策變動等因素充分評估的基礎上，科學地預計未來利率走勢，擇優篩選並優化配置投資範圍內的各種金融工具及進行積極的投資組合管理。

## Management Discussion and Analysis

### 管理層討論與分析

#### FINANCIAL REVIEW (continued)

##### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

HuaAn Fund Management Co., Ltd.

HuaAn Cash Pot Money Market Fund\* (華安現金寶貨幣市場基金) determines the allocation ratios of different kinds of money market instruments and carries out active portfolio management according to market situation and capacity of investable varieties, on the basis of rigorous in-depth research analysis, comprehensively considering macroeconomic situation, market funds directions, credit ratings of debentures, credit quality of agreement deposits counterparties and the return rate of each type of the assets, etc.. On the basis of safeguarding fund asset's security and liquidity, it strives to create stable return for investors. The fund invests in financial instruments allowed for investment under the related laws and regulations and approved by regulators, including cash; bank deposits, bond repurchases, central bank notes, interbank deposits with a term of within 1 year (including 1 year); bonds, debt financing instruments of non-financial institutions, asset-backed securities with a remaining term of within 397 days (including 397 days), as well as other monetary market instruments with good liquidity approved by the China Securities Regulatory Commission and the People's Bank of China.

#### 財務回顧 (續)

##### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 貨幣市場基金 (續)

##### 貨幣市場基金的投資策略 (續)

華安基金管理有限公司

華安現金寶貨幣市場基金將根據市場情況和可投資品種的容量，在嚴謹深入的研究分析基礎上，綜合考量宏觀經濟形勢、市場資金面走向、信用債券的信用評級、協定存款交易對手的信用資質以及各類資產的收益率水平等，確定各類貨幣市場工具的配置比例並進行積極的投資組合管理，在保證基金資產的安全性和流動性的基礎上力爭為投資人創造穩定的收益。本基金投資於相關法律法規及監管機構允許投資的金融工具，包括現金；期限在1年以內(含1年)的銀行存款、債券回購、中央銀行票據、同業存單；剩餘期限在397天以內(含397天)的債券、非金融企業債務融資工具、資產支援證券，以及中國證監會、中國人民銀行認可的其他具有良好流動性的貨幣市場工具。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

UBS SDIC Fund Management Co., Ltd.

UBS SDIC QianDuoBao Money Market Fund (國投瑞銀錢多寶貨幣市場基金) carries out active investment portfolio management through mainly adopting liquidity management strategy and asset allocation strategy, as well as utilising trading strategies appropriately. Through in-depth analysis of factors of macroeconomic situation, fiscal and monetary policy and capital demand and supply situation of short-term capital market participants, etc., it makes reasonable estimates on short-term interest rate trends, and executes asset allocation strategy of mainly adjusting average duration of investment portfolio accordingly. When the expected short-term interest rates assume a downward trend, the fund will focus on allocating short-term financial instruments with relatively longer duration; otherwise, it will focus on allocating financial instruments with relatively shorter duration. The fund mainly invests in the following financial instruments, cash; bank deposits, bond repurchases, central bank notes, interbank deposits with a term of within 1 year (including 1 year); bonds, debt financing instruments of non-financial institutions, asset-backed securities with a remaining term of within 397 days (including 397 days), as well as other monetary market instruments with good liquidity approved by the China Securities Regulatory Commission and the People's Bank of China.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 貨幣市場基金(續)

##### 貨幣市場基金的投資策略(續)

國投瑞銀基金管理有限公司

國投瑞銀錢多寶貨幣市場基金主要採用流動性管理策略、資產配置策略，並適當利用交易策略，進行積極的投資組合管理。通過宏觀經濟形勢、財政貨幣政策和短期資金市場參與者的資金供求狀況等因素的深入分析，對短期利率走勢進行合理預估，並據此實施以調整投資組合平均到期期限為主的資產配置策略。當預期短期利率呈下降趨勢時，本基金將側重配置期限相對稍長的短期金融工具；反之，則側重配置期限相對較短的金融工具。本基金主要投資於以下金融工具：現金，期限在1年以內(含1年)的銀行存款、債券回購、中央銀行票據、同業存單，剩餘期限在397天以內(含397天)的債券、非金融企業債務融資工具、資產支援證券，以及中國證監會、中國人民銀行認可的其他具有良好流動性的貨幣市場工具。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

*E Fund Management (HK) Co., Limited*

E Fund (HK) US Dollar Money Market Fund's sole objective is to invest in short-term deposits and debt securities. The fund seeks to achieve a return in US Dollars in line with prevailing money market rates, with primary considerations of both capital security and liquidity. The fund seeks to achieve its investment objective by investing primarily (i.e. not less than 70% of its net asset value) in US Dollars-denominated and settled short-term deposits and debt securities issued by governments, quasi-governments, international organisations and financial institutions. The fund may invest up to 30% of its net asset value in non US Dollars-denominated deposits and debt securities. The fund may invest in commercial papers, certificates of deposits and commercial bills. Debt securities invested by the fund include but are not limited to government bonds, fixed and floating rate bonds. The fund will only invest in debt securities rated investment grade (BBB-/Baa3) or above by an independent rating agency, e.g. Fitch, Moody's and Standard & Poor's. A short-term debt security is considered investment grade if its credit rating is A-3 or higher by Standard & Poor's or F3 or higher by Fitch or P-3 or higher by Moody's or equivalent rating as rated by one of the international credit rating agencies.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 貨幣市場基金 (續)

##### 貨幣市場基金的投資策略 (續)

*易方達資產管理(香港)有限公司*

易方達(香港)美元貨幣市場基金的唯一目標是投資於短期存款及債務證券。該基金尋求實現與通行貨幣市場利率相若的美元回報，並主要考慮資本安全及流動性。該基金尋求透過主要投資於(即不少於其資產淨值的70%)由政府、準政府、國際組織、金融機構發行的美元計價及結算的短期存款及債務證券，以期實現其投資目標。該基金可將其資產淨值最多30%投資於非美元計價存款及債務證券。該基金可投資於商業票據、存款證及商業匯票。該基金投資的債務證券包括但不限於政府債券、定息及浮息債券。該基金僅可投資於獲獨立評級機構(例如惠譽、穆迪、標準普爾)給予投資級別(BBB-/Baa3)或以上評級的債務證券。如短期債務證券於標準普爾的信貸評級為A-3或以上或於惠譽的信貸評級為F3或以上或於穆迪的信貸評級為P-3或以上，或獲一間國際信貸評級機構給予相等評級，則被視為屬投資級別。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Money Market Funds (continued)

##### Investment strategies of money market funds (continued)

Da Cheng International Asset Management Co., Ltd.

Da Cheng Money Market Fund seeks to achieve a return in US Dollars in line with a combination of RMB, HK Dollars and US Dollars money market rates, with primary considerations of both capital security and liquidity. The fund seeks to achieve its investment objective by investing primarily (i.e. not less than 70% of its net asset value) in RMB-denominated, HK Dollars-denominated and US Dollars-denominated and settled short-term deposits and high-quality monetary market instruments issued by governments, quasi-governments, international organisations and financial institutions. The asset allocation of the fund will change according to the manager's view of market conditions and the international investment trends and environment. The manager will compare the yield spread of monetary market instruments denominated in different currencies (RMB, HK Dollars and US Dollars), and will take into consideration factors such as currency risk, liquidity, costs, timing of execution and the relative attractiveness of individual securities and issuers in the market. The fund may invest in commercial papers, certificates of deposits and commercial bills. The aggregate value of the fund's holding of financial instruments and deposits issued by a single entity will not exceed 10% of the total net asset value of the fund except under specified circumstances.

CCB Principal Asset Management Co., Ltd.

CCB Principal Tiantianyi Money Market Fund\* (建信天添益貨幣市場基金) strives to achieve stable and outperforming investment returns while maintaining low risk and high liquidity of the assets of the fund. The fund will adopt active investment strategies such as individual securities selection strategy and interest rate strategy to explore and utilise investment opportunities provided by market imbalance to realise portfolio value appreciation under the premise of strict risk control. The fund will invest in the following financial instruments: 1. cash; 2. bank deposits, bond repurchases, central bank notes and interbank certificates of deposit with a term of within 1 year (including 1 year); 3. bonds, asset-backed securities and debt financing instruments of non-financial institutions with a remaining term of within 397 days (including 397 days); and 4. other money market instruments with good liquidity as approved by laws and regulations or the China Securities Regulatory Commission and the People's Bank of China.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 貨幣市場基金(續)

##### 貨幣市場基金的投資策略(續)

大成國際資產管理有限公司

大成貨幣市場基金尋求達致與人民幣、港元及美元貨幣市場利率組合相符的美元回報，並主要考慮資本安全性及流動性。該基金尋求透過主要投資於(即不少於其資產淨值的70%)由政府、準政府、國際組織、金融機構發行的人民幣、港元及美元計價及結算的短期存款及優質貨幣市場工具，以期實現其投資目標。該基金的資產分配將根據管理人對市場狀況及國際投資趨勢及環境的觀點而改變。管理人將比較以不同貨幣(人民幣、港元及美元)計值的貨幣市場工具的收益差幅，並考慮其他因素如貨幣風險、流動性、成本、交易時間及個別證券及發行人在市場上的相對吸引力。該基金亦可投資於商業票據、存款證及商業匯票。除指定情況外，該基金所持有由單一名實體發行的金融工具及存款的總價值將不超過基金總資產淨值的10%。

建信基金管理有限責任公司

建信天添益貨幣市場基金在保持基金資產的低風險和高流動性的前提下，力爭實現穩定的、超越業績比較基準的投資回報。本基金將採取個券選擇策略、利率策略等積極投資策略，在嚴格控制風險的前提下，發掘和利用市場失衡提供的投資機會，實現組合增值。本基金將投資於以下金融工具：1. 現金；2. 期限在1年以內(含1年)的銀行存款、債券回購、中央銀行票據、同業存單；3. 剩餘期限在397天以內(含397天)的債券、資產支持證券、非金融企業債務融資工具；及4. 法律法規或中國證監會、中國人民銀行認可的其他具有良好流動性的貨幣市場工具。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

### 財務回顧(續)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### Financial Investment Products

#### 金融投資產品

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020	Investment cost as at 31 December 2020	Fair value as at 31 December 2020	Total amount of purchase(s) made during the year ended 31 December 2020	Total amount of disposal(s) made during the year ended 31 December 2020	Realised investment income/(loss) for the year ended 31 December 2020	Unrealised investment income/(loss) for the year ended 31 December 2020	Fair value to the total assets of the Group as at 31 December 2020
		於2020年12月31日	於2020年12月31日	於2020年12月31日	於2020年12月31日止年度內購入之總金額	於2020年12月31日止年度內出售之總金額	已變現的投資收入/(虧損)	未變現的投資收入/(虧損)	於2020年12月31日公允價值佔本集團總資產
		('000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	
		(千)	(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>China Minsheng Banking Corp., Ltd.</b>	<b>中國民生銀行股份有限公司</b>								
Feifan Asset Management TianYin Financial Investment Product*	非凡資產管理天溢金理財產品	- <sup>1</sup>	65,700	65,700	999,588	(937,458)	2,180	-	0.15%
Others	其他	-	-	-	-	(4,000)	71	-	-
<b>China Construction Bank Corporation</b>	<b>中國建設銀行股份有限公司</b>								
QianYuan — TianTianYing Open-end RMB Financial Investment Product*	乾元 — 天天盈開放式資產組合型人民幣理財產品	-	-	-	21,500	(61,453)	114	-	-
QianYuan — Weekly Open-end Guaranteed Financial Investment Product*	乾元 — 周周利開放式資產組合型保本人民幣理財產品	- <sup>1</sup>	200	200	22,200	(24,700)	99	-	<0.01%
QianYuan — RuXinYueYi (Daily) Open-end RMB Financial Investment Product*	乾元 — 日鑫月溢(按日)開放式資產組合型人民幣理財產品	- <sup>1</sup>	307,100	307,100	375,100	(78,100)	490	-	0.69%
CGB Wealth — "RuXin" Institution Exclusive 1 Month Interval Financial Investment Product*	建信理財「睿鑫」機構專享1個月定期理財產品	-	-	-	50,000	(50,000)	281	-	-
CGB Suzhou Branch "QianYuan Xinyi Jiangnan" Non-capital Protected RMB Year 2020 Phase 171 Financial Investment Product*	中國建設銀行蘇州分行「乾元鑫溢江南」非保本型人民幣2020年第171期理財產品	- <sup>1</sup>	2,310	2,310	387,160	(386,900)	374	-	0.01%
<b>Agricultural Bank of China Limited</b>	<b>中國農業銀行股份有限公司</b>								
Agricultural Bank of China "BenLiFeng Daily" Open-end RMB Financial Investment Product*	中國農業銀行「本利豐天天利」開放式人民幣理財產品	-	-	-	5,519,118	(5,519,118)	752	-	-
<b>China Merchants Bank</b>	<b>招商銀行</b>								
China Merchants Bank — ZhaoZhaoJin (Multi-Stable) Financial Investment Plan*	招商銀行 — 朝招金(多元穩健型)理財計劃	- <sup>1</sup>	22,500	22,500	32,000	(59,000)	679	-	0.05%
<b>Bank of Communications Co., Ltd.</b>	<b>交通銀行股份有限公司</b>								
"YunTong Fortune • JiuJiuYangLao" RYing*	「臻通財富 • 久久養老」日盈	- <sup>1</sup>	41,018	41,018	2,011,796	(2,069,831)	3,237	-	0.09%
Others	其他	-	-	-	-	-	547	-	-
<b>CSC Financial Co., Ltd.</b>	<b>中信建投證券股份有限公司</b>								
CSC Funds — GuYiLian No. 11 Assembled Assets Management Plan*	中信建投基金 — 固益聯11號集合資產管理計劃	-	-	-	100,000	(100,000)	784	-	-
CM Wealth — GuYiLian No.1 Assembled Assets Management Plan*	招商財富 — 固益聯1號集合資產管理計劃	30,000	30,000	30,246	30,000	-	-	246	0.07%
<b>China International Capital Corporation Limited</b>	<b>中國國際金融股份有限公司</b>								
ZhongJinDingYi No.10 Sole Asset Management Plan*	中金鼎益10號單一資產管理計劃	-	-	-	-	(399,761)	11,770	-	-
ZhongJinXinYi Collective Asset Management Plan*	中金鑫益集合資產管理計劃	24,369	25,000	25,000	25,000	(50,000)	1,521	-	0.06%

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

#### 金融投資產品 (續)

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020	Investment cost as at 31 December 2020	Fair value as at 31 December 2020	Total amount of purchase(s) made during the year ended 31 December 2020	Total amount of disposal(s) made during the year ended 31 December 2020	Realised investment income/(loss) for the year ended 31 December 2020	Unrealised investment income/(loss) for the year ended 31 December 2020	Fair value to the total assets of the Group as at 31 December 2020
		於2020年12月31日	於2020年12月31日	於2020年12月31日	於2020年12月31日止年度內購入之總金額	於2020年12月31日止年度內出售之總金額	截至2020年12月31日止年度已變現的投資收入/(虧損)	截至2020年12月31日止年度未變現的投資收入/(虧損)	於2020年12月31日公允價值佔本集團總資產
		('000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	(RMB'000)	
		(千)	(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>AVIC Trust Company Limited</b>	<b>中航信託股份有限公司</b>								
AVIC TianQi #556 TianChengJuFu Combined Investment Fund Trust Plan*	中航信託 • 天啟556號天誠聚富投資基金集合資金信託計劃	-	-	-	80,000	(150,000)	5,116	-	-
<b>CCB Trust Co., Ltd.</b>	<b>建信信託有限責任公司</b>								
HaYun YangFan #3 Assembled Funds Trust Plan*	海韻揚帆3號集合資金信託計劃	-	-	-	-	(100,000)	1,153	-	-
Others	其他	- <sup>1</sup>	20,000	20,000	20,000	(10,000)	399	-	0.04%
<b>Lujiazui International Trust Co., Ltd.</b>	<b>陸家嘴國際信託有限公司</b>								
Lujiazui Trust — ZhaoQi Assembled Funds Trust Plan*	陸家嘴信託 — 招商集合資金信託計劃	-	-	-	50,000	(50,000)	1,735	-	-
<b>China Credit Trust Co., Ltd.</b>	<b>中誠信託有限責任公司</b>								
China Credit Trust ChengRong No. 34 Assembled Funds Trust Plan*	中誠信託誠融34號集合資金信託計劃	-	-	-	50,000	(50,000)	185	-	-
<b>Hebei Tangshan Rural Commercial Bank Co., Ltd.</b>	<b>河北唐山農村商業銀行股份有限公司</b>								
*FengHuangWenYing* Assembled Wealth No.2020005*	「鳳凰穩盈」聚富2020005號	-	-	-	370,000	(370,000)	5,599	-	-
<b>ZhongRong International Trust Co., Ltd.</b>	<b>中融國際信託有限公司</b>								
ZhongRong Trust — XinRui #1 Structural Assembled Funds Trust Plan*	中融信託 — 鑫瑞1號結構化集合資金信託計劃	-	-	-	50,000	(50,000)	823	-	-
<b>China CITIC Bank Corporation Limited</b>	<b>中信銀行股份有限公司</b>								
China CITIC Win-win Series — Daily Trust Wealth Management Product*	中信理財之共贏系列天天智信產品	-	-	-	140,000	(140,000)	341	-	-
<b>Bank of Tianjin Co., Ltd.</b>	<b>天津銀行股份有限公司</b>								
*Kunpeng Wealth — (For Public) Daily Open-end Net Worth Phase 1* Financial Investment Product (For Public)*	「鉅鵬財富 — 對公天天開放淨值型1期」對公理財產品	88,588	94,023	94,023	253,613	(159,590)	613	-	0.21%
<b>Industrial and Commercial Bank of China Limited</b>	<b>中國工商銀行股份有限公司</b>								
ICBC Wealth Management • Tianlibao Private Banking Exclusive Open-end Net Value Financial Investment Product*	工銀理財 • 添利寶私銀尊享開放淨值型理財產品	40,000	40,000	40,000	90,018	(50,018)	18	-	0.09%
<b>China Minsheng Trust Co., Ltd.</b>	<b>中國民生信託有限公司</b>								
Zhixin No. 1003 Assembled Funds Trust Plan*	至信1003號集合資金信託計劃	- <sup>1</sup>	50,000	50,000	50,000	-	-	-	0.11%



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

#### 金融投資產品 (續)

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020	Investment cost as at 31 December 2020	Fair value as at 31 December 2020	Total amount of purchase(s) made during the year ended 31 December 2020	Total amount of disposal(s) made during the year ended 31 December 2020	Realised investment income/(loss) for the year ended 31 December 2020	Unrealised investment income/(loss) for the year ended 31 December 2020	Fair value to the total assets of the Group as at 31 December 2020
		於2020年12月31日持有之單位數量 (千)	於2020年12月31日之投資成本 (人民幣千元)	於2020年12月31日之公允價值 (人民幣千元)	於截至2020年12月31日止年度內購入之總金額 (人民幣千元)	於截至2020年12月31日止年度內出售之總金額 (人民幣千元)	截至2020年12月31日止年度已變現的投資收入/(虧損) (人民幣千元)	截至2020年12月31日止年度未變現的投資收入/(虧損) (人民幣千元)	於2020年12月31日公允價值佔本集團總資產
<b>Xiamen International Trust Co., Ltd.</b>	<b>廈門國際信託有限公司</b>								
Xiamen Trust – Sujin No. 1 Assembled Funds Trust Plan*	廈門信託 – 穆金1號集合資金信託計劃	– <sup>1</sup>	101,200	101,200	101,200	–	–	–	0.23%
<b>Tebon Securities Co., Ltd.</b>	<b>德邦證券股份有限公司</b>								
Tebon Securities Jinrui No.1 Sole Asset Management Plan*	德邦證券津瑞1號單一資產管理計劃	50,000	50,000	51,090	50,000	–	–	1,090	0.11%
Others	其他	14,976	15,000	15,027	15,000	–	–	27	0.03%
<b>Others</b>	<b>其他</b>	<b>–<sup>1</sup></b>	<b>50,000</b>	<b>50,000</b>	<b>50,000</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>0.11%</b>

Note:

附註：

1. The investment is presented by way of fair value instead of units.

1. 該投資以公允價值方式呈列而非以單位呈列。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Financial Investment Products (continued)

##### Investment strategies of financial investment products

*China Minsheng Banking Corp., Ltd.*

Feifan Asset Management TianYiJin Financial Investment Product\* (非凡資產管理天溢金理財產品) adopts investment strategies with priority in security and liquidity while pursuing an appropriate level of returns. Accordingly, in order to meet safety and liquidity requirements, it will mainly invest in interbank bond market negotiable bonds, money market funds, bond funds in asset allocations, fund accounts with investment target in bonds or broker-oriented asset management plans, bank deposits, bond repurchases, etc.. On this basis, it will conduct reasonable allocations of debt assets, equity assets, other assets or asset combinations that comply with regulatory requirements, so as to further increase the return level.

*China Construction Bank Corporation*

QianYuan — TianTianYing Open-end RMB Financial Investment Product\* (乾元 — 天天盈開放式資產組合型人民幣理財產品) will invest in financial instruments such as central bank notes, debentures, bank notes and trust financing interests on the interbank bond market, so as to enable funds to realise higher returns than those of deposits.

QianYuan — Weekly Open-end Guaranteed Financial Investment Product\* (乾元 — 周周利開放式資產組合型保本人民幣理財產品) invests in bonds and monetary market instruments assets and debt assets of national debts, financial bonds, central bank notes, short-term financing bonds of enterprises, ultra short-term financing bonds, medium-term notes, corporate debts, debentures, private placement debts, reverse repurchase of bonds, money lending, due from banks, etc., as well as other assets meeting compliance requirements.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 金融投資產品(續)

##### 金融投資產品的投資策略

*中國民生銀行股份有限公司*

非凡資產管理天溢金理財產品採用的投資策略以安全性及流動性優先，追求適度收益的投資策略。因此，產品主要投資銀行間債券市場流通債券、貨幣市場基金、債券基金、投資方向為債券的基金專戶或券商定向資產管理計劃、銀行存款、債券回購等，以滿足安全性和流動性要求。在此基礎上通過合理配置符合監管要求的債權類資產、權益類資產、其他資產或資產組合，進一步提高收益水平。

*中國建設銀行股份有限公司*

乾元 — 天天盈開放式資產組合型人民幣理財產品投資於銀行間債券市場的央行票據、債券、銀行票據、信託融資受益權等金融工具，從而使賬戶資金獲得高於存款收益。

乾元 — 周周利開放式資產組合型保本人民幣理財產品投資於國債、金融債、央行票據、企業短期融資券、超短期融資券、中期票據、企業債、公司債、私募債、債券逆回購、資金拆借、存放同業等債券和貨幣市場工具類資產，債權類資產，以及其他符合監管要求的資產。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Financial Investment Products (continued)

##### Investment strategies of financial investment products (continued)

##### China Construction Bank Corporation (continued)

QianYuan — RiXinYueYi (Daily) Open-end RMB Financial Investment Product\* (乾元 — 日鑫月溢(按日)開放式資產組合型人民幣理財產品) invests in equity assets, debt assets, debentures and monetary market instrument assets and other asset portfolio which are in compliance with the regulatory requirements. The investment ratios of each type of the assets are: equity assets (0%–70%), debt assets (0%–70%), debentures and monetary market instrument assets (30%–100%), other asset portfolio which are in compliance with the regulatory requirements (0%–70%).

CCB Wealth “RuiXin” Institution Exclusive 1 Month Interval Financial Investment Product\* (建信理財「睿鑫」機構專享1個月定開理財產品) adheres to the idea of value investment. Through management of asset portfolio, it achieves balance between the product's security, liquidity and profitability. The product invests in the following financial instruments: 1. fixed income assets, including national debts, financial bonds, central bank notes, debentures, corporate bonds, private placement financing debt instruments, convertible bonds, exchangeable bonds, short-term financing bonds, medium-term notes, ultra short-term financing bonds, asset securitisation products (asset-backed securities, asset-backed notes), bond funds, fixed income securities of securities companies, non-standardised debt assets and other fixed income assets meeting compliance requirements issued and traded in inter bank markets and exchanges; 2. cash assets, including cash, bank deposits, interbank deposits, large-denomination negotiable certificates of deposits, monetary market funds, bond repurchases and other cash type assets meeting compliance requirements; 3. equity assets, including equities, equity funds (not including stock-pledged repurchases) and other equity type assets meeting compliance requirements; and 4. other assets meeting compliance requirements. The investment ratios of each type of the assets are: the ratio for fixed income assets and cash assets is 80%–100%; the ratio for other assets is 0%–20%. The market value of a single security or a single publicly offered securities investment fund held by the product shall not exceed 10% of the net asset value of the product.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 金融投資產品(續)

##### 金融投資產品的投資策略(續)

##### 中國建設銀行股份有限公司(續)

乾元 — 日鑫月溢(按日)開放式資產組合型人民幣理財產品投資於股權類資產、債權類資產、債券和貨幣市場工具類資產及其他符合監管要求的資產組合。各類資產的投資比例為：股權類資產(0%–70%)、債權類資產(0%–70%)、債券和貨幣市場工具類資產(30%–100%)、其他符合監管要求的資產組合(0%–70%)。

建信理財「睿鑫」機構專享1個月定開理財產品秉承價值投資的理念，通過資產組合管理，實現本產品安全性、流動性與收益性的平衡。該產品投資於以下金融工具：1. 固定收益類資產：包括在銀行間市場和交易所發行及交易的國債、金融債、中央銀行票據、公司債券、企業債券、非公開定向債務融資工具、可轉換債券、可交換債、短期融資券、中期票據、超短期融資券、資產證券化產品(資產支援證券ABS、資產支援票據ABN)、債券基金、證券公司收益憑證、非標準化債權類資產及其他符合監管要求的固定收益類資產；2. 現金類資產：包括現金、銀行存款、同業存單、大額可轉讓存單、貨幣市場基金、債券回購及其他符合監管要求的現金類資產；3. 權益類資產：包括股票、股票基金(不含股票質押式回購)及其他符合監管要求的權益類資產；及4. 符合監管要求的其他資產。各類資產的投資比例為：固定收益類資產、現金類資產比例為80%–100%，其他資產比例為0%–20%。本產品持有單項證券或單項公募證券投資基金的市值不得超過本產品淨資產的10%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

#### China Construction Bank Corporation (continued)

CCB Suzhou Branch “Qianyuan Xinyi Jiangnan” Non-capital Protected RMB Year 2020 Phase 171 Financial Investment Product\* (中國建設銀行蘇州分行「乾元鑫溢江南」非保本型人民幣2020年第171期理財產品) invests in cash type assets, monetary market instruments, monetary market funds, standardised fixed income assets, non-standardised debt assets and other assets portfolios that comply with regulatory requirements under asset portfolio type RMB wealth management products. 1. cash type assets: including but not limited to demand deposits, time deposits and due from banks, etc.; 2. monetary market instruments: including but not limited to pledge-style repurchase agreement, sales and repurchase agreement, exchange agreement-style repurchase agreement, etc.; 3. monetary market funds; 4. standardised fixed income assets: including but not limited to national debts, central bank notes, interbank deposits, financial bonds, corporate bonds, debentures, medium-term notes, short-term financing bonds, ultra short-term financing bonds, private placement notes (PPN), asset-backed securities (ABS), asset-backed notes (ABN), etc.; 5. non-standardised debt assets; and 6. other assets portfolios that comply with regulatory requirements. The investment ratios of each type of the assets are as follows: 0%–80% for cash type assets, 0%–80% for monetary market instruments, 0%–30% for monetary market funds, 0%–80% for standardised fixed income assets, 0%–80% for non-standardised debt assets, and 0%–80% for other assets portfolios that comply with regulatory requirements. The specific proportion of each type of the assets is: 0%–80% for demand deposits, 0%–50% for time deposits, 0%–80% for pledge-style repurchase agreement, 0%–50% for sales and repurchase agreement, 0%–30% for exchange agreement-style repurchase agreement, 0%–30% for monetary market funds, 0%–50% for national debts, 0%–30% for convertible bonds, 0%–80% for other standardised fixed income type assets, 0%–80% for non-standardised debt assets 0%–80% and 0%–80% for other assets portfolios that comply with regulatory requirements.

#### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 金融投資產品(續)

#### 金融投資產品的投資策略(續)

#### 中國建設銀行股份有限公司(續)

中國建設銀行蘇州分行「乾元鑫溢江南」非保本型人民幣2020年第171期理財產品投資於資產組合型人民幣理財產品項下的現金類資產、貨幣市場工具、貨幣市場基金、標準化固定收益類資產、非標準化債權類資產以及其他符合監管要求的資產組合。1. 現金類資產：包括但不限於活期存款、定期存款、存放同業等；2. 貨幣市場工具：包括但不限於質押式回購、買斷式回購、交易所協議式回購等；3. 貨幣市場基金；4. 標準化固定收益類資產：包括但不限於國債、中央銀行票據、同業存單、金融債、企業債、公司債、中期票據、短期融資券、超短期融資券、定向債務融資工具(PPN)、資產支持證券(ABS)、資產支援票據(ABN)等；5. 非標準化債權類資產；及6. 其他符合監管要求的資產組合。各類資產的投資比例為：現金類資產0%–80%，貨幣市場工具0%–80%，貨幣市場基金0%–30%，標準化固定收益類資產0%–80%，非標準化債權類資產0%–80%，其他符合監管要求的資產組合0%–80%。具體各類型資產比例為：活期存款0%–80%，定期存款0%–50%，質押式回購0%–80%，買斷式回購0%–50%，交易所協議式回購0%–30%，貨幣市場基金0%–30%，國債0%–50%，可轉換債券0%–30%，其餘標準化固定收益類資產0%–80%，非標準化債權類資產0%–80%，其他符合監管要求的資產組合0%–80%。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Financial Investment Products (continued)

##### Investment strategies of financial investment products (continued)

##### Agricultural Bank of China Limited

Agricultural Bank of China “BenLiFeng Daily” Open-end RMB Financial Investment Product\* (中國農業銀行「本利豐天天利」開放式人民幣理財產品) mainly invests in inter bank and exchange market bonds, repurchases, borrowings (including national debts, financial bonds, central bank notes, letter of credit with relatively higher credit rating, private placement financing debt instruments, convertible bonds, etc.), monetary market funds, bond funds, other funds in low risk category, low risk interbank fund business, non-standard debt assets (including usufruct, entrusted debts, etc.), securities issued by asset managers as well as fixed income products issued by commercial banks or other qualified institutions. Among these, the ratio for investing in high liquidity assets (cash, repurchase, sovereign and quasi-sovereign debts as well as mid-high rating letter of credit, etc.) is 60%–100%. The ratio of investment class of monetary market funds, bond funds, other funds in low risk category, low risk interbank fund business is approximately 10%–30%. Non-standard debt assets and other investment classes contribute approximately 0%–10%. The above investment ratio could be adjusted upwards or downwards by a range of 10%.

##### China Merchants Bank

China Merchants Bank — ZhaoZhaoJin (Multi-Stable) Financial Investment Plan\* (招商銀行 — 朝招金(多元穩健型)理財計劃) is based on in-depth studying of domestic and foreign macroeconomic trends and impact of macroeconomic policies on the financial market. Through fixed income investment and trading strategies such as asset allocation, interest rate forecast strategies, carry trade, credit carry trade and short-term interest rate fluctuations, etc., the scheme effectively controls portfolio risk and provides customers with risk-matched returns. The scheme invests in the financial assets and financial instruments with higher credit ratings and good liquidity in the interbank and exchange markets, including but not limited to bonds, asset-backed securities, direct financing instruments for financial management, fund lending, reverse repurchases, bank deposits, interbank deposits, notes, brokerage income certificates, etc., and can invest through asset management plans such as trust plans and targeted asset management plans.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 金融投資產品(續)

##### 金融投資產品的投資策略(續)

##### 中國農業銀行股份有限公司

中國農業銀行「本利豐天天利」開放式人民幣理財產品主要投資於銀行間和交易所市場債券、回購、拆借(包括國債、金融債、央行票據、較高信用等級的信用債、非公開定向債務融資工具、可轉債等)，貨幣市場基金、債券型基金、低風險類其他基金、低風險同業資金業務、非標準債權資產(包括收益權、委託類債權等)，資產管理人發行的證券，以及商業銀行或其他符合資質的機構發行的固定收益型產品。其中，投資於現金、回購、主權及準主權債以及中高等級信用債等高流動性資產的比例為60%–100%，貨幣市場基金、債券型基金、低風險類其他基金、低風險同業資金業務的投資品種佔比為約10%–30%，非標準債權資產及其他投資品種佔比為約0%–10%，以上投資比例可在正負10%的區間內浮動。

##### 招商銀行

招商銀行 — 朝招金(多元穩健型)理財計劃通過深入分析國內外宏觀經濟走勢、宏觀經濟政策對金融市場的影響，採用資產配置、利率預期策略、利差交易、信用價差交易及短期利率波動等固定收益投資和交易策略，有效控制組合風險，為客戶提供與風險相匹配的回報。本理財計劃資金投資於銀行間和交易所市場信用級別較高、流動性較好的金融資產和金融工具，包括但不限於債券、資產支持證券、理財直接融資工具、資金拆借、逆回購、銀行存款、同業存款、票據、券商收益憑證等，並可通過信託計劃、定向資產管理計劃等資產管理計劃進行投資。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

##### Investment strategies of financial investment products (continued)

Bank of Communications Co., Ltd.

“YunTong Fortune • JiuJiuYangLao” RiYing\* (「蘊通財富 • 久久養老」日盈) adopts an investment strategy that prioritises safety and liquidity with consideration given to profitability. Its asset portfolio comprises a majority of assets such as bonds and money market instruments that have high liquidity and high investment grade, and strives to achieve stable returns through portfolio management.

CSC Financial Co., Ltd.

CSC Financial — GuYiLian No. 11 Assembled Assets Management Plan\* (中信建投證券 — 固益聯11號集合資產管理計劃) pursues steady appreciation of the entrusted assets under the premises of effective risk control. The investments are fixed income assets which mainly comprised of debentures of short to medium duration. It carefully utilises leverage and strives for achieving stable portfolio return. The plan's investment scope covers 1. bonds: include national debts, central bank notes, financial bonds, local government debts, corporate debts, debentures (including public and private issued debentures), short-term financing bonds, ultra short-term financing bonds, medium-term notes, private placement financing debt instruments, subordinated bonds of securities companies, hybrid capital bonds, convertible bonds (including private varieties), exchangeable bonds (including private varieties), products for securitisation of publicly listed companies/credit assets (not investing in inferior grade), asset-backed notes (not investing in inferior grade). The above investment subjects include perpetual varieties; 2. deposits: include saving deposits, fixed deposits, deposit receipts, agreement deposits, interbank deposits; 3. repurchases: bond repurchases, bond reverse repurchases, including pledge-style repurchase transactions in exchanges; 4. derivatives: national debt futures; and 5. publicly offered funds: money market funds and public bond funds (The aforesaid public funds include public funds managed by China Fund Management Co., Ltd.).

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 金融投資產品(續)

##### 金融投資產品的投資策略(續)

交通銀行股份有限公司

「蘊通財富 • 久久養老」日盈採用安全性、流動性優先，兼顧收益率的投資策略，在資產配置中較大比例配置流動性高、投資級別高的債券、貨幣市場工具等資產，並通過組合管理實現穩健收益。

中信建投證券股份有限公司

中信建投證券 — 固益聯11號集合資產管理計劃在有效控制風險的前提下，追求委託資產的穩健增值，投資以中短期信用債為主的固定收益類資產，謹慎運用槓桿，力爭獲取穩定組合收益。本計劃投資範圍包括：1. 債券：包括國債、央票、金融債、地方政府債、企業債、公司債(包括公開及非公開發行的公司債)、短期融資券、超短期融資券、中期票據、非公開定向債務融資工具、證券公司次級債、混合資本債、可轉換債券(包括私募品種)、可交換債券(包括私募品種)、公開掛牌的企業/信貸資產證券化產品(不投資劣後級)、資產支援票據(不投資劣後級)，以上投資標的均包括永續品種；2. 存款：包括活期存款、定期存款、同業存單、協定存款、同業存款；3. 回購：債券正回購、債券逆回購，包括交易所質押式協議回購；4. 衍生品：國債期貨；及5. 公募基金：貨幣市場基金及公募債券基金(前述公募基金包括中信建投基金管理有限公司所管理的公募基金)。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Financial Investment Products (continued)

##### Investment strategies of financial investment products (continued)

CSC Financial Co., Ltd. (continued)

CM Wealth — GuYiLian No. 1 Assembled Assets Management Plan\* (招商財富 — 固益聯1號集合資產管理計劃) makes investment by adopting and implementing the recommendations or advice on aspects including investment strategies, investment decisions, investment proposals, transaction arrangements, etc. from investment advisors under the premise of complying with the laws and regulations and contractual requirements, striving to achieve risk-based returns on assets. The investment scope of this plan includes interbank certificates of deposit, agreement deposits, interbank deposits, national debts, central bank notes, financial bonds, local government bonds, corporate bonds, debentures (including public and non-public debentures), short-term financing bonds, ultra short-term financing bonds, medium-term notes, private placement debt financing instruments, subordinated bonds of securities companies, subordinated bonds of commercial banks (including secondary capital bonds of commercial banks, undated capital bonds of commercial banks, etc.), hybrid capital bonds, convertible bonds (including private varieties), exchangeable bonds (including private varieties), products for securitisation of publicly listed companies/credit assets (excluding inferior grade, the assets of which do not involve nested asset management products, private equity funds and its usufructs), asset-backed notes (excluding inferior grade, the assets of which do not involve nested asset management products, private equity funds and its usufructs), bonds repurchases, bonds reverse repurchases, monetary market funds and public bond funds (including funds issued and managed by connected parties of asset managers) and national debt futures. The plan invests no less than 80% (at market value) of the plan's total assets in fixed income assets (including fixed income varieties, money market instruments and deposit instruments).

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 金融投資產品 (續)

##### 金融投資產品的投資策略 (續)

中信建投證券股份有限公司 (續)

招商財富 — 固益聯1號集合資產管理計劃在符合法律法規及合同有關約定的前提下，採納並執行投資顧問就投資策略、投資決策、投資建議、交易安排等方面提供的建議或意見進行投資，力爭達到資產取得風險收益。本計劃投資範圍包括同業存單、協議存款、同業存款、國債、央票、金融債、地方政府債、企業債、公司債(包括公開及非公開發行的公司債)、短期融資券、超短期融資券、中期票據、非公開發行債務融資工具、證券公司次級債、商業銀行次級債(包括商業銀行二級資本債、商業銀行無固定期限資本債等)、混合資本債、可轉換債券(包括私募品種)、可交換債券(包括私募品種)、公開掛牌的企業/信貸資產證券化產品(不含次級，其資產不涉及嵌套資管產品、私募基金及其收益權)、資產支援票據(不含次級，其資產不涉及嵌套資管產品、私募基金及其收益權)、債券正回購、債券逆回購、貨幣市場基金及公募債券基金(包括資產管理人關聯人發行和管理的基金)、國債期貨。本計劃投資於固定收益類資產(包括固定收益類品種、貨幣市場工具和存款工具)估計總資產的比例不低於80%(按市值計算)。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

China International Capital Corporation Limited

ZhongJinDingYi No. 10 Sole Asset Management Plan\* (中金鼎益10號單一資產管理計劃)'s objective is stable return. Under the premises of strictly controlling risk and securing liquidity safety, the plan pursues continuous and steady appreciation of the entrusted asset during the entrusted period. The plan is sole asset management plan in fixed income category. The investment scope of entrusted assets covers: (1) fixed income assets: national debts, regular bonds of local governments, central bank notes, policy financial bonds, debentures (including non-public issued debentures), corporate debts, medium-term notes, short-term financing bonds, ultra short-term financing bonds, asset-backed securities (not including subordinated tranche), asset-backed notes (not including subordinated tranche), private placement financing debt instruments, convertible bonds, exchangeable bonds listed in the exchange and interbank market; bond repurchases, bond reverse repurchases; and (2) cash type assets: cash, bank deposits, interbank deposits, monetary market funds, etc.. The plan's investment restrictions include: 1. the bond issuer or debt rating shall not be lower than AA+; short-term financing bonds of issuer rating shall not be lower than AA+; if there is no rating for ultra short-term financing bonds, the issuer rating shall not be lower than AA+; regarding bonds with no issuer rating and no debt rating, unless there was written pre-approval of principal, it is not allowed to invest; 2. interbank deposits issuers rating shall not be lower than AA+; 3. no conversion for investing in convertible bonds and exchangeable bonds; 4. the investment sum in convertible bonds and exchangeable bonds shall not exceed 20% of the net asset value of the plan of previous day; 5. the plan's total asset value shall not exceed 200% of the plan's net asset value; 6. the plan cannot invest directly on credit assets of commercial banks; and 7. other investments restricted by relevant laws and regulations, national policies and contracted restrictions in the agreement.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 金融投資產品(續)

#### 金融投資產品的投資策略(續)

中國國際金融股份有限公司

中金鼎益10號單一資產管理計劃以穩定收益為目標，在嚴格控制風險和保證流動性安全的前提下，追求委託資產在委託期限內的持續、穩健增值。本計劃為固定收益類單一資產管理計劃。委託資產投資範圍為：(1) 固定收益類資產：交易所及銀行間市場掛牌交易的國債、地方政府一般債券、央票、政策性金融債、公司債(含非公開發行公司債)、企業債、中期票據、短期融資券、超短期融資券、資產支持證券(不含次級份額)、資產支援票據(不含次級份額)、非公開定向債務融資工具、可轉債、可交換債；債券正回購、債券逆回購；及(2) 現金類資產：現金、銀行存款、同業存單、貨幣市場基金等。本計劃的投資限制包括：1. 債券主體或債項評級不低於AA+；短期融資券主體評級不低於AA+；超短融若無債項評級，主體評級不低於AA+；對於既無主體評級亦無債項評級的債券，除非事先徵得委託人書面同意，否則不得投資；2. 同業存單發行人主體評級不得低於AA+；3. 投資可轉換債券、可交換債券不得轉股；4. 投資於可轉換債券、可交換債券的投資額合計不得超過前一日計劃資產淨值的20%；5. 計劃資產總值不得超過計劃資產淨值的200%；6. 本計劃不得直接投資於商業銀行信貸資產；及7. 相關法律法規、國家政策和合同約定限制從事的其他投資。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

#### China International Capital Corporation Limited (continued)

ZhongJinXinYi Collective Asset Management Plan\* (中金鑫益集合資產管理計劃)'s objective is stable return. Under the premises of strictly controlling risk and securing liquidity safety, the plan pursues continuous and steady appreciation of the entrusted asset during the entrusted period. The plan is a fixed income category. The plan invests not less than 80% of the fund assets in debt assets such as deposits and bonds. The investment scope: (1) fixed income assets: national debts, regular bonds of local governments, central bank notes, policy financial bonds, debentures (including non-public issued debentures), corporate bonds, medium-term notes, short-term financing bonds, ultra short-term financing bonds, asset-backed securities (not including subordinated tranche), and asset-backed notes (not including subordinated tranche) listed in the exchange and interbank market; bond repurchases, bond reverse repurchases; and (2) cash type assets: cash, bank deposits, interbank deposits, monetary market funds, etc.. The plan's investment restrictions include: 1. investment in a single bond shall not exceed 20% of the assets of the collective plan; 2. the bond issuer or debt rating shall not be lower than AA+; the issuer of rating of short-term financing bonds shall not be lower than AA+; if there is no rating for ultra short-term financing bonds, the issuer rating shall not be lower than AA+; regarding bonds with no issuer rating and no debt rating, unless there was written pre-approval of principal, it is not allowed to invest; 3. the issuer rating of interbank deposits shall not be lower than AA+; 4. the total assets of the depositing bank for time deposits and agreement deposits shall not be less than RMB30 billion; and 5. the collective plan's total asset value shall not exceed 200% of the plan's net asset value.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

#### 金融投資產品 (續)

#### 金融投資產品的投資策略 (續)

#### 中國國際金融股份有限公司 (續)

中金鑫益集合資產管理計劃以穩定收益為目標，在嚴格控制風險和保證流動性安全的前提下，追求委託資產在委託期限內的持續、穩健增值。本計劃為固定收益類產品，投資於存款、債券等債權類資產的比例不低於80%，投資範圍：(1)固定收益類資產：交易所及銀行間市場掛牌交易的國債、地方政府一般債券、央票、政策性金融債、公司債(含非公開發行公司債)、企業債、中期票據、短期融資券、超短期融資券、資產支持證券(不含次級份額)、資產支持票據(不含次級份額)；債券回購、債券逆回購；及(2)現金類資產：現金、銀行存款、同業存單、貨幣市場基金等。本計劃的投資限制包括：1.投資單一債券不超過集合計劃資產淨值的20%；2.債券主體或債項評級不低於AA+；短期融資券主體評級不低於AA+；超短融若無債項評級，主體評級不低於AA+；對於既無主體評級亦無債項評級的債券，除非事先徵得委託人書面同意，否則不得投資；3.同業存單發行人主體評級不得低於AA+；4.定期存款和協議存款的存款對象銀行總資產不低於人民幣300億元；及5.集合計劃資產總值不得超過計劃資產淨值的200%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

##### AVIC Trust Company Limited

AVIC TianQi #556 TianChengJuFu Combined Investment Fund Trust Plan\* (中航信託 • 天啟 556號天誠聚富投資基金集合資金信託計劃) carries out diversified dynamic asset allocation of the trust asset investment with the principles of safety, efficiency and liquidity. The investment scope is: bank deposits, interbank borrowings, reverse repurchase of bonds, monetary market funds, bond funds, exchange and interbank market bonds, etc. and other products that the trustee confirmed in accordance with the trust deed. The asset under the trust shall not invest directly in secondary stock market, QDII products as well as high risk financial derivative products (including but not limited to stock index futures, stock futures, stock index forwards, stock forwards, etc.). It shall not invest in projects which do not comply with the national industry policy, the investment policy or the macroeconomic control policy.

##### CCB Trust Co., Ltd.

HaiYun YangFan #3 Assembled Funds Trust Plan\* (海韻揚帆3號集合資金信託計劃) is to collect the trust funds delivered by the client and use it to issue liquidity trust loan to Qingdao Jinshui Holding Group Co., Ltd. ("Qingdao Jinshui") to obtain income. The credit enhancement measures include: 1. Balance top-up: Qingdao Ronghai State-owned Capital Investment and Operation Co., Ltd. provides an irrevocable balance top-up guarantee for the repayment of principal and interest of Qingdao Jinshui's trust loan; and 2. Supervision of fund usage: Qingdao Jinshui opened a special fund supervision account at the Licang Sub-branch of China Construction Bank in Qingdao to receive trust loans and ensure that the use of funds which meets the declared purpose. Qingdao Jinshui was established on 26 July 2010. Its main business sectors include commodity trading, infrastructure construction, asset operation and investment, etc..

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 金融投資產品(續)

#### 金融投資產品的投資策略(續)

##### 中航信託股份有限公司

中航信託 • 天啟 556號天誠聚富投資基金集合資金信託計劃項下的信託財產投資，按照安全性、效益性、流動性原則進行多元化動態資產配置。投資範圍如下：銀行存款、同業拆借、債券逆回購、貨幣市場基金、債券基金、交易所及銀行間市場債券等及其他由受託人根據信託合同的約定所確定的產品。信託計劃財產不得直接投資於股票二級市場、QDII產品以及高風險的金融衍生產品(包括但不限於股指期貨、股票期貨、股指期權、股票期權等)；不得投資於不符合國家產業政策、投資政策和宏觀調控政策的項目。

##### 建信信託有限責任公司

海韻揚帆3號集合資金信託計劃旨在集合委託人所交付的信託資金，用於向青島金水控股集團有限公司(「青島金水」)發放流動資金信託貸款以獲取收益。其中增信措施包括：1. 差額補足：青島融海國有資本投資運營有限公司為青島金水的信託貸款本息的償付提供不可撤銷的差額補足保證；及2. 資金支用監管：青島金水在中國建設銀行青島李滄支行開立資金監管專用賬戶，用以接收信託貸款，保證資金使用符合申報用途。青島金水成立於2010年7月26日，主要業務板塊包括商品貿易、基礎設施建設、資產運營以及投資等。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

Lujiazui International Trust Co., Ltd.

Lujiazui Trust — ZhaoQi Assembled Funds Trust Plan\* (陸家嘴信託 — 招齊集合資金信託計劃) is with a maturity of 59 days and maturing on 24 July 2020. The expected annualised return rate is 5.2%. The trust fund is used to provide debt financing to the borrower (Shangjun Business Factoring (Shanghai) Company Limited, with principal business of export factoring, domestic factoring, consulting service related to commercial factoring, credit risk management platform development), with guarantee by Shanghai Shimao Jianshe Co., Ltd. (“**Shimao Jianshe**”). Shimao Jianshe is a wholly owned subsidiary of Shimao Property Holdings Ltd. (“**Shimao Property**”), and is the most important property development business platform of Shimao Property onshore. Shimao Property was founded in 1994 and was listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) (“**Main Board**”) (stock code: 813) in July 2006. Its principal business is property development, investment and hotel operation in PRC. It was ranked ninth in sales amongst Chinese real estate companies in 2019. The investment principal and interests were fully settled upon maturity.

China Credit Trust Co., Ltd.

China Credit Trust ChengRong No. 34 Assembled Funds Trust Plan\* (中誠信託誠融34號集合資金信託計劃) acquired the claims of accounts receivable which were meeting certain standards held by Shengjing Guoxin (Beijing) Ecology Garden Company Ltd. (“**Shengjing Guoxin**”) (the principal business is design and construction of landscaping and related services). If the amount of accumulated actual receipts of accounts receivable is below the amount of the trustee's expected receipts of accounts receivable, Shengjing Guoxin shall repurchase the accounts receivable from the trustee in an amount same with the difference of the aforesaid amount (“**Repurchase Obligation**”). The top up obligation of the balance of the Repurchase Obligation is guaranteed by Sino-Ocean Holding Group (China) Limited. Sino-Ocean Holding Group (China) Limited is a wholly owned subsidiary of Sino-Ocean Group Holdings Limited (“**Sino-Ocean Group**”). Sino-Ocean Group was founded in 1993 and was listed on the Main Board of the Stock Exchange (stock code: 3377) in September 2007. Its principal business is residential and integrated development, real estate development and operation, business collaboration and customer service. The investment principal and interests were fully settled in July 2020.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 金融投資產品(續)

#### 金融投資產品的投資策略(續)

陸家嘴國際信託有限公司

陸家嘴信託 — 招齊集合資金信託計劃的期限為59天並於2020年7月24日到期，預期年收益率為5.2%，信託資金用於向債務人(尚雋商業保理(上海)有限公司，主營業務為出口保理、國內保理、與商業保理相關的諮詢服務、信用風險管理平台開發)提供債權融資，由上海世茂建設有限公司(「**世茂建設**」)作出保證，世茂建設為世茂房地產控股有限公司(「**世茂房地產**」)的全資附屬公司，為世茂房地產在境內最核心的房地產開發業務平台。世茂房地產成立於1994年，於2006年7月於香港聯合交易所有限公司(「**聯交所**」)主板(「**主板**」)上市(股份編號：813)，主要業務為在中國大陸從事物業發展、投資及酒店營運，其於2019年佔中國房地產企業銷售第9位。該等投資本金及利息已於到期日全額收回。

中誠信託有限責任公司

中誠信託誠融34號集合資金信託計劃受讓盛景國信(北京)生態園林有限公司(「**盛景國信**」)(主營業務為園林綠化設計及施工及相關服務)持有的符合一定標準的應收賬款債權，若受託人累計實際收到的應收賬款回款金額低於受託人應收的預期應收賬款回款金額，盛景國信以上述兩者之間的差額部份同等金額的回購價款回購受託人持有的同等金額的應收賬款(「**回購義務**」)，並且由遠洋控股集團(中國)有限公司擔保回購義務的差額補足義務，遠洋控股集團(中國)有限公司為遠洋集團控股有限公司(「**遠洋集團**」)的全資附屬公司，遠洋集團成立於1993年，並於2007年9月在聯交所主板上市(股份編號：3377)，主要業務為從事住宅和綜合開發、不動產開發運營、產業合作與客戶服務。該等投資本金及利息已於2020年7月全額收回。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

##### Investment strategies of financial investment products (continued)

Hebei Tangshan Rural Commercial Bank Co., Ltd. (“**Tangshan Rural Commercial Bank**”)

“FengHuangWenYing” Assembled Wealth No. 2020005\* (「鳳凰穩盈」聚富2020005號) is a floating return, capital protected wealth management product issued by Tangshan Rural Commercial Bank. The term is 157 days, with an expected annual rate of return of 4.0% and risk rating of extremely low risk. The raised funds will be invested and managed by the wealth managing bank collectively. The investing scope and ratio are purchasing bonds of 10%–100% and 0%–10% of depositing and deposit funds (interbank borrowings, interbank deposits, etc.) of 0%–10%.

ZhongRong International Trust Co., Ltd.

Through investment in debts, equities, usufructs, debt plus equity, etc., ZhongRong Trust — XinRui #1 Structural Assembled Funds Trust Plan\* (中融信託 — 鑫瑞1號結構化集合資金信託計劃) invests its trust funds to high-quality enterprises and projects of high-quality industries such as civil projects, energy, etc.. Or by means of joining the limited partnership as a limited partner, investing in trust beneficial rights, etc., it invests in other projects and products with controllable risks. The investee's domicile shall locate in economically developed regions or in regions supported by the national policy such as midwest region, northeast industrial zone, etc.. The enterprises shall possess characteristics of having sufficiently large domestic market in industry, low industry concentration, high demand of internationalisation, etc.. The enterprises shall possess good growth and continuous profitability, be established on a certain scale, and have steady cashflows. The investment principal and interests were fully settled in July 2020.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

#### 金融投資產品 (續)

##### 金融投資產品的投資策略 (續)

河北唐山農村商業銀行股份有限公司 (「**唐山農商銀行**」)

「鳳凰穩盈」聚富2020005號為由唐山農商銀行發行之保本浮動收益型理財產品，期限為157天，預測年化收益率為4.0%，風險評級為極低風險；募集的資金由理財行統一進行投資和管理；投資範圍及比例為買入債券10%–100%及存款資金（同業拆借、同業存款等）0%–10%。

中融國際信託有限公司

中融信託 — 鑫瑞1號結構化集合資金信託計劃通過投資債權、股權、收益權、債權加股權等方式，將信託資金投向民生工程、能源等優質行業的優質企業及專案，或通過以有限合夥人身份加入有限合夥企業、投資信託受益權等方式投資於其他風險可控的專案及產品。被投資企業住所地應位於經濟發達地區或中西部地區、東北工業區等國家政策支援地區，企業應具有所在行業國內市場足夠大、行業集中度低、國際化需求強等特點。企業應具有良好的成長性和持續盈利能力，已經形成一定規模並具有穩定的現金流。該等投資本金及利息已於2020年7月全額收回。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

China CITIC Bank Corporation Limited

China CITIC Win-win Series — Daily Trust Wealth Management Product\* (中信理財之共贏系列天天智信產品) invests in the financial assets and financial instruments with higher credit ratings and good liquidity in the interbank and exchange markets. The investment ratios of each type of the assets under this product are specified as follows: 30%–100% for cash, monetary market instruments including fund lending/bank deposits/repurchases, national debts, central bank notes, financial bonds, ultra short-term financing bonds, short-term financing bonds, corporate bonds, debentures, local government bonds, medium-term notes, private placement notes, large-denomination negotiable certificates of deposit, subordinated bonds, fixed income securities, asset-backed notes, asset-backed securities, asset-backed income securities, direct financing instruments for financial management and interest rate swap in RMB; 0%–10% for convertible bonds, preference shares and perpetual bonds; 0%–70% for credit assets, trust loans, entrusted loans, debt receivables, usufructs for debts, usufructs for trusts, usufructs (beneficial rights) for specific assets, note type assets and entrusted debts, etc..

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

#### 金融投資產品 (續)

#### 金融投資產品的投資策略 (續)

中信銀行股份有限公司

中信理財之共贏系列天天智信產品投資於銀行間和交易所市場信用級別較高、流動性較好的金融資產和金融工具。本產品各類資產的投資比例具體如下：現金、資金拆借／銀行存款／回購等貨幣市場工具、國債、央行票據、金融債、超短期融資券、短期融資券、企業債、公司債、地方政府債、中期票據、非公開定向債務融資工具、大額可轉讓存單、次級債、收益憑證、資產支援票據、資產支援證券、資產支援受益憑證、理財直接融資工具、人民幣利率掉期為30%–100%；可轉債、優先股、永續債為0%–10%；信貸資產、信託貸款、委託貸款、應收債權、債權收益權、信託受益權、特定資產收(受)益權、票據類資產和委託債權等為0%–70%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

Bank of Tianjin Co., Ltd.

The investment scope of “Kunpeng Wealth — (For Public) Daily Open-end Net Worth Phase 1” Financial Investment Product (For Public)\* (「鯤鵬財富 — 對公天天開放淨值型1期」對公理財產品) includes but is not limited to bonds (including national debts, central bank notes, financial bonds, local government bonds, corporate bonds, debentures, short-term financing bonds, ultra short-term financing bonds, medium-term notes, subordinated bonds, government supported institutes bonds, short-term debentures of securities companies, convertible bonds (including detachable convertible bonds), exchangeable bonds), etc.; asset-backed securities, direct financing instruments for wealth management, debt financing plans, bank certificates of deposit, interbank certificates of deposit, interbank deposits, bonds repurchases, cash and other fixed income assets, as well as financial products approved by regulatory authorities (including funds and asset management plans and trust plans with the abovementioned assets as investment subject), and other financial instruments for which banks are allowed to manage assets and in which to invest under the laws and regulations or by regulatory authorities. The investment ratios for this product: 30%–100% for monetary market instruments including cash, interbank deposits and repurchases and fixed income assets including national debts, policy-based financial bonds, local government bonds, interbank and exchange bond assets, asset-backed securities; and 0%–70% for financial products approved by regulatory authorities (including funds and asset management plans with the abovementioned assets as investment subject).

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 金融投資產品(續)

#### 金融投資產品的投資策略(續)

天津銀行股份有限公司

「鯤鵬財富 — 對公天天開放淨值型1期」對公理財產品主要投資範圍包括但不限於債券，包括國債、央行票據、金融債、地方政府債、企業債、公司債、短期融資券、超短期融資券、中期票據、次級債、政府支持機構債券、證券公司短期公司債券、可轉換債券(含可分離交易可轉債)、可交換債券等；資產支援證券、理財直接融資工具、債權融資計劃、銀行存單、同業存單、同業存放、債券回購、現金等固定收益類資產以及投資標的為上述資產的基金及資管計劃、信託計劃等監管認可的金融產品，以及法律法規或監管機構允許銀行資管投資的其他金融工具。投資比例：現金、同業存放、回購等貨幣市場工具、國債、政策性金融債、地方債、銀行間及交易所債券資產、資產支持證券等固定收益類資產30%–100%，以及投資標的為上述資產的基金及資管計劃等監管認可的金融產品0%–70%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Financial Investment Products (continued)

##### Investment strategies of financial investment products (continued)

Industrial and Commercial Bank of China Limited

ICBC Wealth Management • Tianlibao Private Banking Exclusive Open-end Net Value Financial Investment Product\* (工銀理財•添利寶私銀尊享開放淨值型理財產品) is mainly invested in the following fixed income assets that meet the regulatory requirements, including but not limited to various types of bonds, deposits, monetary market funds, bond funds, pledge-style repurchase agreement and sales and repurchase agreement, bank acceptance notes investment, etc.. In compliance with regulatory requirements and with the control of various risks, we will flexibly adjust indicators such as the proportion of various assets categories, portfolio leverage ratio and duration based on market conditions, macroeconomic factors, regulatory policies, credit environment and other factors. At the same time, in terms of securities selection, we will increase the allocation to high-yield securities such as corporate credit bonds, asset-backed securities ABS, etc., as appropriate to increase income. The planned investment ratios of each type of the investment assets to the total investment assets are as follows: 100% of fixed income assets (monetary market instruments, bonds and other debt assets that comply with regulatory requirements).

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 金融投資產品(續)

##### 金融投資產品的投資策略(續)

中國工商銀行股份有限公司

工銀理財•添利寶私銀尊享開放淨值型理財產品主要投資於以下符合監管要求的固定收益類資產，包括但不限於各類債券、存款、貨幣市場基金、債券基金、質押式及買斷式回購、銀行承兌匯票投資等。在符合監管要求、把控各類風險的情況下，將根據市場情況、宏觀經濟、監管政策、信用環境等因素靈活調整各類資產的細分比例、組合槓桿率及久期等指標。同時，擇券方面將適度增配企業信用債券、資產支持證券ABS等高票息品種增厚收益。各投資資產種類佔總投資資產的計劃投資比例如下：固定收益類（貨幣市場工具類、債券類及其他符合監管要求的債權類資產）100%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

China Minsheng Trust Co., Ltd.

Zhixin No. 1003 Assembled Funds Trust Plan\* (至信1003號集合資金信託計劃) uses trust funds to purchase/revolve purchase from Sunac Hetai (Tianjin) Factoring Limited\* (融創和泰(天津)商業保理有限公司) (“**Sunac Hetai**”) the receivables derived from the sale of commercial housing projects conducted by property project companies under Sunac Real Estate Group Co., Ltd\* (融創房地產集團有限公司) (“**Sunac Group**”). The shortfall makeup of the principal amount and interest on the proceeds of the trust scheme will be unconditionally provided by Sunac Group. Sunac Hetai is a factoring company established by Sunac Group for the development of factoring business. It is mainly engaged in the factoring business of trade receivables. Sunac Group is the sole shareholder of the company. Sunac Group is a wholly-owned subsidiary of Sunac China Holdings Limited (“**Sunac China**”) in the PRC. It is the main operating platform of Sunac China in the PRC. Sunac China was established in 2003, and was listed on the Main Board of the Stock Exchange in October 2010 (stock code: 1918). It is mainly engaged in property development and investment, cultural and tourism city construction and operation, property management services and other businesses. Sunac China is ranked 5th among the Top 500 Overall Strength of Real Estate Development Enterprises in China 2021.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 金融投資產品(續)

#### 金融投資產品的投資策略(續)

中國民生信託有限公司

至信1003號集合資金信託計劃以信託資金向融創和泰(天津)商業保理有限公司(「融創和泰」)購買／循環購買其所持有的融創房地產集團有限公司(「融創集團」)旗下房地產項目公司在銷售過程中產生的商品住房應收購房款資產，並由融創集團為信託計劃收益本金及利息提供無條件差額補足。融創和泰是融創集團為開展保理業務而設立的保理公司，主要經營應收賬款保理業務。公司的唯一股東為融創集團。融創集團為融創中國控股有限公司(「融創中國」)的中國境內全資附屬公司，也是融創中國在境內最主要的經營平台。融創中國於2003年成立，並於2010年10月在聯交所主板上市(股份編號：1918)，主要從事物業開發及投資、文旅城建設及運營、物業管理服務以及其他業務。其於2021中國房地產開發企業綜合實力Top 500中排名第5位。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

Xiamen International Trust Co., Ltd.

The investment scope of Xiamen Trust — Suijin No. 1 Assembled Funds Trust Plan\* (廈門信託 — 穗金1號集合資金信託計劃) is exchange-traded and interbank bonds, including but not limited to national debts, local government bonds, central bank notes, financial bonds, corporate bonds, public corporate bonds, (ultra) short-term financing bonds, medium-term notes, subordinated financial bonds, non-public corporate bonds, private placement notes, convertible bonds, exchange bonds, income certificates; trust plans; asset securitisation products, including but not limited to asset-backed securities and asset-backed notes listed on interbank, the Shenzhen Stock Exchange, the Shanghai Stock Exchange, inter-institutional private placement products quotation and service system, China Credit Assets Registry & Exchange Co., Ltd., Beijing Financial Assets Exchange, etc., private asset securitisation products (including but not limited to asset securitisation products issued under trust plans, asset management plans and special asset management plans). Idle funds may be used for bank deposits, interbank certificates of deposit, bond repurchases, monetary market funds, bank wealth management products and other low-risk and highly liquid financial products.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

#### 金融投資產品 (續)

#### 金融投資產品的投資策略 (續)

廈門國際信託有限公司

廈門信託 — 穗金1號集合資金信託計劃的投資範圍為交易所及銀行間債券，包括但不限於國債、地方政府債、央行票據、金融債、企業債、公募公司債、(超)短期融資券、中期票據、次級金融債、非公開公司債、非公開定向票據、可轉債、交換債、收益憑證；信託計劃；資產證券化產品，包括不限於銀行間、深圳證券交易所、上海證券交易所、機構間私募產品報價與服務系統、銀行業信貸資產登記流轉中心有限公司、北京金融資產交易所等交易所掛牌的資產支援證券、資產支援票據，私募資產證券化產品(包括但不限於以信託計劃、資產管理計劃、專項資產管理計劃作為載體發行的資產證券化產品)，閒置資金可用於銀行存款、同業存單、債券回購、貨幣市場基金、銀行理財產品等低風險高流動性的金融產品。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Financial Investment Products (continued)

#### Investment strategies of financial investment products (continued)

Tebon Securities Co., Ltd.

Tebon Securities Jinrui No. 1 Sole Asset Management Plan\* (德邦證券津瑞1號單一資產管理計劃) strives to preserve and enhance the value of the entrusted assets and provide stable investment returns for the asset trustees under the premise of effective control of investment risks. The plan adopts an active management investment strategy to determine and dynamically adjust the allocation ratio of credit assets, non-credit assets and bank deposits based on the analysis and diagnosis of macroeconomic conditions and financial market trends; determine the duration and class allocation of the bond portfolio from the top down; and select targets from the bottom up on the basis of rigorous and in-depth credit analysis in an effort to achieve steady growth of entrusted assets. This asset management plan mainly invests in: 1. priority of domestic legally issued asset-backed securities, asset-backed notes, corporate bonds (including public corporate bonds for public investors, public corporate bonds for qualified investors and non-public corporate bonds), subordinated bonds of financial institutions, corporate bonds, national debts, local government bonds, financial bonds (including policy financial bonds), central bank notes, short-term financing bonds, ultra short-term financing bonds, interbank certificates of deposit, medium-term notes, project income bonds, private placement notes, bond repurchases and other fixed income securities as permitted by laws and regulations; and 2. other cash management tools such as bond reverse repurchases, bank demand deposits, monetary market funds, etc.. Investment ratios: (1) The allocation of debt assets such as the priority of investment in asset-backed securities, asset-backed notes, bonds and bank deposits in the total assets of the plan shall not be less than 80%. (2) The amount of investment in single asset-backed securities, asset-backed notes or credit bonds shall not exceed 25% of the plan's net value of the previous day and shall not exceed 25% of the issuance scale of that asset-backed securities, asset-backed notes or credit bonds. (3) The bond issuers or debts or guarantors of the debentures, corporate bonds, medium-term notes and other credit bonds (except short-term financing bonds) are rated AA or above, and the AA bonds issued by a single issuer account makes up not more than 10% of the total assets of the plan; The debt rating of short-term financing bonds is grade A-1. The above ratings do not adopt the rating results provided by China Bond Rating Co., Ltd..

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 金融投資產品(續)

#### 金融投資產品的投資策略(續)

德邦證券股份有限公司

德邦證券津瑞1號單一資產管理計劃在有效控制投資風險的前提下，實現委託財產的保值增值，為資產委託人謀求穩定的投資回報。本計劃採取積極管理的投資策略，在分析和判斷宏觀經濟運行狀況和金融市場運行趨勢的基礎上，確定和動態調整信用類資產、非信用類資產和銀行存款等資產類別的配置比例；自上而下地決定債券組合久期及類屬配置；同時在嚴謹深入的信用分析的基礎上，自下而上地精選標的，力爭實現委託資產的穩健增值。該資產管理計劃主要投資於：1. 國內依法發行的資產支援證券的優先順序、資產支援票據、公司債（含向公眾投資者公開發行的公司債券、向合格投資者公開發行的公司債券、非公開發行的公司債券）、金融機構次級債、企業債、國債、地方政府債、金融債（含政策性金融債）、央行票據、短期融資券、超短期融資券、同業存單、中期票據、專案收益債、非公開定向票據、債券正回購等以及法律法規允許的固定收益類證券；及2. 債券逆回購、銀行活期存款、貨幣市場基金等其他現金管理工具。投資比例：(1) 本計劃投資於資產支援證券的優先順序、資產支援票據、債券、銀行存款等債權類資產的配置佔本計劃總資產的比例之和不低於80%。(2) 投資於單一資產支援證券、資產支援票據或信用債券的投資額不得超過前一日計劃淨值的25%，同時不得超過該資產支援證券、資產支援票據或信用債券發行規模的25%。(3) 投資於公司債、企業債、中期票據等信用債（短期融資券除外）的債券主體或債項或擔保人評級為AA級及以上，投資於單一主體發行的AA級債券佔本計劃總資產的比例不超過10%；短期融資券債項評級為A-1級。以上評級均不採用中債資信評估有限責任公司提供的評級結果。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

### 財務回顧(續)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### Listed Bond Investments

##### 上市債券投資

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020	Investment cost as at 31 December 2020	Fair value as at 31 December 2020	Total amount of purchase(s) made during the year ended 31 December 2020	Total amount of disposal(s) made during the year ended 31 December 2020	Realised investment income/(loss) for the year ended 31 December 2020	Unrealised investment income/(loss) for the year ended 31 December 2020	Fair value to the total assets of the Group as at 31 December 2020
		於2020年12月31日	於2020年12月31日	於2020年12月31日	於截至2020年12月31日止年度內	於截至2020年12月31日止年度內	已變現的投資收入/(虧損)	未變現的投資收入/(虧損)	於2020年12月31日公允價值佔本集團總資產
		(千)	(RMB' 000)	(RMB' 000)	(RMB' 000)	(RMB' 000)	(RMB' 000)	(RMB' 000)	(人民幣千元)
Beijing LeRui Asset Management Co., Ltd.	北京樂瑞資產管理有限公司								
LeRuiQiangZhai No. 27 Securities Investment Private Equity Fund*	樂瑞強債27號證券投資私募基金	5,149	235,797	239,555	235,797	(269,999)	335	3,758	0.54%
Shanghai Longlife Investment Co., Ltd.	上海久期投資有限公司								
Longlife Jinxi Pure Bond No. 1 Private Equity Investment Fund*	久期津西純債1號私募證券投資基金	1,031	125,624	125,316	125,624	(112,620)	7,441	(308)	0.28%
Shanghai JunXi Investment Management Co., Ltd.*	上海君犀投資管理有限公司								
JunXi XZhou No. 8 Private Equity Investment Fund*	君犀犀舟8號私募證券投資基金	3,289	326,604	328,255	326,604	(156,531)	11,580	1,651	0.74%
China International Capital Corporation Limited	中國國際金融股份有限公司								
ZhongJinDingYi No.10 Sole Asset Management Plan*	中金鼎益10號單一資產管理計劃	2,710	279,983	278,938	279,983	-	-	(1,045)	0.63%
CCB Principal Asset Management Co., Ltd.	建信基金管理有限責任公司								
CCB Principal Fund JinYing No. 1 Sole Asset Management Plan*	建信基金津盈1號單一資產管理計劃	2,761	285,879	285,380	285,879	-	2,879	(499)	0.64%
Others	其他	-	-	-	-	(6,973)	(859)	-	-

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Listed Bond Investments (continued)

##### Investment strategies of listed bond investments

Beijing LeRui Asset Management Co., Ltd.

LeRuiQiangZhai No. 27 Securities Investment Private Equity Fund\* (樂瑞強債27號證券投資私募基金) adopts a fixed income category allocation strategy to gain stable return, and through certain proportion of equity and derivative products asset allocation to enhance return. It uses fixed income assets such as good quality debentures as core assets to provide a safety cushion through stable return from bond interests. On this basis, it starts to implement "large scale asset allocation strategy", and further extend portfolio assets to more risky asset categories of equity, derivative products, etc.. According to the risk-return profile of the targeted assets it intended to invest in and the changes in market conditions, it dynamically adjusts the investment ratio within a range to strive for realisation of continuous stable profit of account. LeRui "large scale asset allocation strategy" carries out large scale asset allocation rotation by a top-down approach, realising achievement of higher investment return under the premise of bearing limited risks. The strategy considers the macroeconomic situation, financial market environment, market structure changes as well as financial instruments available for investment, supported by quantitative models, and it comprehensively analyses market interest rate trend, capital market demand and supply, credit risk situation as well as stock market trend, and estimates each asset class's risk-reward characteristics in long, medium and short term. It carefully chooses large scale assets with a relatively better risk-reward profile, constructs an allocation strategy which reflects large scale asset rotation characteristics. Calculated by cost, the fund invests not less than 80% of the total value of fund's asset in fixed income category assets and cash category assets, and not more than 20% of the total value of fund's asset in equity category assets. Using the higher of issuer or debt rating as basis, it cannot invest in debentures with rating lower than AA or short-term financing bonds with rating lower than A-1.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 上市債券投資(續)

##### 上市債券投資的投資策略

北京樂瑞資產管理有限公司

樂瑞強債27號證券投資私募基金採用固定收益類配置策略獲取穩定收益，並通過一定比例權益、衍生品資產配置增厚收益。以優質信用債等固定收益資產為底倉，通過穩定票息收益來積累安全墊收益；在此基礎上，開始實施「大類資產配置策略」，將組合資產進一步擴展到較高風險的權益、衍生品等類別資產，根據擬投資目標資產的風險收益比和市場行情變化，在範圍內動態調整投資比例，爭取實現帳戶的持續穩定盈利。樂瑞「大類資產配置策略」是自上而下的進行大類資產配置輪動，實現在承擔有限風險的前提下獲取較高投資回報的目標。該策略考慮宏觀經濟形勢、金融市場環境、市場結構變化以及可投資金融工具，以定量模型為支援，綜合分析市場利率走勢、市場資金供求、信用風險情況以及股票市場走勢，預測各類資產在長、中、短期內的風險收益特徵，精選風險收益比相對優質的大類資產，構建體現大類資產輪動特點導向的配置策略。按成本計算，本基金投資於固定收益類資產及現金類資產佔基金資產總值的比例合計不低於80%，及於權益類資產的比例不高於基金資產總值的20%。以主體或債項評級孰高為基準，不得投資於評級低於AA級的信用債券或低於A-1級的短期融資券。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Listed Bond Investments (continued)

##### Investment strategies of listed bond investments (continued) Shanghai Longlife Investment Co., Ltd.

Longlife Jinxi Pure Bond No. 1 Private Equity Investment Fund\* (久期津西純債1號私募證券投資基金) uses bonds as major investment subject. During different economic cycles, from the three dimensions of interest rate (duration), credit, and fixed income to carry out asset allocation, it strives to obtain steady return independent of economic cycle. In the aspect of risk control and strengthening return, it calculates the basic return from bond interest income. It sets a strict risk limit according to basic return level, so as to control drawdown risk. Within the risk limit, it adopts the approach of adjusting the duration of bonds, searching for wrongly priced debentures and fixed income assets' equity attributes, etc. to obtain excess return over basic return. The restrictions of the fund include: 1. it must not invest the fund assets in small to medium enterprises' private placement debts; and 2. debt or issuer ratings of corporate debts, debentures, convertible bonds, detachable convertible bond must be AA or above; debt rating of short-term financing bonds of A-1 and issuer rating must be A+ or above; private exchangeable bonds can be without rating.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 上市債券投資 (續)

##### 上市債券投資的投資策略 (續) 上海久期投資有限公司

久期津西純債1號私募證券投資基金以債券類資產為主要投資標的，在不同的經濟週期中，從利率（久期）、信用、類固定收益三個維度進行資產配置，力爭獲得穿越經濟週期的穩健收益。風險控制和增厚收益方面，計算債券票息收入帶來的基礎收益，根據基礎收益水準設定嚴格的風險限額，以控制回撤風險。在風險限額內，通過調整持倉債券久期、挖掘被錯誤定價的信用債券、挖掘類固定收益資產的權益屬性等方式獲取基礎收益之上的超額收益。本基金限制包括：1. 不得將基金財產投資於中小企業私募債；2. 企業債、公司債、可轉換債券、可分離交易債的債項或主體信用評級在AA級（含）以上；短期融資券的債項評級為A-1級且主體評級在A+級（含）以上；私募可交換債可不評級。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Listed Bond Investments (continued)

##### Investment strategies of listed bond investments (continued)

Shanghai JunXi Investment Management Co., Ltd.\*

JunXi XiZhou No. 8 Private Equity Investment Fund\* (君犀犀舟8號私募證券投資基金) constructs its investment portfolio on the basis of in-depth research. Under the premises of strictly controlling the investment risks, it strives to obtain long term stable investment return. The fund will carry out top-down approach asset allocation according to macroeconomic analysis and changes in the overall market valuation level, lowering market risk and pursuing higher return at the same time. The investment scope includes stocks issued and listed on the Shanghai or Shenzhen Stock Exchange (limited to shares issued from the conversion of convertible bonds or exchangeable bonds only), bonds and asset-backed securities issued and traded in the Shanghai or Shenzhen Stock Exchange or interbank market, asset-backed notes issued and traded in interbank market, fixed income securities of securities companies, bond repurchases, pledge-style quoted repurchase agreement in the Shanghai or Shenzhen Stock Exchange, cash, bank deposits (including fixed deposits, agreement deposits, structured deposits and other bank deposits), publicly offered funds, bank financial investment products, asset management plans of securities companies, insurance companies and future companies, asset management plans for specific clients of fund managers, privately offered funds issued by privately offered securities investment fund manager who are registered and published on the official website of the Asset Management Association of China. The investment restrictions of the fund include: 1. it must not invest in funds without custodian or safekeeping financial institutions (commercial banks, securities companies); 2. it must not invest in partnership shares without filings in the Asset Management Association of China; 3. it must not invest in subordinated share of structured financial product, and the priority rating of invested asset-backed securities and asset-backed notes shall be AAA; 4. the fund's total fund asset value shall not exceed 160% of fund net asset value; 5. it must not participate in the subscription of non-public issued shares in stock exchange; and 6. the debt rating of invested debentures must be AA or above. If the invested debentures do not have a debt rating or their debt ratings do not reach AA or above, their issuer ratings shall be AA or above. Rate securities such as national debts, policy financial bonds, local debts, etc., are not restricted by ratings.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 上市債券投資(續)

##### 上市債券投資的投資策略(續)

上海君犀投資管理有限公司

君犀犀舟8號私募證券投資基金在深入研究的基礎上構建投資組合，在嚴格控制投資風險的前提下，力求獲得長期穩定的投資回報。本基金將根據宏觀經濟分析和整體市場估值水準的變化自上而下的進行資產配置，在降低市場風險的同時追求更高收益。投資範圍包括滬深交易所發行及上市的股票（僅限於因可轉債轉股或可交換債換股所形成的股票）、滬深交易所或銀行間市場發行及交易的債券和資產支援證券、銀行間市場發行及交易的資產支援票據、證券公司收益憑證、債券回購、滬深交易所質押式報價回購、現金、銀行存款（包括定期存款、協定存款、結構性存款及其他銀行存款）、公募基金、銀行理財產品、證券公司、保險公司及期貨公司資產管理計劃、基金公司特定客戶資產管理計劃、於基金業協會官方網站公示已登記的私募證券投資基金管理人發行的私募基金。本基金的投資限制包括：1. 不得投向未經金融機構（商業銀行、證券公司）託管或保管的基金；2. 不得投資未在中國基金業協會備案的合夥企業份額；3. 不得投資於結構化金融產品的劣後級份額，且所投的資產支援證券和資產支援票據的優先順序評級應為AAA級；4. 本基金的基金資產總值佔基金資產淨值的比例不得超過160%；5. 不得參與認購證券交易所非公開發行股票；及6. 投資的信用債債項評級需在AA級（含）以上，若投資的信用債無債項評級或債項評級未達到AA級（含）以上的，其主體評級應為AA級（含）以上，國債、政策性金融債、地方債等利率債不受評級限制。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Listed Bond Investments (continued)

#### Investment strategies of listed bond investments (continued)

China International Capital Corporation Limited

ZhongJinDingYi No. 10 Sole Asset Management Plan\* (中金鼎益10號單一資產管理計劃)'s objective is stable return. Under the premises of strictly controlling risk and securing liquidity safety, the plan pursues continuous and steady appreciation of the entrusted asset during the entrusted period. The plan is a sole asset management plan in fixed income category. The investment scope of entrusted assets covers: (1) fixed income assets: national debts, regular bonds of local governments, central bank notes, policy financial bonds, debentures (including non-public issued debentures), corporate debts, medium-term notes, short-term financing bonds, ultra short-term financing bonds, asset-backed securities (not including subordinated tranche), asset-backed notes (not including subordinated tranche), private placement financing debt instruments, convertible bonds, exchangeable bonds listed in the exchange and interbank market; bond repurchases, bond reverse repurchases; and (2) cash type assets: cash, bank deposits, interbank deposits, monetary market funds, etc.. The plan's investment restrictions include: 1. the bond issuer or debt rating shall not be lower than AA+; short-term financing bonds of issuer rating shall not be lower than AA+; if there is no rating for ultra short-term financing bonds, the issuer rating shall not be lower than AA+; regarding bonds with no issuer rating and no debt rating, unless there was written pre-approval of principal, it is not allowed to invest; 2. interbank deposits issuers rating shall not be lower than AA+; 3. no conversion for investing in convertible bonds and exchangeable bonds; 4. the investment sum in convertible bonds and exchangeable bonds shall not exceed 20% of the net asset value of the plan of previous day; 5. the plan's total asset value shall not exceed 200% of the plan's net asset value; 6. the plan cannot invest directly on credit assets of commercial banks; and 7. other investments restricted by relevant laws and regulations, national policies and contracted restrictions in the agreement.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 上市債券投資(續)

#### 上市債券投資的投資策略(續)

中國國際金融股份有限公司

中金鼎益10號單一資產管理計劃以穩定收益為目標，在嚴格控制風險和保證流動性安全的前提下，追求委託資產在委託期限內的持續、穩健增值。本計劃為固定收益類單一資產管理計劃。委託資產投資範圍為：(1)固定收益類資產：交易所及銀行間市場掛牌交易的國債、地方政府一般債券、央票、政策性金融債、公司債(含非公開發行公司債)、企業債、中期票據、短期融資券、超短期融資券、資產支持證券(不含次級份額)、資產支援票據(不含次級份額)、非公開定向債務融資工具、可轉債、可交換債；債券正回購、債券逆回購；及(2)現金類資產：現金、銀行存款、同業存單、貨幣市場基金等。本計劃的投資限制包括：1.債券主體或債項評級不低於AA+；短期融資券主體評級不低於AA+；超短融若無債項評級，主體評級不低於AA+；對於既無主體評級亦無債項評級的債券，除非事先徵得委託人書面同意，否則不得投資；2.同業存單發行人主體評級不得低於AA+；3.投資可轉換債券、可交換債券不得轉股；4.投資於可轉換債券、可交換債券的投資額合計不得超過前一日計劃資產淨值的20%；5.計劃資產總值不得超過計劃資產淨值的200%；6.本計劃不得直接投資於商業銀行信貸資產；及7.相關法律法規、國家政策和合同約定限制從事的其他投資。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Listed Bond Investments (continued)

##### Investment strategies of listed bond investments (continued)

CCB Principal Asset Management Co., Ltd.

CCB Principal Fund JinYing No. 1 Sole Asset Management Plan\* (建信基金津盈1號單一資產管理計劃) strives to achieve stable portfolio growth under the premise of portfolio risk control. Investment scope and ratios: fixed income assets: national debts, various types of financial bonds (including subordinated bonds), central bank notes, cash, deposits (including interbank deposits), large-denomination negotiable certificates of deposit, bond repurchases, bond reverse repurchases, interbank certificates of deposit, various types of debt financing instruments registered with the National Association of Financial Market Institutional Investors (such as short-term financing bonds (including ultra short-term financing bonds)), medium-term notes, private placement debt financing instruments, company bonds (including non-public corporate bonds), corporate bonds (including non-public project income bonds (NPB) and other private placement types), asset-backed securities (no subordinated investments and the underlying assets must not be the usufructs of managed products), convertible bonds, exchangeable bonds (including private exchangeable bonds (EB)), monetary market funds, bond-type securities investment funds; the proportion of this plan's investment in fixed-income assets must not be less than 80% of the plan's total assets. Where laws and regulations relating thereto otherwise stipulate, such stipulations shall apply. The plan invests in bonds with bond issuer and debt (if any) rating not lower than AA+; and in convertible bonds and private exchangeable bonds (EB) with bond issuer and debt (if any) rating not lower than AA.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 上市債券投資(續)

##### 上市債券投資的投資策略(續)

建信基金管理有限責任公司

建信基金津盈1號單一資產管理計劃在控制組合風險的前提下，力爭實現組合的穩健增值。投資範圍及比例：固定收益類資產：國債、各類金融債(含次級債)、央行票據、現金、存款(包括同業存款)、大額可轉讓存單、債券正回購、債券逆回購、同業存單、銀行間市場交易商協會註冊發行的各類債務融資工具(如短期融資券(包括超短期融資券))、中期票據、非公開定向債務融資工具、公司債券(包括非公開發行公司債券)、企業債券(包括非公開發行項目收益債券(NPB)等私募類品種)、資產支援證券(不投資劣後級且底層資產不得為資產產品收益權)、可轉債、可交換債(包括私募可交換債(EB))、貨幣市場基金、債券型證券投資基金；本計劃投資於固定收益類資產的比例不得低於本計劃總資產的80%，法律法規另有規定的，從其規定。該計劃投資的債券的主體和債項(若有)評級均不得低於AA+；可轉債、私募可交換債(EB)的主體和債項(若有)評級均不得低於AA。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 投資基金

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020	Investment cost as at 31 December 2020	Fair value as at 31 December 2020	Total amount of purchase(s) made during the year ended 31 December 2020	Total amount of disposal(s) made during the year ended 31 December 2020	Realised investment income/(loss) for the year ended 31 December 2020	Unrealised investment income/(loss) for the year ended 31 December 2020	Fair value to the total assets of the Group as at 31 December 2020
		於2020年12月31日	於2020年12月31日	於2020年12月31日	於截至2020年12月31日止年度內	於截至2020年12月31日止年度內	截至2020年12月31日止年度已變現的投資收入/(虧損)	截至2020年12月31日止年度未變現的投資收入/(虧損)	於2020年12月31日公允價值佔本集團總資產
		('000)	(RMB' 000)	(RMB' 000)	(RMB' 000)	(RMB' 000)	(RMB' 000)	(RMB' 000)	
		(千)	(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>Shanghai QiuSheng Assets Management Co., Ltd.*</b>	上海秋晨資產管理有限公司								
QiuSheng Asset YanXi No. 1 Macro Hedging Private Equity Fund*	秋晨資產言溪1號宏觀對沖私募基金	172,872	176,406	201,551	66,083	-	16,083	25,145	0.45%
<b>Jiu Ding Hua Xin (Beijing) Investment Fund Management Co., Ltd.</b>	九鼎華信(北京)投資基金管理有限公司								
Jiu Ding Hua Xin YiGuan No. 2 Private Equity Investment Fund*	九鼎華信億觀2號私募基金證券投資基金	48,000	48,000	48,718	50,000	(2,000)	1,706	718	0.11%
<b>Eternal Grand Investment Management Co., Ltd.</b>	深圳市恒泰融安投資管理有限公司								
Eternal Grand Collective Private Equity Investment Fund*	恒泰融安集投私募基金證券投資基金	-	-	-	-	(220,710)	1,191	-	-
<b>Bosera Asset Management Company Limited</b>	博時基金管理有限公司								
Bosera New Strategy Flexible-configuration Hybrid Fund	博時新策略靈活配置混合型證券投資基金	26,600	30,000	38,998	-	-	-	5,485	0.09%
<b>HFT Investment Management Co., Ltd.</b>	海富通基金管理有限公司								
HFT Retirement Income Balanced Fund	海富通安頤收益混合型證券投資基金	15,940	20,643	24,787	-	(11,418)	(1,410)	4,144	0.06%
<b>Xinjiang Decent Zhiyuan Equity Investment Management Company Limited</b>	新疆鼎信智遠股權投資管理有限公司								
DGW Kunyuan No. 1 Private Equity Investment Fund	鼎信長城坤源1號私募基金股權投資基金	-	-	-	-	(100,000)	7,907	-	-
<b>Beijing Yuhua Fund Management Co., Ltd.</b>	北京譽華基金管理有限公司								
Yuhua Key & Core Technology (Tangshan) Equity Investment Fund (Limited Partnership)*	譽華硬科技(唐山)股權投資基金(有限合夥)	20,000	20,000	20,000	20,000	-	-	-	0.04%
<b>Beijing Huilong Capital Management Co., Ltd.</b>	北京惠隆資本管理有限責任公司								
Huilong Quantitative Exclusive No. 3 Private Securities Investment Fund*	惠隆量化專享三號私募基金證券投資基金	30,000	30,000	30,540	30,000	-	-	540	0.07%
<b>Jiaxing Dingxin Zhiying Equity Investment Management Co., Ltd.</b>	嘉興鼎信智贏股權投資管理有限公司								
Dingxin Kunzhan No. 1 Private Equity Investment Fund*	鼎信坤湛1號私募基金股權投資基金	-	50,000	50,000	50,000	-	-	-	0.11%

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 投資基金(續)

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020	Investment cost as at 31 December 2020	Fair value as at 31 December 2020	Total amount of purchase(s) made during the year ended 31 December 2020	Total amount of disposal(s) made during the year ended 31 December 2020	Realised investment income/(loss) for the year ended 31 December 2020	Unrealised investment income/(loss) for the year ended 31 December 2020	Fair value to the total assets of the Group as at 31 December 2020
		於2020年12月31日 持有之單位數量 ('000)	於2020年12月31日 之投資成本 (RMB' 000)	於2020年12月31日 之公允價值 (RMB' 000)	於2020年12月31日 止年度內 購入之總金額 (RMB' 000)	於2020年12月31日 止年度內 出售之總金額 (RMB' 000)	於2020年12月31日 止年度 已變現的投資 收入/(虧損) (RMB' 000)	於2020年12月31日 止年度 未變現的投資 收入/(虧損) (RMB' 000)	於2020年12月31日 公允價值佔 本集團總資產
		(千)	(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>Yinshang Huijin Investment Management Co., Ltd.</b>	<b>烏蘭察布銀商匯金投資管理有限公司</b>								
Yinshang Huijin – Qiji No. 1 Private Securities Investment Fund*	銀商匯金 – 齊集1號私募證券投資基金	50,000	50,000	53,850	50,000	–	–	3,850	0.12%
<b>Guotai Junan Securities Co., Ltd.</b>	<b>國泰君安證券股份有限公司</b>								
Ivolution Capital Yijun Phase 12 Private Securities Investment Fund*	天演邑君12期私募證券投資基金	30,000	30,030	30,030	30,030	–	–	–	0.07%
Others	其他	20,000	20,200	19,716	20,200	–	–	(484)	0.04%
<b>Value Partners Hong Kong Limited</b>	<b>惠理基金管理香港有限公司</b>								
Value Partners Intelligent Funds – Chinese Mainland Focus Fund	智者之選基金 – 中國大陸焦點基金	66	39,246	43,564	39,246	–	–	4,318	0.10%
<b>Others</b>	<b>其他</b>	34,778	35,000	36,272	35,000	(36,027)	2,675	1,272	0.08%

Note:

附註：

1. The investment is presented by way of fair value instead of units.

1. 該投資以公允價值方式呈列而非以單位呈列。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### Investment strategies of investment funds

Shanghai QiuSheng Asset Management Co., Ltd.\*

QiuSheng Asset YanXi No. 1 Macro Hedging Private Equity Fund\* (秋晟資產言蹊1號宏觀對沖私募基金) constructs its investment portfolio based on in-depth research, striving to realise continuous steady appreciation of the fund assets. Regarding the investment strategies, (i) for futures: through three dimensions of time, room and volatility, it addresses the issues of strategic term, strategic room for profit and volatility during the term respectively. First, according to macroeconomic analysis model, considering information in currency, investment, financing, interest rate, inflation, treasury, consumption, industry operation, import and export trade, etc., it carries out long cycle time series analysis, builds up co-integration model of each of the macroeconomic indicators under different economic cycles, studies and judges the macroeconomic operation situation. Second, according to own industry fixed asset investment, production output level as well as middle and downstream industries' output, sales, inventory situation of different commodities, it carries out evaluation to each of the commodities' supply and demand status and analyses strengths and weaknesses. At the same time, it makes an evaluation on the trade indicators such as future basis, monthly price difference, contract volume, margin deposit changes, etc., at transaction level, and finally it establishes arbitrage and hedging transaction model; and (ii) for equities: through analysing factors such as company's industry policy direction, industry concentration, industry competition threshold, company technology level in the industry, company financial status, company product market share, company research and development expense, etc., it seeks for equity targets having product price bargaining power, production cost competitive advantages or having relatively higher development potential.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 投資基金(續)

##### 投資基金的投資策略

上海秋晟資產管理有限公司

秋晟資產言蹊1號宏觀對沖私募基金在深入研究的基礎上，構建投資組合，力爭實現基金資產的穩步增值。就投資策略而言，(i)期貨策略：通過時間、空間、波動率三個維度，分別對應於策略期限、策略盈利空間、期間波動率三方面的問題。首先，根據巨集觀經濟分析模型，及考量貨幣、投資、融資、利率、通脹、財政、消費、工業運行、進出口貿易等方面的資料，進行長週期時間序列分析，建立不同經濟週期下各宏觀指標的協整模型，研判巨集觀經濟運行情況。其次，根據不同商品自身的行業固定資產投資、產出水平以及主要中、下游行業的產、銷、存情況對各類商品的供給、需求狀況進行評估，分析強弱性。同時，對期貨的基差、月間價差、合約成交量、持倉保證金變化等交易指標在交易層面上作出評價，最終構建套利、對沖交易模型；及(ii)股票策略：通過分析公司所處行業政策導向、行業集中度、行業競爭門檻、公司技術水準在行業中所處的位置、公司財務情況、公司產品市佔率、公司研發支出等多方面的因素，尋找具有產品價格話語權、成本競爭優勢或者具有較大發展潛力的股票標的。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### Investment strategies of investment funds (continued)

Jiu Ding Hua Xin (Beijing) Investment Fund Management Co., Ltd.

Jiu Ding Hua Xin YiGuan No. 2 Private Equity Investment Fund\* (九鼎華信億觀2號私募證券投資基金) strives for creating steady income and return for fund investors under the premises of strictly controlling investment risks. The fund's investment scope covers instruments with good liquidity, including domestic legally issued and listed stocks, new shares subscriptions, bonds, warrants, monetary market instruments, bank deposits, bank investment products, securities firms asset management products, stock index futures as well as other investment products approved by laws and regulations or the China Securities Regulatory Commission for fund investment. The investment strategies include (i) equity asset investment strategy — according to China economic social structural changes and trend, it adopts a top-down approach to invest in domestic legally issued and listed stocks, etc.; (ii) monetary market instruments investment strategy — based on in-depth research of domestic and foreign macroeconomic trend, monetary policy changing trend, capital market supply and demand, it analyses and judges the interest rate trend and comprehensively considers different investment products' profitability, liquidity and risk traits, thereby performing active management to the fund's asset portfolio; and (iii) other strategies — according to market changes and manager's judgement, it invests in the contracted investment products, investment instruments, etc., within the fund's investment scope striving to achieve steady appreciation of fund assets.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 投資基金(續)

##### 投資基金的投資策略(續)

九鼎華信(北京)投資基金管理有限公司

九鼎華信億觀2號私募證券投資基金在嚴格控制投資風險的前提下，力爭為基金投資者創造穩健的收益和回報。本基金的投資範圍為具有良好流動性的投資品種，包括國內依法發行上市的股票、新股申購、債券、權證、貨幣市場工具、銀行存款、銀行理財產品、券商資管產品、股指期貨以及法律法規或中國證監會允許基金投資的其他投資品種。投資策略包括(i)權益類資產投資策略 — 根據中國經濟社會的結構性變化和趨勢性規律，採取自上而下方式投資國內依法發行上市的股票等；(ii)貨幣市場工具投資策略 — 本基金將在深入研究國內外的宏觀經濟走勢、貨幣政策變化趨勢、市場資金供求狀況的基礎上，分析和判斷利率走勢並綜合考慮各類投資品種的收益性、流動性和風險特徵，對基金資產組合進行積極管理；及(iii)其他策略 — 將根據市場變化和管理人的判斷，投資本基金投資範圍內約定的投資品種、投資工具等，力爭實現基金資產的穩步增值。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### Investment strategies of investment funds (continued)

Eternal Grand Investment Management Co., Ltd.

Eternal Grand Collective Private Equity Investment Fund\* (恒泰融安集投私募證券投資基金) constructs investment portfolio based on in-depth research. Under the premises of strictly controlling the investment risks, it strives to obtain long term stable investment return. The fund will carry out quantitative hedging strategy according to macroeconomic analysis and overall market valuation level, at the same time participating in new share offline allotment of the Shanghai Stock Exchange including Science and Technology Innovation Board. It lowers market risk and pursues higher return at the same time. The investment scope includes stocks issued and listed on the Shanghai or Shenzhen Stock Exchange (including new share subscription), stocks within the scope of the Stock Connect for Southbound Trading, depository receipts issued and listed on the Shanghai or Shenzhen Stock Exchange, preference shares issued and listed on stock exchange, bonds and asset-backed securities issued and trade in the Shanghai or Shenzhen Stock Exchange or interbank market, asset-backed notes issued and traded in interbank market, fixed income securities of securities companies, bond repurchases, pledge-style quoted repurchase agreements in the Shanghai or Shenzhen Stock Exchange, cash, bank deposits (including fixed deposits, agreement deposits, structured deposits and other bank deposits), interbank deposits, margin trading and short selling, refinancing securities lending (that is the fund use its holding securities as underlying of short sale lending to securities finance companies), stock index futures, commodities futures, national debts futures, stock options and commodities options listed in stock exchange and future exchange, warrants listed in stock exchange, contracts listed on the Shanghai Gold Exchange, publicly offered funds and bank investment products.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 投資基金 (續)

##### 投資基金的投資策略 (續)

深圳市恒泰融安投資管理有限公司

恒泰融安集投私募證券投資基金在深入研究的基礎上構建投資組合，在嚴格控制投資風險的前提下，力求獲得長期穩定的投資回報。本基金將根據宏觀經濟分析和整體市場估值水準進行量化對沖策略，同時參與上交所含科創板在內的網下新股配售。在降低市場風險的同時追求更高收益。投資範圍包括滬深交易所發行及上市的股票（包含新股申購）、港股通標的範圍內的股票、滬深交易所發行及上市的存託憑證、證券交易所發行及上市的優先股、滬深交易所或銀行間市場發行及交易的債券和資產支援證券、銀行間市場發行及交易的資產支援票據、證券公司收益憑證、債券回購、滬深交易所質押式報價回購、現金、銀行存款（包括定期存款、協定存款、結構性存款及其他銀行存款）、同業存單、融資融券、轉融通證券出借交易（即本基金將其持有的證券作為融券標的證券出借給證券金融公司）、股指期貨、商品期貨、國債期貨、證券交易所及期貨交易所上市的股票期權及商品期權、證券交易所上市的權證、上海黃金交易所上市的合約品種、公募基金、銀行理財產品。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### *Investment strategies of investment funds (continued)*

*Bosera Asset Management Company Limited*

Bosera New Strategy Flexible-configuration Hybrid Fund (博時新策略靈活配置混合型證券投資基金) strives to obtain long-term continuous stable investment return for fund holders, through organic combination of multiple investment strategies, under the premises of effective risk controls. The fund's investment targets are financial instruments with good liquidity, including equity financial instruments such as domestic legally issued and listed stocks (including Small and Medium Enterprise Board, Growth Enterprise Market and other stocks approved for listing by the China Securities Regulatory Commission), warrants, stock index futures, etc., as well as fixed income financial instruments such as bonds, etc., and other financial instruments approved by laws and regulations or the China Securities Regulatory Commission for fund investment (must comply with the China Securities Regulatory Commission's relevant regulations). The fund's investment portfolio ratio is stock assets contributing 0%–95% of fund asset. The small to medium enterprises' private debts contributes not higher than 20% of the fund's net asset value. The fund's stock investment uses qualitative and quantitative analysis as basis, carrying out investment with the fundamental analysis.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 投資基金(續)

##### *投資基金的投資策略(續)*

*博時基金管理有限公司*

博時新策略靈活配置混合型證券投資基金通過對多種投資策略的有機結合，在有效控制風險的前提下，力爭為基金持有人獲取長期持續穩定的投資回報。基金的投資目標是具有良好流動性的金融工具，包括國內依法發行上市的股票（包括中小板、創業板及其他經中國證監會核准上市的股票）、權證、股指期貨等權益類金融工具，以及債券等固定收益類金融工具及法律法規或中國證監會允許基金投資的其他金融工具（須符合中國證監會的相關規定）。基金的投資組合比例為股票資產佔基金資產的0%–95%；中小企業私募債佔基金資產淨值的比例不高於20%。基金的股票投資以定性和定量分析為基礎，從基本面分析入手進行投資。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### Investment strategies of investment funds (continued)

HFT Investment Management Co., Ltd.

HFT Retirement Income Balanced Fund (海富通安頤收益混合型證券投資基金) insists on flexible asset allocation. Based on strict control of downside risk, it actively grasps investment opportunities in the stock market, ensuring asset protection and appreciation, realising the objective of beating absolute return benchmarks and providing a steady pension wealth management instrument for investors. The fund's investment scope covers financial instruments with good liquidity, including domestic legally issued and listed stocks (including Small and Medium Enterprise Board, Growth Enterprise Market and other stocks approved for listing by the China Securities Regulatory Commission), bonds, bank deposits, monetary market instruments, warrants, stock index futures as well as other financial instruments approved by laws and regulations or the China Securities Regulatory Commission for fund investment (must comply with the China Securities Regulatory Commission's relevant regulations). The fund comprehensively utilises flexible and disciplined asset allocation strategies, segment allocation and individual stock selection strategies, return management and stop-loss strategies, etc., dynamically controlling the portfolio risk by utilising derivative products such as stock index futures, etc. at the same time. The fund's investment portfolio ratio is stock investment contributing 0%–95% of the fund assets.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 投資基金 (續)

##### 投資基金的投資策略 (續)

海富通基金管理有限公司

海富通安頤收益混合型證券投資基金堅持靈活的資產配置，在嚴格控制下跌風險的基礎上，積極把握股票市場的投資機會，確保資產的保值增值，實現戰勝絕對收益基準的目標，為投資者提供穩健的養老理財工具。本基金的投資範圍為具有良好流動性的金融工具，包括國內依法發行上市的股票（包括中小板、創業板及其他經中國證監會核准上市的股票）、債券、銀行存款、貨幣市場工具、權證、股指期貨以及法律法規或中國證監會允許基金投資的其他金融工具（須符合中國證監會相關規定）。本基金將綜合運用靈活而有紀律的資產配置策略、板塊配置及個股精選策略、收益管理及止損策略等，同時利用股指期貨等衍生產品，動態控制組合風險。基金的投資組合比例為股票投資佔基金資產的比例為0%–95%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

#### Investment Funds (continued)

##### Investment strategies of investment funds (continued)

Xinjiang Decent Zhiyuan Equity Investment Management Company Limited

DGW Kunyuan No. 1 Private Equity Investment Fund (鼎信長城坤源1號私募股權投資基金) mainly invests in the equity of Yangzhou Yuanrong Real Estate Co., Ltd (揚州源融置業有限公司) (“**Yangzhou Yuanrong**”). Under the premise of strictly controlling risks, the fund maximises the steady appreciation of the fund's assets. During the idle period of funds, the fund may invest in bank deposits (including time deposits, agreement deposits, etc.) and monetary funds. The expected duration of the fund is no more than two years. Yangzhou Yuanrong is a joint establishment of Jiangsu New Energy Real Estate Group Co., Ltd. (江蘇新能源置業集團有限公司) (“**New Energy Real Estate**”) and Sunac China Holdings Limited (融創中國控股有限公司) (“**Sunac China**”). It is currently developing the construction project of “Shuxiang Yipin” (書香一品) in the humanities community located at the intersection of Development West Road and Xiangyuan Road in Yangzhou High-tech Zone. New Energy Real Estate was established in May 1996 with a registered capital of RMB200 million. Its business scope includes housing development (limited to the scope of construction of first-tier qualified enterprises), accommodation services, etc.. In 2005, it was approved by the Ministry of Construction to obtain first-class qualification for real estate development. It has successfully developed various real estate projects in Yangzhou, Beijing and Taixing. Sunac China was established in 2003 and was listed on the Main Board of the Stock Exchange (stock code: 1918) in October 2010. Its business covers mid-to-high-end residential, cultural tourism, industrial real estate, commercial real estate, hotels, property services, production and distribution of cultural and entertainment content, film and television filming integration services, etc..

Beijing Yuhua Fund Management Co., Ltd.

Yuhua Key & Core Technology (Tangshan) Equity Investment Fund (Limited Partnership)\* (譽華硬科技(唐山)股權投資基金(有限合伙)) realises capital appreciation of the fund and creates satisfactory investment return for investors by carrying out equity or equity related investments. The fund gives priority to investing in enterprises in Tangshan and enterprises importing related technology industry to Tangshan, and mainly invests in emerging industry with large development potential such as new generation information technology, high-end equipment manufacturing, new materials, etc..

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

#### 投資基金(續)

##### 投資基金的投資策略(續)

新疆鼎信智遠股權投資管理有限公司

鼎信長城坤源1號私募股權投資基金主要投資於揚州源融置業有限公司(「揚州源融」)股權。在嚴格控制風險的前提下，本基金最大限度地追求基金財產的穩定增值。在資金閒置期間，可投資於銀行存款(含定期存款、協議存款等)、貨幣基金。本基金等預計存續期限不超過兩年。揚州源融是江蘇新能源置業集團有限公司(「新能源置業」)和融創中國控股有限公司(「融創中國」)聯合成立，目前開發位於揚州高新區開發西路和祥園路交叉口的文化社區的一個建設項目「書香一品」。新能源置業於1996年5月成立，註冊資本人民幣2.00億元，經營範圍包括房屋開發(限一級資質企業施工範圍)、住宿服務等，於2005年經國家建設部批准獲得房地產開發一級資質，已在揚州、北京及泰興成功開發多個地產項目。融創中國於2003年成立，並於2010年10月在聯交所主板上市(股份編號：1918)，業務覆蓋中高端住宅、文化旅遊、產業地產、商業地產、酒店、物業服務、文化娛樂內容製作發行、影視拍攝一體化服務等。

北京譽華基金管理有限公司

譽華硬科技(唐山)股權投資基金(有限合伙)通過進行股權或與股權相關的投資，實現基金的資本增值，為投資者創造滿意的投資回報，該基金優先選擇投資於唐山市內的企業及相關科技產業導入到唐山的企業，並主要投資新一代信息技術、高端裝備製造、新材料等發展潛力大的新興產業。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### Investment strategies of investment funds (continued)

Beijing Huilong Capital Management Co., Ltd.

Huilong Quantitative Exclusive No. 3 Private Securities Investment Fund\* (惠隆量化專享三號私募證券投資基金) strives to achieve steady growth in its assets under the equity fund under the premise of risk control. The Fund's investment scope includes: 1. stocks issued and listed in the PRC under the law, companies' shares listed and traded in the National Equities Exchange and Quotations (stocks on the New Third Board), depositary receipts, securities issued by the Hong Kong Stock Exchange and various overseas exchanges that are approved by regulatory authorities for investment by domestic investors, public securities investment funds, bonds and different types of fixed income instruments (including but not limited to national debts, central bank notes, bank debentures, local government bonds, debentures, corporate bonds, convertible bonds, exchangeable bonds, convertible bonds with an attached warrant, SME private bonds, subordinated debentures, medium-term notes, short-term financing bonds, ultra short-term financing bonds, interbank deposits, private placement debt financing instruments), asset-backed securities, asset-backed notes, monetary market instrument (monetary market funds, asset management plans for cash management, etc.), repurchase and reverse repurchase agreements, margin trading and short selling, refinancing, futures, exchange-traded options, warrants, returns swap (including cross-border returns swap), other standardised trading products traded on trading venues agreed by the State Council and other standardised trading products recognised by other regulatory bodies, contracts and products listed on the Shanghai Gold Exchange; and 2. private financial products: trust schemes, asset management schemes of securities companies and their subsidiaries on fund management, asset management schemes of fund managers and their subsidiaries, asset management schemes of insurance companies and their subsidiaries, private equity investment funds issued by private fund management institutions and managed by custodians (including private securities investment funds issued by fund managers). The fund focuses on quantitative investment strategies such as quantitative equity hedging and high-frequency statistical arbitrage on derivatives as its primary strategy. The risk-return profile would be evaluated based on various products' liquidities and the changes in the volatility rate in different markets. Under certain risk conditions, it seeks for allocation to maximise its expected return.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 投資基金(續)

##### 投資基金的投資策略(續)

北京惠隆資本管理有限責任公司

惠隆量化專享三號私募證券投資基金在控制風險的前提下，力爭實現基金資產的穩健增長。本基金的投資範圍包括：1. 國內依法發行上市的股票、全國中小企業股份轉讓系統掛牌交易的公司股票（新三板股票）、存託憑證、監管機關允許國內投資者投資的香港交易所及各類境外交易所發行的證券、公募證券投資基金、債券及各種固定收益類品種（包括但不限於國債、央行票據、金融債、地方政府債、公司債、企業債、可轉債、可交換債、分離交易的可轉債、中小企業私募債、次級債、中期票據、短期融資券、超級短期融資券、同業存單、非公開定向債務融資工具等）、資產支援證券、資產支援票據、貨幣市場工具（貨幣市場基金、現金管理類資產管理計劃等）、正回購和逆回購、融資融券、轉融通、期貨、場內期權、權證、收益互換（含跨境收益互換）、其他經國務院同意設立的交易場所交易的其他標準化交易品種及其他監管機構認定的標準化交易品種、上海黃金交易所上市的合約品種和交易品種；及2. 私募金融產品：信託計劃、證券公司及其資管子公司資產管理計劃、基金公司及其子公司資產管理計劃、保險公司及其子公司資產管理計劃、私募基金管理機構發行的並且有基金託管人進行託管的私募證券投資基金（含基金管理人發行的私募證券投資基金）。本基金主要以股票量化對沖和衍生品高頻統計套利等量化投資策略作為主要策略。根據不同市場各個交易品種流動性、波動率的變化判斷不同策略的風險收益情況，以在一定風險條件下，預期收益最大化為原則進行配置。在若干的風險處境下，會力求以調配實現預期收益最大化。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### Investment strategies of investment funds (continued)

Jiaxing Dingxin Zhiying Equity Investment Management Co., Ltd.

Dingxin Kunzhan No. 1 Private Equity Investment Fund\* (鼎信坤湛1號私募股權投資基金) has an expected term of one year and an expected yield of 8.2% per annum. The investment fund indirectly holds part or all of the equity interest in Suqian Xiangyue Real Estate Development Company Limited (宿遷祥越房地產開發有限公司) (“**Suqian Xiangyue**”) through an investment in Suqian Jining Enterprise Management Consulting Company Limited (宿遷暨寧企業管理諮詢有限公司) (“**Suqian Jining**”). Suqian Xiangyue owns a real estate development project in Suyu District, Suqian City, and upon maturity such investment will be repurchased by Nanjing Shinsun Century Real Estate Development Co., Ltd. (南京祥生世紀房地產開發有限公司), a subsidiary of Shinsun Holdings (Group) Co., Ltd. (祥生控股(集團)有限公司) (“**Shinsun Holdings Group**”) and the repurchase is guaranteed by Shinsun Holdings Group. Shinsun Holdings Group, which was listed on the Main Board of the Stock Exchange in November 2020 (stock code: 2599), is principally engaged in property development, property leasing, hotel operation and provision of property management services and is ranked 28th in the Top 500 Overall Strength of Real Estate Development Enterprises in China 2021.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 投資基金(續)

##### 投資基金的投資策略(續)

嘉興鼎信智贏股權投資管理有限公司

鼎信坤湛1號私募股權投資基金的預期期限為一年，預期年收益率為8.2%。該投資基金通過投資宿遷暨寧企業管理諮詢有限公司(「宿遷暨寧」)的股權，間接持有宿遷祥越房地產開發有限公司(「宿遷祥越」)的部分或全部股權，宿遷祥越擁有宿遷市宿豫區的一個房地產開發項目，該投資到期後將由祥生控股(集團)有限公司(「祥生控股集團」)的附屬公司南京祥生世紀房地產開發有限公司進行回購，並由祥生控股集團提供回購擔保。祥生控股集團於2020年11月在聯交所主板上市(股份編號：2599)，主要業務為物業開發、物業租賃、酒店營運及提供物業管理服務，其於2021中國房地產開發企業綜合實力Top 500中排名第28位。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### Investment strategies of investment funds (continued)

Yinshang Huijin Investment Management Co., Ltd.

Yinshang Huijin — Qiji No. 1 Private Securities Investment Fund\* (銀商匯金 — 齊集1號私募證券投資基金) aims to construct its investment portfolio on the basis of in-depth research. Under the premise of strict control of investment risks, it strives to obtain long-term stable investment returns. The investment scope includes stocks issued and listed on the Shanghai or Shenzhen Stock Exchange (including new shares subscriptions, non-public issued shares of listed companies, stocks within the scope of the Stock Connect for Southbound Trading, depository receipts issued and listed on the Shanghai or Shenzhen Stock Exchange, preference shares issued and traded in the Shanghai or Shenzhen Stock Exchange, bonds and asset-backed securities issued and traded in the Shanghai or Shenzhen Stock Exchange or interbank market, asset-backed notes issued and traded in interbank market, fixed income securities of securities companies (including non-principal-guaranteed income securities), bond reverse repurchases, pledge-style quoted repurchase agreement in the Shanghai or Shenzhen Stock Exchange, cash, bank deposits (including time deposits, demand deposits, agreement deposits, structured deposits and other bank deposits), interbank certificates of deposit, margin trading and short selling, refinancing securities lending (i.e. securities held in the fund as underlying of short sale lending to securities finance companies), options and futures listed on the Shanghai or Shenzhen Stock Exchange and futures exchanges, warrants traded in stock exchanges, contracts listed on the Shanghai Gold Exchange, publicly offered funds, bank financial investment products, asset management plans of securities companies and their subsidiaries, asset management plans for fund managers and their subsidiaries, privately offered funds issued by privately offered securities investment fund manager who are registered and published on the official website of the Asset Management Association of China. The fund will carry out asset allocation by a top-down approach according to macroeconomic analysis and changes in the overall market valuation level, lower market risk and pursue higher return at the same time.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 投資基金 (續)

##### 投資基金的投資策略 (續)

烏蘭察布銀商匯金投資管理有限公司

銀商匯金 — 齊集1號私募證券投資基金目標在深入研究的基礎上構建投資組合，在嚴格控制投資風險的前提下，力求獲得長期穩定的投資回報。投資範圍包括滬深交易所發行上市的股票（包含新股申購、上市公司非公開發行股票）、港股通標的範圍內的股票、滬深交易所發行上市的存託憑證、滬深交易所發行交易的優先股、滬深交易所或銀行間市場發行交易的債券和資產支援證券、銀行間市場發行及交易的資產支援票據、證券公司收益憑證（含非本金保障型收益憑證）、債券逆回購、滬深交易所質押式報價回購、現金、銀行存款（包括定期存款、活期存款、協定存款、結構性存款及其他銀行存款）、同業存單、融資融券交易、轉融通證券出借交易（即本基金將其持有的證券作為融券標的證券出借給證券金融公司）、滬深交易所及期貨交易所上市的期權及期貨、證券交易所權證、上海黃金交易所上市的合約品種、公募基金、銀行理財產品、證券公司及其子公司資產管理計劃、基金公司及其子公司資產管理計劃、於基金業協會官方網站公示已登記的私募證券投資基金管理人發行的私募基金。本基金將根據宏觀經濟分析和整體市場估值水準的變化自上而下地進行資產配置，在降低市場風險的同時追求更高收益。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### *Investment strategies of investment funds (continued)*

Guotai Junan Securities Co., Ltd.

Ivolution Capital Yijun Phase 12 Private Securities Investment Fund\* (天演邑君12期私募證券投資基金) aims to construct an investment portfolio based on in-depth research and to achieve long-term stable investment returns under the premise of strict control of investment risks. The scope of investment is stocks (including new share subscriptions) listed on the Shanghai or Shenzhen Stock Exchange, bond reverse repurchases, cash, bank demand deposits, margin trading and short selling, stock options and stock index options listed on the Shanghai or Shenzhen Stock Exchange and futures exchanges, stock index futures, convertible bonds and public funds. The fund is a hybrid multi-strategy product with a market-neutral strategy as the primary focus, supplemented by quantitative strategies for assets of other classes.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 投資基金(續)

##### *投資基金的投資策略(續)*

國泰君安證券股份有限公司

天演邑君12期私募證券投資基金目標在深入研究的基礎上構建投資組合，在嚴格控制投資風險的前提下，力求獲得長期穩定的投資回報。投資範圍為滬深交易所發行上市的股票（包含新股申購）、債券逆回購、現金、銀行活期存款、融資融券交易、滬深交易所及期貨交易所上市的股票期權及股指期權、股指期貨、可轉換債券、公募基金。本基金是以市場中性策略為主體，擇機輔助運用其他大類資產量化策略的混合多策略產品。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Funds (continued)

##### Investment strategies of investment funds (continued)

##### Value Partners Hong Kong Limited

Value Partners Intelligent Funds — Chinese Mainland Focus Fund is a sub-fund of Value Partners Intelligent Funds. The sub-fund aims to achieve medium to long-term capital appreciation by investing primarily in investments which are related to mainland China. The sub-fund will focus primarily on mainland China and at least 70% of the sub-fund's latest available net asset value will be on investments related to mainland China at all times. The sub-fund may also invest, on an ancillary basis (up to 30% of the sub-fund's latest available net asset value), in other markets where opportunities can be identified. It is the current intention of the manager that the sub-fund invests at least 70% of its latest net asset value in equity securities. Also, the sub-fund may invest less than 30% of its latest net asset value in debt securities. The investment targets of the sub-fund may include RMB-denominated corporate and government bonds, listed or unlisted shares issued by companies whose assets and/or revenues are principally denominated in RMB and/or whose costs or liabilities are principally denominated in US dollars. Investment targets may also include A Shares whether directly through the QFII Holder's QFII Quota and the Shanghai-Hong Kong Stock Connect and the Shenzhen-Hong Kong Stock Connect (collectively the “**Stock Connects**”), or indirectly through China A Shares Access Products (“**CAAPs**”), B Shares and H Shares. The investment targets of the sub-fund may also include shares of companies listed in Hong Kong or on stock exchanges elsewhere whose shares may not be denominated in RMB but whose business is closely linked with mainland China (in that they are considered by the manager to be companies which have the majority of their assets situated in, or the majority of their income derived from operations in, mainland China).

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 投資基金 (續)

##### 投資基金的投資策略 (續)

##### 惠理基金管理香港有限公司

智者之選基金 — 中國大陸焦點基金是智者之選基金之子基金，子基金旨在透過主要投資在與中國大陸有關之投資而達到中期至長期資本增值。子基金的投資將主要集中在中國大陸，而子基金的最近期可用資產淨值的至少70%將一直用於與中國大陸有關的投資。子基金亦可以輔助形式（最多為子基金的最近期可用資產淨值的30%）在確認有機會時於其他市場進行投資。管理人目前擬把子基金的最近期資產淨值至少70%投資於股本證券。此外，子基金可把其最近期資產淨值少於30%投資於債務證券。子基金之投資目標可包括以人民幣計值之企業及政府債券，其資產及／或收益主要以人民幣計值及／或其成本或債務主要以美元計值之公司所發行的上市或非上市股份。投資目標亦可包括A股（不論是直接透過QFII持有人的QFII額度及滬港股票市場交易互聯互通機制和深港股票市場交易互聯互通機制（統稱「**滬港通及深港通**」）或間接透過中國A股連接產品（「**CAAP**」）作出投資）、B股及H股。子基金的投資目標亦可包括於香港或其他地方之證券交易所上市的公司之股份，有關股份未必是以人民幣計值但其業務與中國大陸有緊密聯繫。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Listed Equity Interests

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020 於2020年12月31日持有之單位數量 (千)	Investment cost as at 31 December 2020 於2020年12月31日之投資成本 (人民幣千元)	Fair value as at 31 December 2020 於2020年12月31日之公允價值 (人民幣千元)	Total amount of purchase(s) made during the year ended 31 December 2020 於截至2020年12月31日止年度內購入之總金額 (人民幣千元)	Total amount of disposal(s) made during the year ended 31 December 2020 於截至2020年12月31日止年度內出售之總金額 (人民幣千元)	Realised investment income/(loss) for the year ended 31 December 2020 截至2020年12月31日止年度已變現的投資收入/(虧損) (人民幣千元)	Unrealised investment income/(loss) for the year ended 31 December 2020 截至2020年12月31日止年度未變現的投資收入/(虧損) (人民幣千元)	Fair value to the total assets of the Group as at 31 December 2020 於2020年12月31日公允價值佔本集團總資產	Dividend income for the year ended 31 December 2020 截至2020年12月31日止年度的股息收入 (人民幣千元)
Chinacity EDU Fund I L.P.	Chinacity EDU Fund I L.P.	-	-	-	-	(143,257)	109,234	-	-	-
China Risun Group Limited	中國旭陽集團有限公司	approximately 87.58 million shares 約8,758萬股	128,161	202,442	-	-	5,417	(9,178)	0.45%	5,417
Vanho Securities Co., Ltd.	萬和證券股份有限公司	5,177	25,541	24,747	25,541	-	-	(794)	0.06%	-
Hunan Valin Steel Co., Ltd.	湖南華菱鋼鐵股份有限公司	1,050	5,250	4,975	238,938	(233,688)	109	(275)	<0.01%	-
Others <sup>1</sup>	其他 <sup>1</sup>	5,582	72,966	82,849	70,266	(42,682)	(3,156)	9,883	0.19%	555

Note:

- The number of shares held by the Group in each of the companies represents less than 1% of their issued shares.

#### Investment strategies of listed equity interests

##### Chinacity EDU Fund I L.P.

During the year ended 31 December 2018, the Company subscribed for approximately 1.57% of the enlarged registered capital of Koolearn Technology Holding Limited ("Koolearn") through Chinacity EDU Fund I L.P., at a cash consideration of USD16.75 million. As at 31 December 2019, the Company held approximately 0.92% of the registered capital of Koolearn through Chinacity EDU Fund I L.P.. Koolearn's operating entity is Beijing New Oriental Xuncheng Network Technology Inc., which was incorporated in 2005. Its first product released was the online education platform, Koolearn. Today, Koolearn develops into an online education platform providing education products for college, K-12, pre-school and institutional clients, from an initial pure online foreign examination preparation service provider. Koolearn was listed on the Main Board of the Stock Exchange on 28 March 2019 with stock code 1797. During the year ended 31 December 2020, the Group disposed the investment in Koolearn and realised an investment income of approximately RMB109 million.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 上市股權

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020 於2020年12月31日持有之單位數量 (千)	Investment cost as at 31 December 2020 於2020年12月31日之投資成本 (人民幣千元)	Fair value as at 31 December 2020 於2020年12月31日之公允價值 (人民幣千元)	Total amount of purchase(s) made during the year ended 31 December 2020 於截至2020年12月31日止年度內購入之總金額 (人民幣千元)	Total amount of disposal(s) made during the year ended 31 December 2020 於截至2020年12月31日止年度內出售之總金額 (人民幣千元)	Realised investment income/(loss) for the year ended 31 December 2020 截至2020年12月31日止年度已變現的投資收入/(虧損) (人民幣千元)	Unrealised investment income/(loss) for the year ended 31 December 2020 截至2020年12月31日止年度未變現的投資收入/(虧損) (人民幣千元)	Fair value to the total assets of the Group as at 31 December 2020 於2020年12月31日公允價值佔本集團總資產	Dividend income for the year ended 31 December 2020 截至2020年12月31日止年度的股息收入 (人民幣千元)
Chinacity EDU Fund I L.P.	Chinacity EDU Fund I L.P.	-	-	-	-	(143,257)	109,234	-	-	-
China Risun Group Limited	中國旭陽集團有限公司	approximately 87.58 million shares 約8,758萬股	128,161	202,442	-	-	5,417	(9,178)	0.45%	5,417
Vanho Securities Co., Ltd.	萬和證券股份有限公司	5,177	25,541	24,747	25,541	-	-	(794)	0.06%	-
Hunan Valin Steel Co., Ltd.	湖南華菱鋼鐵股份有限公司	1,050	5,250	4,975	238,938	(233,688)	109	(275)	<0.01%	-
Others <sup>1</sup>	其他 <sup>1</sup>	5,582	72,966	82,849	70,266	(42,682)	(3,156)	9,883	0.19%	555

附註：

- 本集團於每間公司持有的股份數量佔其已發行股份少於1%。

#### 上市股權的投資策略

##### Chinacity EDU Fund I L.P.

於截至2018年12月31日止年度內，本公司通過Chinacity EDU Fund I L.P.認購新東方在線科技控股有限公司(「新東方在線」)經擴大註冊股本約1.57%權益，現金代價為1,675萬美元。於2019年12月31日，本公司通過Chinacity EDU Fund I L.P.持有新東方在線註冊股本約0.92%權益。新東方在線運營實體是2005年成立的北京新東方迅程網路科技有限公司，推出的最早產品即是線上教育平台新東方在線。時至今日，新東方在線已經從最初的純線上海外考試準備服務供應商，發展成為集大學、K-12、學前和向機構客戶提供教育產品於一身的線上教育平台。新東方在線於2019年3月28日於聯交所主板上市，其股份編號為1797。截至2020年12月31日止年度，本集團已出售對新東方在線的投資，已變現投資收入約人民幣1.09億元。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Listed Equity Interests (continued)

##### Investment strategies of listed equity interests (continued)

##### China Risun Group Limited (“Risun Group”)

During the year ended 31 December 2018, the Company subscribed for approximately 24.80 million shares of Risun Group, representing approximately 2.58% of its enlarged registered capital, at a cash consideration of approximately RMB128 million. As at 31 December 2020, the Company held approximately 2.14% of the registered capital of Risun Group. Risun Group was incorporated in 1995. It is a large scale enterprise group with principal business of manufacturing, and domestic and foreign trading of coal chemical products. It is a leading enterprise in China's coke and coal chemicals, also being one of the major suppliers of coke of the Group. Risun Group was listed on Main Board of the Stock Exchange on 15 March 2019 with stock code 1907. During the year ended 31 December 2020, there was dividend income of RMB5.417 million received from Risun Group, which is classified as realised investment income.

##### Vanho Securities Co., Ltd.

In 2020, the Group made direct short-term equity investments on the stock exchange, with a cap of RMB100 million, to acquire shares of individual listed companies with competitive advantages in the steel or related industries and with relatively attractive stock prices. The major investment targets included Hunan Valin Steel Co., Ltd. (“Valin Steel”) (湖南華菱鋼鐵股份有限公司) and a number of other companies listed on the A-share market in the PRC.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 上市股權 (續)

##### 上市股權的投資策略 (續)

##### 中國旭陽集團有限公司 (「旭陽集團」)

於截至2018年12月31日止年度內，本公司認購旭陽集團約2,480萬股股份，即佔其經擴大註冊股本約2.58%，現金代價約為人民幣1.28億元。於2020年12月31日，本公司仍持有旭陽集團註冊股本約2.14%。旭陽集團成立於1995年，是一家以煤化工產品生產和國內外貿易為主業的大型企業集團，是中國焦炭和煤化工產業的龍頭企業，並為本集團焦炭主要供應商之一。旭陽集團於2019年3月15日於聯交所主板上市，其股份編號為1907。截至2020年12月31日止年度，收到來自旭陽集團的股息收入人民幣541.7萬元，歸類為已變現投資收入。

##### 萬和證券股份有限公司

於2020年，本集團於交易所直接進行短期股權投資，以人民幣1.00億元為上限，購入個別於鋼鐵或相關行業具有優勢並且股票價格相對吸引的上市公司股票，主要的投資對象包括湖南華菱鋼鐵股份有限公司 (「華菱鋼鐵」) 及其他多間於中國A股上市的公司等。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Listed Equity Interests (continued)

##### Investment strategies of listed equity interests (continued)

##### Vanho Securities Co., Ltd. (continued)

During 2020, the Group acquired shares of Valin Steel, a company listed on the Shenzhen Stock Exchange (stock code: 000932), directly from the open market on the exchange as equity investment. As at 31 December 2020, the shares of Valin Steel held by the Group represented approximately 0.08% of its registered share capital. Valin Steel is principally engaged in the production and sale of steel products with production bases established in Xiangtan, Loudi and Hengyang in Hunan Province and Yangjiang in Guangdong Province. It processes technical equipment for the entire process of coking, sintering, ironmaking, steelmaking, rolling mill and steel deep processing, etc.. It is one of the top ten steel enterprises in the PRC with leading primary equipment and production technology. According to its published information, Valin Steel expected to produce 25.16 million tonnes of steel in 2020, an increase of 9.95% year-on-year.

The principal business of the other PRC A-share listed companies in the portfolio is mainly steel industry. The number of shares held by the Group in each of the companies represents less than 1% of their issued shares and the market value of each individual security is not more than 5% of the market value of the Group's listed equity interests investment portfolio.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 上市股權(續)

##### 上市股權的投資策略(續)

##### 萬和證券股份有限公司(續)

於2020年內，本集團直接於交易所從公開市場上購入華菱鋼鐵的股份作為股權投資，華菱鋼鐵於深圳證券交易所上市(股份編號：000932)。於2020年12月31日，本集團持有華菱鋼鐵的股票佔其註冊股本約0.08%。華菱鋼鐵的主營業務為鋼材產品的生產和銷售，分別在湖南省湘潭、婁底、衡陽、廣東省陽江市設有生產基地，擁有煉焦、燒結、煉鐵、煉鋼、軋材、鋼鐵深加工等全流程的技術裝備，並擁有領先的主體裝備及生產工藝，屬於全中國十大鋼鐵企業之一。按其已公開的資訊，華菱鋼鐵預期2020全年實現鋼材產量2,516萬噸，同比增長9.95%。

於投資組合中的其他多間於中國A股上市的公司的主要業務主要為鋼鐵行業，本集團於每間公司持有的股份數量佔其已發行股份少於1%，而每一個別證券的市值是不多於本集團上市股權投資組合市值的5%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 債券市場基金

Name of the financial assets	金融資產名稱	Number of units held as at 31 December 2020	Investment cost as at 31 December 2020	Fair value as at 31 December 2020	Total amount of purchase(s) made during the year ended 31 December 2020	Total amount of disposal(s) made during the year ended 31 December 2020	Realised investment income/(loss) for the year ended 31 December 2020	Unrealised investment income/(loss) for the year ended 31 December 2020	Fair value to the total assets of the Group as at 31 December 2020
		於2020年 12月31日	於2020年 12月31日	於2020年 12月31日	於截至 2020年 12月31日 止年度內	於截至 2020年 12月31日 止年度內	截至2020年 12月31日 止年度 已變現的投資	截至2020年 12月31日 止年度 未變現的投資	於2020年 12月31日 公允價值佔 本集團總資產
		(千)	(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>Sculptor Capital Management, Inc.</b>	<b>司翰資本管理有限公司</b>								
Sculptor Institutional Income Overseas Fund, L.P.	司翰機構收益海外基金	—	—	—	—	(198,155)	9,080	(8,514)	—
<b>Invesco Hong Kong Limited</b>	<b>景順投資管理有限公司</b>								
Invesco Global Investment Grade Corporate Bond Fund	景順環球高質企業債券基金*	803	69,945	71,114	—	—	—	488	0.16%
<b>SPDB International Investment Management Limited and SPDB International Securities Limited</b>	<b>浦銀國際投資管理有限公司 及浦銀國際證券有限公司</b>								
Pu Yin Hong Kong Multipurpose Fund	普盈香江固收兩宜理財	30	210,174	198,740	210,174	—	—	(11,434)	0.45%
<b>Prudence Investment Management (Hong Kong) Limited</b>	<b>方園基金管理(香港) 有限公司</b>								
Prudence Enhanced Income Fund	方園增強收益基金	20	105,980	107,380	105,980	—	—	1,400	0.24%
<b>China Universal Asset Management Company Limited</b>	<b>匯添富基金管理股份 有限公司</b>								
China Universal Short Term Bond Securities Investment Fund*	匯添富短債債券型證券投資 基金	100,000	100,000	100,831	100,000	—	567	831	0.23%
<b>Shanghai Huaxia Fortune CCI Capital Ltd.</b>	<b>上海華夏財富投資管理 有限公司</b>								
Huaxia Short Term Bond Securities Investment Fund*	華夏短債債券型證券投資基金	100,000	100,000	98,181	100,000	—	3,009	(1,819)	0.22%
<b>Da Cheng Fund Management Co., Ltd.</b>	<b>大成基金管理有限公司</b>								
Da Cheng JingAn Short Term Financing Bond Securities Investment Fund*	大成景安短融債券型證券 投資基金	100,000	100,000	101,344	100,000	—	—	1,344	0.23%
<b>Lombarda China Fund Management Co., Ltd.</b>	<b>中歐基金管理有限公司</b>								
Lombarda China Short Term Bond Securities Investment Fund*	中歐短債債券型證券投資 基金	100,000	100,000	94,379	100,000	—	6,876	(5,621)	0.21%
<b>E Fund Management (HK) Co., Limited</b>	<b>易方達資產管理(香港) 有限公司</b>								
E Fund (HK) Select Bond Fund	易方達(香港)精選債券基金	820	62,110	65,470	—	—	—	737	0.15%
Others	其他	—	—	—	37,946	(37,946)	2,575	—	—
<b>BOCHK Asset Management Limited</b>	<b>中銀香港資產管理有限公司</b>								
BOCHK All Weather Short Term Bond Fund	中銀香港全天候短期債券基金	957	70,521	65,943	70,521	—	—	(4,578)	0.15%



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds (continued)

##### Investment strategies of bond market funds

*Sculptor Capital Management, Inc.*

Sculptor Institutional Income Overseas Fund, L.P. is the feeder fund for U.S. Tax Exempt and Non-U.S. investors of Sculptor Institutional Income Master Fund, L.P. (together, the “**Sculptor Fund**”). The Sculptor Fund seeks to generate risk-adjusted returns across the market cycle by combining rigorous fundamental analysis and active portfolio management. In addition, in respect of the distribution tranches, it also intends to make quarterly distributions of all or a portion of the current income that includes cash dividends, interest and other similar cash proceeds. The Sculptor Fund’s investment objective is to invest on an unlevered basis predominantly in U.S. dollar-denominated senior secured loans, or participation interests therein, senior secured notes, second lien loans, unsecured loans, letters of credit and bonds issued by below-investment grade obligors, as well as other debt securities. The allocation of capital across industries and types of obligors will vary depending on market opportunities and other factors.

*Invesco Hong Kong Limited*

The objective of Invesco Global Investment Grade Corporate Bond Fund is to achieve income and long-term capital growth by investing primarily in high quality debt instruments issued by companies worldwide, including contingent convertibles. The fund may make significant use of derivatives (complex instruments) in order to (i) reduce the risk and/or generate additional capital or income and/or (ii) meet the fund’s investment objectives by generating varying amounts of leverage (i.e. where the fund gains market exposure in excess of the net asset value of the fund). The fund is actively managed and is not constrained by a benchmark.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 債券市場基金(續)

##### 債券市場基金的投資策略

*司韜資本管理有限公司*

司韜機構收益海外基金為司韜機構收益主基金（統稱為「**司韜基金**」）的美國免稅及非美國投資者的聯接基金。司韜基金通過結合嚴謹的基本面分析和積極的投資組合管理，力求跨越市場週期創造風險調整後回報。此外，就派息期次而言，該基金亦擬每季度派付包括現金股息、利息和其他類似現金流在內的全部或部份當期收益。司韜基金的投資目標是不加槓桿地進行投資，並主要投資於以美元計價的優先有抵押貸款、或其中參與權益、優先有抵押票據、第二留置權貸款、無抵押貸款、信用證和投資級別以下債務人發行的債券，以及其他債務證券。各個行業或債務人類型的資本配置將根據市場機遇與其他因素而變化。

*景順投資管理有限公司*

景順環球高質企業債券基金\*的目標是主要通過投資於全球公司發行的高質量債務工具（包括或有可轉換債券）來實現收入和長期資本增長。基金可能會大量使用衍生工具（複雜的工具），以(i)降低風險和／或產生額外的資本或收入，和／或(ii)通過產生不同數量的槓桿來達到基金的投資目標（即基金獲得的市場敞口超過基金的資產淨值）。該基金受到積極管理，不受基準的限制。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds (continued)

##### Investment strategies of bond market funds (continued)

SPDB International Investment Management Limited and SPDB International Securities Limited

The principal investment objective of the Pu Yin Hong Kong Multipurpose Fund is to achieve capital appreciation and interest income in the medium to long term. The fund aims to achieve its investment objective by substantially investing in listed and unlisted bonds (including but not limited to senior bonds, subordinated bonds, preferred stocks and convertible bonds) issued or guaranteed by governments, government agencies, supranationals, companies and financial institutions, with investment-grades and non-investment grades by accredited rating agencies as well as non-rated bonds. "Investment-grade" means a rating of at least Baa3/BBB- by Moody's Investors Service, Inc., Standard & Poor's Ratings Services or Fitch Inc., or the equivalent rated by other internationally recognised credit rating agencies of similar standing at the time of purchase. In addition, the Company may invest in other private funds, mutual funds, bond funds and other fixed income collective investment schemes (including those managed or operated by the manager or any of its affiliates), money market instruments (including but not limited to treasury bills, commercial papers, deposits, bills, certificates of deposits and money market funds), structured products, derivative instruments and other financial instruments. The fund will mainly invest in bonds with short to medium duration, with an average duration of not more than five years (for bonds with embedded options (such as put or call options), the maturity of such bonds will be the embedded option's exercisable date).

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 債券市場基金 (續)

##### 債券市場基金的投資策略 (續)

浦銀國際投資管理有限公司及浦銀國際證券有限公司

普盈香江固收兩宜理財的主要投資目標是在中長期內實現資本增值和利息收入。該基金旨在通過大量投資政府、政府機構、超國民、公司和金融機構發行或擔保的上市和非上市債券（包括但不限於優先債券，次級債券，優先股和可轉換債券）來實現其投資目標，由認可的評級機構提供的投資級別和非投資級別以及無評級債券。「投資級」是指穆迪投資者服務公司、標準普爾評級服務公司或惠譽公司評級至少為Baa3/BBB-，或當時具有類似地位的其他國際認可的信用評級機構所評級的同等產品。此外，公司可以投資其他私募基金、共同基金、債券基金和其他固定收益集體投資計劃（包括由投資經理或其任何關聯公司管理或運營的計劃），貨幣市場工具（包括但不限於國庫券、商業票據、存款、大額存單和貨幣市場基金），結構性產品，衍生工具和其他金融工具。該基金將主要投資於短期至中期的債券，平均期限不超過五年（對於具有嵌入式期權（如認沽期權或看漲期權）的債券，該債券的到期日為嵌入式期權的行權日期）。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds (continued)

##### *Investment strategies of bond market funds (continued)*

*Prudence Investment Management (Hong Kong) Limited*

Prudence Enhanced Income Fund pursues stable income as well as capital appreciation, by mainly investing in corporate bonds, convertible bonds and listed equities issued by companies in Asia, with a focus on companies with significant business exposure to Greater China. The fund manager will focus on opportunities when the security is mis-priced and when the fund manager has a well-defined edge. The fund manager will make investment decisions aiming to achieve attractive absolute return within acceptable risk limits, through a flexible combination of sub-strategies. The fund manager will implement an effective investment process including research, trading, risk management and operations. The fund manager will enforce strict risk management to protect investors in the fund. Net borrowing is limited to less than or equal to 50% of assets under management of the fund.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 債券市場基金(續)

##### *債券市場基金的投資策略(續)*

*方圓基金管理(香港)有限公司*

方圓增強收益基金的投資目標是獲取穩定收益和資本增值。本基金主要投資在亞洲公司發行的公司債券、可轉換債券和上市公司股權，尤其集中於在大中華有相當業務覆蓋的公司。基金經理將把重點放在證券沒有反映真正的價值和基金經理有明確優勢的機會。基金經理將通過靈活的子策略組合來作出旨在可接受的風險限額內實現有吸引力的絕對回報的投資決策。基金經理將實施有效的投資過程，包括研究、交易、風險管理和操作。基金經理將強制執行嚴格的風險管理來保護本基金的投資者。借款淨額限制為少於或等於基金的管理資產的50%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds (continued)

##### Investment strategies of bond market funds (continued)

China Universal Asset Management Company Limited

China Universal Short Term Bond Securities Investment Fund\* (匯添富短債債券型證券投資基金) determines asset class allocation and portfolio duration with top-down approach, by closely following the bond market operation status and risk-reward characteristics, and analysing the macroeconomic operation status and financial market operation trends. It also searches deeply for under-valued securities subjects, according to internal credit rating system. The fund's adopted investment strategies primarily cover asset class allocation strategy, interest rate strategy, credit strategy, etc.. On the basis of prudent investment, it strives to achieve steady appreciation of portfolio. The fund's investment scope covers financial instruments with good liquidity, including bonds (national debts, central bank bills, financial bonds, corporate bonds, debentures, medium-term notes, short-term financing bonds, ultra short-term financing bonds, subordinated bonds, government supported bonds, government supported institutes bonds, local government bonds, small to medium enterprises' private placement bonds, the pure debt component of detachable convertible bonds, etc.), asset-backed securities, bond repurchases, interbank deposits, bank deposits (including agreement deposits, fixed deposits, etc.), money market instruments, national debt futures, as well as other financial instruments allowed for investment approved by the related laws and regulations or the China Securities Regulatory Commission (but must comply with the China Securities Regulatory Commission's relevant regulations). The fund invests not less than 80% of the fund assets in bond assets, in which the investment in short-term bonds shall not be less than 80% of non-cash assets.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 債券市場基金 (續)

##### 債券市場基金的投資策略 (續)

匯添富基金管理股份有限公司

匯添富短債債券型證券投資基金密切關注債券市場的運行狀況與風險收益特徵，分析宏觀經濟運行狀況和金融市場運行趨勢，自上而下決定類屬資產配置及組合久期，並依據內部信用評級系統，深入挖掘價值被低估的標的券種。本基金採取的投資策略主要包括類屬資產配置策略、利率策略、信用策略等。在謹慎投資的基礎上，力爭實現組合的穩健增值。本基金的投資範圍為具有良好流動性的金融工具，包括債券（國債、央行票據、金融債券、企業債券、公司債券、中期票據、短期融資券、超短期融資券、次級債券、政府支持債券、政府支持機構債券、地方政府債券、中小企業私募債券、可分離交易可轉債的純債部分等）、資產支援證券、債券回購、同業存單、銀行存款（包含協定存款、定期存款等）、貨幣市場工具、國債期貨，以及法律法規或中國證監會允許投資的其他金融工具（但須符合中國證監會相關規定）。本基金投資於債券資產的比例不低於基金資產的80%，其中投資於短期債券的比例不低於非現金資產的80%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds (continued)

##### Investment strategies of bond market funds (continued)

Shanghai Huaxia Fortune CCI Capital Ltd.

Huaxia Short Term Bond Securities Investment Fund\* (華夏短債債券型證券投資基金) pursues continuous and steady return under the premises of maintaining good liquidity of assets. The fund's investment scope covers financial instruments with good liquidity, including domestic legally issued and listed bonds (national debts, central bank bills, financial bonds, public issued subordinated bonds, local government debts, corporate debts, debentures, medium-term notes, short-term financing bonds, ultra short-term financing bonds, the pure debt component of detachable convertible bonds), asset-backed securities, bond repurchases, bank deposits, interbank deposits, money market instruments, national debt futures, as well as other financial instruments allowed for fund investment approved by the related laws and regulations or the China Securities Regulatory Commission (but must comply with the China Securities Regulatory Commission's relevant regulations). The fund invests not less than 80% of the fund assets in bonds, in which the investment in short-term bonds shall not be less than 80% of non-cash assets.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 債券市場基金(續)

##### 債券市場基金的投資策略(續)

上海華夏財富投資管理有限公司

華夏短債債券型證券投資基金在保持資產良好流動性的前提下，追求持續、穩定的收益。本基金的投資範圍為具有良好流動性的金融工具，包括國內依法發行上市的債券（國債、央行票據、金融債、公開發行的次級債、地方政府債、企業債、公司債、中期票據、短期融資券、超短期融資券、分離交易可轉換債券的純債部分）、資產支援證券、債券回購、銀行存款、同業存單、貨幣市場工具、國債期貨以及法律法規或中國證監會允許基金投資的其他金融工具（但須符合中國證監會相關規定）。本基金投資於債券的比例不低於基金資產的80%，其中投資於短期債券的比例不低於非現金基金資產的80%。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds (continued)

##### Investment strategies of bond market funds (continued)

Da Cheng Fund Management Co., Ltd.

Da Cheng JingAn Short Term Financing Bond Securities Investment Fund\* (大成景安短融債券型證券投資基金) strives to achieve higher investment return while maintaining the characteristic of principal safety and high liquidity with great effort at the same time, through appropriate extending the duration of the fund's investment portfolio, higher ratio of investment in short-term financing bonds as well as debenture bonds of shorter terms. The fund's investment scope covers financial instruments with good liquidity, including fixed income assets of national debts, central bank bills, local government debts, financial bonds, corporate debts, short-term financing bonds, ultra short-term financing bonds, medium-term notes, debentures, asset-backed securities, bond reverse repurchases, bank deposits, etc., as well as other financial instruments allowed for fund investment approved by the related laws and regulations or the China Securities Regulatory Commission, but must comply with the China Securities Regulatory Commission's relevant regulations. The fund invests not less than 80% of the fund assets in bond assets, and the aggregate investment in short-term bonds and ultra short-term financing bonds as well as medium-term notes, debentures and corporate debts with a remaining term of within 1 year shall not be less than 80% of non-cash fund assets.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 債券市場基金 (續)

##### 債券市場基金的投資策略 (續)

大成基金管理有限公司

大成景安短融債券型證券投資基金是在努力保持本金穩妥、高流動性特點的同時，通過適當延長基金投資組合的久期、更高比例的短期融資券以及其他期限較短信用債券的投資，爭取獲取更高的投資收益。本基金的投資範圍為具有良好流動性的金融工具，包括國債、央行票據、地方政府債、金融債、企業債、短期融資券、超級短期融資券、中期票據、公司債、資產支持證券、債券逆回購、銀行存款等固定收益類資產以及法律法規或中國證監會允許基金投資的其他金融工具，但須符合中國證監會相關規定。本基金於債券資產的投資比例不低於基金資產的80%，對短期融資券、超級短期融資券和剩餘期限在1年之內的中期票據、公司債、企業債的投資比例合計不低於非現金基金資產的80%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds (continued)

##### Investment strategies of bond market funds (continued)

Lombarda China Fund Management Co., Ltd.

Lombarda China Short Term Bond Securities Investment Fund\* (中歐短債債券型證券投資基金) utilises multiple strategies to carry out investment in bond asset portfolio. It determines bond portfolio duration allocation according to forecasted future market interest rate level and interest rate curve shape by basic valuation, economic environment and market risks evaluation. It carries out adjustment on portfolio terms allocation on the basis of determination of portfolio duration. Through research and related financial and non-financial analysis on macroeconomy and industry, it performs class allocation between different kinds of bond assets by “top-down approach”, and picks individual security by “bottom-up approach”. During the change of market return and individual security return, it utilises riding strategy, carry trade strategy, spread strategy, etc. flexibly to enhance portfolio return. The fund invests in financial instruments with good liquidity, including bonds (including national debts, local government debts, government supported institute bonds, financial bonds, corporate debts, debentures, central bank bills, medium-term notes, short-term financing bonds (including ultra short-term financing bonds), subordinated debts, the pure debt component of detachable convertible bonds, etc.), asset-backed securities, bond repurchases, bank deposits, interbank deposits, etc., and other financial instruments allowed for fund investment approved by the related laws and regulations or the China Securities Regulatory Commission (but must comply with the China Securities Regulatory Commission’s relevant regulations). The fund invests not less than 80% of the fund assets in bonds, and the investment in short-term bond’s assets shall not be less than 80% of non-cash fund assets.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 債券市場基金(續)

##### 債券市場基金的投資策略(續)

中歐基金管理有限公司

中歐短債債券型證券投資基金運用多策略進行債券資產組合投資。根據基本價值評估、經濟環境和市場風險評估預期未來市場利率水平以及利率曲線形態確定債券組合的久期配置，在確定組合久期基礎上進行組合期限配置形態的調整。通過對宏觀經濟、產業行業的研究以及相應的財務分析和非財務分析，「自上而下」在各類債券資產類別之間進行類屬配置，「自下而上」進行個券選擇。在市場收益率以及個券收益率變化過程中，靈活運用騎乘策略、套息策略、利差策略等增強組合收益。本基金投資於具有良好流動性的金融工具，包括債券（包括國債、地方政府債、政府支援機構債、金融債、企業債、公司債、央行票據、中期票據、短期融資券（含超短期融資券）、次級債、分離交易可轉債的純債部分等）、資產支援證券、債券回購、銀行存款、同業存單等及法律法規或中國證監會允許基金投資的其他金融工具（但須符合中國證監會相關規定）。本基金於債券的投資比例不低於基金資產的80%，投資於短債的資產不低於非現金基金資產的80%。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds (continued)

##### Investment strategies of bond market funds (continued)

*E Fund Management (HK) Co., Limited*

Through global investment in portfolios composed of investment-grade debt securities denominated in Renminbi, US Dollar, Euro or HK Dollar, E Fund (HK) Select Bond Fund aims at generating stable income in addition to capital appreciation for the fund, thus achieving long-term capital growth. The fund may invest in the globally issued bonds denominated in US Dollar, Euro or HK Dollar, which shall comprise investment-grade bonds no less than 70% and high-yield bonds up to 30%. Currently, the fund mainly invests in the US Dollar bonds issued by Chinese enterprises. The main reason is that under the same rating and duration, the US Dollar bonds issued by Chinese enterprises offer significantly higher yields than bonds issued by enterprises in developed markets. The fund may gradually expand its investment to cover US Dollar bonds issued by Hong Kong enterprises and companies in other developed countries. The fund may also invest no more than 30% of capital in other public funds. In addition, it may engage in the trading of interest rates, credits and foreign exchange derivatives for hedging risks purpose.

### 財務回顧 (續)

#### 按公允價值計量且其變動計入損益表之金融資產 (續)

##### 債券市場基金 (續)

##### 債券市場基金的投資策略 (續)

*易方達資產管理(香港)有限公司*

易方達(香港)精選債券基金透過在全球投資於主要由以境外人民幣、美元、歐元或港元計價的投資級別債務證券組成的投資組合，旨在為該基金產生資本增值以外的穩定收入流，從而達致長期資本增長。該基金可投資於全球範圍內發行的美元、歐元或港元債券，其中投資級債券不少於70%，高收益債券不高於30%。目前該基金實際投資於中資企業發行的美元債為主，主要原因是同等評級和期限下，中資企業美元債收益率水準仍顯著高於發達市場企業發行的債券。該基金後續將逐步拓展到港資企業以及其他發達國家市場發行的美元債。該基金亦可將不高於30%資金投資於其他公募基金。另外，該基金可以對沖風險為目的交易利率、信用和外匯衍生品。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Bond Market Funds (continued)

##### Investment strategies of bond market funds (continued)

BOCHK Asset Management Limited

BOCHK All Weather Short Term Bond Fund is a sub-fund of BOCHK Wealth Creation Series. The investment objective of the sub-fund is to provide income and capital growth from a managed portfolio of short duration fixed income securities. The sub-fund aims to achieve its investment objective by investing at least 70% of its latest available net asset value in fixed income securities including bonds, convertible bonds, contingent convertible bonds, bills, notes, money market instruments and other fixed or floating rate securities issued by governments (including local governments), government agencies, supra-nationals, banks or companies, as well as deposits. The average duration of the sub-fund's investments as a whole is maintained at a level not exceeding 1.5 years. In respect of credit ratings of the underlying fixed income securities: for offshore fixed income securities issued outside of Mainland China, the sub-fund will invest in investment grade fixed income securities and will not invest in non-investment grade fixed income securities; for onshore fixed income securities issued in Mainland China, the sub-fund will invest in fixed income securities with at least AA+ and will not invest in fixed income securities rated below AA+, as assigned by one of the local rating agencies recognised by the relevant authorities of Mainland China on the fixed income securities or the relevant issuer. Notwithstanding the foregoing, the sub-fund may invest in unrated fixed income securities, i.e. both the fixed income securities and the relevant issuer are not rated. In such case, the manager will refer to the rating of the guarantor of the fixed income securities in order to align with the credit rating requirements asset out above (i.e. being investment grade or at least AA+ (as the case may be)).

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 債券市場基金(續)

##### 債券市場基金的投資策略(續)

中銀香港資產管理有限公司

中銀香港全天候短期債券基金是中銀香港盈薈系列的子基金。子基金的投資目標乃從一個由短存續期固定收益證券組成的受管理投資組合中提供收入及資本增值。子基金旨在透過將其最近期可得資產淨值最少70%投資於由政府（包括地方政府）、政府機構、跨國實體、銀行或公司所發行的固定收益證券，包括債券、可轉換債券、或然可換股債券、票據、貨幣市場工具及其他定息或浮息證券，以及存款，以實現其投資目標。子基金的投資的整體平均存續期維持在不超過1.5年的水平。就相關固定收益證券的信貸評級而言：如為在中國內地境外發行的離岸固定收益證券，子基金將投資於投資級別固定收益證券，且將不會投資於非投資級別固定收益證券。如為在中國內地發行的在岸固定收益證券，子基金將投資於獲中國內地有關機構認可的其中一間當地評級機構就固定收益證券或有關發行人所給予至少AA+評級的固定收益證券，且將不會投資於評級低於AA+的固定收益證券。儘管有上文所述，子基金可投資於未被評級的固定收益證券，即固定收益證券及有關發行人均未被評級。在此情況下，基金經理將參考固定收益證券的擔保人之評級，以與上文所載的信貸評級要求保持一致（即為投資級別或至少為AA+評級（視乎情況而定））。

# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW (continued)

#### Financial Assets at Fair Value Through Profit or Loss (continued)

##### Investment Strategy and Future Prospects

The Group's investments in financial assets at fair value through profit or loss have been conducted on the premises that such investments would not affect the working capital of the Group or the daily operation of the Group's principal business. Such investments are conducive to improving the capital usage efficiency and generating investment returns from the Group's temporarily idle funds. Giving top priority to prevention of excessive risk, the Company implemented control and made prudent decisions in respect of such investments on the principle of protecting the interests of its shareholders as a whole and the Company. On one hand, the Company is able to generate a relatively higher return from such investments than fixed-term bank deposits, while at the same time the Company is still able to retain flexibility in redeeming the investments whenever it foresees there is a cash need.

Subject to any unforeseeable changes in China's and global economic, political and social conditions, the Company currently expects that the Group will continue to make such investments as and where appropriate pursuant to the investment strategy mentioned above. It is currently expected that barring any unforeseeable circumstances, such investments would continue to generate additional returns for the Group.

### ACCREDITATION FOR THE COMPANY AND ITS MANAGEMENT

For the year ended 31 December 2020, the Company was ranked the 233rd in the top 2020 Fortune China 500 companies. Jinxi Limited, a subsidiary of the Company, was awarded the title of "National Civilized Unit" by the Central Steering Committee for the Building of Spiritual Civilization. Furthermore, Jinxi Limited was awarded the titles of "2019 Hebei Provincial Government Quality Award" and "Outstanding Private Enterprise in Hebei Province" by Hebei Provincial Government.

### 財務回顧(續)

#### 按公允價值計量且其變動計入損益表之金融資產(續)

##### 投資策略及未來展望

本集團進行於按公允價值計量且其變動計入損益表之金融資產內的投資，前提是該等投資不會影響本集團的營運資金或本集團主要業務的日常運作，此等投資有利改善資金使用效益及為本集團暫時閒置的資金賺取投資回報，以防止過度風險為首要重點，本公司已就相關的投資進行控制及作出謹慎決策以保障本公司及其股東之整體利益為原則。另一方面，本公司自該等投資可產生相對銀行定期存款較高的回報，同時可以保留在預計出現現金需求時贖回該等投資的靈活性。

受限於中國及環球的經濟、政治及社會環境任何不可預期的變化，本公司現時預期本集團將於合適時根據以上所述的投資策略繼續進行投資。目前預期，除非出現不可預見的情況，該等投資仍會繼續為本集團賺取額外回報。

### 公司及管理層取得的榮譽

截至2020年12月31日止年度，本公司獲選為2020年《財富》中國500強排行榜中第233位；津西鋼鐵，本公司的附屬公司，獲中央精神文明建設指導委員會授予「全國文明單位」稱號；此外，津西鋼鐵獲河北省政府授予「2019年河北省政府質量獎」及「河北省優秀民營企業」稱號。



# Management Discussion and Analysis

## 管理層討論與分析

### INVESTOR RELATIONS

The Company maintained close contact with its investors during the year of 2020. The Company not only made timely disclosures of the Company's information through the websites of the Stock Exchange and the Company for increasing the transparency of the Company, but also held meetings and conferences with investors, updating them on the Group's business development and industrial trend.

This helped to promote investors' understanding of the Group while allowing us to understand more about the opinions and expectations of investors. In future, the Group will further its effort to maintain close contact and effective interactive communication with investors.

### HUMAN RESOURCES AND REMUNERATION POLICIES

As at 31 December 2020, the Group had a workforce of approximately 9,300 and temporary staff of approximately 1,200. The staff cost included basic salaries and benefits. Staff benefits included discretionary bonus, medical insurance plans, pension scheme, unemployment insurance plan, maternity insurance plan and the fair value of the share options, etc.. Effective from July 2008, the Group implemented a workers' injury insurance scheme and contributed 1.5% of the workers' wages to the Social Insurance Bureau. According to the Group's remuneration policy, employees' package is based on productivity and/or sales performance, and is consistent with the Group's quality control and cost control targets.

### 投資者關係

本公司在2020年度內與投資者維持緊密的溝通，本公司除適時透過聯交所及本公司網站發放本公司信息以增強本公司的透明度，同時亦與投資者會面及會議，更新本集團的業務發展及行業趨勢。

此等有助促進投資者對本集團瞭解的同時，亦有助我們更有效掌握投資者的意見和期望。在未來本集團會繼續致力維持與投資者的密切溝通和良性互動。

### 人力資源及薪酬政策

於2020年12月31日，本集團僱用員工約9,300人及臨時工人約1,200人。職工成本包括基本薪金及福利，僱員福利包括酌情發放的花紅、醫療保險計劃、養老金計劃、失業保險計劃、生育保險計劃及購股權的公允價值等。自2008年7月起，本集團推行工傷保險並按員工發放工資的1.5%上繳社保部門。根據本集團的薪酬政策，僱員的整套福利與生產力及／或銷售業績掛鉤，與本集團質量控制及成本控制目標一致。



# Management Discussion and Analysis

## 管理層討論與分析

### APPRECIATION

The Board would like to extend its heartfelt gratitude to all of its staff for their hard work and dedication to the Group, and to its Shareholders for their continuous support and trust in the Company.

By order of the Board

**China Oriental Group Company Limited**

**Han Jingyuan**

*Chairman and Chief Executive Officer*

Hong Kong, 31 March 2021

\* For identification purposes only

### 感謝

董事局衷心感謝本集團全體僱員的辛勤工作及對本集團的奉獻，並感謝股東們的持續信任及對本公司的一貫支持。

承董事局命

**中國東方集團控股有限公司\***

**韓敬遠**

*董事局主席兼首席執行官*

香港，2021年3月31日

\* 僅供識別



## Directors' and Senior Management's Biographical Information 董事及高級管理人員的履歷資料

### EXECUTIVE DIRECTORS

**Mr. Han Jingyuan**, aged 64, is the Chairman and Chief Executive Officer of the Company (appointed on 13 November 2003), and also serves as a director of certain subsidiaries of the Company. Mr. Han is the chairman of the nomination committee and member of the remuneration committee of the Company. Mr. Han graduated from the Renmin University of China in 1994 with a degree in management. Mr. Han began his career in Metallurgy in 1984 when he was a deputy mine manager and mine manager of Han'erzhuan Iron Mine. He has in-depth industry knowledge and 35 years of extensive operational and managerial experience in the iron and steel industry. In January 2020, Mr. Han was awarded "The First China Financial and Economic Forum and 70th Anniversary of the Founding of the People's Republic of China's 70 Figures with Economic Merits\*" (首屆中國金融經濟論壇暨建國70年70位經濟功勳人物). In addition, Mr. Han was also awarded the honorary title of "No. 6 in Forbes China Best CEO List 2018", "Top Ten News Figures in China's Reform\*" (中國改革十大新聞人物), "Top Ten Enterprise Management Innovator in China\*" (全國十大企業管理創新人物), "Outstanding Integrity Entrepreneur in China\*" (全國優秀誠信企業家), "China Charity Outstanding Contribution Award\*" (中華慈善事業突出貢獻獎). Mr. Han is the vice chairman of the China Chamber of Commerce for Metallurgical Enterprises (全聯冶金商會), the council member of China Enterprise Confederation, the honorary chairman of Hong Kong Tong San Chamber of Commerce. Mr. Han was also the 9th and 11th representative of the People's Congress of Hebei Province, the PRC and 8th representative of the Communist Party of Hebei Province. Mr. Han is a director and the controlling shareholder of Wellbeing Holdings Limited, the controlling shareholder of the Company. Mr. Han Jingyuan is the father of Mr. Han Li, the Executive Director and Chief Financial Officer of the Company.

**Mr. Zhu Jun**, aged 57, is an Executive Director of the Company (appointed on 23 December 2003), and also serves as a director of certain subsidiaries of the Company. Mr. Zhu graduated in 2001 from a graduate programme of the Party School of Hebei Provincial Committee of C.P.C with a diploma in management. He joined Jinxi Iron Factory in 1992 and later served as deputy director and general manager. Mr. Zhu has 27 years of working experience in the iron and steel industry. Mr. Zhu is a director and minority shareholder of Wellbeing Holdings Limited, the controlling shareholder of the Company.

Mr. Zhu ceased as the Chief Operating Officer of the Company on 1 January 2021.

### 執行董事

**韓敬遠先生**，64歲，為本公司的董事局主席兼首席執行官（於2003年11月13日獲委任），亦為本公司若干附屬公司的董事。韓先生為本公司提名委員會主席和薪酬委員會成員。韓先生於1994年在中國人民大學畢業取得管理學位。韓先生於1984年在漢兒莊鐵礦出任副礦長及礦長職務間開始其冶金事業，彼擁有深入的行業知識，並在鋼鐵業擁有35年的豐富營運和管理經驗。於2020年1月，韓先生獲評選為「首屆中國金融經濟論壇暨建國70年70位經濟功勳人物」之一。此外，韓先生亦曾獲「2018年福布斯中國最佳CEO名單第六位」、「中國改革十大新聞人物」、「全國十大企業管理創新人物」、「全國優秀誠信企業家」、「中華慈善事業突出貢獻獎」等殊榮。韓先生為全聯冶金商會副會長、中國企業聯合會理事、香港唐山商會名譽會長。韓先生亦曾任第九屆及第十一屆中國河北省人民代表大會代表、河北省第八屆黨代表。韓先生為本公司的控股股東 Wellbeing Holdings Limited 的一位董事及控股股東。韓敬遠先生為本公司執行董事兼首席財務官韓力先生的父親。

**朱軍先生**，57歲，本公司的執行董事（於2003年12月23日獲委任），亦為本公司若干附屬公司的董事。朱先生於2001年在中共河北省委黨校畢業，持有管理文憑。彼於1992年加盟津西鐵廠，其後出任副廠長、總經理等職務。朱先生在鋼鐵業累積27年經驗。朱先生為本公司的控股股東 Wellbeing Holdings Limited 的一位董事及少數股東。

朱先生於2021年1月1日退任本公司的首席運營官。

## Directors' and Senior Management's Biographical Information

### 董事及高級管理人員的履歷資料

#### EXECUTIVE DIRECTORS (continued)

**Mr. Shen Xiaoling**, aged 60, is an Executive Director of the Company (appointed on 1 July 2005), and also serves as a director of certain subsidiaries of the Company. Mr. Shen obtained a diploma in management from the Party School of Hebei Provincial Committee of C.P.C in 2001. Before joining the Group, Mr. Shen was the head of China Construction Bank Luanxian Sub-branch, and had 5 years of experience acting as the head of China Construction Bank Qianxi Sub-branch and more than 6 years of experience as the deputy head of Bank of China Qianxi Sub-branch. Mr. Shen was the deputy general manager of Jinxi Limited during the period of January 2002 to October 2015. Mr. Shen is a director and minority shareholder of Wellbeing Holdings Limited, the controlling shareholder of the Company.

**Mr. Han Li**, aged 33, is an Executive Director (appointed on 7 February 2012) and Chief Financial Officer of the Company. Mr. Han joined the Group in 2009 as the assistant to the financial controller of the Company. He was the executive assistant to Chief Executive Officer of the Company and also currently serves as a director of certain subsidiaries of the Company. He also assists the Chief Executive Officer of the Company managing the daily operations of the Group. Mr. Han was the 12th and 13th representative of the People's Congress of Hebei Province, the PRC, the vice chairman of the 11th Committee of Hebei Youth Federation and 17th representative of the People's Congress of the Communist Youth League of China. He was awarded "Enterprise Brand Special Contribution Character\*" (企業品牌建設特殊貢獻人物) and "The Harmonious China 2012 Influential People's Award — Top Ten Innovator in Energy Conservation and Environmental Protection in China\*" (和諧中國2012年度影響力人物 — 中國節能環保領域十大創新標兵), "Outstanding Entrepreneur in Hebei\*" (河北傑出企業家), "New Era Ji Youth Star May Fourth Special Award\*" (新時代冀青之星五四特別獎). Mr. Han Li is the son of Mr. Han Jingyuan, the Chairman and Chief Executive Officer of the Company, as well as the substantial shareholder within the meaning of Part XV of the SFO (holding approximately 36.33% of the issued shares of the Company as at 31 December 2020) of the Company.

Mr. Han Li is the chairman, a director and a substantial shareholder of Jiangsu Shentong Valve Company Limited, which is listed on the SME board of the Shenzhen Stock Exchange ("SSE") (the SME Board of the SSE was merged with Main Board of the SSE on 6 April 2021) since 26 July 2019.

#### 執行董事 (續)

**沈曉玲先生**，60歲，本公司的執行董事（於2005年7月1日獲委任），亦為本公司若干附屬公司的董事。沈先生於2001年在中共河北省委黨校取得管理文憑。在加盟本集團前，沈先生為中國建設銀行灤縣支行行長，亦曾擔任中國建設銀行遷西支行行長達5年及中國銀行遷西支行副行長逾6年。沈先生在2002年1月至2015年10月間曾擔任津西鋼鐵的副總經理。沈先生為本公司的控股股東Wellbeing Holdings Limited的一位董事及少數股東。

**韓力先生**，33歲，本公司的執行董事（於2012年2月7日獲委任）兼首席財務官。韓先生於2009年加入本集團並於當時任職本公司的財務總監助理，彼曾任本公司的首席執行官的行政助理，而現為本公司若干附屬公司的董事，彼亦協助本公司的首席執行官管理本集團的日常營運。韓先生為中國河北省第十二屆及第十三屆人大代表、河北省青年聯合會第十一屆委員會副主席及共青團第十七次全國代表大會代表；彼曾榮獲「企業品牌建設特殊貢獻人物」及「和諧中國2012年度影響力人物 — 中國節能環保領域十大創新標兵」、「河北傑出企業家」、「新時代冀青之星五四特別獎」等榮譽稱號。韓力先生為本公司董事局主席兼首席執行官及根據證券及期貨條例第XV部屬本公司主要股東韓敬遠先生（於2020年12月31日持有本公司已發行股份約36.33%）的兒子。

自2019年7月26日起，韓力先生是江蘇神通閥門股份有限公司（於深圳證券交易所（「深交所」）中小企業板上市（深交所中小企業板已於2021年4月6日與深交所主板合併）之董事長、董事及主要股東。



## Directors' and Senior Management's Biographical Information 董事及高級管理人員的履歷資料

### EXECUTIVE DIRECTORS (continued)

**Mr. Sanjay Sharma**, aged 49, is an Executive Director of the Company (appointed on 30 September 2019). He is the vice president of ArcelorMittal (a substantial shareholder of the Company) and serves as chief executive officer — China and vice president of business development — S.E. Asia & India of ArcelorMittal. Mr. Sharma joined ArcelorMittal in 2001 and was part of the first team on the ground to build ArcelorMittal's China operations from its early stages. Mr. Sharma served in multiple leadership roles in the China joint ventures of ArcelorMittal, including the chief executive officer for Valin ArcelorMittal Automotive Steel Co., Ltd. from March 2013 to September 2015, the chief operation officer at Hunan Valin Steel Co., Ltd. (listed on Shenzhen Stock Exchange, "Valin Steel") from October 2011 to September 2016 and a director of Valin Steel from December 2014 to September 2016. Prior to his roles in Valin Steel, he was the general manager of mergers and acquisitions in the ArcelorMittal corporate team. In his recent role of CEO — China & India he worked as a core team member in building large industrial footprint for ArcelorMittal in India through acquisition of Essar Steel with transaction value of over USD8 billion. Mr. Sharma has worked earlier with McKinsey & Company and Steel Authority of India Limited. Mr. Sharma holds a MBA from INSEAD in France and a B. E. (Honours), Metallurgical Engineering from the Indian Institute of Technology Roorkee. He is an alumnus of Harvard Business School's Advance Management Programme.

### NON-EXECUTIVE DIRECTORS

**Mr. Ondra Otradovec**, aged 52, is a Non-executive Director of the Company (re-appointed on 16 January 2015). Mr. Otradovec graduated from State University of New York in Stony Brook with a bachelor's degree in finance. Mr. Otradovec is the global head of mergers & acquisitions at ArcelorMittal (a substantial shareholder of the Company). Previously he worked at HSBC Investment Bank and was responsible for corporate finance transactions in emerging markets. Since joining in 2003, Mr. Otradovec has been involved in mergers & acquisitions at ArcelorMittal and has completed a large number of acquisitions, mergers and divestments undertaken by the company. Mr. Otradovec was involved in the merger of Mittal Steel with Arcelor as well as many other major transactions including acquisitions in Europe, US, South America and Asia, including Hunan Valin Iron and Steel Group Co., Ltd. in China (he served as a director of Valin Steel). He was also in charge of acquisitions of ThyssenKrupp Steel plant in Calvert, USA, Votorantim Steel in Brazil and ILVA in Italy. Mr. Otradovec acted as a Non-executive Director of the Company from 2 January 2009 to 15 July 2013.

**Mr. Zhu Hao**, aged 54, is a Non-executive Director of the Company (re-designated on 1 July 2020). Mr. Zhu graduated at Tianjin Nankai University and obtained his master degree in accounting from the University of New South Wales in Australia. Mr. Zhu is a senior economist in China. Mr. Zhu acted as an Executive Director of the Company from 21 November 2007 to 30 June 2020.

### 執行董事(續)

**Sanjay Sharma** 先生，49歲，本公司的執行董事（於2019年9月30日獲委任）。彼為 ArcelorMittal（本公司的主要股東）的副總裁，並擔任 ArcelorMittal 中國區首席執行官及東南亞及印度業務發展副總裁。Sharma 先生於2001年加入 ArcelorMittal，是 ArcelorMittal 中國業務早期建設的第一個團隊的成員。Sharma 先生曾在 ArcelorMittal 於中國的合資公司任職多個高管職位，包括在2013年3月至2015年9月出任華菱安賽樂米塔爾汽車板有限公司的首席執行官、於2011年10月至2016年9月出任湖南華菱鋼鐵股份有限公司（於深圳證券交易所上市，「華菱鋼鐵」）的首席運營官以及於2014年12月至2016年9月出任華菱鋼鐵的董事。在擔任華菱鋼鐵職務之前，彼曾是 ArcelorMittal 企業團隊的兼併收購事業部總經理。在其最近擔任中國和印度首席執行官期間，其作為核心團隊成員，通過收購 Essar 鋼鐵，為 ArcelorMittal 在印度建立了大型工業足跡，交易額超過80億美元。Sharma 先生早期曾於麥肯錫公司及印度鋼鐵管理局工作。Sharma 先生擁有法國歐洲工商管理學院的工商管理碩士之學位及印度理工學院羅克分校的冶金工程（榮譽）學士學位，彼為哈佛商學院高級管理課程畢業生。

### 非執行董事

**Ondra Otradovec** 先生，52歲，本公司的非執行董事（於2015年1月16日獲再度委任）。Otradovec 先生畢業於紐約州立大學石溪分校並獲得金融學士學位。Otradovec 先生為 ArcelorMittal（本公司的主要股東）的收購與合併部之環球主管。此前，彼曾任職滙豐投資銀行，並負責新興市場的企業融資交易工作。Otradovec 先生自2003年加入 ArcelorMittal 後已參與該公司的收購與合併事項並完成大量收購、合併及撤資業務。Otradovec 先生曾參與 Mittal Steel 與 Arcelor 的合併工作以及多項於歐洲、美國、南美及亞洲的其他主要交易，包括中國的湖南華菱鋼鐵集團有限責任公司（彼曾出任華菱鋼鐵的董事）。彼亦曾負責美國 Calvert 市的 ThyssenKrupp 鋼鐵廠房、巴西的 Votorantim 鋼鐵及意大利的 ILVA 之收購事項。Otradovec 先生於2009年1月2日至2013年7月15日曾出任為本公司的非執行董事。

**朱浩** 先生，54歲，本公司的非執行董事（於2020年7月1日調任），朱先生於天津南開大學畢業並取得澳洲新南威爾斯大學會計學碩士學位。朱先生為中國高級經濟師。朱先生於2007年11月21日至2020年6月30日曾出任為本公司的執行董事。



# Directors' and Senior Management's Biographical Information

## 董事及高級管理人員的履歷資料

### INDEPENDENT NON-EXECUTIVE DIRECTORS

**Mr. Wong Man Chung, Francis**, aged 56, is an Independent Non-executive Director of the Company (appointed on 25 August 2004). He is the chairman of the audit committee and remuneration committee and member of the nomination committee of the Company. He is a highly experienced certified public accountant (practising) and has over 32 years of experience in auditing, taxation, corporate internal control and governance, acquisition and financial advisory, corporate restructuring and liquidation, family trust and wealth management. Mr. Wong is an independent non-executive director of Digital China Holdings Limited, Wai Kee Holdings Limited, Integrated Waste Solutions Group Holdings Limited, Greenheart Group Limited, GCL-Poly Energy Holdings Limited, Hilong Holding Limited, Qeeka Home (Cayman) Inc., IntelliCentrics Global Holdings Ltd. and Shanghai Dongzheng Automotive Finance Co., Ltd., all of which are listed companies on the Stock Exchange. He was an independent non-executive director of Kunming Dianchi Water Treatment Co., Ltd. from June 2016 to August 2018 and China New Higher Education Group Limited from March 2017 to December 2019, all of which are listed companies on the Stock Exchange. Mr. Wong is the founding director and member of Francis M. C. Wong Charitable Foundation Limited, a charitable institution. Mr. Wong is also the non-executive chairman of Union Alpha C.P.A. Limited and non-executive director of Union Alpha CAAP Certified Public Accountants Limited. Previously, Mr. Wong worked for KPMG, an international accounting firm for 6 years and the Hong Kong Securities Clearing Company Limited for 2 years. Mr. Wong is a fellow member of The Association of Chartered Certified Accountants, Institute of Chartered Accountants in England and Wales, The Society of Chinese Accountants and Auditors and Hong Kong Institute of Certified Public Accountants and a certified tax adviser of the Taxation Institute of Hong Kong. Mr. Wong holds a master degree in management (管理學碩士) conferred by Guangzhou Jinan University (廣州暨南大學), the PRC.

### 獨立非執行董事

黃文宗先生，56歲，本公司之獨立非執行董事（於2004年8月25日獲委任）。彼為本公司審核委員會和薪酬委員會主席及提名委員會成員。彼為一名資深執業會計師，於審計、稅務、公司內部監控及管治、收購及財務顧問、企業重組及清算、家族信託及財富管理方面累積逾32年經驗。黃先生為神州數碼控股有限公司、惠記集團有限公司、綜合環保集團有限公司、綠心集團有限公司、保利協鑫能源控股有限公司、海隆控股有限公司、齊屹科技（開曼）有限公司、中智全球控股有限公司及上海東正汽車金融股份有限公司（該等公司均為聯交所上市公司）之獨立非執行董事。彼曾於2016年6月至2018年8月期間出任昆明滇池水務股份有限公司及於2017年3月至2019年12月期間出任中國新高教集團有限公司之獨立非執行董事（該等公司均為聯交所上市公司）。黃先生為慈善機構黃文宗慈善基金有限公司之創辦董事及成員，黃先生亦為才匯會計師事務所有限公司的非執行主席及中審亞太才匯（香港）會計師事務所有限公司的非執行董事。在此之前，黃先生曾於畢馬威國際會計師事務所工作6年，並於香港中央結算有限公司工作2年。黃先生為英國特許公認會計師公會、英格蘭及威爾斯特許會計師公會、香港華人會計師公會及香港會計師公會資深會員及香港稅務學會之註冊稅務師。黃先生持有中國廣州暨南大學授予的管理學碩士學位。

## Directors' and Senior Management's Biographical Information 董事及高級管理人員的履歷資料

### INDEPENDENT NON-EXECUTIVE DIRECTORS

(continued)

**Mr. Wang Tianyi**, aged 74, is an Independent Non-executive Director of the Company (appointed on 7 February 2012). He is member of the audit committee, nomination committee and remuneration committee of the Company. He is currently the supervisor of expert committee of The Chinese Society For Metals. Mr. Wang has over 47 years of extensive experience in the steel industry. Mr. Wang studied metallurgical machinery in Beijing Institute of Iron and Steel Engineering (北京鋼鐵學院) (now known as University of Science and Technology of Beijing 北京科技大學) from 1965 and graduated in 1970. He then worked at Handan Iron and Steel Group Company Limited (邯鄲鋼鐵集團有限責任公司) ("**Handan IS Group**") from 1970 to 1995 and held various management and professional positions, including the position of a technician, deputy factory manager and executive deputy general manager. From 1995 to 2008, Mr. Wang was re-designated and worked at Tangshan Iron and Steel Group Company Limited (唐山鋼鐵集團有限責任公司) ("**Tangshan IS Group**") as the chairman and managing director. From 2005 to 2011, he was also the deputy chairman and managing director of Shougang Jingtang Iron and Steel Company Limited (首鋼京唐鋼鐵聯合有限責任公司). From July 2008 to August 2011, he acted as the vice chairman of Hebei Iron and Steel Group Company Limited (河北鋼鐵集團有限責任公司) ("**HBIS Group**"). HBIS Group was established after the merger of Tangshan IS Group and Handan IS Group on 30 June 2008.

**Mr. Wang Bing**, aged 55, is an Independent Non-executive Director of the Company (appointed on 15 July 2016). He is member of the audit committee, nomination committee and remuneration committee of the Company. Mr. Wang graduated from Peking University with a bachelor's degree in Law in 1986 and obtained a doctor's degree in International Law from the Research Institute of Hiroshima University in 1995. Mr. Wang has over 25 years of experience in practicing law. In 1986, Mr. Wang joined Ministry of Human Resources and Social Security of the People's Republic of China, then worked for the Policy Research Office. He worked at Zhong Lun Law Firm from July 1995 to May 1998. Mr. Wang joined Beijing W&H Law Firm since May 1998 and currently, he is the senior partner of Beijing W&H Law Firm. Mr. Wang is qualified to practice law in the PRC. Mr. Wang was once the independent director of Shanxi Lanhua Sci-tech Venture Company Limited (listed on the Shanghai Stock Exchange) from May 2003 to May 2009 and Fujian Guanhong Holding Company Limited from May 2009 to May 2011. He is currently an independent director of Shanxi Tianji Coal Chemical Group Company Limited since May 2008 and Shangdong SINO-AGRI United Biotechnology Company Limited since January 2016. In addition, Mr. Wang acted as an external director of Beijing Fashion Holdings Company Limited, which is a wholly-owned company of State-owned Assets Supervision and Administration Commission of People's Government of Beijing Municipality, since February 2015.

### 獨立非執行董事

(續)

**王天義先生**，74歲，本公司的獨立非執行董事（於2012年2月7日獲委任）。彼為本公司審核委員會、提名委員會和薪酬委員會成員。彼現任中國金屬學會專家委員會主任。王先生在鋼鐵行業擁有超過47年豐富經驗。王先生於1965年開始就讀於北京鋼鐵學院（現稱北京科技大學）修讀冶金機械專業及於1970年畢業。彼於1970年至1995年在邯鄲鋼鐵集團有限責任公司（「**邯鋼集團**」）工作並曾出任多個管理及專業職位，包括技術人員、副廠長及常務副總經理。於1995年至2008年期間，王先生調任至唐山鋼鐵集團有限責任公司（「**唐鋼集團**」），分別擔任過董事長及總經理，在2005年至2011年期間，彼亦曾擔任首鋼京唐鋼鐵聯合有限責任公司的副董事長兼總經理，並於2008年7月至2011年8月期間出任河北鋼鐵集團有限責任公司（「**河北鋼鐵集團**」）的副董事長，河北鋼鐵集團於2008年6月30日由唐鋼集團及邯鋼集團合併而成。

**王冰先生**，55歲，本公司的獨立非執行董事（於2016年7月15日獲委任）。彼為本公司審核委員會、提名委員會和薪酬委員會成員。王先生於1986年在北京大學法律系畢業取得法學學士學位，並於1995年在日本廣島大學研究生院取得國際法學博士學位。王先生具有25年以上的法律執業經驗。於1986年，王先生加入中華人民共和國人力資源和社會保障部，其後於政策研究室工作，彼在1995年7月至1998年5月期間於中倫律師事務所工作，王先生於1998年5月開始加入北京市煒衡律師事務所及現為該所的高級合夥人。王先生擁有中華人民共和國律師執業資格。王先生曾於2003年5月至2009年5月擔任山西蘭花科技創業股份有限公司（於上海證券交易所上市）及於2009年5月至2011年5月擔任福建冠宏股份有限公司的獨立董事，其目前自2008年5月起擔任山西天脊煤化工集團股份有限公司及自2016年1月起擔任山東中農聯合股份有限公司的獨立董事，此外，王先生自2015年2月起擔任北京市人民政府國有資產監督管理委員會的國有獨資企業，北京時尚控股有限責任公司的外部董事。

# Directors' and Senior Management's Biographical Information

## 董事及高級管理人員的履歷資料

### INDEPENDENT NON-EXECUTIVE DIRECTORS

(continued)

**Dr. Tse Cho Che, Edward**, aged 64, is an Independent Non-executive Director of the Company (appointed on 7 November 2019). Dr. Tse holds a bachelor's degree and a master's degree in civil engineering from the Massachusetts Institute of Technology, the United States and a master of business administration as well as a Ph.D. in civil engineering from the University of California, Berkeley, the United States. Dr. Tse is an independent non-executive director of China Travel International Investment Hong Kong Limited (listed on the Stock Exchange) and was an independent non-executive director of Shanghai Pharmaceuticals Holding Co., Ltd. (listed on the Stock Exchange and the Shanghai Stock Exchange) from June 2013 to June 2019. Dr. Tse has engaged in management consultancy and corporate senior management for over 30 years, with extensive experience and expertise in definition and implementation of corporate transformation, establishment of organizations, business strategy and overseas expansion. He holds the position of chairman in Gao Feng Advisory Company since April 2014. He was the chairman in Greater China region of Booz & Company, an independent director of Baoshan Iron & Steel Co., Ltd. (listed on the Shanghai Stock Exchange) from May 2006 to April 2012, outside director of Shanghai Automotive Industry Corporation (Group), executive vice president of corporate planning and development division and managing director of Greater China region of Cable & Wireless HKT Limited, a non-official member of the Strategy Development Commission and a part-time member of the Central Policy Unit of the Hong Kong Special Administrative Region Government and managing partner of Greater China region of the Boston Consulting Group, etc..

### 獨立非執行董事

(續)

**謝祖堉博士**，64歲，本公司的獨立非執行董事（於2019年11月7日獲委任）。謝博士持有美國麻省理工學院土木工程學士及碩士學位及美國加利福尼亞州大學伯克萊分校工商管理碩士以及土木工程博士學位。謝博士現為香港中旅國際投資有限公司（於聯交所上市）之獨立非執行董事及於2013年6月至2019年6月曾為上海醫藥集團股份有限公司（於聯交所及上海證券交易所上市）之獨立非執行董事。謝博士擁有超過30年從事管理諮詢和公司高層管理的經驗，在定義和實施企業轉型、組織建設、業務戰略及海外擴張各領域有著豐富的專業經驗。彼自2014年4月起擔任高風諮詢公司董事長。彼曾任博斯公司大中華區董事長、在2006年5月至2012年4月曾為寶山鋼鐵股份有限公司（於上海證券交易所上市）的獨立董事、上海汽車工業（集團）總公司外部董事、香港電訊有限公司的企業規劃及拓展處執行副總裁及大中華區業務總裁、香港特別行政區政府策略發展委員會非官方委員和中央政策組兼職成員及波士頓諮詢公司大中華區主管合伙人等職位。

## Directors' and Senior Management's Biographical Information 董事及高級管理人員的履歷資料

### SENIOR MANAGEMENT

**Mr. Yu Lifeng**, aged 44, is the deputy chairman, legal representative and general manager of Jinxi Limited. Mr. Yu began his career in 1995 when he was employed as the sales supervisor of Han'erzhuang Iron Mine, and joined the Group in 1996. Mr. Yu has been awarded the honorary titles of "Hebei Provincial Government — Quality Award (Individual)" (「河北省政府質量獎」個人獎), "The 10th Most Entrepreneur Concern In Hebei Province" (河北省第十屆最受關注企業家), "The Ten Best Newsmaker of 2018 China Era and Mainland China Appraisal Campaign" (2018中國時代風采 • 中華大地之光徵評活動「十佳新聞人物」), "The Outstanding Chinese Entrepreneur" (中華優秀企業家), "Chinese Corporate Culture Top Ten Model of 40 Years of Reform and Opening Up" (改革開放40年中國企業文化十大典範人物) etc..

**Mr. Yu Jianshui**, aged 53, is the deputy general manager of Jinxi Limited. He was the general manager of Hebei Jinxi Iron and Steel Group Special Steel Company Limited and Hebei Jinxi Iron and Steel Group Zhengda Iron and Steel Company Limited. Mr. Yu was graduated at Hebei Polytechnic University in steel metallurgy and obtained a MBA from University of Northern Virginia in June 2009. He joined the Group after graduation until May 2005 and was employed as the deputy general executive manager of Shanxi Province Xiaoyi City Chengcai Iron and Steel Company in May 2005. He then re-joined the Group in April 2006. He has been awarded "County Technological Selected Talent" (縣科技拔尖人才), "Ten Outstanding Youths in the County" (縣十大傑出青年), "Outstanding Youth in Post of Tangshan City" (唐山市青年崗位能手), "Workers' Model in Hebei Province" (河北省勞動模範), "The First Class Honour of Technological Improvement in Tangshan City" (唐山市科技進步一等獎), "The Third Class Honour of Technological Improvement in Hebei Province" (河北省科技進步三等獎).

**Mr. Lam Pak Kan**, aged 41, is the financial controller and company secretary of the Company since 30 December 2015. Mr. Lam graduated from the Hong Kong University of Science and Technology with a bachelor's degree of Business Administration in Accounting in 2001. Mr. Lam has over 20 years experience in auditing, financial management, strategic management, corporate finance, corporate governance and investor relations with accounting firm, asset management company and listed companies. Mr. Lam is a member of the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants. He is also a Chartered Financial Analyst (CFA) charterholder.

### 高級管理人員

**于利峰先生**，44歲，現為津西鋼鐵的副董事長、法人代表及總經理。于先生於1995年任職漢兒莊鐵礦的銷售科長開展其事業，並於1996年加入本集團。于先生曾榮獲「河北省政府質量獎」個人獎、「河北省第十屆最受關注企業家」、「2018中國時代風采·中華大地之光徵評活動「十佳新聞人物」」、「中華優秀企業家」、「改革開放40年中國企業文化十大典範人物」等榮譽稱號。

**于建水先生**，53歲，現任津西鋼鐵副總經理。彼曾任河北津西鋼鐵集團特鋼有限公司及河北津西鋼鐵集團正達鋼鐵有限公司總經理。于先生畢業於河北理工大學鋼鐵冶金專業，2009年6月取得北弗吉尼亞大學的工商管理碩士學位。彼於畢業後在本集團工作至2005年5月，及後於2005年5月任職山西省孝義市城財鋼鐵公司常務副總經理。彼其後於2006年4月重新加盟本集團。彼曾獲得「縣科技拔尖人才」、「縣十大傑出青年」、「唐山市青年崗位能手」、「河北省勞動模範」、「唐山市科技進步一等獎」、「河北省科技進步三等獎」等稱號。

**林柏勤先生**，41歲，本公司的財務總監及公司秘書（於2015年12月30日獲委任）。林先生於2001年畢業於香港科技大學，獲得工商管理學士學位，主修會計。林先生曾任職於多家會計師事務所、資產管理公司及上市公司並擁有逾20年審計、財務管理、策略管理、企業融資、企業管治及投資者關係的經驗。林先生為特許公認會計師公會及香港會計師公會會員，彼亦為特許財務分析師。



# Corporate Governance Report

## 企業管治報告

The Company is committed to sound corporate governance practices designed to promote greater transparency, investor confidence and the continued development of the Group with the best long term interest of the Group and value enhancement for all Shareholders as our ultimate goal. The Company also believes that sound corporate governance practices benefit the Group's employees and the community in which the Group operates.

### CORPORATE GOVERNANCE CODE AND CORPORATE GOVERNANCE REPORT PRACTICES SET OUT IN APPENDIX 14 OF THE RULES GOVERNING THE LISTING OF SECURITIES ("LISTING RULES") ON THE STOCK EXCHANGE ("CG CODE")

In the opinion of the Directors, the Company has complied the principles and code provisions with the CG Code throughout the year ended 31 December 2020, except for the deviations regarding code provisions A.2.1, A.4.2, A.5.5 and C.2.5 of the CG Code with explanation disclosed below.

### BOARD OF DIRECTORS (THE "BOARD")

During the year under review, the Board comprised the following Directors and the composition is set out as follows:

#### Executive Directors

Mr. Han Jingyuan (*Chairman and Chief Executive Officer*)  
Mr. Zhu Jun (*ceased as the Chief Operating Officer on 1 January 2021*)  
Mr. Shen Xiaoling  
Mr. Han Li (*Chief Financial Officer*)  
Mr. Sanjay Sharma  
Mr. Zhu Hao  
(*ceased on 1 July 2020*)

#### Non-executive Directors

Mr. Ondra Otradovec  
Mr. Zhu Hao  
(*re-designated on 1 July 2020*)

#### Independent Non-executive Directors

Mr. Wong Man Chung, Francis  
Mr. Wang Tianyi  
Mr. Wang Bing  
Dr. Tse Cho Che, Edward

本公司貫徹執行良好之企業管治實務，以提升透明度、投資者信心及促進本集團之持續發展，並一直以本集團之最佳長遠利益及提高全體股東的價值為其最終目標。本公司亦相信，良好之企業管治對本集團僱員及本集團經營所在社區均屬有利。

### 聯交所證券上市規則(「上市規則」)附錄十四所載之《企業管治守則》及《企業管治報告》(「企業管治守則」)

除下文所披露關於企業管治守則之守則條文第A.2.1、A.4.2、A.5.5及C.2.5條的偏離和說明外，於截至2020年12月31日止整個年度，董事們認為本公司已遵守企業管治守則之原則及守則條文。

### 董事局(「董事局」)

於回顧年度內，董事局包括以下董事，其組成載列如下：

#### 執行董事

韓敬遠先生(*董事局主席兼首席執行官*)  
朱軍先生(*於2021年1月1日  
退任首席運營官*)  
沈曉玲先生  
韓力先生(*首席財務官*)  
Sanjay Sharma先生  
朱浩先生  
(*於2020年7月1日退任*)

#### 非執行董事

Ondra Otradovec先生  
朱浩先生  
(*於2020年7月1日調任*)

#### 獨立非執行董事

黃文宗先生  
王天義先生  
王冰先生  
謝祖堃博士



# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### ROLES AND RESPONSIBILITIES

The Board assumes responsibility for leadership and control of the Company and is collectively responsible for promoting the success of the Company by directing and supervising the Company's affairs. It should act in the best interest of the Company and its Shareholders at all times. The Board sets strategies for the Company and monitors the performance and activities of the senior management.

The Executive Directors of the Company are responsible for the day to day operations of the Company whereas the Independent Non-executive Directors of the Company are responsible for ensuring a high standard of financial and management reporting to the Board and Shareholders as well as to provide a balanced composition in the Board so that there is a strong independent element on the Board.

#### BOARD COMPOSITION

The composition of the Board is reviewed regularly to ensure that it has a good balance of expertise, skills and experience, which can meet the requirements of the business of the Group. The Directors' biographical information is set out on pages 94 to 99.

There is a clear division of responsibilities between the Board and the management. The Board is responsible for providing high-level guidance and effective oversight of the management while day-to-day management of the Group is delegated to the management team of each respective subsidiary. Generally speaking, the Board is responsible for:

- Formulating the Group's long-term strategy and monitoring the implementation thereof;
- Approval of dividends;
- Reviewing and approving the interim and annual reports;
- Ensuring good corporate governance and compliance;
- Monitoring the performance of the management;
- Reviewing and approving any material acquisition and disposal of assets and other material transactions.

#### RELATIONSHIP BETWEEN THE BOARD MEMBERS

The relationships among the Board members (including financial, business, family or other material or relevant relationships, if any) are disclosed on pages 94 to 99.

### 董事局(「董事局」)(續)

#### 職務及職責

董事局擔負領導及監控本公司的責任，並共同負責指導及監督本公司的事宜，推動本公司的成功。董事局應始終以本公司及其股東的最佳利益行事。董事局制定本公司的策略，並監控高級管理層的表現及活動。

本公司執行董事負責本公司的日常營運，而本公司獨立非執行董事負責確保向董事局及股東作出高標準之財務及管理報告，以平衡董事局架構，使董事局具有高度的獨立元素。

#### 董事局架構

董事局定期檢討其成員架構，務求平衡各方的專業知識、技術及資歷，以符合本集團的業務要求。董事履歷資料載列於第94至99頁。

董事局與管理層職責具清晰劃分。董事局負責提供管理層高層次的指引及有效的監督，而本集團日常管理則轉授予各附屬公司管理層。一般而言，董事局負責：

- 制訂本集團長遠策略及監督有關策略之實施；
- 批准股息；
- 審閱及批准中期報告及年報；
- 確保良好的企業管治及遵守法規；
- 監督管理層之表現；
- 審閱及批准任何重大的資產收購及出售及其他重大交易。

#### 董事局成員間之關係

董事局成員之間的關係(包括財務、業務、家屬或其他重大或相關的關係(如有))已於第94至99頁作出披露。

# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### DIRECTORS’ ATTENDANCE AND TIME COMMITMENT

The Board authorises the management to carry out the strategy that have been approved. During the year under review, 9 Board meetings were held and the principal business transacted included approving interim and annual results and reports, assessing business development and business performance as well as evaluating and approving material transactions. The attendance record of each Director of Board and Board Committees meetings for the year ended 31 December 2020 is set out as follows:

### 董事局(「董事局」)(續)

#### 董事之出席情況及時間投入

董事局授權管理層履行已批准的策略。於回顧年度內，董事局共召開9次會議，已處理之主要事項包括批准中期及年度業績和報告、評估業務發展和表現以及評估及批准重大交易。各董事於截至2020年12月31日止年度之董事局及董事局委員會會議出席情況如下：

		Number of Meeting Attended/Eligible Attended 會議出席/ 有資格出席次數		Audit Committee 審核委員會		Remuneration Committee 薪酬委員會	Nomination Committee 提名委員會	General Meeting 股東大會
		Board 董事局						
		Regular 定期	Ad Hoc 特別					
<b>Executive Directors</b>	<b>執行董事</b>							
Mr. Han Jingyuan	韓敬遠先生	4/4	5/5	–	2/2	3/3	1/1	
Mr. Zhu Jun	朱軍先生	4/4	5/5	–	–	–	1/1	
Mr. Shen Xiaoling	沈曉玲先生	4/4	5/5	–	–	–	0/1	
Mr. Han Li	韓力先生	4/4	5/5	–	–	–	1/1	
Mr. Sanjay Sharma	Sanjay Sharma 先生	4/4	4/5	–	–	–	1/1	
<b>Non-executive Directors</b>	<b>非執行董事</b>							
Mr. Ondra Otradovec	Ondra Otradovec 先生	0/4	4/5	–	–	–	1/1	
Mr. Zhu Hao (re-designated on 1 July 2020)	朱浩先生 (於2020年 7月1日調任)	4/4	5/5	–	–	–	0/1	
<b>Independent Non-executive Directors</b>	<b>獨立非執行董事</b>							
Mr. Wong Man Chung, Francis	黃文宗先生	4/4	5/5	4/4	2/2	3/3	1/1	
Mr. Wang Tianyi	王天義先生	4/4	5/5	3/4	2/2	3/3	0/1	
Mr. Wang Bing	王冰先生	4/4	5/5	4/4	2/2	3/3	1/1	
Dr. Tse Cho Che, Edward	謝祖堃博士	4/4	5/5	–	–	–	1/1	

# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### DIRECTORS’ ATTENDANCE AND TIME COMMITMENT (continued)

All Directors have access to the Company Secretary who is responsible for ensuring that the Board procedures are complied with and all applicable rules and regulations are followed.

The Board ensures that its members are supplied, in a timely manner, with all necessary information in a form and of a quality appropriate to enable the Board to discharge its duties.

The minutes of Board meetings recorded all the details of the matters considered by the Board and the decisions reached, including any concerns raised by Directors or dissenting views expressed. Minutes of Board meetings are kept by the Company Secretary and are available for inspection by any Director.

#### CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Pursuant to the code provision A.2.1 of the CG Code, the role of the chairman and chief executive officer should be separate and should not be performed by the same individual. Currently, Mr. Han Jingyuan serves as the chairman of the Board (“Chairman”) and the Chief Executive Officer of the Company. The Board believes that there is no immediate need to segregate the roles of the Chairman and the Chief Executive Officer of the Company because the role of chief executive officer/general manager of the Company’s major operating subsidiaries are performed by other persons. The Board will consider the segregation of the roles of the Chairman and the Chief Executive Officer of the Company in light of the future development of the operating activities or businesses of the Group.

#### INDEPENDENT NON-EXECUTIVE DIRECTORS

During the year under review, the Company had four Independent Non-executive Directors of whom Mr. Wong Man Chung, Francis has appropriate professional qualifications and experience in financial matters in compliance with Rules 3.10(1) and 3.10(2) of the Listing Rules.

The Company has received, from each of the Independent Non-executive Directors, an annual confirmation of their independence pursuant to Rule 3.13 of the Listing Rules. The Company considers all the Independent Non-executive Directors to be independent.

### 董事局(「董事局」)(續)

#### 董事之出席情況及時間投入(續)

所有董事均可與公司秘書保持聯繫，而公司秘書負責確保董事局之運作符合程序及遵守所有適用規則及規例。

董事局確保其成員及時獲提供所有具適當形式及質量之必要資料，以便董事局履行其職責。

董事局會議記錄對董事局所審議之事項及達致之決定均有詳盡記錄，包括由董事提出之任何關注或表達之異議。董事局會議記錄由公司秘書保管，可供任何董事查閱。

#### 董事局主席和首席執行官

根據企業管治守則之守則條文第A.2.1條，主席和首席執行官的角色應有區分，並不應由一人同時兼任。目前，韓敬遠先生擔任本公司之董事局主席(「董事局主席」)和首席執行官。董事局相信無需立即分離本公司的董事局主席和首席執行官職務，因本公司主要及實際營運的附屬公司的首席執行官／總經理職務已由其他人士擔任。董事局將考慮分離本公司的董事局主席及首席執行官的職務以應付本集團未來的經營活動或業務發展。

#### 獨立非執行董事

於回顧年度內，本公司有四名獨立非執行董事，當中黃文宗先生在財務事宜方面擁有合適之專業資格及經驗，符合上市規則第3.10(1)條及第3.10(2)條之規定。

本公司已接獲各獨立非執行董事根據上市規則第3.13條發出彼等之年度獨立性確認書。本公司認為全體獨立非執行董事均具備獨立性。



# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### APPOINTMENT, RE-ELECTION AND REMOVAL OF DIRECTORS

Under code provision A.4.2 of the CG Code, all directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after appointment. Every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

Article 86(2) of the Bye-laws of the Company provides that, amongst other things, the directors shall have the power from time to time and at any time to appoint any person as a director, either to fill a casual vacancy on the Board, or, subject to authorisation by the shareholders in general meeting, as an addition to the existing Board. Any director so appointed by the Board shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election at that meeting. In light of the Bye-laws, any director so appointed as aforesaid shall hold office until the next annual general meeting. This constitutes as a deviation from code provision of A.4.2 of the CG Code. Given the time between filling a casual vacancy and the next general meeting was generally too short to require a re-election, therefore the Company adopts the re-election to take place at the next annual general meeting instead. The Company believes that it is in the best interest of the Company's shareholders to transact this ordinary course of business in the annual general meeting.

Article 87(1) of the Bye-laws provides that, at each annual general meetings of the Company, one third of the directors, including the independent non-executive directors, for the time being (or, if the number is not a multiple of three, the number nearest to but not greater than one third), shall retire from office by rotation, provided that the Chairman of the Board and/or the managing director of the Company shall not, whilst holding such office, be subject to retirement by rotation or be taken into account in determining the number of directors to retire in each year. This constitutes as a deviation from code provision of A.4.2 of the CG Code. Taking the code provision A.4.2 of the CG Code into consideration, Mr. Han Jingyuan, the Chairman of the Board and Chief Executive Officer of the Company, is willing to retire at the forthcoming AGM and being eligible, offer himself for re-election. The Company will consider amending the Bye-laws to comply with the code provision A.4.2 of the CG code in the future.

### 董事局(「董事局」)(續)

#### 委任、重選和撤換董事

根據企業管治守則之守則條文第A.4.2條，所有獲委任以填補臨時空缺的董事們，均應在獲委任後的首次股東大會上膺選連任，及每位董事(包括有指定任期者)均須最少每三年輪值告退一次。

本公司之章程細則之細則第86(2)條規定，除其他事項外，董事們應有權不時及隨時委任任何人士為董事，以填補董事局臨時空缺或待股東於股東大會上授權後作為現有董事局新增成員。任何就此獲董事局委任之董事須任職至下屆本公司股東週年大會為止及應隨後有資格於該大會上重選連任。鑑於章程細則，任何董事如上述獲委任應任職至下屆股東週年大會。是項規定構成偏離企業管治守則之守則條文第A.4.2條。鑒於填補臨時空缺與下一屆股東大會之間隔時間一般是太短時間內要求重選，因此，本公司採納於下一屆股東週年大會進行重選連任。本公司相信於股東週年大會上進行此普通業務過程符合本公司股東之最佳利益。

章程細則之細則第87(1)條規定，於每次本公司之股東週年大會上，三分之一的在任董事(或倘數量並不是三的倍數，則取最接近但不能超過三分之一之人數)(包括獨立非執行董事)均須輪值告退，但本公司之董事局主席及／或董事總經理，於其任職期間，不須輪值告退或於釐定每年退任董事人數時被考慮在內。是項規定構成偏離企業管治守則之守則條文第A.4.2條。考慮到企業管治守則之守則條文第A.4.2條，本公司董事局主席兼首席執行官韓敬遠先生，願意在應屆股東週年大會上退任，並符合資格重選。於未來，本公司將考慮修改章程細則以符合企業管治守則之守則條文第A.4.2條。

# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### APPOINTMENT, RE-ELECTION AND REMOVAL OF DIRECTORS (continued)

Under code provision A.5.5 of the CG Code, where the Board proposes a resolution to elect an individual as an independent non-executive director at a general meeting and the proposed independent non-executive director will be holding his seventh (or more) listed company directorship, the Company should set out in the circular to shareholders and/or explanatory statement accompanying the notice of the relevant general meeting the reasons why the Board believes such individual would still be able to devote sufficient time to the Board. It was an inadvertent omission that such reason was not disclosed in the circular of the Company dated 22 April 2020, as Mr. WONG Man Chung, Francis (“**Mr. Wong**”), who was holding his seventh (or more) listed company directorship, was proposed to be re-elected at the Company’s annual general meeting for 2020. Subsequently, the Company made a supplemental announcement on 12 May 2020 disclosing such reasons. Notwithstanding that Mr. Wong has served as directors for more than seven listed companies, (1) Mr. Wong is an independent non-executive director of the Company (first appointed on 25 August 2004). He is the chairman of the audit committee and remuneration committee and member of the nomination committee of the Company. As an independent non-executive director with extensive experience and knowledge in accounting and auditing and in-depth understanding of the Company’s operations and business, Mr. Wong has expressed objective views and given independent guidance to the Company over the years, and he has demonstrated a firm commitment to his role. For the period after Mr. Wong was last re-elected as an independent non-executive director of the Company on 31 May 2017, he had a 100% attendance rate at board meetings, committee meetings and general meetings of the Company; (2) further, Mr. Wong has confirmed that (i) none of his current commitments would require him to work intensively on a daily basis and (ii) he will continue to devote sufficient time for the discharge of his functions and responsibilities as an independent non-executive director of the Company. With his background and experience, Mr. Wong is fully aware of the responsibilities and expected time involvements with the Company. Based on the foregoing, the Board is of the view that Mr. Wong will be able to devote sufficient time to the Board; and (3) lastly, the nomination committee of the Company is satisfied that Mr. Wong has the requisite character, integrity and experience to continue fulfilling the role of an independent non-executive director. For all the reasons mentioned above, the Board considers the re-election of Mr. Wong as an independent non-executive director of the Company is in the best interest of the Company and Shareholders as a whole.

### 董事局(「董事局」)(續)

#### 委任、重選和撤換董事(續)

根據企業管治守則之守則條文第A.5.5條，如董事局擬於股東大會上提呈決議案選任某人士為獨立非執行董事，且該候任獨立非執行董事將出任第七間(或以上)上市公司的董事，本公司須在有關股東大會通告所隨附的致股東通函及／或說明函件中列明董事局認為該名人士仍可投入足夠時間予董事局的原因。有關原因未有在本公司日期為2020年4月22日的通函中披露，因已擔任第七間(或以上)上市公司董事的黃文宗先生(「**黃先生**」)於本公司2020年股東週年大會上建議重選連任，乃屬無意疏忽。其後，本公司於日期為2020年5月12日的補充公告內就有關原因作出披露。儘管黃先生已於超過七間上市公司擔任董事，(1)黃先生為本公司的獨立非執行董事(首次委任於2004年8月25日)，彼為本公司的審核委員會及薪酬委員會之主席以及提名委員會之成員。黃先生作為對會計及審計經驗豐富及見識廣博，並對本公司的業務營運瞭解透徹的獨立非執行董事，多年來一直向本公司表達客觀見解和給予獨立指導，並表現出對其角色的堅定承擔。黃先生在最後一次於2017年5月31日獲重選為本公司的獨立非執行董事後之期間內，彼於本公司的董事局會議、委員會會議及股東大會之出席率為100%；(2)再者，黃先生已確認(i)概無目前承擔將要求彼每日密集工作；及(ii)彼將繼續投入足夠的時間以履行其作為本公司的獨立非執行董事之職能及職責。憑藉其背景及經驗，黃先生充分知悉於本公司的責任及預期投入時間。基於上文所述，董事局認為黃先生將能投入足夠的時間予董事局；及(3)最後，本公司的提名委員會滿意黃先生具備繼續履行獨立非執行董事一職必要的品格、誠信及經驗。基於以上全部原因，董事局認為重選黃先生為本公司的獨立非執行董事是符合本公司及股東們的整體最佳利益。



# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### APPOINTMENT, RE-ELECTION AND REMOVAL OF DIRECTORS (continued)

All the Directors of the Company are appointed for a specific term and subject to re-election. Currently, Mr. Han Jingyuan, Mr. Zhu Jun, Mr. Shen Xiaoling, Mr. Han Li and Mr. Sanjay Sharma being the Executive Directors are appointed for a fixed term of three years. Mr. Ondra Otradovec and Mr. Zhu Hao (re-designated on 1 July 2020) being the Non-executive Directors are appointed for a fixed term of two years. All Independent Non-executive Directors, including, Mr. Wong Man Chung, Francis, Mr. Wang Tianyi, Mr. Wang Bing and Dr. Tse Cho Che, Edward are appointed for a fixed term of one year. All the Directors are still subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Company's Bye-laws and CG Code.

In accordance to article 87 of the Bye-laws and the code provision A.4.2 of the CG Code, Mr. Han Jingyuan, Mr. Han Li, Mr. Ondra Otradovec and Mr. Zhu Hao will retire from office by rotation and, being eligible, will offer themselves for re-election at the forthcoming AGM.

Except for the change in the Board as mentioned above, during the year under review, no other Director was appointed to fill any causal vacancy or otherwise.

#### RESPONSIBILITIES OF DIRECTORS AND COMPANY SECRETARY

All Directors fully appreciate their role and duties as Directors of the Company.

New Director will be given an introduction to the Group's major business activities, induction into their responsibilities and duties, and other regulatory requirements.

The Company Secretary is responsible for keeping all Directors updated on the Listing Rules and other relevant regulatory requirements.

#### DIRECTORS' AND OFFICERS' LIABILITY

Appropriate insurance cover on Directors' and Officers' liabilities has been provided by the Company to cover potential legal actions against Directors and Officers.

### 董事局(「董事局」)(續)

#### 委任、重選和撤換董事(續)

本公司所有董事之委任均有指定任期及須接受重選。目前，執行董事韓敬遠先生、朱軍先生、沈曉玲先生、韓力先生及Sanjay Sharma先生均以固定任期三年獲委任，非執行董事Ondra Otradovec先生及朱浩先生(於2020年7月1日調任)以固定任期兩年獲委任。所有獨立非執行董事包括黃文宗先生、王天義先生、王冰先生及謝祖堉博士均以固定任期一年獲委任。所有董事均需根據本公司章程細則及企業管治守則輪席告退及於本公司股東週年大會重選。

根據章程細則之細則第87條及企業管治守則之守則條文第A.4.2條，韓敬遠先生、韓力先生、Ondra Otradovec先生及朱浩先生將於應屆股東週年大會上輪席退任，彼等並符合資格和願意於應屆股東週年大會上重選。

除上述的董事局變動以外，於回顧年度內，概無其他董事獲委任以填補任何臨時空缺或其他變動。

#### 董事及公司秘書責任

所有董事均充分了解彼等作為本公司董事之角色及職責。

新任董事於入職時，將獲簡介本集團之主要業務活動、彼等之責任及職責以及其他監管要求。

公司秘書負責向全體董事發放上市規則及其他相關監管要求之最新資料。

#### 董事及高級職員之責任

本公司已就對董事及高級職員作出潛在性之法律行動，為董事及高級職員之責任提供適當的保險保障。

# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### TRAINING AND SUPPORT FOR DIRECTORS AND COMPANY SECRETARY

Each newly appointed Director will receive comprehensive, formal and tailored induction on the first occasion of his appointment, so as to ensure that he has appropriate understanding of the business and operations of the Group and that he is fully aware of his responsibilities and obligations under the Listing Rules and relevant regulatory requirements.

There are also arrangements in place for providing continuing briefing and professional development to Directors at the Company's expenses whenever necessary.

The Company provides regular updates relating to the Group's business and the legislative and regulatory environments in which the Group conducts its business to the Directors.

The Directors are committed to comply with the code provision A.6.5 of the CG Code. All Directors have participated in continuous professional development to develop and refresh their knowledge and skills to ensure that their contribution to the Board remains informed and relevant for the year ended 31 December 2020. The Company will arrange internally-facilitated briefings for Directors and reading material on relevant topics will be issued to Directors where appropriate. All Directors are encouraged to attend relevant training courses at the Company's expenses.

During the year ended 31 December 2020, the Company has provided reading materials on corporate governance matters and update on the Listing Rules to all Directors for their reference and studying. Besides, Mr. Wong Man Chung, Francis also attended other seminars and training sessions arranged by other professional firms/institutions. Record of training of each Director for the year ended 31 December 2020 were kept by the Company.

### 董事局(「董事局」)(續)

#### 董事及公司秘書之培訓及支持

各新任董事已於首次獲委任時接受全面、正式及為彼而設之就職指引，確保董事對本集團業務及營運有恰當了解，並完全明白彼於上市規則及相關監管規定項下之責任及義務。

如有需要，董事亦獲安排提供持續簡報及專業發展，費用由本公司承擔。

本公司定期向董事提供有關本集團業務以及本集團經營業務所在地的法規及監管環境之最新資料。

董事承諾遵守企業管治守則之守則條文第A.6.5條。全體董事均已參與發展及更新彼等知識及技能之持續專業發展，以確保彼等向董事局所作出的貢獻是在具備全面資訊下作出及與截至2020年12月31日止年度相關的。本公司將會於適當時為董事安排內部用簡報，並就相關主題刊發閱讀材料予董事。本公司鼓勵所有董事參加相關培訓課程，費用由本公司支付。

截至2020年12月31日止年度內，本公司已向全體董事提供有關企業管治事宜的閱讀材料及上市規則更新的簡報，以供彼等參考及細閱。此外，黃文宗先生亦參與其他專業公司／機構安排的其他研討會及培訓課程。本公司已保存截至2020年12月31日止年度各董事的培訓記錄。

# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

### 董事局(「董事局」)(續)

### TRAINING AND SUPPORT FOR DIRECTORS AND COMPANY SECRETARY (continued)

### 董事及公司秘書之培訓及支持(續)

The individual training record of each Director received for the year ended 31 December 2020 is summarised as below:

各董事於截至2020年12月31日止年度所接受培訓之個別記錄概述如下：

Participation in Continuous Professional Development Programme in 2020

於2020年參與持續專業培訓計劃

		Reading regulatory updates 閱讀監管規定的更新資料	Attending training/ briefing on regulatory development, directors' duties or other relevant topics 出席有關監管變動、 董事責任或其他相關 題材的培訓／簡報會
<b>Executive Directors</b>	<b>執行董事</b>		
Mr. Han Jingyuan	韓敬遠先生	✓	
Mr. Zhu Jun	朱軍先生	✓	
Mr. Shen Xiaoling	沈曉玲先生	✓	
Mr. Han Li	韓力先生	✓	
Mr. Sanjay Sharma	Sanjay Sharma 先生	✓	
<b>Non-executive Directors</b>	<b>非執行董事</b>		
Mr. Ondra Otradovec	Ondra Otradovec 先生	✓	
Mr. Zhu Hao (re-designated on 1 July 2020)	朱浩先生 (於2020年7月1日調任)	✓	
<b>Independent Non-executive Directors</b>	<b>獨立非執行董事</b>		
Mr. Wong Man Chung, Francis	黃文宗先生	✓	✓
Mr. Wang Tianyi	王天義先生	✓	
Mr. Wang Bing	王冰先生	✓	
Dr. Tse Cho Che, Edward	謝祖堉博士	✓	

During the year under review, Mr. Lam Pak Kan, the financial controller and company secretary of the Company, took more than 15 hours of professional training to update his skills and knowledge in compliance with Rule 3.29 of the Listing Rules.

於回顧年度內，本公司財務總監及公司秘書林柏勤先生曾參加超過15個小時的專業培訓，提升其技能及知識，並符合上市規則第3.29條的規定。

# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the “**Model Code**”) as its own code for dealing in securities of the Company by the Directors.

The Company has made specific enquiry of all Directors and all Directors have confirmed that they have complied with the required standard as set out in the Model Code during the year under review.

#### BOARD COMMITTEES

As an integral part of sound corporate governance, the Board has established the following committees whose authorities and functions, compositions and duties are set out below:

##### (1) Audit Committee

The audit committee of the Company (“**Audit Committee**”) has been established since 2005 with specific written terms of reference. The terms of reference of the Audit Committee (which were available on the websites of the Stock Exchange and the Company) have included those specific duties as set out in the code provision C.3.3 of the CG Code, with appropriate modifications when necessary. Pursuant to its terms of reference, the Audit Committee is required, amongst other things, to consider and recommend to the Board the appointment, re-appointment and removal of the external auditors and to approve their remuneration, to review and monitor the external auditors’ independence and objectivity and the effectiveness of the audit process in accordance with applicable standards, to review the Company’s financial information including to monitor integrity of the Company’s financial statements and annual report and accounts and half-year report, to oversee the Company’s financial reporting system, risk management and internal control systems including to review the Company’s financial controls, risk management and internal control systems and discuss the adequacy of resources, staff qualifications and experience, training programmes and budget of the Company’s accounting and financial reporting function and to consider major investigation findings on risk management and internal control matters as delegated by the Board or on its own initiative and management’s response to these findings.

### 董事局(「董事局」)(續)

#### 董事之證券交易

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易的標準守則(「**標準守則**」)作為董事買賣本公司證券的守則。

經向所有董事作出具體查詢後，所有董事確認於回顧年度內已遵守標準守則所載規定標準。

#### 董事委員會

作為良好企業管治不可分割之部份，董事局已設立下列委員會，其權限、職能、組成及職責載列如下：

##### (1) 審核委員會

本公司審核委員會(「**審核委員會**」)自2005年起成立，並訂有特定書面職權範圍。審核委員會之職權範圍(可於聯交所及本公司網站查閱)包括企業管治守則之守則條文第C.3.3條所載之特定職責，並於需要時作出適當修訂。根據其職權範圍，審核委員會須(其中包括)審議並向董事局建議委任、重新委任及解聘外聘核數師並批准其薪酬、根據適用標準檢討及監察外聘核數師之獨立性及客觀性及審核程序是否有效、審閱本公司的財務資料包括監察本公司的財務報表及年度報告及帳目及半年度報告之完整性、監管本公司的財務申報制度、風險管理及內部監控系統包括檢討本公司之財務監控、風險管理及內部監控系統及討論本公司在會計及財務匯報職能方面的資源、員工資歷及經驗以及培訓課程和預算是否充足及應董事局的委派或主動就有關風險管理及內部監控事宜的重要調查結果及管理層對調查結果的回應進行研究。



# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### BOARD COMMITTEES (continued)

##### (1) Audit Committee (continued)

During the year ended 31 December 2020, the Audit Committee comprised three Independent Non-executive Directors. Mr. Wong Man Chung, Francis as the chairman of the Audit Committee during the year under review and Mr. Wang Tianyi and Mr. Wang Bing as the members of the Audit Committee, in compliance with Rule 3.21 of the Listing Rules.

For the year ended 31 December 2020, 4 meetings of Audit Committee were held.

The Audit Committee has reviewed the Group’s consolidated financial statements for the year ended 31 December 2020 and has also discussed the internal control, the accounting principles and practices adopted by the Group. The Audit Committee is of the opinion that the consolidated financial statements have been prepared in accordance with the applicable accounting standard, the Listing Rules and the statutory requirements and that adequate disclosures have been made in this annual report.

##### (2) Remuneration Committee

The remuneration committee of the Company (“**Remuneration Committee**”) has been established since 2005 with specific written terms of reference. The terms of reference of the Remuneration Committee (which were available on the websites of the Stock Exchange and the Company) have included the duties which are set out in the code provision B.1.2 of the CG Code, with appropriate modifications when necessary.

### 董事局(「董事局」)(續)

#### 董事委員會(續)

##### (1) 審核委員會(續)

於截至2020年12月31日止年度內，審核委員會包括三名獨立非執行董事，於回顧年度內之審核委員會主席為黃文宗先生以及審核委員會成員為王天義先生及王冰先生，符合上市規則第3.21條之規定。

截至2020年12月31日止年度，審核委員會共舉行4次會議。

審核委員會已審閱本集團截至2020年12月31日止年度之合併財務報表，亦已討論內部監控事宜、本集團所採納之會計原則及慣例。審核委員會認為，有關合併財務報表乃按適用會計準則、上市規則及法定規定編製，並已於本年報內作出充足披露。

##### (2) 薪酬委員會

本公司薪酬委員會(「**薪酬委員會**」)自2005年起成立，並訂有特定書面職權範圍。薪酬委員會之職權範圍(可於聯交所及本公司網站查閱)包括企業管治守則之守則條文第B.1.2條所載之職責，並於需要時作出適當修訂。



# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### BOARD COMMITTEES (continued)

##### (2) Remuneration Committee (continued)

Pursuant to its terms of reference, the Remuneration Committee is required, amongst other things, (i) to make recommendations to the Board on the Company's policy and structure for all directors and senior management remuneration and on the establishment of a formal and transparent procedure for developing remuneration policy; (ii) to review and approve the management's remuneration proposals with reference to the Board's corporate goals and objectives; (iii) to determine, with delegated responsibility from the Board, the remuneration packages of individual executive directors and senior management which include benefits in kind, pension rights and compensation payments, including any compensation payable for loss or termination of their office or appointment; (iv) to make recommendations to the Board on the remuneration of non-executive directors; (v) to consider salaries paid by comparable companies, time commitment and responsibilities and employment conditions elsewhere in the Group; (vi) to consider and approve the grant of share options to eligible employees pursuant to the Share Option Schemes; (vii) to review and approve compensation payable to executive directors and senior management for any loss or termination of office or appointment to ensure that it is consistent with contractual terms and is otherwise fair and not excessive; (viii) to review and approve compensation arrangements relating to dismissal or removal of directors for misconduct to ensure that they consistent with contractual terms and are otherwise reasonable and appropriate; and (ix) to ensure that no director or any of his/her associates is involved in deciding his/her own remunerations. The Remuneration Committee should meet at least once a year and when the need arises.

During the year under review, the Remuneration Committee comprised Independent Non-executive Director of the Company, Mr. Wong Man Chung, Francis, as the chairman of the Remuneration Committee, Chairman and Chief Executive Officer of the Company, Mr. Han Jingyuan and some of the Independent Non-executive Directors of the Company namely, Mr. Wang Tianyi and Mr. Wang Bing as the members of the Remuneration Committee, in compliance with the Rule 3.25 of the Listing Rules.

For the year ended 31 December 2020, 2 meetings of Remuneration Committee were held.

Details of the remuneration of each Director for the year ended 31 December 2020 are set out in the Note 49 to the consolidated financial statements in this annual report.

### 董事局(「董事局」)(續)

#### 董事委員會(續)

##### (2) 薪酬委員會(續)

根據其職權範圍，薪酬委員會須(其中包括)，(i)就本公司的董事及高級管理人員之全體薪酬政策及架構，及就設立正規而具透明度的程序制訂薪酬政策，向董事局提出建議；(ii)因應董事局所訂企業方針及目標而檢討及批准管理層的薪酬建議；(iii)獲董事局轉授責任，釐定個別執行董事及高級管理人員之薪酬待遇，其中包括非金錢利益、退休金權利及賠償金額(包括喪失或終止職務或委任之賠償)；(iv)就非執行董事之酬金向董事局提出建議；(v)考慮同類公司支付之薪酬、須付出之時間及職責、以及本集團內其他職位之僱用條件；(vi)根據購股權計劃，考慮及批准向合資格僱員授出購股權；(vii)檢討及批准向執行董事及高級管理人員就其喪失或終止職務或委任而須支付之賠償，以確保該等賠償與合約條款一致；若未能與合約條款一致，賠償亦須公平合理，不致過多；(viii)檢討及批准因董事行為失當而解僱或罷免有關董事所涉及之賠償安排，以確保該等安排與合約條款一致；若未能與合約條款一致，有關賠償亦須合理適當；及(ix)確保任何董事或彼／其的任何聯繫人士不得參與釐定他自己的薪酬。薪酬委員會應每年最少召開一次會議以及於有需要時召開會議。

於回顧年度內，薪酬委員會包括本公司獨立非執行董事黃文宗先生為薪酬委員會主席、本公司董事局主席兼首席執行官韓敬遠先生及本公司部分獨立非執行董事，即王天義先生及王冰先生，均為薪酬委員會成員，符合上市規則第3.25條之規定。

截至2020年12月31日止年度，薪酬委員會共舉行2次會議。

各董事於截至2020年12月31日止年度之薪酬詳情載列於本年報合併財務報表附註49。

# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### BOARD COMMITTEES (continued)

##### (2) Remuneration Committee (continued)

The biographies of members of the senior management team at the date of this annual report are disclosed in the section headed “Directors’ and Senior Management’s Biographical Information” in this annual report. Pursuant to the code provision B.1.5 of the CG Code, the emoluments of the senior management (excluding Directors) for the year ended 31 December 2020 are within the following bands:

		Number of individuals 人數	
		2020	2019
HK\$1 to HK\$1,000,000 (approximately RMB1–RMB869,000)	1 港元至 1,000,000 港元 (約人民幣 1 元至 人民幣 869,000 元)	1	–
HK\$1,000,001 to HK\$1,500,000 (approximately RMB869,001– RMB1,303,000)	1,000,001 港元至 1,500,000 港元 (約人民幣 869,001 元至 人民幣 1,303,000 元)	1	1
HK\$1,500,001 to HK\$2,000,000 (approximately RMB1,303,001– RMB1,737,000)	1,500,001 港元至 2,000,000 港元 (約人民幣 1,303,001 元至 人民幣 1,737,000 元)	1	2

##### (3) Nomination Committees

The nomination committee of the Company (“**Nomination Committee**”) has been established on 23 March 2012 with specific written terms of reference. The terms of reference of the Nomination Committee (which were available on the websites of the Stock Exchange and the Company) have included the duties which are set out in the code provision A.5.2 of the CG Code, with appropriate modifications when necessary.

### 董事局(「董事局」)(續)

#### 董事委員會(續)

##### (2) 薪酬委員會(續)

於本年報日期的高級管理層成員的履歷於本年報「董事及高級管理人員的履歷資料」一節內披露。根據企業管治守則之守則條文第B.1.5條所載，截至2020年12月31日止年度支付予高級管理層(不包括董事)的薪酬介乎以下範圍：

##### (3) 提名委員會

本公司提名委員會(「**提名委員會**」)於2012年3月23日成立，並訂有特定書面職權範圍。提名委員會之職權範圍(可於聯交所及本公司網站查閱)包括企業管治守則之守則條文第A.5.2條所載之職責，並於需要時作出適當修訂。

# Corporate Governance Report

## 企業管治報告

### BOARD OF DIRECTORS (THE “BOARD”) (continued)

#### BOARD COMMITTEES (continued)

##### (3) Nomination Committees (continued)

The duties of the Nomination Committee are mainly to (i) review the structure, size, composition and diversity of the Board at least annually and make recommendations on any proposed changes to the Board; (ii) identify individuals suitably qualified to become Board members and select or make recommendations to the Board; (iii) assess the independence of independent non-executive directors; (iv) make recommendations to the Board on the appointment or re-appointment of directors and succession planning for directors; (v) formulate a policy concerning diversity of members of the Board (the “**Board Diversity Policy**”), as appropriate; and (vi) to review the measurable objectives that the Board has set for implementing the Board Diversity Policy and the progress on achieving the objectives.

The Nomination Committee will taking into consideration a candidate’s qualification, experience, expertise and knowledge, the requirements applicable to the Company and the structure and composition of the Board, identify, review and nominate with diligence and care candidates suitably qualified as Board members before making recommendations to the Board for their final appointment.

During the year under review, the Nomination Committee comprised the Chairman and Chief Executive Officer of the Company, Mr. Han Jingyuan, as the chairman of the Nomination Committee and the Independent Non-executive Directors of the Company namely, Mr. Wong Man Chung, Francis, Mr. Wang Tianyi and Mr. Wang Bing as the members of the Nomination Committee, in compliance with code provision A.5.1 of the CG Code.

For the year ended 31 December 2020, 3 meetings of Nomination Committee were held.

### 董事局(「董事局」)(續)

#### 董事委員會(續)

##### (3) 提名委員會(續)

提名委員會的職務主要為(i)至少每年檢討董事局的架構、人數、組成及多元化並就擬對董事局作出的變動提出建議；(ii)物色具備合適資格可擔任董事的人士，並挑選或向董事局提出建議；(iii)評核獨立非執行董事的獨立性；(iv)就董事委任或重新委任以及董事繼任計劃向董事局提出建議；(v)在適當情況下，制定關於董事局成員多元化的政策(「**董事局多元化政策**」)；及(vi)檢討董事局為執行董事局多元化政策而制定的可計量目標和達標進度。

提名委員會於向董事局就董事之最終委任作出推薦前，將考慮候選人之資歷、經驗、專長及知識、本公司之適用規定以及董事局之架構及組成，審慎識別、審閱及提名具備合適資格可擔任董事局成員之候選人。

於回顧年度內，提名委員會包括本公司董事局主席兼首席執行官韓敬遠先生為提名委員會主席及本公司的獨立非執行董事，即黃文宗先生、王天義先生及王冰先生，均為提名委員會成員，符合企業管治規則之守則條文第A.5.1條之規定。

截至2020年12月31日止年度，提名委員會舉行3次會議。



# Corporate Governance Report

## 企業管治報告

### BOARD DIVERSITY POLICY

The Company has adopted the Board Diversity Policy on 30 August 2013 with a view to achieving a sustainable and balanced development of the Group. The Company sees increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives and its sustainable development.

In designing the Board's composition, Board diversity has been considered from a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. All Board appointments will be based on meritocracy, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board.

### Measurable Objectives

Selection of candidates will be based on a range of diversity perspectives, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

### Monitoring and Reporting

The Nomination Committee will review the Board's composition under diversified perspectives and monitor the implementation of the Board Diversity Policy annually. During the year under review, the Nomination Committee has reviewed the Board's composition (including the gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service) which has been disclosed on pages 94 to 99 in this annual report and considered the current Board's composition is appropriate.

### 董事局多元化政策

為達致本集團可持續及均衡發展，本公司於2013年8月30日採納董事局多元化政策。本公司視董事局層面日益多元化為支持其達到策略目標及維持可持續發展的關鍵元素。

在設定董事局成員組合時，會從多個方面考慮董事局多元化，包括但不限於性別、年齡、文化及教育背景、種族、專業經驗、技能、知識及服務任期。董事局所有委任均以用人唯才為原則，並在考慮人選時以客觀條件充分顧及董事局多元化的裨益。

### 可計量目標

甄選人選將按一系列多元化範疇為基準，包括但不限於性別、年齡、文化及教育背景、種族、專業經驗、技能、知識及服務任期。最終將按所選人選的長處及可為董事局提供的貢獻而作決定。

### 監察及匯報

提名委員會將每年檢討董事局在多元化層面之組成，並監察董事局成員多元化政策之執行。於回顧年度內，提名委員會已審閱在本年報的第94頁至第99頁內披露的董事局之組成（包括性別、年齡、文化及教育背景、種族、專業經驗、技能、知識及服務任期），並認為現時的董事局組成是恰當的。

# Corporate Governance Report

## 企業管治報告

### CORPORATE GOVERNANCE

The Company is dedicated to maintaining a high standard of corporate governance and the Board is responsible for performing the corporate governance duties as stipulated in the Listing Rules.

During the year under review, the Board had developed and reviewed the Company's policies and practices on corporate governance and review the compliance with the CG Code and disclosure in the Corporate Governance Report.

### ACCOUNTABILITY AND AUDIT

#### Financial Reporting

The Board acknowledges that it is its responsibility to prepare financial statements of the Company for each financial period which give a true and fair view of the state of affairs of the Company and ensure that financial statements are prepared in accordance with statutory and regulatory requirements and applicable accounting standards. The Board also ensures the timely publication of the financial statements of the Company.

The Board confirms that, to the best of its knowledge and, having made appropriate enquires, it considers that the Company has adequate resources to continue in operational existence for the foreseeable future and has prepared the financial statements on a going concern basis accordingly.

#### Risk Management and Internal Controls

For the year ended 31 December 2020, the Board conducted an annual review of the effectiveness of the Group's risk management and internal control systems based on the confirmation made by the senior management and inputs from the Audit Committee. The Board considered that the risk management and internal control systems of the Group, including the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's accounting, internal audit and financial reporting functions, are effective and adequate during the year.

### 企業管治

本公司致力於維持高標準之企業管治，而董事局則負責履行上市規則所規定之企業管治職責。

於回顧年度內，董事局已制定及檢討本公司有關企業管治守則之政策及實務，並審閱遵守企業管治守則之情況及企業管治報告之披露。

### 問責和核數

#### 財務匯報

董事局確認，其有責任就每一財務期間編製真實及公平地反映本公司財務狀況之財務報表，以及確保該等財務報表乃按法定與規管要求及適用會計準則編製。董事局亦須確保適時刊發本公司財務報表。

於作出適當查詢後，董事局確認，就其所知本公司具有充分資源於可見將來繼續維持營運，並已按持續經營準則編製財務報表。

#### 風險管理及內部監控

截至2020年12月31日止年度，根據高級管理層作出的確認及來自審核委員會的意見，董事局對本集團風險管理及內部監控系統的有效性進行年度檢討。董事局考慮的範疇包括資源的充足性、員工資歷及經驗、培訓計劃及本集團會計、內部審計及財務報告職能之相關預算，認為年內本集團的風險管理及內部監控系統是有效及充足的。





# Corporate Governance Report 企業管治報告

## ACCOUNTABILITY AND AUDIT *(continued)*

### Risk Management and Internal Controls *(continued)*

The Board has an overall and ongoing responsibility for the Group's risk management and internal control systems, and reviewing their effectiveness. It is acknowledged that risk management and internal control systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material adverse change or damage.

The Board, through its risk oversight role, ensures that the senior management establishes an effective risk management, consistent with the Group's strategy and risk appetite. The senior management establishes risk management policies and internal control processes to identify, evaluate and manage risks. Each subsidiary implements such policies and processes in the daily operations and reports significant risks identified to the senior management regularly. The senior management assesses and evaluates these significant risks reported then allocates sufficient resources to address these risks and monitors the risk management status reported from the relevant subsidiary from time to time. The senior management will communicate the risk management and internal control findings to the Board for its assessment of the effectiveness of the relevant risk management and internal control systems of the Group.

The Finance Department and the PRC Internal Audit Department of the Group review material internal control aspects of the Group, including financial, operational and compliance controls as well as risk management function, duties which include (i) reviewing and reporting on internal and operational controls; (ii) following-up on the suggestions made by external auditors; (iii) ongoing monitoring and reviews on different operating cycles; and (iv) special review of areas of concern identified by senior management. It reports to the Executive Directors of the Company as well as the Chief Executive Officer and the Chief Financial Officer of the Company from time to time, and also reports the findings to the Audit Committee at least twice a year and on ad-hoc basis. The findings are communicated with the senior management and actions are taken to resolve defects as and when identified. No material internal control defects were identified during the year.

## 問責和核數 *(續)*

### 風險管理及內部監控 *(續)*

董事局對本集團的風險管理及內部監控系統負起全部及持續的責任，並檢討其有效性。茲確認風險管理及內部監控系統乃旨在管理而非消除未能達成業務目標之風險，並且只能就不會有重大不利的變化或損失而作出合理且非絕對的保證。

董事局透過其風險監察角色確保高級管理層建立有效之風險管理，並符合本集團之策略及風險取向。高級管理層制訂風險管理政策及內部監控流程，以識別、評估及管理風險。各個子公司會於日常營運中實施該等政策及流程，並定期向高級管理層報告所識別之重大風險。高級管理層會辨識及評估該等已作出報告之重大風險，隨後則分配充足資源以處理該等風險，並監察由相關子公司不時作出報告之風險管理狀況。高級管理層會將風險管理及內部監控的結果傳達給董事局，以供評估本集團相關風險管理及內部監控系統之有效性。

本集團的財務部門及中國大陸內部審計部門會檢討本集團的重大內部監控範疇，包括財務、營運及合規監控和風險管理職能，其工作包括 (i) 對內部及營運監控作出審議及報告；(ii) 跟進外聘核數師提供之建議；(iii) 對不同營運週期進行持續監控及檢討；及 (iv) 對高級管理層所識別之關注範圍進行專項審查。其不時向本公司的執行董事以及本公司的首席執行官及首席財務官匯報，並每年向審核委員會報告有關結果至少兩次及不時向其作出報告。有關結果乃與高級管理層經溝通後得出，而於識別缺陷後則會採取行動解決。年內並無發現任何重大的內部監控缺陷。

# Corporate Governance Report

## 企業管治報告

### ACCOUNTABILITY AND AUDIT (continued)

#### Risk Management and Internal Controls (continued)

Under code provision C.2.5 of the CG Code and the related notes of the CG Code, the Company should have an internal audit function which generally carries out the analysis and independent appraisal of the adequacy and effectiveness of the Group's risk management and internal control systems. While the PRC internal audit function of the Company was established since January 2018, other internal audit function is merged with the finance function during the year ended 31 December 2020. During the year, the Group conducted a review on the need for setting up an independent internal audit department. Taking into account the size and complexity of the operations of the Group, the Company considers that the existing organisation structure and the close supervision of the management could provide sufficient internal control and risk management for the Group. The Audit Committee and the Board regularly review the effectiveness of the internal control system and the risk management of the Group. The Board will review the need to set up an independent internal audit function on an annual basis.

When the Board and the Audit Committee express concerns over the risk management and internal control matters of the Group, the Finance Department and the PRC Internal Audit Department of the Group will investigate and communicate the findings with and make recommendations to the senior management. The Finance Department and the PRC Internal Audit Department of the Group also maintain an effective communication with the external auditor of the Company on the Group's internal control system during interim review and annual audit.

The Group has a policy for handling and dissemination of inside information including relevant control processes and safeguards. The processes and safeguards are implemented as needed by the relevant department heads and management involved in the handling and dissemination of inside information.

### 問責和核數(續)

#### 風險管理及內部監控(續)

根據企業管治守則之守則條文第C.2.5條及企業管治守則的相關附註，本公司應設立內部審核功能，其普遍是對本集團的風險管理及內部監控系統是否足夠和有效作出分析及獨立評估。雖然本公司之中國內部審核功能已自2018年1月成立，但於截至2020年12月31日止年度內，其他內部審核功能仍與財務功能合併。於本年度內，本集團已就設立獨立內部審核部門的需要作出檢討。經考慮到本集團營運之規模及複雜程度，本公司認為現行組織架構及管理層緊密監察可為本集團提供足夠之內部監控及風險管理。審核委員會及董事局定期檢討本集團內部監控系統及風險管理之成效。董事局將每年檢討是否需要設立獨立內部審核功能。

當董事局及審核委員會對本集團之風險管理及內部監控事宜提出疑慮時，本集團之財務部門及中國內部審計部門將進行調查，並將於與高級管理層就結果磋商及提出建議。在中期審閱及年度審計期間，本集團之財務部門及中國內部審計部門亦會就本集團之內部監控系統與本公司外聘核數師維持有效溝通。

本集團設有處理及發放內幕消息之政策，當中包括相關監控流程及保障措施。參與處理及發放內幕消息之相關部門主管及管理層會於有需要時實施有關流程及保障措施。



# Corporate Governance Report

## 企業管治報告

### ACCOUNTABILITY AND AUDIT *(continued)*

#### External Auditor

The Directors are responsible for preparing the financial statements for the financial year ended 31 December 2020 to reflect a true and fair view of the Company's and the Group's financial position and financial performance and cash flows for the year.

In preparing the financial statements for the year ended 31 December 2020, the generally accepted accounting principles in Hong Kong, Hong Kong Financial Reporting Standards and Hong Kong Accounting Standards are adopted, with consistent use of appropriate accounting policies, for making reasonable and prudent judgments and estimates. The financial statements for the year ended 31 December 2020 were prepared on a going concern basis.

The reporting responsibilities of the auditor are set out in the Independent Auditor's Report in this annual report.

For the year ended 31 December 2020 and up to the date of this report, the external auditor of the Group is PricewaterhouseCoopers. Fees of auditing services and non-auditing services provided by PricewaterhouseCoopers and its member firms of the same international network for the year ended 31 December 2020 were approximately RMB4.55 million and RMB0.62 million respectively.

For the year ended 31 December 2020 and up to the date of this report, PricewaterhouseCoopers and its member firms of the same international network provided non-audit services mainly on interim review and taxation services. These non-audit services are engaged only as they are more effective or economical than those available from other service providers and will not constitute adverse impact on the independence of the external auditor. The nature and ratio of annual fees to external auditor for non-audit services and for audit services in 2020 have been scrutinised by the Audit Committee.

#### 問責和核數(續)

#### 外聘核數師

董事負責編製截至2020年12月31日止財政年度的財務報表，以真實公平反映本公司和本集團的財務狀況及該年度的財務表現與現金流。

編製截至2020年12月31日止年度的財務報表時，已採納香港一般公認的會計準則，香港財務報告準則及香港會計準則，並貫徹運用合適的會計政策，做出合理審慎的判斷及估計。截至2020年12月31日止年度的財務報表乃按持續經營基準編製。

核數師之報告職責已載於本年報之獨立核數師報告。

截至2020年12月31日止年度及截至本報告日期，本集團外聘核數師為羅兵咸永道會計師事務所。截至2020年12月31日止年度，羅兵咸永道會計師事務所及其同一國際網絡下的成員機構提供審核服務與非審核服務之費用分別為約人民幣455萬元及人民幣62萬元。

截至2020年12月31日止年度及截至本報告日期，羅兵咸永道會計師事務所及其同一國際網絡下的成員機構提供非審核服務主要涉及中期審閱及稅務服務。該等非審核服務只可在較其他服務供應商所提供的服務更為有效或更合乎經濟原則，且不會對外聘核數師的獨立性構成不利影響的情況下，方可使用。外聘核數師於2020年全年就非審核服務及審核服務所收費用的性質及比率已由審核委員會詳細審閱。

# Corporate Governance Report

## 企業管治報告

### SHAREHOLDERS' RIGHTS

Shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition sent to the Company's registered office and its principal office in Hong Kong (Suites 901-2 & 10, 9th floor, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong) for the attention of the Board or the Company Secretary, to require a special general meeting (the "SGM") to be called by the Board for the transaction of any business specified in such requisition; and such meeting shall be held within two (2) months after the deposit of such requisition. The written requisition must state the purposes of the SGM, signed by the Shareholder(s) concerned and may consist of several documents in like form, each signed by one or more of those Shareholders. If the requisition is in order, the Company Secretary will ask the Board to convene a SGM by serving sufficient notice in accordance with the statutory requirements to all the registered Shareholders. On the contrary, if the requisition is invalid, the Shareholders concerned will be advised of this outcome and accordingly, a SGM will not be convened as requested. Shareholder(s) of the Company holding (i) not less than one-twentieth of the total voting rights of all Shareholders having the right to vote at the general meeting; or (ii) not less than 100 Shareholders, can submit a written request stating the resolution intended to be moved at the annual general meeting or a statement of not more than 1,000 words with respect to the matter referred to in any proposed resolution or the business to be dealt with at a particular general meeting. The written request/statements must be signed by the Shareholder(s) concerned and deposited at the Company's registered office and its principal office in Hong Kong (Suites 901-2 & 10, 9th floor, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong) for the attention of the Company Secretary, not less than six (6) weeks before the annual general meeting in the case of a requisition requiring notice of a resolution and not less than one week before the general meeting in the case of any other requisition. If the written request is in order, the Company Secretary will ask the Board (i) to include the resolution in the agenda for the annual general meeting; or (ii) to circulate the statement for the general meeting, provided that the Shareholder(s) concerned have deposited a sum of money reasonably determined by the Board sufficient to meet the Company's expenses in serving the notice of the resolution and/or circulating the statement submitted by the Shareholder(s) concerned in accordance with the statutory requirements to all the registered Shareholders. On the contrary, if the requisition is invalid or the Shareholder(s) concerned have failed to deposit sufficient money to meet the Company's expenses for the said purposes, the Shareholder(s) concerned will be advised of this outcome and accordingly, the proposed resolution will not be included in the agenda for the annual general meeting or the statement will not be circulated for the general meeting.

### 股東權利

於遞呈要求日期時持有不少於本公司繳足股本（附有於本公司股東大會上投票權）十分之一的股東，於任何時候均有權向本公司註冊辦事處及其香港主要辦事處（香港灣仔港灣道23號鷹君中心9樓901-2及10室）發出書面要求（收件人為董事局或公司秘書），要求董事局就該要求指明的任何業務交易召開股東特別大會（「股東特別大會」）；且該大會須於遞呈要求後兩(2)個月內舉行。書面要求必須列明股東特別大會的目的，由相關股東簽署且可包括具有類似格式的數份文件（均由一名或多名該等股東簽署）。倘要求屬適宜，公司秘書將要求董事局根據法定要求給予全體註冊股東足夠通知期，以召開股東特別大會。相反，倘要求無效，相關股東將獲通知此結果，因此，股東特別大會不會按要求召開。本公司股東持有(i)有權於股東大會上投票之全體股東總投票權不少於二十分之一；或(ii)不少於一百名股東，可向本公司提呈於股東週年大會上動議決議案的書面要求，或就於特定股東大會提呈之任何決議案所述事項或處理的事務作出不超過1,000字的書面陳述。書面請求／陳述須由相關股東簽署，並於股東週年大會舉行前六(6)週（倘要求需要以決議案通知）及股東大會舉行前一週（倘為任何其他要求）呈遞至本公司註冊辦事處及其香港主要辦事處（香港灣仔港灣道23號鷹君中心9樓901-2及10室），收件人為公司秘書。倘書面要求適當，公司秘書將要求董事局(i)將決議案載入股東週年大會議程；或(ii)在股東大會傳閱該陳述，惟相關股東須支付董事局釐定的合理金額的本公司費用，以便本公司根據法定要求向全體登記股東寄發決議案通知及／或向彼等傳閱相關股東提呈的陳述。相反，倘要求無效，或相關股東未有支付足夠費用供本公司作出上述行動，相關股東將獲通知此結果，因此，建議的決議案將不會載入股東週年大會議程，或該陳述不會在股東大會傳閱。





# Corporate Governance Report

## 企業管治報告

### SHAREHOLDERS' RIGHTS *(continued)*

Shareholders and other stakeholders may at any time send their enquiries and concerns to the Board by addressing them to the Company Secretary by post to the Hong Kong principal office at Suites 901-2 & 10, 9th floor, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong.

### IMPACT ON NEW LEGISLATION, POLICY AND PROCEDURES

As mentioned before, over 90% of the operations of the Group are carried in the PRC. Any change in the policy and procedure in the PRC may have adverse effects on the Group's operation and results.

Also, the introduction of new legislation and rules by the Stock Exchange, Securities and Futures Commission and other regulatory bodies in Hong Kong and overseas may induce changes in market conditions that in turn adversely affect the operating results of the Company.

### COMMUNICATION WITH SHAREHOLDERS

The Board recognises the importance of good communication with the Shareholders of the Company. A Shareholders Communication Policy was adopted on 23 March 2012 to ensure that Shareholders are provided with ready, equal and timely access to balanced and understandable information about the Company. The policy is posted on the Company's website. The Company has established various channels of communications with its Shareholders such as publication of interim and annual reports, press release and announcement of the latest development of the Company in a timely manner. To promote effective communications, the Company also maintains a website at [www.chinaorientalgroup.com](http://www.chinaorientalgroup.com), where updated information on the Company's business developments and operations and other information are posted, including all the regulatory announcements relating to the Company and the poll results on the business day following the general meeting (if any).

The general meeting of the Company provides a forum for exchange of views between the shareholders of the Company and the Board. The Chairman of the Board, the Directors (including Independent Non-executive Directors), chairman or members of the Board committees and senior management of the Group and where applicable are available to answer questions at the general meeting of the Company.

### 股東權利 *(續)*

股東及其他權益相關人士可隨時將其查詢及關注意見以郵遞方法發送至香港主要辦事處(香港灣仔港灣道23號鷹君中心9樓901-2及10室)予董事局，收件人為公司秘書。

### 新法例、政策及程序之影響

正如上文所述，本集團的運作超過90%在中國進行。任何於中國的政策和程序變動均可能對本集團營運和業績產生不利影響。

此外，聯交所、證券及期貨事務監察委員會和香港及海外其他監管機構引入之新法例及規則可能導致市場狀況變動，並可能對本公司經營業績帶來不利影響。

### 與股東之溝通

董事局深明與本公司股東保持良好溝通之重要性。本公司已於2012年3月23日採納股東通訊政策以確保股東可快速、平等及適時獲得有關本公司全面而易於理解的資料。該政策刊登於本公司網站。本公司已設立多個渠道與股東溝通，如適時地刊登中期報告及年報、就本公司之最新發展發出新聞稿及公告。為促進有效溝通，本公司亦已設立網站，網址為 [www.chinaorientalgroup.com](http://www.chinaorientalgroup.com)，載有本公司業務發展及經營最新資訊以及其他資料，其中包括有關本公司之所有監管公告及於股東大會後之營業日刊登之投票結果(如有)。

本公司股東大會為本公司股東與董事局之間提供交流意見之平台。董事局主席、董事(包括獨立非執行董事)、董事局委員會主席或成員及本集團的高級管理層(如適用)，可於本公司股東大會上回應問題。



# Corporate Governance Report

## 企業管治報告

### COMMUNICATION WITH SHAREHOLDERS

(continued)

The rights of the Shareholders of the Company and the procedures for demanding a poll on resolution at general meeting are contained in the Bye-laws. Details of such right to demand a poll and the poll procedure are included in all circulars to the Shareholders of the Company which will call for a general meeting and will be explained during the proceedings of the meeting.

Upon the implementation of the amendments of the Listing Rules with effect from 1 January 2009, all resolutions proposed at general meeting will be voted by poll. The poll voting results will be posted on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.chinaorientalgroup.com](http://www.chinaorientalgroup.com)) immediately after the relevant general meeting.

Under the code provision E.1.2 of the CG Code, the chairman of the board should attend the annual general meeting of the Company.

Separate resolutions are proposed at the general meeting for substantial separate issues, including re-election of retiring Directors. The Company's notice to Shareholders for the 2020 AGM was sent to Shareholders at least 20 clear business days before the meeting and notices of other general meetings were sent to Shareholders at least 10 clear business days before the meetings. The Chairman, the chairman of the Board Committees and the external auditor were available at the 2020 AGM to answer questions from the Shareholders.

The forthcoming AGM will be held on 2 June 2021.

The Company will continue to enhance communication and relationship with its Shareholders. Enquiries from the Shareholders are dealt with in an informative and timely manner.

### CONSTITUTIONAL DOCUMENTS

The Company's constitutional documents were adopted on 30 March 2012. There was no change in the Memorandum of Association of the Company and the Bye-laws during the year ended 31 December 2020.

### 與股東之溝通

(續)

本公司股東之權利及在股東大會上要求就決議案投票表決之程序載於章程細則。要求投票表決權利之詳情及投票表決程序載於所有召開股東大會之本公司股東通函，並會於大會議事程序內解釋。

自2009年1月1日起生效實施的上市規則修訂，所有在股東大會提呈的決議案均以投票方式表決。投票表決結果將於有關股東大會召開後立即於聯交所網站([www.hkexnews.hk](http://www.hkexnews.hk))及本公司網站([www.chinaorientalgroup.com](http://www.chinaorientalgroup.com))刊登。

根據企業管治守則之守則條文第E.1.2條，董事局主席須出席本公司股東週年大會。

獨立事宜(包括重選退任董事)均會於股東大會上提呈個別決議案。本公司就2020股東週年大會致股東之通告已於大會舉行前最少足20個營業日向股東發送，而就其他股東大會而言，則在該大會舉行前最少足10個營業日向股東發送有關通知。主席及董事局委員會主席以及外聘核數師均有出席2020股東週年大會，以解答股東所提出之疑問。

應屆股東週年大會將於2021年6月2日舉行。

本公司將繼續增進與股東之間的溝通及關係。股東之查詢將會詳盡並適時處理。

### 憲章文件

本公司於2012年3月30日採納憲章文件。於截至2020年12月31日止年度內，本公司之組織章程大綱及章程細則概無變動。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### ABOUT THE ESG REPORT

Complying with national laws and regulations and adhering to right values, the Group operates in a responsible manner, with its focus on production safety, occupational health, professional ethics, environmental protection, employees' interests and rights, community contribution, etc. in order to facilitate the balanced development of economy, society and the environment.

The Group issues this ESG Report in accordance with the ESG Reporting Guide set out in Appendix 27 of the Listing Rules on the Stock Exchange to demonstrate the Group's performance and practice for corporate social responsibility to all the stakeholders through both environmental and social areas.

For information of the Group's corporate governance, please refer to "Corporate Governance Report" of the year.

### Reporting Scope

This ESG Report covers the period from 1 January 2020 to 31 December 2020 (the "Reporting Period").

Currently, the Group's revenue is mainly generated from the iron and steel business which is dominated by manufacture and sales of self-manufactured iron and steel products. Production of such iron and steel products is mainly conducted by its subsidiaries such as Hebei Jinxi Iron and Steel Group Company Limited ("Jinxi Limited"), Hebei Jinxi Sheet Piling Section Steel Technology Company Limited and Foshan Jin Xi Jin Lan Cold Rolled Sheet Company Limited. The content and disclosure of key performance indicators in this ESG Report below are mainly about its subsidiary, Jinxi Limited. Compared with the ESG Report released in the 2019 Annual Report, there is no significant adjustment to the scope of the ESG Report this year.

### 關於環境、社會及管治報告

本集團遵守國家法律法規，秉承正確的價值觀，以負責任的態度進行生產營運，包括專注於安全生產、職業健康、職業道德、環境保護、員工權益、社會回饋等，以推動經濟、社會與環境的均衡發展。

本集團依照聯交所上市規則附錄27所載之《環境、社會及管治報告指引》，編製了本環境、社會及管治報告，從環境和社會兩個範疇，向各利益相關方介紹本集團在履行企業社會責任方面的表現和實踐。

有關本集團企業管治方面的資料，請參見本年度《企業管治報告》。

### 報告範圍

環境、社會及管治報告涵蓋的期間為2020年1月1日至2020年12月31日（「本匯報期」）。

本集團目前的主要收入來自鋼鐵業務，當中以製造及銷售自行生產的鋼鐵產品為主，有關鋼鐵產品的生產主要由河北津西鋼鐵集團股份有限公司（「津西鋼鐵」）、河北津西鋼板樁型鋼科技有限公司及佛山津西金蘭冷軋板有限公司等附屬公司進行。環境、社會及管治報告中的內容及披露的關鍵績效指標主要覆蓋其附屬公司津西鋼鐵。與整合在2019年年報內發佈的環境、社會及管治報告相比，本年度環境、社會及管治報告並無重大報告範圍調整。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### ABOUT THE ESG REPORT *(continued)*

#### Reporting Principles

This ESG Report has been prepared in accordance with the following reporting principles in the ESG Reporting Guide:

- “Materiality”: The Group identifies key ESG issues through stakeholder engagement and materiality assessment. For details, please refer to the chapters on “Stakeholder Engagement” and “Materiality Assessment”;
- “Quantitative”: Information on the standards, methodologies and source of conversion factors used for the reporting of emission and energy consumption has been disclosed. For details, please refer the chapter on “Environment”; and
- “Consistency”: The statistical methods and key performance indicators are consistent with previous years.

#### Environmental, Social and Governance Organization Structure

The Group understands the importance of enhancing its environmental and social commitments to sustainable operations, and has incorporated ESG related factors of risks and opportunities into our business strategies to guide our day-to-day business operations. The Board is the highest decision-maker of ESG management in the Group.

### 關於環境、社會及管治報告 (續)

#### 匯報原則

環境、社會及管治報告的編製遵守環境、社會及管治報告指引中的匯報原則：

- 「重要性」：本集團通過利益相關方參與及重要性評估，識別重要環境、社會及管治議題，詳見「利益相關方參與」和「重要性評估」章節；
- 「量化」：匯報排放量及能源消耗資料時所用的準則、方法及所使用轉換因子的來源已予以披露，詳見「環境」章節；及
- 「一致性」：統計方法和關鍵績效指標與往年保持一致。

#### 環境、社會及管治組織架構

本集團深知提升自身的環境及社會承擔對可持續營運的重要性，已將環境、社會及管治相關的風險與機遇因素納入本集團的業務策略中，以指導日常業務營運。董事局是本集團環境、社會及管治管理的最高決策者。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### ABOUT THE ESG REPORT (continued)

### 關於環境、社會及管治報告 (續)

#### Environmental, Social and Governance Organization Structure (continued)

#### 環境、社會及管治組織架構 (續)

##### The Board

##### 董事局

- ✓ oversee the Group's ESG issues and take full responsibility for the Group's ESG strategy and reporting;  
監管本集團的環境、社會及管治事宜，並對本集團環境、社會及管治策略及彙報承擔全部責任；
- ✓ formulate ESG management policies and strategies, including assessing, prioritising and managing important ESG related issues as well as risks and opportunities to the Group's business;  
制定環境、社會及管治管理政策和策略，包括評估、優次排列及管理環境、社會及管治相關的重要事宜及其對本集團業務帶來的風險和機遇；
- ✓ regularly review the Group's ESG performance and progress towards goals;  
定期審閱本集團的環境、社會及管治表現及目標達成進度；
- ✓ approve the annual ESG Report of the Group.  
審批本集團年度環境、社會及管治報告。

##### The management of the Group

##### 本集團管理層

- ✓ arrange a working group of ESG to carry out related work in accordance with the policies and strategies formulated by the Board;  
根據董事局制定的政策和策略安排環境、社會及管治工作小組開展相關工作；
- ✓ report the ESG related risks and opportunities to the Board;  
向董事局匯報環境、社會及管治相關的風險與機遇；
- ✓ provide the Board with the Group's annual ESG performance and progress towards goals;  
向董事局匯報本集團年度環境、社會及管治表現和目標達成進度；
- ✓ report the Group's annual ESG Report to the Board.  
向董事局匯報本集團年度環境、社會及管治報告。

##### The ESG working group

##### 環境、社會及管治工作小組

- ✓ involve the persons-in-charge of departments directly, and designate special staffs to carry out daily ESG work and prepare annual ESG Report;  
由各部門負責人直接參與，指定專責職員負責開展日常環境、社會及管治工作、編製年度環境、社會及管治報告；
- ✓ report to the management of the Group on the daily ESG performance and progress towards goals;  
向本集團管理層匯報日常環境、社會及管治表現和目標達成情況；
- ✓ report the progress of the Group's annual ESG Report to the management of the Group.  
向本集團管理層匯報本集團年度環境、社會及管治報告的進展。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### ABOUT THE ESG REPORT *(continued)*

#### Materiality assessment

The Group established a materiality assessment model to identify, survey and evaluate ESG issues, and determine issues of materiality to internal and external stakeholders, which would be given priority in disclosures and responses in this ESG Report.

In 2020, the Group's process of materiality assessment was as follows:

#### 1) Identification

With reference to ESG Reporting Guide and the Materiality Map issued by the Sustainability Accounting Standards Board ("SASB"), the Group identified 19 ESG issues relevant to the Group on the basis of the Group's business development strategy and industry trends;

#### 2) Survey

The Group identified important internal and external stakeholders and through the online questionnaire surveys, invited them to assess the materiality of each issue, learning their opinions and suggestions;

#### 3) Evaluation

The Group collected and counted the survey results, analysed the ESG issues from the two dimensions of "Impact on the company's business" and "Impact on stakeholders", and generated a materiality assessment matrix. Combining the advice from the management and experts of the Group and reference to SASB's Materiality Map, the Group confirmed important ESG issues of the Group.

### 關於環境、社會及管治報告 (續)

#### 重要性評估

本集團構建重要性分析模型，對環境、社會及管治議題進行識別、調研和評估，確定對內、外部利益相關方具有重要性的議題，並在本環境、社會及管治報告中給予優先的披露和回應。

於2020年，本集團重要性評估的過程如下：

#### 1) 識別

本集團參考環境、社會及管治報告指引以及可持續發展會計準則委員會（「SASB」）的重要性地圖，結合本集團業務發展策略及行業動態，識別了與本集團相關的19個環境、社會及管治議題；

#### 2) 調研

識別本集團重要的內外部利益相關方，通過在線問卷調研的形式，邀請彼等對各議題的重要性進行評估，瞭解彼等的意見和建議；

#### 3) 評估

本集團對調研結果進行收集和統計，從「對公司業務的影響」和「對利益相關方的影響」兩個維度對環境、社會及管治議題進行分析，繪制重要性評估矩陣。結合本集團管理層和專家的建議，參考SASB的重要性地圖，本集團確認了本集團的重要環境、社會及管治議題。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### ABOUT THE ESG REPORT (continued)

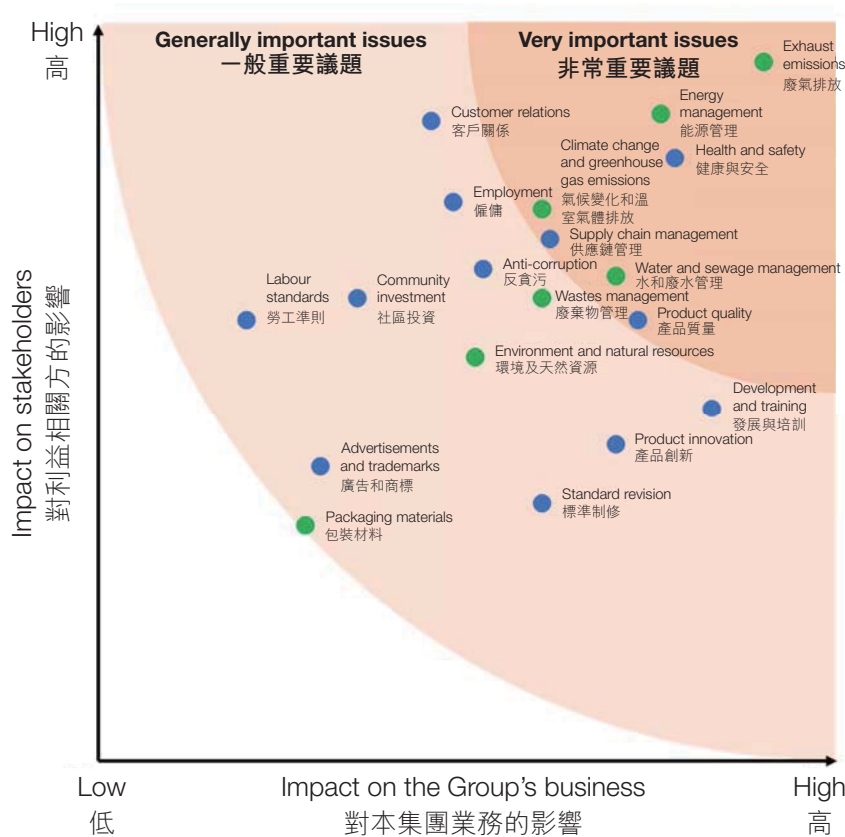
#### Materiality assessment (continued)

### 關於環境、社會及管治報告 (續)

#### 重要性評估 (續)

#### Results of materiality assessment

#### 重要性評估結果



### Stakeholder Engagement

The Group attaches great importance to stakeholder engagement, actively identifies important stakeholders, and establishes effective communication channels to understand the aspirations and expectations of stakeholders and to discuss and respond with their concerned ESG issues, thereby promoting the mutual growth of the Group and stakeholders.

### 利益相關方的參與

本集團高度重視利益相關方的參與，主動識別重要利益相關方，建立有效的溝通渠道以瞭解利益相關方的訴求和期望，並就其關注的環境、社會及管治議題進行討論和回應，從而促進本集團與利益相關方的共同成長。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### ABOUT THE ESG REPORT (continued)

#### Stakeholder Engagement (continued)

Stakeholders 利益相關方	Expectations 期望	Communication mechanism 溝通機制
<b>Government</b> 政府	<ul style="list-style-type: none"> <li>Law and regulation compliance 遵紀守法</li> <li>Paying tax legitimately 依法納稅</li> <li>Support local development 支持地方發展</li> </ul>	<ul style="list-style-type: none"> <li>Daily management and exchanges in meeting 日常管理及會議交流</li> <li>Supervision, inspection, and reporting 監督、檢查及匯報</li> <li>Policy consultation 政策諮詢</li> </ul>
<b>Shareholder</b> 股東	<ul style="list-style-type: none"> <li>Sustainable development and returns to shareholders 可持續發展及回報股東</li> <li>Information disclosure and investor relations 信息披露及投資者關係</li> <li>Corporate governance and risk control 企業管治及風險控制</li> </ul>	<ul style="list-style-type: none"> <li>General meetings of shareholders 股東大會</li> <li>Timely information disclosure 及時信息披露</li> <li>Investor relationship activities 投資者關係活動</li> </ul>
<b>Client</b> 客戶	<ul style="list-style-type: none"> <li>High-quality products 高質產品</li> <li>Superior services 優質服務</li> <li>Technical innovation 技術創新</li> </ul>	<ul style="list-style-type: none"> <li>Contract signing and business dealings 合同簽訂及業務往來</li> <li>Product quality assurance 產品質量保障</li> </ul>
<b>Employee</b> 員工	<ul style="list-style-type: none"> <li>Salaries and benefits 工資及福利</li> <li>Safe and healthy working environment 安全及健康的工作環境</li> <li>Fair promotion and career development opportunities 公平的晉升和事業發展的機會</li> </ul>	<ul style="list-style-type: none"> <li>Compensation system 薪酬體制</li> <li>Employee training 員工培訓</li> <li>Employee activities 員工活動</li> <li>Performance appraisal management 績效考核管理</li> </ul>
<b>Supplier</b> 供應商	<ul style="list-style-type: none"> <li>Commitment fulfilment 信守承諾</li> <li>Fair, open and righteous purchasing 公平、公開及公正的採購</li> <li>Win-win development 共贏發展</li> </ul>	<ul style="list-style-type: none"> <li>Supplier inspection and evaluation 供應商考察和評估</li> <li>Open tender 公開招標</li> <li>Communications and visits 交流及訪問</li> </ul>
<b>Environment</b> 環境	<ul style="list-style-type: none"> <li>Environmental compliance 環保合規</li> <li>Promote environmental protection 推動環境保護</li> <li>Reduce resource consumption 降低資源消耗</li> <li>Mitigation of climate change 減緩氣候變化</li> </ul>	<ul style="list-style-type: none"> <li>Emissions management 排放物管理</li> <li>Energy and water conservation measures 節能節水措施</li> <li>Controlling noise 控制噪聲</li> <li>Industrial structure adjustment 產業結構調整</li> </ul>
<b>Community</b> 社區	<ul style="list-style-type: none"> <li>Contribution to local development 促進當地發展</li> <li>Contribution to community harmony 促進社區和諧</li> </ul>	<ul style="list-style-type: none"> <li>Support local education 支持當地教育</li> </ul>

### 關於環境、社會及管治報告 (續)

#### 利益相關方的參與 (續)



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT

The Group strictly complies with relevant laws and regulations, including but not limited to the “Environmental Protection Law of the People’s Republic of China”, etc., and formulated the “Environmental Protection Responsibility System”, the “Management Measures of Environmental Supervision and Management Personnel”, the “Management Measures of Environmental Protection Training”, the “Environmental Protection Management Policy”, etc.. The Group adopts the environmental management policy of “Energy saving, consumption reduction, pollution prevention, and clean production; compliance with laws and regulations, continuous improvement, and contribution to the society”. The Group has devoted itself to reducing the impact on the environment in production and operation by actively developing circular economy and implementing the national policies on energy conservation and emission reduction.

The Group has established an environmental management system that meets the ISO 14001 standard, which has been certified by a third party. Environmental risks in all sessions have been properly managed.

During the Reporting Period, the Group revised the “Environmental Protection Management Policy” and established the environmental management goal of **“98% functioning rate of environmental protection equipment, 100% up-to-standard pollutant discharge, zero serious and major environmental pollution accidents”**. It continuously implemented the environmental protection responsibility system and further strengthened the environmental management.

### 1. 環境

本集團嚴格遵守相關法律法規，包括但不限於《中華人民共和國環境保護法》等，制定《環境保護責任制》、《環境監督管理人員管理辦法》、《環保培訓管理辦法》和《環保管理制度》等管理制度，本集團採納「節能降耗，預防污染，實施清潔生產；遵紀守法，持續改進，造福人類社會」為環境管理方針，本集團積極發展循環經濟，貫徹落實國家節能減排政策，減少生產經營活動對環境的影響。

本集團建立了符合 ISO 14001 標準的環境管理體系，並獲得了第三方認證，各環節環境風險得到了妥善地管理。

於本匯報期內，本集團修訂《環保管理制度》，並建立了「**環保設備正常運轉率達到98%，污染物100%達標排放，嚴重特大環境污染事故為零**」為環境管理目標，持續落實環境保護責任制度，進一步強化環境管理。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.1 Exhaust emissions

The exhaust emitted by the Group mainly includes particulate matters, nitrogen oxides and sulphur dioxide generated from production. The Group complies strictly with relevant laws and regulations as well as relevant standards, including but not limited to the "Law of the People's Republic of China on Prevention and Control of Atmospheric Pollution", the "Emission Standard of Air Pollutants for Iron and Steel Industry in Hebei", the "Emission Standard of Air Pollutants for Ironmaking Industry", the "Emission Standard of Air Pollutants for Steelmaking Industry", the "Emission Standard of Air Pollutants for Sintering and Pelletising for Iron and Steel Industry" and the "Emission Standard of Air Pollutants for Steel Rolling Industry", etc.. The Group invested in resources to improve its production environment and facilities, and equipped various operating production facilities with environmental protection equipment, to ensure strict control on environmental pollution caused by exhaust.

To ensure compliant emission of pollutants, the Group strictly follows administrative requirements of pollutant discharge permit in managing its sewage discharges and exhaust emissions.

During the Reporting Period, the Group actively promoted ultra-low emissions of the iron and steel industry and implemented a number of emission reduction projects, including air quality detection, clean transportation, reduction of smoke and dust, capacity replacement, integration of management and control of fugitive emission, etc. to reduce emissions of air pollutants and promote continuous improvement of air quality.

### 1. 環境(續)

#### 1.1 廢氣排放

本集團的廢氣排放主要包括生產過程中產生的顆粒物、氮氧化物及二氧化硫。本集團嚴格遵守相關法律法規和相關標準，包括但不限於《中華人民共和國大氣污染防治法》、《河北省鋼鐵工業大氣污染物排放標準》、《煉鐵工業大氣污染物排放標準》、《煉鋼工業大氣污染物排放標準》、《鋼鐵燒結、球團工業大氣污染物排放標準》、《軋鋼工業大氣污染物排放標準》等。本集團投入大量資源改善生產環境及設備，為各類運行的生產設備配置環保治理設施，確保嚴格控制廢氣對環境造成的污染。

本集團的廢水廢氣排放均嚴格遵守排污許可證中的各項管理要求，確保污染物的合規排放。

於本匯報期內，本集團持續推進鋼鐵行業超低排放，實施了多個減排項目，包括空氣質量檢測、清潔運輸、減少煙塵、產能置換、無組織排放管控一體化等，以削減大氣污染物的排放量，促進大氣質量的持續改善。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

### 1. 環境 (續)

#### 1.1 Exhaust emissions (continued)

#### 1.1 廢氣排放 (續)

##### Topic: Integration project of management and control of fugitive emission

專題：無組織排放管控一體化項目

In 2020, the Group carried out an integration project of management and control of fugitive emission. With a newly-established central control system, the Group is able to quickly locate abnormal air pollutants data during material storage, transportation and production process, so as to promptly supervise precise management, control and governance of all units.

於2020年，本集團開展無組織排放管控一體化項目，新建中央控制系統，本集團能快速核查在物料儲存、輸送、生產工藝環節中異常大氣污染物數據點位，及時督導各單位精準管控和治理。



##### Topic: Equipment Upsizing Project for blast furnaces and converter furnaces

專題：高爐和轉爐的裝備大型化項目

In 2020, the Group upgraded the existing production equipment and started the Equipment Upsizing Project for blast furnaces and converter furnaces, greatly reducing air pollutant emissions of particulate matters, sulphur dioxide and nitrogen oxides.

於2020年，本集團對現有生產設備進行裝備升級改造，開展高爐和轉爐的裝備大型化項目，大大減少了顆粒物、二氧化硫、氮氧化物等大氣污染物的排放。



During the Reporting Period, the exhaust emissions of the Group are disclosed as below:

於本匯報期內，本集團的廢氣排放量披露如下：

Emissions types 排放物種類		2020	2019	2018
Particulate matters (tons)	顆粒物(噸)	2,064	754	2,968
Nitrogen oxides (tons)	氮氧化物(噸)	988	809	3,318
Sulphur dioxide (tons)	二氧化硫(噸)	2,245	1,007	3,876

Note: Exhaust emissions data is generated from online monitoring system. 2019 exhaust emissions came from the data of online monitoring system of several main discharge outlets while 2020 exhaust emissions came from the data of online monitoring system of all discharge outlets.

註：廢氣排放量監測數據來自在線監測系統，2019年廢氣排放量為主要排放口的在線監測系統的數據，2020年廢氣排放量包括所有排放口的在線監測系統的數據。

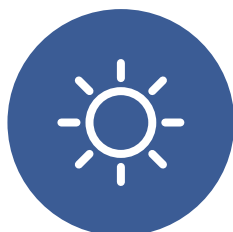


# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.2 Energy management



Total energy consumption target  
能耗總量目標

**<42,286,796** MWh  
兆瓦時

Energy used by the Group mainly comprises cleaned coal, anthracite, soft coal and coke used in production, as well as gasoline and diesel used by vehicles. Besides, the Group provided heating for all residents of Qianxi County, Tangshan City, Hebei Province, China in winter.

In compliance with laws and regulations such as the “Law of the People’s Republic of China on Conserving Energy”, etc., the Group established internal management systems including the “Regulations on Enhancing Management of Energy Use”, the “Procedures for Control of Energy Evaluation”, the “Procedures for Control of Energy Operation”, the “Regulations on Enhancing Management of Energy Measurement” and the “Energy Management Policy”. The Group establishes and implements an energy management system that meets the GB/T 23331-2012 (idt ISO 50001: 2011) “Energy Management System Requirements” and RB/T103-2013 “Energy Management System – Certification Requirements for Iron and Steel Industry” and was certified by third parties. The Group has established an energy management and control centre to manage the energy consumption of the entire plant, which has effectively controlled and managed the energy consumption.

### 1. 環境(續)

#### 1.2 能源管理

本集團使用的能源主要包括生產所用的洗精煤、無煙煤、煙煤、焦炭以及車輛使用的汽油和柴油等。此外，本集團在冬季為中國河北省唐山市遷西縣的全縣市民提供供暖。

本集團遵守《中華人民共和國節約能源法》等法律法規，設定《關於加強能源使用管理的規定》、《能源評審控制程序》、《能源運行控制程序》、《關於加強能源計量管理的規定》、《能源管理規定》等內部管理制度，本集團建立和實施符合 GB/T 23331-2012 (等同於 ISO 50001: 2011) 《能源管理體系要求》及 RB/T103-2013 《能源管理體系鋼鐵企業認證要求》的能源管理體系，並獲得第三方認證。本集團建立了能源管控中心，全面管控整個廠區的耗能情況，有效控制和管理各類能源的使用。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.2 Energy management (continued)

During the Reporting Period, the Group formulated the “Energy Medium Management Policy” and revised the “Energy Management Policy” to strengthen energy management and improve the level of energy utilisation. The Group’s Department of Environmental Protection and Energy is responsible for leading, arranging deployment, coordinating, monitoring, inspecting and promoting the implementation of energy conservation work. The Department of Environmental Protection and Energy formulates overall energy consumption indicators at the beginning of each year and monthly adjusts some of the indicators according to the production plan. It promotes energy conservation in all units through evaluating energy consumption and intensifying the punishment for the waste of energy.

In 2020, the Group continued to improve energy utilisation efficiency and effectively reduce energy consumption by closely following cutting-edge technologies for energy saving and consumption reduction in iron and steel industry, optimisation of production equipment, and carrying out energy-saving transformation.

The Group built a new converter gas tank with a volume of 150 thousand m<sup>3</sup> mainly for recycling gas generated in converters furnace and providing stable gas supply after pressurisation, which significantly reduced power consumption of steelmaking processes. The daily average volume of gas recycled and supplied has been nearly 1.6 million m<sup>3</sup> since the gas tank was built.

本集團新建15萬m<sup>3</sup>轉爐煤氣櫃，主要用於回收轉爐產生的煤氣，並在加壓後再穩定供出煤氣，大大降低了煉鋼工序的能耗。煤氣櫃自新建以來，平均每天回收和供出煤氣約160萬m<sup>3</sup>。

The Group built a new lithium bromide unit was built to meet cooling demands by replacing original central air-conditioning and small air-conditioning equipment with steam-fired lithium bromide absorption chiller, which reduced electricity consumption and improved energy conversion efficiency.

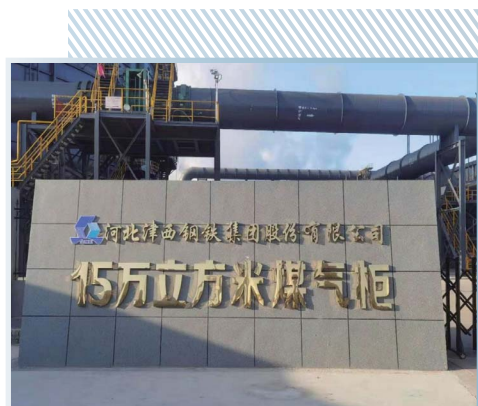
本集團新建溴化鋰機組以滿足制冷需求，採用蒸汽型溴化鋰吸收式製冷機組以代替原有的中央空調及小型空調設備，降低電力消耗且提高了能源轉化效率。

### 1. 環境 (續)

#### 1.2 能源管理 (續)

於本匯報期內，本集團制定《能源介質管理制度》，並修訂《能源管理規定》，強化能源管理，提高能源利用水平。本集團環保能源部負責節能工作的領導、部署、協調、監督、檢查，並推動實施。環保能源部每年年初制定能源消耗總體指標，每月根據生產計劃對部分指標進行調整，並對能源使用進行考核，加大對能源浪費的懲罰力度，促進各單位力行節約能源。

於2020年，本集團密切追蹤鋼鐵行業節能降耗的前沿技術，優化各生產設備，開展節能改造，持續提高能源利用效率及有效降低能源消耗。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.2 Energy management (continued)

During the Reporting Period, the energy consumption in total and intensity of the Group are disclosed as below:

		2020		2019		2018	
		Power consumption		Power consumption		Power consumption	
		Consumption		Consumption		Consumption	
		消耗量		消耗量		消耗量	
		(GWh)		(GWh)		(GWh)	
Energy Type	能源種類	消耗量		消耗量		消耗量	
Diesel	柴油	0.04	0.48	1	14	4	52
		10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸
Gasoline	汽油	71	0.847	92	1	155	2
		tons	噸	tons	噸	tons	噸
Cleaned coal	洗精煤	231	1,694	189	1,383	275	2,009
		10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸
Anthracite	無煙煤	786	4,431	927	5,226	858	4,840
		10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸
Soft coal	煙煤	422	2,294	299	1,625	292	1,586
		10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸
Coke	焦炭	3,435	27,144	3,516	27,781	3,758	29,693
		10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸	10 <sup>3</sup> tons	千噸
Purchased electricity	外購電力	2,140	2,140	2,244	2,244	1,739	1,739
		GWh	GWh	GWh	GWh	GWh	GWh
Total energy consumption	總能耗量	37,704,540 MWh		38,274,742 MWh		39,922,141 MWh	
Energy consumption intensity	能耗密度	4.71 MWh/		4.76 MWh/		4.15 MWh/	
		ton of steel 噸鋼		ton of steel 噸鋼		ton of steel 噸鋼	

Note:

- Energy consumption is presented in MWh (KWh in 000's), and the conversion factors are from the "Guidelines for the Accounting and Reporting of Greenhouse Gas Emissions for Chinese Steel Producers" issued by the NDRC.

### 1. 環境 (續)

#### 1.2 能源管理 (續)

於本匯報期內，本集團的能源消耗總量及密度披露如下：

註：

- 能源消耗量以兆瓦時(千千瓦時)呈列，轉換因素來自發改委發佈的《中國鋼鐵生產企業溫室氣體排放核算方法與報告指南》。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.3 Water management



Water consumption  
per ton of steel target  
噸鋼水耗目標

**<2.05** m<sup>3</sup>/ton  
立方米／噸

In strict compliance with relevant laws and regulations, including the “Water Law of the People’s Republic of China”, etc., the Group formulated the “Provisions and Assessment Measures for Water Management”, etc., and strengthened management of water control devices including water supply pipe and valve, faucet, bath and water tank, to prevent overflow and water running for a long time. With reasonable use of primary water and secondary water in strict compliance with production water standards, it effectively reduced water consumption.

In 2020, the Group formulated the “Regulations on Strengthening the Quality Management of Production Water” to regulate management and improve the quality of recycled water, effectively controlled and reduced the harm caused by recycled cooling water, and minimised impacts of internal and external discharge of sewage on the environment.

Jinxi Limited adopted a reverse osmosis treatment system for concentrated brine with a capacity of 150m<sup>3</sup>/h, which used nanofiltration device to re-treat the concentrated brine after reverse osmosis treatment at sewage treatment station, and then imported the treated fresh water to water-consuming system or other water-consuming units for reuse, significantly reducing the consumption of fresh water. Jinxi Limited also adopted 3-level water usage management. It reasonably controlled replenishment of fresh water based on indicators and carried out hierarchic management of water usage of various departments, reduced fresh water consumption per ton of steel.

In June 2020, the Group’s circulating pump station adopted a soft water closed cycle to cool the blast furnace cooling stove, tuyere holder, and hot air valves to reduce the large amount of water evaporation, reduce the one-off water consumption, and prevent dripping and leakage, which can save 2,000 m<sup>3</sup> to 3,000 m<sup>3</sup> of water every month; at the same time, by increasing the concentration multiple of the circulating water system, fresh water consumption per ton of steel was reduced.

### 1. 環境 (續)

#### 1.3 水管理

本集團嚴格遵守《中華人民共和國水法》等相關法律法規，制定《用水管理規定及考核辦法》等管理制度，並加強對供水管路和閥門、水龍頭以及浴池、水箱等用水控制裝置的管理，防止溢流和長流水現象；嚴格按生產用水標準合理使用一、二次水，有效減少水資源的消耗。

於2020年，本集團制定《關於加強生產用水質量管理的規定》，規範管理並提高循環用水質量，有效控制和降低循環冷卻用水所產生的危害，減少內、外排污水對環境的污染。

津西鋼鐵採用150m<sup>3</sup>/h的反滲透處理系統處理濃鹽水，並使用納濾裝置將污水處理站反滲透處理後的濃鹽水再次處理，再將處理後的淡水導入至用水系統或其他用水單元再利用，大大減少了對新水的消耗。津西鋼鐵還採用3級用水管理，按指標合理控制新水補水量，對各部門用水進行分級管理等，減少了噸鋼耗淨水量。

於2020年6月，本集團循環泵站採用軟水密閉循環，對高爐冷卻壁、風口大套、熱風閥進行冷卻，減少水分大量蒸發、降低一次水消耗量、杜絕跑冒滴漏的現象，每月節水量可達到2,000m<sup>3</sup>至3,000m<sup>3</sup>；同時，通過提高循環水系統的濃縮倍數，減少噸鋼耗新水量。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.3 Water management (continued)

In addition, the Group installed meters for domestic water users and set water consumption indicators to regulate employees' water usage practice.

Sewage generated by the Group consists of sewage from production process and household sewage from factory areas. Regarding the sewage, the Group complies with relevant laws and regulations as well as standards, including but not limited to the "Law of the People's Republic of China on Prevention and Control of Water Pollution" and the "Discharge Standard of Water Pollutants for Iron and Steel Industry", etc., and formulated management policies such as the "Procedures for Prevention and Control of Water Pollution" to ensure effective control and management of sewage.

Jinxi Limited built two sewage treatment plants with maximum daily treatment capacity of 50,000 tons and one sewage treatment plant with maximum daily treatment capacity of 10,000 tons for the centralised treatment of sewage.

In 2020, the Group continued to carry out the "Reactive precipitation + filtration" process for carrying out comprehensive treatment and usage of sewage, achieved no external discharge of industrial sewage.

During the Reporting Period, total water consumption and intensity of the Group are disclosed as below:

### 1. 環境(續)

#### 1.3 水管理(續)

此外，本集團在生活用水用戶端安裝計量儀表，制定用水指標，規範全員用水行為。

本集團的廢水主要為生產過程中產生的廢水和廠區的生活廢水。針對這些廢水，本集團遵守相關法律法規和標準，包括但不限於《中華人民共和國水污染防治法》、《鋼鐵工業水污染物排放標準》等，制定了《水污染防治控制程序》等管理制度，以確保對廢水進行有效控制和管

津西鋼鐵建設了兩座日處理能力最高達50,000噸的污水處理廠以及一座日處理能力最高達10,000噸的污水處理廠，對污水進行集中處理。

於2020年，本集團繼續對污水採用「反應沉澱+過濾」工藝進行綜合處理及利用，工業廢水實現零外排。

本匯報期內，本集團的總用水量和密度披露如下：

		2020	2019	2018
Total water consumption (tons)	總用水量(噸)	16,195,879	16,362,239	19,539,413
Water consumption intensity (tons/ton of steel)	總用水密度(噸/噸鋼)	2.021	2.033	2.029



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.4 Climate change

The Group is concerned about the impacts of climate change risks on its daily operation and long-term development, and continuously strengthens the monitoring of greenhouse gas. Greenhouse gas emissions of the Group are mainly from:

- Scope 1: Direct emissions, including fuel and raw materials used in production process, such as cleaned coal, anthracite, soft coal, coke, limestone, dolomite and silicon manganese alloy, etc.; as well as fuel used by vehicles, such as gasoline and diesel;
- Scope 2: Indirect emissions of energy, mainly including use of purchased electricity.

The Group actively conducted energy conservation management by recycling energy such as thermal energy and gas generated in blast furnace during production to reduce consumption of fuel and purchased electricity, which resulted in effective reduction of greenhouse gas emissions.

During the Reporting Period, the amount and the intensity of greenhouse gas emissions of the Group are disclosed as below:

### 1. 環境 (續)

#### 1.4 氣候變化

本集團關注氣候變化風險對日常運營和長期發展的影響，持續加強對溫室氣體的監控。本集團的溫室氣體排放主要來自於：

- 範疇一：直接排放，包括生產過程中使用的燃料及原材料，包括洗精煤、無煙煤、煙煤、焦炭、石灰石、白雲石和硅錳合金等；以及車輛使用的燃料，如汽油、柴油；
- 範疇二：能源間接排放，主要包括使用外購電。

本集團積極推進節能管理，積極回收生產過程中產生的熱能和高爐煤氣等，以降低燃料和外購電消耗，從而有效降低溫室氣體排放。

於本匯報期內，本集團的溫室氣體排放量及排放密度披露如下：

		2020	2019	2018
Scope 1: Direct emissions (tCO <sub>2</sub> e)	範疇一：直接排放 (噸二氧化碳當量)	13,053,356	13,013,461	13,687,449
Scope 2: Indirect emissions of energy (tCO <sub>2</sub> e)	範疇二：能源間接排放 (噸二氧化碳當量)	1,892,702	1,984,492	1,538,136
Total emissions (tCO <sub>2</sub> e)	總排放量(噸二氧化碳當量)	14,946,058	14,997,953	15,225,585
Emission intensity (tCO <sub>2</sub> e/ton of steel)	排放密度(噸二氧化碳當量／噸鋼)	1.87	1.86	1.58

Note: Greenhouse gas emissions are presented in terms of carbon dioxide equivalent and calculated in accordance with the "Guidelines for the Accounting and Reporting of Greenhouse Gas Emissions for Chinese Steel Producers" issued by the NDRC.

註：溫室氣體排放以二氧化碳當量呈列，並依據發改委發佈的《中國鋼鐵生產企業溫室氣體排放核算方法與報告指南》進行計算。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.4 Climate change (continued)

In addition, the Group regularly identifies and evaluates risks, opportunities and potential financial impacts of climate change as follows:

### 1. 環境 (續)

#### 1.4 氣候變化 (續)

此外，本集團定期識別和評估氣候變化帶來的風險、機遇及潛在財務影響如下：

Type 類型	Climate-related risk 氣候相關風險	Potential financial impact 潛在財務影響	Type 類型	Climate-related opportunity 氣候相關機遇	Potential financial impact 潛在財務影響
Transition 轉型	Tightened laws and policies 法律及政策收緊	Operating cost increase 營運成本上升 Assets decrease 資產下降	Energy source 能源來源	Participation in carbon trading 參與碳交易 Adopt ultra-low emission technology 採用超低排放技術	Operating cost decrease 營運成本下降 Revenue increase 收入上升 Financing increase 融資上升
	Energy-saving technology 節能技術	Capital investment increase 資本投資上升 R&D expenses increase 研發費用上升 Assets decrease 資產下降	Resource efficiency 資源效率	Product R&D 產品研發	Operating cost decrease 營運成本下降 Revenue increase 收入上升
	Raw material price increase 原材料價格上漲	Operating cost increase 營運成本上升 Production cost increase 生產成本上升	Market 市場	Flexible purchase 彈性採購 Production management 生產管理	Revenue increase 收入上升 Asset increase 資產上升
	Green low-carbon industry 綠色低碳工業	Operating cost increase 營運成本上升 Assets decrease 資產下降	Market 市場	Products with high added-value 高附加值產品	Operating cost decrease 營運成本下降 Revenue increase 收入上升
	Reputation 聲譽	Revenue decrease 收入下降 Financing decrease 融資下降 Operating cost increase 營運成本上升 Value decrease 價值下降	Products/ Services 產品／服務	Promotion of low-carbon products 推廣低碳產品 Conveying sustainable development philosophy 傳遞可持續發展理念	Operating cost decrease 營運成本下降 Financing increase 融資上升 Revenue increase 收入上升
Physical 物理	Acute: Extreme weather 急性：極端天氣	Revenue decrease 收入下降 Operating cost increase 營運成本上升 Assets decrease 資產下降	Climate resilience 氣候韌性	Participation in energy-saving transformation projects 參與節能改造項目 Capacity replacement 產能置換 Improving energy efficiency 提高能源效益	Operating cost decrease 營運成本下降 Asset increase 資產上升 Revenue increase 收入上升
	Chronic: Sea level rise 慢性：海平面上升	Revenue decrease 收入下降 Operating cost increase 營運成本上升 Assets decrease 資產下降			

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.4 Climate change (continued)

In response to climate-related risks and opportunities identified above, the Group took active measures to respond, including but not limited to:

- ✓ Identify changes in the latest environmental protection laws and regulations as well as related policies, and promptly revise internal policies and standards;
- ✓ Implement the environmental protection responsibility system, establish an environmental emergency target responsibility system and appraise those targets at each year-end;
- ✓ Identify and evaluate potential risks and opportunities, analyse their severity and frequency, and formulate countermeasures according to risk levels in order to control or reduce risks and enhance the Company's abilities to resist risks and seize opportunities;
- ✓ Taking into account of our business features, formulate "Management System for Environmental Emergencies", "Unexpected Environmental Events Emergency Plan", "Responsive Control Procedures for Risks and Opportunities" and other policies to strengthen management and control of risks and emergencies;
- ✓ Promote energy conservation and emissions reduction, ultra-low emission transformation, carry out projects to improve efficiency and reduce consumption, in pursuit of low-carbon development transformation;
- ✓ Adopt flexible purchase and production management to reduce the impact of the increasing raw material price on the operation;
- ✓ Organise environmental safety trainings and environmental emergencies drills annually to reduce occurrence of environmental emergencies.

In the future, the Group will stay on track with the industry trend of sustainable development, and be guided by innovative and green development philosophy, to build a sustainable enterprise with the ability to adapt to the climate change.

### 1. 環境 (續)

#### 1.4 氣候變化 (續)

針對以上已識別的氣候變化相關風險與機遇，本集團積極採取措施加以應對，包括但不限於：

- ✓ 識別最新環保法律法規和相關政策的變化，及時修訂內部制度及標準；
- ✓ 落實環境保護責任制度，建立環境應急目標責任制，年終對每年的環境應急目標進行考核；
- ✓ 識別及評估潛在的風險和機遇，分析其嚴重程度和發生頻率，根據風險等級制定應對措施，以控制或降低風險，增強公司抵禦風險和把握機遇的能力；
- ✓ 結合自身業務特點，制定《突發環境事件應急管理制度》、《突發環境事件應急預案》、《風險和機遇的應對控制程序》及其他的制度，加強對風險和突發事件的管控；
- ✓ 推進節能減排、超低排放改造，開展各項提效降耗項目，努力實現低碳發展轉型；
- ✓ 採取彈性採購和生產管理以減少原材料價格上漲對營運的影響；
- ✓ 每年組織環境安全培訓及突發環境事件演練，減少突然環境事件的發生。

在未來，本集團將繼續跟蹤行業可持續發展動向，以創新、綠色的發展理念，打造可持續且具有氣候變化適應能力的企業。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.5 Wastes and packaging materials



Wastes emission target  
廢棄物排放目標

**100 %** compliance  
合規

In accordance with the “Law of the People’s Republic of China on the Prevention and Control of Environment Pollution by Solid Wastes”, the “National Catalogue of Hazardous Wastes”, etc., the Group formulated internal policies such as the “Procedures for Prevention and Control of Solid Waste Pollution”, the “Management Measures of Solid Waste”, the “Pollution Prevention Management Policy”, and the “Environmental Protection Management Policy”, etc., to perform proper management of non-hazardous waste and hazardous waste, increasing recycling of recyclable wastes and effectively reducing solid waste discharge.

Non-hazardous waste mainly include wastes containing iron, water slag, steel slag, desulfurised gypsum, refractory materials arising from production and household garbage in factory areas etc.. The Group conducted separate collection and disposal of non-hazardous waste, whereby wastes containing iron are recycled, water slag and steel slag are sold to cement plants for recycling, and household garbage is disposed of properly by qualified local municipal sanitation department according to local regulations.

Hazardous waste include used batteries, waste oil drums and waste oil, etc.. The Group properly identified, collected, stored, transported and disposed of them in accordance with the “Directory of National Hazardous Wastes” and other relevant laws and regulations, by storing them in separate storage rooms and entrusting qualified entity to properly dispose of them.

The Group’s products mainly are steel products such as section steel, strips, billet, rebar and sheet piling, etc., which use relatively small amount of packaging materials during sales, primarily consist of packing straps used by Jinxi Limited to sell products.

### 1. 環境 (續)

#### 1.5 廢棄物及包裝材料

根據《中華人民共和國固體廢物污染環境防治法》、《國家危險廢物名錄》等的要求，本集團制定《固體廢棄物污染防治控制程序》、《固體廢物管理辦法》、《污染防治管理制度》、《環保管理制度》等內部制度，對無害廢棄物和有害廢棄物進行妥善管理，加強對可回收廢棄物的再利用，有效減少固體廢棄物排放。

無害廢棄物主要包括生產過程中產生的含鐵廢棄物、水渣、鋼渣、脫硫石膏、耐火材料以及廠區生活垃圾等。本集團對這些無害廢棄物進行分類收集及處置，將含鐵的廢棄物回收再用，將水渣及鋼渣等廢棄物出售給水泥廠回收利用，並按照當地的法規要求聘請當地有資質的市政環衛部門妥善處置生活垃圾。

有害廢棄物包括廢舊電瓶、廢油桶和廢油等，本集團按照《國家危險廢物名錄》及其他相關法律法規，對其進行鑒別、收集、貯存、運輸和處置，設置單獨的儲存間進行儲存，並委託合資格的處理商進行妥善處置。

本集團的產品主要包括型鋼、帶鋼、鋼坯、螺紋鋼及鋼板樁等鋼鐵類產品，出售產品時所使用的包裝材料較少，主要為津西鋼鐵出售產品時所使用的打包帶。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.5 Wastes and packaging materials (continued)

During the Reporting Period, solid waste discharge in quantity and intensity, and the consumption of packaging materials (packing strap) of the Group are disclosed as below:

		2020	2019	2018
Hazardous wastes (tons)	有害廢棄物(噸)	650.68	439.92	179.81
Hazardous wastes emission intensity (tons/ton of steel)	有害廢棄物排放密度(噸／噸鋼)	8.12*10 <sup>-5</sup>	5.47*10 <sup>-5</sup>	1.867*10 <sup>-5</sup>
Non-hazardous wastes (tons)	無害廢棄物(噸)	1,985,550	2,777,121	3,122,608
Non-hazardous wastes emission intensity (tons/ton of steel)	無害廢棄物排放密度(噸／噸鋼)	0.248	0.345	0.324
Packaging materials (packing strap) (tons)	包裝材料(打包帶)(噸)	5,384	5,180	6,219

#### 1.6 Environment and natural resources

The Group adhered to green development, with the goal of achieving “production cleanliness, artistic architecture, factory gardening”, the Group continued to invest in enhancing environmental protection, energy saving and noise control, and environmental greening.

On top of the aforesaid generated emissions and resource utilisation, the Group actively reduced other impact on the environment, including the noises during the production operation. In order to strengthen the control and reduce the impact brought by noises, and to meet with the requirements of the relevant standards such as “Emission Standard for Ambient Noise” and the “Emission Standard for Noise at Boundary of Industrial Enterprises”, etc., the Group has taken various measures to strictly control ambient noise level at the plant boundary. The specific measures including but not limited to:

- To set up factories for all types of large facilities and workshops;
- To install noise reduction facilities for production facilities and devices with loud noises, such as oxygen production module and electricity generation module, etc.;
- To install sound-proof doors for electricity generation modules, hot air stove blowers, and oxygen production workshops which generate relatively loud noises, etc.;

### 1. 環境(續)

#### 1.5 廢棄物及包裝材料(續)

於本匯報期內，本集團的固體廢棄物排放量及排放密度，以及包裝材料(打包帶)的使用量披露如下：

		2020	2019	2018
Hazardous wastes (tons)	有害廢棄物(噸)	650.68	439.92	179.81
Hazardous wastes emission intensity (tons/ton of steel)	有害廢棄物排放密度(噸／噸鋼)	8.12*10 <sup>-5</sup>	5.47*10 <sup>-5</sup>	1.867*10 <sup>-5</sup>
Non-hazardous wastes (tons)	無害廢棄物(噸)	1,985,550	2,777,121	3,122,608
Non-hazardous wastes emission intensity (tons/ton of steel)	無害廢棄物排放密度(噸／噸鋼)	0.248	0.345	0.324
Packaging materials (packing strap) (tons)	包裝材料(打包帶)(噸)	5,384	5,180	6,219

#### 1.6 環境及天然資源

本集團堅持綠色發展，為達到「生產潔淨化、建築藝術化、廠區園林化」的目標，本集團持續投資於強化環保治理、節能降噪及綠化環境。

除上述產生的排放及資源使用外，本集團積極減低其他對環境的影響，包括生產運行時的噪聲。為加強控制及減少噪聲帶來的影響，及達到《環境噪聲排放標準》和《工業企業廠界環境噪聲排放標準》等相關標準的要求，本集團採取各項措施嚴格控制廠區邊界環境噪音水平，具體措施包括但不限於：

- 為各類大型設備及車間建設廠房；
- 對噪音大的生產設備及裝置，如制氧機組和發電機組等設置降噪設施；
- 對各發電機組、熱風爐鼓風機、制氧車間等產生噪音較大的車間設置了隔聲門；



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 1. ENVIRONMENT (continued)

#### 1.6 Environment and natural resources (continued)

- To install shock reduction and shock insulation equipment for blowers and water pumps, etc. which generate relatively loud noises;
- To use totally closed settings for the transfer of raw materials using closed transfer corridor and feeder, etc.;
- To add sound-proof shield for saw machine;
- To hire professional environmental inspection company to carry out on-site noise detection;
- To install noise barriers at the plant boundary to reduce the impact of noise on the surrounding areas.

### 2. SAFETY

#### 2.1 Safe production

Upholding the safe production principles featured by “people oriented, safe development and safety first, prevention as priority and comprehensive governance”, the Group strictly followed laws and regulations such as the “Labour Law of the People’s Republic of China”, the “Law of the People’s Republic of China on Safe Production”, and the “Interim Regulations on Investigation and Control of Hidden Peril of Production Accident”, providing a safe working environment for employees.

The Group set annual safe production targets, assigned the safety work to each working unit, with each working unit has quantitative indicators, shifting the focus of safety management from post-response to prevention and supervision.

### 1. 環境 (續)

#### 1.6 環境及天然資源 (續)

- 為產生噪音較大的風機、水泵等安裝減震及隔震設施；
- 將原料輸送所用的封閉輸送廊道及落料等環節設置為全封閉；
- 為鋸機增設隔音罩；
- 通過聘請專業環境檢測公司對噪音進行現場檢測；
- 在廠區邊界建設隔音屏障，以減少噪聲對周邊地區的影響。

### 2. 安全

#### 2.1 安全生產

本集團堅持「以人為本、安全發展和安全第一、預防為主及綜合治理」的安全生產方針，嚴格遵守《中華人民共和國勞動法》、《中華人民共和國安全生產法》、《安全生產事故隱患排查治理暫行規定》等法律法規，為員工提供安全的工作環境。

本集團設置年度安全生產目標，將安全工作分派到各工作單元，每一項工作單元均有量化指標，實現了安全管理由事後處理轉型向預防和監督。



In the past three years, the Group had no work-related fatalities occurred. During the Reporting Period, the number of lost working days due to work injury of the Group was 1,328 days.

過去三年，本集團並無發生因工亡故的事件。於本匯報期內，本集團因工傷損失工作日數為1,328天。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 2. SAFETY (continued)

#### 2.1 Safe production (continued)

##### 2.1.1 Management structure

In 2020, the Group set up a Safe Production Committee headed by the Jinxi Limited's general manager, and was fully in charge of safety management. Primary responsibilities of the committee are:

- promote, implement and enforce national laws, regulations and rules on safe production;
- assign safety management personnel and obtain relevant funds;
- establish and strengthen responsibility system for safe production, set work scope of safety management and regularly review and evaluate the implementation situation;
- control major hidden hazards and timely rectify sources of major hazards; conduct safety inspection and timely eliminate hidden hazards of all incidents;
- formulate and improve emergency rescue plans for major incidents, urge the improvement of emergency rescue plans and organise drills as appropriate.

The Committee Office under the Safe Production Committee takes charge of daily management; members units comprise of all sections and production units under the Safety Department. A Safety Division is set under each production unit with the head as the primary responsible person for safe production.

### 2. 安全 (續)

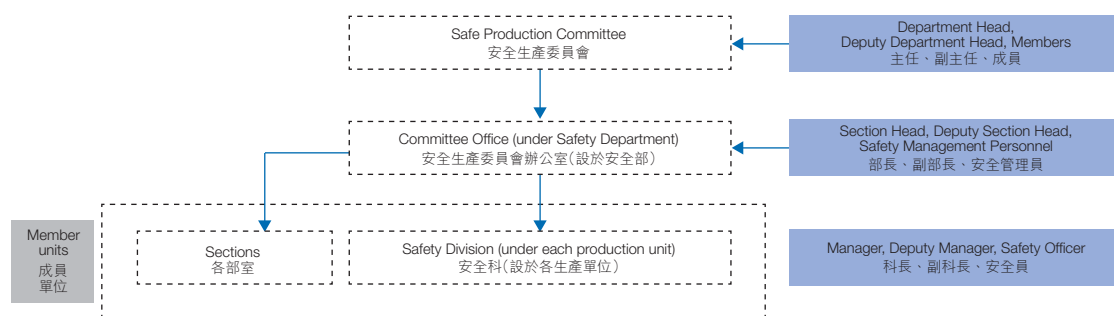
#### 2.1 安全生產 (續)

##### 2.1.1 管理架構

於2020年，本集團成立了安全生產委員會，由津西鋼鐵的總經理擔任安全生產委員會主任，全面領導安全管理工作。該委員會主要負責：

- 宣傳、貫徹、執行國家安全生產的法律、法規和規章；
- 指派安全管理人員及取得相關經費；
- 建立及強化安全生產責任制和安全管理工作範圍，並定期檢查和考核執行情況；
- 控制重大隱患和及時整改重大危險源；組織安全大檢查，及時消除各類事故隱患；
- 制定和完善重大事故應急救援預案，督促完善應急救援預案，適時組織演練。

安全生產委員會下設安委會辦公室負責日常管理工作；成員單位為安全部各部室和生產單位，在生產單位設置安全科，各生產單位主管為安全生產第一責任人。



Organisational structure of safe production management  
安全生產管理組織架構

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 2. SAFETY (continued)

#### 2.1 Safe production (continued)

##### 2.1.2 Management system

The Group has established a sound safety production management system including the “Responsibility System for Safe Production”, the “Assessment Measures for Implementation of Safe Production Principal Responsibilities”, the “Management System for Reporting, Investigation and Handling of Production Safety Incidents”, the “Management System on Hierarchical Control of Production Safety Risk and Hidden Danger Investigation and Treatment”, the “Management System for Emergency Plan of Safety Incidents”, the “Management System for Education and Training on Safe Production”, the “Fire Prevention Management Policy”, etc.. Through the dual prevention work mechanism of risk control by classification and hidden danger investigation and rectification, the risk management and control ability of safe production is enhanced, and the prevention of hidden dangers is strengthened.

Meanwhile, the Group formulated the “Code of Practice on the Establishment and Operation of the Safe Production Standardisation System”, requiring all subsidiaries of the Group to proactively enhance standardisation of safe production. In 2020, the Group organised and completed the annual self-assessment of safety standardisation on sintering (pelletising), ironmaking, steelmaking, steel rolling, coal gas and oxygen production units.

To gain more knowledge of national laws, regulations, standards and other requirements, the Group regularly updates laws, regulations and safety procedures, and revises safe production system accordingly to continuously improve self-restraint mechanism for safe production. In 2020, the Group collected, classified, identified and evaluated 179 national laws and regulations, then released the list to employees in plants, workshops and teams of all units to evaluate, identify and learn.

### 2. 安全 (續)

#### 2.1 安全生產 (續)

##### 2.1.2 管理體系

本集團建立了健全的安全生產管理體系，包括《安全生產責任制度》、《關於落實安全生產主體責任的考核辦法》、《生產安全事故報告和調查處理的管理規定》、《安全生產風險分級管控與隱患排查治理規定》、《安全事故應急預案管理制度》、《安全生產教育培訓管理制度》、《消防管理制度》等，並通過風險分級管控和隱患危險排查治理雙重預防工作機制，提升安全生產風險管控能力，強化隱患危險防範的力度。

同時，本集團制定了《安全生產標準化體系建設體系運行實施規範》，要求本集團各附屬公司積極加強安全生產標準化。於2020年，本集團組織及完成了年度燒結（球團）、煉鐵、煉鋼、軋鋼、煤氣、制氧單元的安全標準化自評工作。

本集團定期更新法律法規及安全規程，以獲得更多國家法律、法規、標準及其他要求的知識，並將其作為修訂安全生產制度的依據，不斷完善安全生產自我約束機制。於2020年，本集團對179項國家法律法規進行統計、歸類、辨識、評估，並將清單發佈予組織各單位廠部、車間、班組的僱員範圍以進行評估、辨識和學習。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

## 2. SAFETY (continued)

### 2.1 Safe production (continued)

#### 2.1.3 Safety education

On the basis of “Management System for Education and Training on Safe Production”, the Group implemented the responsibility system for safety trainings, promoted the four-level education among “company-plant (department)-workshop-team” and set out four levels of training targets.



Management of four-level safety education training targets  
四級安全教育培訓目標管理

At the beginning of each year, the Group discusses and revises materials of all-level of safety education trainings, and formulates plans for safe production education and trainings, so as to carry out trainings in an orderly manner. Each unit shall organise at least one inspection on safety trainings of itself, contractors and lessees every quarter, and timely urge the rectification of issues identified.

The Group strives to create a distinctive culture of production safety, and through all-employee trainings, special activities, family engagement, “one-on-one coaching” by workshop directors and other forms, deeply impresses people with the concept of “Safety first, Life first”.

## 2. 安全 (續)

### 2.1 安全生產 (續)

#### 2.1.3 安全教育

本集團基於《安全生產教育培訓管理規定》等制度，落實安全培訓責任制，推行「公司—廠（部）—車間—班組」四級教育，並設定了四級教育培訓目標。

本集團每年年初對各級安全教育培訓教材進行討論和修訂，制定安全生產教育和培訓計劃，有序開展培訓工作。各單位每季度至少組織一次對其單位及承包、承租單位的安全培訓檢查，並對發現的問題及時督促整改。

本集團努力打造具有特色的安全生產文化，通過全員培訓、特色活動、家屬參與、車間主任「一對一宣幫教」及其他形式，讓「安全第一，生命至上」的理念深入人心。

# Environmental, Social and Governance Report

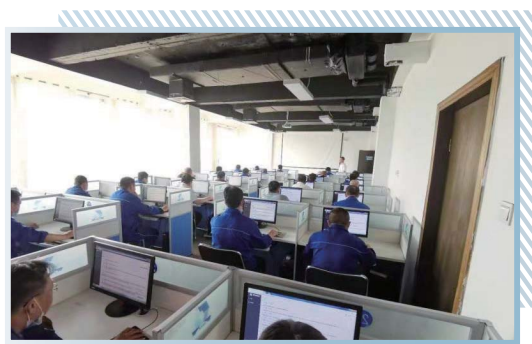
## 環境、社會及管治報告

### 2. SAFETY (continued)

#### 2.1 Safe production (continued)

##### 2.1.3 Safety education (continued)

In 2020, the Group continuously improved the quality of all employees' safety skills by organising large-scale safe production trainings, review of certificate renewal for "three" posts, paperless computer examinations and daily education and trainings as follows:



2020 safety training  
2020 年安全培訓

- Organised quarterly trainings and examinations for middle-level cadres and team leaders, and monthly trainings and examinations for workshop director grade cadres and specialised safety management personnel;
  - Organised trainings and examinations on safety policies, national and industry standards, and "dual control" mechanism, with a examination passing rate of 100%;
  - In the context of epidemic prevention and control, organised trainings on review of certificate renewal for "three" posts and team leaders, with 129 safety management personnel, 374 special operators and 198 team leaders reviewed; and
  - Completed 2020 all-employee safe production examination, file creation, etc..
- 每季度組織中層幹部和班組長培訓考試，每月組織車間主任級幹部和專職安全管理人員培訓考試；
  - 組織安全制度、國標行標、「雙控」機制培訓考試，考試合格率达到100%；
  - 結合疫情防控組織「三項」崗位和班組長復審換證培訓工作，復審組織安全管理人員復審129人次，特種作業人員374人次及班組長198人次；及
  - 完成2020年全員安全生產考試及建檔工作等。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

## 2. SAFETY (continued)

### 2.1 Safe production (continued)

#### 2.1.3 Safety education (continued)

In 2020, all of the Group's units earnestly carried out special activities such as safety culture building, family promoting safety, safe production commitment, safety skills contests and safety warning education:

- Organised 179 safety speech contests, collected 1,769 comics, 92 poems and recorded 193 micro-videos, with RMB10,070 awarded to outstanding works and participants;
- Optimised display signs for safety culture and put up 156 banners;
- Organised the employees' families in the "family promoting safety" activity, with a total of 2,123 family members invited to visit our plants and employees' workplaces;
- Carried out 327 experiential safe production trainings and selections of outstanding lecturers, with a total of 5,781 participants.
- Organised all employees in "spotting red-flags" by phone snapshots, investigated and rectified over 20,000 safety hazards; and
- Organised all units to participate the online opening ceremony of City Bureau' Safe Production Month (with over 7,000 participants) and County Bureau's Safe Production Consultation Day (with 55 participants).

## 2. 安全 (續)

### 2.1 安全生產 (續)

#### 2.1.3 安全教育 (續)

於2020年，本集團各單位認真開展安全文化建設、親情助安、安全生產承諾、安全技能比賽、安全警示教育等特色活動：

- 組織179場次安全演講賽，徵集1,769幅漫畫、92幅詩歌稿件，錄制193個微視頻，對優秀作品、優秀人員獎勵人民幣10,070元；
- 完善安全文化類展示標識，懸掛條幅156條；
- 組織員工家屬參與「親情助安」活動，共邀請2,123名員工家屬參觀本單位廠區及員工作業場所；
- 開展體驗式安全生產培訓和優秀宣講員評選活動327場次，參與者共計5,781人次；
- 組織手機隨手拍隱患、全員「找茬」活動，排查整改2萬多項安全隱患；及
- 組織各單位在線參加市局安全生產月啟動儀式（參與者共7,000多人），參加縣局安全生產諮詢日（參與者共55人）。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 2. SAFETY (continued)

#### 2.1 Safe production (continued)

##### 2.1.4 Hidden hazard administration

Based on “Responsibility System for Investigation, Administration and Monitoring of Hidden Hazard” and other policies, the Group perfected its dual prevention work mechanism of risk management and control by classification and hidden hazard investigation and rectification, established and implemented requirements for all-level employees on responsibility system for investigation, administration and monitoring of hidden hazard, so as to strengthen supervision and management on safe production.

The Group’s all units actively conducted hidden hazard investigations, strengthened trainings and put emphasis on hidden hazard management through:

- organising safety inspections mainly on concepts, discipline, systems, leaders and incident hidden hazards at least once a month and taking corrective measures for major issues identified in the inspections;
- regular review on whether new construction, reconstruction and expansion projects meet the requirements of “Three Simultaneities”;
- incorporating risk management and control and hidden hazard administration education trainings into the education training plans for safe production of all units, and regularly carrying out targeted education and trainings; and
- Adopting various forms such as safety-themed column, WeChat platform, specialised training, safety competition, publicity display, etc., to carry out publicity education of laws, regulations, rules and related knowledge on risk management control and hidden hazard administration.

In 2020, the information platform of the Group was built and launched for operation, automatically running key indicators such as employee participation rate, hidden hazard screening rate and rectification rate, training and drill fulfilment rate and comprehensive warning value, etc.. Through top-down trainings and bottom-up identification, the platform identified 391 significant risks, 1,002 major risks, 1,420 general risks and 2,634 low risks in 2020.

### 2. 安全(續)

#### 2.1 安全生產(續)

##### 2.1.4 隱患治理

本集團基於《隱患排查治理和監控責任制度》及其他制度，健全風險分級管控和隱患排查治理雙重預防工作機制，逐級建立並落實各級人員的隱患排查治理和監控責任制的要求，加強安全生產監督管理。

本集團各單位積極開展隱患排查，加強培訓，狠抓隱患治理：

- 每月至少組織一次以查思想、查紀律、查制度、查領導、查事故隱患為主要內容的安全排查，對排查中發現的重大問題，採取整改措施；
- 定期審視新建、改建、擴建項目是否做到「三同時」；
- 將風險管控與隱患治理教育培訓納入各單位安全生產教育培訓計劃，定期開展有針對性的教育和培訓；及
- 採用安全專欄、微信平台、專題培訓、安全競賽、宣傳展示等多種形式，開展對風險管控與隱患治理法律、法規、規章和相關知識的宣傳教育。

於2020年，本集團完成了信息化平台的建設並投入運行，自動運行全員參與率、隱患排查率、隱患整改率、培訓和演練完成率、綜合預警值等關鍵指標。通過自上而下培訓和自下而上辨識，2020年該平台共辨識重大風險391個、較大風險1,002個、一般風險1,420個、低風險2,634個。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

## 2. SAFETY (continued)

### 2.1 Safe production (continued)

#### 2.1.5 Emergency management

The Group formulated “Management System for Emergency Plan of Safety Incidents” and other policies, as well as emergency plans for all sorts of incidents such as fire incidents, boiler incidents, gas pipeline incidents, etc., and are subject to review and revision for every two years. The Safe Production Committee makes annual emergency drill plans, and each unit organises drills regularly according to plans and drills schedule and continuously improves plans based on the actual situation.

In 2020, the Group continued to promote the establishment work of standardisation of emergency management, installed emergency rescue equipment and facilities, and organised education training and drills for emergency response on a regular basis. During the “Production Safety Month” in 2020, the Group organised special emergency drills on special equipment failure, flood prevention and electric shock prevention with 311 participants. Taking into account the weaknesses in internal emergency management in units, the Group organised more than 880 person times emergency rescue skill contests for employees to compete in the use of breathing apparatus, cardio-pulmonary resuscitation operation, the use of fire hose, crane operation, etc. to improve the capabilities in emergency command, response and rescue.



Emergency drills of special equipment accidents  
特種設備事故應急演練

## 2. 安全 (續)

### 2.1 安全生產 (續)

#### 2.1.5 應急管理

本集團制定《安全事故應急預案管理制度》及其他制度，以及火災事故、鍋爐事故、煤氣管道事故等各類事故應急預案，並每兩年對其進行評審和修訂。安全生產委員會每年制定應急演練預案，各單位按照預案和演練計劃定期開展演練，並結合實際情況不斷完善預案。

於2020年，本集團持續推進應急管理規範化建設工作，配備應急救援設備設施、定期組織教育培訓和事故反應演練。在2020年的「安全生產月」期間，本集團組織了特種設備、防汛、防觸電專項應急演練，共計311人次參加；各單位結合內部應急管理工作存在的短板，本集團組織了880餘人次的呼吸器背掛、心肺復蘇、消防帶使用、天車操作等應急救援技能比賽，以提高應急指揮、反應及救援能力。



Emergency drills of gas poisoning and fires  
煤氣中毒着火應急演練

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 2. SAFETY (continued)

#### 2.2 Occupational health

In accordance with the “Law of the People’s Republic of China on the Prevention and Control of Occupational Diseases”, the Group implemented a series of rules including the “Responsibility System for Prevention and Control of Occupational Hazards”, the “Warning and Notification System for Occupational Hazards”, the “Management System for Routine Monitoring and Evaluation of Occupational Hazards”, the “Occupational Hygiene Management System” and the “Code of Practice for Dust, Noise, Gas, High Temperature, Assay and Radiation”. The Group established an occupational health and safety management system that meets the ISO 45001 standard, which has been certified by a third party.

### 2. 安全(續)

#### 2.2 職業健康

本集團依據《中華人民共和國職業病防治法》，執行《職業病危害防治責任制度》、《職業病危害警示與告知制度》、《職業病危害日常監測及評價管理制度》、《職業衛生管理制度》、《粉塵、噪音、煤氣、高溫、化驗、放射類操作規程》等一系列制度規程，本集團建立了符合ISO 45001標準的職業健康安全管理體系，並獲得第三方認證。



ISO 45001 Certificate  
ISO 45001 證書

# Environmental, Social and Governance Report

## 環境、社會及管治報告

## 2. SAFETY (continued)

### 2.2 Occupational health (continued)

In 2020, the Group continued to improve employees' working environment to protect their health, included but not limited to:

- Conducting routine inspections on positions with occupational hazards in an orderly manner;
- Making rectification to deficiencies addressed in conjunction with external audit and certification of the occupational health and safety management system;
- Completing occupational health assessment on new blast furnaces, converter furnaces and oxygen production;
- Monitoring the noise, dust and radiation of positions with occupational hazards and organising employee medical examinations, and supervising units on their weekly inspection of positions with occupational hazards;
- Issuing occupational health personal protection equipment on a regular basis and urging employees to wear property; and
- Regulating field ventilation, lighting, placement management, etc..

### 2.3 Prevention and protection against COVID-19

In early 2020, COVID-19 brought along outbreak of pneumonia epidemic. In order to safeguard the life of employees, the Group formulated and issued the "Emergency Response Plan for the Prevention and Control of COVID-19 Pneumonia Epidemic", the "Notice of Improving the Prevention and Control of COVID-19", the "Notice of Further Strengthening Monitoring and Tracking of Personnel Vulnerable to COVID-19 Epidemic", etc.. These formed an efficient, rapid and safe response and treatment system.

The Group set up a pandemic prevention and control emergency command, which is composed of the Guard Isolation Team, Emergency Liaison Team, On-site Management Team, Close Contact Inspection Team and Health Prevention Team, to manage emergency prevention and control of epidemic. In addition, the Group prepared a process map to resumption of production and organised work on the resumption of production in an orderly and safe manner.

## 2. 安全 (續)

### 2.2 職業健康 (續)

於2020年，本集團持續改善員工作業環境，保障員工健康，包括但不限於：

- 有序開展職業衛生危害崗位的恆常檢查；
- 配合職業健康安全管理體系外審認證工作，針對不足之處進行整改；
- 完成對新建高爐、轉爐、制氧的職業衛生評價工作；
- 監察具有職業危害之崗位的噪音、粉塵、輻射和組織員工體檢，督導各單位每周檢測有職業危害崗位；
- 定期發放並督導員工正確配戴職業健康防護用品；及
- 規範現場通風、照明、定置管理等。

### 2.3 新冠病毒防護

於2020年初，新冠病毒帶來的肺炎疫情爆發，本集團為保障員工生命安全，編製和下發了《新型冠狀病毒感染的肺炎疫情防控應急處置預案》、《關於做好新型冠狀病毒肺炎防控工作的通知》、《關於進一步加強疫情敏感人員監控跟蹤的通知》等文件，搭建了高效、快速、安全的反應機制和救治體系。

本集團建立疫情防控應急指揮部，下設警戒隔離組、應急聯絡組、工作現場處置組、密切接觸人員排查組和衛生防疫組，管理疫情緊急的防控工作。此外，本集團編製復產流程圖，以有序安全方式組織復產工作。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 2. SAFETY (continued)

#### 2.3 Prevention and protection against COVID-19 (continued)

Specific management control measures of the Group included but not limited to:

- Strictly implemented government policies, issued warm reminders and personal health registration forms to all employees on duty, collected and filed registration forms in a timely manner for review;
- Disinfected all incoming and outgoing vehicles, disinfected public areas of factories 3 times or more a day, and reviewed the records of disinfection in each area to ensure that there are no anomalies;
- Reinforced access control, implemented body temperature inspection, screened origin of vehicles and persons, urged mask-wearing, disinfection and other preventive and control measures; and
- Conducted supervision and inspection on the disinfection of factory canteens, disinfection of commuter vehicles, temperature check for employees using public transportation and temperature check for staff living in college students' apartments.

### 2. 安全 (續)

#### 2.3 新冠病毒防護 (續)

本集團的具體管控措施包括但不限於：

- 嚴格執行政府政策，將溫馨提示和個人健康登記表發放到所有在崗員工，並及時收集整理登記表存檔備查；
- 對所有進出廠車輛進行消毒，對廠區公共區域每天3次及以上消毒，並對各區域消毒記錄進行檢查，確保無異常；
- 加強門禁，落實體溫檢測、車輛與人員來源地篩查、督促佩戴口罩及消毒等防控措施；及
- 對廠內食堂衛生消毒、通勤車消毒及搭乘公共交通運輸的員工測量體溫、大學生公寓住宿人員體溫檢測進行監督檢查等。



Publicity on pandemic prevention and control  
疫情防疫宣傳



Temperature check  
體溫測量

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION

#### 3.1 Quality management and control

Aiming to build the world's largest section steel production base as well as an international first-class enterprise, the Group made constant efforts in industrial structure transformation and upgrades, and product mix adjustment while continuously committing to technology innovation and high quality development, so as to meet the requirements of market and clients.

In 2020, the Group won a series of honours and recognitions for the high-quality service, reliable products and leading innovation capabilities, including:

- National Top 100 Benchmark Enterprises in Quality and Integrity
- Hebei Provincial Government Quality Award
- National Demonstration Enterprise for Quality and Integrity of Products and Services
- Hebei Technical Standard Innovator for Section Steel Product Series
- 2020 Hebei Intellectual Property Competitive Enterprise
- Hebei Demonstration Unit for Enterprise Standardisation
- 2020 Excellent Enterprise in Quality Management in Hebei Metallurgical Industry
- Hebei Industrial Technology Research Institute of Construction Steel Structure
- The 3rd Prize of Hebei Metallurgical Science and Technology Award
- Tangshan Demonstration Enterprise for Technology Innovation
- Tangshan Municipal Government Quality Award

### 3. 營運

#### 3.1 質量管控

本集團以打造世界最大的型鋼生產基地和國際一流企業為目標，不斷推進產業結構轉型升級和產品結構調整，繼續堅持科技創新與高質量發展，滿足市場和客戶需求。

於2020年，本集團因高質量的服務、可靠的產品和領先的創新能力獲得了一系列榮譽和認可：

- 全國百佳質量誠信標桿企業
- 河北省政府質量獎
- 全國產品和服務質量誠信示範企業
- 河北省型鋼產品系列技術標準創新族
- 2020年度河北省知識產權優勢企業
- 河北省企業標準化示範單位
- 2020年度河北省冶金行業質量管理活動優秀企業
- 河北省建築鋼結構產業技術研究院
- 河北冶金科學技術獎三等獎
- 唐山市技術創新示範企業
- 唐山市政府質量獎

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.1 Quality management and control (continued)

With years of efforts in implementation of high-quality development strategy and promotion of application of advanced measures for quality management, the Group managed to enhance employees' quality awareness, push technology breakthrough and on-site management, improve product quality and capability of value creation. The Group firmly complied with relevant laws and regulations, including but not limited to the "Product Quality Law of the People's Republic of China". The subsidiaries have set up quality management system meeting requirements of ISO 9001:2015 and measurement management system meeting requirements of ISO 10022:2003 respectively, which have obtained third-party certification. With multiple international quality standard system certifications on its products including CARES certification (United Kingdom) and SIRIM certification (Malaysia), received wide recognised internationally.

The Group prepared quality manual, formulated relating quality inspection system and control procedures such as the "Procedures for Monitoring and Measurement Control of Products", and according to a series of internal control standards on raw materials, semi-finished products and finished products, took multi measures for all processes to verify quality characteristic parameters of products for compliance with regulations, so as to ensure product quality in the entire production process.

The Group required its employees to pay attention to the quality of work of the production process, and encouraged them to identify and address problems to realise continuous improvement of product quality. In accordance with management policy such as the "Regulations on Implementing Special Rewards for Continuous Quality Improvement of Steel Products", the Group awarded those cadres and employees who have contributed to improvement of product quality or elimination of potential quality hazards.

### 3. 營運(續)

#### 3.1 質量管控(續)

本集團多年來堅持實施高質量發展戰略及推廣應用先進質量管理方法，提高員工的質量意識，推動技術突破及現場管理，改進產品質量水平和創新能力。本集團嚴格遵守相關法律法規，包括但不限於《中華人民共和國產品質量法》等。各附屬公司分別建立了符合ISO 9001：2015要求的質量管理體系，以及符合ISO 10022：2003要求的測量管理體系，並獲得了第三方認證。各項產品獲得了包括英國CARES認證和馬來西亞SIRIM認證在內的多個國際質量標準體系認證，獲得國際普遍認可。

本集團編製了質量手冊，制定《產品的監視和測量控制程序》等相關質量檢驗制度和控制程序，根據關於原材料、半制成產品和成品的一系列內控標準，在各工序上採取多種措施，驗證產品各類質量特性值是否符合規定，保證各個生產環節的產品質量。

本集團要求全員重視生產工序工作質量，鼓勵發現並解決問題，實現對產品質量的持續改進，並根據《關於實施鋼產品質量持續改進專項獎勵的規定》等管理制度，對改進產品質量或消除潛在的質量隱患做出貢獻的幹部及員工進行獎勵。

# Environmental, Social and Governance Report

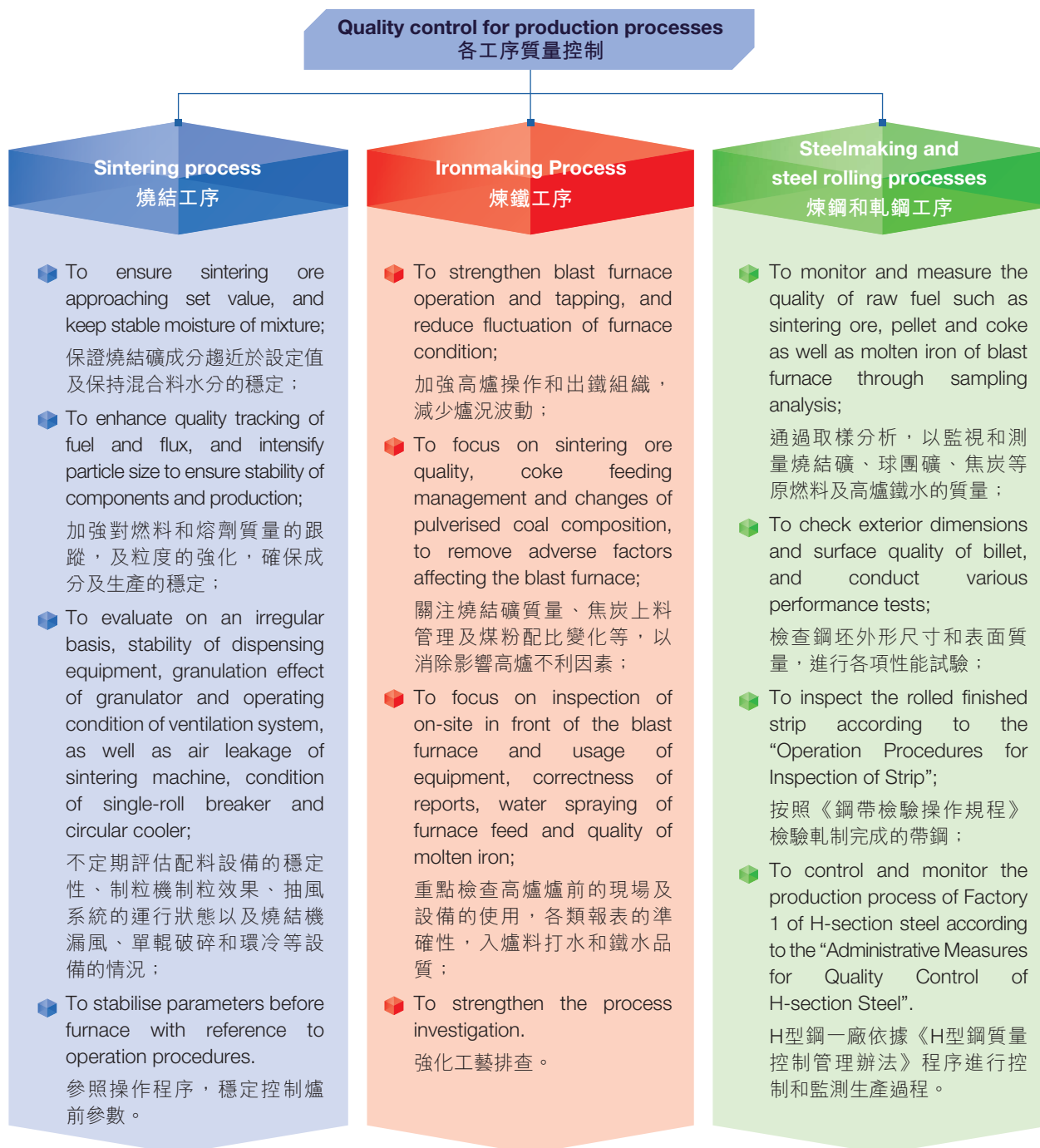
## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.1 Quality management and control (continued)

### 3. 營運(續)

#### 3.1 質量管控(續)



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.1 Quality management and control (continued)

In 2020, the Group issued a series of administrative rules to improve the quality standard of products, including the “Rules for Process Quality Assessment of Technology Centre”, the “Supervision and Inspection Programme for Sampling and Sample Preparation of Ironmaking Plant and Quality Inspection Centre”, which specified management requirements on product process quality, performance evaluation, sampling inspection, outgoing product inspection, etc.. The Group also refined its product testing procedures, specifying 11 sampling sites and inspection projects to ensure that the products meet the composition, size, performance and quality requirements at all stages and stabilised the quality through out the process.

During the Reporting Period, the Group did not have event of recalling any products for safety and health reasons.

#### 3.2 Reliable supply

The Group cooperated with suppliers who strived for higher and higher quality, endeavoured environmental protection and stuck to business ethics, and also delivered the Group's philosophy in environmental and social responsibilities to the suppliers. The Group complied with laws and regulations such as the “Bidding and Tendering Law of the People's Republic of China” and the “Regulations on the Implementation of the Bidding Law of the People's Republic of China”, and internal workflow documents such as “Regulations on Standardising Procurement Processes Standards” and “Regulations on Materials Management”. In 2020, the Group formulated the “Management Provisions on Regulating Supplier Admission” to strictly control the supplier admission process and continuously improved supplier quality.

### 3. 營運(續)

#### 3.1 質量管控(續)

於2020年，本集團發佈了包括《技術中心工藝質量考核細則》、《對煉鐵廠、質檢中心取樣、制樣監督檢查項目》等在內的一系列管理細則，明確對產品工藝質量、性能判定、抽樣檢查、出廠產品檢驗等的管理要求，以提升產品的質量標準水平。本集團還細化了產品檢測程序，規定了11個取樣點和檢驗項目，以保證產品在各個階段符合成分、尺寸、性能和質量要求，穩定過程質量。

本匯報期內，本集團並未發生因安全與健康理由而召回產品的事件。

#### 3.2 可靠供應

本集團注重與精益求精、致力於環保、具有商業道德的供應商合作，並向供應商傳遞本集團在環境及社會責任方面的理念。本集團遵守《中華人民共和國招標投標法》、《中華人民共和國招標投標法實施條例》等法律法規，執行《關於對規範採購工作流程標準的規定》、《物資管理暫行規定》等內部流程文件，並於2020年制定了《關於規範供應商准入的管理規定》，嚴格控制供應商准入流程，不斷提升供應商質量。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.2 Reliable supply (continued)

##### Supplier Management System

###### 供應商管理體系

###### Supplier Management Policy

###### 供應商管理政策

Request suppliers to provide certificates of quality, environmental and safety systems upon reviewing admission conditions, conducting regular assessment and preparing electronic file records of suppliers. And the “**safety, environment, energy, hazardous chemicals management**” are included in the assessment standards.

於審查供應商的准入條件、對供應商進行定期評估及準備供應商的電子檔案時，要求供應商提供質量、環境及安全體系證書，並在考核標準中納入「安全、環境、能源、危化品管理」項。

###### Administrative Measures for Procedures of

###### Online Tender

###### 網上招標程序的管理措施

Standardise online procurement and bidding activities in line with the principles of publicity, fairness, equality, integrity and honesty. 按照宣傳、公平、平等、誠信、誠實的原則，為網上採購及招標活動制訂標準。

###### Administrative Measures for Registration

###### System of Suppliers on Blacklist

###### 供應商黑名單登記系統的管理措施

Promote the establishment of supplier credit rating system and punish defaulting or dishonest suppliers.

推動建立供應商信貸評級體系，並懲處違約或不誠實的供應商。

###### Integrity Agreement

###### 誠信協議

Sign contracts and integrity agreements with suppliers, which prohibit dishonest behavior of the suppliers in their transactions with the Group.

與供應商簽訂合同及誠信協議，有關協議禁止供應商在與本集團的交易中作出不誠實行為。

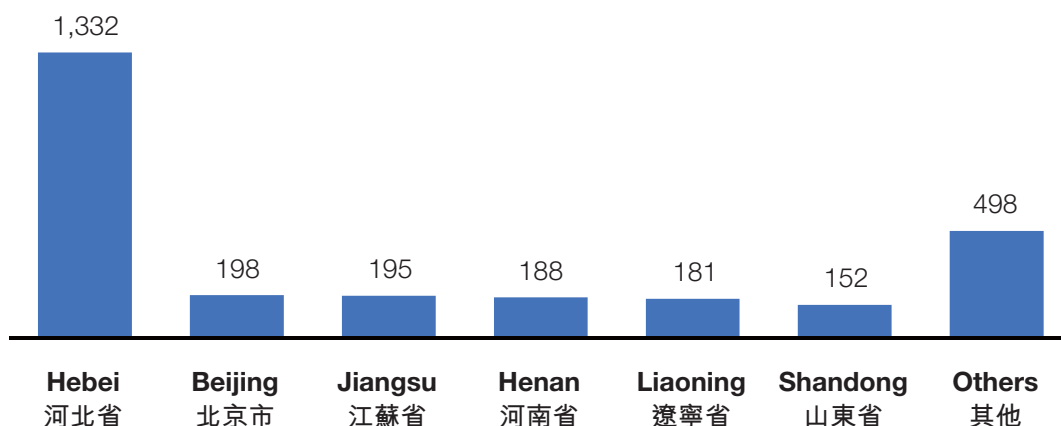
# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.2 Reliable supply (continued)

In 2020, the number of suppliers of Jinxi Limited by geographical region was as follows:



#### 3.3 Attentive services

The Group has established management policies such as the “Administrative Measures for Monitoring Customer Satisfaction of Sales Company”, the “Administrative Measures for Customer Relationship of Sales Company”, the “Administrative Measures for Handling Objections about Product Quality”, the “Customer Classification Management System”, etc., to regulate customer relationship management, handling of disputes of product quality and monitoring of customer satisfaction, so as to improve service quality.

In 2020, in order to consolidate and deepen the special lean management system, strengthen the quality management philosophy of orientation to customer demand, the Group refined the process management of the product quality objection system, so as to continue to improve product quality management, customer satisfaction and brand premium capability of the finished products.

### 3. 營運(續)

#### 3.2 可靠供應(續)

於2020年，津西鋼鐵按地區劃分的供應商數目如下：

#### 3.3 周到服務

本集團通過《銷售公司顧客滿意程度監測管理辦法》、《銷售公司客戶關係管理辦法》、《關於處理產品質量異議的管理辦法》、《客戶分類管理制度》等管理制度，規範了客戶關係管理、處理產品質量糾紛及監控顧客滿意度，以改善服務質量。

於2020年，本集團為鞏固和深化精益管理體系，強化以客戶需求為導向的質量管理理念，細化了產品質量異議體系流程管理，繼續提升產品質量管理、客戶滿意度以及產品終端品牌溢價能力。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.3 Attentive services (continued)

The Group adopted “All-day customer experience detection mechanism”, comprehensively collecting customers’ needs by using big data which could cover all critical control points of customer service, investigate customer needs, so as to upgrade service level. The Group clarified marketing and service directions through comprehensive evaluation, provided customers with personalised and closed-loop products and services in pre-sale, mid-sale and post-sale, so as to optimise and improve customer experience.

The Group conducts customer satisfaction surveys twice a year through customer questionnaires by means of electronic questionnaires and on-site customer inquiry with respect to five aspects for survey: product performance, quality, packaging, delivery and service. On account of the results, the Group formulates the “Analysis Report on Survey of Customer Satisfaction” that analyses reasons for hot issues and focuses fed back by customers, proposes and adopts rectification measures.

Customer complaints are handled by the Group’s Marketing Department and then were delivered to relevant departments in a timely manner; quality complaints are fed back to the Technical Centre from the Marketing Department, and the Technical Centre will take over such complaints. During the Reporting Period, the Group did not receive any complaints from customers about product quality and safety.

In strict compliance with the “Law of the People’s Republic of China on the Protection of Consumer Rights and Interests”, the Group highly emphasised on the protection of consumers’ information and privacy, guaranteeing the private information of customers confidential.

### 3. 營運 (續)

#### 3.3 周到服務 (續)

本集團採取「全天候客戶體驗檢測機制」，透過大數據的方式去全面收集客戶需求，全面覆蓋客戶服務過程各關鍵控制點，全面調研客戶需求以提升服務水平；本集團並通過綜合評價明確市場營銷及服務方向，為客戶提供售前、售中、售後的個性化、閉環式產品和服務，以優化改善客戶體驗。

本集團每年開展兩次客戶滿意度調查，以電子問卷和客戶現場走訪徵詢等方式發放客戶調查表，就產品性能、質量、包裝、交付與服務五方面進行調查。基於調查結果，本集團形成《顧客滿意調查情況分析報告》，針對客戶反映的熱點、焦點進行原因分析，並提出和採取整改措施。

客戶投訴由本集團市場部受理，並及時將信息傳達到本集團相關部門；質量投訴由市場部反饋至技術中心，由技術中心進行受理。於本匯報期內，本集團未收到客戶關於產品質量與安全的任何投訴。

本集團高度重視客戶資料和隱私保障，嚴格遵守《中華人民共和國消費者權益保護法》，保證客戶隱私信息不外洩。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.4 Anti-corruption

While strictly following the laws and regulations, such as the “Company Law of the People’s Republic of China”, the “Bidding and Tendering Law of the People’s Republic of China”, the “Law of the People’s Republic of China against Unfair Competition” and the “Interim Provisions on Banning Commercial Bribery” etc., the Group strictly implements the internal policies, such as the “Internal Monitoring and Management Rules on Strengthening Audit and Supervision System”, “Certain Regulations on Honest and Clean Conduct of Senior Executives”, the “Suggestions on Implementing Integrity Assessment of Middle-level Cadres (Including Assistant)” and the “Regulations on Punishment of Cadres and Employees Violating Rules and Disciplines” and implements supporting supervision system covering one post with dual duties, inspection tour, admonishment meeting and accountability, etc.. Through publicity and education, supervision and assessment, audit and supervision, error correction and damage inspection, and cultural construction, the Group creates an honest corporate development environment.

The Group has set up a three-level audit and supervision management system in PRC. Jinxi Limited Supervision Committee is the highest management institution responsible for audit and supervision, which oversees the Audit & Supervision Department; Subsidiaries of the Group have set up the Audit & Supervision Office, staffed by full-time audit & supervision officers and audit & supervision staff to carry out anti-corruption supervision in an orderly manner.

The Group provides sound and smooth reporting channels for both internal and external whistle-blowers.

### 3. 營運(續)

#### 3.4 反貪污

本集團嚴格遵守《中華人民共和國公司法》、《中華人民共和國招標投標法》、《中華人民共和國反不正當競爭法》和《關於禁止商業賄賂行為的暫行規定》等法律法規，嚴格執行內部《關於加強審計監察系統內部監督管理規定》、《關於高管人員廉潔從業的若干規定》、《關於對中層幹部(含助理級)廉潔考核的實施意見》、《關於違規違紀幹部員工的處分規定》等制度，本集團實行廉潔一崗雙責、巡視、約談、問責等配套監察制度，通過宣傳教育、監督考核、審計監察、糾偏查損和文化建設，營造廉潔的企業發展環境。

本集團於中國設立三級審計監察管理體系，津西鋼鐵的監事委員會為最高審計監察管理機構，下設審計監察部；本集團子公司設立審計監察處，配備專職審計監察負責人和審計監察員，有序開展反貪監察工作。

本集團提供健全暢通的舉報管道，鼓勵內外部人員舉報違法違規行為。

#### Reporting channels:

- Visit:** Audit & Supervision Office, 5th Floor, South Park, Jinxi Group Research and Development Centre
- Mail:** Audit & Supervision Office of Jinxi Iron and Steel Group Company Limited, East Santunying Town, Qianxi County, Hebei Province, 064302
- Tel and SMS:** 0315-5888035  
15130509330
- E-mail:** jinxijiancha@126.com
- WeChat:** “Jinxi Group Supervision Platform”

#### 舉報途徑：

- 來訪：** 津西集團研發中心南區5樓審計監察處
- 來信：** 河北省遷西縣三屯營鎮東津西鋼鐵集團股份有限公司審計監察處，郵編064302
- 電話及短信：** 0315-5888035  
15130509330
- 電子郵件：** jinxijiancha@126.com
- 微信舉報：**「津西集團監督平台」

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.4 Anti-corruption (continued)

In 2020, in order to arouse the enthusiasm and sense of responsibility of audit & supervision staff and strengthen the audit and supervision work of the Group, the Group issued assessment programmes of the “2020 Assessment Programme for Monthly Economic Responsibility of Audit & Supervision Officers”, the “2020 Assessment Measures for Monthly Economic Responsibility of Part-time Supervisors”, the “2020 Annual Assessment Programme for Full-time/Part-time Supervisors and Audit & Supervision Officers of Audit & Supervision System”, etc.. The assessment results were important basis for performance evaluation, allowance granted and annual rating.

#### Disclosure Meeting for Audit and Inspection

On 17 April and 24 September 2020, Jinxi Limited held the disclosure meetings for audit and supervision with participants including members of the Supervision Committee, audit & supervision staff of subsidiaries, senior management of major subsidiaries, department heads of the Group and some other employees, etc.. The meeting disclosed the administration on the accountability of corruptions and violations in the year, which posted the alert for everyone.



In 2020, the Group was involved in one lawsuit regarding corruption practices brought against its employees, and it was already concluded. One employee of the Group was sentenced with 10 months in prison, suspended for 1 year and was required to return the funds, after the court ruled that he/she was guilty of duty encroachment.

### 3. 營運 (續)

#### 3.4 反貪污 (續)

於2020年，為提高審計監察人員積極性和責任心，強化集團審計監察工作，本集團發佈了《2020年審計監察負責人月經濟責任制考核方案》、《2020年兼職監事月度經濟責任制考核辦法》、《2020年關於審計監察系統專兼職監事和審計監察負責人年度考核方案》等考核方案，考核結果作為業績評價、津貼發放以及年度評級的重要依據。

#### 審計監察通報大會

於2020年4月17日和9月24日，津西鋼鐵召開了審計監察通報大會，與會者包括監事委員會成員、各子公司審計監察人員、主要子公司高管、集團部室負責人及部分其他員工等。大會對年內貪腐違規問責處理進行了通報，為全員敲響了警示。



於2020年，本集團共發生一項對員工提出並已審結的貪污訴訟案件。本集團一名員工涉嫌職務侵佔，經法院判決，判處有期徒刑10個月，緩刑1年，並退還贓款。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.5 Innovation & research and development



CNAS Accreditation for Laboratory  
實驗室認可證書

Devoted to “building the world’s largest section steel production base”, the Group highly valued technological innovation. The Group continued to enhance Research and Development team building and increased expenses to improve our capabilities for innovation.

The Group established the “New Product Development Control Procedures”, the “Management Measures of Scientific Research and

Technological Breakthrough Projects”, the “Incentive System for New Product Development”, the “Incentive System for Research and Technology Breakthrough Projects” and other policies, to standardise the management of new product development process, continuously improve technological innovation capabilities, and enhance the core competitiveness.

In joint cooperation with several institutes, the Group established several Industry-University-Research platforms including “Joint Research and Development Centre for Section Steel”, “Research and Development Base for Section Steel Standards”, “Workstation for Specially Invited Academicians”, etc.. Also, the Group increased cooperation efforts with scientific research institutes and set up research and development centres to establish a product research and development team with more than 200 members, to carry out a number of key research projects.

The Group founded the “Provincial Technology Centre”, “Provincial Technology Innovation Centre” and “National Accredited Laboratory”, forming a three-level research and development system. The Group established a Section Steel Technology Centre to undertake research and development projects such as ultra large H-section steel and Z sheet piling. As at the end of the Reporting Period, the Group had a total of 61 patents, of which 34 were obtained in 2020, ranked 38th in the patent technology capacity of steel enterprises around the world in 2020.

### 3. 營運(續)

#### 3.5 創新研發

本集團致力於「打造世界最大的型鋼生產基地」，高度重視科技創新，持續加大研發團隊建設及費用投入，不斷提升自主創新能力。

本集團制定《新產品開發控制程序》、《科研與技術攻關項目管理辦法》、《新產品開發獎勵制度》、《科研與技術攻關項目的激勵辦法》及其他制度，規範新產品開發過程的管理，持續完善技術創新能力，增強核心競爭力。

本集團與多個學校院所合作，聯合建立「型鋼聯合研發中心」、「型鋼標準研發基地」、「特邀院士工作站」等多個產學研平台，並加大與科研院所合作力度，並成立研發中心，建立了擁有超過200名成員的產品研發團隊，展開多項重點科研項目。

本集團擁有「省級技術中心」、「省級技術創新中心」和「國家認可實驗室」，組建三級研發體系。本集團建立型鋼技術中心，開展超大H型鋼、Z型鋼板樁等多個研發課題。截至本匯報期末，本集團於2020年共獲得34項專利，累計共61項專利，位列2020年世界鋼鐵企業專利技術能力第38位。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.5 Innovation & research and development (continued)

In order to further enhance its innovation capability, the Group set up the Quality Control Teams (QC Team) activity based on the "Administrative Measures for Activities of the Quality Control Team". The team is composed of junior employees in a bottom-up manner. The employees are responsible for determining the name of the subject, selecting the team leader, applying for registration and carrying out activities after approval. Selected subjects include: stabilising quality during the process, improving product quality, reducing consumption and improving production environment; solving technical difficulties; promoting services to be standardised, procedure-led and scientize; raising management standards; researching and developing new products and processes, etc.. The Group's Technical Centre reviews outstanding subjects annually, determines the annual quality management achievements in the light of daily quality management activities, and gives rewards to projects that received excellent results at the national, provincial, municipal associations and company levels.

In 2020, the Group was granted the 3rd Prize of Hebei Metallurgical Science and Technology Award for its "Technical research on rolling process and molding technology of hot-rolled steel sheet piling" and "Application of 1,280m<sup>3</sup> blast furnaces featured with four-level top-fired hot air stove and high-radiation coating technology".

### 3. 營運 (續)

#### 3.5 創新研發 (續)

為進一步提升創新能力，本集團基於《質量管理小組活動管理辦法》，開展質量管理小組(QC小組)活動。小組由基層人員自下而上組建，員工確定課題名稱，選定組長，申請註冊，經審批後即開展活動。小組選題包含：穩定過程質量、改進產品質量、降低消耗、改善生產環境；解決技術難點；推動服務工作標準化、程序化、科學化；提高管理水平；研制、開發新產品、新工藝等。本集團技術中心每年對優秀課題進行評審，並結合日常質量管理活動開展情況，確定本集團年度質量管理成果，並對獲得國家、省、市協會、公司極優秀成果的項目給予相應的獎勵。

於2020年，本集團的「熱軋鋼板樁軋制工藝及成型技術研究」和「1,280m<sup>3</sup>高爐四段頂燃式熱風爐及高輻射覆層技能技術的應用」獲得河北冶金科學技術獎三等獎。



Notice of Hebei Metallurgical Science and Technology Award  
河北冶金科學技術獎公示

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 3. OPERATION (continued)

#### 3.6 Intellectual property

The Group highly valued the standardisation work of metallurgy, regarded standards as a key to improve enterprise's core competitiveness. Since 2007, the Group has spared no efforts in taking forward the development and revision of national (industrial) and local standards, and has converted enterprise standards with independent intellectual properties into local standards, industrial standards or national standards. In 2013, the Group was honoured as a research and development base for section steel standards by the National Steel Standardisation Technical Committee, and was re-elected as a member of the national steel standards commission for successive years, becoming a member of the Special Steel Structure Working Group of National Technical Committee on Steel of Standardisation Administration of China.

As at the end of the Reporting Period, the Group had participated and led in drafting more than 80 formulation and revision of national (industrial) and local standards.

In 2020, 4 industrial standards for section steel and 3 safety industrial standards participated in drafting by the Group were approved by the MIIT for implementation.

The Group formulated the "Administrative Measures for Intellectual Properties" to optimise the intellectual property management system, and prepared the "Guide for Anti-Counterfeiting and Right Protection" to regulate the work processes and requirements for anti-counterfeiting and protecting the intellectual property of products. The Group also implemented product roll printing system to strengthen the protection of intellectual property of products; designed and updated labels from time to time to avoid imitation and counterfeiting by others; and indicated the URL, address, customer service phone number, among others, on existing labels and quality warranty letters to provide customers channels to self-identify the authenticity of products.

In 2020, the Group was granted the title of "2020 Hebei Intellectual Property Competitive Enterprise". The title of Hebei Intellectual Property Competitive Enterprise is awarded to enterprises with large quantity and high quality of intellectual properties and strong capabilities for protection and application of intellectual properties. This means that the Group has ascended to a new height in intellectual property management.

### 3. 營運(續)

#### 3.6 知識產權

本集團高度重視冶金標準化工作，視標準為提升企業核心競爭力的關鍵。自2007年起至今，本集團積極參與承擔國家(行業)標準、地方標準制定和修訂工作，將具有自主知識產權的企業標準轉化成地方標準、行業標準或國家標準。於2013年，本集團被全國鋼標準化技術委員會授予型鋼標準研發基地，並數年連任全國鋼標委單位，成為全國鋼標委異型鋼結構工作組成員單位。截至本匯報期末，本集團累計參與並牽頭起草了80多項國家(行業)標準及地方標準制修訂。



於2020年，本集團參與起草的4項型鋼行業標準和3項安全行業標準已經工信部批准實行。

本集團制定了《知識產權管理辦法》，健全知識產權管理體系，同時建立《打假維權工作指南》，規範打假工作流程和要求，保護產品知識產權。本集團還全面推行產品輓印制度，強化產品知識產權保護；不定期設計更新標籤標識，避免他方仿制、假冒；在現有標籤、質保書上標明產品真偽查詢網址、地點、客服電話等，為客戶提供自主識別產品真假的渠道。

於2020年，本集團獲得「2020年度河北省知識產權優勢企業」稱號。河北省知識產權優勢企業是知識產權數量和質量較高、知識產權保護和運用能力較強的企業。這意味著本集團知識產權管理水平再上新高度。



## Environmental, Social and Governance Report

### 環境、社會及管治報告

### 3. OPERATION *(continued)*

#### 3.7 Advertising and trademark management

In compliance with the “Trademark Law of the People’s Republic of China” and its detailed ordinance, the Group established the standardised of “Trademark Management System” and designated the office as the responsible department for trademark management to effectively manage trademarks, ensured proper use of trademarks and protect exclusive rights of trademark.

The Group strictly complied with relevant laws and regulations, such as “Advertising Law of the People’s Republic of China” and the “Price Law of the People’s Republic of China” as well as the regulations on prohibited use of extreme words and sensitive words, and formulated the “Administrative Regulations on Advertising Management System Design”. All the released advertisements were complied with the requirements of the relevant laws, regulations and internal system.

### 3. 營運 (續)

#### 3.7 廣告和商標管理

本集團按照《中華人民共和國商標法》及其實施條例，建立了規範的《商標管理制度》，並以辦公室作為商標管理的主管部門，有效管理商標，確保商標的正確使用，保護商標專用權。

本集團嚴格遵守《中華人民共和國廣告法》、《中華人民共和國價格法》等相關的法律法規及其對極限詞、敏感度的禁用規定，制定《廣告管理制度設計的管理規定》，發佈的廣告均遵守相關法律法規和內部制度的相關要求。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 4. EMPLOYMENT

The Group strictly abides by the labour laws and regulations such as the “Labour Law of the People’s Republic of China”, the “Labour Contract Law of the People’s Republic of China”, the “Regulation on Work-Related Injury Insurance”, etc., to protect employees’ rights and dignity, maintain harmonious employee-employer relations, provide development opportunities and enhance employees’ sense of well-being and belonging.

#### 4.1 Development and training

With focus on personal and professional development of employee, the Group founded a training centre composed of the Comprehensive Department, Training Department and Evaluation Station for Occupational Skills, and formulated the “Administrative Measures for Training of the Training Centre” in 2020, so as to enhance the management work of employee training. Subsidiaries of the Group jointly or independently set up training centres in accordance with its own actual needs, and receive business guidance and assessment from the Group’s training centre. The Group has also established full-time and part-time teachers team dominated by engineers, senior technicians and technicians, so as to practically improve overall quality of employee teams.

The Group developed annual employee training plan at the beginning of each year, and all subsidiaries conducted training activities according to such plan. The Group adopted a variety of training modes. It provided training on management knowledge for cadres at all levels via systematic training, expert lecture and web-based instruction, etc.. Training on technical expertise was conducted in a way that combined theory with practice. In addition, the Group created training and development opportunities for staff through various training forms such as centralised training, on-the-job training, on-site teaching, case-studies, daily questions, anti-accident drill, “master-apprentice mentoring”, “one helps one” and training via WeChat platform etc..

### 4. 僱傭

本集團嚴格遵守《中華人民共和國勞動法》、《中華人民共和國勞動合同法》、《工傷保險條例》等勞動法律法規，保障員工權益和尊嚴、維護和諧勞資關係、提供發展機會，增進員工幸福感和歸屬感。

#### 4.1 發展與培訓

本集團注重員工的個人及專業發展，成立集團培訓中心，下設綜合部、培訓部、職業技能鑒定站，並於2020年制定《培訓中心培訓工作管理辦法》，以加強員工培訓工作的管理。本集團各子公司結合自身實際需要，聯合或單獨成立培訓中心，接受集團培訓中心的業務指導與考核。本集團還建立了以工程師、高級技師、技師為主導的全職及兼職教師隊伍，著實提高員工隊伍的整體素質。

本集團每年年初制定年度員工培訓計劃，各子公司按照培訓計劃開展培訓活動。本集團採用多樣的培訓模式，通過系統培訓、專家講座、網絡教學等形式為各級幹部提供管理知識培訓，採用理論與實踐相結合的方式進行專業技術培訓。此外，本集團採用集中培訓、在職培訓、現場教學、案例教學、每日一題、反事故演練、「師帶徒」、「一幫一」、微信平台等培訓形式，為員工創造培訓和發展的機會。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 4. EMPLOYMENT (continued)

#### 4.1 Development and training (continued)

In 2020, the Group still strived to ensure that training programmes were not suspended or disrupted by the impact of COVID-19, adopting a combination of online and offline modes to carry out training at all levels. Throughout the year, the Group organised 88 training sessions regarding production safety, public administration, process, equipment, professional skills, etc. with 21,159 cadres and employees trained. The Group continues to promote the “Smart Jinxi app” online training system with Jinxi characteristics to provide more training channels for its employees.

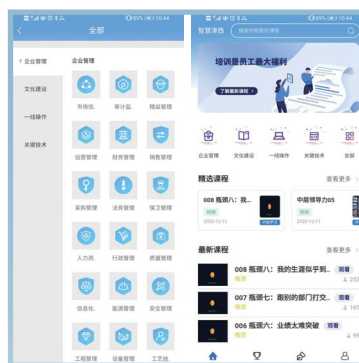
The Group introduced new enterprise apprenticeship training and cooperated with 4 institutions to organise 17 kinds of vocational training courses, including sinter, ironmaking, steelmaking, steel rolling, electrician, fitter, welder, etc.. This programme offers 600-hour (or more) centralised training in 2 years. A total of 1,203 employees attended. After the training, trainees can participate the skill level certification and obtain the corresponding level certificates.

In addition, in order to improve professional skills of employees and cultivate teams of high-quality talents, the Group organised position training activities, professional skill competitions, skill level certification examinations, technician evaluations, etc. for all employees.

### 4. 僱傭 (續)

#### 4.1 發展與培訓 (續)

於2020年，雖受新冠病毒疫情影響，本集團仍確保培訓不停滯、零影響，採取線上線下相結合的方式，開展各層級培訓。本集團全年共組織安全生產、公共管理、工藝、設備、專業技術等各類培訓88期，培訓幹部員工21,159人次。本集團不斷推廣「智慧津西app」津西特色線上培訓體系，為員工提供更多受訓途徑。



“Wisdom Jinxi” app  
「智慧津西」應用程式

本集團全面推行新型企業學徒制培訓，與4家院校展開合作，按照2年制不低於600課時的集中培訓要求，組織燒結、煉鐵、煉鋼、軋鋼、電工、鉗工、焊工等17個職業工種培訓，共1,203名員工接受培訓。培訓期滿後，學員可參加技能等級認定，取得相應等級證書。

此外，本集團還組織全員性崗位練兵活動、職業技能大賽、技能等級認定考試和技師評定等，以提高全員職業技能，打造高素質人才隊伍。



New enterprise apprenticeship training

新型企業學徒制培訓



The 8th employee occupational skill competition

第八屆員工職業技能大賽



Highly-skilled talent assessment

高技能人才考評

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 4. EMPLOYMENT (continued)

#### 4.1 Development and training (continued)

During the Reporting Period, the distribution of trained employees and the average training hours completed per employee by gender and employee category of Jinxi Limited are disclosed as below:

### 4. 僱傭 (續)

#### 4.1 發展與培訓 (續)

於本匯報期內，津西鋼鐵按性別、僱傭類型劃分的受培訓僱員分佈和每名僱員完成受培訓的平均時間如下表所示：

		Distribution of trained employees 受培訓僱員分佈	Average training hours completed per employee 每名僱員完成 受培訓的平均時數
<b>By gender</b>	<b>按性別劃分</b>		
Male	男性	96%	24.6
Female	女性	4%	19.2
<b>By employee category</b>	<b>按僱員類型</b>		
Senior management	高級管理層	0.1%	2.0
Middle management	中級管理層	1.0%	18.9
Junior staff	普通人員	99.0%	21.1

Note: The distribution of trained employees = Total number of trained employees in this specified category/Total number of trained employees \*100%

註：受培訓僱員分佈=該類別受培訓僱員總數／受培訓僱員總數\*100%

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 4. EMPLOYMENT (continued)

#### 4.2 Rights Protection

##### ➤ Recruitment and dismissal

The Group attracted talents under the principles of fairness and objectiveness as well as employment on the basis of competitive selections by using internet recruitment, campus recruitment, recruitment in the labour market and specialist recruitment firms, etc.. The Group entered into, updated and terminated labour contracts with formal employees in accordance with laws and regulations, which clearly specified contractual rights and obligations as well as the conditions and procedures for terminating labour contracts.

##### ➤ Remuneration and benefits

The Group established a remuneration system which reflects the value and contribution of individuals. According to management system such as the “Interim Measures for Remuneration Management”, employee’s remuneration is composed of basic salary, annual allowance, performance bonus and company prizes. Furthermore, the Group paid all kinds of social insurances (including medical insurance scheme, pension scheme, unemployment insurance scheme, maternity insurance scheme, etc.) in a full and timely manner in accordance with the national requirements. The Group introduced the work injury insurance and has been paying 1.5% of the employee’s wages to the Social Insurance Bureau.

##### ➤ Position and promotion

The Group has developed a position framework including system, classification, title and level, and continuously improved and updated it to provide a clear promotion path for employees.

With increasingly strengthened performance appraisal and improved selection through competition, the Group enhanced the human resources management principle of selecting the superior and eliminating the inferior as well as preparing for both promotion and demotion, and established a market-based incentive and assessment mechanism which linked the performance of employees with their remuneration.

### 4. 僱傭 (續)

#### 4.2 權益保障

##### ➤ 招聘及解聘

本集團以公平客觀、擇優錄取為原則，採用網絡招聘、校園招聘、人才市場招聘及獵頭公司等多種招聘方式吸納人才。本集團與正式員工依法訂立、更新及終止勞動合約，清楚規定了合同的權利與義務以及解除勞動合同的條件及程序。

##### ➤ 薪酬及福利

本集團建立了體現個人價值和貢獻的薪酬體系。根據《薪酬管理暫行辦法》等管理制度，員工的薪酬由基本工資、年度補貼、績效獎金和單位獎勵構成。此外，本集團依照國家規定，按時足額為員工繳納各項社會保險費（包含醫療保險計劃、養老金計劃、失業保險計劃、生育保險計劃等）。本集團推行工傷保險並按員工發放工資的1.5%上繳社保部門。

##### ➤ 崗位與晉升

本集團建立了包括職系、等別、名稱和職級等在內的崗位架構，並不斷對其完善更新，為員工提供明確的晉升路徑。

本集團不斷加強績效考評力度，完善競聘選拔工作，強化優勝劣汰、能上能下的人力資源管理原則，建立員工績效與薪酬掛鈎的市場化激勵考核機制。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 4. EMPLOYMENT (continued)

#### 4.2 Rights Protection (continued)

##### ➤ Position and promotion (continued)

The Group continued to improve the open competition mechanism:

- In the event of any vacancy of engineers, the management team of professional and technical talents organised open competitions and supervised the whole process, according to the “Administrative Measures for Professional and Technical Talents” and other management system;
- In the event of any vacancy of cadres, the cadre management team organised open competitions, according to the “Administrative Measures for Cadres below Middle Level” and other regulations. The ratio of participants was not less than 3:1.

##### ➤ Working hours and holidays

The Group strictly controlled the working hours in accordance with the legal requirements. It guaranteed that all overtime work by the employees was on a voluntary basis. The overtime remuneration was paid in full according to the local applicable labour laws. The rest days of the employees of the Group are the public holidays in accordance with national laws and regulations and other holidays in accordance with the local laws and regulations.

##### ➤ Equality and anti-discrimination

The Group provided equal, fair and reasonable employment opportunities for employees. The recruitment, wages, benefits and promotion depended on the work capabilities of the employees concerned. It treated all the employees equally, regardless their genders, ages, races, bloodlines, colours, nationalities, political status, religious beliefs, marital status, number of children, disabilities or not or any other factors not related to the work. If a discriminatory behaviour was found, the Group would investigate the nature of the problem, and would take disciplinary action to the person(s) with such discriminatory behaviour.

### 4. 僱傭 (續)

#### 4.2 權益保障 (續)

##### ➤ 崗位與晉升 (續)

本集團持續完善公開競聘選拔機制：

- 在工程師出現空缺時，專業技術人才管理小組按照《專業技術人才管理辦法》及其他管理制度，組織公開競聘並全程監督；
- 在幹部崗位出現空缺時，幹部管理小組按照《中層以下幹部管理辦法》及其他管理制度，組織公開競聘，公開競聘參與人數比例不少於3：1。

##### ➤ 工作時間及假期

本集團按照法律的要求嚴格管控工作時間，保證所有加班都為員工自願，加班報酬按照當地適用勞動法足額支付。本集團的員工之休息日乃按照國家法律規定的公眾假期，以及依照當地法律法規規定的其他假期。

##### ➤ 平等與反歧視

本集團為員工提供公平、公正及合理的工作機會，在聘用、工資、福利及晉升時完全基於員工的工作能力，對所有員工一視同仁，不論其性別、年齡、種族、血統、膚色、國籍、政治面貌、宗教信仰、婚姻狀況、子女人數、殘疾或其他任何與工作無關的因素。如發現有歧視行為，本集團根據問題的性質核實，對有歧視行為者作紀律處分。

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 4. EMPLOYMENT (continued)

#### 4.2 Rights Protection (continued)

##### > Labour standards

The Group abided by the relevant laws and regulations such as the “Labour Law of the People’s Republic of China”, the “Labour Contract Law of the People’s Republic of China” and the “Regulations on Prohibition of Recruitment of Child Labour”, which prohibited the recruitment of child labour and forced labour. The “Administrative Regulations on Standardising Labour Employment System (Revised)” of Jinxi Limited stipulated that, newly recruited employees must be at least 18 years old, and seasonal workers for technical jobs must be at least 22 years old.

During the Reporting Period, the Group employed no child labour or forced labour.

##### > Staff situation

As at the end of the Reporting Period, total workforce of Jinxi Limited is 7,946, all of whom are full-time employees. The total workforce by gender, age group, geographical region and the employee turnover rate during the Reporting Period are showed as below:

		Total employees 僱員總數	Employee turnover rate 僱員流失率
<b>By gender</b>	<b>按性別劃分</b>		
Male	男性	7,614	6%
Female	女性	332	2%
<b>By age group</b>	<b>按年齡劃分</b>		
Under 30 years old	30歲以下	765	19%
30-50 years old	30-50歲	6,201	5%
Over 50 years old	50歲以上	980	2%
<b>By geographical region</b>	<b>按地區劃分</b>		
In Hebei Province	河北省內	7,810	6%
Outside Hebei Province	河北省外	136	0%

Note: Employee turnover rate = the number of employees in the specified category leaving employment during the Reporting Period/the total number of employees in the specified category at the ended of the Reporting Period\*100%.

### 4. 僱傭 (續)

#### 4.2 權益保障 (續)

##### > 勞工準則

本集團依照《中華人民共和國勞動法》、《中華人民共和國勞動合同法》、《禁止使用童工規定》等相關的法律法規，杜絕聘用童工或強制勞工。津西鋼鐵的《關於規範勞動用工制度的管理規定(修訂)》規定，新錄用的員工必須年滿18歲，而技術工種季節工必須年滿22歲。

於本匯報期內，本集團不存在使用童工或強制勞工的現象。

##### > 員工概況

截至本匯報期末，津西鋼鐵共計7,946人，全部為全職員工，按性別、年齡及地區劃分的僱員總數，以及本匯報期內僱員流失率如下表所示：

註：僱員流失率=本匯報期內該類別僱員流失人數/本匯報期末該類別僱員總數\*100%。



# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 4. EMPLOYMENT (continued)

#### 4.3 Employee care

By organising a series of recreational and sports activities to boost the cultural development and enrich the spare time life of employees, the Group created harmonious atmosphere for the team. Meanwhile, the Group provided assistance and support to employees in straitened circumstances and gave them necessary cares.



“National Day and Mid-Autumn Festival Celebration” mountaineering for university students  
「慶國慶 迎中秋」大學生登山活動



“Praise of Jinxi, Passion with Steel City” recital  
「禮贊津西 情滿鋼城」朗誦會



“Culture Cultivates the Steel Spirit, Innovation Enlightens the Future” knowledge contest  
「文化鑄鋼魂 創新贏未來」知識競賽



University students badminton friendly match of Jinxi  
津西大學生羽毛球友誼賽

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 5. PUBLIC WELFARE

The Group has been actively engaged in social welfare and charity by caring vulnerable groups, advocating a healthy lifestyle and sponsoring recreational and sports activities, contributing to the well-being of society. The Group formulated the “System for Public Benefit Activities”, managed the public benefit foundation set up by it, and carried out social welfare activities in an orderly manner:

- At the beginning of 2020, the Group donated RMB10 million to the epidemic prevention and control command centre of the Qianxi County, Tangshan, Hebei, and also made RMB10 million's worth of donation of cash and supplies produced worldwide to fully support the prevention and control of the epidemic.



RMB10 million donated to the county epidemic prevention and control command centre for the prevention and control of COVID-19

向縣疫情防控工作指揮部捐款人民幣1,000萬元

- In November 2020, the Group granted a total of RMB1 million in bonus to Jing Yuan Education Fund's winners of the Prize of Teachers' Endeavour for Excellence and the Prize of Students' Endeavour for Excellence, as well as outstanding students in Jing Yuan Class; and donated RMB0.80 million in cash to Hebei Jing Yuan Education Foundation to support the construction of Jing Yuan Kindergarten and other schools; and

### 5. 公益

本集團積極投身社會公益和慈善事業，關愛弱勢群體，倡導健康生活，贊助文體活動，力求為社會帶來福祉。本集團制定《公益活動制度》，對設立的公益基金進行管理，有序開展社會公益活動：

- 於2020年初，本集團向河北省唐山市遷西縣疫情防控工作指揮部捐款人民幣1,000萬元，並捐出現金和全球採購物資共計價值人民幣1,000萬元，全面支持防疫工作。



RMB10 million's worth of donation of cash and supplies

捐出現金及物資人民幣1,000萬元

- 於2020年11月，本集團向獲得靜遠教育基金老師創先爭優獎、學生創先爭優獎、靜遠班優秀學生發放獎金共計人民幣100萬元；及向河北省靜遠教育基金會捐贈現金人民幣80萬元，支持靜遠幼兒園等學校建設；及

# Environmental, Social and Governance Report

## 環境、社會及管治報告

### 5. PUBLIC WELFARE *(continued)*

- In July 2020, the Group participated in the targeted poverty alleviation themed on “Hundreds of Corporates Supporting Thousands of Households”, contributing RMB0.05 million.



Commence ceremony of the “Hundreds of Corporates Supporting Thousands of Households” campaign in Shangying Township of Qianxi County  
遷西縣上營鄉「百企幫千戶」推進儀式

### 5. 公益(續)

- 於2020年7月，本集團參與「百企幫千戶」精準扶貧工作，捐款人民幣5萬元。



Cash donation of RMB0.8 million to the Hebei Jing Yuan Education Foundation

向河北靜遠教育基金會捐贈現金人民幣80萬元



## Directors' Report 董事局報告

The Board presents their annual report and the audited consolidated financial statements of the Group for the year ended 31 December 2020.

### INCORPORATION AND LISTING OF THE COMPANY

The Company was incorporated in Bermuda as an exempted company with limited liability on 3 November 2003 under the Companies Act 1981 of Bermuda and the Shares were listed on the Main Board of the Stock Exchange on 2 March 2004.

### PRINCIPAL ACTIVITIES

For the year ended 31 December 2020, the Company's principal activities are investment holding and trading of steel products and iron ore. The principal activities of the Group are manufacture and sales of iron and steel products, trading of steel products and iron ore and real estate business.

### SEGMENT INFORMATION

Approximately 90% of the Group's consolidated sales and contribution to results are derived from the PRC and mainly from the manufacture and sales of iron and steel products, trading of steel products and iron ore and real estate business for the year ended 31 December 2020 and are set out in Note 5 to the consolidated financial statements.

### RESULTS AND DIVIDENDS

The Group's consolidated statement of profit or loss for the year ended 31 December 2020 and its consolidated balance sheet as at that date are set out in the financial statements on pages 202 to 205. The balance sheet of the Company as at 31 December 2020 is set out in Note 48 to the consolidated the financial statements.

At a Board meeting held on 31 March 2021, The Board proposed a final dividend of HK\$186.1 million (approximately RMB157.3 million), representing HK\$0.05 per ordinary share in respect of the year ended 31 December 2020 to the shareholders of the Company whose names appear on the register of members of the Company at the close of business on Friday, 11 June 2021. The final dividend, payable on or around Thursday, 8 July 2021 is subject to approval of the shareholders of the Company at the forthcoming AGM to be held on Wednesday, 2 June 2021.

董事局謹此提呈其年報及本集團截至2020年12月31日止年度的經審核合併財務報表。

### 本公司之註冊成立和上市

本公司於2003年11月3日根據百慕達1981年公司法在百慕達註冊成立為獲豁免有限責任公司。於2004年3月2日，本公司的股份在聯交所主板上市。

### 主要業務

截至2020年12月31日止年度，本公司的主要業務為投資控股及鋼鐵產品及鐵礦石貿易。本集團的主要業務為製造及銷售鋼鐵產品、鋼鐵產品及鐵礦石貿易以及房地產業務。

### 分部資料

截至2020年12月31日止年度，本集團的合併銷售額及業績貢獻有約90%源自中國，且主要來自製造及銷售鋼鐵產品、鋼鐵產品及鐵礦石貿易及房地產業務，並載於合併財務報表附註5。

### 業績及股息

本集團截至2020年12月31日止年度的合併損益表及其於該日的合併資產負債表載於第202至第205頁的財務報表。本公司於2020年12月31日的資產負債表載於合併財務報表的附註48。

於2021年3月31日舉行的董事局會議上，就截至2020年12月31日止年度，董事局建議向在2021年6月11日（星期五）辦公時間結束時名列於本公司股東名冊上之本公司股東派發末期股息1.861億港元（約人民幣1.573億元）（即每股普通股0.05港元）。末期股息須待將於2021年6月2日（星期三）舉行應屆的股東週年大會上獲本公司的股東批准後方可作實，並將於2021年7月8日（星期四）或前後支付。



# Directors' Report

## 董事局報告

### DIVIDEND POLICY

The Company has approved and adopted a dividend policy (the **"Dividend Policy"**), pursuant to which the Company may declare and distribute dividends to the Shareholders to allow Shareholders to share the Company's profits and for the Company to retain adequate reserves for future development.

The declaration, distribution and amount of dividend is subject to the absolute discretion of the Board, after taking into account, inter alia, the Group's operations, business and future development plans, liquidity position, earnings, capital requirement, financial results, losses and distributable reserves, debt ratios, contractual restrictions and other factors that the Board deem relevant. The distribution of final dividend of a financial year will be subject to the approval of the Shareholders, but the amount of dividend shall not exceed the recommendation of the Board.

Subject to the aforesaid factors, the Board plan to maintain distributing not less than 20% of the distributable profit of the relevant financial year of the Group as dividend.

Declaration, recommendation or distribution of any dividend is subject to all relevant applicable laws and regulations of Bermuda and the Memorandum of Association of the Company and the Bye-Laws. The Board will continually review the Dividend Policy and reserve the right in its sole and absolute discretion to update, amend and/or modify the Dividend Policy at any time. The Dividend Policy shall in no way constitute a legally binding commitment by the Company that dividends will be paid in any particular amount and/or in no way obligate the Company to declare a dividend at any time or from time to time.

### 股息政策

本公司已批准及採納股息政策（「**股息政策**」），據此，本公司可向股東們宣派及派付股息，使股東們能分享本公司之溢利，同時使本公司能為未來發展保留充足儲備。

股息的宣派、派付及金額由本公司的董事局全權酌情釐定，並須考慮本集團之營運、業務和未來的發展計劃、流動資金狀況、盈利、資本需求、財務業績、虧損及可分派儲備、債務比率、契約限制及董事局認為相關的其他因素。各財政年度之末期股息的派付均應獲得股東們的批准，惟派息金額不得超過董事局的建議。

受上文所述的因素所規限，董事局計劃維持分派不少於本集團於相關財政年度可分派溢利的20%作為股息。

宣派、建議或派付任何股息亦須遵守百慕達所有相關適用之法律和規則及本公司之組織章程大綱及章程細則。董事局將持續檢討股息政策，並保留其唯一及絕對酌情權利隨時更新、修訂及／或修改股息政策。股息政策絕不會構成本公司須派付任何特定金額的股息之具法律約束力承諾，並／或令本公司有義務須隨時或不時宣派股息。



### BUSINESS REVIEW

A review of the business of the Group during the year, an analysis of the Group's performance during the year using financial key performance indicators, a discussion on the Group's future business development and description of possible risks and uncertainties that the Group may be facing are provided in the Chairman's Statement and Management Discussion and Analysis on pages 8 to 13 and pages 14 to 93 of this annual report respectively. The financial risk management objectives and policies of the Group can be found in Note 3 to the consolidated financial statements. In addition, discussions on the Group's environment, society and governance, relationship with employees, customers and suppliers and compliance with laws and regulations which have a significant impact on the Group are contained on pages 190 to 191 of the Directors' Report of this annual report.

### CLOSURE OF REGISTER OF MEMBERS

#### (a) For determining the entitlement to attend and vote at the forthcoming AGM

The register of members of the Company will be closed from Friday, 28 May 2021 to Wednesday, 2 June 2021 (both days inclusive), during which period no transfer of shares of the Company may be registered, for the purposes of ascertaining shareholders' entitlement to attend and vote at the forthcoming AGM. In order to be eligible to attend and vote at the forthcoming AGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Thursday, 27 May 2021.

### 業務審視

有關本集團年內業務的審視、以財務關鍵表現指標分析本集團年內的表現、對集團未來業務發展的論述及有關本集團可能面對的風險及不明朗因素的描述均載於本年報第8頁至第13頁的主席報告及第14頁至第93頁的管理層討論及分析。本集團財務風險管理的目標及政策刊載於合併財務報表附註3。此外，本集團的環境、社會及管治、與僱員、客戶及供應商之關係及對本集團有重大影響的法律及規例之遵守，刊載於本年報第190頁至第191頁的董事局報告中。

### 暫停辦理股份過戶登記

#### (a) 釐定有權出席應屆股東週年大會及投票

本公司將由2021年5月28日(星期五)至2021年6月2日(星期三)止期間(首尾兩天包括在內)暫停辦理股份過戶登記手續，以釐定有權出席應屆股東週年大會及於會上投票之股東身份。為確保符合資格出席應屆的股東週年大會並於會上投票，所有股份過戶文件連同有關股票須於2021年5月27日(星期四)下午4時30分前，送達本公司的香港股份過戶登記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)辦理股份過戶登記手續。

# Directors' Report

## 董事局報告

### CLOSURE OF REGISTER OF MEMBERS (continued)

#### (b) For determining the entitlement to the final dividend

The register of members of the Company will be closed from Wednesday, 9 June 2021 to Friday, 11 June 2021 (both days inclusive), during which period no transfer of shares of the Company may be registered, for the purposes of ascertaining shareholders' entitlement for the proposed final dividend. The record date for the proposed final dividend shall be Friday, 11 June 2021. In order to qualify for the proposed final dividend, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on Tuesday, 8 June 2021.

### SUMMARY OF FINANCIAL INFORMATION

A summary of the consolidated financial results and assets, liabilities and non-controlling interests of the Group for the last five financial years, is set out on page 366.

### PROPERTY, PLANT AND EQUIPMENT AND INVESTMENT PROPERTIES

Details of movements in the property, plant and equipment and investment properties of the Group and the Company during the year are set out in Notes 6 and 8 to the consolidated financial statements respectively.

### SHARE CAPITAL

Details of the movements in the Company's issued share capital during the year are set out in Note 24 to the consolidated financial statements.

### RESERVES

Details of the movements in the reserves of the Group during the year are set out in Consolidated Statement of Changes in Equity and Note 25 to the consolidated financial statements.

### 暫停辦理股份過戶登記(續)

#### (b) 釐定有權享有末期股息

本公司將由2021年6月9日(星期三)至2021年6月11日(星期五)止期間(首尾兩天包括在內)暫停辦理股份過戶登記手續,以釐定有權享有建議的末期股息之股東身份。享有建議的末期股息之記錄日期為2021年6月11日(星期五)。為確保有權收取建議的末期股息,所有股份過戶文件連同有關股票須於2021年6月8日(星期二)下午4時30分前,送達本公司的香港股份過戶登記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)辦理股份過戶登記手續。

### 財務資料概要

本集團截至前五個財政年度的合併財務業績及資產、負債與非控制性權益概要載於第366頁。

### 物業、廠房及設備以及投資物業

本集團及本公司於年內的物業、廠房及設備以及投資物業的變動詳情分別載於合併財務報表附註6及8。

### 股本

本公司已發行股本於年內的變動詳情載於合併財務報表附註24。

### 儲備

本集團於年內的儲備變動詳情載於合併權益變動表及合併財務報表附註25。

### DISTRIBUTABLE RESERVES

At 31 December 2020, the Company's retained earnings amounted to RMB500 million (2019: RMB469 million) and the Company has total distributable reserves amounted to RMB478 million (2019: RMB458 million). The Company will utilise the subsidiaries' retained earnings to distribute the proposed final dividend (subject to the approval of the Shareholders at the forthcoming AGM).

At 31 December 2020, the Group's retained earnings amounted to RMB14,973 million (2019: RMB13,978 million).

### PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Bye-laws or the Companies Act 1981 of Bermuda, which would oblige the Company to offer new Shares on a pro rata basis to existing shareholders of the Company.

### MAJOR CUSTOMERS AND SUPPLIERS

The sales attributable to the five largest customers of the Group accounted for less than 30% of the Group's consolidated total revenue for the year.

The purchases attributable to the five largest suppliers of the Group accounted for less than 30% of the Group's consolidated total purchases for the year.

None of the Directors nor any of their close associates (as defined in the Listing Rules) nor any Shareholders (which, to the best knowledge of the Directors, owns more than 5% of the number of issued Shares) had any beneficial interest in the Group's five largest customers and/or five largest suppliers during the year.

### 可分派儲備

於2020年12月31日，本公司的留存收益為人民幣5.00億元(2019年：人民幣4.69億元)及本公司可分派儲備總額為人民幣4.78億元(2019年：人民幣4.58億元)。本公司將利用附屬公司之留存收益以分派建議的末期股息(須待應屆股東週年大會上獲股東們批准後方可作實)。

於2020年12月31日，本集團的留存收益為人民幣149.73億元(2019年：人民幣139.78億元)。

### 優先認購權

章程細則或百慕達1981年公司法均無有關優先購買權的規定，致使本公司須向本公司現有股東按比例發售新股份。

### 主要客戶及供應商

本集團年內五大客戶所佔銷售額佔本集團的本年度合併總銷售額少於30%。

本集團年內五大供應商所佔採購額佔本集團的本年度合併採購總額少於30%。

年內，董事或彼等的任何緊密聯繫人(定義見上市規則)或任何股東(就董事所深知擁有已發行股份數目5%以上)概無於本集團五大客戶及／或五大供應商中擁有任何實益權益。

# Directors' Report

## 董事局報告

### DIRECTORS

The Directors during the year ended 31 December 2020 and up to the date of this report were as follows:

#### Executive Directors

Mr. Han Jingyuan  
Mr. Zhu Jun  
Mr. Shen Xiaoling  
Mr. Han Li  
Mr. Sanjay Sharma  
Mr. Zhu Hao  
(ceased on 1 July 2020)

#### Non-executive Directors

Mr. Ondra Otradovec  
Mr. Zhu Hao  
(re-designated on 1 July 2020)

#### Independent Non-executive Directors

Mr. Wong Man Chung, Francis  
Mr. Wang Tianyi  
Mr. Wang Bing  
Dr. Tse Cho Che, Edward

In accordance to article 87 of the Bye-laws and code provision of A.4.2 of the CG Code, Mr. Han Jingyuan, Mr. Han Li, Mr. Ondra Otradovec and Mr. Zhu Hao will retire from office by rotation and, being eligible, will offer themselves for re-election at the forthcoming AGM.

The existing Directors' fee of Mr. Han Jingyuan for service contract is HK\$600,000 per annum and the respective existing Director's fee of Mr. Han Li, Mr. Ondra Otradovec and Mr. Zhu Hao for service contracts are HK\$400,000 each per annum. The basis of determining the Directors' fee was based on the mutual negotiation and with reference to the range of prevailing directors' fee for directors of listed companies in Hong Kong. Other than Mr. Han Jingyuan (the Chairman of the Board and Chief Executive Officer of the Company and a director and a substantial shareholder of Wellbeing Holdings, a controlling shareholder of the Company) and Mr. Han Li (the Executive Director and Chief Financial Officer of the Company) are father and son, and Mr. Ondra Otradovec is the global head of mergers & acquisitions at ArcelorMittal (a substantial shareholder of the Company), Mr. Zhu Hao does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company.

### 董事

於截至2020年12月31日止年度內及直至本報告日期止的董事如下：

#### 執行董事

韓敬遠先生  
朱軍先生  
沈曉玲先生  
韓力先生  
Sanjay Sharma 先生  
朱浩先生  
(於2020年7月1日退任)

#### 非執行董事

Ondra Otradovec 先生  
朱浩先生  
(於2020年7月1日調任)

#### 獨立非執行董事

黃文宗先生  
王天義先生  
王冰先生  
謝祖堃博士

根據章程細則之細則第87條及企業管治守則之守則條文第A.4.2條，韓敬遠先生、韓力先生、Ondra Otradovec 先生及朱浩先生將於應屆股東週年大會上輪席退任，彼等並符合資格和願意於應屆股東週年大會上重選。

韓敬遠先生的現有服務合約的董事袍金為每年60萬港元，而韓力先生、Ondra Otradovec 先生及朱浩先生各自的現有服務合約的董事袍金為每年40萬港元。董事袍金的基準乃按與各董事共同磋商並且參考香港上市公司董事目前之董事袍金水平而釐定。除了韓敬遠先生(本公司的董事局主席兼首席執行官及本公司控股股東 Wellbeing Holdings 的董事及主要股東)與韓力先生(本公司的執行董事兼首席財務官)為父親與兒子，以及 Ondra Otradovec 先生為 ArcelorMittal (本公司的主要股東)的收購與合併部之環球主管外，朱浩先生概無與本公司其他董事、高級管理人員、主要股東或控股股東有任何關係。



## Directors' Report 董事局報告

### DIRECTORS (continued)

The Company has received, from each of the Independent Non-executive Directors, an annual confirmation of his independence pursuant to Rule 3.13 of the Listing Rules. The Company considers all of the Independent Non-executive Directors are independent.

### DIRECTORS' INTERESTS IN CONTRACTS

Save as disclosed in this annual report, no Director had a material interest in any contract of significance to the business of the Group to which the Company or any of its subsidiaries was a party during the year.

### DIRECTORS' AND SENIOR MANAGEMENT'S BIOGRAPHICAL INFORMATION

Biographical details of the Directors and senior management of the Company are set out on pages 94 to 100 in this annual report.

### DIRECTORS' SERVICE CONTRACTS

The Executive Directors have service contracts with the Company for a fixed term of three years. The Non-executive Directors have service contracts with the Company for a fixed term of two years. The Independent Non-executive Directors have service contracts with the Company for a fixed term of one year. All the service contracts with the Executive Directors and the Non-executive Directors may be terminated by either party giving not less than three months' notice in writing.

Apart from the Director service contracts, Mr. Han Jingyuan, Mr. Zhu Jun, Mr. Shen Xiaoling and Mr. Han Li also have other service contracts with the Company and its subsidiaries. The emoluments specified in other service contracts with them are determined by the remuneration committee of the Company with reference to their respective qualification and experience, responsibilities to be undertaken, and the prevailing market level of remuneration of similar position.

Save as disclosed above, no Director has a service contract with the Company which is not determinable by the Company within one year without payment of compensation, other than statutory compensation.

### 董事(續)

根據上市規則第3.13條，本公司已接獲每位獨立非執行董事的年度確認函確認其獨立性。本公司認為所有獨立非執行董事均為獨立。

### 董事的合約權益

除本年報所披露外，董事於年內概無與本公司或其任何附屬公司訂立而對本集團業務屬重大的任何合約中擁有重大權益。

### 董事及高級管理人員的履歷

本公司董事及高級管理人員的履歷詳情載於本年報第94至100頁。

### 董事的服務合約

執行董事與本公司訂立的服務合約的固定任期為期三年。非執行董事與本公司訂立的服務合約的固定任期為期兩年。獨立非執行董事與本公司訂立的服務合約的固定任期為期一年。與執行董事及非執行董事訂立的所有服務合約均可由任何一方發出不少於三個月的書面通知予以終止。

除董事服務合約外，韓敬遠先生、朱軍先生、沈曉玲先生及韓力先生亦與本公司及其附屬公司訂立其他服務合約。在與彼等訂立的其他服務合約中訂明的薪酬乃由本公司薪酬委員會經參考彼等各自的資格及經驗、即將承擔的責任以及類似職位薪酬的現行市場水平而釐定。

除上文所披露外，概無董事與本公司訂立於一年內不可在不予支付賠償(法定賠償除外)的情況下終止的服務合約。





# Directors' Report

## 董事局報告

### DIRECTORS' INTERESTS IN COMPETING BUSINESS

None of the Directors is interested in any business apart from the Group's business, which competes or is likely to compete, either directly or indirectly, with the Group's business during the Reporting Period.

### POST BALANCE SHEET EVENTS

Details of the significant events of the Group after the reporting period are set out in the Management Discussion and Analysis on pages 23 to 24 of this annual report and note 47 to the consolidated financial statements.

### PERMITTED INDEMNITY

Pursuant to the Bye-laws, subject to the Companies Act 1981 of Bermuda, every Director shall be indemnified out of the assets of the Company against all costs, charges, expenses, losses and liabilities which he/she may sustain or incur in the execution of his/her office or otherwise in relation thereto. The Company has taken out insurance against the liability and costs associated with defending any proceedings which may be brought against directors of the Group.

### 董事於競爭業務上之權益

除本集團業務以外，於本匯報期內並無任何董事在與本集團直接或間接構成或可能構成競爭的業務中持有任何權益。

### 結算日後事項

匯報期後發生之重大事項詳情載於本年報第23頁至24頁的管理層討論及分析及合併財務報表附註47。

### 獲准許之彌償條文

根據章程細則，在百慕達1981年公司法的條文規限下，每名董事應有權獲得保障，從本公司於其資產中補償因執行職務或與此有關的其他方面可能蒙受或招致之所有成本、費用、開支、損失及責任。本公司已就本集團之董事可能面對任何訴訟時產生的責任及相關的費用購買保險。

### DIRECTORS' INTERESTS AND SHORT POSITIONS IN SECURITIES

As at 31 December 2020, the interests and short positions of the Directors, chief executives and their associates of the Company in the shares, underlying shares or debentures of the Company or any of its associated corporation (within the meaning of Part XV of the SFO which (i) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (ii) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (iii) were required to be notified to the Company and the Stock Exchange pursuant to the Model Code as set out in Appendix 10 of the Listing Rules and adopted by the Company were as follows:

#### Interest in the Shares and underlying Shares of the Company:

### 董事於證券的權益及淡倉

於2020年12月31日，各董事、本公司主要行政人員及其聯繫人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(i)根據證券及期貨條例第XV部的第7及第8分部須知會本公司及聯交所（包括根據證券及期貨條例彼等被當作或視為擁有之權益或淡倉）；或(ii)根據證券及期貨條例第352條須列入該條所指登記冊內；或(iii)根據本公司已採納的上市規則附錄十所載的標準守則知會本公司及聯交所的權益及淡倉載列如下：

#### 於本公司股份和相關股份的權益：

	Interests in Shares 股份權益		Interests in underlying Shares pursuant to share options 根據購股權 在相關股份 的權益	Percentage of the Company's issued share capital 佔本公司 已發行股本 的百分比	Long/Short position 好/淡倉
	Corporate Interest 公司權益	Personal Interest 個人權益			
Mr. Han Jingyuan (Note 1) 韓敬遠先生(備註1)	1,352,488,849	—	—	36.33%	Long (好)
Mr. Zhu Jun 朱軍先生	—	10,200,000	—	0.27%	Long (好)
Mr. Shen Xiaoling 沈曉玲先生	—	10,200,000	—	0.27%	Long (好)
Mr. Han Li 韓力先生	—	5,400,000	—	0.15%	Long (好)
Mr. Sanjay Sharma Sanjay Sharma先生	—	—	—	—	—
Mr. Ondra Otradovec Ondra Otradovec先生	—	—	—	—	—

# Directors' Report

## 董事局報告

### DIRECTORS' INTERESTS AND SHORT POSITIONS IN SECURITIES (continued)

#### Interest in the Shares and underlying Shares of the Company: (continued)

### 董事於證券的權益及淡倉 (續)

#### 於本公司股份和相關股份的權益：(續)

	Interests in Shares 股份權益		Interests in underlying Shares pursuant to share options 根據購股權 在相關股份 的權益	Percentage of the Company's issued share capital 佔本公司 已發行股本 的百分比	Long/Short position 好/淡倉
	Corporate Interest 公司權益	Personal Interest 個人權益			
Mr. Zhu Hao 朱浩先生	-	-	-	-	-
Mr. Wong Man Chung, Francis 黃文宗先生	-	-	-	-	-
Mr. Wang Tianyi 王天義先生	-	-	-	-	-
Mr. Wang Bing 王冰先生	-	-	-	-	-
Dr. Tse Cho Che, Edward 謝祖堉博士	-	-	-	-	-

Note:

備註：

- At 31 December 2020, Mr. Han Jingyuan ("Mr. Han") beneficially owned 63.15% of the issued share capital of Wellbeing Holdings and held 16.09% of the issued share capital of Wellbeing Holdings on trust for the benefit of certain employees of the subsidiaries of the Company. Wellbeing Holdings beneficially owned 1,265,535,124 Shares, representing approximately 34.00% of the issued share capital of the Company. Mr. Han also beneficially owned 100% of the issued share capital of Chingford Holdings Limited which beneficially owned 86,953,725 Shares, representing approximately 2.34% of the issued share capital of the Company.

Save as disclosed above and in the section of "Equity-settled Share Option Scheme" below, at 31 December 2020, none of the Directors, chief executives and their associates of the Company had any interests and 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 SFO) as recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

- 於2020年12月31日，韓敬遠先生（「韓先生」）實益擁有 Wellbeing Holdings 已發行股本 63.15% 的權益，並以信託方式就本公司附屬公司若干僱員的利益持有 Wellbeing Holdings 已發行股本的 16.09% 權益。Wellbeing Holdings 實益擁有 1,265,535,124 股股份，約佔本公司已發行股本的 34.00% 權益。韓先生亦實益擁有 Chingford Holdings Limited 的全部已發行股本，彼實益擁有 86,953,725 股股份，約佔本公司已發行股本的 2.34%。

除上文和下述的「以股權結算的購股權計劃」一節所披露外，於2020年12月31日，概無董事、本公司主要行政人員及其聯繫人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需根據證券及期貨條例第352條所存置的股東名冊所記錄，或根據標準守則須知會本公司及聯交所的任何權益及淡倉。

### EQUITY-SETTLED SHARE OPTION SCHEME

The Company adopted three share option schemes, which are 2006 Share Option Scheme, 2010 Share Option Scheme and 2013 Share Option Scheme, for the purpose of providing incentives and rewards to eligible participants who are regarded as valuable human resources of the Group or who have contributed to the growth and success of the Group with their performance and other factors (e.g. their years of service with the Company and/or work experience and/or knowledge in the industry, etc.) to contribute further to the Company. The 2006 Share Option Scheme and 2010 Share Option Scheme were expired on 16 May 2016 and 19 December 2020 respectively.

The Share Option Schemes do not specify any minimum holding period and/or performance targets as a condition for the exercise of an option but subject to the rules of the Share Option Schemes. The Board is empowered with the authority to determine granting of an option on a case by case basis taking into account of the relevant factors as the Board in its sole discretion considers appropriate.

The maximum number of Shares issuable under the Share Option Schemes to each eligible participant within any 12-month period is limited to 1% of the Shares in issue at any time. Any further grant of share options in excess of this limit is subject to Shareholders' approval in a general meeting.

Subject to earlier termination by the Company in general meeting or by the Board, the Share Option Schemes shall be valid and effective for a period of ten years from their respective dates of adoption.

The subscription price shall be such price determined by the Board at its absolute discretion and shall be no less than the highest of: (a) the closing price of Shares as stated in the daily quotations sheet of the Stock Exchange on the date of grant; (b) the average closing price of the Shares as stated in the daily quotations sheet of the Stock Exchange for the 5 business days immediately preceding the date of grant; and (c) the nominal value of a Share on the date of grant.

### 以股權結算的購股權計劃

本公司已採納的三個購股權計劃即2006年購股權計劃、2010年購股權計劃及2013年購股權計劃，已向合資格參與者授予購股權，目的旨在激勵及獎勵合資格參與者，彼等被視為本集團的寶貴人力資源或以彼等之表現及其他因素對本集團的發展和成功作出貢獻（例如彼等在本公司的服務年期及／或行內的工作經驗及／或知識等），並對本公司作出更多貢獻。2006年購股權計劃及2010年購股權計劃已分別於2016年5月16日及2020年12月19日到期。

購股權計劃並沒有特定須持有的最短期間及／或行使購股權須達致的表現目標，惟根據購股權計劃的條款，授予董事局有權利釐定每個個別情況的授出購股權條款作出其全權酌情認為適當的有關因素。

根據購股權計劃下向每名合資格參與者授予的最高可發行的股份數目在該授出日期止任何12個月期間內上限為當時已發行股份的1%，任何超出限制的進一步授予購股權需於股東大會上由股東批准。

在不抵觸本公司於股東大會上或透過董事局提早終止下，購股權計劃將自其採納日期起計為期十年有效及生效。

認購價乃由董事局全權酌情釐定，並不會低於以下最高者：(a) 股份於授予日期在聯交所每日報價表所報的收市價；(b) 股份於緊接授予日期前5個營業日在聯交所每日報價表所報的平均收市價；及(c) 股份於授予日期的面值。

# Directors' Report

## 董事局報告

### EQUITY-SETTLED SHARE OPTION SCHEME

(continued)

The consideration payable on acceptance of the options granted to an grantee under the respective Share Option Schemes is HK\$1.00.

As at 31 December 2020, there was no share option outstanding under the Share Option Schemes.

Pursuant to the 2010 Share Option Scheme, the Company can issue options so that the total number of Shares that may be issued upon exercise of all options to be granted under the 2010 Share Option Scheme are 146,486,250 Shares, representing approximately 3.94% of the issued share capital of the Company as at 31 December 2020. Eligible participants of the 2010 Share Option Scheme includes all Directors (whether Executive or Non-executive and whether independent or not) and any employees (whether full-time or part-time) of any company in the Group or any entity in which any member of the Group holds an equity interest (whether on an employment or contractual or honorary basis or otherwise and whether paid or unpaid) and any person considered by the Directors to have contributions to any company in the Group or any entity in which any member of the Group holds an equity interest. During the year ended 31 December 2020, no option was granted, exercised, cancelled or lapsed under the 2010 Share Option Scheme.

Pursuant to the 2013 Share Option Scheme, the Company can issue options so that the total number of Shares that may be issued upon exercise of all options to be granted under the 2013 Share Option Scheme are 146,571,250 Shares, representing approximately 3.94% of the issued share capital of the Company as at 31 December 2020. Eligible participants of the 2013 Share Option Scheme includes all Directors (whether Executive or Non-executive and whether independent or not) and any employees (whether full-time or part-time) of any company in the Group or any entity in which any member of the Group holds an equity interest (whether on an employment or contractual or honorary basis or otherwise and whether paid or unpaid) and any person considered by the Directors to have contributions to any company in the Group or any entity in which any member of the Group holds an equity interest. During the year ended 31 December 2020, no option was granted, exercised, cancelled or lapsed under the 2013 Share Option Scheme.

The accounting policy for equity-settled share option is stated in the Note 2 to the consolidated financial statements.

### 以股權結算的購股權計劃

(續)

在各購股權計劃下，接納授予承授人的購股權須支付代價為1.00港元。

於2020年12月31日，概無根據購股權計劃授出之尚未行使購股權。

根據2010年購股權計劃，本公司可發行購股權，以使根據2010年購股權計劃將予授出的所有購股權獲行使時可予發行的股份總數為146,486,250股股份，佔本公司於2020年12月31日的已發行股本約3.94%。2010年購股權計劃的合資格參與者包括全體董事（無論執行或非執行及無論是否獨立）、本集團任何成員公司或本集團任何成員公司持有股本權益的任何實體的任何僱員（無論全職或兼職）（不論其基於聘用、合約、榮譽或其他方式及是否受薪）以及董事認為對本集團任何成員公司或本集團任何成員公司持有股本權益的任何實體作出貢獻的任何人士。於截至2020年12月31日止年度內，概無根據2010年購股權計劃授出、行使、註銷或失效之購股權。

根據2013年購股權計劃，本公司可發行購股權，以使根據2013年購股權計劃將予授出的所有購股權獲行使時可予發行的股份總數為146,571,250股股份，佔本公司於2020年12月31日的已發行股本約3.94%。2013年購股權計劃的合資格參與者包括全體董事（無論執行或非執行及無論是否獨立）、本集團任何成員公司或本集團任何成員公司持有股本權益的任何實體的任何僱員（無論全職或兼職）（不論其基於聘用、合約、榮譽或其他方式及是否受薪）以及董事認為對本集團任何成員公司或本集團任何成員公司持有股本權益的任何實體作出貢獻的任何人士。於截至2020年12月31日止年度內，概無根據2013年購股權計劃授出、行使、註銷或失效之購股權。

以股權結算的購股權的會計政策於合併財務報表附註2中呈列。



### DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed above, at no time during the year were rights to acquire benefits by means of the acquisition of shares or debentures of the Company or any other body corporate granted to any Director or their respective spouses or children under 18 years of age, or were any such rights exercised by them; or were the Company or any of its holding companies, fellow subsidiaries and subsidiaries a party to any arrangement to enable the Company's Directors, their respective spouses or children under 18 years of age to acquire such rights in any other body corporate.

### CONTRACTS OF SIGNIFICANCE

Save as disclosed above and the transactions as disclosed in Note 46 to the consolidated financial statements, no controlling shareholder or any of its subsidiaries have any contract of significance with the Company or its subsidiaries during the year.

### SUBSTANTIAL SHAREHOLDERS

At 31 December 2020, the interests or short positions of every person, other than a Director or Chief Executive of the Company, in the Shares and underlying Shares as recorded in the register required to be kept by the Company under Section 336 of the SFO are as follows:

### 董事認購股份或債券的權利

除上文所披露外，於年內任何時間，概無任何董事或彼等各自的配偶或未滿十八歲的子女獲授可透過購買本公司或任何其他法人團體股份或債券而獲益的權利，或行使任何該等權利；而本公司或其任何控股公司、同系附屬公司及附屬公司概無訂立任何安排，致使本公司董事、彼等各自的配偶或未滿十八歲的子女可自任何其他法人團體購入該等權利。

### 重大合約

除上文所披露外及於合併財務報表附註46所披露的交易外，控股股東或其任何附屬公司於年內並無與本公司或其附屬公司訂立任何重大合約。

### 主要股東

於2020年12月31日，根據本公司按照證券及期貨條例第336條所存置的股東名冊所記錄，每名人士（本公司董事或主要行政人員除外）於股份及相關股份擁有的權益或淡倉如下：

Name	Capacity and nature of interest	Number of Shares held	Percentage of the Company's issued share capital 佔本公司已發行股本百分比	Long/Short position 好／淡倉
名稱	身份及權益性質	所持股份數目		
ArcelorMittal (Note 1) (備註1)	Beneficial interest and interest of controlled corporation 實益權益及受控制法團權益	1,377,491,891	37.00%	Long (好)
AM Holdings AG	Beneficial interest 實益權益	867,711,151	23.31%	Long (好)
Wellbeing Holdings	Beneficial interest 實益權益	1,265,535,124	34.00%	Long (好)

# Directors' Report

## 董事局報告

### SUBSTANTIAL SHAREHOLDERS (continued)

Note:

- (1) At 31 December 2020, Mr. Lakshmi Niwas Mittal and Mrs. Usha Mittal beneficially owned 35.64% of the issued share capital of ArcelorMittal which beneficially owns 509,780,740 Shares, representing approximately 13.69% of the Company's issued share capital. As ArcelorMittal indirectly held the entire equity interest in AM Holdings AG, ArcelorMittal was deemed to be interested in 867,711,151 Shares held by AM Holdings AG under Part XV of the SFO, and therefore owned in aggregate 1,377,491,891 Shares, representing approximately 37.00% of the issued share capital of the Company.

Saved as disclosed above and in Directors' Interests and short positions in securities sections, at 31 December 2020, no person, other than a director or chief executive of the Company, had interests or short positions in the Shares and underlying Shares as recorded in the register required to be kept by the Company under Section 336 of the SFO.

### RELATED PARTY TRANSACTIONS

Details of the related party transactions were set out in Note 46 to the consolidated financial statements. Details of the related party transactions which constitute continuing connected transaction not exempted under Chapter 14A of the Listing Rules are disclosed in the section "Connected Transactions and Continuing Connected Transactions".

### CONNECTED TRANSACTIONS AND CONTINUING CONNECTED TRANSACTIONS

During the year, the Company had conducted a review of the related party transactions of the Group and is satisfied that all those related party transaction constituting non-exempt connected transactions and continuing connected transactions have been properly reported and complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules. The following transactions between certain connected parties (as defined in the Listing Rules) and the Group have been entered into and/or are ongoing for which relevant announcements and independent shareholders' approval, if necessary, had been made and obtained by the Company in accordance with Chapter 14A of the Listing Rules and disclosed in the Note 46 to the consolidated financial statements of the Company where applicable.

### 主要股東 (續)

備註：

- (1) 於2020年12月31日，Lakshmi Niwas Mittal先生和Usha Mittal太太實益持有ArcelorMittal已發行股本35.64%，ArcelorMittal實益持有509,780,740股股份，約佔本公司已發行股本13.69%。因ArcelorMittal間接擁有AM Holdings AG全部股本權益，根據證券及期貨條例第XV部，ArcelorMittal被視為在AM Holdings AG持有的867,711,151股股份擁有權益，及實益總共持有1,377,491,891股股份，約佔本公司已發行股本約37.00%權益。

除上文及董事於證券的權益和淡倉一節所披露外，於2020年12月31日，根據本公司按照證券及期貨條例第336條所存置的股東名冊，概無人士（本公司董事或主要行政人員除外）於股份及相關股份擁有權益或淡倉。

### 關聯方交易

有關關聯方交易的詳情載於合併財務報表附註46。根據上市規則第14A章構成不獲豁免持續關連交易的關聯方交易詳情披露於「關連交易及持續關連交易」一節內。

### 關連交易及持續關連交易

於年內，本公司已進行檢討本集團之關聯方交易，且信納所有構成不獲豁免關連交易及持續關連交易之關聯方交易均已妥為呈報及遵守上市規則第14A章之披露規定。按上市規則第14A章的規定，若干關連方（按上市規則定義）與本集團進行的下列交易經已訂立及／或持續進行，而本公司已作出相關公告及獲得獨立股東批准（如需要）及於本公司合併財務報表附註46中已披露（如適用）。

### CONNECTED TRANSACTIONS AND CONTINUING CONNECTED TRANSACTIONS

(continued)

#### Continuing connected transactions

On 24 January 2020, the Company entered into a renewal framework agreement with Oriental Sheet Piling Sdn. Bhd. (“**Oriental Sheet Piling**”), a subsidiary of ArcelorMittal, a substantial shareholder of the Company, in which the Company and/or its subsidiaries would sell steel products to Oriental Sheet Piling and/or its subsidiaries at prevailing market prices, for a term of three years commencing from 1 January 2020 and expiring on 31 December 2022. The annual cap for the continuing connected transactions contemplated under the renewal framework agreement for each of the three years ending 31 December 2020, 2021 and 2022 will not exceed RMB450 million, RMB450 million and RMB450 million respectively. The total amount of the aforesaid transaction for the year ended 31 December 2020 was approximately RMB106.6 million (excluding VAT) (Note 46(b)).

The aforesaid continuing connected transactions have been reviewed by Independent Non-executive Directors of the Company. The Independent Non-executive Directors confirmed that the aforesaid continuing connected transactions were entered into (a) in the ordinary and usual course of business of the Group; (b) on normal commercial terms or better; and (c) according to the agreements governing them on terms that are fair and reasonable and in the interests of the shareholders of the Company as a whole.

The Company's auditor was engaged to report on the Group's continuing connected transactions in accordance with Hong Kong Standard on Assurance Engagements 3000 “Assurance Engagements Other Than Audits or Reviews of Historical Financial Information” and with reference to Practice Note 740 “Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules” issued by the HKICPA. The auditor has issued its letter pursuant to Rule 14A.56 of the Listing Rules confirming nothing has come to their attention that causes them to believe that the continuing connected transactions disclosed by the Group on page 189 of this annual report were not in compliance with the relevant requirements as set out in Rule 14A.56 of the Listing Rules. A copy of the auditor's letter has been provided by the Company to the Stock Exchange.

### 關連交易及持續關連交易

(續)

#### 持續關連交易

於2020年1月24日，本公司與Oriental Sheet Piling Sdn. Bhd. (「**Oriental Sheet Piling**」，本公司主要股東ArcelorMittal的附屬公司)就本公司及／或其附屬公司按一般市場價向Oriental Sheet Piling及／或其附屬公司銷售鋼鐵產品已訂立一份續訂框架協議，由2020年1月1日開始至2022年12月31日屆滿，為期三年。續訂框架協議下擬進行的持續關連交易截至2020年、2021年及2022年12月31日止三年的年度上限分別為不超過人民幣4.50億元、人民幣4.50億元及人民幣4.50億元。上述交易於截至2020年12月31日止年度的總額(不含增值稅)約為人民幣1.066億元(附註46(b))。

上述持續關連交易已由本公司獨立非執行董事審閱。獨立非執行董事確認上述持續關連交易是(a)在本集團的日常業務中訂立；(b)按照一般商務條款或更佳條款進行；及(c)根據有關交易的協議進行，條款公平合理，並且符合本公司股東的整體利益。

根據香港會計師公會發佈的香港核證業務準則第3000號「歷史財務資料審核或審閱以外的鑒證工作」並參考實務說明第740號「香港上市規則規定的持續關連交易的核數師函件」，本公司核數師已受聘對本集團持續關連交易作出報告。核數師已就本年報第189頁所載本集團披露的持續關連交易，根據上市規則第14A.56條發出函件，確認其並無注意到任何事情，可使他們認為有關持續關連交易並不符合上市規則第14A.56條所述之相關規定。本公司已將核數師函件副本向聯交所提供。

# Directors' Report

## 董事局報告

### ENVIRONMENT, SOCIETY AND GOVERNANCE

The Group has committed to perform its corporate responsibility for environmental protection and strictly comply with the national regulations by continuous investment in its production facilities to reduce emissions and energy consumption during the steel production process so as to minimise the impact of the production process on the environment. The Group has also recognised the local laws and regulations which are applicable to the Group's business to ensure the operation of the Group complies with all the relevant local laws, regulations and standards.

In particular, all the operating production facilities are equipped with environmental control facilities in order to reduce exhaust emissions and meet the relevant national standard. Production and domestic wastewater of the Company will be recycled and subsequently used in the closed water loop. In addition, measures for filtration and reuse are adopted to reduce the production of waste mineral oil. For the waste mineral oil which cannot be reused, we engage the experts with relevant qualification and processing capacity to carry out the harmless treatment of waste mineral oil for us as required by the state environmental regulations. Smelting slag and solid waste produced during other smelting process of iron making will be sold to other cement factories or used as raw material in other production process. After the above comprehensive treatment measures, the impact on the environment shall be reduced.

The ESG Report are set out on pages 123 to 174 in this annual report.

### 環境、社會及管治

本集團致力盡其對環境保護的企業責任及緊守國家法規，一直透過持續投入資源於其生產設備以減少鋼鐵生產過程中的排放及能源消耗，從而盡力降低生產過程對環境的影響。本集團亦已確定適用於本集團業務的當地法律及法規以確保集團的運作符合所有有關的當地法律、法規及標準。

特別是，投入運行的各類生產設備均配備了環治理設施，致力降低廢氣排放及達到有關國家標準。而本公司的生產及生活廢水全部作回收處理，處理後於水閉路迴圈使用。此外，採取過濾及重複使用的措施以降低廢礦物油產生量，對於無法重用的廢礦物油，我們則按照國家環保法規的要求委託給有相關資格及處理能力的專業廠家進行無害化處置。其他煉鐵工序冶煉過程中產生的冶煉渣及固體廢物等則銷售給其他水泥廠或作為其他生產工序的原料使用。經過上述綜合處理措施，減省對環境帶來的影響。

環境、社會及管治報告載於本年報第123至174頁。

### RELATIONSHIP WITH EMPLOYEES, CUSTOMERS AND SUPPLIERS

The Group believes that the employees of the Group are valuable assets. The Group offered competitive remuneration to attract and retain the talented employees. Regular review on remuneration of employees is made in order to retain outstanding employees and attract human resources that are valuable to the Group.

Our relationships with major customers are contract-based. The Group cherished the mutually beneficial relationships with our customers. We will provide the best value to our clients to establish and consolidate the Group's sound reputation in the industry. Also, we believe that maintaining long term relationship with the suppliers is essential to the Group's success. The Group will keep strengthening the partnership with clients and suppliers, aiming to realise a triple-win result.

### COMPLIANCE WITH LAWS AND REGULATIONS

During the Reporting Period, the Group has implemented policies and procedures which related to our industry designed to ensure compliance with the most relevant laws and regulations, but there can be no assurance that the Group's employees or agents will not violate such laws and regulations or the Group's policies and procedures.

### SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors, the Company has sufficient public float of at least 25% of the Company's issued shares as at the date of this report.

### MANAGEMENT CONTRACTS

There was no contracts concerning the management or administration of the whole or any substantial part of the business of the Group which was entered into or existed during the year under review.

### 與僱員、客戶及供應商之關係

本集團相信，僱員是我們的寶貴資產，本集團提供競爭力之薪酬待遇吸引及挽留人才。本集團會定期檢討僱員之待遇，以保留優秀員工及吸納對本集團而言寶貴的人才。

基於我們與主要客戶之間的關係建立在合約之上，本集團十分珍惜與客戶之互惠關係。我們會提供最優秀之價值予客戶，以建立及鞏固本集團在行業的優良信譽。同樣，我們相信，與供應商保持長遠關係是本集團成功的重要因素。本集團會不斷與客戶及供應商加強彼此間的合作關係，我們冀望與客戶及供應商共創三贏局面。

### 遵守法律法規

於本匯報期內，本集團已實行旨在遵守與我們行業相關的相關法律法規的政策和程序，惟無法保證本集團的僱員或代理將不會違反有關法律法規或本集團的政策和程序。

### 足夠公眾持股量

根據本公司所得之公開資料，並就董事們所知，本公司於本報告日維持佔本公司已發行股份至少25%的足夠公眾持股量。

### 管理合約

於回顧年度內，本公司並無簽訂或存有任何與本集團全部或任何重要業務之管理及行政有關之合約。





## Directors' Report

### 董事局報告

#### PURCHASE, SALES OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company, nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities for the year ended 31 December 2020.

#### AUDITOR

PricewaterhouseCoopers retired and a resolution for their reappointment as auditor of the Company will be proposed at the forthcoming AGM.

On behalf of the Board  
**China Oriental Group Company Limited**

**Han Jingyuan**  
*Chairman and Chief Executive Officer*

Hong Kong, 31 March 2021

\* *For identification purposes only*

#### 購買、出售或贖回本公司上市證券

截至2020年12月31日止年度，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上市證券。

#### 核數師

羅兵咸永道會計師事務所退任，而應屆股東週年大會上將提呈決議案，續聘彼等為本公司的核數師。

謹代表董事局  
**中國東方集團控股有限公司\***

**韓敬遠**  
*董事局主席兼首席執行官*

香港，2021年3月31日

\* 僅供識別

# Independent Auditor's Report

## 獨立核數師報告



羅兵咸永道

**To the Shareholders of China Oriental Group Company Limited**  
(incorporated in Bermuda with limited liability)

致中國東方集團控股有限公司股東  
(於百慕達註冊成立的有限公司)

### OPINION

### 意見

#### What we have audited

#### 我們已審計的內容

The consolidated financial statements of China Oriental Group Company Limited (the “Company”) and its subsidiaries (the “Group”) set out on pages 202 to 365, which comprise:

中國東方集團控股有限公司(「貴公司」)及其附屬公司(統稱「貴集團」)列載於第202至365頁的合併財務報表，包括：

- the consolidated balance sheet as at 31 December 2020;
  - the consolidated statement of profit or loss for the year then ended;
  - the consolidated statement of comprehensive income for the year then ended;
  - the consolidated statement of changes in equity for the year then ended;
  - the consolidated statement of cash flows for the year then ended; and
  - the notes to the consolidated financial statements, which include a summary of significant accounting policies.
- 於2020年12月31日的合併資產負債表；
  - 截至該日止年度的合併損益表；
  - 截至該日止年度的合併綜合收益表；
  - 截至該日止年度的合併權益變動表；
  - 截至該日止年度的合併現金流量表；及
  - 合併財務報表附註，包括主要會計政策概要。

PricewaterhouseCoopers, 22/F Prince's Building, Central, Hong Kong  
Tel: +852 2289 8888 Fax: +852 2810 9888, www.pwchk.com

羅兵咸永道會計師事務所，香港中環太子大廈廿二樓  
電話: +852 2289 8888 傳真: +852 2810 9888, www.pwchk.com

# Independent Auditor's Report (Continued)

## 獨立核數師報告(續)

### Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2020, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

### BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter identified in our audit is related to the impairment of loans and other receivables.

### 我們的意見

我們認為，該等合併財務報表已根據香港會計師公會頒佈的《香港財務報告準則》真實而中肯地反映了貴集團於2020年12月31日的合併財務狀況及其截至該日止年度的合併財務表現及合併現金流量，並已遵照香港《公司條例》的披露規定妥為擬備。

### 意見的基礎

我們已根據香港會計師公會頒佈的《香港審計準則》進行審計。我們在該等準則下承擔的責任已在本報告「核數師就審計合併財務報表承擔的責任」部份中作進一步闡述。

我們相信，我們所獲得的審計憑證能充足及適當地為我們的審計意見提供基礎。

### 獨立性

根據香港會計師公會頒佈的《專業會計師道德守則》(以下簡稱「守則」)，我們獨立於貴集團，並已履行守則中的其他專業道德責任。

### 關鍵審計事項

關鍵審計事項是根據我們的專業判斷，認為對本期合併財務報表的審計最為重要的事項。這些事項是在我們審計整體合併財務報表及出具意見時進行處理的。我們不會對這些事項提供單獨的意見。

我們在審計中識別的關鍵審計事項為關於應收貸款及其他應收賬款之減值。

# Independent Auditor's Report (Continued)

## 獨立核數師報告(續)

### Key Audit Matter

#### 關鍵審計事項

#### **Impairment of loans and other receivables**

#### 應收貸款及其他應收賬款之減值

Refer to Note 2.11 "Accounting policy — Financial assets", Note 4(a) "Critical accounting estimates and judgements — Impairment of loans and other receivables", Note 19 "Prepayments, deposits and other receivables" and Note 20 "Loan receivables" to the consolidated financial statements.

As at 31 December 2020, the Group had loans and other receivables of approximately RMB1,567 million and RMB592 million. A provision of approximately RMB45 million and RMB182 million was set aside by management against these loans and other receivables, respectively.

請參閱合併財務報表附註2.11「會計政策 — 金融資產」、附註4(a)「關鍵會計估計及判斷 — 貸款及其他應收賬款之減值」、附註19「預付款項、按金及其他應收賬款」及附註20「應收貸款」。

於2020年12月31日，貴集團擁有應收貸款及其他應收賬款約人民幣15.67億元及人民幣5.92億元。管理層就該等應收貸款及其他應收賬款分別作出人民幣4,500萬元及人民幣1.82億元的撥備。

### How our audit addressed the Key Audit Matter

#### 我們的審計如何處理關鍵審計事項

Our audit procedures on the impairment of loans and other receivables included:

- We obtained an understanding of the management's internal control and assessment process of the recognition of loans and other receivables impairment and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty and level of other inherent risk factors such as complexity and subjectivity.
- We evaluated the outcome of prior period assessment of the recognition of loans and other receivables impairment to assess the effectiveness of management's estimation process.
- We evaluated and tested the key controls over the estimation of the loans and other receivables impairment.

我們對應收貸款及其他應收賬款之減值的審核程序包括：

- 我們了解管理層對確認應收貸款及其他應收賬款減值的內部控制及評估程序，並通過考慮估計不確定因素的程度及其他固有風險因素的水平（如複雜性及主觀性）評估重大錯誤陳述的固有風險。
- 我們評價過往期間對確認應收貸款及其他應收賬款減值的評估結果，以評估管理層估計程序的成效。
- 我們評價及測試對估計應收貸款及其他應收賬款減值的主要控制。

## Independent Auditor's Report (Continued)

### 獨立核數師報告(續)

#### Key Audit Matter

##### 關鍵審計事項

Management assessed the impairment of loans and other receivables based on expected credit losses ("ECL") methodology. The impairment of individually significant loans and other receivables were assessed on an individual basis based on management's estimates of discounted future cash flows. Individual insignificant loans and other receivable balances were grouped based on their credit risk characteristics for evaluation. The collective impairment provision was determined by management based on historical loss experience, taking into considerations of forward looking macroeconomic data, industry risk and other circumstances.

We focused on this area due to the magnitude of loans and other receivables and the significance of management's judgements applied in assessing the impairment of such balances.

管理層按預期信貸損失(「預期信貸損失」)方法評估應收貸款及其他應收賬款之減值。個別重大的應收貸款及其他應收賬款之減值乃根據管理層對折現未來現金流量的估計按個別基準評估。個別非重大的應收貸款及其他應收賬款結餘依據其信貸風險特性組合以作評估。管理層根據歷史虧損經驗，並考慮前瞻性的宏觀經濟數據、行業風險及其他情況釐定集體減值撥備。

我們專注於此領域，是因為應收貸款及其他應收賬款的規模以及管理層於評估該等結餘之減值時所採用判斷的重大性。

#### How our audit addressed the Key Audit Matter

##### 我們的審計如何處理關鍵審計事項

- We evaluated management's accounting policy relating to impairment of loans and other receivables, mainly including default definition, significant increase in credit risk, ECL risk parameter estimation, lifetime of financial instruments, and forward looking information. We assessed the implementation of methodology in ECL recognition. For significant loans and other receivables, we conducted, on a sample basis, audit procedures include:
  - checked the relevant contract terms, and conducted background search to evaluate the financial position of the borrowers or debtors;
  - checked settlements of these receivables after the reporting date;
  - gathered information on collaterals, if any, and assessed their values by comparing with the available evidences, including market prices of the collaterals;
  - assessed the appropriateness of forward looking macroeconomic data used by management; and
  - recalculated the management's computation of ECL.
- 我們評價管理層有關應收貸款及其他應收賬款之減值的會計政策，主要包括違約的定義、信貸風險顯著增加、預期信貸損失風險參數估計、金融工具年限及前瞻性資料。我們評估預期信貸損失確認方法的實施。對於重大的應收貸款及其他應收賬款，我們抽樣進行審核程序，包括：
  - 檢查相關合約條款及進行背景調查以評價借款人或債務人的財務狀況；
  - 檢查於報告日期後該等應收賬款的結算情況；
  - 搜集抵押品的資料(如有)，並與可取得的證據比較，包括抵押品的市價，以評估其價值；
  - 評估管理層使用的前瞻性的宏觀經濟數據的合適性；及
  - 重新計算管理層對預期信貸損失的計量。



# Independent Auditor's Report (Continued)

## 獨立核數師報告(續)

### Key Audit Matter

#### 關鍵審計事項

### How our audit addressed the Key Audit Matter

#### 我們的審計如何處理關鍵審計事項

- For individual insignificant loans and other receivables:
  - We assessed the appropriateness of management's grouping of balances based on risk characteristics, and tested the collective provision estimation by considering the historical bad debts amounts and pattern, available reasonable and supportive forward-looking information, taking into consideration of factors such as borrowers or debtors' credit and market conditions.
  - We assessed the adequacy of the disclosures related to the recognition of loans and other receivables impairment in the context of the applicable financial reporting framework.
  - We also considered whether the judgements made in selecting the methods, significant assumptions and data would give rise to indicators of possible management bias.

Based on the procedures performed, we considered that the risk assessment of the recognition of loans and other receivables impairment remained appropriate and the methods, significant assumptions and data used by management in the assessment of the recognition of loans and other receivables impairment including the related disclosures were supported by the available evidence.

- 對於個別非重大的應收貸款及其他應收賬款：
  - 我們根據風險特性評估管理層組合結餘的合適性，並透過歷史壞賬金額及模式，所取得的合理性和支持的前瞻性資料，經考慮借款人或債務人的信貸及市場狀況等因素，測試集體撥備估計。
  - 我們評估在適用的財務報告框架內，與確認應收貸款及其他應收賬款減值有關的披露是否充分。
  - 我們亦考慮在選擇方法、重大假設及資料時作出的判斷是否會導致可能存在管理層偏見的跡象。

根據已執行的程序，我們認為，對確認應收貸款及其他應收賬款減值的風險評估仍屬恰當，而管理層於評估確認應收貸款及其他應收賬款項減值時所採用的方法、重大假設及資料（包括相關披露）獲現有證據支持。

# Independent Auditor's Report (Continued)

## 獨立核數師報告(續)

### OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises all of the information included in the annual report other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### RESPONSIBILITIES OF DIRECTORS AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

### 其他信息

貴公司董事須對其他信息負責。其他信息包括年報內除合併財務報表及我們的核數師報告以外的所有信息。

我們對合併財務報表的意見並不涵蓋其他信息，我們亦不對該等其他信息發表任何形式的鑒證結論。

結合我們對合併財務報表的審計，我們的責任是閱讀其他信息，在此過程中，考慮其他信息是否與合併財務報表或我們在審計過程中所了解的情況存在重大抵觸或者似乎存在重大錯誤陳述的情況。

基於我們已執行的工作，如果我們認為其他信息存在重大錯誤陳述，我們需要報告該事實。在這方面，我們沒有任何報告。

### 董事及治理層就合併財務報表須承擔的責任

貴公司董事須負責根據香港會計師公會頒佈的《香港財務報告準則》及香港《公司條例》的披露規定擬備真實而中肯的合併財務報表，並對其認為為使合併財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所需的內部控制負責。

在擬備合併財務報表時，董事須負責評估貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非董事有意將貴集團清盤或停止經營，或別無其他實際的替代方案。

治理層須負責監督貴集團的財務報告過程。

## Independent Auditor's Report (Continued)

### 獨立核數師報告(續)

#### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, in accordance with Section 90 of the Companies Act 1981 of Bermuda and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSAAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

#### 核數師就審計合併財務報表須承擔的責任

我們的目標，是對合併財務報表整體是否不存在由於欺詐或錯誤而導致的重大錯誤陳述取得合理保證，並出具包括我們意見的核數師報告。我們僅按照百慕達1981年《公司法》第90條向閣下（作為整體）報告我們的意見，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。合理保證是高水平的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們單獨或匯總起來可影響使用者依賴這些合併財務報表而作出經濟決定，則有關的錯誤陳述可被視作重大。

在根據香港審計準則進行審計的過程中，我們運用了專業判斷及保持了專業懷疑態度。我們亦：

- 識別和評估由於欺詐或錯誤而導致合併財務報表存在重大錯誤陳述的風險、設計及執行審計程序以應對這些風險，及獲取充足和適當的審計憑證，以作為我們意見的基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部控制之上，因此未能發現因欺詐而導致的重大錯誤陳述的風險是高於未能發現因錯誤而導致的重大錯誤陳述的風險。
- 了解與審計相關的內部控制，以設計適當的審計程序，但目的並非對貴集團內部控制的有效性發表意見。
- 評價董事所採用會計政策的恰當性及作出會計估計和相關披露的合理性。

## Independent Auditor's Report (Continued)

### 獨立核數師報告(續)

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- 對董事採用持續經營會計基礎的恰當性作出結論，並根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對 貴集團的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中提醒使用者注意合併財務報表中的相關披露，或假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是根據核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致 貴集團不能持續經營。
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 評價合併財務報表的整體列報方式、結構和內容，包括披露，以及合併財務報表是否達到中肯陳述反映相關交易和事項。
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.
- 就 貴集團內實體或業務活動的財務信息獲取充足、適當的審計憑證，以便對合併財務報表發表意見。我們負責 貴集團審計的方向、監督和執行。我們為我們的審計意見承擔全部責任。

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

除其他事項外，我們與治理層溝通了審計的計劃範圍、時間安排、重大審計發現等，包括我們在審計中識別出內部控制的任何重大缺陷。

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

我們還向治理層提交聲明，說明我們已符合有關獨立性的相關專業道德要求，並與他們溝通有可能合理地被認為會影響我們獨立性的所有關係和其他事項，以及在適用的情況下，為消除威脅而採取的行動或所採用的防範措施。



## Independent Auditor's Report (Continued)

### 獨立核數師報告(續)

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Mang Kwong Fung, Frederick.

**PricewaterhouseCoopers**  
*Certified Public Accountants*

Hong Kong, 31 March 2021

從與治理層溝通的事項中，我們確定哪些事項對本期合併財務報表的審計最為重要，及因而構成關鍵審計事項。我們在核數師報告中描述這些事項，除非法律或法規不允許公開披露這些事項，或在極端罕見的情況下，如果合理預期在我們報告中溝通某事項造成的負面後果超過產生的公眾利益，我們決定不應在報告中溝通該事項。

出具本獨立核數師報告的審計項目合夥人是孟江峰。

**羅兵咸永道會計師事務所**  
執業會計師

香港，2021年3月31日



# Consolidated Balance Sheet

## 合併資產負債表

(All amounts in RMB thousands unless otherwise stated) As at 31 December 2020

(除另有指明外，所有金額均以人民幣千元為單位) 於2020年12月31日

		Note 附註	As at 31 December 於12月31日 2020	2019
<b>ASSETS</b>	<b>資產</b>			
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	6	11,552,420	9,586,054
Right-of-use assets	使用權資產	7	397,485	278,442
Investment properties	投資物業	8	107,440	125,667
Intangible assets	無形資產	9	2,843,640	1,039,546
Investment in associates and a joint venture	於聯營公司及一間合營企業之投資	11	1,318,753	136,072
Financial assets at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之金融資產	15	342,653	720,468
Financial assets at fair value through profit or loss	按公允價值計量且其變動計入損益表之金融資產	16	202,442	211,620
Prepayments, deposits and other receivables	預付款項、按金及其他應收賬款	19	1,251,532	1,812,460
Loan receivables	應收貸款	20	348,480	200,000
Deferred income tax assets	遞延所得稅資產	30	306,753	278,838
			<b>18,671,598</b>	<b>14,389,167</b>
<b>Current assets</b>	<b>流動資產</b>			
Properties under development and held for sale	發展中及持作出售物業	14	350,369	116,639
Inventories	存貨	17	4,694,324	4,093,435
Trade receivables	應收貿易賬款	18	753,391	1,201,005
Contract assets	合約資產	5(c), 18	94,799	-
Prepayments, deposits and other receivables	預付款項、按金及其他應收賬款	19	3,188,077	1,616,370
Amounts due from related parties	應收關聯方款項	46(c)	277,528	127,544
Prepaid current income tax	預付當期所得稅		55,381	36,864
Loan receivables	應收貸款	20	1,174,189	1,014,000
Notes receivable — bank acceptance notes	應收票據 — 銀行承兌匯票	21	1,930,903	1,517,684
Derivative financial instruments	衍生金融工具		-	2,513
Financial assets at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之金融資產	15	49,968	30,637
Financial assets at fair value through profit or loss	按公允價值計量且其變動計入損益表之金融資產	16	4,601,919	3,347,778
Restricted bank balances	受限制銀行結餘	22	3,675,291	1,082,560
Cash and cash equivalents	現金及現金等價物	22	3,485,951	4,630,945
Structured bank deposits	結構性銀行存款	23	1,520,000	2,200,100
			<b>25,852,090</b>	<b>21,018,074</b>
<b>Total assets</b>	<b>總資產</b>		<b>44,523,688</b>	<b>35,407,241</b>
<b>EQUITY</b>	<b>權益</b>			
<b>Equity attributable to owners of the Company</b>	<b>歸屬於本公司權益持有者的權益</b>			
Share capital	股本	24	380,628	380,628
Share premium	股份溢價	24	3,532,234	3,532,234
Other reserves	其他儲備	25	1,795,771	1,610,422
Retained earnings	留存收益		14,972,570	13,978,397
			<b>20,681,203</b>	<b>19,501,681</b>
<b>Non-controlling interests</b>	<b>非控制性權益</b>		<b>534,105</b>	<b>321,814</b>
<b>Total equity</b>	<b>權益合計</b>		<b>21,215,308</b>	<b>19,823,495</b>

# Consolidated Balance Sheet (Continued)

## 合併資產負債表(續)

(All amounts in RMB thousands unless otherwise stated) As at 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 於2020年12月31日

		Note	As at 31 December	
		附註	於12月31日	2019
			2020	
<b>LIABILITIES</b>	<b>負債</b>			
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Borrowings	借款	28	2,876,948	1,318,699
Lease liabilities	租賃負債	7	76,900	90,661
Deferred revenue	遞延收入	29	60,150	162,265
Deferred income tax liabilities	遞延所得稅負債	30	45,136	32,147
			<b>3,059,134</b>	1,603,772
<b>Current liabilities</b>	<b>流動負債</b>			
Trade payables	應付貿易賬款	26	7,081,366	5,048,774
Accruals and other current liabilities	預提費用及其他流動負債	27	2,560,149	2,394,627
Contract liabilities	合約負債	5(c)	1,735,644	1,457,738
Amounts due to related parties	應付關聯方款項	46(c)	120,173	48,047
Current income tax liabilities	當期所得稅負債		311,268	411,828
Lease liabilities	租賃負債	7	17,854	15,155
Derivative financial instruments	衍生金融工具		4,102	16,859
Borrowings	借款	28	8,404,010	4,579,905
Dividends payable	應付股息		14,680	7,041
<b>Total current liabilities</b>	<b>流動負債合計</b>		<b>20,249,246</b>	13,979,974
<b>Total liabilities</b>	<b>總負債</b>		<b>23,308,380</b>	15,583,746
<b>Total equity and liabilities</b>	<b>權益及負債合計</b>		<b>44,523,688</b>	35,407,241

The notes on pages 210 to 365 are an integral part of these financial statements.

第210至365頁的附註為該等財務報表的整體一部份。

The financial statements on pages 202 to 365 were approved by the Board of Directors on 31 March 2021 and were signed on its behalf.

第202至365頁的財務報表已於2021年3月31日經董事局批准並由以下董事代為簽署。

**Han Jingyuan**  
韓敬遠  
Chairman  
主席

**Han Li**  
韓力  
Director  
董事

# Consolidated Statement of Profit or Loss

## 合併損益表

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

			Year ended 31 December	
			截至 12 月 31 日止年度	
			2020	2019
		Note 附註		
Revenue	收入	5	39,149,624	43,014,224
Cost of sales	銷售成本	33	(36,845,848)	(38,863,112)
Gross profit	毛利		2,303,776	4,151,112
Other income	其他收入	32	134,950	187,139
Distribution costs	分銷成本	33	(93,172)	(82,321)
Administrative expenses	行政費用	33	(678,986)	(647,678)
Reversal of/(provision for) impairment on financial assets, net	金融資產減值撥回／(撥備)，淨額	33	833	(5,231)
Other expenses	其他費用	33	(33,602)	(27,484)
Losses from derivative financial instruments	衍生金融工具之虧損	38	(150,648)	(111,661)
Other gains — net	其他收益 — 淨額	31	439,398	619,796
Operating profit	經營溢利		1,922,549	4,083,672
Finance income	財務收入	35	163,800	73,748
Finance costs	財務成本	35	(174,088)	(143,330)
Finance costs — net	財務成本 — 淨額	35	(10,288)	(69,582)
Share of results of associates and a joint venture	應佔聯營公司及一間合營企業業績		(1,341)	50,704
Profit before income tax	除所得稅前溢利		1,910,920	4,064,794
Income tax expense	所得稅費用	36	(289,993)	(797,869)
Profit for the year	年度溢利		1,620,927	3,266,925
Profit attributable to:	溢利歸屬於：			
Owners of the Company	本公司權益持有者		1,586,173	3,210,309
Non-controlling interests	非控制性權益		34,754	56,616
			1,620,927	3,266,925
Earnings per share for profit attributable to owners of the Company	本公司權益持有者應佔溢利的每股收益			
(expressed in RMB per share)	(每股人民幣元)			
— Basic earnings per share	— 每股基本收益	39	RMB0.43	RMB0.86
— Diluted earnings per share	— 每股稀釋收益	39	RMB0.43	RMB0.86

The notes on pages 210 to 365 are an integral part of these financial statements.

第210至365頁的附註為該等財務報表的整體一部份。

# Consolidated Statement of Comprehensive Income

## 合併綜合收益表

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

		Note	Year ended 31 December	
		附註	截至 12 月 31 日止年度	
			2020	2019
Profit for the year	年度溢利		1,620,927	3,266,925
Other comprehensive income:	其他綜合收益：			
Item that may be reclassified subsequently to profit or loss	其後或重分類至損益表的項目			
Fair value losses on debt investments at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之債務投資之公允價值虧損	15	(10,909)	(6,960)
Item that will not be reclassified subsequently to profit or loss	其後不會重分類至損益表的項目			
Fair value gains on equity investments at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之股權投資之公允價值收益	15	147,943	14,516
Item reclassified to profit or loss	重分類至損益表的項目			
Transfer of fair value gains previously credited to reserve to statement of profit or loss upon disposal of debt investments at fair value through other comprehensive income	於出售按公允價值計量且其變動計入其他綜合收益之債務投資時將先前計入儲備之公允價值收益轉至損益表		(674)	—
			136,360	7,556
Total comprehensive income for the year	年度綜合收益合計		1,757,287	3,274,481
Attributable to:	歸屬於：			
Owners of the Company	本公司權益持有者		1,722,533	3,217,865
Non-controlling interests	非控制性權益		34,754	56,616
			1,757,287	3,274,481

The notes on pages 210 to 365 are an integral part of these financial statements.

第210至365頁的附註為該等財務報表的整體一部份。

# Consolidated Statement of Changes in Equity

## 合併權益變動表

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

		Note	Attributable to owners of the Company 歸屬於本公司權益持有者				Non-controlling interests 非控制性權益	Total equity 權益合計
			Share capital 股本	Share premium 股份溢價	Other reserves 其他儲備	Retained earnings 留存收益	Total 合計	
<b>Balance at 1 January 2019</b>	<b>於2019年1月1日的結餘</b>		380,628	3,532,234	1,473,735	12,020,989	17,407,586	273,962
<b>Comprehensive income</b>	<b>綜合收益</b>							
Profit for the year	年度溢利		-	-	-	3,210,309	3,210,309	56,616
<b>Other comprehensive income</b>	<b>其他綜合收益</b>							
Fair value losses on debt investments at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之債務投資之公允價值虧損	15	-	-	(6,960)	-	(6,960)	-
Fair value gains on equity investments at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之股權投資之公允價值收益	15	-	-	14,516	-	14,516	-
<b>Total comprehensive income</b>	<b>綜合收益合計</b>		-	-	7,556	3,210,309	3,217,865	56,616
<b>Transactions with owners</b>	<b>與權益持有者的交易</b>							
Profit appropriation to statutory reserves	向法定儲備作出的溢利分配	25	-	-	174,762	(174,762)	-	-
Capital injection by non-controlling interests	非控制性權益注資		-	-	-	-	-	590
Changes in ownership interests in a subsidiary without change of control	在不改變控制權的情況下變更於一間附屬公司的所有權權益		-	-	(45,172)	-	(45,172)	30,672
Disposal of a subsidiary	出售一間附屬公司		-	-	(459)	459	-	(11,585)
Dividend provided	已計提股息		-	-	-	(1,078,598)	(1,078,598)	(28,441)
<b>Total transactions with owners</b>	<b>與權益持有者的交易合計</b>		-	-	129,131	(1,252,901)	(1,123,770)	(8,764)
<b>Balance at 31 December 2019</b>	<b>於2019年12月31日的結餘</b>		380,628	3,532,234	1,610,422	13,978,397	19,501,681	321,814



# Consolidated Statement of Changes in Equity (Continued)

## 合併權益變動表(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

		Attributable to owners of the Company 歸屬於本公司權益持有者					Non-controlling interests 非控制性權益		Total equity 權益合計
	Note	Share capital 股本	Share premium 股份溢價	Other reserves 其他儲備	Retained earnings 留存收益	Total 合計			
Balance at 1 January 2020	於2020年1月1日的結餘	380,628	3,532,234	1,610,422	13,978,397	19,501,681	321,814		19,823,495
<b>Comprehensive income</b>	<b>綜合收益</b>								
Profit for the year	年度溢利	-	-	-	1,586,173	1,586,173	34,754		1,620,927
<b>Other comprehensive income</b>	<b>其他綜合收益</b>								
Fair value losses on debt investments at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之債務投資之公允價值虧損	15	-	-	(10,909)	(10,909)	-		(10,909)
Fair value gains on equity investments at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之股權投資之公允價值收益	15	-	-	147,943	147,943	-		147,943
Transfer of fair value gains previously credited to reserve to statement of profit or loss upon disposal of debt investments at fair value through other comprehensive income	於出售按公允價值計量且其變動計入其他綜合收益之債務投資時將先前計入儲備之公允價值收益轉至損益表		-	-	(674)	(674)	-		(674)
<b>Total comprehensive income</b>	<b>綜合收益合計</b>		-	-	136,360	1,586,173	1,722,533	34,754	1,757,287
<b>Transactions with owners</b>	<b>與權益持有者的交易</b>								
Profit appropriation to statutory reserves	向法定儲備作出的溢利分配	25	-	-	71,316	(71,316)	-	-	-
Capital injection by non-controlling interests	非控制性權益注資	10(i)	-	-	-	-	153,770		153,770
Changes in ownership interests in subsidiaries without change of control	在不改變控制權的情況下變更於附屬公司的所有權權益		-	-	(3,302)	(3,302)	3,302		-
Acquisition of subsidiaries	收購附屬公司	43	-	-	-	-	30,583		30,583
Disposal of subsidiaries	出售附屬公司		-	-	(19,025)	19,025	7,331		7,331
Dividend provided	已計提股息		-	-	(539,709)	(539,709)	(17,449)		(557,158)
<b>Total transactions with owners</b>	<b>與權益持有者的交易合計</b>		-	-	48,989	(592,000)	(543,011)	177,537	(365,474)
<b>Balance at 31 December 2020</b>	<b>於2020年12月31日的結餘</b>		380,628	3,532,234	1,795,771	14,972,570	20,681,203	534,105	21,215,308

The notes on pages 210 to 365 are an integral part of these financial statements.

第210至365頁的附註為該等財務報表的整體一部份。

# Consolidated Statement of Cash Flows

## 合併現金流量表

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

		Note	Year ended 31 December	
		附註	截至12月31日止年度	
			2020	2019
<b>Cash flows from operating activities</b>	<b>來自經營活動的現金流量</b>			
Cash generated from operations	產生自經營的現金	41	452,106	1,499,889
Interest received	已收利息		153,745	69,127
Interest paid	已付利息		(285,145)	(151,993)
Income tax paid	已付所得稅		(437,550)	(1,460,976)
Net cash used in operating activities	用於經營活動的現金淨額		(116,844)	(43,953)
<b>Cash flows from investing activities</b>	<b>來自投資活動的現金流量</b>			
Purchase of property, plant and equipment	購買物業、廠房及設備		(1,032,607)	(638,737)
Investment in associates	於聯營公司之投資	11	(643,140)	–
Proceeds from sales of property, plant and equipment	出售物業、廠房及設備的所得款項	41	113	192,014
Increase in intangible assets	無形資產增加		(1,582,180)	(922,368)
Increase in deposits of procurement of derivative financial instruments	購買衍生金融工具按金增加		(288)	(227,250)
Net (outflows)/inflows of financial assets at fair value through profit or loss	按公允價值計量且其變動計入損益表之金融資產(流出)／流入淨值		(965,197)	3,695,981
Proceeds from asset-related government grants	資產相關的政府補貼所得款項		5,397	59,233
Loans granted to related parties	授予關聯方之貸款		(15,514)	–
Interest income from loan receivables	應收貸款之利息收入		77,559	17,652
Loan receivables granted to third parties	授予第三方之應收貸款		(833,480)	(664,000)
Loan receivables repaid by third parties	第三方償還的應收貸款		589,806	210,328
Repayment of loans granted to related parties	授予關聯方貸款之償還		–	64,532
Purchases of financial assets at fair value through other comprehensive income	購買按公允價值計量且其變動計入其他綜合收益之金融資產		(50,228)	(352,173)
Proceeds from disposal of financial assets at fair value through other comprehensive income	出售按公允價值計量且其變動計入其他綜合收益之金融資產的所得款項		70,104	96,000
Investment loss from financial investments and instruments	金融投資及工具之投資損失		(142,484)	(15,914)
Net inflows/(outflows) of structured bank deposits	結構性銀行存款流入／(流出)淨值		720,545	(117,697)
Disposal of subsidiaries, net of cash received	出售附屬公司(扣除已收現金)	42	59,673	8,111
Prepayment for purchase of production capacity	購買產能之預付款項		–	(1,142,200)
Prepayment for purchase of right-of-use assets	購買使用權資產之預付款項		–	(223,955)
Payment of capitalised interest	支付資本化利息		(90,794)	–
Deposits for purchase of right-of-use assets	購買使用權資產之按金		(200,000)	(300,000)
Acquisition of subsidiaries, net of cash	收購附屬公司(扣除現金)		(88,614)	–
Capital deduction from an associate	一間聯營公司削減資本	11	2,042	35,740
Other investing cash flow — net	其他投資現金流量 — 淨額		8,866	(28,149)
Net cash used in investing activities	用於投資活動的現金淨額		(4,110,421)	(252,852)

# Consolidated Statement of Cash Flows (Continued)

## 合併現金流量表(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

			Year ended 31 December 截至 12 月 31 日止年度	
		Note 附註	2020	2019
<b>Cash flows from financing activities</b>	<b>來自融資活動的現金流量</b>			
Proceeds from borrowings	借款所得款項		21,755,558	16,805,513
Repayment of borrowings	償還借款		(16,619,117)	(13,707,344)
Dividends paid to shareholders	已付股東之股息		(547,716)	(1,117,032)
Loans granted from a related party	一名關聯方授出之貸款		3,733	13,024
Capital injection by non-controlling interests	非控制性權益注資		153,770	590
Acquisition of non-controlling interests of subsidiaries	附屬公司之非控制性權益的收購		—	(14,500)
Principal elements of lease payments	租賃付款之本金部分		(14,076)	(10,258)
Net proceeds from national debt repurchase	國債逆回購所得款項淨額		167,801	66,899
(Increase)/decrease in restricted bank balances pledged as security for current bank borrowings	作為流動銀行借款的抵押的受限制銀行結餘(增加)／減少		(1,884,703)	30,029
Net cash generated from financing activities	產生自融資活動的現金淨額		3,015,250	2,066,921
Net (decrease)/increase in cash and cash equivalents	現金及現金等價物(減少)／增加淨額		(1,212,015)	1,770,116
Effect of foreign exchange rate changes	外幣匯率變動的影響		67,021	15,600
Cash and cash equivalents, beginning of year	年初現金及現金等價物	22	4,630,945	2,845,229
Cash and cash equivalents, end of year	年末現金及現金等價物	22	3,485,951	4,630,945

The notes on pages 210 to 365 are an integral part of these financial statements.

第210至365頁的附註為該等財務報表的整體一部份。

# Notes to the Consolidated Financial Statements

## 合併財務報表附註

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 1. GENERAL INFORMATION

China Oriental Group Company Limited (the “**Company**”) was incorporated in Bermuda on 3 November 2003 as an exempted company with limited liability under the Companies Act 1981 of Bermuda as a result of a group reorganisation (“**Reorganisation**”).

The address of the Company’s registered office is Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda.

The Company’s shares have been listed on The Stock Exchange of Hong Kong Limited since 2 March 2004.

The Company together with its subsidiaries are hereinafter collectively referred to as the Group. The Group is principally engaged in the manufacture and sales of iron and steel products, trading of steel products and iron ore and real estate business. The Group has manufacturing plants in Hebei Province and Guangdong Province of the People’s Republic of China (the “**PRC**”) and sells mainly to customers located in the PRC. The Group also carries out property development business which is mainly in the PRC.

These consolidated financial statements are presented in thousands of units of RMB, unless otherwise stated. These consolidated financial statements have been approved for issue by the Board of Directors (the “**Board**”) on 31 March 2021.

### 1. 一般資料

中國東方集團控股有限公司(「**本公司**」)於2003年11月3日經完成一項集團重組(「**重組**」)後根據百慕達1981年公司法在百慕達註冊成立為獲豁免有限責任公司。

本公司的註冊辦事處地址為Clarendon House, 2 Church Street, Hamilton HM11, Bermuda。

本公司股份自2004年3月2日已在香港聯合交易所有限公司上市。

本公司及其附屬公司以下統稱為本集團。本集團主要從事製造及銷售鋼鐵產品、鋼鐵產品及鐵礦石貿易以及房地產業務。本集團在中華人民共和國(「**中國**」)河北省及廣東省設有生產廠房，並主要針對位於中國的客戶進行銷售。本集團亦從事主要在中國的物業發展業務。

除另有指明外，本合併財務報表以人民幣千元呈列。本合併財務報表於2021年3月31日已獲董事局(「**董事局**」)批准刊發。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

### 2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRS”) issued by Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the disclosure requirements of the Hong Kong Company Ordinance Cap 622. The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of certain financial assets at fair value through other comprehensive income, financial assets at fair value through profit or loss and derivative financial instruments, which are carried at fair value.

The preparation of consolidated financial statements in conformity with HKFRS 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 consolidated financial statements are disclosed in Note 4.

## 2. 重要會計政策摘要

編製本合併財務報表採用的主要會計政策載於下文。除另有指明外，此等政策在所呈列的所有年度內貫徹應用。

### 2.1 編製基準

本集團的合併財務報表乃按照香港會計師公會(「香港會計師公會」)頒佈的所有適用香港財務報告準則(「香港財務報告準則」)及香港公司條例第622章的披露規定編製。合併財務報表已依據歷史成本法編製，並就若干按公允價值列賬的按公允價值計量且其變動計入其他綜合收益之金融資產、按公允價值計量且其變動計入損益表之金融資產及衍生金融工具的重估作出修訂。

編製符合香港財務報告準則的合併財務報表需要使用若干關鍵會計估計。這亦需要管理層在應用本集團會計政策過程中行使其判斷。涉及高度的判斷或高度複雜性的範疇，或涉及對合併財務報表作出重大假設和估算的範疇，在附註4中披露。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.1 Basis of preparation (continued)

#### 2.1.1 Changes in accounting policy and disclosures

##### (a) New and amended standards adopted by the Group

The Group has applied the following standards and amendments for the first time for their annual reporting period commencing 1 January 2020 and 1 June 2020:

- HKAS 1 and HKAS 8 (Amendments) Definition of Material
- HKFRS 3 (Amendments) Definition of a Business
- HKFRS 9, HKFRS 39 and HKFRS 7 (Amendments) Interest Rate Benchmark Reform
- Revised Conceptual Framework Revised Conceptual Framework for Financial Reporting
- HKFRS 16 (Amendments) COVID-19 — Related Rent Concessions

The amendments listed above did not have any significant impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

## 2. 重要會計政策摘要(續)

### 2.1 編製基準(續)

#### 2.1.1 會計政策及披露的變化

##### (a) 本集團已採納的新訂及已修訂準則

本集團已於2020年1月1日及2020年6月1日起開始的年度報告期間首次應用下列準則及修訂：

- 香港會計準則第1號及香港會計準則第8號(修訂)重大性的定義
- 香港財務報告準則第3號(修訂)業務的定義
- 香港財務報告準則第9號、香港財務報告準則第39號及香港財務報告準則第7號(修訂)利率基準改革
- 經修訂之概念框架經修訂財務報告之概念框架
- 香港財務報告準則第16號(修訂)2019冠狀病毒病 — 相關租金寬免

上述所列的修訂對過往期間已確認的金額並無重大影響，且預期不會對本期或未來期間造成重大影響。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

## 2. 重要會計政策摘要(續)

### 2.1 Basis of preparation (continued)

### 2.1 編製基準(續)

#### 2.1.1 Changes in accounting policy and disclosures (continued)

#### 2.1.1 會計政策及披露的變化(續)

#### (b) New standards and interpretations not yet adopted by the Group

#### (b) 本集團未採納的新訂準則及詮釋

A number of new standards and amendments to standards and interpretations that are relevant to the Group but not yet effective for the financial year beginning at 1 January 2020 and have not been early adopted by the Group are as follows:

於2020年1月1日起開始的財政年度尚未生效，且與本集團有關，但未獲本集團提前採納的新準則及準則和詮釋的修訂如下：

Standards 準則	Key requirements 主要規定	Effective for annual periods beginning on or after 於下列日期起或之後開始的年度期間生效
HKAS 1 (Amendments) 香港會計準則第1號(修訂)	Classification of Liabilities as Current or Non-current 負債分類為流動或非流動	1 January 2023 2023年1月1日
HKAS 16 (Amendments) 香港會計準則第16號(修訂)	Property, Plant and Equipment: Proceeds Before Intended Use 物業、廠房及設備：作擬定用途前的所得款項	1 January 2022 2022年1月1日
HKAS 37 (Amendments) 香港會計準則第37號(修訂)	Onerous Contracts — Cost of Fulfilling a Contract 虧損性合同 — 履行合同的成本	1 January 2022 2022年1月1日
HKFRS 3 (Amendments) 香港財務報告準則第3號(修訂)	Reference to the Conceptual Framework 參考概念框架	1 January 2022 2022年1月1日
HKFRS 17 香港財務報告準則第17號	Insurance Contracts 保險合約	1 January 2023 2023年1月1日
HKFRS 10 and HKAS 28 (Amendments) 香港財務報告準則第10號及香港會計準則第28號(修訂)	Sale or Contribution of Assets between an Investor and its Associate or Joint venture 投資者與其聯營公司或合營企業之間的資產出售或投入	To be determined 待定
Annual Improvements to HKFRS Standards 2018–2020 2018年至2020年香港財務報告準則的年度改進		1 January 2022 2022年1月1日

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.1 Basis of preparation (continued)

#### 2.1.1 Changes in accounting policy and disclosures (continued)

##### (b) New standards and interpretations not yet adopted by the Group (continued)

The adoption of the amendments listed above would not have any significant financial impact on the Group. There are no other new or revised HKFRS not yet effective that are expected to have any significant impact on the Group.

### 2.2 Principles of consolidation and equity accounting

#### 2.2.1 Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity where the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group.

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

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated balance sheet respectively.

## 2. 重要會計政策摘要(續)

### 2.1 編製基準(續)

#### 2.1.1 會計政策及披露的變化(續)

##### (b) 本集團未採納的新訂準則及詮釋(續)

採納上文所列的修訂不會對本集團造成任何重大財務影響。除此以外並無其他尚未生效而預期會對本集團造成重大影響的新訂或已修訂的香港財務報告準則。

### 2.2 合併賬目的原則及權益會計法

#### 2.2.1 附屬公司

附屬公司是本集團對其有控制權的所有實體(包括結構性實體)。倘本集團因參與有關實體而對可變回報承擔風險或享有權利，並能透過其指導該實體的業務活動的權力來影響該等回報，本集團即對該實體具有控制權。附屬公司在控制權轉移至本集團之日起全面合併入賬，並在控制權終止之日起停止合併入賬。

收購會計法用以將本集團進行的業務合併入賬。

公司間交易、結餘及集團公司間交易的未變現收益予以抵銷。除非交易提供所轉讓資產減值的證據，否則未變現虧損亦會予以抵銷。附屬公司的會計政策已按需要作出變動，以確保與本集團採納的政策符合一致。

附屬公司業績及權益的非控制性權益分別於合併損益表、合併綜合收益表、合併權益變動表及合併資產負債表內獨立列示。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.2 Principles of consolidation and equity accounting (continued)

#### 2.2.2 Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The Group's investment in associates includes goodwill, if any, identified on acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

The Group's share of post-acquisition profit or loss is recognised in the statement of profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to 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 legal or constructive obligations or made payments on behalf of the associate.

## 2. 重要會計政策摘要(續)

### 2.2 合併賬目的原則及權益會計法(續)

#### 2.2.2 聯營公司

聯營公司是本集團對其有重大影響力但無控制權或共同控制權的所有實體。在此情況本集團通常持有其20%至50%投票權。於聯營公司之投資按成本初始確認後，採用權益會計法入賬。根據該權益會計法，有關投資按成本初始確認，並會增減賬面值以確認收購日期後投資者於被投資方的損益份額。本集團於聯營公司之投資包括於收購時識別的商譽(如有)。

倘於聯營公司的所有權權益減少但仍保留重大影響，只有按比例將之前於其他綜合收益中確認的金額重分類至損益表(如適用)。

本集團應佔收購後的溢利或虧損於損益表中確認，而應佔收購後其他綜合收益的變動(連同對投資賬面值作出的相應調整)則於其他綜合收益內確認。如本集團應佔聯營公司的虧損等於或超過其在該聯營公司的權益，包括任何其他無抵押應收賬款，本集團不會確認進一步虧損，除非本集團對聯營公司已產生法律或推定責任或已代聯營公司作出付款。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.2 Principles of consolidation and equity accounting (continued)

#### 2.2.2 Associates (continued)

The Group determines at each reporting date whether there is any objective evidence that the investment in the associates are impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associates and its carrying value and recognises the amount in 'impairment loss on investment in associates' in the consolidated statement of profit or loss.

Profits and losses resulting from upstream and downstream transactions between the Group and its associates are recognised in the Group's consolidated financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are 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.

Gains or losses on dilution of equity interest in associates are recognised in the consolidated statement of profit or loss.

## 2. 重要會計政策摘要(續)

### 2.2 合併賬目的原則及權益會計法(續)

#### 2.2.2 聯營公司(續)

本集團於各報告日期釐定是否有任何客觀證據顯示於聯營公司之投資出現減值。如屬此情況，本集團會將減值金額作為聯營公司之可收回金額與其賬面值之差額計算，並將該金額在合併損益表「於聯營公司之投資減值虧損」中確認。

本集團與其聯營公司之間的上游及下游交易產生的溢利及虧損，只限於無關連的投資者佔聯營公司中的權益範圍，並在本集團的合併財務報表內確認。除非交易提供所轉讓資產減值的證據，否則未變現虧損會予以抵銷。聯營公司的會計政策已按需要作出變動，以確保與本集團採納的政策符合一致。

於聯營公司的股權攤薄所產生的收益或虧損於合併損益表內確認。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.2 Principles of consolidation and equity accounting (continued)

#### 2.2.3 Joint arrangement

The Group has assessed the nature of its joint arrangement and determined it to be joint venture. A joint venture is accounted for using the equity method.

Under the equity method of accounting, interests in a joint venture are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses and movements in other comprehensive income. The Group's investment in a joint venture include goodwill identified on acquisition. Upon the acquisition of the ownership interest in a joint venture, any difference between the cost of the joint venture and the Group's share of the net fair value of the joint venture's identifiable assets and liabilities is accounted for as goodwill. When the Group's share of losses in a joint venture equals or exceeds its interests in the joint venture (including any other unsecured receivables), the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint venture.

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

## 2. 重要會計政策摘要(續)

### 2.2 合併賬目的原則及權益會計法(續)

#### 2.2.3 共同安排

本集團已評估其共同安排之性質，並將其定為合營企業。合營企業採用權益法入賬。

根據權益會計法，於合營企業的權益乃按成本初始確認，其後予以調整以確認本集團應佔收購後的損益及於其他綜合收益的變動。本集團於合營企業之投資包括收購識別的商譽。收購於一間合營企業的所有權權益後，合營企業成本與本集團應佔合營企業的可識別資產及負債之公允價值淨值之間的差額入賬列作商譽。當本集團應佔合營企業虧損等於或超過其佔合營企業之權益時(包括任何其他無抵押應收賬款)，本集團不會確認進一步虧損，除非本集團代合營企業承擔負債或支付款項。

本集團與其合營企業之間的交易之未變現收益與本集團於合營企業的權益抵銷。除非交易提供所轉讓資產減值的證據，否則未變現虧損亦會予以抵銷。合營企業的會計政策已按需要作出變動，以確保與本集團採納的政策符合一致。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.2 Principles of consolidation and equity accounting (continued)

#### 2.2.4 Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of the Company.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable HKFRSs.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

## 2. 重要會計政策摘要(續)

### 2.2 合併賬目的原則及權益會計法(續)

#### 2.2.4 所有權權益變動

本集團將並不導致喪失控制權的與非控制性權益的交易視作與本集團權益持有者的交易。所有權權益變動導致控制性與非控制性權益賬面值之間的調整，以反映其於附屬公司的相關權益。非控制性權益調整金額與任何已付或已收代價之間的任何差額於歸屬於本公司權益持有者應佔權益中的獨立儲備內確認。

當本集團因喪失控制權、共同控制權或重大影響力而停止將一項投資合併入賬或按權益入賬時，於實體的任何留存權益重新按公允價值計量，而賬面值變動於損益中確認。就其後入賬列作於聯營公司、合營企業或金融資產之留存權益，該公允價值為初始賬面值。此外，先前於其他綜合收益中確認與該實體有關之任何金額按猶如本集團已直接出售有關資產或負債之方式入賬。此可能意味先前在其他綜合收益確認之金額重分類至損益表或根據適用香港財務報告準則之規定／許可轉撥至另一類權益。

倘於一間合營企業或一間聯營公司的所有權權益減少但共同控制權或重大影響力得以保留，則先前於其他綜合收益中確認之金額僅有一定比例份額重分類至損益表(如適用)。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.3 Business combinations

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree 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. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis. Non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured at either fair value or the present ownership interests' proportionate share in the recognised amounts of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by HKFRS.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

## 2. 重要會計政策摘要(續)

### 2.3 業務合併

本集團應用收購法將業務合併入賬。收購一間附屬公司所轉讓的代價為所轉讓資產、對被收購方的前所有人產生的負債及本集團發行的股權權益的公允價值。所轉讓的代價包括或然代價安排所產生的任何資產或負債的公允價值。在業務合併中所收購的可識別資產以及所承擔的負債及或然負債，按其於收購日期的公允價值初始計量。

本集團按個別收購基準，確認在被收購方的任何非控制性權益。被收購方的非控制性權益為現時的所有權權益，並賦予持有人一旦清盤時按比例應佔實體的淨資產，可按公允價值或按現時的所有權權益應佔被收購方的可識別淨資產的確認金額比例計量。非控制性權益的所有其他組成部份按收購日期的公允價值計量，除非香港財務報告準則規定必須以其他計量基準計算。

收購相關成本乃於產生時支銷。

倘業務合併分階段進行，收購方先前持有的被收購方股權的收購日期賬面值於收購日期重新計量為公允價值；由此產生的任何收益或虧損於損益中確認。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.3 Business combinations (continued)

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with HKFRS 9 in profit or loss. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

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 identifiable net assets acquired is recorded as goodwill (Note 2.9). If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the statement of profit or loss.

## 2. 重要會計政策摘要(續)

### 2.3 業務合併(續)

如現金代價的任何部份遞延結算，則未來應付金額將折現為交換日的現值。所使用的折現率是實體的增量借款利率，即在可比條款和條件下，可以從獨立融資人處獲得類似借款的利率。

本集團所轉讓的任何或然代價將於收購日期按公允價值確認。被視為一項資產或負債的或然代價的公允價值隨後變動，將按照香港財務報告準則第9號於損益中確認。分類為權益的或然代價毋須重新計量，而其隨後結算於權益中入賬。

所轉讓代價、被收購方的任何非控制性權益金額及任何先前於被收購方的股本權益於收購日期的公允價值超出所收購的可識別資產淨值的公允價值的部份以商譽列賬(附註2.9)。如在議價購入的情況下，所轉讓代價、已確認非控制性權益及先前所持權益計量的總和低於所收購附屬公司資產淨值的公允價值，其差額則直接在損益表中確認。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.4 Separate financial statements

Investments in subsidiaries are accounted for at cost less impairment. Cost also includes direct attributable costs received of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

Impairment testing of the investments in subsidiaries is required upon receiving dividends from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

### 2.5 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 management committee (Note 5(b)) that makes strategic decisions.

### 2.6 Foreign currency translation

#### (a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements are presented in Renminbi ("RMB"), which is the Company's functional and the Group's presentation currency.

## 2. 重要會計政策摘要(續)

### 2.4 獨立財務報表

於附屬公司之投資按成本減去減值入賬。成本亦包括已收的投資直接應佔成本。本公司以已收及應收股息為基準，將附屬公司的業績入賬。

在收取該等投資的股息時，倘若所收股息高於股息宣派期內附屬公司的綜合收益總額，或者在獨立財務報表中的投資賬面值高於在合併財務報表中的被投資方淨資產(包括商譽)的賬面值時，則須對於附屬公司之投資進行減值測試。

### 2.5 分部報告

經營分部的報告方式須與首席營運決策人獲提供的內部報告之方式一致。作出決策的管理委員會(附註5(b))是首席營運決策人，其負責分配資源並且評核經營分部的表現。

### 2.6 外幣換算

#### (a) 功能及呈列貨幣

本集團各實體計入財務報表的項目乃採用實體營運的主要經濟環境的貨幣(「功能貨幣」)計算。合併財務報表則以人民幣(「人民幣」)(本公司的功能貨幣及本集團的呈列貨幣)呈列。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.6 Foreign currency translation (continued)

#### (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 re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year-end exchange rates are recognised in the consolidated statement of profit or loss.

Foreign exchange gains and losses that relate to borrowings are presented in the consolidated statement of profit or loss within 'Finance costs'. All other foreign exchange gains and losses are presented in the consolidated statement of profit or loss within 'Other gains — net'.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary 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 and translation differences on non-monetary assets such as equities classified as fair value through other comprehensive income are recognised in other comprehensive income.

## 2. 重要會計政策摘要(續)

### 2.6 外幣換算(續)

#### (b) 交易及結餘

外幣交易按交易日之通行的匯率或重新計量該等項目時之價值換算為功能貨幣。結算此等交易以及將以外幣為單位的貨幣資產及負債按年終的匯率換算而產生的匯兌收益及虧損於合併損益表中確認。

與借款相關之匯兌收益及虧損於合併損益表中「財務成本」內列賬。所有其他匯兌收益及虧損均於合併損益表中「其他收益 — 淨額」內列賬。

以外幣按公允價值計量的非貨幣項目使用釐定公允價值當日的匯率換算。按公允價值列賬的資產及負債的換算差額作為公允價值收益或虧損的一部分呈列。舉例而言，非貨幣資產及負債(例如持有按公允價值計量且其變動計入損益表之權益)之換算差額在損益內確認為公允價值收益或虧損的一部分，而非貨幣資產(例如分類為按公允價值計量且其變動計入其他綜合收益之權益)之換算差額於其他綜合收益中確認。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.6 Foreign currency translation (continued)

#### (c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyper-inflationary 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 statement of profit or loss 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 rate of the transaction dates); and
- (iii) all resulting currency translation differences are recognised in other comprehensive income.

### 2.7 Property, plant and equipment

Property, plant and equipment, comprising buildings, machinery, furniture and fixtures, vehicles, leasehold improvements and finance leased machinery are stated at historical cost less depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

## 2. 重要會計政策摘要(續)

### 2.6 外幣換算(續)

#### (c) 集團公司

本集團之所有實體(當中沒有高通脹經濟體系之貨幣)之功能貨幣倘有別於呈列貨幣，其業績及財務狀況須按以下方式換算為呈列貨幣：

- (i) 每份資產負債表所列之資產及負債按其結算日之收市匯率換算；
- (ii) 每份損益表所列之收入及開支按平均匯率換算，但若此平均匯率未能合理地反映各交易日之通行匯率所帶來之累計影響，則按交易日之匯率換算該等收入及開支；及
- (iii) 所有由此而產生之貨幣換算差額均於其他綜合收益中確認。

### 2.7 物業、廠房及設備

物業、廠房及設備，包括樓宇、機器設備、辦公設備、汽車、租賃物業裝修及融資租賃機器設備，乃按歷史成本減折舊及減值列賬。歷史成本包括收購該等項目直接應佔的開支。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### 2.7 Property, plant and equipment (continued)

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 any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance costs are charged to the consolidated statement of profit or loss during the financial period in which they are incurred.

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

	Estimated useful life
Buildings	10–20 years
Machinery	5–10 years
Furniture and fixtures	3–10 years
Vehicles	4–10 years
Leasehold improvements	2–5 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

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 (Note 2.10).

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'Other gains — net' in the consolidated statement of profit or loss.

### 2. 重要會計政策摘要(續)

#### 2.7 物業、廠房及設備(續)

其後成本僅於當與該項目有關的未來經濟利益很有可能流入本集團，而項目的成本能夠可靠地計量，方會包括在資產的賬面值或確認為獨立資產(如適用)。作為獨立資產入賬的任何組件的賬面值於被更換時終止確認。所有其他維修及保養成本於產生時的財務期間自合併損益表扣除。

物業、廠房及設備的折舊乃採用以下估計可使用年期將其成本按直線法分攤至剩餘價值計算，如下：

	估計可使用年期
樓宇	10–20年
機器設備	5–10年
辦公設備	3–10年
汽車	4–10年
租賃物業裝修	2–5年

資產的剩餘價值及可使用年期於每個報告期末獲審閱及調整(如適用)。

倘資產的賬面值高於其估計可收回金額，則其賬面值即時撇減至可收回金額(附註2.10)。

出售盈虧乃對比所得款項與賬面值後釐定，並於合併損益表中「其他收益 — 淨額」內確認。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.7 Property, plant and equipment (continued)

Construction-in-progress (“CIP”) represents buildings, plant and machinery under construction or pending installation and is stated at historical cost less accumulated impairment losses, if any. Historical cost includes the costs of construction, acquisition and borrowing. No provision for depreciation is made on CIP until such time as the relevant assets are completed and available for intended use. When the assets concerned are ready for their intended use, the costs are transferred to property, plant and equipment and depreciated in accordance with the policy as stated above.

### 2.8 Investment property

The property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the entities in the Group, is classified as “investment property”.

Investment property is measured initially at its cost, including related transaction costs. After initial recognition, investment property is carried at depreciated cost less accumulated impairment.

Depreciation of investment properties is calculated using the straight-line method to allocate cost to their residual value over their estimated useful lives of 20 years.

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 statement of profit or loss during the financial period in which they are incurred.

## 2. 重要會計政策摘要(續)

### 2.7 物業、廠房及設備(續)

在建工程(「在建工程」)指正在興建或有待安裝的樓宇、廠房及機器設備，並按歷史成本減累計減值虧損(如有)列賬。歷史成本包括興建、收購及借款成本。概無就在建工程的折舊計提撥備，直至有關資產竣工及可用作擬定用途為止。當有關資產按其既定用途使用，成本會轉撥至物業、廠房及設備，並根據上述政策予以折舊。

### 2.8 投資物業

持作長期租金收益或資本增值或此兩種用途，而並非由本集團的各實體佔用的物業分類為「投資物業」。

投資物業按成本(包括相關交易成本)初始計量。初始確認後，投資物業按已折舊成本減累計減值列賬。

投資物業的折舊乃採用其估計可使用年期(20年)將成本按直線法分攤至其剩餘價值計算。

其後開支僅於當與該項目有關的未來經濟利益很有可能會流入本集團，而項目的成本能夠可靠地計量，方會在資產的賬面值扣除。所有其他維修及保養成本於產生時的財務期間於合併損益表中支銷。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

## 2. 重要會計政策摘要(續)

### 2.8 Investment property (continued)

If an investment property becomes owner-occupied, it is reclassified as property, plant and equipment, and its carrying amount at the date of reclassification becomes its cost for accounting purposes.

If an item of property, plant and equipment becomes an investment property because its use has changed, the transfer does not change the carrying amount of the property transferred, nor does it change the cost of that property for measurement or disclosure purposes.

### 2.8 投資物業(續)

倘投資物業成為業主自用，則重分類為物業、廠房及設備，而就會計目的而言，於重分類當日的賬面值為其成本。

倘物業、廠房及設備的某個項目因其用途改變而成為投資物業，則該轉撥並無改變所轉撥物業的賬面值，亦無改變該物業的成本作計量或披露用途。

### 2.9 Intangible assets

### 2.9 無形資產

#### (a) Goodwill

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. 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 for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The cash-generating units or groups of cash-generating units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments.

#### (a) 商譽

收購附屬公司的商譽列入無形資產。商譽不予攤銷，惟每年進行減值測試，或當有事件出現或情況變動顯示其可能出現減值時，進行更頻密減值測試，並按成本減去累計減值虧損列示。出售實體的收益及虧損包括與出售實體有關的商譽賬面值。

商譽會被分配至現金產生單位以進行減值測試。有關分配乃對預期將從商譽產生的業務合併中獲益的現金產生單位或現金產生單位組別作出。現金產生單位或現金產生單位組別乃就內部管理目的而於監察商譽的最低層次(即經營分部)識別。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.9 Intangible assets (continued)

#### (b) Software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets where the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use;
- management intends to complete the software and use or sell it;
- there is an ability to use or sell the software;
- it can be demonstrated how the software will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software are available; and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use using the straight-line method over their estimated useful lives of 3-5 years.

## 2. 重要會計政策摘要(續)

### 2.9 無形資產(續)

#### (b) 軟件

與維護軟件程式相關的成本於產生時確認為開支。倘符合下列標準，由本集團控制的可識別及獨特軟件產品直接相關的設計及測試之開發成本確認為無形資產：

- 在技術上能夠完成軟件以供使用；
- 管理層擬完成的軟件及使用或出售該軟件；
- 能夠使用或出售軟件；
- 能夠展示軟件將產生可能未來經濟利益的方式；
- 可獲得足夠的技術、財務及其他資源以完成開發及使用或銷售軟件；及
- 軟件開發過程產生的開支可予以可靠計量。

作為軟件的一部份予以資本化的直接成本包括僱員成本及合適比例的相關開支。

資本化的開發成本自資產可供使用的那刻起列作無形資產及使用直線法於其估計可使用年期3至5年攤銷。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.9 Intangible assets (continued)

#### (c) Unpatented and patented technology

Acquired unpatented and patented technology costs recognised as assets are amortised using the straight-line method over their estimated useful life of 8 years.

### 2.10 Impairment of non-financial assets

Assets that have an indefinite useful life — for example, goodwill — are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. 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 of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

## 2. 重要會計政策摘要(續)

### 2.9 無形資產(續)

#### (c) 非專利及專利技術

已收購非專利及專利技術成本確認為資產及使用直線法於其估計可使用年期8年攤銷。

### 2.10 非金融資產減值

沒有確定可使用年期的資產(例如商譽)毋須攤銷，惟會每年進行減值測試，或當有事件出現或情況變動顯示其可能出現減值時，或會進行更頻密的減值測試。無論在任何情況下當有事件或變動顯示賬面值可能無法收回時，則須進行攤銷的資產作減值檢討。減值虧損乃按資產賬面值高出其可收回金額的金額確認。可收回金額為資產公允價值減出售成本及使用價值兩者的較高者。就評估減值而言，資產乃按多數獨立於其他資產或資產組別所得現金流入的可獨立識別現金流量(現金產生單位)的最低層次組合。出現減值的非金融資產(商譽除外)會於每個報告日期作出可能撥回減值的檢討。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.11 Financial assets

#### (i) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income (“**OCI**”) or through profit or loss); and
- those to be measured at amortised cost.

The classification depends on the entity’s business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (“**FVOCI**”).

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

#### (ii) Recognition and derecognition

Regular way of purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

## 2. 重要會計政策摘要(續)

### 2.11 金融資產

#### (i) 分類

本集團將其金融資產分為以下類別：

- 隨後按公允價值計量者（不論是計入其他綜合收益（「**其他綜合收益**」）或是計入損益表）；及
- 按攤銷成本計量者。

分類視乎於實體用於管理金融資產的業務模型及現金流量的合約條款而定。

就按公允價值計量的資產而言，收益及虧損將計入損益或其他綜合收益。非持作買賣的權益工具之投資，將視乎本集團是否有在首次確認時作出不可撤銷的選擇，以按公允價值計量且其變動計入其他綜合收益（「**按公允價值計量且其變動計入其他綜合收益**」）列賬權益投資。

當且僅當管理該等資產的業務模式改變時，本集團方會對債務投資進行重分類。

#### (ii) 確認及終止確認

金融資產之一般方式買賣於交易日（即本集團承諾購買或出售資產當日）確認。當從金融資產收取現金流量的權利屆滿或轉讓，而本集團實質上轉移所有權的一切風險及回報時，金融資產即終止確認。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.11 Financial assets (continued)

#### (iii) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

#### **Debt instruments**

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income or other income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in 'Other gains — net' together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the consolidated statement of profit or loss.

## 2. 重要會計政策摘要(續)

### 2.11 金融資產(續)

#### (iii) 計量

於初始確認時，本集團按其公允價值加上(倘金融資產並非按公允價值計量且其變動計入損益表(「按公允價值計量且其變動計入損益表」)收購金融資產直接應佔的交易成本計量金融資產。以按公允價值計量且其變動計入損益表列賬的金融資產的交易成本於損益中支銷。

附帶嵌入式衍生工具的金融資產於釐定其現金流量是否僅支付本金及利息時會以整體作考慮。

#### **債務工具**

債務工具的後續計量取決於本集團管理資產的業務模式及資產的現金流量特徵。本集團將其債務工具分類為三種計量類別：

- 攤銷成本：倘為收取合約現金流量而持有的資產的現金流量僅為本金及利息的償付，及按攤銷成本計量。該等金融資產的利息收入採用實際利率法計入財務收入或其他收入。終止確認產生的任何收益或虧損直接於損益中確認，並與匯兌收益及虧損於「其他收益 — 淨額」中列示。減值虧損於合併損益表內作為單獨項目列示。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.11 Financial assets (continued)

#### (iii) Measurement (continued)

##### Debt instruments (continued)

- FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in 'Other gains — net'. Interest income from these financial assets is included in finance income or other income using the effective interest rate method. Foreign exchange gains and losses are presented in 'Other gains — net' and impairment expenses are presented as separate line item in the consolidated statement of profit or loss.
- FVPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within 'Other gains — net' in the period in which it arises.

## 2. 重要會計政策摘要(續)

### 2.11 金融資產(續)

#### (iii) 計量(續)

##### 債務工具(續)

- 按公允價值計量且其變動計入其他綜合收益：倘持有資產為收取合約現金流量及出售金融資產而其現金流量僅為本金及利息的償付，則按公允價值計量且其變動計入其他綜合收益計量。賬面值變動乃透過其他綜合收益確認，惟確認減值收益或虧損、利息收入及匯兌收益及虧損是於損益中確認。終止確認金融資產時，先前於其他綜合收益確認的累計收益或虧損將自權益重分類至損益並於「其他收益 — 淨額」中確認。來自該等金融資產的利息收入採用實際利率法計入財務收入或其他收入。匯兌收益及虧損於「其他收益 — 淨額」中列示，而減值開支於合併損益表內作為單獨項目列示。
- 按公允價值計量且其變動計入損益表：不符合攤銷成本或按公允價值計量且其變動計入其他綜合收益標準的資產按公允價值計量且其變動計入損益表計量。其後按公允價值計量且其變動計入損益表之債務投資產生的收益或虧損於損益內確認並於其產生期間的「其他收益 — 淨額」內以淨值列示。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

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## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.11 Financial assets (continued)

#### (iii) Measurement (continued)

##### Equity instruments

- The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the Group's right to receive payments is established.
- Changes in the fair value of financial assets at FVPL are recognised in 'Other gains — net' in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

#### (iv) Impairment

The Group assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables and contract assets, the Group applies the simplified approach permitted by HKFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables, see Note 18 for further details.

## 2. 重要會計政策摘要(續)

### 2.11 金融資產(續)

#### (iii) 計量(續)

##### 權益工具

- 本集團其後按公允價值計量所有權益投資。倘本集團管理層已選擇於其他綜合收益呈列權益投資的公允價值收益及虧損，則於終止確認此類投資後，公允價值收益及虧損隨後不再重分類至損益表。當本集團收取付款的權利確立時，此類投資的股息繼續於損益中確認為其他收入。
- 按公允價值計量且其變動計入損益表之金融資產的公允價值變動於損益表(如適用)「其他收益 — 淨額」中確認。按公允價值計量且其變動計入其他綜合收益之權益投資的減值虧損(及減值虧損撥回)不會與公允價值的其他變動分開呈報。

#### (iv) 減值

本集團按前瞻性基準評估與其以攤銷成本及按公允價值計量且其變動計入其他綜合收益之債務工具相關的預期信貸損失。所應用的減值方法取決於信貸風險是否顯著增加。

就應收貿易賬款及合約資產而言，本集團採用香港財務報告準則第9號所允許的簡化方法，該方法規定預期整個存續期內的損失將自初始確認為應收款項起確認，進一步詳情見附註18。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

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## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.12 Derivative financial instruments and hedging activities

Derivatives are initially recognised at fair value on the date a derivative instrument contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative instrument is designed as a hedging instrument, and if so, the nature of item being hedged.

For derivative financial instruments do not qualify for hedge accounting, changes in fair value are recognised immediately in the consolidated statement of profit or loss as a separate item.

### 2.13 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

### 2.14 Inventories

Inventories are stated at the lower of cost and the net realisable value. Cost is determined using the weighted average method. The cost of finished goods and work-in-progress comprises 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.

## 2. 重要會計政策摘要(續)

### 2.12 衍生金融工具及對沖活動

衍生工具於訂立衍生工具合約當日按公允價值初始確認，並於各報告期末按其後公允價值重新計量。公允價值其後變動的會計處理視乎於衍生工具是否界定為對沖工具，如是，則取決於被對沖項目的性質。

就不符合資格進行對沖會計處理的衍生金融工具而言，公允價值的變動即時於合併損益表內確認為單獨項目。

### 2.13 抵銷金融工具

當有法定可執行權利可抵銷已確認金額，並有意圖按淨額基準結算或同時變現資產和結算負債時，金融資產與負債可互相抵銷，並在資產負債表報告其淨額。法定可執行權利必須不得依賴未來事件而定，而在一般業務過程中以及倘公司或對方一旦出現違約、無償債能力或破產時，這也必須具有約束力。

### 2.14 存貨

存貨按成本及可變現淨值兩者的較低者入賬。成本乃按加權平均法釐定。製成品及在製品的成本包括原材料、直接人工、其他直接成本及相關生產間接開支(依據正常營運能力)，不包括借款成本。可變現淨值為日常業務過程中的估計售價，減去適用的可變銷售支出。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

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### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### 2.15 Properties under development and held for sale

Properties under development and held for sale are stated at the lower of cost and net realisable value. Development cost of properties comprises cost of land use rights, construction costs and borrowing costs incurred during the construction period. Upon completion, the properties are transferred to completed properties held for sale.

Net realisable value takes into account the price ultimately expected to be realised, less applicable variable selling expenses and the anticipated costs to completion.

Properties under development and held for sale are classified as current assets unless the construction period of the relevant property development project is expected to complete beyond normal operating cycle.

#### 2.16 Trade, notes and other receivables

Trade and notes receivables are amounts due from customers for merchandise sold in the ordinary course of business. If collection of trade, notes and other receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less allowance for impairment. Notes receivables are measured at fair value through other comprehensive income. See Notes 18, 21 and 19 for further information about the Group's accounting for trade, notes and other receivables and Note 2.11(iv) for a description of the Group's impairment policies.

### 2. 重要會計政策摘要(續)

#### 2.15 發展中及持作出售物業

發展中及持作出售物業以成本及可變現淨值兩者的較低者入賬。物業發展成本包括土地使用權費用、建築成本及在建期間產生的借款成本。竣工後，物業轉為已完成的持作出售物業。

可變現淨值考慮最終預計可變現價格，減去適用可變動銷售支出及預期竣工成本。

發展中及持作出售物業分類為流動資產，惟相關物業發展項目的建築工期預計超出正常經營周期者除外。

#### 2.16 應收貿易賬款、票據及其他應收賬款

應收貿易賬款及票據為在日常業務過程中就已銷售商品之應收客戶的款項。倘應收貿易賬款、票據及其他應收賬款預期可於一年或之內收款(或時間更長，則在業務的正常營運週期)，則分類為流動資產。如未能於一年或之內收款，則分類為非流動資產。

應收貿易賬款及其他應收賬款初始按公允價值確認，而其後則採用實際利率法按已攤銷成本減去減值撥備計量。應收票據按公允價值計量且其變動計入其他綜合收益。有關本集團應收貿易賬款、票據及其他應收賬款列賬之進一步資料請參閱附註18、21及19及有關本集團之減值政策之說明請參閱附註2.11(iv)。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.17 Cash and cash equivalents

In the consolidated statement of cash flow, cash and cash equivalents includes cash in hand, deposits held at call with banks with original maturities of three months or less.

### 2.18 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.

### 2.19 Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade and other payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

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

### 2.20 Borrowings

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

## 2. 重要會計政策摘要(續)

### 2.17 現金及現金等價物

合併現金流量表中，現金及現金等價物包括現金、銀行活期存款(三個月或更短內到期)。

### 2.18 股本

普通股分類為權益。與發行新股或購股權直接相關的新增成本於權益中列為所得款項的減少(扣除稅項)。

### 2.19 應付貿易賬款及其他應付賬款

應付貿易賬款為在日常業務過程中就自供應商採購商品或服務的付款責任。倘應付貿易賬款及其他應付賬款預期於一年或之內到期支付(或時間更長，則在業務的正常營運週期)，則分類為流動負債。如並非於一年或之內到期，則分類為非流動負債。

應付貿易賬款及其他應付賬款初始按公允價值確認，而其後則採用實際利率法按已攤銷成本計量。

### 2.20 借款

借款初始按公允價值(扣除已產生的交易成本)確認。借款其後按已攤銷成本列賬；所得款項(扣除交易成本)與贖回價值之間的任何差額於借款期使用實際利率法於合併損益表中確認。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.20 Borrowings (continued)

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as 'Other income' or 'Finance costs'.

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 end of the reporting period.

### 2.21 Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Borrowing costs include interest expense, finance charges in respect of finance lease and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs. The exchange gains and losses that are an adjustment to interest costs include the interest rate differential between borrowing costs that would be incurred if the entity had borrowed funds in its functional currency, and the borrowing costs actually incurred on foreign currency borrowings. Such amounts are estimated based on interest rates on similar borrowings in the entity's functional currency/ forward currency rates at the inception of the borrowings.

## 2. 重要會計政策摘要(續)

### 2.20 借款(續)

借款於合約列明的責任獲解除、註銷或屆滿時自資產負債表中剔除。已失效或轉移至另一方之金融負債之賬面值與已付代價之差額(包括已轉讓的任何非現金資產或已承擔負債)於損益內確認為「其他收入」或「財務成本」。

除非本集團有無條件的權利延遲償還負債直至報告期末後最少12個月，否則借款分類為流動負債。

### 2.21 借款成本

任何直接用於收購、建設或生產需較長時間方可用於其擬定用途或出售的合資格資產的一般及特定借款成本，乃加入該等資產的成本當中，直至資產已大致可作其擬定用途或銷售時為止。

所有其他借款成本則於其產生時之期間於損益中確認。

借款成本包括利息開支、有關融資租賃之融資費用及外幣借貸產生且被視為屬於利息成本調整範圍內之匯兌差異。匯兌收益及虧損為利息成本之調整，包括倘實體按其功能貨幣借入資金將產生借款成本之利率差異，及外幣借款實際產生之借款成本。該款項按實體的功能貨幣／借款成立時的遠期匯率基於類似借款之利率估計。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.21 Borrowing costs (continued)

When the construction of the qualifying assets takes more than one accounting period, the amount of foreign exchange differences eligible for capitalisation is determined on a cumulative basis based on the cumulative amounts of interest expenses that would have been incurred had the entity borrowed in its functional currency. The total amount of foreign exchange differences capitalised cannot exceed the amount of total net foreign exchange differences incurred on a cumulative basis at the end of the reporting period.

### 2.22 Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the consolidated statement of profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

#### (a) Current income tax

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 and its 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.

## 2. 重要會計政策摘要(續)

### 2.21 借款成本(續)

當建立合資格資產需花費一個以上會計期間，合資格資本化的匯兌差異金額基於利息開支的累計金額（該實體以其功能貨幣借款所產生）按累計方式釐定。匯兌差異資本化總額不得超過報告期末按累計基準產生的匯兌差異淨值總額。

### 2.22 當期及遞延所得稅

期內稅項開支指當期及遞延稅項。稅項於合併損益表確認，惟倘與該等在其他綜合收益確認或直接在權益確認的項目有關者除外。在該情況下，稅項亦會分別於其他綜合收益確認或直接在權益確認。

#### (a) 當期所得稅

當期所得稅費用按本公司及其附屬公司及聯營公司從事業務經營並產生應課稅收入的所在國家在結算日已頒佈或實質上已頒佈的稅務法律計算。在適用的稅務法規有待解釋的情況下，管理層會定期評估申報的稅務狀況，必要時按預期向稅務機關繳納的稅額計提撥備。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.22 Current and deferred income tax (continued)

#### (b) Deferred income tax

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, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill, the deferred income tax is not accounted for if it arises from initial recognition of an asset or 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 substantively 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.

The deferred tax liability in relation to investment property that is measured at fair value is determined assuming the property will be recovered entirely through sale.

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 tax assets and liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the Company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

## 2. 重要會計政策摘要(續)

### 2.22 當期及遞延所得稅(續)

#### (b) 遞延所得稅

遞延所得稅採用負債法按資產和負債的稅基與其在合併財務報表的賬面值兩者產生的暫時性差異確認。然而，倘遞延所得稅負債於首次確認商譽產生時並無確認，遞延所得稅來自在交易(不包括業務合併)中對資產或負債的初始確認，而在交易時不影響會計或應課稅盈虧，則不作記賬。遞延所得稅採用在結算日前生效或實質生效，並在有關遞延所得稅資產變現或遞延所得稅負債結算時預期將會適用的稅率(及法律)而釐定。

有關按公允價值計量的投資物業的遞延稅項負債乃假設該物業將透過出售完全收回釐定。

遞延所得稅資產僅就有可能在未來應課稅溢利而就此可動用暫時性差異相抵而確認。

倘本公司能控制撥回暫時性差異的時間及該等差異很可能不會於可見將來撥回，則不會就外國業務投資賬面值與稅基之間的暫時性差異確認遞延稅項資產及負債。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.22 Current and deferred income tax (continued)

#### (b) Deferred income tax (continued)

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

#### (c) Offsetting

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 different taxable entities where there is an intention to settle the balances on a net basis.

## 2. 重要會計政策摘要(續)

### 2.22 當期及遞延所得稅(續)

#### (b) 遞延所得稅(續)

當有法定可執行權利將當期稅項資產與負債抵銷，及倘遞延稅項結餘與同一稅務機構相關，則可將遞延稅項資產與負債抵銷。倘實體有法定可執行抵銷權利且有意按淨值基準清償或同時變現資產及清償負債時，則當期稅項資產與稅項負債抵銷。

當期及遞延稅項於損益中確認，惟有關於其他綜合收益或直接於權益確認的項目除外。在此情況下，稅項亦分別於其他綜合收益或直接於權益中確認。

#### (c) 抵銷

當有法定可執行權利將當期稅項資產與當期稅務負債抵銷，且遞延所得稅資產和負債涉及由同一稅務機關對應課稅實體或不同應課稅實體但有意向以淨額基準結算所得稅結餘時，則可將遞延所得稅資產與負債互相抵銷。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.23 Employee benefits

The Group has arranged for its Hong Kong employees to join the Mandatory Provident Fund Scheme (the “MPF Scheme”). Under the MPF Scheme, the Group and its Hong Kong employees make monthly contributions to the MPF Scheme at 5% of the employees' earnings as defined under the Mandatory Provident Fund legislation, subject to a cap per person per month and any excess contributions are voluntary (if any).

In accordance with the rules and regulations in the PRC, the Group has arranged for its PRC employees to join the defined contribution retirement benefit plans organised by PRC government. The PRC government undertakes to assume the retirement benefit obligations of all existing and future retired employees payable under the plan as set out in Note 34(a). The assets of this plan are held separately from those of the Group in an independent fund managed by the PRC government.

The Group's contributions to the defined contribution retirement benefit plan are charged to the consolidated statement of profit or loss as incurred. The Group has no further payment obligations once the contributions have been paid.

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date.

Employee entitlements to sick leave and maternity leave are not recognised until the time of leave.

## 2. 重要會計政策摘要(續)

### 2.23 僱員福利

本集團已為其香港僱員安排參與強制性公積金計劃(「強積金計劃」)。根據強積金計劃，本集團及其香港僱員須各自根據強制性公積金條例按僱員收入5%每月向強積金計劃供款，按每人每月的供款上限及自願作出額外供款(如有)。

根據中國的規定及條例，本集團已為其中國僱員安排參與中國政府組織的定額供款統籌退休福利計劃。中國政府承諾負擔按附註34(a)所述的計劃向所有現時及未來退休的僱員支付退休福利的責任。本計劃的資產撥入獨立於本集團，並由中國政府管理的獨立基金。

本集團向定額供款統籌退休福利計劃繳交的供款於產生時在合併損益表列賬。本集團於供款付清後再無其他付款責任。

僱員享有之年假於彼等享有年假時確認。因僱員提供服務至結算日而須給予之估計年假均須計提撥備。

僱員享有之病假及產假須待正式休假時予以確認。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.24 Share-based payments

#### (a) Equity-settled share-based payment transactions

The Group operates an equity-settled, share-based compensation plans, under which the entity receives services from employees as consideration for equity instruments (options) of the Group. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (for example, an entity's share price);
- excluding the impact of any service and non-market performance vesting conditions (for example, profitability, sales growth targets and remaining an employee of the entity over a specified time period); and
- including the impact of any non-vesting conditions (for example, the requirement for employees to save or hold shares for a specific period of time).

Non-market performance and service conditions are included in assumptions about the number of options that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

## 2. 重要會計政策摘要(續)

### 2.24 購股權支出

#### (a) 以股權結算之購股權支出交易

本集團設有一項以股權結算、股份支付的薪酬計劃，據此實體以本集團的權益工具(購股權)作為代價取得僱員的服務。就僱員提供服務而授予的購股權的公允價值確認為支出。將列作支出的總金額乃參考所授購股權的公允價值釐定：

- 包括任何市場表現狀況(例如，實體的股份價格)；
- 不包括任何服務及非市場表現可行權條件(例如，盈利能力、銷售增長目標和該實體僱員在指定時期留任)之影響；及
- 包括任何非可行權條件(例如，僱員留任或於一段特定時間持有股份之要求)之影響。

在假定預期將授予的購股權數目時，非市場性質的表現及服務條件亦加入一併考慮。支出的開支總額於可行權期間內確認，該期間為所有特定可行權條件將獲達成的期間。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### 2.24 Share-based payments (continued)

##### (a) Equity-settled share-based payment transactions (continued)

In addition, in some circumstances employees may provide services in advance of the grant date and therefore the grant date fair value is estimated for the purposes of recognising the expense during the period between service commencement period and grant date.

At the end of each reporting period, the entity revises its estimates of the number of options that are expected to vest based on the non-marketing vesting conditions. It recognises the impact of the revision to original estimates, if any, in the consolidated statement of profit or loss, with a corresponding adjustment to equity.

When the options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value).

##### (b) Share-based payment transactions among group entities

The grant by the Company of options over its equity instruments to the employees of subsidiary undertakings in the Group is treated as a capital contribution. The fair value of employee services received, measured by reference to the grant date fair value, is recognised over the vesting period as an increase to investment in subsidiary undertakings, with a corresponding credit to equity in the parent entity accounts.

### 2. 重要會計政策摘要(續)

#### 2.24 購股權支出(續)

##### (a) 以股權結算之購股權支出交易(續)

此外，在某些情況下，僱員可能在授出日期之前提供服務，因此授出日期的公允價值會予以估計，以確認服務開始期至授出日期之間內的開支。

於各個報告期末，實體根據非市場性質的可行權條件調整對預期將授予的購股權數目所作出的估計，如有對原來估計產生影響，在合併損益表中對權益作出相應調整。

在購股權行使時，本公司發行新股。收取的所得款扣除任何直接歸屬交易成本撥入股本(面值)。

##### (b) 集團實體間購股權支出交易

本公司授出之購股權超過本集團附屬公司業務僱員的權益工具，作為注資處理。已收取僱員服務的公允價值乃參考授出當日公允價值計量，於歸屬期確認為於附屬公司業務投資的增加，並計入相關母實體賬目之權益內。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.25 Provisions

Provisions for environmental restoration, restructuring costs and legal claims 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 management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

### 2.26 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 statement of profit or loss over the period necessary to match them with the costs that they are intended to compensate.

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

## 2. 重要會計政策摘要(續)

### 2.25 撥備

環境整修、重建成本及法律索償的撥備乃於：本集團因已發生的事件而承擔現時的法定或推定責任；可能須以資源流出清償該項責任；及責任的金額能可靠估計時須予以確認。概不就未來經營虧損確認撥備。

如有多項類似責任，則履行該等責任時將需要流出資源的可能性乃在整體考慮有關責任的類別後予以釐定。即使有關同一類別責任內任何一項責任出現流出的可能性很低，惟仍須確認撥備。

撥備按管理層對結付報告期末現時責任所需的開支的最佳估計現值計量。用於釐定現值的貼現率為除稅前利率，其反映了市場目前對貨幣時間價值及特定風險的評估。時間流逝導致撥備金額的增加乃確認為利息費用。

### 2.26 政府補貼

當本集團可合理確保將會收到補貼，且本集團將符合所有附帶條件時，政府補貼可按公允價值予以確認。

有關成本的政府補貼遞延入賬，並按擬補償的成本配合所需期間於合併損益表中確認。

有關物業、廠房及設備的政府補貼按遞延政府補貼列入非流動負債，並按有關資產的預期可使用年期以直線法計入合併損益表。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.27 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable, and represents amounts receivable for goods supplied or service performed, stated net of value added taxes, returns, rebates and discounts and after eliminating sales with the Group. The Group recognises revenue when the amount of revenue can be reliably measured; when it is probable that future economic benefits will flow to the entity; and when specific criteria have been met for each of the Group's activities, as described below. The Group bases its estimates of return on historical results, taking into consideration the type of customers, the type of transactions and the specifics of each arrangement.

#### (a) Sales of goods

Revenue from the sales of goods directly to the customers is recognised at the point that the control of the inventory have passed to the customers, which is primarily upon the acceptance of the products by the customers. The customers have full discretion over the products, and there is no unfulfilled obligation that could affect the customers' acceptance of the products. The Group collects cash or bank acceptance notes from the customers before or upon deliveries of products. Cash or bank acceptance notes collected from the customers before product delivery is recognised as contract liabilities.

## 2. 重要會計政策摘要(續)

### 2.27 收入確認

收入乃按已收或應收代價之公允價值計量，並代表有關所供應貨物或所提供服務之應收賬款，在扣除增值稅、退貨、回扣和折扣，以及對銷本集團內銷售額後列示。於如下文所述當收入之金額能可靠計量時；當未來經濟利益可能流入該實體時；及當已符合本集團各項活動的特定條款時，本集團確認收入。本集團基於過往業績並計及客戶類型、交易類型及各安排的特性的考慮，作出回報估計。

#### (a) 貨物的銷售

向客戶直接銷售貨物產生的收入於存貨之控制權已轉移至客戶時(即主要於客戶接納產品時)確認。客戶對產品有全權酌情決定權，且概無可影響客戶接納產品的未履行責任。本集團於交付產品前或交付產品時自客戶收取現金或銀行承兌匯票。於產品交付前自客戶收取的現金或銀行承兌匯票確認為合約負債。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.27 Revenue recognition (continued)

#### (b) Sales of properties

The Group develops and sells properties. Revenue is recognised when control over the property has been transferred to the customer. The properties have generally no alternative use for the Group due to contractual restrictions. However, an enforceable right to payment depends on the specific terms and conditions of the contract. For the contract with an enforceable right to payment, revenue is recognised over period, otherwise, revenue is recognised at a point.

#### (c) Sales of services

The Group sells logistics transportation and customs declaration services. For sales of services, revenue is recognised when the related services are provided.

#### (d) Contract assets and contract liabilities

A contract asset represents the Group's right to consideration from customers in exchange for goods or services that the Group has transferred to the customers that is not yet unconditional. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point when the Group's right to payment becomes unconditional other than passage of time.

A contract liability represents the Group's obligation to transfer the goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

## 2. 重要會計政策摘要(續)

### 2.27 收入確認(續)

#### (b) 物業的銷售

本集團發展及銷售物業。當物業之控制權已轉移至客戶時確認收入。由於合約限制，對本集團而言，物業一般並無替代用途。然而，強制付款的權利視乎合約的特定條款及條件而定。就具有強制付款的權利的合約而言，收入於期內確認，否則，收入於某一時間點確認。

#### (c) 服務的銷售

本集團銷售物流運輸及報關服務。有關服務的銷售，收入於相關服務提供時確認。

#### (d) 合約資產及合約負債

合約資產指本集團向客戶轉讓貨品或服務以換取客戶代價的權利，而該權利尚未成為無條件。此前確認為合約資產的任何金額於本集團的付款權成為無條件(時間流逝除外)時重分類為應收貿易賬款。

合約負債指本集團向客戶轉讓貨品或服務的責任，且本集團已收到客戶的代價(或應付代價金額已到期)。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.28 Interest income

Interest income from financial assets at fair value through profit or loss is included in 'Other gains — net' on these assets, see Note 31 below. Interest income on financial assets at amortised cost and financial assets at FVOCI calculated using the effective interest method is recognised in the consolidated statement of profit or loss as part of 'Other income'.

Interest income is presented as finance income where it is earned from financial assets that are held for cash management purposes, see Note 35 below. Any other interest income is included in other income.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired. For credit-impaired financial assets, the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

### 2.29 Dividend income

Dividends are received from financial assets measured at FVPL and at FVOCI. Dividends are recognised as other income in profit or loss when the right to receive payment is established. This applies even if they are paid out of pre-acquisition profits, unless the dividend clearly represents a recovery of part of the cost of an investment. In this case, the dividend is recognised in OCI if it relates to an investment measured at FVOCI. However, the investment may need to be tested for impairment as a consequence.

## 2. 重要會計政策摘要(續)

### 2.28 利息收入

按公允價值計量且其變動計入損益表之金融資產之利息收入計入該等資產的「其他收益 — 淨額」，見下文附註31。使用實際利率法計算的按攤銷成本計量之金融資產及按公允價值計量且其變動計入其他綜合收益之金融資產之利息收入於合併損益表中確認為「其他收入」的一部份。

賺取自持作現金管理用途之金融資產的利息收入呈列作財務收入，見下文附註35。任何其他利息收入乃計入其他收入。

利息收入乃對金融資產賬面總值應用實際利率法計算，惟其後出現信貸減值的金融資產除外。就信貸減值金融資產而言，實際利率應用於金融資產賬面淨值(扣除虧損撥備後)。

### 2.29 股息收入

自按公允價值計量且其變動計入損益表之金融資產以及按公允價值計量且其變動計入其他綜合收益之金融資產收取之股息。在收取股息的權利確立時，股息於損益中確認為其他收入。即使以收購前溢利支付仍適用，除非股息明顯代表對部份投資成本的收回。在這種情況下，倘股息與按公允價值計量且其變動計入其他綜合收益的投資有關，則於其他綜合收益確認。然而，該投資可能因此需要進行減值測試。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.30 Leases

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group.

The Group leases various lands and offices. Rental contracts are typically made for fixed periods but may have extension options as described below. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of fixed payments (including in-substance fixed payments), less any lease incentives receivable.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the incremental borrowing rate of the Group which the Group would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

## 2. 重要會計政策摘要(續)

### 2.30 租賃

租賃於本集團可使用租賃資產之日確認為使用權資產及相應負債。

本集團租賃多幅土地及多個辦公室。租賃合約通常訂有固定期限，但可能包含下文所述的延期選擇權。租期乃按個別基礎上協商，並包含各種不同的條款及條件。租賃協議並無施加任何限制，惟租賃資產不得用作借款的抵押。

各租賃付款於負債與融資成本之間分配。融資成本於租期內在損益內扣除，以使各期間負債結餘的週期利率固定。使用權資產按資產使用年期及租期中較短的時間以直線法折舊。

租約產生的資產及負債初始以現值進行計量。租賃負債包括固定付款（包括實質固定付款）的淨現值減任何應收租賃優惠。

計量負債時亦包括根據合理確定延長選擇權作出的租賃付款。租賃付款使用本集團的增量借款利率（即本集團在類似經濟環境下按類似條款、抵押及條件借入所需資金以取得類似價值的使用權資產所須支付的利率）貼現。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.30 Leases (continued)

To determine the incremental borrowing rate, the Group uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the amount of the initial measurement of lease liability and any lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis to allocate their cost to their residual values over their estimated lease period.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

Extension options are included in the land leases across the Group. These terms are used to maximise operational flexibility in terms of managing contracts. The majority of extension options held are exercisable only by the Group and not by the respective lessor. None of the extension option was exercised during the year ended 31 December 2020.

## 2. 重要會計政策摘要(續)

### 2.30 租賃(續)

為釐定增量借款利率，本集團使用個別承租人最近獲得的第三方融資作為出發點，並作出調整以反映自獲得第三方融資以來融資條件的變動。

租賃付款於本金與融資成本之間作出分配。融資成本於租期內自損益扣除以計算出各期間負債結餘的固定週期利率。

使用權資產按成本計量，並包括租賃負債的初始計量金額，以及於開始日期或之前作出的任何租賃付款減任何已收租賃優惠。使用權資產於資產可使用年期與租賃期限的較短者以直線法折舊，以於估計租期內分配成本至餘值。

與短期租賃及低價值資產租賃相關的付款以直線法於損益內確認為開支。短期租賃指租期為12個月或以下的租賃。

本集團所有土地租賃均包含延長選擇權。該等條款可盡量提高管理合約方面的營運彈性。大部份所持有的延長選擇權僅可由本集團行使，而不得由相關出租人行使。於截至2020年12月31日止年度內，本集團並無行使延長選擇權。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.30 Leases (continued)

In determining the lease term, the Group considers all facts and circumstances that create an economic incentive to exercise an extension option. Extension options are only included in the lease term if the lease is reasonably certain to be extended.

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term (Note 32). Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature. The Group did not need to make any adjustments to the accounting for assets held as lessor as a result of adopting the new leasing standard.

### 2.31 Contingent liabilities

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. It can also be a present obligation arising from past events that is not recognised because it is not probable that outflow of economic resources will be required or the amount of obligation cannot be measured reliably. A contingent liability is not recognised but is disclosed in the notes to the consolidated financial statements. When a change in the probability of an outflow occurs so that outflow is probable, it will then be recognised as a provision.

## 2. 重要會計政策摘要(續)

### 2.30 租賃(續)

於釐定租賃期限時，本集團會考慮產生行使延長選擇權的經濟誘因的所有事實及情況。僅在合理確定延長租賃的情況下，租賃期限方會包含延長選擇權。

經營租賃(本集團作為出租人)的租賃收入於租賃期限內以直線法確認為收入(附註32)。於獲取經營租賃時產生的初始直接成本會加入相關資產的賬面值，並於租賃期限內按確認租賃收入的同一基準確認為開支。相關租賃資產按其性質計入資產負債表。於採納新租賃準則後，本集團毋須就作為出租人持有資產的會計處理作出任何調整。

### 2.31 或然負債

或然負債指因已發生的事件而可能引起的責任，此等責任需就某一宗或多宗本集團不能完全控制會否實現的事件會否發生才能確認。或然負債亦可能是因已發生的事件引致的現有責任，但由於可能不需要消耗經濟資源，或責任金額未能可靠地計量而未有入賬。或然負債不會予以確認，但會在合併財務報表附註中披露。假若消耗資源的可能性改變導致可能出現資源消耗，則其將被列作撥備入賬。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

## 2. 重要會計政策摘要(續)

### 2.32 Dividends distribution

Dividends distribution to the Company's shareholders is recognised as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders.

### 2.32 股息分派

向本公司股東分派的股息在股息獲本公司股東批准的期間內於本集團的財務報表內確認為負債。

### 2.33 Earnings per share

#### (a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company, by weighted average number of ordinary shares outstanding during the financial year.

### 2.33 每股收益

#### (a) 每股基本收益

每股基本收益按本公司權益持有者應佔溢利除以該財政年度發行在外的普通股加權平均數計算。

#### (b) Diluted earnings per share

Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

#### (b) 每股稀釋收益

每股稀釋收益調整了用於釐定每股基本收益的數字，當中計及利息所得稅的稅後效應及其他與具攤薄性潛在普通股有關的財務成本，以及假設就具攤薄性潛在普通股作無代價發行的股份的加權平均數。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 2.34 Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of:

- the amount determined in accordance with the expected credit loss model under HKFRS 9 “Financial Instruments”; and
- the amount initially recognised less, where appropriate, the cumulative amount of income recognised in accordance with the principles of HKFRS 15 “Revenue from Contracts with Customers”.

The fair value of financial guarantees is determined based on the present value of the difference in cash flows between the contractual payments required under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

Where guarantees in relation to loans or other payables of associates are provided for no compensation, the fair values are accounted for as contributions and recognised as part of the cost of the investment.

## 2. 重要會計政策摘要(續)

### 2.34 財務擔保合約

財務擔保合約於出具擔保時確認為金融負債。負債初始按公允價值計量，其後則以下文較高者計量：

- 按香港財務報告準則第9號「金融工具」項下的預期信貸損失模型釐定的金額；及
- 初始確認的金額(如適用)減按香港財務報告準則第15號「與客戶的合約產生的收入」所確認的累計收入金額。

財務擔保的公允價值基於債務工具所需合約付款與無擔保情況下須付款項的現金流量差額現值，或假設責任而應付一名第三方的估計金額釐定。

倘有關聯營公司的貸款或其他應付賬款之擔保為無償提供，該等公允價值作為貢獻入賬並確認為投資成本的一部份。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT

#### 3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including fair value interest rate risk, cash flow interest rate risk and foreign exchange risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

##### (a) Market risk

###### (i) *Cash flow and fair value interest rate risk*

The Group's income and operating cash flows are substantially independent of changes in market interest rates as the Group has no significant floating interest-bearing assets. The Group's interest rate risk mainly arises from bank borrowings. Borrowings issued at variable rates expose the Group to cash flow interest risk which is partially offset by cash held at variable rates. Loan receivables, other receivables and amounts due from related parties issued at fixed rates exposed the Group to fair value interest rate risk. The maximum exposures to the interest rate risk have been disclosed in Notes 19, 20, 28 and 46 respectively.

The Group has not entered into any derivatives to hedge its exposure to interest rate risk for the year ended 31 December 2020 (2019: The Group has not entered into any derivatives to hedge its exposure to interest rate risk).

### 3. 財務風險管理

#### 3.1 財務風險因素

本集團的活動承受多種財務風險：市場風險（包括公允價值利率風險、現金流量利率風險及外匯風險）、信貸風險及流動資金風險。本集團的整體風險管理計劃專注於財務市場的難預測性，並尋求盡量減低對本集團財務表現的潛在不利影響。

##### (a) 市場風險

###### (i) *現金流量及公允價值利率風險*

由於本集團並無任何重大浮動計息資產，故本集團的收入及經營現金流量基本上不受市場利率變動所影響。本集團的利率風險主要來自銀行借貸。按浮動利率發行的借款令本集團面臨現金流量利率風險，而該風險由按浮動利率持有的現金部份抵銷。按固定利率發行的應收貸款、其他應收賬款及應收關聯方款項令本集團面臨公允價值利率風險。最大利率風險分別於附註19、20、28及46中披露。

截至2020年12月31日止年度，本集團並無訂立任何衍生工具以對沖其利率風險（2019年：本集團並無訂立任何衍生工具以對沖其利率風險）。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (a) Market risk (continued)

##### (ii) Foreign exchange risk

The major foreign exchange risk exposure arises from the Group's importing and exporting activities and the Group's borrowings, which are mostly denominated in United States Dollars (the "US\$"). The Group also has certain bank deposits, financial assets and financial liabilities that are denominated in foreign currencies, mainly US\$, HK\$ and AU\$, which are exposed to foreign currency translation risk. The foreign exchange risk is reduced where the Group is in a position of receiving and paying the same currency. The Group also used foreign currency forward contract to hedge its exposure to foreign exchange risk for the year ended 31 December 2020. The maximum exposures to the foreign exchange risks are disclosed in Notes 18, 22, 26, 28 and 46 respectively.

##### (iii) Summarised sensitivity analysis

The following table summarised the impact of increases/decreases of cash flow interest rate and foreign exchange rate on the Group's consolidated financial statements.

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (a) 市場風險(續)

##### (ii) 外匯風險

外匯風險主要來自本集團進口及出口業務及本集團的借款，其中大部份均以美元(「美元」)計值。本集團亦有若干以外幣計值的銀行存款、金融資產及金融負債，主要計值貨幣是美元、港元及澳元，其面臨外幣匯兌風險。外匯風險降低因本集團收取及支付相同貨幣。截至2020年12月31日止年度，本集團亦使用外幣遠期合約對沖其外匯風險。最高外匯風險的金額分別於附註18、22、26、28及46中披露。

##### (iii) 敏感度分析摘要

下表概述現金流量利率及外匯上升／下跌對本集團合併財務報表的影響。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (a) Market risk (continued)

##### (iii) Summarised sensitivity analysis (continued)

The sensitivity analysis for the cash flow interest rate risk and foreign exchange risk is based on the assumption that:

- (a) Interest rate had been 15% lower/higher from the year end rates with all other variables held constant (for example, 11.5% or 8.5% instead of 10%);
- (b) RMB had weakened/strengthened by 10% against US\$ and HK\$ (pegged with US\$) with all other variables held constant.

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (a) 市場風險(續)

##### (iii) 敏感度分析摘要(續)

現金流量利率風險及外匯風險的敏感度分析是基於以下假設：

- (a) 利率較年末下降／上升15%，而所有其他變量均保持不變(如：11.5%或8.5%，而非10%)；
- (b) 人民幣兌美元及港元(與美元掛鈎)貶值／升值10%，而所有其他變量均保持不變。

		Cash flow interest rate risk 現金流量利率風險			
		-15%		+15%	
	Carrying amount 賬面值	Profit 溢利	Equity 權益	Profit 溢利	Equity 權益
<b>31 December 2020</b>	<b>2020年12月31日</b>				
<b>Financial assets at floating interest rates</b>	<b>按浮動利率計息的金融資產</b>				
Cash and cash equivalents	現金及現金等價物	3,485,951	(8,675)	(8,675)	8,675
Restricted bank balances	受限制銀行結餘	3,225,291	(8,026)	(8,026)	8,026
<b>Financial liabilities at floating interest rates</b>	<b>按浮動利率計息的金融負債</b>				
Bank and other borrowings	銀行及其他借款	(983,450)	4,051	4,051	(4,051)
<b>Total (decrease)/increase</b>	<b>合計(減少)/增加</b>		(12,650)	12,650	12,650

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (a) Market risk (continued)

##### (iii) Summarised sensitivity analysis (continued)

		Foreign exchange risk 外匯風險			
		-10%		+10%	
	Carrying amount 賬面值	Profit 溢利	Equity 權益	Profit 溢利	Equity 權益
<b>31 December 2020</b>	<b>2020年12月31日</b>				
<b>Monetary assets</b>	<b>貨幣資產</b>				
Cash and cash equivalents	現金及現金等價物	815,051	81,505	81,505	(81,505)
Restricted bank balances	受限制銀行結餘	2,404	240	240	(240)
Trade receivables	應收貿易賬款	41,025	4,102	4,102	(4,102)
Other receivables	其他應收賬款	53,322	5,332	5,332	(5,332)
Amounts due from related parties	應收關聯方款項	67,126	6,713	6,713	(6,713)
<b>Monetary liabilities</b>	<b>貨幣負債</b>				
Trade payables	應付貿易賬款	(693,503)	(69,350)	(69,350)	69,350
Other payables	其他應付賬款	(7,096)	(710)	(710)	710
Borrowings	借款	(1,965,158)	(196,516)	(196,516)	196,516
Amount due to related parties	應付關聯方款項	(15,363)	(1,536)	(1,536)	1,536
<b>Total (decrease)/increase</b>	<b>合計(減少)/增加</b>		(170,220)	(170,220)	170,220

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (a) 市場風險(續)

##### (iii) 敏感度分析摘要 (續)

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註 (續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (a) Market risk (continued)

##### (iii) Summarised sensitivity analysis (continued)

		Cash flow interest rate risk 現金流量利率風險				
		-15%		+15%		
	Carrying amount 賬面值	Profit 溢利	Equity 權益	Profit 溢利	Equity 權益	
<b>31 December 2019</b>	<b>2019年12月31日</b>					
<b>Financial assets at floating interest rates</b>	<b>按浮動利率計息的金融資產</b>					
Cash and cash equivalents	現金及現金等價物	4,630,945	(5,477)	(5,477)	5,477	5,477
Restricted bank balances	受限制銀行結餘	682,560	(807)	(807)	807	807
Structured bank deposits	結構性銀行存款	1,300,100	(2,380)	(2,380)	2,380	2,380
<b>Financial liabilities at floating interest rates</b>	<b>按浮動利率計息的金融負債</b>					
Bank and other borrowings	銀行及其他借款	(952,636)	4,025	4,025	(4,025)	(4,025)
<b>Total (decrease)/increase</b>	<b>合計(減少)/增加</b>		(4,639)	(4,639)	4,639	4,639
Foreign exchange risk 外匯風險						
		-10%		+10%		
	Carrying amount 賬面值	Profit 溢利	Equity 權益	Profit 溢利	Equity 權益	
<b>31 December 2019</b>	<b>2019年12月31日</b>					
<b>Monetary assets</b>	<b>貨幣資產</b>					
Cash and cash equivalents	現金及現金等價物	1,209,227	120,923	120,923	(120,923)	(120,923)
Restricted bank balances	受限制銀行結餘	20,888	2,089	2,089	(2,089)	(2,089)
Trade receivables	應收貿易賬款	503,734	50,373	50,373	(50,373)	(50,373)
Other receivables	其他應收賬款	65,947	6,595	6,595	(6,595)	(6,595)
Amounts due from related parties	應收關聯方款項	63,894	6,389	6,389	(6,389)	(6,389)
<b>Monetary liabilities</b>	<b>貨幣負債</b>					
Trade payables	應付貿易賬款	(486,882)	(48,688)	(48,688)	48,688	48,688
Other payables	其他應付賬款	(3,023)	(302)	(302)	302	302
Borrowings	借款	(1,785,104)	(178,510)	(178,510)	178,510	178,510
Amount due to a related party	應付一名關聯方款項	(13,104)	(1,310)	(1,310)	1,310	1,310
<b>Total (decrease)/increase</b>	<b>合計(減少)/增加</b>		(42,441)	(42,441)	42,441	42,441

Profit represents consolidated profit post tax; equity represents total equity, including non-controlling interests.

溢利指除稅後合併溢利；權益指權益合計，包括非控制性權益。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (b) Credit risk

The carrying amounts of trade receivables and contract assets, other receivables, loan receivables, notes receivable — bank acceptance notes, cash and cash equivalents, restricted bank balances, structured bank deposits, debt instruments measured at FVOCI and amounts due from related parties represent the Group's maximum exposure to credit risk in relation to financial assets.

The Group expects that there is no significant credit risk associated with cash deposits at banks and notes receivable — bank acceptance notes since they are substantially deposited at or issued by state-owned banks and other medium or large-sized listed banks. Management does not expect that there will be any significant losses from non-performance by these counterparties.

The Group has large number of customers and there was no concentration of credit risk. The Group has monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Group reviews the recoverability of these receivables at the end of each reporting period to ensure that adequate impairment losses are made for irrecoverable amounts.

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (b) 信貸風險

應收貿易賬款及合約資產、其他應收賬款、應收貸款、應收票據 — 銀行承兌匯票、現金及現金等價物、受限制銀行結餘、結構性銀行存款、按公允價值計量且其變動計入其他綜合收益之債務工具及應收關聯方款項的賬面值為本集團的金融資產在信貸風險方面的最高風險水平。

本集團預期並無與銀行現金存款及應收票據 — 銀行承兌匯票有關的重大信貸風險，乃由於彼等大部份存放於國有銀行或其他中大型上市銀行或由該等銀行發出。管理層預期不會因為該等交易對手的不履約而產生任何重大虧損。

本集團有大量客戶，且並無信貸風險集中的問題。本集團有監控程序以確保採取跟進行動以收回逾期債務。此外，本集團於各報告期末審閱該等應收賬款的可回收性，以確保就不可收回款項作出充足減值虧損。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (b) Credit risk (continued)

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- internal credit rating;
- external credit rating;
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the borrower's ability to meet its obligations;
- actual or expected significant changes in the operating results of the borrower.

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (b) 信貸風險(續)

本集團考慮於資產初始確認後發生違約的機率，並於各報告期整個期間持續評估信貸風險有否顯著增加。為評估信貸風險有否顯著增加，本集團將於報告日期的資產發生的違約風險與初始確認日期的違約風險進行比較。其考慮可用的合理及支持性前瞻性資料。尤其是結合了以下指標：

- 內部信貸評級；
- 外部信貸評級；
- 營商、財務或經濟環境中實際或預期發生重大不利變化而預期導致借款人償還債務的能力產生重大變化；
- 借款人的經營業績實際或預期發生重大變化。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (b) Credit risk (continued)

##### (i) Trade receivables and contract assets

The Group applies HKFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work-in-progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (b) 信貸風險(續)

##### (i) 應收貿易賬款及合約資產

本集團應用香港財務報告準則第9號簡化模式計量預期信貸損失，該模式就所有應收貿易賬款及合約資產採用整個存續期內的預期損失撥備。

為計量預期信貸損失，應收貿易賬款及合約資產已根據共同信貸風險特徵及逾期天數進行分類。合約資產與未開單的在建工程有關，其風險特徵與同類合約的應收貿易賬款大致相同。因此，本集團認為，應收貿易賬款的預期損失率是合約資產損失率的合理近似值。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (b) Credit risk (continued)

##### (i) Trade receivables and contract assets (continued)

On that basis, the loss allowance as at 31 December 2020 and 31 December 2019 was determined as follows for both trade receivables and contract assets:

		Less than 1 year 少於1年	More than 1 year 超過1年	More than 2 years 超過2年	More than 3 years 超過3年	Total 合計
<b>31 December 2020</b>	<b>2020年12月31日</b>					
Expected loss rate	預期損失率	2.38%	32.51%	63.88%	100.00%	8.35%
Gross carrying amount	總賬面值					
— trade receivables	— 應收貿易賬款	739,729	41,132	13,396	35,496	829,753
Gross carrying amount	總賬面值					
— contract assets	— 合約資產	95,757	—	—	—	95,757
Loss allowance	虧損撥備	19,895	13,372	8,557	35,496	77,320
		Less than 1 year 少於1年	More than 1 year 超過1年	More than 2 years 超過2年	More than 3 years 超過3年	Total 合計
<b>31 December 2019</b>	<b>2019年12月31日</b>					
Expected loss rate	預期損失率	1.44%	45.37%	80.63%	100.00%	5.27%
Gross carrying amount	總賬面值					
— trade receivables	— 應收貿易賬款	1,206,404	16,734	14,859	29,870	1,267,867
Loss allowance	虧損撥備	17,419	7,592	11,981	29,870	66,862

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (b) 信貸風險(續)

##### (i) 應收貿易賬款及合約資產(續)

根據上述基準，於2020年12月31日及2019年12月31日對應收貿易賬款及合約資產的虧損撥備釐定如下：

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (b) Credit risk (continued)

##### (ii) Other financial assets (excluding trade receivables and contract assets)

Other financial assets include other receivables, loan receivables, debt instruments measured at FVOCI and amounts due from related parties.

The Group uses three categories for other receivables which reflect their credit risk and how the expected credit loss provision is determined for each of those categories. The Group accounts for its credit risk by appropriately providing for expected credit losses on a timely basis. In calculating the expected credit loss rates, the Group considers both historical loss rates and forward looking macroeconomic data. A summary of the assumptions underpinning the Group's expected credit loss model is as follows:

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (b) 信貸風險(續)

##### (ii) 其他金融資產(不包括應收貿易賬款及合約資產)

其他金融資產包括其他應收賬款、應收貸款、按公允價值計量且其變動計入其他綜合收益之債務工具及應收關聯方款項。

本集團對其他應收賬款使用三個類別反映其信貸風險及釐定各類別的預期信貸損失撥備的方式。本集團按其信貸風險及時地就預期信貸損失適當計提撥備。在計算預期信貸損失率時，本集團會考慮歷史虧損率以及前瞻性的宏觀經濟數據。本集團的預期信貸損失模型基於的假設總結如下：



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (b) Credit risk (continued)

##### (ii) Other financial assets (excluding trade receivables and contract assets) (continued)

Category	Group definition of category	Basis for recognition of expected credit loss provision 確認預期信貸損失撥備的基準	Expected credit loss rate 預期信貸損失率
類別	集團對各類別的定義		
Stage one	Customers have a low risk of default and a strong capacity to meet contractual cash flows	12 months expected credit losses. Where the expected lifetime of an asset is less than 12 months, expected losses are measured at its expected lifetime	0%–5%
第一階段	客戶違約風險很低且有很強的能力履行合約現金流	未來12個月的預期信貸損失。對於預期整個存續期少於12個月的資產，預期損失按整個存續期計量	0%–5%
Stage two	Receivables for which there is a significant increase in credit risk since initial recognition	Lifetime expected credit losses	5%–30%
第二階段	自首次確認起信貸風險顯著增加的應收賬款	整個存續期內的預期信貸損失	5%–30%
Stage three	Receivables for which there is credit loss since initial recognition	Lifetime expected credit losses	30%–100%
第三階段	自首次確認起產生信貸損失的應收賬款	整個存續期內的預期信貸損失	30%–100%

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (b) 信貸風險(續)

##### (ii) 其他金融資產(不包括應收貿易賬款及合約資產)(續)

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (b) Credit risk (continued)

##### (ii) Other financial assets (excluding trade receivables and contract assets) (continued)

As at 31 December 2020, the Group provided for expected credit loss provision against other financial assets as follows:

31 December 2020		Expected loss rate	Gross carrying amount	Expected credit loss provision	Carrying amount (net of impairment provision)
2020年12月31日		預期損失率	總賬面值 RMB'000 人民幣千元	預期信貸 損失撥備 RMB'000 人民幣千元	賬面值(扣除 減值撥備) RMB'000 人民幣千元
Other receivables	其他應收賬款	28.44%	638,864	(181,718)	457,146
Loan receivables	應收貸款	2.86%	1,567,455	(44,786)	1,522,669
Debt instruments measured at FVOCI	按公允價值計量且其變動計入其他綜合收益之債務工具	0.00%	63,197	–	63,197
Amounts due from related parties	應收關聯方款項	0.00%	277,528	–	277,528
			2,547,044	(226,504)	2,320,540

As at 31 December 2019, the Group provided for expected credit loss provision against other financial assets as follows:

31 December 2019		Expected loss rate	Gross carrying amount	Expected credit loss provision	Carrying amount (net of impairment provision)
2019年12月31日		預期損失率	總賬面值 RMB'000 人民幣千元	預期信貸 損失撥備 RMB'000 人民幣千元	賬面值(扣除 減值撥備) RMB'000 人民幣千元
Other receivables	其他應收賬款	37.23%	533,434	(198,621)	334,813
Loan receivables	應收貸款	3.56%	1,258,791	(44,791)	1,214,000
Debt instruments measured at FVOCI	按公允價值計量且其變動計入其他綜合收益之債務工具	0.00%	95,471	–	95,471
Amounts due from related parties	應收關聯方款項	0.00%	127,544	–	127,544
			2,015,240	(243,412)	1,771,828

##### (ii) 其他金融資產(不包括應收貿易賬款及合約資產)(續)

於2020年12月31日，本集團就其他金融資產的預期信貸損失撥備計提如下：

於2019年12月31日，本集團就其他金融資產的預期信貸損失撥備計提如下：

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (c) Liquidity risk

The liquidity risk of the Group is controlled by maintaining sufficient cash and cash equivalents, together with adequate banking facilities.

The table below analyses the Group's financial liabilities 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.

		Less than 1 year 1年內	Between 1 and 2 years 1至2年	Between 2 and 5 years 2至5年	Over 5 years 5年以上	Total 合計
<b>At 31 December 2020</b>	<b>於2020年12月31日</b>					
Borrowings	借款	8,404,010	2,562,948	267,000	47,000	11,280,958
Interests payable on borrowings (i)	借款應付利息(i)	227,839	82,879	16,857	6,575	334,150
Trade payables	應付貿易賬款	7,081,366	–	–	–	7,081,366
Other payables	其他應付賬款	2,204,373	–	–	–	2,204,373
Amounts due to related parties	應付關聯方款項	120,173	–	–	–	120,173
Lease liabilities	租賃負債	17,854	10,643	22,970	72,132	123,599
Derivative financial instruments	衍生金融工具	4,102	–	–	–	4,102
		18,059,717	2,656,470	306,827	125,707	21,148,721

### 3. 財務風險管理(續)

#### 3.1 財務風險因素(續)

##### (c) 流動資金風險

本集團的流動資金風險透過維持充足現金及現金等價物，以及足夠銀行信貸額度控制。

下表是本集團金融負債的分析。按結算日至合約到期日的剩餘期限，將金融負債分到相關的期限組別。表中披露的金額是約定的未折現現金流量。對於12個月內到期的餘額，因折現影響不大，該等餘額等於其賬面餘額。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.1 Financial risk factors (continued)

##### (c) Liquidity risk (continued)

		Less than 1 year 1年內	Between 1 and 2 years 1至2年	Between 2 and 5 years 2至5年	Over 5 years 5年以上	Total 合計
<b>At 31 December 2019</b>	<b>於2019年12月31日</b>					
Borrowings	借款	4,579,905	533,127	728,572	57,000	5,898,604
Interests payable on borrowings (i)	借款應付利息 (i)	144,794	45,117	35,466	10,156	235,533
Trade payables	應付貿易賬款	5,048,774	—	—	—	5,048,774
Other payables	其他應付賬款	1,926,528	—	—	—	1,926,528
Amounts due to related parties	應付關聯方款項	48,047	—	—	—	48,047
Lease liability	租賃負債	15,155	13,761	15,858	61,042	105,816
Derivative financial instruments	衍生金融工具	16,859	—	—	—	16,859
		11,780,062	592,005	779,896	128,198	13,280,161

(i) The interest on borrowings is calculated based on borrowings held as at 31 December 2020 and 2019 without taking into account extension or refinancing of the borrowings in future. Floating-rate interest is estimated using current interest rate as at 31 December 2020 and 2019 respectively.

(i) 借款利息按2020年及2019年12月31日持有的借款計算，不考慮未來延期或重新籌集借款。浮動利率分別按2020年及2019年12月31日的當時利率估算。

#### 3.2 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 benefits for other stakeholders 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.

#### 3.2 資金風險管理

本集團的資金管理目標，是保障本集團按持續經營基準繼續營運之能力，以為股東帶來回報，同時兼顧其他權益持有者的利益，並維持最佳的資本結構以減低資金成本。

為維持或調整資本結構，本集團可能會調整支付予股東的股息金額、向股東發還資本、發行新股或出售資產以減低債務。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.2 Capital risk management (continued)

The Group monitors capital on the basis of the debt-to-capital ratio. This ratio is calculated as total debt divided by the total capital. Total debt includes current and non-current borrowings, lease liabilities and loans from related parties. Total capital includes non-current borrowings, non-current lease liabilities and equity attributable to owners of the Company.

		2020	2019
Total debt	債項總額	11,448,638	6,041,455
Total capital	總資本	23,635,051	20,911,041
Debt-to-capital ratio	債項與資本比率	48.44%	28.89%

#### 3.3 Fair value estimation

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

### 3. 財務風險管理(續)

#### 3.2 資金風險管理(續)

本集團是根據債項與資本比率監察資本狀況。該比率為債項總額除以總資本。債項總額包括流動及非流動借款、租賃負債及關聯方貸款。總資本包括非流動借款、非流動租賃負債及歸屬於本公司權益持有者的權益。

#### 3.3 公允價值估計

下表透過估值法分析按公允價值計量的金融工具。不同級別界定如下：

- 相同資產或負債的活躍市場報價(未經調整)(第1級)。
- 除包含於第1級的報價外，資產或負債的可觀察直接(即價格)或間接(即源自價格者)的輸入資料(第2級)。
- 並非根據可觀察市場資料而釐定的資產或負債的輸入資料(即不可觀察的輸入資料)(第3級)。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.3 Fair value estimation (continued)

The following table presents the Group's assets and liabilities that are measured at fair value as at 31 December 2020 and 31 December 2019.

### 3. 財務風險管理(續)

#### 3.3 公允價值估計(續)

下表呈列本集團於2020年12月31日及2019年12月31日按公允價值計量的資產及負債。

		Level 1 第1級	Level 2 第2級	Level 3 第3級	Total 合計
<b>At 31 December 2020</b>	<b>於2020年12月31日</b>				
<b>Assets</b>	<b>資產</b>				
Financial assets at fair value through profit or loss (Note 16)	按公允價值計量且其變動計入損益表之金融資產(附註16)				
— Money market funds	— 貨幣市場基金	815,082	—	—	815,082
— Financial investment products	— 金融投資產品	—	—	915,414	915,414
— Bond market funds	— 債券市場基金	903,382	—	—	903,382
— Investment funds	— 投資基金	107,348	—	490,678	598,026
— Listed equity interests	— 上市股權權益	315,013	—	—	315,013
— Listed bond investments	— 上市債券投資	1,257,444	—	—	1,257,444
Financial assets at fair value through other comprehensive income (Note 15)	按公允價值計量且其變動計入其他綜合收益之金融資產(附註15)				
— Debt securities	— 債務證券	63,197	—	—	63,197
— Equity investments	— 股權投資	—	—	329,424	329,424
Structured bank deposits (Note 23)	結構性銀行存款(附註23)	—	1,520,000	—	1,520,000
Notes receivable — bank acceptance notes (Note 21)	應收票據 — 銀行承兌匯票(附註21)	—	—	1,930,903	1,930,903
		<b>3,461,466</b>	<b>1,520,000</b>	<b>3,666,419</b>	<b>8,647,885</b>
<b>Liabilities</b>	<b>負債</b>				
Derivative financial instruments	衍生金融工具				
— Trading derivatives	— 買賣衍生工具	1,394	2,708	—	4,102

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

### 3. 財務風險管理(續)

#### 3.3 Fair value estimation (continued)

#### 3.3 公允價值估計(續)

		Level 1 第1級	Level 2 第2級	Level 3 第3級	Total 合計
<b>At 31 December 2019</b>	<b>於2019年12月31日</b>				
<b>Assets</b>	<b>資產</b>				
Financial assets at fair value through profit or loss (Note 16)	按公允價值計量且其變動計入損益表之金融資產(附註16)				
— Money market funds	— 貨幣市場基金	897,667	—	—	897,667
— Financial investment products	— 金融投資產品	—	—	840,687	840,687
— Bond market funds	— 債券市場基金	135,359	—	206,669	342,028
— Investment funds	— 投資基金	101,601	—	431,033	532,634
— Listed equity interests	— 上市股權權益	400,259	—	—	400,259
— Listed bond investments	— 上市債券投資	546,123	—	—	546,123
Financial assets at fair value through other comprehensive income (Note 15)	按公允價值計量且其變動計入其他綜合收益之金融資產(附註15)				
— Debt securities	— 債務證券	95,471	—	—	95,471
— Equity investments	— 股權投資	327,699	—	327,935	655,634
Structured bank deposits (Note 23)	結構性銀行存款(附註23)	—	900,000	—	900,000
Notes receivable — bank acceptance notes (Note 21)	應收票據 — 銀行承兌匯票(附註21)	—	—	1,517,684	1,517,684
Derivative financial instruments	衍生金融工具				
— Trading derivatives	— 買賣衍生工具	2,513	—	—	2,513
		2,506,692	900,000	3,324,008	6,730,700
<b>Liabilities</b>	<b>負債</b>				
Derivative financial instruments	衍生金融工具				
— Trading derivatives	— 買賣衍生工具	14,606	2,253	—	16,859

For the years ended 31 December 2020 and 2019, there are no transfers among levels of the fair value hierarchy used in measuring the fair value of financial instruments, and also no changes in the classification of financial assets as a result of a change in the purpose or use of those assets.

截至2020年及2019年12月31日止年度，並無用於計量金融工具公允價值的公允價值層級之間的轉移，亦無因該等資產的目的或用途改變而導致金融資產分類的變化。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.3 Fair value estimation (continued)

##### 3.3.1 Fair value measurements using quoted prices (Level 1)

The Group's trading fund investments, classified as level 1 financial assets, are the money market funds acquired from certain financial institution whereby the Group is expecting to earn short-term gains from the funds. The fair values of the trading funds are determined based on the quoted market prices at the balance sheet date.

The Group's bond market fund investments, classified as level 1 financial assets, mainly invest in debentures with fixed and floating interest rates whereby the Group is expecting to sell these assets. The fair values are determined based on the quoted market prices at the balance sheet date.

The Group's investment funds, classified as level 1 financial assets, mainly invest in equity financial instruments with high liquidity whereby the Group is expecting to sell these assets. The fair values are determined based on the quoted market prices at the balance sheet date.

The Group's listed equity interests investments, classified as level 1 financial assets, are shares of companies listed on the Shanghai Stock Exchange, the Shenzhen Stock Exchange, The Stock Exchange of Hong Kong Limited and the New OTC (Over the Counter) Market. The fair values are determined based on the share prices at the balance sheet date.

### 3. 財務風險管理(續)

#### 3.3 公允價值估計(續)

##### 3.3.1 採用報價計量公允價值(第1級)

本集團可交易的基金投資(分類為第1級金融資產)乃向若干金融機構購買的貨幣市場基金，據此，本集團預計自該等基金賺取短期收益。可交易基金的公允價值乃按結算日所報市價釐定。

本集團的債券市場基金投資(分類為第1級金融資產)主要投資於固定及浮動利率的債券，據此，本集團預期將出售該等資產。公允價值乃按結算日所報市價釐定。

本集團的投資基金(分類為第1級金融資產)主要投資於高流通性的股權金融工具，據此本集團預期將出售該等資產。公允價值乃按結算日所報市價釐定。

本集團的上市股權權益投資(分類為第1級金融資產)為於上海證券交易所、深圳證券交易所、香港聯合交易所有限公司及新三板上市的公司股份。公允價值乃按結算日的股價釐定。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.3 Fair value estimation (continued)

##### 3.3.1 Fair value measurements using quoted prices (Level 1) (continued)

The Group's listed bond investments classified as level 1 financial assets, are the corporate bonds issued on the main board of the Shanghai Stock Exchange and the Shenzhen Stock Exchange. The fair values are determined based on the quoted market prices at the balance sheet date.

The Group's debt securities investments, classified as level 1 financial assets, are investments in debentures with fixed annual interest rate ranging from 3.25% to 6.20% and maturity date between June 2021 and June 2022. The fair values are determined based on the quoted market prices at the balance sheet date.

The Group's derivative financial instruments, classified as level 1 financial liabilities, are the ferrosilicon future contracts, the iron ore future contracts and the hot rolled steel coil future contracts entered into by the Group and certain financial institutions. The fair values are determined based on the prices on the Dalian Commodity Exchange, the Shanghai Futures Exchange and the Singapore Futures Exchange at the balance sheet date.

### 3. 財務風險管理(續)

#### 3.3 公允價值估計(續)

##### 3.3.1 採用報價計量公允價值(第1級)(續)

本集團的上市債券投資(分類為第1級金融資產)為於上海證券交易所及深圳證券交易所主板發行的公司債券。公允價值乃按結算日所報市價釐定。

本集團的債權證券投資(分類為第1級金融資產)乃按介乎3.25%至6.20%的固定年利率計息及到期日介乎2021年6月至2022年6月的債券之投資。公允價值乃按結算日所報市價釐定。

本集團的衍生金融工具(分類為第1級金融負債)為本集團與若干金融機構訂立之矽鐵期貨合約、鐵礦石期貨合約及熱軋鋼卷期貨合約。公允價值乃按結算日於大連商品交易所、上海期貨交易所及新加坡期貨交易所的價格釐定。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.3 Fair value estimation (continued)

##### 3.3.2 Valuation techniques used to derive fair values (Level 2)

The Group's structured bank deposits, classified as level 2 financial assets, represent financial instruments placed by the Group to bank in Mainland China for a term within one year. The Group entrust the bank to make investment mainly in financial derivatives related to USD 3 month LIBOR and BFIX EUR/USD. Principals are guaranteed with floating returns. The products cannot be traded until the maturity date but could be early terminated by the issuing bank. The fair values are determined based on LIBOR and BFIX EUR/USD (Note 23).

The Group's derivative financial instruments, classified as level 2 financial liabilities, are the foreign currency forward contracts entered into by the Group and certain financial institutions. The fair values are determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value. The foreign currency forward contracts as at 31 December 2020 comprised contracts with notional principal amounts totalling USD11 million (equivalent to approximately RMB71.77 million).

##### 3.3.3 Fair value measurements using significant unobservable inputs (Level 3)

The Group's financial investment products, classified as level 3 financial assets are issued by banks and trusts. Buyers of these products entrust the banks, trusts and securities to make investment. The products issued by banks mainly invest in money market and bond market. The ones issued by trusts mainly invest in bond and income right market. Principals and returns of such products are not guaranteed. These products cannot be traded but could be early terminated by the issuing parties. The fair values are determined using discounted cash flow model, the main inputs are the expected yield rates which are an unobservable data.

### 3. 財務風險管理(續)

#### 3.3 公允價值估計(續)

##### 3.3.2 用於計算公允價值之估值技巧(第2級)

本集團的結構性銀行存款(分類為第2級金融資產)為本集團在中國大陸銀行所存放的一年期以內之金融工具。本集團委託銀行於有關3個月美元倫敦銀行同業拆借利率及彭博BFIX歐元/美元的金融衍生工具作出投資。本金以浮動收益作擔保。該等產品直至到期日前不可買賣，但發行銀行可提早終止。公允價值乃基於倫敦銀行同業拆借利率及彭博BFIX歐元/美元釐定(附註23)。

本集團的衍生金融工具(分類為第2級金融負債)為本集團與若干金融機構訂立之外幣遠期合約。公允價值乃使用結算日之遠期外幣匯率釐定，結果值再折現至現值。於2020年12月31日的外幣遠期合約包括名義本金額合共1,100萬美元(相當於約人民幣7,177萬元)的合約。

##### 3.3.3 使用重大不可觀察輸入值之公允價值計量(第3級)

本集團的金融投資產品(分類為第3級金融資產)由銀行及信託發行。該等產品之買方委託銀行、信託及證券進行投資。銀行發行之產品主要投資於貨幣市場及債券市場。信託發行之產品主要投資於債券及收入權利市場。該等產品的本金及回報並無擔保。該等產品不可買賣，但發行方可提早終止。公允價值乃使用貼現現金流模式釐定，主要輸入數據為預期回報率(不可觀察數據)。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 3. FINANCIAL RISK MANAGEMENT (continued)

#### 3.3 Fair value estimation (continued)

##### 3.3.3 Fair value measurements using significant unobservable inputs (Level 3) (continued)

Description	Fair value as at 31 December 2020 於2020年12月31日之公允價值	Valuation technique 估值技巧	Unobservable inputs 不可觀察輸入數據	Range of inputs 輸入數據範圍	Relationship of unobservable inputs to fair value 不可觀察輸入數據與公允價值之關係
Financial investment products 金融投資產品	915,414	Discounted cash flow 貼現現金流	Expected yield rate 預期收益率	2.6%–7.0%	A change in the yield rate by 100 basis points would increase/decrease the fair value by approximately RMB8,734,866 收益率變動100個基點，將使公允價值增加/減少約人民幣8,734,866元
Notes receivable – bank acceptance notes 應收票據 – 銀行承兌匯票	1,930,903	Discounted cash flow 貼現現金流	Expected discount interest rates 預期貼現利率	2.78%–3.25%	A change in the discount interest rate by 100 basis points would increase/decrease the fair value by approximately RMB18,743,901 貼現利率變動100個基點，將使公允價值增加/減少約人民幣18,743,901元

The Group's other financial assets, including investment funds and equity investments are mainly related to debt and equity assets. These investments do not have any quoted market price in an active market. The fair values are determined using valuation technique, including discounted cash flow model and comparable market multiples. The main unobservable inputs are the risk-adjusted discount rate, earnings growth factor, price-earnings ratio, price-book ratio, volatility, lack of marketability discount and etc..

本集團的其他金融資產(包括投資基金及股權投資)主要與債務及權益類資產有關。該等投資並無任何活躍市場的市場報價。公允價值乃使用估值技術(包括貼現現金流模式及可比較市場倍數)釐定。主要的不可觀察輸入數據為風險調整後的貼現率、盈利增長因素、市盈率、市帳率、波動性、缺乏市場流通性折讓等。

#### 3.4 Fair value of financial assets and liabilities measured at amortised cost

The fair value of the other financial assets and liabilities of the Group are disclosed in the relevant notes of these financial statements.

### 3. 財務風險管理(續)

#### 3.3 公允價值估計(續)

##### 3.3.3 使用重大不可觀察輸入值之公允價值計量(第3級)(續)

#### 3.4 按攤銷成本計量之金融資產及負債之公允價值

本集團的其他金融資產及負債的公允價值披露於該等財務報表相關附註。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

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

The Group makes judgements, estimates and assumptions concerning the future. The resulting accounting judgements and estimates will, by definition, seldom equal to the related actual results. The judgements, 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 discussed below.

#### (a) Impairment of loans and other receivables

Management assessed the impairment of loans and other receivables based on expected credit losses (“ECL”) methodology. The impairment of individually significant loans and other receivables were assessed on an individual basis based on management’s estimates of discounted future cash flows. Individual insignificant loans and other receivable balances were grouped based on their credit risk characteristics for evaluation. The collective impairment provision was determined by management based on historical loss experience, taking into considerations of forward looking macroeconomic data, industry risk and other circumstances.

#### (b) Current and deferred income taxes

The Group is subject to income taxes in numerous jurisdictions. Significant judgement is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain. The Group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. 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 period in which such determination is made.

### 4. 關鍵會計估計及判斷

估計及判斷會被持續評估，並根據過往經驗和其他因素進行持續評估，包括在有關情況下相信為合理的對未來事件的預期。

本集團對未來作出判斷、估計及假設。所得的會計判斷及估計如其定義，很少會與其實際結果相同。很大風險導致下個財政年度的資產與負債的賬面值作出重大調整的判斷、估計及假設討論如下。

#### (a) 貸款及其他應收賬款之減值

管理層按預期信貸損失(「預期信貸損失」)方法評估貸款及其他應收賬款之減值。個別重大貸款及其他應收賬款的減值乃根據管理層對折現未來現金流量按個別基準評估。個別非重大貸款及其他應收賬款結餘按其信貸風險特徵組合進行評估。管理層根據歷史虧損經驗，並考慮前瞻性的宏觀經濟數據、行業風險及其他情況釐定集體減值撥備。

#### (b) 當期及遞延所得稅

本集團須繳納眾多司法權區的所得稅。於釐定所得稅準備時需作出重要判斷。有許多交易及計算均難以確定最終稅項的釐定。本集團須估計未來會否繳納額外稅項，從而確認對預期稅務審核事宜的責任。倘該等事宜的最終稅務結果與最初記錄的金額不同，有關差異會影響到有關釐定期間的當期及遞延所得稅資產及負債。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (continued)

#### (b) Current and deferred income taxes (continued)

Deferred tax assets relating to certain temporary differences and tax losses are recognised when management considers it to be 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 estimate is changed.

#### (c) Impairment of property, plant and equipment

The Group reviews property, plant and equipment for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable, in accordance with the accounting policy stated in Note 2.10. The recoverable amount of a cash generating unit ("CGU") has been determined based on higher of value-in-use and fair value less costs to sell.

In assessing the recoverability of the property, plant and equipment that had impairment indicators, management identified the relevant CGUs to which these property, plant and equipment belong, and estimated the recoverable amounts of these CGUs based on the higher of their fair value less costs of disposal ("FVLCO") and value in use ("VIU") calculation. Management applied significant judgements in determining the FVLCO and VIU. The key assumption adopted in the calculations of FVLCO was the estimated disposal considerations. The key judgements adopted in the VIU calculation included:

- growth rates to extrapolate revenue and cash flows within and beyond the budget period;
- gross margin; and
- discount rate.

### 4. 關鍵會計估計及判斷(續)

#### (b) 當期及遞延所得稅(續)

當管理層認為將來可能有應課稅溢利以抵扣暫時性差額或可使用稅務虧損時，有關若干暫時性差額及稅務虧損之遞延稅項資產予以確認。當預期與原來估計不同時，差額將影響對這些估計出現變動期間的遞延稅項資產及稅項之確認。

#### (c) 物業、廠房及設備減值

當在任何情況下有事件或變動顯示賬面值可能不會予以收回時，本集團則會根據附註2.10所述的會計政策檢討物業、廠房及設備的減值。一個現金產生單位(「現金產生單位」)的可收回金額已根據使用價值與公允價值減銷售成本兩者的較高者釐定。

於評估具有減值跡象的物業、廠房及設備的可收回性時，管理層確認該等物業、廠房及設備所屬相關現金產生單位及估計該等現金產生單位的可收回金額，其根據其公允價值減出售成本(「公允價值減出售成本」)與使用價值(「使用價值」)之較高者計算。於釐定公允價值減出售成本及使用價值時，管理層應用重大判斷。計算公允價值減出售成本所採納的重要假設為估計出售代價。計算使用價值時所採納的重要判斷包括：

- 於預算期內及超出預算期的推斷收入及現金流量增長率；
- 毛利；及
- 折現率。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (continued)

#### (d) Net realisable value of inventories

Net realisable value of inventories is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. These estimates are based on the current market condition as at the balance sheet date and the historical experience of manufacturing and selling products of similar nature.

#### (e) Estimated impairment of goodwill

The Group tests annually whether goodwill has suffered any impairment in accordance with the accounting policy as stated in Note 2.10. The recoverable amounts of CGU have been determined based on VIU calculations. These calculations require the use of estimates (Note 9).

### 4. 關鍵會計估計及判斷(續)

#### (d) 存貨可變現淨值

存貨可變現淨值為日常業務過程中的估計售價減估計完成成本及銷售開支。該等估計乃根據於結算日的現時市況及製造和出售類似性質產品之過往經驗而作出。

#### (e) 估計商譽減值

本集團根據附註2.10所述會計政策，每年測試商譽是否有任何減值。現金產生單位的可收回金額乃根據使用價值計算而釐定。該等計算需要使用估計(附註9)。

### 5. SALES AND SEGMENT INFORMATION

#### (a) Sales

The Group is principally engaged in the manufacture and sale of iron and steel products, trading of steel products and iron ore and real estate business. Sales recognised for the years ended 31 December 2020 and 2019 were as follows:

### 5. 銷售額及分部資料

#### (a) 銷售額

本集團主要從事製造及銷售鋼鐵產品、鋼鐵產品及鐵礦石貿易以及房地產業務。截至2020年及2019年12月31日止年度已確認的銷售額如下：

		2020	2019
Sales	銷售額		
— H-section steel products	— H型鋼產品	10,647,249	12,084,633
— Iron ore	— 鐵礦石	10,013,542	10,986,474
— Billets	— 鋼坯	5,600,069	1,707,982
— Strips and strip products	— 帶鋼及帶鋼類產品	4,117,099	8,069,055
— Rebar	— 螺紋鋼	3,184,364	4,539,062
— Sheet piling	— 鋼板樁	3,018,556	2,863,994
— Cold rolled sheets and galvanised sheets	— 冷軋板及鍍鋅板	1,296,479	1,360,682
— Real estate	— 房地產	50,637	104,549
— Others	— 其他	1,221,629	1,297,793
		<b>39,149,624</b>	<b>43,014,224</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 5. SALES AND SEGMENT INFORMATION (continued)

#### (b) Segment information

The chief operating decision-maker has been identified as the management committee, which comprises all executive directors and top management. The chief operating decision-maker reviews the Group's internal reporting in order to assess performance and allocate resources.

Based on these reports, the chief operating decision-maker considers the business from a business perspective. From a business perspective, the chief operating decision-maker assesses the performance of the iron and steel and the real estate segments.

- (i) Iron and steel — Manufacture and sales of iron and steel products and trading of steel products and iron ore; and
- (ii) Real estate — Development and sales of properties.

The chief operating decision-maker assesses the performance of the operating segments based on a measure of revenue and operating profit. This measurement is consistent with that in the annual financial statements.

### 5. 銷售額及分部資料 (續)

#### (b) 分部資料

首席營運決策人已獲確認為包括所有執行董事及最高管理層的管理委員會。首席營運決策人審閱本集團的內部報告以作評估業績表現及分配資源。

根據該等報告，首席營運決策人從商業角度考慮業務。從商業角度，首席營運決策人評估鋼鐵及房地產分部表現。

- (i) 鋼鐵 — 製造及銷售鋼鐵產品以及鋼鐵產品及鐵礦石貿易；及
- (ii) 房地產 — 開發及銷售物業。

首席營運決策人根據計量收入及經營溢利評估經營分部表現。該計量與年度財務報表一致。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 5. SALES AND SEGMENT INFORMATION

(continued)

#### (b) Segment information (continued)

The segment information provided to the chief operating decision-maker for the reportable segments for the year was as follows:

### 5. 銷售額及分部資料

(續)

#### (b) 分部資料(續)

就年內報告分部提供予首席營運決策人的分部資料呈列如下：

		Year ended 31 December 2020		
		截至2020年12月31日止年度		
		Iron and steel 鋼鐵	Real estate 房地產	Total 合計
<b>Revenue</b>	收入	<b>39,098,987</b>	<b>50,637</b>	<b>39,149,624</b>
<b>Segment results:</b>	分部業績：			
<b>Operating profit</b>	經營溢利	<b>1,917,899</b>	<b>4,650</b>	<b>1,922,549</b>
Finance income/(cost) — net	財務收入／(成本) — 淨額	<b>(55,832)</b>	<b>45,544</b>	<b>(10,288)</b>
Share of results of associates and a joint venture	應佔聯營公司及一間合營企業業績	<b>(1,341)</b>	<b>—</b>	<b>(1,341)</b>
Profit before income tax	除所得稅前溢利			<b>1,910,920</b>
Income tax expense	所得稅費用			<b>(289,993)</b>
<b>Profit for the year</b>	年度溢利			<b>1,620,927</b>
<b>Other profit or loss items</b>	其他損益項目			
Depreciation and amortisation	折舊及攤銷	<b>1,154,938</b>	<b>1,653</b>	<b>1,156,591</b>
<b>Capital expenditure</b>	資本開支	<b>4,700,735</b>	<b>266</b>	<b>4,701,001</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 5. SALES AND SEGMENT INFORMATION (continued)

#### (b) Segment information (continued)

<b>Revenue</b>	收入	42,909,675	104,549	43,014,224
<b>Segment results:</b>	分部業績：			
<b>Operating profit</b>	經營溢利	4,066,976	16,696	4,083,672
Finance costs — net	財務成本 — 淨額	(64,042)	(5,540)	(69,582)
Share of results of associates and a joint venture	應佔聯營公司及一間合營企業業績	50,704	—	50,704
Profit before income tax	除所得稅前溢利			4,064,794
Income tax expense	所得稅費用			(797,869)
<b>Profit for the year</b>	年度溢利			3,266,925
<b>Other profit or loss items</b>	其他損益項目			
Depreciation and amortisation	折舊及攤銷	1,195,399	1,492	1,196,891
<b>Capital expenditure</b>	資本開支	4,293,022	452	4,293,474

Segment assets are those operating assets that are employed by a segment in its operating activities. Segment assets are determined after deducting related allowance that is reported as direct offsets in the balance sheet. Segment assets consist primarily of property, plant and equipment, right-of-use assets, investment properties, intangible assets, investment in associates and a joint venture, loan receivables, properties under development and held for sale, prepayments, deposits and other receivables, inventories, trade receivables, contract assets, amounts due from related parties, notes receivable, restricted bank balances and cash and cash equivalents.

Segment liabilities are those operating liabilities that result from the operating activities of a segment. Segment liabilities consist primarily of deferred revenue, amounts due to related parties, trade payables, contract liabilities, accruals and other current liabilities and lease liabilities.

### 5. 銷售額及分部資料 (續)

#### (b) 分部資料(續)

Year ended 31 December 2019  
截至2019年12月31日止年度

	Iron and steel 鋼鐵	Real estate 房地產	Total 合計
<b>Revenue</b>	42,909,675	104,549	43,014,224
<b>Segment results:</b>			
<b>Operating profit</b>	4,066,976	16,696	4,083,672
Finance costs — net	(64,042)	(5,540)	(69,582)
Share of results of associates and a joint venture	50,704	—	50,704
Profit before income tax			4,064,794
Income tax expense			(797,869)
<b>Profit for the year</b>			3,266,925
<b>Other profit or loss items</b>			
Depreciation and amortisation	1,195,399	1,492	1,196,891
<b>Capital expenditure</b>	4,293,022	452	4,293,474

分部資產乃分部用於其經營活動的經營資產。分部資產扣除以資產負債表中直接抵銷呈報的相關撥備後釐定。分部資產主要包括物業、廠房及設備、使用權資產、投資物業、無形資產、於聯營公司及一間合營企業之投資、應收貸款、發展中及持作出售物業、預付款項、按金及其他應收賬款、存貨、應收貿易賬款、合約資產、應收關聯方款項、應收票據、受限制銀行結餘及現金及現金等價物。

分部負債乃分部的經營活動所導致的經營負債。分部負債主要包括遞延收入、應付關聯方款項、應付貿易賬款、合約負債、預提費用及其他流動負債及租賃負債。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 5. SALES AND SEGMENT INFORMATION

(continued)

#### (b) Segment information (continued)

The segment assets and liabilities as at 31 December 2020 were as follows:

		Iron and steel 鋼鐵	Real estate 房地產	Elimination 抵銷	Total 合計
<b>Segment assets</b>	<b>分部資產</b>	<b>36,572,211</b>	<b>1,795,092</b>	<b>(922,731)</b>	<b>37,444,572</b>
Segment assets for reportable segments	報告分部的分部資產				37,444,572
<b>Unallocated:</b>	<b>未分配：</b>				
Deferred income tax assets	遞延所得稅資產				306,753
Financial assets at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之金融資產				392,621
Financial assets at fair value through profit or loss	按公允價值計量且其變動計入損益表之金融資產				4,804,361
Structured bank deposits	結構性銀行存款				1,520,000
Prepaid current income tax	預付當期所得稅				55,381
Total assets per balance sheet	資產負債表內的總資產				44,523,688

		Iron and steel 鋼鐵	Real estate 房地產	Elimination 抵銷	Total 合計
<b>Segment liabilities</b>	<b>分部負債</b>	<b>11,445,542</b>	<b>1,129,425</b>	<b>(922,731)</b>	<b>11,652,236</b>
Segment liabilities for reportable segments	報告分部的分部負債				11,652,236
<b>Unallocated:</b>	<b>未分配：</b>				
Current income tax liabilities	當期所得稅負債				311,268
Current borrowings	流動借款				8,404,010
Non-current borrowings	非流動借款				2,876,948
Derivative financial instruments	衍生金融工具				4,102
Dividends payable	應付股息				14,680
Deferred income tax liabilities	遞延所得稅負債				45,136
Total liabilities per balance sheet	資產負債表內的總負債				23,308,380

### 5. 銷售額及分部資料

(續)

#### (b) 分部資料(續)

於2020年12月31日的分部資產及負債如下：

		Iron and steel 鋼鐵	Real estate 房地產	Elimination 抵銷	Total 合計
<b>Segment assets</b>	<b>分部資產</b>	<b>36,572,211</b>	<b>1,795,092</b>	<b>(922,731)</b>	<b>37,444,572</b>
Segment assets for reportable segments	報告分部的分部資產				37,444,572
<b>Unallocated:</b>	<b>未分配：</b>				
Deferred income tax assets	遞延所得稅資產				306,753
Financial assets at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之金融資產				392,621
Financial assets at fair value through profit or loss	按公允價值計量且其變動計入損益表之金融資產				4,804,361
Structured bank deposits	結構性銀行存款				1,520,000
Prepaid current income tax	預付當期所得稅				55,381
Total assets per balance sheet	資產負債表內的總資產				44,523,688

		Iron and steel 鋼鐵	Real estate 房地產	Elimination 抵銷	Total 合計
<b>Segment liabilities</b>	<b>分部負債</b>	<b>11,445,542</b>	<b>1,129,425</b>	<b>(922,731)</b>	<b>11,652,236</b>
Segment liabilities for reportable segments	報告分部的分部負債				11,652,236
<b>Unallocated:</b>	<b>未分配：</b>				
Current income tax liabilities	當期所得稅負債				311,268
Current borrowings	流動借款				8,404,010
Non-current borrowings	非流動借款				2,876,948
Derivative financial instruments	衍生金融工具				4,102
Dividends payable	應付股息				14,680
Deferred income tax liabilities	遞延所得稅負債				45,136
Total liabilities per balance sheet	資產負債表內的總負債				23,308,380

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 5. SALES AND SEGMENT INFORMATION (continued)

#### (b) Segment information (continued)

The segment assets and liabilities as at 31 December 2019 were as follows:

		Iron and steel 鋼鐵	Real estate 房地產	Elimination 抵銷	Total 合計
<b>Segment assets</b>	<b>分部資產</b>	28,153,021	779,713	(354,311)	28,578,423
Segment assets for reportable segments	報告分部的分部資產				28,578,423
<b>Unallocated:</b>	<b>未分配：</b>				
Deferred income tax assets	遞延所得稅資產				278,838
Financial assets at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之金融資產				751,105
Financial assets at fair value through profit or loss	按公允價值計量且其變動計入損益表之金融資產				3,559,398
Derivative financial instruments	衍生金融工具				2,513
Structured bank deposits	結構性銀行存款				2,200,100
Prepaid current income tax	預付當期所得稅				36,864
Total assets per balance sheet	資產負債表內的總資產				35,407,241
		Iron and steel 鋼鐵	Real estate 房地產	Elimination 抵銷	Total 合計
<b>Segment liabilities</b>	<b>分部負債</b>	9,034,917	536,661	(354,311)	9,217,267
Segment liabilities for reportable segments	報告分部的分部負債				9,217,267
<b>Unallocated:</b>	<b>未分配：</b>				
Current income tax liabilities	當期所得稅負債				411,828
Current borrowings	流動借款				4,579,905
Non-current borrowings	非流動借款				1,318,699
Derivative financial instruments	衍生金融工具				16,859
Dividends payable	應付股息				7,041
Deferred income tax liabilities	遞延所得稅負債				32,147
Total liabilities per balance sheet	資產負債表內的總負債				15,583,746

### 5. 銷售額及分部資料 (續)

#### (b) 分部資料(續)

於2019年12月31日的分部資產及負債如下：

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 5. SALES AND SEGMENT INFORMATION

(continued)

#### (c) Assets and liabilities related to contracts with customers

The Group has recognised following assets and liabilities related to contracts with customers:

		2020	2019
Iron and steel	鋼鐵	94,799	—
Total contract assets	合約資產總額	94,799	—

		2020	2019
Iron and steel	鋼鐵	1,585,535	1,432,776
Real estate	房地產	150,109	24,962
Total contract liabilities	合約負債總額	1,735,644	1,457,738

The following table shows how much of the revenue recognised for the years ended 31 December 2020 and 2019 related to carried-forward contract liabilities:

		2020	2019
Iron and steel	鋼鐵	1,432,776	1,541,512
Real estate	房地產	24,962	88,432
Total	總額	1,457,738	1,629,944

### 5. 銷售額及分部資料

(續)

#### (c) 與客戶合約有關的資產和負債

本集團已確認以下與客戶合約有關的資產和負債：

		2020	2019
Iron and steel	鋼鐵	94,799	—
Total contract assets	合約資產總額	94,799	—

		2020	2019
Iron and steel	鋼鐵	1,585,535	1,432,776
Real estate	房地產	150,109	24,962
Total contract liabilities	合約負債總額	1,735,644	1,457,738

下表載列截至2020年及2019年12月31日止年度確認的收入中有多少與結轉合約負債有關：

		2020	2019
Iron and steel	鋼鐵	1,432,776	1,541,512
Real estate	房地產	24,962	88,432
Total	總額	1,457,738	1,629,944



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 6. PROPERTY, PLANT AND EQUIPMENT

### 6. 物業、廠房及設備

		Buildings 樓宇	Machinery 機器設備	Furniture and fixtures 辦公設備	Vehicles 汽車	CIP 在建工程	Total 合計
<b>Year ended 31 December 2020</b>	<b>截至2020年12月31日止年度</b>						
Opening net book amount	年初賬面淨值	2,677,958	4,230,617	36,751	17,810	2,622,918	9,586,054
Addition from acquiring subsidiaries (Note 43)	收購附屬公司添置 (附註43)	167,328	34,771	1,119	2,187	-	205,405
Additions	添置	42,375	135,455	10,123	2,305	1,858,746	2,049,004
Transfer from CIP	在建工程轉入	1,221,134	2,790,334	1,610	-	(4,013,078)	-
Transfer from intangible assets (Note 9), (ii)	無形資產轉入 (附註9) · (ii)	-	892,607	-	-	-	892,607
Transfers to investment properties (Note 8)	轉出至投資物業 (附註8)	(1,475)	-	-	-	-	(1,475)
Disposal of subsidiaries (Note 42)	出售附屬公司(附註42)	-	-	(2,308)	-	-	(2,308)
Disposals (Note 41(c)), (i)	出售(附註41(c)) · (i)	(8,031)	(45,465)	(499)	(2,531)	-	(56,526)
Depreciation (Note 33)	折舊(附註33)	(317,953)	(789,117)	(7,137)	(6,134)	-	(1,120,341)
Closing net book amount	年末賬面淨值	3,781,336	7,249,202	39,659	13,637	468,586	11,552,420
<b>At 31 December 2020</b>	<b>於2020年12月31日</b>						
Cost	成本	5,716,601	15,168,937	157,945	66,469	480,745	21,590,697
Accumulated depreciation	累計折舊	(1,708,500)	(7,330,647)	(114,013)	(49,381)	-	(9,202,541)
Impairment	減值	(226,765)	(589,088)	(4,273)	(3,451)	(12,159)	(835,736)
Net book amount	賬面淨值	3,781,336	7,249,202	39,659	13,637	468,586	11,552,420
		Buildings 樓宇	Machinery 機器設備	Furniture and fixtures 辦公設備	Vehicles 汽車	CIP 在建工程	Total 合計
<b>Year ended 31 December 2019</b>	<b>截至2019年12月31日止年度</b>						
Opening net book amount	年初賬面淨值	2,553,776	4,475,051	36,014	18,449	476,457	7,559,747
Additions	添置	31,546	278,334	8,623	11,492	3,011,724	3,341,719
Transfer from CIP	在建工程轉入	315,709	549,418	136	-	(865,263)	-
Disposal of a subsidiary	出售一間附屬公司	-	-	(14)	(202)	-	(216)
Disposals (Note 41(c))	出售(附註41(c))	(13,591)	(139,366)	(525)	(3,668)	-	(157,150)
Depreciation (Note 33)	折舊(附註33)	(209,482)	(932,820)	(7,483)	(8,261)	-	(1,158,046)
Closing net book amount	年末賬面淨值	2,677,958	4,230,617	36,751	17,810	2,622,918	9,586,054
<b>At 31 December 2019</b>	<b>於2019年12月31日</b>						
Cost	成本	4,655,229	13,562,891	146,353	71,003	2,635,077	21,070,553
Accumulated depreciation	累計折舊	(1,750,506)	(8,743,186)	(105,329)	(49,742)	-	(10,648,763)
Impairment	減值	(226,765)	(589,088)	(4,273)	(3,451)	(12,159)	(835,736)
Net book amount	賬面淨值	2,677,958	4,230,617	36,751	17,810	2,622,918	9,586,054

(i) During the year ended 31 December 2020, the disposals of property, plant and equipment mainly comprised scrapping of certain buildings and machinery as a result of the shut-down of capacity replacement.

(ii) 於截至2020年12月31日止年度內，出售物業、廠房及設備主要包括因關閉因產能置換而報廢的若干樓宇及機器設備。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 6. PROPERTY, PLANT AND EQUIPMENT

(continued)

- (ii) The transfer of intangible assets of approximately RMB893 million to property, plant and equipment during the year ended 31 December 2020 represented the transfer of iron and steel production capacity upon the completion of the Group's equipment upsizing project. Depreciation will be calculated using the straight-line method to allocate its cost to its residual value over its estimated useful life of machinery.

Depreciation expenses have been charged to the consolidated statement of profit or loss as follows:

		2020	2019
Cost of sales	銷售成本	1,080,921	1,125,326
Administrative expenses	行政費用	39,420	32,720
		<b>1,120,341</b>	<b>1,158,046</b>

As at 31 December 2020, the net book value of property, plant and equipment pledged as security for the Group's borrowings and notes payable issuing amounted to approximately RMB240 million (2019: RMB8 million) (Notes 28, 26).

For the year ended 31 December 2020, borrowing costs amounted to approximately RMB91 million (2019: RMB49 million) were capitalised in the cost of property, plant and equipment at an annual average capitalisation rate of approximately 4.76% (2019: 4.59%). These property, plant and equipment were mainly new blast furnaces and converter furnace under the Group's equipment upsizing projects, which have been completed and put into production as at 31 December 2020.

### 6. 物業、廠房及設備

(續)

- (ii) 於截至2020年12月31日止年度內，轉入物業、廠房及設備的無形資產約人民幣8.93億元，乃指於本集團裝備大型化項目完成時轉撥的鋼鐵產能。折舊將採用直線法計算，在機器設備的估計可使用年限內將其成本分攤至其剩餘價值。

已於合併損益表中扣除的折舊開支如下：

於2020年12月31日，為本集團借款及發行應付票據作抵押之物業、廠房及設備之賬面淨值約人民幣2.40億元(2019年：人民幣800萬元)(附註28、26)。

截至2020年12月31日止年度，借款成本約人民幣9,100萬元(2019年：人民幣4,900萬元)已按年度平均資本化比率約4.76%(2019年：4.59%)資本化為物業、廠房及設備的成本。該等物業、廠房及設備主要為本集團裝備大型化項目下的新高爐及轉爐，其於2020年12月31日已完成並投入生產。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 7. LEASES

#### (a) Amounts recognised in the balance sheet

The balance sheet shows the following amounts relating to leases:

		2020	2019
<b>Right-of-use assets</b>	<b>使用權資產</b>		
Leasehold land and land-use rights (i)	租賃土地及土地使用權 (i)	386,277	255,724
Buildings	樓宇	11,208	22,718
		<b>397,485</b>	<b>278,442</b>
<b>Lease liabilities</b>	<b>租賃負債</b>		
Current	流動	17,854	15,155
Non-current	非流動	76,900	90,661
		<b>94,754</b>	<b>105,816</b>

- (i) The Group has land lease arrangement with Mainland China government. The Group's leasehold land and land use rights are all located in the PRC and of which amounts of approximately RMB289 million (2019: RMB176 million) own land certificates.

As at 31 December 2020, the net book value of leasehold land and land use rights pledged as security for the Group's borrowings and notes payable issuing amounted to approximately RMB24 million (2019: RMB25 million) (Notes 28, 26).

Additions to the right-of-use assets during the year end 31 December 2020 were approximately RMB141,706,000, among which RMB115,125,000 was due to acquisition of subsidiaries.

### 7. 租賃

#### (a) 於資產負債表確認的金額

資產負債表列示下列與租賃有關的金額：

		2020	2019
<b>Right-of-use assets</b>	<b>使用權資產</b>		
Leasehold land and land-use rights (i)	租賃土地及土地使用權 (i)	386,277	255,724
Buildings	樓宇	11,208	22,718
		<b>397,485</b>	<b>278,442</b>
<b>Lease liabilities</b>	<b>租賃負債</b>		
Current	流動	17,854	15,155
Non-current	非流動	76,900	90,661
		<b>94,754</b>	<b>105,816</b>

- (i) 本集團與中國大陸政府訂有土地租賃安排。本集團的租賃土地及土地使用權全部均位於中國，其中約人民幣2.89億元(2019年：人民幣1.76億元)擁有土地證書。

於2020年12月31日，就本集團借款及發行應付票據而質押作抵押之租賃土地及土地使用權賬面淨值約人民幣2,400萬元(2019年：人民幣2,500萬元)(附註28、26)。

截至2020年12月31日止年度，添置使用權資產約人民幣141,706,000元，當中人民幣115,125,000元是由於收購附屬公司。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 7. LEASES (continued)

#### (b) Amounts recognised in the statement of profit or loss

The statement of profit or loss shows the following amounts relating to leases:

### 7. 租賃(續)

#### (b) 於損益表確認的金額

損益表列示下列與租賃有關的金額：

		2020	2019
<b>Depreciation charge of right-of-use assets (Note 33)</b>	<b>使用權資產折舊開支 (附註33)</b>		
Leasehold land and land-use rights	租賃土地及土地使用權	11,153	11,099
Buildings	樓宇	9,822	6,669
		<b>20,975</b>	17,768
Interest expense (Note 35)	利息費用(附註35)	4,653	4,790
Expense relating to short-term leases (Note 33)	與短期租賃有關的費用(附註33)	2,020	8,051

The total cash outflow for leases (including short-term leases) during the year end 31 December 2020 was approximately RMB16,096,000 (2019: approximately RMB22,735,000).

於截至2020年12月31日止年度內，租賃現金流出總額(包括短期租賃)約人民幣16,096,000元(2019年：約人民幣22,735,000元)。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 8. INVESTMENT PROPERTIES

The investment properties are located in the PRC and their net book value are analysed as follows:

### 8. 投資物業

投資物業位於中國，按其賬面淨值分析如下：

#### Year ended 31 December 2020

Opening net book amount  
Transfer from property, plant and equipment  
(Note 6)  
Transfer from completed properties held for sale  
Depreciation (Note 33)  
Disposal  
Closing net book amount

#### At 31 December 2020

Cost  
Accumulated depreciation  
Net book amount

#### Year ended 31 December 2019

Opening net book amount  
Depreciation (Note 33)  
Disposal  
Closing net book amount

#### At 31 December 2019

Cost  
Accumulated depreciation  
Net book amount

#### 截至2020年12月31日止年度

年初賬面淨值 125,667  
物業、廠房及設備轉入  
(附註6) 1,475  
已完成的持作出售物業轉入 384  
折舊(附註33) (7,750)  
出售 (12,336)  
年末賬面淨值 107,440

#### 於2020年12月31日

成本 136,447  
累計折舊 (29,007)  
賬面淨值 107,440

#### 截至2019年12月31日止年度

年初賬面淨值 187,184  
折舊(附註33) (8,608)  
出售 (52,909)  
年末賬面淨值 125,667

#### 於2019年12月31日

成本 149,318  
累計折舊 (23,651)  
賬面淨值 125,667



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 8. INVESTMENT PROPERTIES (continued)

Amounts recognised in consolidated statement of profit or loss for investment properties included:

### 8. 投資物業(續)

於合併損益表內就投資物業確認的金額包括：

		2020	2019
Rental income from operating leases (Note 32)	經營租賃之租金收入 (附註32)	6,719	10,645
Direct operating expenses and depreciation (Note 33)	直接經營開支 及折舊(附註33)	(7,750)	(8,608)
Losses on disposal of investment properties (Note 31)	出售投資物業之虧損(附註31)	(993)	(7,017)
		<b>(2,024)</b>	<b>(4,980)</b>

As at 31 December 2020 and 2019, the Group had no significant contractual obligations for future repairs and maintenance of the investment properties.

於2020年及2019年12月31日，本集團並無就投資物業的日後維修及保養產生重大合約承擔。

As at 31 December 2020, the Directors estimated that the fair value of the investment properties was approximately RMB260.9 million (2019: approximately RMB257.8 million) based on the prices in the active market.

於2020年12月31日，董事們根據在交投活躍市場的價格估計投資物業的公允價值約人民幣2.609億元(2019年：約人民幣2.578億元)。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 9. INTANGIBLE ASSETS

### 9. 無形資產

		Unpatented technology 非專利技術	Patented technology 專利技術	Software 軟件	Production capacity (i) 產能(i)	Goodwill (ii) 商譽(ii)	Customer contracts 客戶合約	Total 合計
<b>Year ended</b>	<b>截至2020年12月31日</b>							
<b>31 December 2020</b>	<b>止年度</b>							
Opening net book amount	年初賬面淨值	30,228	10,805	25,611	892,607	80,295	-	1,039,546
Additions	添置	-	-	10,926	2,614,491	-	-	2,625,417
Addition from acquiring subsidiaries (Note 43)	收購附屬公司添置(附註43)	-	-	571	-	137,667	5,400	143,638
Transfer to property, plant and equipment (Note 6)	轉出至物業、廠房及設備(附註6)	-	-	-	(892,607)	-	-	(892,607)
Disposal of subsidiaries (Note 42)	出售附屬公司(附註42)	(25,190)	(5,719)	(33,920)	-	-	-	(64,829)
Amortisation (Note 33)	攤銷(附註33)	(5,038)	(1,330)	(1,157)	-	-	-	(7,525)
Closing net book amount	年末賬面淨值	-	3,756	2,031	2,614,491	217,962	5,400	2,843,640
<b>At 31 December 2020</b>	<b>於2020年12月31日</b>							
Cost	成本	-	5,000	4,613	2,614,491	225,629	5,400	2,855,133
Accumulated amortisation and impairment	累計攤銷及減值	-	(1,244)	(2,582)	-	(7,667)	-	(11,493)
Net book amount	賬面淨值	-	3,756	2,031	2,614,491	217,962	5,400	2,843,640
<b>Year ended</b>	<b>截至2019年12月31日</b>							
<b>31 December 2019</b>	<b>止年度</b>							
Opening net book amount	年初賬面淨值	40,304	7,406	1,642	-	80,295	-	129,647
Additions	添置	-	5,000	24,761	892,607	-	-	922,368
Amortisation (Note 33)	攤銷(附註33)	(10,076)	(1,601)	(792)	-	-	-	(12,469)
Closing net book amount	年末賬面淨值	30,228	10,805	25,611	892,607	80,295	-	1,039,546
<b>At 31 December 2019</b>	<b>於2019年12月31日</b>							
Cost	成本	80,608	14,000	27,430	892,607	87,962	-	1,102,607
Accumulated amortisation and impairment	累計攤銷及減值	(50,380)	(3,195)	(1,819)	-	(7,667)	-	(63,061)
Net book amount	賬面淨值	30,228	10,805	25,611	892,607	80,295	-	1,039,546

(i) The additions of production capacity during the year ended 31 December 2020 comprised the acquired iron and steel production capacity for supplementing the Group's business expansion.

(i) 於截至2020年12月31日止年度內添置產能包括為配合本集團的業務擴充而收購的鋼鐵產能。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 9. INTANGIBLE ASSETS (continued)

#### (ii) Impairment test for goodwill

Management reviews the business performance based on a measure of operating results. Goodwill is monitored by the management at the level of the operating segment identified in Note 5. The following is a summary of goodwill for iron and steel:

		2020	2019
Iron and steel	鋼鐵	217,962	80,295

The recoverable amount of a CGU is determined based on VIU calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated below. The growth rate does not exceed the long-term average growth rate for the business in which the CGU operates.

For the CGU, the key assumptions, long term growth rate and discount rate used in the VIU calculations are as follows:

### 9. 無形資產(續)

#### (ii) 商譽的減值測試

管理層根據經營業績的計量檢討業務表現。商譽由管理層在附註5識別的經營分部層面進行監察。以下為鋼鐵的商譽概要：

現金產生單位的可收回金額乃根據使用價值計算釐定。該等計算採用根據管理層批准的五年期財務預算作出的稅前現金流量預測。五年期以後的現金流量使用下述估計增長率進行推算。該增長率不超過現金產生單位所經營業務的長期平均增長率。

就現金產生單位而言，使用價值計算所使用的主要假設、長期增長率及折現率如下：

		Iron and steel 鋼鐵
Sales volume (% annual growth rate)	銷售量(年增長率百分比)	3.0%–29.6%
Sales price (% annual growth rate)	售價(年增長率百分比)	1.0%–5.0%
Gross margin (% of revenue)	毛利率(佔收入百分比)	3.0%–23.3%
Long term growth rate	長期增長率	3.0%–6.7%
Pre-tax discount rate	稅前折現率	11.5%

These assumptions have been used for the analysis of CGU within the operating segment.

Sales volume is the average annual growth rate over the five-year forecast period. It is based on past performance and management's expectations of market development.

該等假設已用以分析經營分部內的現金產生單位。

銷售量為五年預測期內的平均年增長率。其基於過往表現及管理層對市場發展的預期得出。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 9. INTANGIBLE ASSETS (continued)

#### (ii) Impairment test for goodwill (continued)

Sales price is the average annual growth rate over the five-year forecast period. It is based on current industry trends and includes long term inflation forecasts for each territory.

Gross margin is the average margin as a percentage of revenue over the five-year forecast period. It is based on the current sales margin levels and sales mix, with adjustments made to reflect the expected future price rises in iron ore and coke, key raw materials, which management does not expect to be able to pass on to customers through price increases.

The long term growth rates used are post-tax and reflect specific risks relating to the relevant operating segment.

As at 31 December 2020, the directors of the Company determined that there was no impairment of goodwill.

### 9. 無形資產(續)

#### (ii) 商譽的減值測試(續)

銷售價為五年預測期內的平均年增長率。其基於當前的行業趨勢得出，並包括每個地區的長期通脹預測。

毛利率為五年預測期內平均利潤佔收入的百分比。其基於目前的銷售利潤水平及銷售組合得出，並作出調整以反映鐵礦石及焦炭(主要原材料)的預期未來價格上漲，而管理層預期無法通過提價將其轉嫁予客戶。

所使用的長期增長率為稅後增長率，並反映與相關經營分部有關的特定風險。

於2020年12月31日，本公司董事確定商譽並無減值。

### 10. SUBSIDIARIES

As at 31 December 2020, the Company had direct and indirect interests in the following subsidiaries:

### 10. 附屬公司

於2020年12月31日，本公司於下列附屬公司擁有直接及間接權益：

Name	Place of incorporation/ business and date of incorporation 成立/業務地點及 註冊日期	Legal status 法定主體類別	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities 主要業務
名稱						
Gold Genesis Development Limited ("Gold Genesis")	British Virgin Islands ("BVI")/Hong Kong 21 February 2003	Limited liability company	100% (Directly held)	US\$1	US\$50,000	Investment holding
Gold Genesis Development Limited ("Gold Genesis")	英屬維爾京群島 (「英屬維爾京 群島」)/香港 2003年2月21日	有限責任公司	100% (直接持有)	1美元	50,000美元	投資控股
Good Lucky Enterprises Limited ("Good Lucky")	BVI/Hong Kong 21 February 2003	Limited liability company	100% (Directly held)	US\$1	US\$50,000	Investment holding
Good Lucky Enterprises Limited ("Good Lucky")	英屬維爾京群島/香港 2003年2月21日	有限責任公司	100% (直接持有)	1美元	50,000美元	投資控股

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 10. SUBSIDIARIES (continued)

### 10. 附屬公司(續)

Name	Place of incorporation/ business and date of incorporation 成立/業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱		法定主體類別				主要業務
First Glory Services Limited ("First Glory")	BVI/Hong Kong 16 October 2003	Limited liability company	100% (Directly held)	US\$2	US\$50,000	Investment holding
First Glory Services Limited ("First Glory")	英屬維爾京群島/香港 2003年10月16日	有限責任公司	100% (直接持有)	2美元	50,000美元	投資控股
Accordpower Investments Limited ("Accordpower")	BVI/Hong Kong 30 November 2004	Limited liability company	100% (Directly held)	US\$2	US\$50,000	Investment holding
致威投資有限公司("致威")	英屬維爾京群島/香港 2004年11月30日	有限責任公司	100% (直接持有)	2美元	50,000美元	投資控股
Fullhero Investments Limited ("Fullhero")	BVI/Hong Kong 3 May 2005	Limited liability company	100% (Directly held)	US\$2	US\$50,000	Investment holding
英豐投資有限公司("英豐")	英屬維爾京群島/香港 2005年5月3日	有限責任公司	100% (直接持有)	2美元	50,000美元	投資控股
Hebei Jinxi Iron and Steel Group Company Limited ("Jinxi Limited")	PRC 24 December 1999	Joint stock company with limited liability	97.6% (Indirectly held)	RMB228,640,000	RMB228,640,000	Manufacture and sales of steel products
河北津西鋼鐵集團股份有限公司 ("津西鋼鐵")	中國 1999年12月24日	有限責任公司	97.6% (間接持有)	人民幣228,640,000元	人民幣228,640,000元	生產及銷售鋼鐵產品
Foshan Jin Xi Jin Lan Cold Rolled Sheet Company Limited ("Jinxi Jinlan")	PRC 26 December 2003	Limited liability company	80.28% (Indirectly held)	US\$55,150,000	US\$55,150,000	Manufacture and sales of steel products
佛山津西金蘭冷軋板有限公司 ("津西金蘭")	中國 2003年12月26日	有限責任公司	80.28% (間接持有)	55,150,000美元	55,150,000美元	生產及銷售鋼鐵產品
Oriental Fullhero Leasing Co., Ltd. ("Fullhero Leasing")	PRC 23 September 2005	Limited liability company	100% (Indirectly held)	US\$65,000,000	US\$65,000,000	Leasing and financial leasing
東方英豐租賃有限公司 ("英豐租賃")	中國 2005年9月23日	有限責任公司	100% (間接持有)	65,000,000美元	65,000,000美元	租賃及融資租賃
Hebei Jinxi Section Steel Company Limited ("Jinxi Section Steel")	PRC 30 May 2008	Limited liability company	97.6% (Indirectly held)	RMB350,000,000	RMB350,000,000	Manufacture and sales of steel products
河北津西型鋼有限公司 ("津西型鋼")	中國 2008年5月30日	有限責任公司	97.6% (間接持有)	人民幣350,000,000元	人民幣350,000,000元	生產及銷售鋼鐵產品



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 10. SUBSIDIARIES (continued)

### 10. 附屬公司(續)

Name	Place of incorporation/ business and date of incorporation 成立／業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱	註冊日期	法定主體類別	權益百分比	繳足股本	法定股本	主要業務
Jinxi Hong Kong Trading Company Limited ("HK Trading") 津西香港進出口有限公司 (「津西香港」)	Hong Kong 27 October 2008 香港 2008年10月27日	Limited liability company 有限責任公司	97.6% (Indirectly held) 97.6% (間接持有)	HK\$38,750,001 38,750,001港元	HK\$80,000,000 80,000,000港元	Import and export of goods 進出口貨物
Suifenghe City Jinyin Trading Co., Ltd. ("Jinyin Trading") 綏芬河市津銀貿易有限公司 (「津銀貿易」)	PRC 24 September 2008 中國 2008年9月24日	Limited liability company 有限責任公司	97.6% (Indirectly held) 97.6% (間接持有)	RMB10,000,000 人民幣10,000,000元	RMB10,000,000 人民幣10,000,000元	Import and export of goods and technology 進出口貨物及技術
Hebei Jinxi Iron and Steel Group Zhengda Iron and Steel Co., Ltd. (「Zhengda Iron and Steel」)	PRC 19 December 2008 中國 2008年12月19日	Limited liability company 有限責任公司	97.6% (Indirectly held) 97.6% (間接持有)	RMB50,000,000 人民幣50,000,000元	RMB50,000,000 人民幣50,000,000元	Manufacture and sales of steel products 生產及銷售鋼鐵產品
Hebei Jinxi Boyuan Real Estate Co., Ltd. (「Boyuan Real Estate」)	PRC 17 December 2009 中國 2009年12月17日	Limited liability company 有限責任公司	97.6% (Indirectly held) 97.6% (間接持有)	RMB40,000,000 人民幣40,000,000元	RMB40,000,000 人民幣40,000,000元	Development and sales of real estate 開發及銷售房地產
Clear Precision Limited (「Clear Precision」)	BVI/Hong Kong 22 July 2010 英屬維爾京群島／香港 2010年7月22日	Limited liability company 有限責任公司	100% (Directly held) 100% (直接持有)	US\$2 2美元	US\$50,000 50,000美元	Investment holding 投資控股
Beijing Jinxi Investment Holding Co., Ltd. ("Beijing Jinxi Investment") 北京津西投資控股有限公司 (「北京津西投資」)	PRC 26 August 2010 中國 2010年8月26日	Limited liability company 有限責任公司	97.6% (Indirectly held) 97.6% (間接持有)	RMB130,000,000 人民幣130,000,000元	RMB130,000,000 人民幣130,000,000元	Investment holding 投資控股

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 10. SUBSIDIARIES (continued)

### 10. 附屬公司(續)

Name	Place of incorporation/ business and date of incorporation 成立/業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱		法定主體類別				主要業務
Oriental Evertrust Finance Leasing Co., Ltd. ("Oriental Evertrust")	PRC 27 September 2010	Limited liability company	98.20% (Indirectly held)	US\$200,000,000	US\$200,000,000	Financial leasing and leasing
東方信遠融資租賃有限公司 ("東方信遠")	中國 2010年9月27日	有限責任公司	98.20% (間接持有)	200,000,000美元	200,000,000美元	融資租賃及租賃
Oriental Green Energy-Saving Environmental Protection Engineering Co., Ltd. ("Oriental Green")	PRC 20 October 2010	Limited liability company	97.6% (Indirectly held)	RMB100,000,000	RMB100,000,000	Environmental protection engineering
東方綠源節能環保工程有限公司 ("東方綠源")	中國 2010年10月20日	有限責任公司	97.6% (間接持有)	人民幣100,000,000元	人民幣100,000,000元	環境保護工程
Hebei Jinshun Energy-Saving Technology Development Co., Ltd. ("Jinshun Energy-Saving")	PRC 17 November 2010	Limited liability company	97.6% (Indirectly held)	RMB100,000,000	RMB100,000,000	Research and development on recycling and energy-saving technology and other recycling business
河北津順節能技術開發有限公司 ("津順節能")	中國 2010年11月17日	有限責任公司	97.6% (間接持有)	人民幣100,000,000元	人民幣100,000,000元	研發循環及節能技術及 其他回收再用業務
Beijing Jinxi Boyuan Real Estate Co., Ltd. ("Beijing Real Estate")	PRC 18 November 2010	Limited liability company	97.6% (Indirectly held)	RMB300,000,000	RMB300,000,000	Development and sales of real estate
北京津西博遠置業有限公司 ("北京房地產")	中國 2010年11月18日	有限責任公司	97.6% (間接持有)	人民幣300,000,000元	人民幣300,000,000元	開發及銷售房地產
China Oriental Singapore Pte. Ltd. ("China Oriental Singapore")	Singapore 29 November 2010	Limited liability company	100% (Indirectly held)	US\$10,000,000	Not applicable	Trading of iron ore and related products
China Oriental Singapore Pte. Ltd. ("China Oriental Singapore")	新加坡 2010年11月29日	有限責任公司	100% (間接持有)	10,000,000美元	不適用	鐵礦石及相關產品貿易
Hebei Jinxi Iron and Steel Group Heavy Industry Science and Technology Co., Limited ("Jinxi Heavy Industry")	PRC 27 November 2003	Limited liability company	99.02% (Indirectly held)	RMB93,098,162	RMB93,098,162	Manufacture and sales of casting products and equipment maintenance
河北津西鋼鐵集團重工科技 有限公司("津西重工")	中國 2003年11月27日	有限責任公司	99.02% (間接持有)	人民幣93,098,162元	人民幣93,098,162元	生產及銷售鑄造產品及 設備保養

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註 (續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 10. SUBSIDIARIES (continued)

### 10. 附屬公司 (續)

Name	Place of incorporation/ business and date of incorporation 成立／業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱	註冊日期	法定主體類別	權益百分比	繳足股本	法定股本	主要業務
Hebei Caofeidian Jinxing Resource Development Co., Ltd. ("Caofeidian Jinxing")	PRC 1 July 2011	Limited liability company	97.6% (Indirectly held)	RMB6,000,000	RMB6,000,000	Motor vehicle scrap and crush demolition solution
河北曹妃甸津興資源開發有限公司 ("曹妃甸津興")	中國 2011年7月1日	有限責任公司	97.6% (間接持有)	人民幣6,000,000元	人民幣6,000,000元	機動車輛報廢和壓碎清理方案
Beijing Jinxi LongXiang Culture Development Co., Ltd. ("LongXiang Culture")	PRC 4 May 2012	Limited liability company	97.6% (Indirectly held)	RMB 10,000,000	RMB10,000,000	Publication
北京津西龍翔文化發展有限公司 ("龍翔文化")	中國 2012年5月4日	有限責任公司	97.6% (間接持有)	人民幣10,000,000元	人民幣10,000,000元	出版業
Tianjin Oriental Huitong Microcredit Co., Ltd. ("Oriental Huitong")	PRC 29 June 2012	Limited liability company	97.8% (Indirectly held)	RMB 100,000,000	RMB100,000,000	Provision of loans
天津東方匯通小額貸款有限公司 ("東方匯通")	中國 2012年6月29日	有限責任公司	97.8% (間接持有)	人民幣100,000,000元	人民幣100,000,000元	提供貸款
Tianjin Juli Trade Co., Ltd. ("Juli Trade")	PRC 25 October 2012	Limited liability company	97.6% (Indirectly held)	RMB 100,000,000	RMB100,000,000	International trading
天津聚利貿易有限公司 ("聚利貿易")	中國 2012年10月25日	有限責任公司	97.6% (間接持有)	人民幣100,000,000元	人民幣100,000,000元	國際貿易
Suzhou Jinxi Boyuan Real Estate Co., Ltd. ("Suzhou Boyuan")	PRC 23 January 2013	Limited liability company	97.6% (Indirectly held)	RMB 80,000,000	RMB80,000,000	Development and sales of real estate
蘇州津西博遠房地產開發有限公司 ("蘇州博遠")	中國 2013年1月23日	有限責任公司	97.6% (間接持有)	人民幣80,000,000元	人民幣80,000,000元	房地產開發及銷售
Beijing Jinxi Boyuan Project Management Co., Ltd. ("Beijing Boyuan Project Management")	PRC 12 July 2013	Limited liability company	97.6% (Indirectly held)	RMB 1,000,000	RMB1,000,000	Construction project management
北京津西博遠項目管理有限公司 ("北京博遠項目管理")	中國 2013年7月12日	有限責任公司	97.6% (間接持有)	人民幣1,000,000元	人民幣1,000,000元	工程項目管理
Tianjin Hainajin International Trade Co., Ltd. ("Tianjin Hainajin")	PRC 20 February 2014	Limited liability company	97.6% (Indirectly held)	RMB100,000,000	RMB100,000,000	International trading
天津海納金國際貿易有限公司 ("天津海納金")	中國 2014年2月20日	有限責任公司	97.6% (間接持有)	人民幣100,000,000元	人民幣100,000,000元	國際貿易

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 10. SUBSIDIARIES (continued)

### 10. 附屬公司(續)

Name	Place of incorporation/ business and date of incorporation 成立/業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱	註冊日期	法定主體類別	權益百分比	已發行及 繳足股本	法定股本	主要業務
Tianjin Hengyuanda Trade Co., Ltd. ("Tianjin Hengyuanda")	PRC 26 March 2014	Limited liability company	97.6% (Indirectly held)	RMB0	RMB10,000,000	Wholesale and retail trade
天津恒遠達貿易有限公司 ("天津恒遠達")	中國 2014年3月26日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣10,000,000元	批發及零售貿易
Suzhou Jinxi Boyun Real Estate Co., Ltd. ("Suzhou Boyun")	PRC 25 April 2014	Limited liability company	97.6% (Indirectly held)	RMB30,000,000	RMB30,000,000	Development and sales of real estate
蘇州津西博運房地產開發有限公司 ("蘇州博運")	中國 2014年4月25日	有限責任公司	97.6% (間接持有)	人民幣30,000,000元	人民幣30,000,000元	房地產開發及銷售
Qianxi Boshun Logistics Co., Ltd. ("Boshun Logistics")	PRC 9 April 2015	Limited liability company	97.6% (Indirectly held)	RMB10,000,000	RMB10,000,000	Logistics
遷西縣博順物流有限公司 ("博順物流")	中國 2015年4月9日	有限責任公司	97.6% (間接持有)	人民幣10,000,000元	人民幣10,000,000元	物流
New Asia Prosperity International Trade Co., Ltd. ("New Asia Prosperity")	PRC 10 June 2015	Limited liability company	97.6% (Indirectly held)	RMB0	RMB100,000,000	International trading
天津新亞熙國際貿易有限公司 ("新亞熙貿易")	中國 2015年6月10日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣100,000,000元	國際貿易
Tianjin Ansai Assets Management Co., Ltd. ("Ansai Asset Management")	PRC 30 September 2015	Limited liability company	97.6% (Indirectly held)	RMB2,000,000	RMB100,000,000	Assets management
天津安塞資產管理有限公司 ("安塞資產管理")	中國 2015年9月30日	有限責任公司	97.6% (間接持有)	人民幣2,000,000元	人民幣100,000,000元	資產管理
Tianjin Jinxi Zhengda Hengxin International Trade Co., Ltd. ("Zhengda Hengxin")	PRC 23 March 2016	Limited liability company	97.6% (Indirectly held)	RMB0	RMB100,000,000	International trading
天津津西正達恒信國際貿易有限公司("正達恒信")	中國 2016年3月23日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣100,000,000元	國際貿易
Tianjin Jinxi Zhiyuan International Trade Co., Ltd. ("Jinxi Zhiyuan")	PRC 23 March 2016	Limited liability company	97.6% (Indirectly held)	RMB0	RMB100,000,000	International trading
天津津西致遠國際貿易有限公司("津西致遠")	中國 2016年3月23日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣100,000,000元	國際貿易

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註 (續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 10. SUBSIDIARIES (continued)

### 10. 附屬公司 (續)

Name	Place of incorporation/ business and date of incorporation 成立/業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱	註冊日期	法定主體類別				主要業務
Tianjin Xinhui Finance Leasing Co., Ltd. ("Tianjin Xinhui") 天津信匯融資租賃有限公司 (「天津信匯」)	PRC 13 April 2016 中國 2016年4月13日	Limited liability company 有限責任公司	98.2% (Indirectly held) 98.2% (間接持有)	RMB1,000,000,000 人民幣1,000,000,000元	RMB1,000,000,000 人民幣1,000,000,000元	Financial leasing and leasing 融資租賃及租賃
Hebei Jinxi International Trade Co., Ltd. ("Hebei Jinxi International Trade") 河北津西國際貿易有限公司 (「河北津西國貿」)	PRC 27 April 2016 中國 2016年4月27日	Limited liability company 有限責任公司	97.6% (Indirectly held) 97.6% (間接持有)	RMB0 人民幣零元	RMB100,000,000 人民幣100,000,000元	International trading 國際貿易
Qianxi County Jinxi Hotel Services Co., Ltd. ("Jinxi Hotel") 遷西縣津西賓館服務有限公司 (「津西賓館」)	PRC 15 July 2016 中國 2016年7月15日	Limited liability company 有限責任公司	97.6% (Indirectly held) 97.6% (間接持有)	RMB1,000,000 人民幣1,000,000元	RMB1,000,000 人民幣1,000,000元	Hotel and catering services 酒店及餐飲服務
Zhongjin Finance Leasing Co., Ltd. (「Zhongjin Leasing」) 中津融資租賃有限公司 (「中津融資」)	PRC 15 December 2016 中國 2016年12月15日	Limited liability company 有限責任公司	98.4% (Indirectly held) 98.4% (間接持有)	RMB3,249,000,000 人民幣3,249,000,000元	RMB1,500,000,000 人民幣1,500,000,000元	Financial leasing and leasing 融資租賃及租賃
Hebei Jinxi Sheet Piling Section Steel Technology Co., Ltd. (「Jinxi Sheet Piling」) 河北津西鋼板樁型鋼科技有限公司 (「津西鋼板樁」)	PRC 3 January 2017 中國 2017年1月3日	Limited liability company 有限責任公司	85.89% (Indirectly held) 85.89% (間接持有)	RMB1,000,000,000 人民幣1,000,000,000元	RMB1,000,000,000 人民幣1,000,000,000元	Manufacture and sales of steel products 生產及銷售鋼鐵產品
China Oriental Investment Pty. Ltd. ("China Oriental Investment") China Oriental Investment Pty. Ltd. (「China Oriental Investment」)	Australia ("AUS") 25 January 2017 澳洲(「澳洲」) 2017年1月25日	Limited liability company 有限責任公司	100% (Indirectly held) 100% (間接持有)	AU\$0 零澳元	Not applicable 不適用	Investment holding 投資控股
Suzhou Jinhaili Commercial Management Co., Ltd. (「Suzhou Jinhaili」) 蘇州金海利商業管理有限公司 (「蘇州金海利」)	PRC 22 December 2017 中國 2017年12月22日	Limited liability company 有限責任公司	97.6% (Indirectly held) 97.6% (間接持有)	RMB0 人民幣零元	RMB5,000,000 人民幣5,000,000元	Commercial management service 商業管理服務



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 10. SUBSIDIARIES (continued)

### 10. 附屬公司(續)

Name	Place of incorporation/ business and date of incorporation 成立/業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱		法定主體類別				主要業務
Hebei Jinxi Cargo Agent Co., Ltd. ("Jinxi Cargo Agent")	PRC 8 June 2018	Limited liability company	97.6% (Indirectly held)	RMB0	RMB10,000,000	International and domestic cargo transit agent
河北津西貨運代理有限公司 ("津西貨運代理")	中國 2018年6月8日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣10,000,000元	國際及本地貨運代理
Ningbo Ruihe Zhihui Investment Co., Ltd. ("Ningbo Ruihe")	PRC 8 November 2018	Limited liability company	97.6% (Indirectly held)	RMB650,500,000	RMB1,000,000,000	Investment and management service
寧波瑞和智慧投資有限公司 ("寧波瑞和")	中國 2018年11月8日	有限責任公司	97.6% (間接持有)	人民幣650,500,000元	人民幣1,000,000,000元	投資及管理服務
Beijing Jinxi SBS Architectural Design Co., Ltd. ("Beijing Jinxi SBS")	PRC 11 January 1999	Limited liability company	60.0% (Indirectly held)	RMB37,500,000	RMB37,500,000	Architectural designing, sales and instalment
北京津西賽博建築設計有限公司 ("北京津西賽博思")	中國 1999年1月11日	有限責任公司	60.0% (間接持有)	人民幣37,500,000元	人民幣37,500,000元	建築設計、銷售及安裝
Suzhou Jinyihua Commercial Management Co., Ltd. ("Suzhou Jinyihua")	PRC 27 March 2018	Limited liability company	97.6% (Indirectly held)	RMB0	RMB1,000,000	Commercial Management service
蘇州金億華商業管理有限公司 ("蘇州金億華")	中國 2018年3月27日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣1,000,000元	商業管理服務
Tianjin Juyingyuan International Trade Co., Ltd. ("Tianjin Juyingyuan")	PRC 9 April 2019	Limited liability company	97.6% (Indirectly held)	RMB0	RMB20,000,000	International trading
天津聚盈源國際貿易有限公司 ("天津聚盈源")	中國 2019年4月9日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣20,000,000元	國際貿易
Tianjin Zhiruiying International Trade Co., Ltd. ("Tianjin Zhiruiying")	PRC 9 April 2019	Limited liability company	97.6% (Indirectly held)	RMB0	RMB100,000,000	International trading
天津致瑞盈國際貿易有限公司 ("天津致瑞盈")	中國 2019年4月9日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣100,000,000元	國際貿易
Tianjin Shengyingxiang International Trade Co., Ltd. ("Tianjin Shengyingxiang")	PRC 9 April 2019	Limited liability company	97.6% (Indirectly held)	RMB0	RMB20,000,000	International trading
天津盛盈祥國際貿易有限公司 ("天津盛盈祥")	中國 2019年4月9日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣20,000,000元	國際貿易

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註 (續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 10. SUBSIDIARIES (continued)

### 10. 附屬公司 (續)

Name	Place of incorporation/ business and date of incorporation 成立／業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱	註冊日期	法定主體類別	本集團應佔 權益百分比	已發行及 繳足股本	法定股本	主要業務
Qianxi County Yingheshun Trade Co., Ltd. ("Qianxi Yingheshun")	PRC 7 May 2019	Limited liability company	97.6% (Indirectly held)	RMB19,000,000	RMB25,000,000	Steel trading
遷西縣盈和順貿易有限公司 ("遷西盈和順")	中國 2019年5月7日	有限責任公司	97.6% (間接持有)	人民幣19,000,000元	人民幣25,000,000元	鋼材貿易
Ningbo Shengyinghui Investment Co., Ltd. ("Ningbo Shengyinghui")	PRC 28 May 2019	Limited liability company	97.6% (Indirectly held)	RMB10,000,000	RMB300,000,000	Investment and management service
寧波盛盈惠利投資有限公司 ("寧波盛盈惠利")	中國 2019年5月28日	有限責任公司	97.6% (間接持有)	人民幣10,000,000元	人民幣300,000,000元	投資及管理服務
Ningbo Juyingruizhi Investment Co., Ltd. ("Ningbo Juyingruizhi")	PRC 28 May 2019	Limited liability company	97.6% (Indirectly held)	RMB10,000	RMB300,000,000	Investment and management service
寧波聚盈瑞智投資有限公司 ("寧波聚盈瑞智")	中國 2019年5月28日	有限責任公司	97.6% (間接持有)	人民幣10,000元	人民幣300,000,000元	投資及管理服務
Zhongjinrong Commercial Factoring Co., Ltd. ("Zhongjinrong Factoring")	PRC 21 June 2019	Limited liability company	98.2% (Indirectly held)	RMB100,000,000	RMB100,000,000	Commercial factoring
中津融商業保理有限公司 ("中津融保理")	中國 2019年6月21日	有限責任公司	98.2% (間接持有)	人民幣100,000,000元	人民幣100,000,000元	商業保理
Hebei Jinxi New Material Technology Co., Ltd. ("Jinxi New Material")	PRC 7 July 2019	Limited liability company	97.6% (Indirectly held)	RMB230,330,489	RMB300,000,000	New material technology and building engineering design service
河北津西新材料科技有限公司 ("津西新材料")	中國 2019年7月7日	有限責任公司	97.6% (間接持有)	人民幣230,330,489元	人民幣300,000,000元	新材料技術及樓宇工程 設計服務
Beijing Jinxi Lvjian Technology Industrial Group Co., Ltd. ("Beijing Jinxi Lvjian")	PRC 17 July 2019	Limited liability company	97.6% (Indirectly held)	RMB606,330,489	RMB700,000,000	Technology promotion and engineering design service
北京津西綠建科技產業集團 有限公司("北京津西綠建")	中國 2019年7月17日	有限責任公司	97.6% (間接持有)	人民幣606,330,489元	人民幣700,000,000元	技術升級及工程設計服務
Fangchenggang Jinxi Section Steel Technology Co., Ltd. ("Fangchenggang Jinxi")	PRC 3 September 2019	Limited liability company	97.6% (Indirectly held)	RMB3,233,560,000	RMB6,000,000,000	Manufacture and sales of steel products
防城港津西型鋼科技有限公司 ("防城港津西")	中國 2019年9月3日	有限責任公司	97.6% (間接持有)	人民幣3,233,560,000元	人民幣6,000,000,000元	製造及銷售鋼鐵產品

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 10. SUBSIDIARIES (continued)

### 10. 附屬公司(續)

Name	Place of incorporation/ business and date of incorporation 成立/業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities 主要業務
Suzhou Jinyuan Commercial Consulting Limited Partnership ("Suzhou Jinyuan")	PRC 23 September 2019	Limited partnership	64.64% (Indirectly held)	RMB0	RMB300,000	Commercial consulting
蘇州津遠商業諮詢合夥企業 (有限合夥)(「蘇州津遠」)	中國 2019年9月23日	有限合夥	64.64% (間接持有)	人民幣零元	人民幣300,000元	商業諮詢
Hebei Jinxi Jingwan Real Estate Co., Ltd. ("Jinxi Jingwan")	PRC 26 September 2019	Limited liability company	97.6% (Indirectly held)	RMB60,000,000	RMB60,000,000	Development and sales of real estate
河北津西景灣房地產開發 有限公司(「津西景灣」)	中國 2019年9月26日	有限責任公司	97.6% (間接持有)	人民幣60,000,000元	人民幣60,000,000元	開發及銷售房地產
Jinxi Lvjian Technology Tianjing Co., Ltd. ("Jinxi Lvjian Technology")	PRC 12 November 2019	Limited liability company	97.6% (Indirectly held)	RMB20,000,000	RMB100,000,000	Engineering design and technology promotion service
津西綠建科技(天津)有限公司 (「津西綠建科技」)	中國 2019年11月12日	有限責任公司	97.6% (間接持有)	人民幣20,000,000元	人民幣100,000,000元	工程設計及技術升級服務
Guangxi Jinxi Boyuan Real Estate Co., Ltd. ("Guangxi Boyuan")	PRC 12 December 2019	Limited liability company	97.6% (Indirectly held)	RMB0	RMB20,000,000	Development and sales of real estate
廣西津西博遠房地產開發 有限公司(「廣西博遠」)	中國 2019年12月12日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣20,000,000元	開發及銷售房地產
Rizhao Shengyingrui Management Consulting Limited Partnership ("Rizhao Shengyingrui")	PRC 18 December 2019	Limited partnership	97.6% (Indirectly held)	RMB0	RMB1,000,000,000	Management and consulting service
日照盛盈瑞利管理諮詢合夥企業 (有限合夥)(「日照盛盈瑞利」)	中國 2019年12月18日	有限合夥	97.6% (間接持有)	人民幣零元	人民幣1,000,000,000元	管理及諮詢服務
Hoesch Spundwand Und Projekte GmbH (Formerly known as "JK Spundwand Systeme GmbH") ("Hoesch Spundwand")	Germany 28 May 2019	Limited liability company	68.3% (Indirectly held)	EUR 1,000,000	EUR 1,000,000	Technology development, promotion, trading and leasing of steel products
Hoesch Spundwand Und Projekte GmbH (前稱「JK Spundwand Systeme GmbH」) (「Hoesch Spundwand」)	德國 2019年5月28日	有限責任公司	68.3% (間接持有)	1,000,000歐元	1,000,000歐元	技術開發、升級、鋼鐵 產品貿易及租賃

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註 (續)

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### 10. SUBSIDIARIES (continued)

### 10. 附屬公司 (續)

Name	Place of incorporation/ business and date of incorporation 成立／業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱	註冊日期	法定主體類別	權益百分比	繳足股本	法定股本	主要業務
Fangchenggang Jinxi Mining Co., Ltd. ("Fangchenggang Jinxi Mining")	PRC 27 December 2019	Limited liability company	58.56% (Indirectly held)	RMB0	RMB160,000,000	Non-metallic ore mining and trading
防城港津西礦業有限公司 ("防城港津西礦業")	中國 2019年12月27日	有限責任公司	58.56% (間接持有)	人民幣零元	人民幣160,000,000元	非金屬礦開採及貿易
Fangchenggang Jinxi Boyun Real Estate Co., Ltd. ("Fangchenggang boyun")	PRC 27 March 2020	Limited liability company	97.6% (Indirectly held)	RMB20,000,000	RMB20,000,000	Development and sales of real estate
防城港津西博運房地產開發有限公司("防城港博運")	中國 2020年3月27日	有限責任公司	97.6% (間接持有)	人民幣20,000,000元	人民幣20,000,000元	開發及銷售房地產
Fangchenggang Jinxi Bohong Real Estate Co., Ltd. ("Fangchenggang bohong")	PRC 27 March 2020	Limited liability company	97.6% (Indirectly held)	RMB20,000,000	RMB20,000,000	Development and sales of real estate
防城港津西博鴻房地產開發有限公司("防城港博鴻")	中國 2020年3月27日	有限責任公司	97.6% (間接持有)	人民幣20,000,000元	人民幣20,000,000元	開發及銷售房地產
Suzhou Shengyihua Information Technology Co., Ltd. ("Suzhou Shengyihua")	PRC 8 January 2020	Limited liability company	68.32% (Indirectly held)	RMB0	RMB1,000,000	Technical advisory service and software development
蘇州聖德華資訊科技有限公司 ("蘇州聖德華")	中國 2020年1月8日	有限責任公司	68.32% (間接持有)	人民幣零元	人民幣1,000,000元	技術顧問服務及軟件開發
Shanghai Haocheng Information Technology Co., Ltd. ("Shanghai Haocheng")	PRC 8 July 2020	Limited liability company	97.6% (Indirectly held)	RMB0	RMB5,000,000	Technical advisory service and software development
上海鋸誠資訊科技有限公司 ("上海鋸誠")	中國 2020年7月8日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣5,000,000元	技術顧問服務及軟件開發
Zhonghuo Finance Leasing Co., Ltd. ("Zhonghuo Leasing")	PRC 2 September 2020	Limited liability company	98.52% (Indirectly held)	RMB341,085,803	RMB1,000,000,000	Financial leasing and leasing
中霍融資租賃有限公司 ("中霍融資")	中國 2020年9月2日	有限責任公司	98.52% (間接持有)	人民幣341,085,803元	人民幣1,000,000,000元	融資租賃及租賃
Chengkuang Tianjin Iron and Steel Renewable Resources Recycling Co., Ltd. ("Chengkuang Tianjin") (i)	PRC 13 October 2020	Limited liability company	60.0% (Indirectly held)	RMB10,000,000	RMB10,000,000	Recycling of steel and waste materials
城礦(天津)鋼鐵再生資源有限公司("城礦天津") (i)	中國 2020年10月13日	有限責任公司	60.0% (間接持有)	人民幣10,000,000元	人民幣10,000,000元	回收鋼材及廢料

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 10. SUBSIDIARIES (continued)

### 10. 附屬公司(續)

Name	Place of incorporation/ business and date of incorporation 成立/業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱		法定主體類別				主要業務
Hebei Jinxi Jianan Technology Co., Ltd. ("Jianan Technology")	PRC 23 October 2020	Limited liability company	99.02% (Indirectly held)	RMB0	RMB10,000,000	Construction engineering
河北津西建安科技有限公司 ("建安科技")	中國 2020年10月23日	有限責任公司	99.02% (間接持有)	人民幣零元	人民幣10,000,000元	建築工程
Suzhou Jinxi Boyuan Project Management Co., Ltd. ("Suzhou Boyuan Project Management")	PRC 12 November 2020	Limited liability company	97.6% (Indirectly held)	RMB50,000	RMB5,000,000	Construction project management
蘇州津西博遠專案管理有限公司 ("蘇州博遠項目管理")	中國 2020年11月12日	有限責任公司	97.6% (間接持有)	人民幣50,000元	人民幣5,000,000元	建築項目管理
Suzhou Chuangjili Commercial Consulting Limited Partnership ("Suzhou Chuangjili") (i)	PRC 12 November 2020	Limited partnership	61.87% (Indirectly held)	RMB150,000,000	RMB150,000,000	Commercial consulting
蘇州創極力商業諮詢合夥企業 (有限合夥)("蘇州創極力") (i)	中國 2020年11月12日	有限合夥	61.87% (間接持有)	人民幣150,000,000元	人民幣150,000,000元	商業諮詢
Shanghai Jinyuan Assets Management Co., Ltd. ("Shanghai Jinyuan")	PRC 23 November 2020	Limited liability company	97.6% (Indirectly held)	RMB0	RMB100,000,000	Assets management
上海津遠資產管理有限公司 ("上海津遠")	中國 2020年11月23日	有限責任公司	97.6% (間接持有)	人民幣零元	人民幣100,000,000元	資產管理
Shanghai Gengyuan Commercial Management Limited Partnership ("Shanghai Gengyuan") (i)	PRC 27 November 2020	Limited partnership	84.45% (Indirectly held)	RMB290,000,000	RMB303,000,000	Commercial management
上海庚遠商業管理合夥企業 (有限合夥)("上海庚遠") (i)	中國 2020年11月27日	有限合夥	84.45% (間接持有)	人民幣290,000,000元	人民幣303,000,000元	商業管理
Shanghai Suyuan Commercial Management Limited Partnership ("Shanghai Suyuan") (i)	PRC 1 December 2020	Limited partnership	92.71% (Indirectly held)	RMB85,000,000	RMB85,000,000	Commercial management
上海墅遠商業管理合夥企業 (有限合夥)("上海墅遠") (i)	中國 2020年12月1日	有限合夥	92.71% (間接持有)	人民幣85,000,000元	人民幣85,000,000元	商業管理



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 10. SUBSIDIARIES (continued)

### 10. 附屬公司(續)

Name	Place of incorporation/ business and date of incorporation 成立／業務地點及 註冊日期	Legal status	Percentage of equity interest attributable to the Group 本集團應佔 權益百分比	Issued and fully paid capital 已發行及 繳足股本	Authorised capital 法定股本	Principal activities
名稱	註冊日期	法定主體類別	權益百分比	繳足股本	法定股本	主要業務
Beijing Xixian Culture Development Co., Ltd. ("Beijing Xixian") (i)	PRC 7 December 2020	Limited liability company	62.96% (Indirectly held)	RMB1,620,000	RMB2,000,000	Publication
北京義獻文化發展有限公司 ("北京義獻") (i)	中國 2020年12月7日	有限責任公司	62.96% (間接持有)	人民幣1,620,000元	人民幣2,000,000元	出版業
Chongqing Jodear Power Equipment Co., Ltd. ("Chongqing Jodear") (ii)	PRC 10 July 1996	Limited liability company	78.08% (Indirectly held)	RMB60,000,000	RMB60,000,000	Transmission line railway and accessories processing and sales
重慶江電電力設備有限公司 ("重慶江電") (ii)	中國 1996年7月10日	有限責任公司	78.08% (間接持有)	人民幣60,000,000元	人民幣60,000,000元	輸電線鐵路及配件加工及銷售
Chongqing Jodear Xuntong Industry Holding Group Co., Ltd. ("Chongqing Jodear Xuntong") (ii)	PRC 19 August 2013	Limited liability company	78.08% (Indirectly held)	RMB14,700,000	RMB30,000,000	Transmission line railway and accessories processing and sales
重慶江電訊通產業控股集團有限公司("重慶江電訊通") (ii)	中國 2013年8月19日	有限責任公司	78.08% (間接持有)	人民幣14,700,000元	人民幣30,000,000元	輸電線鐵路及配件加工及銷售
Chongqing Jodear International Pte. Ltd. ("Chongqing Jodear International") (ii)	Singapore 19 May 2014	Limited liability company	78.08% (Indirectly held)	S\$100,000	S\$100,000	Transmission line railway and accessories processing and sales
重慶江電國際工程有限公司 ("重慶江電國際") (ii)	新加坡 2014年5月19日	有限責任公司	78.08% (間接持有)	100,000坡元	100,000坡元	輸電線鐵路及配件加工及銷售
Chongqing Jodear International Engineering Co., Ltd. ("Chongqing Jodear International Engineering") (ii)	PRC 29 September 2007	Limited liability company	78.08% (Indirectly held)	RMB30,000,000	RMB30,000,000	Construction services and International trading
重慶江電國際工程有限公司 ("重慶江電國際工程") (ii)	中國 2007年9月29日	有限責任公司	78.08% (間接持有)	人民幣30,000,000元	人民幣30,000,000元	建築服務及國際貿易
Jiangsu Jodear Power Equipment Co., Ltd. ("Jiangsu Jodear") (ii)	PRC 28 November 2013	Limited liability company	78.08% (Indirectly held)	RMB60,000,000	RMB60,000,000	Transmission line railway and accessories processing and sales
江蘇江電電力設備有限公司 ("江蘇江電") (ii)	中國 2013年11月28日	有限責任公司	78.08% (間接持有)	人民幣60,000,000元	人民幣60,000,000元	輸電線鐵路及配件加工及銷售

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 10. SUBSIDIARIES (continued)

The English name of certain companies referred in this financial statements represent management's best effort at translating the Chinese names of these companies as no English names have been registered.

As at and for the year ended 31 December 2020, there were no significant non-controlling interests of the subsidiaries in the Group.

- (i) These companies were set up during 2020 and 2019, the minority shareholders invested approximately RMB154 million.
- (ii) On 31 December 2020, the Group acquired 80% share equity of Chongqing Jodear, a company that manufacture and sales power equipment, at a consideration of approximately RMB260 million. The acquisition is expected to extend the Group's business chain vertically to the downstream power equipment industry. None of the goodwill recognised is expected to be deductible for income tax purposes (Note 43).

### 10. 附屬公司(續)

本財務報表所述若干公司的英文名稱為管理層根據其中文名稱最佳翻譯所得，此乃由於該等公司並無登記任何官方英文名稱。

於及截至2020年12月31日止年度，本集團的附屬公司並無重大非控制性權益。

- (i) 該等公司於2020年及2019年內成立，少數股東已投資約人民幣1.54億元。
- (ii) 於2020年12月31日，本集團以代價約人民幣2.60億元收購重慶江電的80%股權，該公司為一間製造及銷售電力設備的公司。該收購預計將擴大本集團的產業鏈縱向延伸至下游電力設備行業。已確認商譽就所得稅而言預期不獲扣減(附註43)。

### 11. INVESTMENT IN ASSOCIATES AND A JOINT VENTURE

#### (a) Investment in associates, unlisted

		2020	2019
At 1 January	於1月1日	114,992	103,049
Addition (i)	添置(i)	70,000	—
Capital injection (ii)	注資(ii)	4,000	—
Share of results of associates	應佔聯營公司業績	(3,421)	48,433
Dividends received	已收股息	—	(750)
Capital deduction	資本削減	(2,042)	(35,740)
At 31 December	於12月31日	183,529	114,992

### 11. 於聯營公司及一間合營企業之投資

#### (a) 於聯營公司之投資，非上市

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 11. INVESTMENT IN ASSOCIATES AND A JOINT VENTURE (continued)

#### (a) Investment in associates, unlisted (continued)

The information of the unlisted associated companies at 31 December 2020 is as follows:

Name	Place and date of incorporation	Percentage of equity interest attributable to the Group	Assets	Liabilities	Revenues	Net profit/(loss)
名稱	註冊成立地點及日期	本集團應佔股權百分比	資產	負債	收入	淨溢利／(虧損)
Beijing Wofu Energy Co., Ltd. ("Wofu")	PRC 6 December 2016	20% (Indirectly held)	109,876	12,584	204,078	4,544
北京沃富能源有限公司 ("沃富")	中國 2016年12月6日	20% (間接持有)	109,876	12,584	204,078	4,544
2-14 Elise Street Unit Trust ("Elise Trust")	AUS 27 July 2016	49% (Indirectly held)	225,398	343	21,979	24,121
2-14 Elise Street Unit Trust ("Elise Trust")	澳洲 2016年7月27日	49% (間接持有)	225,398	343	21,979	24,121
Dongfang Jingyuan Electron Limited ("Dongfang Jingyuan") (i)	PRC 18 February 2014	15% (indirectly held)	236,414	190,847	17,236	(69,368)
東方晶源微電子科技(北京) 有限公司("東方晶源") (i)	中國 2014年2月18日	15% (間接持有)	236,414	190,847	17,236	(69,368)
Tianjin Heming Environmental Resource Co., Ltd. ("Tianjin Heming") (ii)	PRC 23 October 2020	40% (indirectly held)	46,532	42,397	89,423	(5,865)
天津和鳴環資有限公司 ("天津和鳴") (ii)	中國 2020年10月23日	40% (間接持有)	46,532	42,397	89,423	(5,865)

### 11. 於聯營公司及一間合營企業之投資(續)

#### (a) 於聯營公司之投資，非上市(續)

於2020年12月31日，有關非上市聯營公司的資料載列如下：

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 11. INVESTMENT IN ASSOCIATES AND A JOINT VENTURE (continued)

#### (a) Investment in associates, unlisted (continued)

- (i) Pursuant to a sell and purchase agreement dated 7 July 2020, the Group agreed to sell 31% equity holdings of Dongfang Jingyuan and its subsidiaries to a third party. Dongfang Jingyuan was an associate of the Group since completion of the disposal. The Group deemed disposed its entire 51% equity interest in Dongfang Jingyuan at a consideration of RMB178 million. The difference between deemed consideration and carrying amount of the net assets in Dongfang Jingyuan attributed to the Group was recognised in the Group's income statement. The Group recognised remaining 20% equity interest in Dongfang Jingyuan at an amount of RMB70 million (Note 42).
- (ii) Pursuant to a collaboration agreement between Tianjin Hainajin, a subsidiary of the Group, and the then shareholder of Tianjin Heming, Tianjian Hainajin agreed to inject capital contribution of RMB4 million to acquire 40% of equity interest.

### 11. 於聯營公司及一間合營企業之投資(續)

#### (a) 於聯營公司之投資，非上市(續)

- (i) 根據一份日期為2020年7月7日的買賣協議，本集團同意向一名第三方出售東方晶源及其附屬公司的31%股權。自該出售完成後，東方晶源為本集團一間聯營公司。本集團被視作以代價人民幣1.78億元出售其於東方晶源的全部51%股權。視作代價與屬於本集團的東方晶源資產淨值的賬面值之差額已確認於本集團的收益表。本集團確認東方晶源餘下20%股權為人民幣7,000萬元(附註42)。
- (ii) 根據本集團附屬公司天津海納金與天津和鳴當時的股東的合作協議，天津海納金同意注資人民幣400萬元，以收購40%股權。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 11. INVESTMENT IN ASSOCIATES AND A JOINT VENTURE (continued)

#### (b) Investment in an associate, listed

		2020	2019
At 1 January	於1月1日	—	—
Transfer from FVOCI (Note 15)	按公允價值計量且其變動 計入其他綜合收益轉入 (附註15)	475,642	—
Acquisition (i)	收購(i)	639,140	—
Share of result of an associate	應佔一間聯營公司業績	2,952	—
Dividends received	已收股息	(2,718)	—
At 31 December	於12月31日	1,115,016	—

The information of the listed associated company at 31 December 2020 is as follows:

### 11. 於聯營公司及一間合營企業之投資(續)

#### (b) 於一間聯營公司之投資，上市

於2020年12月31日，上市聯營公司資料如下：

Name 名稱	Place and date of incorporation 註冊成立地點及日期	Percentage of equity interest attributable to the Group 本集團應佔股權百分比
Qingdao Huijintong Power Equipment Co., Ltd. ("HJT") 青島匯金通電力設備股份有限公司 (「匯金通」)	PRC 06 April 2004 中國 2004年4月6日	30% (indirectly held) 30% (間接持有)

(i) Pursuant to a sell and purchase agreement, the Group acquired 15% equity holdings of HJT on 16 July 2020 at a consideration of RMB639 million. As at 31 December 2020, the Group processed a total of 30% equity interests of HJT.

(i) 根據買賣協議，本集團於2020年7月16日以代價人民幣6.39億元收購匯金通15%股權。於2020年12月31日，本集團持有匯金通合共30%股權。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 11. INVESTMENT IN ASSOCIATES AND A JOINT VENTURE (continued)

### 11. 於聯營公司及一間合營企業之投資(續)

#### (b) Investment in an associate, listed (continued)

#### (b) 於一間聯營公司之投資，上市(續)

#### Summarised balance sheet

As at  
31 Dec 2020

#### 資產負債表概要

於2020年  
12月31日

Current assets	流動資產	1,896,047
Non-current assets	非流動資產	1,995,997
Current liabilities	流動負債	1,056,291
Non-current liabilities	非流動負債	363,164
<b>Net assets</b>	<b>資產淨值</b>	<b>2,472,589</b>
<b>Reconciliation to carrying amounts:</b>	<b>與賬面值之對賬：</b>	
Opening net assets as at 16 July	於7月16日的期初資產淨值	2,480,859
Profit for the period	期內溢利	9,841
Other comprehensive income	其他綜合收益	(32)
Dividends paid	已付股息	(18,079)
<b>Closing net assets</b>	<b>期末資產淨值</b>	<b>2,472,589</b>
Group's share in %	本集團分佔之百分比	30%
Group's share in RMB	本集團分佔之人民幣	741,777
Goodwill	商譽	268,112
Carrying amount	賬面值	1,009,889
Revenue	收入	1,937,063
<b>Profit from continuing operations</b>	<b>來自持續經營業務溢利</b>	<b>68,725</b>
Profit from discontinued operations	來自已終止經營業務溢利	—
<b>Profit for the period</b>	<b>期內溢利</b>	<b>68,725</b>
Other comprehensive income	其他綜合收益	—
Total comprehensive income	綜合收益合計	68,725
Dividends received from HJT	已收匯金通股息	2,718

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 11. INVESTMENT IN ASSOCIATES AND A JOINT VENTURE (continued)

#### (c) Investment in a joint venture, unlisted

		2020	2019
At 1 January	於1月1日	21,080	18,809
Share of result of a joint venture	應佔一間合營企業業績	(872)	2,271
At 31 December	於12月31日	20,208	21,080

The information of the unlisted joint venture at 31 December 2020 is as follows:

### 11. 於聯營公司及一間合營企業之投資(續)

#### (c) 於一間合營企業之投資，非上市

於2020年12月31日，非上市合營企業資料如下：

Name	Place and date of incorporation	Percentage of equity interest attributable to the Group	Assets	Liabilities	Revenue	Net loss
名稱	註冊成立地點及日期	本集團應佔股權百分比	資產	負債	收入	淨虧損
Atlas Hurstville Property Unit Trust ("Hurstville Trust")	AUS 5 June 2017	50% (Indirectly held)	295,788	254,420	5,175	(1,743)
Atlas Hurstville Property Unit Trust ("Hurstville Trust")	澳洲 2017年6月5日	50% (間接持有)	295,788	254,420	5,175	(1,743)

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 12. FINANCIAL INSTRUMENTS BY CATEGORY

### 12. 金融工具(按類別)

		Financial assets at amortised cost	Financial assets at fair value through profit or loss	Financial assets at fair value through other comprehensive income	Total
		按攤銷成本 計量之 金融資產	按公允價值 計量且其變動 計入損益表之 金融資產	按公允價值 計量且其變動 計入其他綜合 收益之 金融資產	合計
<b>Assets as per consolidated balance sheet</b>	<b>合併資產負債表所示的 資產</b>				
As at 31 December 2020	於2020年12月31日				
Financial assets at fair value through other comprehensive income (Note 15)	按公允價值計量且其變動 計入其他綜合收益之 金融資產(附註15)	-	-	392,621	392,621
Trade receivables and contract assets (Note 18)	應收貿易賬款 及合約資產(附註18)	848,190	-	-	848,190
Notes receivable — bank acceptance notes (Note 21)	應收票據 — 銀行承兌匯票 (附註21)	-	-	1,930,903	1,930,903
Deposits, lease and other receivables and national debt reverse repurchase (Note 19)	按金、租賃及其他應收 賬款及國債逆回購 (附註19)	745,205	-	-	745,205
Financial assets at fair value through profit or loss (Note 16)	按公允價值計量且其變動 計入損益表之金融資產 (附註16)	-	4,804,361	-	4,804,361
Loan receivables (Note 20)	應收貸款(附註20)	1,522,669	-	-	1,522,669
Amounts due from related parties (Note 46(c))	應收關聯方款項 (附註46(c))	277,528	-	-	277,528
Restricted bank balances (Note 22)	受限制銀行結餘 (附註22)	3,675,291	-	-	3,675,291
Cash and cash equivalents (Note 22)	現金及現金等價物 (附註22)	3,485,951	-	-	3,485,951
Structured bank deposits (Note 23)	結構性銀行存款 (附註23)	-	1,520,000	-	1,520,000
<b>Total</b>	<b>合計</b>	<b>10,554,834</b>	<b>6,324,361</b>	<b>2,323,524</b>	<b>19,202,719</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 12. FINANCIAL INSTRUMENTS BY CATEGORY (continued)

### 12. 金融工具(按類別) (續)

		Financial assets at amortised cost	Financial assets at fair value through profit or loss	Financial assets at fair value through other comprehensive income	Total
		按攤銷成本 計量之 金融資產	按公允價值 計量且其變動 計入損益表之 金融資產	按公允價值 計量且其變動 計入其他綜合 收益之 金融資產	合計
<b>Assets as per consolidated balance sheet</b>	<b>合併資產負債表所示的 資產</b>				
As at 31 December 2019	於2019年12月31日				
Financial assets at fair value through other comprehensive income (Note 15)	按公允價值計量且其變動 計入其他綜合收益之 金融資產(附註15)	-	-	751,105	751,105
Trade receivables and contract assets (Note 18)	應收貿易賬款及合約資產 (附註18)	1,201,005	-	-	1,201,005
Notes receivable — bank acceptance notes (Note 21)	應收票據 — 銀行承兌匯票 (附註21)	-	-	1,517,684	1,517,684
Deposits, prepaid tax, lease and other receivables and national debt reverse repurchase (Note 19)	按金、預付稅款、租賃及 其他應收賬款及 國債逆回購 (附註19)	801,381	-	-	801,381
Financial assets at fair value through profit or loss (Note 16)	按公允價值計量且其變動 計入損益表之金融資產 (附註16)	-	3,559,398	-	3,559,398
Loan receivables (Note 20)	應收貸款(附註20)	1,214,000	-	-	1,214,000
Derivative financial instruments	衍生金融工具	-	2,513	-	2,513
Amounts due from related parties (Note 46(c))	應收關聯方款項 (附註46(c))	127,544	-	-	127,544
Restricted bank balances (Note 22)	受限制銀行結餘 (附註22)	1,082,560	-	-	1,082,560
Cash and cash equivalents (Note 22)	現金及現金等價物 (附註22)	4,630,945	-	-	4,630,945
Structured bank deposits (Note 23)	結構性銀行存款 (附註23)	1,300,100	900,000	-	2,200,100
<b>Total</b>	<b>合計</b>	<b>10,357,535</b>	<b>4,461,911</b>	<b>2,268,789</b>	<b>17,088,235</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 12. FINANCIAL INSTRUMENTS BY CATEGORY (continued)

### 12. 金融工具(按類別) (續)

		Financial liabilities measured at fair value through profit or loss	Financial liabilities measured at amortised cost	Total
		按公允價值計量且其變動計入損益表之金融負債	按攤銷成本計量之金融負債	合計
<b>Liabilities as per consolidated balance sheet</b>	<b>合併資產負債表所示的負債</b>			
As at 31 December 2020	於2020年12月31日			
Trade payables (Note 26)	應付貿易賬款(附註26)	—	7,081,366	7,081,366
Other payables (Note 27)	其他應付款項(附註27)	—	2,204,373	2,204,373
Lease liabilities (Note 7)	租賃負債(附註7)	—	94,754	94,754
Dividends payable	應付股息	—	14,680	14,680
Borrowings (Note 28)	借款(附註28)	—	11,280,958	11,280,958
Amounts due to related parties (Note 46(c))	應付關聯方款項(附註46(c))	—	120,173	120,173
Derivative financial instruments	衍生金融工具	4,102	—	4,102
<b>Total</b>	<b>合計</b>	<b>4,102</b>	<b>20,796,304</b>	<b>20,800,406</b>
As at 31 December 2019	於2019年12月31日			
Trade payables (Note 26)	應付貿易款項(附註26)	—	5,048,774	5,048,774
Other payables (Note 27)	其他應付款項(附註27)	—	1,926,528	1,926,528
Lease liabilities (Note 7)	租賃負債(附註7)	—	105,816	105,816
Dividends payable	應付股息	—	7,041	7,041
Borrowings (Note 28)	借款(附註28)	—	5,898,604	5,898,604
Amounts due to related parties (Note 46(c))	應付關聯方款項(附註46(c))	—	48,047	48,047
Derivative financial instruments	衍生金融工具	16,859	—	16,859
<b>Total</b>	<b>合計</b>	<b>16,859</b>	<b>13,034,810</b>	<b>13,051,669</b>



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 13. CREDIT QUALITY OF FINANCIAL ASSETS

The credit quality of financial assets can be assessed by types of the financial assets and by reference to historical information about counterparty default rates. The Group categorised the trade receivables, contract assets, notes receivables, loan receivables and debt instruments measured at FVOCI as follows:

- Group 1 — Bank acceptance notes
- Group 2 — Trade receivables, contract assets, notes receivables and loan receivables due from customers with no defaults in the past and debt instruments measured at FVOCI
- Group 3 — Trade receivables, contract assets, notes receivables and loan receivables due from customers with some defaults in the past

### 13. 金融資產的信貨狀況

金融資產的信貨狀況可根據金融資產類別，並參考有關對方拖欠比率的歷史資料進行評估。本集團將應收貿易賬款、合約資產、應收票據、應收貸款及按公允價值計量且其變動計入其他綜合收益之債務工具分類如下：

- 第一類 — 銀行承兌匯票
- 第二類 — 應收過往無拖欠記錄的客戶的應收貿易賬款、合約資產、應收票據及應收貸款及按公允價值計量且其變動計入其他綜合收益之債務工具
- 第三類 — 應收過往有部份拖欠記錄的客戶的應收貿易賬款、合約資產、應收票據及應收貸款

		2020	2019
Trade receivables, contract assets, notes receivables, loan receivables and debt instruments measured at FVOCI	應收貿易賬款、合約資產、應收票據、應收貸款及按公允價值計量且其變動計入其他綜合收益之債務工具		
Group 1	第一類	1,930,903	1,517,684
Group 2	第二類	2,434,056	2,531,598
Group 3	第三類	122,106	90,531
		<b>4,487,065</b>	<b>4,139,813</b>

The credit quality of 'Deposits and other receivables' and 'Amounts due from related parties' of the Group is disclosed in Notes 3.1(b), 19 and 46(c) respectively.

本集團「按金及其他應收賬款」及「應收關聯方款項」的信貨狀況分別於附註3.1(b)、19及46(c)中披露。

The Group categorises cash in banks, bank deposits and structured bank deposits measured at amortised cost as follows:

本集團將其銀行現金、銀行存款及按攤銷成本計量之結構性銀行存款分類如下：

- Group 1 — Major international banks
  - Group 2 — Listed banks in the PRC
  - Group 3 — Other banks in the PRC
- 第一類 — 主要國際銀行
  - 第二類 — 中國上市銀行
  - 第三類 — 中國其他銀行

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 13. CREDIT QUALITY OF FINANCIAL ASSETS (continued)

The Directors considered the credit risks in respect of cash in banks, bank deposits and structured bank deposits measured at amortised cost with financial institution are relatively minimum as each counter party either bears a high credit rating or is state-owned bank and large local banks in the PRC.

### 13. 金融資產的信貨狀況 (續)

由於各方有高度信貸評級或為中國國有銀行及中國當地大型銀行，故董事們認為存放於金融機構的銀行現金、銀行存款及按攤銷成本計量之結構性銀行存款信貸風險極低。

		2020	2019
Cash in banks, bank deposits and structured bank deposits measured at amortised cost	銀行現金、銀行存款及按攤銷成本計量之結構性銀行存款		
Group 1	第一類	793,640	1,129,955
Group 2	第二類	5,136,470	4,982,726
Group 3	第三類	1,742,743	898,724
		<b>7,672,853</b>	<b>7,011,405</b>

### 14. PROPERTIES UNDER DEVELOPMENT AND HELD FOR SALE

### 14. 發展中及持作出售物業

		2020	2019
Properties under development comprise:	發展中物業包括：		
— Land use rights	— 土地使用權	303,315	38,942
Completed properties held for sale	已完成的持作出售物業	47,054	77,697
		<b>350,369</b>	<b>116,639</b>

The properties under development and held for sale are all located in the PRC. The related land use rights are on lease of 40 to 70 years.

發展中及持作出售物業均位於中國。相關土地使用權租期為40至70年。

For the year ended 31 December 2020, no borrowing costs were capitalised into the cost of properties under development (2019: nil).

截至2020年12月31日止年度，概無借款成本獲資本化為發展中物業的成本(2019年：無)。

		2020	2019
Properties under development comprised:	發展中物業包括：		
Expected to be completed and available for sale between 1 and 2 years	預期於1至2年內完工及可供出售	303,315	38,942

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 15. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

### 15. 按公允價值計量且其變動計入其他綜合收益之金融資產

		2020	2019
<b>Non-current</b>	<b>非流動</b>		
Unlisted equity interests	非上市股權權益	327,935	421,000
Additions	添置	1,489	2,935
Less: disposal	減：出售	—	(96,000)
Net	淨額	329,424	327,935
Listed debt securities	上市債權證券	64,834	66,376
Additions	添置	—	22,526
Less: current portion	減：流動部份	(50,712)	(26,873)
Net (losses)/gains transfer to equity (Note 25)	轉移至權益的(虧損)/收益淨額(附註25)	(893)	2,805
Net	淨額	13,229	64,834
Listed equity interests	上市股權權益	327,699	—
Additions	添置	—	313,183
Transfer to investment in associates (Note 11(b))	轉出至於聯營公司之投資(附註11(b))	(475,642)	—
Net gains transfer to equity (Note 25)	轉移至權益的收益淨額(附註25)	147,943	14,516
Net	淨額	—	327,699
		342,653	720,468
<b>Current</b>	<b>流動</b>		
Listed debt securities	上市債權證券	30,637	—
Additions	添置	48,739	13,529
Add: current portion	加：流動部份	50,712	26,873
Net losses transfer to equity (Note 25)	轉移至權益的虧損淨額(附註25)	(10,016)	(9,765)
Less: disposal	減：出售	(70,104)	—
Net	淨額	49,968	30,637
<b>Total</b>	<b>合計</b>	<b>392,621</b>	<b>751,105</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 16. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

### 16. 按公允價值計量且其變動計入損益表之金融資產

		2020	2019
<b>Non-current</b>	<b>非流動</b>		
Listed equity interests	上市股權權益	202,442	211,620
<b>Current</b>	<b>流動</b>		
Listed bond investments	上市債券投資	1,257,444	546,123
Financial investment products	金融投資產品	915,414	840,687
Bond market funds	債券市場基金	903,382	342,028
Money market funds	貨幣市場基金	815,082	897,667
Investment funds	投資基金	598,026	532,634
Listed equity interests	上市股權權益	112,571	188,639
		4,601,919	3,347,778
<b>Total</b>	<b>合計</b>	<b>4,804,361</b>	<b>3,559,398</b>

Changes in fair values of financial assets at fair value through profit or loss are recorded in 'Other gains — net' in the consolidated statement of profit or loss (Note 31).

按公允價值計量且其變動計入損益表之金融資產之公允價值變化計入合併損益表中的「其他收益 — 淨額」(附註31)。

### 17. INVENTORIES

### 17. 存貨

		2020	2019
Raw materials and materials in-transit	原材料及在途材料	3,502,499	2,855,933
Work-in-progress	在製品	631,531	798,335
Finished goods	製成品	592,861	466,989
Less: impairment provision	減：減值撥備	(32,567)	(27,822)
Inventories — net	存貨 — 淨額	4,694,324	4,093,435

The cost of inventories recognised in cost of sales for the year ended 31 December 2020 amounted to RMB36,818 million (2019: RMB38,778 million).

截至2020年12月31日止年度，已確認為銷售成本的存貨成本為人民幣368.18億元(2019年：人民幣387.78億元)。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 18. TRADE RECEIVABLES AND CONTRACT ASSETS

### 18. 應收貿易賬款及合約資產

		2020	2019
Trade receivables	應收貿易賬款	829,753	1,267,867
Contract Assets	合約資產	95,757	—
Less: impairment provision for trade receivables	減：應收貿易賬款的減值撥備	(76,362)	(66,862)
impairment provision for contract assets	合約資產的減值撥備	(958)	—
Trade receivables and contract assets — net	應收貿易賬款及合約資產 — 淨額	848,190	1,201,005

As at 31 December 2020 and 2019, the carrying amount of the Group's trade receivables and contract assets approximated their fair values.

本集團的應收貿易賬款及合約資產於2020年及2019年12月31日的賬面值近似其公允價值。

The credit policy usually adopted by the Group for the sales of products to customers is to deliver goods either upon receipt in cash or upon receipt of bank acceptance notes with the maturity dates within 1 year.

本集團執行的產品銷售信貸政策，通常為於收取現金或到期日在1年以內的銀行承兌匯票時向客戶交付貨物。

As at 31 December 2020 and 2019, the ageing analysis of the gross amount of trade receivables and contract assets based on invoiced date was as follows:

於2020年及2019年12月31日，應收貿易賬款及合約資產總額按發票日期的賬齡分析如下：

		2020	2019
Within 3 months	3個月內	768,684	1,158,789
4–6 months	4至6個月	50,451	12,633
7–12 months	7至12個月	16,149	34,982
Over 1 year	1年以上	90,226	61,463
		925,510	1,267,867

As at 31 December 2020, trade receivables amounting to RMB41 million (2019: RMB502 million) were secured by letters of credit issued by third party customers.

於2020年12月31日，以第三方客戶開具的信用證作抵押的應收貿易賬款為人民幣4,100萬元(2019年：人民幣5.02億元)。

As at 31 December 2020, trade receivables approximately RMB329 million were pledged as security for bank borrowings (Note 28) of the Group.

於2020年12月31日，約人民幣3.29億元的應收貿易賬款已就本集團的銀行借款(附註28)作抵押。

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

由於流動應收款的短期性質，其賬面值被視為等於其公允價值。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 18. TRADE RECEIVABLES AND CONTRACT ASSETS (continued)

The Group have applied HKFRS 9 simplified approach to measuring expected credit losses which use a lifetime expected loss allowance for all trade receivables at 31 December 2020 and 31 December 2019. Note 3.1(b) provides for detail about the calculation of the allowance.

Information about the impairment of trade receivables and the Group's exposure to credit risk, foreign currency risk and interest rate risk can be found in Note 3.1.

The gross amounts of the Group's trade receivables and contract assets are denominated in the following currencies:

		2020	2019
RMB	人民幣	884,485	764,810
US\$	美元	41,025	502,399
EUR	歐元	—	658
		<b>925,510</b>	<b>1,267,867</b>

Movements on the Group's provision for impairment of trade receivables and contract assets are as follow:

		2020	2019
At 1 January	於1月1日	66,862	57,839
(Reversal of)/provision for impairment (Note 33)	減值(撥回)/撥備 (附註33)	(3,784)	10,126
Acquisition of subsidiaries	收購附屬公司	14,399	—
Write-off of receivables	撇銷應收賬款	—	(1,103)
Exchange gains	匯兌收益	(157)	—
At 31 December	於12月31日	<b>77,320</b>	<b>66,862</b>

### 18. 應收貿易賬款及合約資產 (續)

本集團已應用香港財務報告準則第9號簡化模式計量預期信貸損失，該模式就所有應收貿易賬款於2020年12月31日及2019年12月31日採用整個存續期內預期虧損撥備。附註3.1(b)提供計算撥備的詳情。

有關本集團應收貿易賬款之減值以及本集團所面臨之信貸風險、外幣風險及利率風險的資料可見於附註3.1。

本集團應收貿易賬款及合約資產的總額乃以下列貨幣為單位：

本集團應收貿易賬款及合約資產的減值撥備變動如下：



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 19. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

### 19. 預付款項、按金及其他應收賬款

		2020	2019
<b>Non-current</b>	<b>非流動</b>		
Prepayments for purchase of long-term assets	購買長期資產的預付款項	956,286	1,690,315
Less: impairment provision	減：減值撥備	(234,235)	(234,235)
Prepayments for purchase of long-term assets — net	購買長期資產的預付款項 — 淨額	722,051	1,456,080
Deposits for purchase of right-of-use assets	購買使用權資產的按金	500,000	300,000
Lease receivables	應收租賃款項	29,481	56,380
		1,251,532	1,812,460
<b>Current</b>	<b>流動</b>		
Prepayments for purchase of inventories	購買存貨的預付款項	1,994,506	858,233
Other receivables	其他應收賬款	591,611	428,316
Less: impairment provision	減：減值撥備	(181,718)	(198,621)
Other receivables — net	其他應收賬款 — 淨額	409,893	229,695
Prepaid tax	預付稅款	446,262	130,628
Deposits	按金	288,059	335,940
Prepaid expenses	預付費用	31,585	13,136
Lease receivables	應收租賃款項	17,772	13,638
National debt reverse repurchase	國債逆回購	—	35,100
		3,188,077	1,616,370
		4,439,609	3,428,830

The fair values of prepayments, deposits and other receivables approximated their carrying amounts as at the balance sheet date, as the impact of discounting is not significant.

Certain prepayments and other receivables were fully impaired since certain suppliers and debtors were in significant financial difficulty and had defaulted the payment of the remaining balances.

因折現影響不重大，預付款項、按金及其他應收賬款於結算日的公允價值近似其賬面值。

若干預付款項及其他應收賬款已全額減值，乃由於若干供應商及債務人處於重大財務困難並已拖欠支付餘額。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 19. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES (continued)

Movements on the Group's impairment provision of prepayments, deposits and other receivables are as follows:

		2020	2019
At 1 January	於1月1日	432,856	437,751
Provision for/(reversal of) impairment (Note 33)	減值撥備/(撥回) (附註33)	2,956	(4,895)
Acquisition of subsidiaries	收購附屬公司	4,773	—
Write-off of receivables	撇銷應收賬款	(24,594)	—
Disposal of subsidiaries	出售附屬公司	(38)	—
At 31 December	於12月31日	415,953	432,856

### 19. 預付款項、按金及其他應收賬款 (續)

本集團預付款項、按金及其他應收賬款的減值撥備變動如下：

### 20. LOAN RECEIVABLES

		2020	2019
<b>Non-current</b>	<b>非流動</b>		
Long-term loan receivables (a)	應收長期貸款(a)	348,480	200,000
<b>Current</b>	<b>流動</b>		
Short-term loan receivables (b)	應收短期貸款(b)	1,218,975	1,058,791
Less: impairment provision (c)	減：減值撥備(c)	(44,786)	(44,791)
		1,174,189	1,014,000
Total loan receivables, net of provision	應收貸款總額，扣除撥備	1,522,669	1,214,000

### 20. 應收貸款

The Group provided loans to third parties. The details of the loans are set out below:

- (a) As at 31 December 2020, long-term loan receivables of RMB348 million were secured by pledge of certain production capacity of the borrower facilitated by the government department concerned, interest-free and with repayment terms of 5 years.

As at 31 December 2019, long-term loan receivables of RMB200 million were secured by pledge of shares of a listed company held by the borrowers, interest bearing at rates of 8.0% per annum and with repayment terms of 2 years.

本集團向第三方提供貸款。貸款詳情載列如下：

- (a) 於2020年12月31日，人民幣3.48億元的應收長期貸款由借款人的若干產能作抵押，由相關政府部門促成，免息及還款期為5年。

於2019年12月31日，人民幣2.00億元的應收長期貸款由借款人持有的一間上市公司的股票作為抵押，按年利率8.0%計息及還款期為2年。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 20. LOAN RECEIVABLES (continued)

- (b) Loan receivables of RMB1,219 million as at 31 December 2020 comprised of various loans with residual repayment terms within 1 year and with individual amount ranging from RMB7 million to RMB348 million. The loans were secured by the pledge of listed and unlisted shares of the borrowers or guarantors of the borrowers and were guaranteed by related parties of the borrowers, interest bearing at rates ranging from 8.0% to 15.0% per annum.

Loan receivables of RMB1,059 million as at 31 December 2019 comprised of various loans with residual repayment terms within 1 year and with individual amount ranging from RMB0.3 million to RMB300 million. The loans were secured by the pledge of certain land use rights and listed and unlisted shares of the borrowers or guarantors of the borrowers and were guaranteed by related parties of the borrowers, interest bearing at rates ranging from 8.0% to 18.0% per annum.

- (c) As at 31 December 2020, provisions amounting to RMB45 million (31 December 2019: RMB45 million) were made on the loan receivables given that the borrowers were in significant financial difficulty and had defaulted in scheduled payments and there was significant uncertainty of recovering the loan receivables by the enforcement of mortgage rights.

The fair values of loan receivables approximated their carrying amounts as at the balance sheet date, as the impact of discounting is not significant.

### 20. 應收貸款(續)

- (b) 於2020年12月31日，人民幣12.19億元的應收貸款包括剩餘還款期在1年內的各項貸款及單項金額介乎人民幣700萬元至人民幣3.48億元的各項貸款。貸款由借款人或借款人的擔保人持有的上市及非上市公司的股票作抵押及由借款人的關聯方作擔保，按年利率介乎8.0%至15.0%計息。

於2019年12月31日，人民幣10.59億元的應收貸款包括還款期為1年內及單項金額介乎人民幣30萬元至人民幣3.00億元的各項貸款。貸款由借款人或借款人的擔保人的若干土地使用權及持有的上市及非上市公司的股票作抵押及由借款人的關聯方作擔保，按年利率介乎8.0%至18.0%計息。

- (c) 於2020年12月31日，鑒於借款人面臨重大財政困難及已違反計劃的還款，且強制執行按揭權利收回應收貸款存在重大不明朗因素，故已就應收貸款作出人民幣4,500萬元（2019年12月31日：人民幣4,500萬元）的撥備。

因折現影響不重大，應收貸款於結算日的公允價值近似其賬面值。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

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### 21. NOTES RECEIVABLE — BANK ACCEPTANCE NOTES

### 21. 應收票據 — 銀行承兌匯票

		2020	2019
Notes receivable — bank acceptance notes	應收票據 — 銀行承兌匯票	1,930,903	1,517,684

As at 31 December 2020, notes receivable amounting to approximately RMB86 million (2019: RMB62 million) were pledged as security for the Group's notes payable (Note 26).

於2020年12月31日，約人民幣8,600萬元(2019年：人民幣6,200萬元)的應收票據為本集團的應付票據(附註26)作抵押。

The settlement of the notes receivable was guaranteed by banks with maturity dates within 1 year and the credit risks in respect of the notes receivable are considered to be low.

應收票據的結算由銀行擔保，到期日期於1年以內及應收票據的信貸風險被認為低。

As at 31 December 2020 and 2019, the ageing analysis of notes receivable was as follows:

於2020年及2019年12月31日，應收票據賬齡分析如下：

		2020	2019
Within 3 months	3個月內	1,093,465	1,272,301
4–6 months	4至6個月	825,926	242,487
7–12 months	7至12個月	11,512	2,896
		1,930,903	1,517,684

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 22. CASH AND CASH EQUIVALENTS AND RESTRICTED BANK BALANCES

### 22. 現金及現金等價物及受限制銀行結餘

		2020	2019
Cash and cash equivalents	現金及現金等價物	3,485,951	4,630,945
Restricted bank balances	受限制銀行結餘	3,675,291	1,082,560
Total cash and bank balances	現金及銀行結餘合計	7,161,242	5,713,505

As at 31 December 2020, restricted bank balances comprised the following:

於2020年12月31日，受限制銀行結餘包括下列各項：

- |  |   |
|--|---|
| <p>(a) Approximately RMB1,649.0 million (2019: RMB1,000.5 million) were pledged as security for issuing notes payable (Note 26) of the Group, of which amounts of RMB450 million (2019: RMB400 million) were bank deposits above three months.</p> | <p>(a) 約人民幣16,490億元(2019年：人民幣10,005億元)已為開具本集團應付票據(附註26)作抵押，其中人民幣4.50億元(2019年：人民幣4.00億元)為三個月以上的銀行存款；</p> |
| <p>(b) Approximately RMB65.9 million (2019: RMB64.4 million) were pledged as security for issuing letters of credit of the Group.</p>  | <p>(b) 約人民幣6,590萬元(2019年：人民幣6,440萬元)已為開具本集團信用證作抵押；</p>  |
| <p>(c) Approximately US\$0.4 million (equivalent to RMB2.4 million) (2019: US\$2.5 million (equivalent to RMB17.7 million)) and RMB1,900 million (2019: nil) were pledged as security for bank borrowings (Note 28) of the Group.</p>              | <p>(c) 約40萬美元(相等於人民幣240萬元)(2019年：250萬美元(相等於人民幣1,770萬元))及人民幣19.00億元(2019年：無)已為本集團銀行借款(附註28)作抵押。</p>      |
| <p>(d) Approximately RMB38.4 million (2019: nil) were restricted under escrow account for investments in real estate.</p>  | <p>(d) 約人民幣3,840萬元(2019年：無)在房地產投資託管賬戶下受限。</p>   |
| <p>(e) Approximately RMB19.6 million (2019: nil) were pledged as security for issuing letters of guarantee.</p>  | <p>(e) 約人民幣1,960萬元(2019年：無)已為開具保函作抵押。</p>   |

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 22. CASH AND CASH EQUIVALENTS AND RESTRICTED BANK BALANCES (continued)

The carrying amounts of the cash and cash equivalents and restricted bank balances are denominated in the following currencies:

		2020	2019
Cash and cash equivalents and restricted bank balances	現金及現金等價物以及受限制銀行結餘		
RMB	人民幣	6,343,787	4,483,389
US\$	美元	679,548	1,096,696
AU\$	澳元	132,287	116,242
HK\$	港元	4,606	17,178
Others	其他	1,014	—
<b>Total</b>	<b>合計</b>	<b>7,161,242</b>	<b>5,713,505</b>

### 22. 現金及現金等價物及受限制銀行結餘(續)

現金及現金等價物及受限制銀行結餘的賬面值乃以下列貨幣為單位：

### 23. STRUCTURED BANK DEPOSITS

		2020	2019
Category	類別		
Financial assets at amortised cost	按攤銷成本計量之金融資產	—	1,300,100
Financial assets at fair value through profit or loss	按公允價值計量且其變動計入損益表之金融資產	1,520,000	900,000
<b>Total</b>	<b>合計</b>	<b>1,520,000</b>	<b>2,200,100</b>

### 23. 結構性銀行存款

As at 31 December 2020, the structured bank deposits represented financial instruments placed by the Group in various banks in Mainland China for a term within 1 year. The structured bank deposits are principal-protected, among which amounts of approximately RMB520 million interests are link to SHIBOR and amounts of RMB1,000 million interests are link to LIBOR and BFIX EUR/USD. Considering the principal-protected nature or short-term maturity of the deposits, the Directors are of the view that the structured bank deposits are held for cash management purpose.

於2020年12月31日，結構性銀行存款指本集團在中國大陸多家銀行所存放的1年期以內之金融工具。結構性銀行存款為保本，其中約人民幣5.20億元的利息與上海銀行同業拆放利率掛鉤及人民幣10.00億元的利息與倫敦銀行同業拆借利率及彭博BFX歐元／美元掛鉤。考慮到存款的保本性質或短期限，董事們認為結構性銀行存款乃持作現金管理用途。

As at 31 December 2020, structured bank deposits amounting to RMB1,000 million (2019: RMB1,200 million) were pledged as security for issuing notes payable (Note 26) of the Group.

於2020年12月31日，人民幣10.00億元(2019年：人民幣12.00億元)的結構性銀行存款為開具本集團的應付票據(附註26)作抵押。



## Notes to the Consolidated Financial Statements (Continued)

### 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

#### 24. SHARE CAPITAL AND SHARE PREMIUM

#### 24. 股本及股份溢價

		Number of shares (thousands) 股份數目 (千股)	Amount 金額		
			Ordinary shares	Share premium	Total
			普通股	股份溢價	合計
As at 1 January 2019, 31 December 2019 and 31 December 2020	於2019年1月1日、 2019年12月31日及 2020年12月31日	3,722,569	380,628	3,532,234	3,912,862

As at 31 December 2020 and 31 December 2019, the total number of authorised ordinary shares of the Company is 5,000,000,000 shares with a par value of HK\$0.1 per share.

於2020年12月31日及2019年12月31日，本公司法定普通股總數為5,000,000,000股每股面值0.1港元之股份。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 25. OTHER RESERVES

### 25. 其他儲備

		Merger reserve	Capital surplus	Statutory reserve	Financial assets at fair value through other comprehensive income 按公允價值計量 且其變動計入 其他綜合收益 之金融資產	Total
		合併儲備 (a)	資本公積 (b)	法定儲備 (c)		合計
<b>Balance at 1 January 2019</b>	<b>於2019年1月1日之結餘</b>	(599)	(51,951)	1,530,240	(3,955)	1,473,735
Profit appropriation	溢利分配	-	-	174,762	-	174,762
Changes in ownership interests in a subsidiary without change of control	在不改變控制權的情況下變更於一間附屬公司的所有權權益	-	(45,172)	-	-	(45,172)
Merger of subsidiaries by absorption	通過吸納合併附屬公司	-	147,084	(147,084)	-	-
Fair value losses on debt investments at fair value through other comprehensive income (Note 15)	按公允價值計量且其變動計入其他綜合收益之債務投資之公允價值虧損(附註15)	-	-	-	(6,960)	(6,960)
Fair value gains on equity investments at fair value through other comprehensive income (Note 15)	按公允價值計量且其變動計入其他綜合收益之股權投資之公允價值收益(附註15)	-	-	-	14,516	14,516
Disposal of a subsidiary	出售一間附屬公司	-	-	(459)	-	(459)
<b>Balance at 31 December 2019</b>	<b>於2019年12月31日之結餘</b>	(599)	49,961	1,557,459	3,601	1,610,422
Profit appropriation	溢利分配	-	-	71,316	-	71,316
Changes in ownership interests in a subsidiary without change of control	在不改變控制權的情況下變更於一間附屬公司的所有權權益	-	(3,302)	-	-	(3,302)
Fair value losses on debt investments at fair value through other comprehensive income (Note 15)	按公允價值計量且其變動計入其他綜合收益之債務投資之公允價值虧損(附註15)	-	-	-	(10,909)	(10,909)
Fair value gains on equity investments at fair value through other comprehensive income (Note 15)	按公允價值計量且其變動計入其他綜合收益之股權投資之公允價值收益(附註15)	-	-	-	147,943	147,943
Transfer of fair value gains previously credited to reserve to statement of profit or loss upon disposal of debt investments at fair value through other comprehensive income	於出售按公允價值計量且其變動計入其他綜合收益之債務投資時將先前計入儲備之公允價值收益轉至損益表	-	-	-	(674)	(674)
Disposal of subsidiaries	出售附屬公司	-	(9,723)	(9,302)	-	(19,025)
<b>Balance at 31 December 2020</b>	<b>於2020年12月31日之結餘</b>	(599)	36,936	1,619,473	139,961	1,795,771

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 25. OTHER RESERVES (continued)

#### (a) Merger reserve

The merger reserve of the Group represents the difference between the nominal value of the shares of the subsidiaries that had been acquired and the nominal value of the Company's shares issued in exchange therefore pursuant to the Reorganisation.

#### (b) Capital surplus

The Group's capital surplus arose from transactions with non-controlling interests.

#### (c) Statutory reserve

##### (i) Statutory surplus reserves

In accordance with the PRC regulations and the Articles of the Association of certain subsidiaries of the Group registered in the PRC, before distributing the net profit of each year, these PRC subsidiaries are required to set aside 10% of their statutory net profit for the year after offsetting any prior year's losses as determined under the PRC accounting regulations to the statutory surplus reserve fund. When the balance of such reserve reaches 50% of the share capital, any further appropriation is optional.

The statutory surplus reserve fund can be utilised to offset prior years' losses or to issue bonus shares. However, such statutory surplus reserve fund must be maintained at a minimum of 25% of the entity's share capital after such issuance.

##### (ii) Discretionary reserves

The appropriation of discretionary reserve fund is proposed by Board of the PRC subsidiaries, and approved by the shareholder's meeting. The discretionary reserve fund can be utilised to offset prior years' losses or increase share capital.

### 25. 其他儲備(續)

#### (a) 合併儲備

本集團的合併儲備指已收購附屬公司股份的面值與根據重組為有關收購而發行的本公司股份面值的差額。

#### (b) 資本公積

本集團的資本公積來自與非控制性權益的交易。

#### (c) 法定儲備

##### (i) 法定盈餘儲備

根據中國法規及本集團在中國註冊的若干附屬公司的組織章程細則，每年分派淨溢利前，該等中國附屬公司根據中國會計準則規定在抵銷去年的虧損後，須撥其年度法定淨溢利的10%至法定盈餘儲備資金，直至該儲備達至其股本的50%為止，可選擇繼續或者停止該等撥備。

法定盈餘儲備資金可用作抵銷往年的虧損或發行紅股。然而，該法定盈餘儲備資金必須於發行後維持該實體股本的最少25%。

##### (ii) 任意儲備

任意儲備資金的分配乃由中國附屬公司的董事局建議，並須獲股東大會的批准。任意儲備資金可用作抵銷過往年度的虧損或用作增加股本。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 26. TRADE PAYABLES

### 26. 應付貿易賬款

		2020	2019
Account payables	應付賬款	2,939,198	2,030,988
Notes payable	應付票據	4,142,168	3,017,786
		<b>7,081,366</b>	5,048,774

As at 31 December 2020, approximately RMB4,142 million notes payable represented bank acceptance notes, of which RMB86 million (2019: RMB59 million) were secured by certain notes receivable (Note 21), RMB2,915 million (2019: RMB1,606 million) were secured by certain restricted bank balances (Note 22), RMB1,000 million (2019: RMB1,211 million) were secured by certain structured bank deposits (Note 23), RMB7 million (2019: RMB142 million) were secured by certain restricted bank balances (Note 22), certain right-of-use assets (Note 7) and certain property, plant and equipment (Note 6), and RMB134 million (2019: nil) were issued on credit without specific pledge.

於2020年12月31日，約人民幣41.42億元的應付票據為銀行承兌匯票，其中包括人民幣8,600萬元(2019年：人民幣5,900萬元)以若干應收票據(附註21)作抵押，人民幣29.15億元(2019年：人民幣16.06億元)以若干受限制銀行結餘(附註22)作抵押，人民幣10.00億元(2019年：人民幣12.11億元)以若干結構性銀行存款(附註23)作抵押，人民幣700萬元(2019年：人民幣1.42億元)以若干受限制銀行結餘(附註22)、若干使用權資產(附註7)及若干物業、廠房及設備(附註6)作抵押以及人民幣1.34億元(2019年：無)以信用開具且沒有特定的抵押。

As at 31 December 2020 and 2019, the ageing analysis of the trade payables was as follows:

於2020年及2019年12月31日，應付貿易賬款的賬齡分析如下：

		2020	2019
Within 3 months	3個月內	4,286,319	3,731,575
4-6 months	4至6個月	628,048	509,290
7-9 months	7至9個月	1,277,474	647,832
10-12 months	10至12個月	776,291	15,563
Over 1 year	1年以上	113,234	144,514
		<b>7,081,366</b>	5,048,774

The carrying amounts of the Group's trade payables are denominated in the following currencies:

本集團應付貿易賬款的賬面值乃以下列貨幣為單位：

		2020	2019
RMB	人民幣	6,387,863	4,561,892
US\$	美元	689,170	486,882
EUR	歐元	4,333	—
		<b>7,081,366</b>	5,048,774

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 27. ACCRUALS AND OTHER CURRENT LIABILITIES

### 27. 預提費用及其他流動負債

		2020	2019
Payables for purchase of property, plant and equipment	購買物業、廠房及設備的應付賬款	961,616	921,373
Accrual for processing fee and importing expenses	預提加工費及進口費用	381,640	384,250
Deposits from suppliers	供應商按金	298,583	253,374
National debt repurchase	國債回購	234,700	66,899
Salary, pension and other social welfare payables	應付薪金、退休金及其他社會福利	185,911	175,893
Value-added tax payable and other taxes payables	應付增值稅及其他應付稅項	158,986	279,321
Accrual of utility expense	預提能源費用	80,304	56,664
Accrual of freight charges	預提運輸費用	34,963	54,129
Employee deposits	僱員按金	26,045	24,923
Deposits from customers	客戶按金	18,266	20,176
Accrual of interest expense	預提利息費用	10,879	12,885
Others	其他	168,256	144,740
		<b>2,560,149</b>	<b>2,394,627</b>

### 28. BORROWINGS

### 28. 借款

		2020	2019
<b>Non-current</b>	<b>非流動</b>		
Bank borrowings	銀行借款		
Secured (a)	有抵押(a)	20,000	—
Unsecured	無抵押	2,856,948	1,318,699
		<b>2,876,948</b>	<b>1,318,699</b>
<b>Current</b>	<b>流動</b>		
Bank borrowings	銀行借款		
Secured (a)	有抵押(a)	2,884,325	168,130
Unsecured	無抵押	5,499,685	4,391,775
		<b>8,384,010</b>	<b>4,559,905</b>
Other borrowings, unsecured (b)	其他借款，無抵押(b)	20,000	20,000
		<b>8,404,010</b>	<b>4,579,905</b>
<b>Total borrowings</b>	<b>借款總額</b>	<b>11,280,958</b>	<b>5,898,604</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 28. BORROWINGS (continued)

- (a) The secured bank borrowings as at 31 December 2020 totalling RMB2,904 million were secured by property, plant and equipment (Note 6), right-of-use assets (Note 7), trade receivables (Note 18) and restricted bank balances (Note 22) of the Group.

The secured bank borrowings as at 31 December 2019 totalling RMB168 million were secured by property, plant and equipment (Note 6), right-of-use assets (Note 7) and restricted bank balances (Note 22) of the Group.

- (b) The other unsecured borrowings of RMB20 million (2019: RMB20 million) represented a borrowing from a local county government without fixed term of repayment. Interest is charged at the RMB bank deposit rate for one year fixed deposit.

As at 31 December 2020 and 2019, the Group's borrowings were repayable as follows:

### 28. 借款(續)

- (a) 於2020年12月31日，合共人民幣29.04億元的有抵押銀行借款以本集團的物業、廠房及設備(附註6)、使用權資產(附註7)、應收貿易賬款(附註18)及受限制銀行結餘(附註22)作抵押。

於2019年12月31日，合共人民幣1.68億元的有抵押銀行借款以本集團的物業、廠房及設備(附註6)、使用權資產(附註7)及受限制銀行結餘(附註22)作抵押。

- (b) 人民幣2,000萬元(2019年：人民幣2,000萬元)的其他無抵押借款指當地縣政府提供的借款，該筆借款無固定償還期。利息按銀行人民幣一年期定期存款利率計算。

於2020年及2019年12月31日，本集團的借款到期期限如下：

		Bank borrowings 銀行借款		Other borrowings 其他借款	
		2020	2019	2020	2019
Within 1 year	1年內	8,384,010	4,559,905	20,000	20,000
Between 1 and 2 years	1至2年	2,562,948	533,127	—	—
Between 2 and 5 years	2至5年	267,000	728,572	—	—
Over 5 years	5年以上	47,000	57,000	—	—
		11,260,958	5,878,604	20,000	20,000



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 28. BORROWINGS (continued)

The effective interest rates at the balance sheet date were as follows:

		2020		2019	
		RMB 人民幣	US\$ 美元	RMB 人民幣	US\$ 美元
Bank borrowings	銀行借款	2.28%–7.50%	0.58%–2.83%	3.68%–6.86%	2.21%–4.75%
Other borrowings	其他借款	3.60%	–	3.60%	–

The carrying amounts of current borrowings approximated their fair values as at the balance sheet date as the impact of discounting is not significant.

### 28. 借款(續)

於結算日的實際利率如下：

由於折現影響不大，流動借款於結算日的賬面值近似其公允價值。

The carrying amounts and fair value of the non-current bank borrowings are as follows:

非流動銀行借款的賬面值及公允價值如下：

		Carrying amount 賬面值		Fair value 公允價值	
		2020	2019	2020	2019
Bank borrowings	銀行借款	2,876,948	1,318,699	2,877,335	1,318,743

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

非流動銀行借款的公允價值使用本集團於各結算日條款及特徵大體相同的金融機構的現行市場利率按現金流量法折現處理。

As at 31 December 2020, the carrying amount of the borrowings amounting to RMB1,965 million (2019: RMB1,785 million) and RMB9,316 million (2019: RMB4,114 million) were denominated in US\$ and RMB respectively.

於2020年12月31日，賬面值為人民幣19.65億元(2019年：人民幣17.85億元)及人民幣93.16億元(2019年：人民幣41.14億元)的借款分別以美元及人民幣計值。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

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### 28. BORROWINGS (continued)

The exposure of the Group's bank borrowings and other borrowings to interest-rate changes and the contractual repricing dates are as follows:

### 28. 借款(續)

本集團銀行借款及其他借款承擔利率變動風險及合約重新定價日期如下：

		2020	2019
6 months or less	6個月內	7,154,698	2,142,604
6–12 months	6至12個月	1,466,760	2,721,000
More than 12 months	12個月以上	2,659,500	1,035,000
		<b>11,280,958</b>	5,898,604

### 29. DEFERRED REVENUE

### 29. 遞延收入

		Deferred government grant 遞延政府補貼
At 1 January 2019	於2019年1月1日	120,136
Addition	添置	59,233
Credited to the consolidated statement of profit or loss	於合併損益表記賬	(17,104)
At 31 December 2019	於2019年12月31日	162,265
Addition	添置	5,397
Credited to the consolidated statement of profit or loss	於合併損益表記賬	(16,759)
Disposal of subsidiaries	出售附屬公司	(90,753)
At 31 December 2020	於2020年12月31日	60,150

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 30. DEFERRED INCOME TAX

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 relate to income taxed levied by the same taxation authority on either the taxable entity or different taxable entities where there is an interaction to settle the balances on a net basis. The offset amounts are as follows:

		2020	2019
Deferred tax assets:	遞延稅項資產：		
— Deferred tax asset to be recovered after more than 12 months	— 將於12個月後收回的遞延稅項資產	18,869	55,840
— Deferred tax asset to be recovered within 12 months	— 將於12個月內收回的遞延稅項資產	287,884	222,998
		<b>306,753</b>	278,838
Deferred tax liabilities:	遞延稅項負債：		
— Deferred tax liabilities to be settled after more than 12 months	— 將於12個月後支銷的遞延稅項負債	(33,649)	(25,938)
— Deferred tax liabilities to be settled within 12 months	— 將於12個月內支銷的遞延稅項負債	(11,487)	(6,209)
		<b>(45,136)</b>	(32,147)
<b>Deferred tax assets — net</b>	<b>遞延稅項資產 — 淨額</b>	<b>261,617</b>	246,691

The gross movement on the deferred income tax account is as follows:

遞延所得稅賬目的總變動如下：

		2020	2019
At 1 January	於1月1日	246,691	249,706
Credited/(charged) to the consolidated statement of profit or loss (Note 36)	於合併損益表記賬／(扣除)(附註36)	9,761	(3,015)
Acquisition of subsidiaries	收購附屬公司	9,864	—
Disposal of subsidiaries	出售附屬公司	(4,699)	—
At 31 December	於12月31日	<b>261,617</b>	246,691

Deferred taxation is calculated on temporary differences under the liability method using the tax rate and the tax base that is consistent with the expected manner of recovery or settlement for the year ended 31 December 2020.

遞延稅項採用負債法就暫時性差異按與截至2020年12月31日止年度預期收回或結算方式一致的稅率及稅基計算。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 30. DEFERRED INCOME TAX (continued)

The movement in deferred income tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction is as follows:

Deferred income tax assets:

### 30. 遞延所得稅(續)

年內遞延所得稅資產及負債(沒有計入在同一徵稅區內抵銷的結餘)的變動如下：

遞延所得稅資產：

		Tax losses	Temporary difference arising from expense recognition	Impairment provision of assets and provision of legal claims	Unrealised gains	Accelerated depreciation	Total
		稅項虧損	費用確認的暫時性差異	資產減值撥備及法律索償撥備	未變現收益	加速折舊	合計
At 1 January 2019	於2019年1月1日	12,285	140,618	22,757	83,273	54,173	313,106
(Charged)/credited to the consolidated statement of profit or loss	於合併損益表(扣除)/記賬	(11,334)	(5,348)	(551)	(10,210)	41,671	14,228
At 31 December 2019	於2019年12月31日	951	135,270	22,206	73,063	95,844	327,334
(Charged)/credited to the consolidated statement of profit or loss	於合併損益表(扣除)/記賬	(239)	15,533	1,209	(3,853)	55,416	68,066
Acquisition of subsidiaries (Note 43)	收購附屬公司(附註43)	14,464	4,421	-	-	-	18,885
At 31 December 2020	於2020年12月31日	15,176	155,224	23,415	69,210	151,260	414,285

The Directors are of opinion that accumulated tax losses of RMB923 million and unused temporary differences arising from impairment provision of assets of RMB1,699 million as at 31 December 2020 (31 December 2019: RMB782 million and RMB1,687 million) were unlikely to be utilised, therefore no deferred income tax assets were recognised in this regard. Tax loss amounting to RMB12 million (2019: RMB9 million), RMB13 million (2019: RMB12 million), RMB17 million (2019: RMB63 million), RMB580 million (2019: RMB90 million) and RMB301 million (2019: RMB608 million) will expire in 2021, 2022, 2023, 2024 and 2025 (2019: 2020, 2021, 2022, 2023 and 2024) respectively.

董事們認為，於2020年12月31日，人民幣9.23億元的累計稅項虧損及人民幣16.99億元資產減值撥備產生的未動用暫時性差異(2019年12月31日：人民幣7.82億元及人民幣16.87億元)將不大可能被使用，因此，並無就此確認遞延所得稅資產。人民幣1,200萬元(2019年：人民幣900萬元)、人民幣1,300萬元(2019年：人民幣1,200萬元)、人民幣1,700萬元(2019年：人民幣6,300萬元)、人民幣5.80億元(2019年：人民幣9,000萬元)及人民幣3.01億元(2019年：人民幣6.08億元)的稅項虧損將分別於2021年、2022年、2023年、2024年及2025年(2019年：2020年、2021年、2022年、2023年及2024年)屆滿。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

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### 30. DEFERRED INCOME TAX (continued)

Deferred income tax liabilities:

		Fair value gains 公允價值收益	Capitalised interest 資本化利息	Depreciation differences 折舊差異	Total 合計
At 1 January 2019	於2019年1月1日	(24,825)	(38,575)	-	(63,400)
Credited/(charged) to the consolidated statement of profit or loss	於合併損益表記賬/(扣除)	7,711	(7,835)	(17,119)	(17,243)
At 31 December 2019	於2019年12月31日	(17,114)	(46,410)	(17,119)	(80,643)
Credited/(charged) to the consolidated statement of profit or loss	於合併損益表記賬/(扣除)	7,715	(16,497)	(54,222)	(63,004)
Acquisition of subsidiaries (Note 43)	收購附屬公司(附註43)	(9,021)	-	-	(9,021)
At 31 December 2020	於2020年12月31日	(18,420)	(62,907)	(71,341)	(152,668)

### 30. 遞延所得稅(續)

遞延所得稅負債：

### 31. OTHER GAINS — NET

		2020	2019
Government grants	政府補貼	53,267	82,260
Fair value gains of financial assets at fair value through profit or loss	按公允價值計量且其變動計入 損益表之金融資產之 公允價值收益	7,253	210,754
Investment income from financial assets at fair value through profit or loss	按公允價值計量且其變動計入 損益表之金融資產之投資收入	264,646	227,330
Gains on disposal of financial assets at fair value through other comprehensive income (Note 41)	出售按公允價值計量且其變動 計入其他綜合收益之 金融資產之收益(附註41)	674	-
Investment income from structured bank deposits	結構性銀行存款之投資收入	40,445	44,503
(Losses)/gains on disposal of property, plant and equipment (Note 41)	出售物業、廠房及設備之 (虧損)/收益(附註41)	(24,621)	119,925
Losses on disposal of investment properties (Note 8)	出售投資物業之虧損(附註8)	(993)	(7,017)
Gains on disposal of subsidiaries (Note 42)	出售附屬公司之收益 (附註42)	193,771	-
Gains of raw materials and by-products	原材料及副產品之收益	6,685	16,790
Other foreign exchange gains — net (Note 37)	其他匯兌收益 — 淨額 (附註37)	42,405	13,040
Losses on derecognition of notes receivable	應收票據終止確認之虧損	(147,141)	(116,970)
Others, net	其他，淨額	3,007	29,181
<b>Total other gains — net</b>	<b>其他收益 — 淨額合計</b>	<b>439,398</b>	<b>619,796</b>

### 31. 其他收益 — 淨額

## Notes to the Consolidated Financial Statements (Continued)

### 合併財務報表附註(續)

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#### 32. OTHER INCOME

#### 32. 其他收入

		2020	2019
Interest income from loan receivables	應收貸款之利息收入	112,287	89,094
Dividend income from financial assets at fair value through other comprehensive income (Note 41)	按公允價值計量且其變動計入其他綜合收益之金融資產之股息收入(附註41)	11,865	82,092
Rental income from investment properties (Note 8)	投資物業之租金收入(附註8)	6,719	10,645
Interest income from financial assets at fair value through other comprehensive income (Note 41)	按公允價值計量且其變動計入其他綜合收益之金融資產之利息收入(附註41)	4,063	5,278
Others	其他	16	30
<b>Total</b>	<b>合計</b>	<b>134,950</b>	<b>187,139</b>



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 33. EXPENSES BY NATURE

### 33. 按性質呈列的開支

		2020	2019
Employee benefit expense (Note 34)	僱員福利開支(附註34)	1,075,033	1,118,634
Changes in inventories of finished goods and work in progress	製成品及在製品的存貨變動	134,909	(68,793)
Raw materials used and cost of goods sold for trading	所用原材料及已售貿易貨品成本	33,632,174	35,362,477
Cost of properties sold	已銷售物業成本	27,583	85,600
Utilities	能源	1,288,848	1,526,999
Depreciation of property, plant and equipment (Note 6)	物業、廠房及設備折舊(附註6)	1,120,341	1,158,046
Amortisation of intangible assets (Note 9)	無形資產攤銷(附註9)	7,525	12,469
Depreciation of investment properties (Note 8)	投資物業折舊(附註8)	7,750	8,608
Depreciation of right-of-use assets (Note 7)	使用權資產折舊(附註7)	20,975	17,768
(Reversal of)/provision for impairment of trade receivables and contract assets (Note 18)	應收貿易賬款及合約資產減值之(撥回)/撥備(附註18)	(3,784)	10,126
Provision for/(reversal of) impairment of prepayments, deposits and other receivables (Note 19)	預付款項、按金及其他應收賬款減值之撥備/(撥回)(附註19)	2,956	(4,895)
Tax	稅項	128,697	134,432
Research and technical consulting fee	研究及技術諮詢費	70,554	80,065
Rental fee (Note 7)	租金費用(附註7)	2,020	8,051
Auditors' remuneration	核數師酬金		
— Audit services	— 核數服務	4,549	4,550
— Non-audit services	— 非核數服務	623	570
Export fee	出口費用	855	4,188
Others	其他	129,167	166,931
<b>Total</b>	<b>合計</b>	<b>37,650,775</b>	<b>39,625,826</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

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### 34. EMPLOYEE BENEFIT EXPENSE

### 34. 僱員福利開支

		2020	2019
Staff costs (including directors' emoluments)	僱員成本(包括董事酬金)		
— Salaries and welfare	— 薪金及福利	931,991	996,728
— Pension costs — defined contribution plans (a)	— 退休金成本 — 定額供款計劃(a)	143,042	121,906
		<b>1,075,033</b>	1,118,634

#### (a) Pensions — defined contribution plans

The employees of the subsidiaries of the Group that are incorporated in the PRC participate in defined contribution retirement benefit plans organised by the relevant provincial government. For the years ended 31 December 2020 and 2019, the Group is required to make monthly defined contributions to these plans at rates from 10% to 20%, with the base of their total salary subject to a certain ceiling.

The Group has no other obligations for the payment of pension and other post-retirement benefits of employees or retirees other than the payments disclosed in the above note.

#### (b) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year include four (2019: four) directors whose emoluments are reflected in the analysis of Note 49. The emoluments of the remaining one (2019: one) highest paid individual for the year ended 31 December 2020 are as follows:

#### (a) 退休金 — 定額供款計劃

本集團於中國註冊成立的附屬公司的僱員參與有關省政府組織的定額供款統籌退休福利計劃。截至2020年及2019年12月31日止年度，本集團按僱員薪金總額10%至20%每月向該等計劃作出定額供款，惟受若干上限所限。

除以上附註所披露的款項外，本集團並無向僱員或退休人士支付退休金及給予其他退休後福利的其他責任。

#### (b) 五名最高薪酬人士

本年度本集團五位最高薪酬人士包括四位(2019年：四位)董事，其酬金已於附註49的分析中呈列。截至2020年12月31日止年度內支付予其餘一位(2019年：一位)最高薪人士的酬金如下：

		2020	2019
Salaries, allowances and other benefits	薪金、津貼及其他福利	3,833	1,593
Retirement benefits scheme contributions	退休福利計劃供款	22	16
		<b>3,855</b>	1,609

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

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### 34. EMPLOYEE BENEFIT EXPENSE (continued)

#### (b) Five highest paid individuals (continued)

The remuneration fell within the following bands:

		Number of individuals 人數	
		2020	2019
HK\$1,500,001 to HK\$2,000,000 (approximately RMB1,303,001 to RMB1,737,000)	1,500,001 港元至 2,000,000 港元 (約人民幣 1,303,001 元至 人民幣 1,737,000 元)	–	1
HK\$4,000,001 to HK\$4,500,000 (approximately RMB3,475,001 to RMB3,909,000)	4,000,001 港元至 4,500,000 港元 (約人民幣 3,475,001 元至 人民幣 3,909,000 元)	1	–

During the year ended 31 December 2020, no emoluments were paid by the Group to any of the Directors or the highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office.

### 34. 僱員福利開支(續)

#### (b) 五名最高薪酬人士(續)

酬金介乎以下範圍：

於截至2020年12月31日止年度內，本集團並無向任何董事們或五位最高薪酬人士支付酬金，作為加入本集團或加盟本集團後之報酬或作為離職補償。

### 35. FINANCE INCOME AND COSTS

		2020	2019
Interest expenses	利息費用		
— borrowings	— 借款	(362,471)	(135,955)
— lease liabilities (Note 7)	— 租賃負債(附註7)	(4,653)	(4,790)
Net foreign exchange gains/(losses) on borrowings and dividends payable (Note 37)	借款及應付股息的匯兌收益/(虧損)淨額(附註37)	102,242	(51,965)
Finance costs	財務成本	(264,882)	(192,710)
Less: amounts capitalised as qualifying assets	減：合資格資產資本化金額	90,794	49,380
Total finance costs (Note 41)	財務成本總額(附註41)	(174,088)	(143,330)
Interest income	利息收入		
— bank deposits	— 銀行存款	153,745	69,127
— other receivables and amounts due from related parties	— 其他應收賬款及應收關聯方款項	10,055	4,621
Total finance income (Note 41)	財務收入總額(附註41)	163,800	73,748
Finance costs — net	財務成本 — 淨額	(10,288)	(69,582)

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 36. INCOME TAX EXPENSE

### 36. 所得稅費用

		2020	2019
Current income tax	當期所得稅		
— PRC enterprise income tax (the “EIT”)	— 中國企業所得稅 (「企業所得稅」)	291,952	772,928
— Singapore profit tax	— 新加坡利得稅	7,802	21,926
Deferred income tax (Note 30)	遞延所得稅(附註30)	(9,761)	3,015
		<b>289,993</b>	<b>797,869</b>

The Company was incorporated in Bermuda as an exempted company with limited liability under the Companies Act 1981 of Bermuda and, accordingly, is exempted from payment of Bermuda income tax.

本公司根據百慕達1981年公司法在百慕達註冊成立為獲豁免有限責任公司，故獲豁免繳付百慕達所得稅。

The subsidiaries directly held by the Company were incorporated in BVI with limited liability under the International Business Companies Act Chapter 291 and, accordingly, are exempted from payment of BVI income tax.

本公司直接持有的附屬公司根據國際商業公司法第291章在英屬維爾京群島註冊成立為有限責任公司，故獲豁免繳付英屬維爾京群島所得稅。

No Hong Kong profits tax has been provided since the Company and the subsidiaries traded or incorporated in Hong Kong do not have assessable taxable profits during the year ended 31 December 2020 after utilising accumulated tax losses (2019: nil).

由於在動用累計稅項虧損後，於香港進行貿易或註冊成立的本公司及附屬公司於截至2020年12月31日止年度內並無應課稅利潤，故並沒有計提香港利得稅(2019年：無)。

China Oriental Singapore has been awarded the “Global Trader Programme” status since 1 April 2011 and continued to be awarded from 1 January 2019 for 5 years. Income from qualifying transactions will be taxed at the concessionary corporate tax rate of 10%, subject to China Oriental Singapore meeting certain terms and conditions as stated in the letter issued by International Enterprise Singapore.

中國東方新加坡自2011年4月1日起獲得「環球貿易商計劃」地位，並繼續獲得，自2019年1月1日起生效5年。根據中國東方新加坡達到新加坡國際企業發展局發出的函件內所列的若干條款及條件，合資格的交易之收入將按特許企業稅率10%徵稅。

The PRC EIT is calculated based on the statutory profit of subsidiaries incorporated in the Mainland China in accordance with the PRC tax laws and regulations, after adjustments on certain income and expense items which are non-taxable or non-deductible for income tax purposes. The EIT rate applicable to the subsidiaries incorporated in the Mainland China is 25% (2019: 25%) except for Zhongjin Leasing, Zhonghuo Leasing and Jinxi Heavy Industry.

中國企業所得稅乃基於根據中國稅務法律及條例在中國大陸註冊成立的附屬公司的法定溢利，於調整若干毋須課稅或不可扣減所得稅的收入及費用項目後計算。適用於在中國大陸註冊成立的附屬公司的企業所得稅稅率為25%(2019年：25%)，除中津融資、中霍融資及津西重工外。

## Notes to the Consolidated Financial Statements (Continued)

### 合併財務報表附註(續)

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#### 36. INCOME TAX EXPENSE (continued)

Zhongjin Leasing qualified as a key encouraged industry enterprise and was established in an economically difficult zone. Approved by local tax authority in 2017, Zhongjin Leasing was entitled to a four-year full tax exemption from 2017 to 2020. As at 31 December 2020, the effective tax rate of Zhongjin Leasing was nil (2019: nil).

Zhonghuo Leasing qualified as a key encouraged industry enterprise and was established in an economically difficult zone. Approved by local tax authority in 2020, Zhonghuo Leasing was entitled to a five-year full tax exemption from 2020 to 2024. As at 31 December 2020, the effective tax rate of Zhonghuo Leasing was nil.

Jinxi Heavy Industry obtained the High-tech Enterprise Certificate and as a high-tech enterprise, subject to an enterprise income tax rate of 15% from 2020 to 2022.

According to the applicable PRC tax regulations, dividends distributed by a company established in the Mainland China to a foreign investor with respect to profits derived after 1 January 2008 are generally subject to withholding tax ("WHT") at rate of 10%. If a foreign investor incorporated in Hong Kong meets the conditions and requirements under the double taxation treaty arrangement entered into between the Mainland China and Hong Kong, the relevant rate of WHT will be reduced from 10% to 5%. During the year ended 31 December 2020, the distribution of dividends among Jinxi Limited and certain foreign subsidiaries of the Group was subject to WHT at rate of 5% and 10%.

#### 36. 所得稅費用(續)

中津融資作為重點鼓勵產業企業，成立於經濟下行地區。中津融資於2017年獲得當地稅務機關批准，由2017年至2020年享有4年全額豁免所得稅。於2020年12月31日，中津融資的實際稅率為零(2019年：零)。

中霍融資作為重點鼓勵產業企業，成立於經濟下行地區。中霍融資於2020年獲得當地稅務機關批准，由2020年至2024年享有5年全額豁免所得稅。於2020年12月31日，中霍融資的實際稅率為零。

津西重工已取得高新技術企業證書，作為一家高新技術企業，由2020年至2022年按15%稅率繳納企業所得稅。

根據適用的中國稅務法規，在中國大陸設立的公司向海外投資者分派於2008年1月1日後產生的溢利相關股息，一般應按10%稅率繳納預扣稅(「預扣稅」)。倘在香港註冊成立的外國投資者符合中國大陸與香港之間訂立的避免雙重課稅協定安排下的條件及要求，相關的預扣稅稅率將從10%降至5%。於截至2020年12月31日止年度內，津西鋼鐵與本集團若干海外附屬公司之間的股息分派按5%及10%稅率繳納預扣稅。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

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### 36. INCOME TAX EXPENSE (continued)

The taxation on the Group's profit before taxation differs from the theoretical amount that would arise using the weighted average applicable tax rate of 24.45% (2019: 23.77%) to respective profits of the consolidated entities for the years ended 31 December 2020 and 2019 as follows:

### 36. 所得稅費用(續)

本集團除稅前溢利的稅項於截至2020年及2019年12月31日止年度合併實體的溢利因採用加權平均適用稅率24.45% (2019年：23.77%)計算的理論總額的差異分別如下：

		2020	2019
Profit before taxation	除稅前溢利	1,910,920	4,064,794
Taxation calculated at statutory tax rate	按法定稅率計算的稅項	467,169	966,394
Tax exemption of subsidiaries established in specific area	成立於特定地區的附屬公司之稅項豁免	(100,526)	(123,977)
Temporary differences and tax losses for which no deferred income tax asset was recognised	未確認遞延所得稅資產的暫時性差異及稅項虧損	15,485	10,314
Withholding tax on dividends from subsidiaries	附屬公司之股息之預扣稅	29,503	102,044
Utilisation of previously unrecognised tax losses and temporary differences	動用過往未確認之稅項虧損及暫時性差異	(38,700)	(54,538)
Withholding tax on intra-group interest	集團內部利息之預扣稅	287	527
Effect of non-taxable income	毋須課稅收入之影響	(83,001)	(99,954)
Effect of non-deductible expenses	不可扣減費用之影響	1,377	2,061
Deductible investment in environmental protection equipment	可扣減的環保設備投資	—	(5,002)
Deductible value-added tax rebate	可扣減增值稅退稅	(1,601)	—
		289,993	797,869

### 37. NET FOREIGN EXCHANGE GAINS/(LOSSES)

The exchange differences credited in the consolidated statement of profit or loss included the followings:

### 37. 匯兌收益／(虧損)淨額

於合併損益表記賬之匯兌差異載列如下：

		2020	2019
Other gains — net (Note 31)	其他收益 — 淨額(附註31)	42,405	13,040
Finance costs — net (Note 35)	財務成本 — 淨額(附註35)	102,242	(51,965)
		144,647	(38,925)



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 38. LOSSES FROM DERIVATIVE FINANCIAL INSTRUMENTS

### 38. 衍生金融工具之虧損

		2020	2019
Investment losses from foreign currency forward contracts (a)	外幣遠期合約之投資虧損(a)	(94,169)	(19,639)
Investment gains from foreign currency, interest rate and iron ore swap contracts (b)	外幣、利率及鐵礦石掉期合約之投資收益(b)	—	1,646
Investment losses from iron ore, hot rolled steel coil and alloy future contracts (c)	鐵礦石、熱軋鋼卷及合金期貨合約之投資虧損(c)	(55,168)	(94,095)
Investment (losses)/gains from rebar and coke future option contracts (d)	螺紋鋼及焦炭期貨期權合約之投資(虧損)/收益(d)	(1,311)	427
<b>Total</b>	<b>合計</b>	<b>(150,648)</b>	<b>(111,661)</b>

During the year ended 31 December 2020, the Group entered into certain foreign currency forward contracts and certain iron ore future contracts so as to reduce the impact of the volatility of the RMB exchange rate against USD and volatility of the iron ore price respectively.

於截至2020年12月31日止年度內，本集團已訂定若干外幣遠期合約及若干鐵礦石期貨合約以分別減少人民幣兌美元匯率波動及鐵礦石價格波動的影響。

(a) As at 31 December 2020, realised losses amounted to RMB91.5 million and unrealised losses amounted to RMB2.7 million (2019: realised losses amounted to RMB17.3 million and unrealised losses amounted to RMB2.3 million) were derived from foreign currency forward contracts. A derivative financial liability of RMB2.7 million was recognised on balance sheet as at 31 December 2020 accordingly.

(a) 於2020年12月31日，外幣遠期合約產生人民幣9,150萬元已確認虧損及人民幣270萬元未確認虧損(2019年：人民幣1,730萬元已確認虧損及人民幣230萬元未確認虧損)。因此，於2020年12月31日，人民幣270萬元的衍生金融負債於資產負債表中確認。

(b) As at 31 December 2020, no realised gains or losses (2019: realised gains amounted to RMB1.6 million) was derived from foreign currency, interest rate and iron ore swap contracts.

(b) 於2020年12月31日，外幣、利率及鐵礦石掉期合約並無已確認收益或虧損(2019年：人民幣160萬元已確認收益)。

(c) As at 31 December 2020, realised losses amounted to RMB53.8 million and unrealised losses amounted to RMB1.4 million (2019: realised losses amounted to RMB82.0 million and unrealised losses amounted to RMB12.1 million) were derived from iron ore, hot rolled steel coil and alloy future contracts. A derivative financial liability of RMB1.4 million was recognised on balance sheet as at 31 December 2020 accordingly.

(c) 於2020年12月31日，鐵礦石、熱軋鋼卷及合金期貨合約產生人民幣5,380萬元已確認虧損及人民幣140萬元未確認虧損(2019年：人民幣8,200萬元已確認虧損及人民幣1,210萬元未確認虧損)。因此，於2020年12月31日，人民幣140萬元的衍生金融負債於資產負債表中確認。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 38. LOSSES FROM DERIVATIVE FINANCIAL INSTRUMENTS (continued)

- (d) As at 31 December 2020, realised losses amounted to RMB1.3 million (2019: realised gains amounted to RMB0.4 million) was derived from rebar and coke future option contracts.

### 38. 衍生金融工具之虧損(續)

- (d) 於2020年12月31日，螺紋鋼及焦炭期貨期權合約產生人民幣130萬元已確認虧損(2019年：人民幣40萬元已確認收益)。

### 39. EARNINGS PER SHARE

#### Basic

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the year.

### 39. 每股收益

#### 基本

每股基本收益乃根據本公司權益持有者應佔溢利除以年內已發行普通股的加權平均數而計算。

		2020	2019
Profit attributable to owners of the Company	本公司權益持有者應佔溢利	1,586,173	3,210,309
Weighted average number of ordinary shares in issue (thousands)	已發行普通股的加權平均數(千股)	3,722,569	3,722,569
Basic earnings per share (RMB per share)	每股基本收益(每股人民幣元)	0.43	0.86

#### Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. As at 31 December 2020 and 2019, the Company did not have any dilutive potential ordinary shares.

#### 稀釋

每股稀釋收益乃在假設所有可稀釋的潛在普通股被兌換後，透過調整已發行普通股的加權平均股數計算。於2020年及2019年12月31日，本公司沒有任何可稀釋的潛在普通股。

		2020	2019
Profit attributable to owners of the Company	本公司權益持有者應佔溢利	1,586,173	3,210,309
Weighted average number of ordinary shares and potential ordinary shares issued as the denominator in calculating diluted earnings per share (thousands)	計算每股稀釋收益時作為分母的已發行普通股及潛在普通股的加權平均數(千股)	3,722,569	3,722,569
Diluted earnings per share (RMB per share)	每股稀釋收益(每股人民幣元)	0.43	0.86

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 40. DIVIDENDS

### 40. 股息

		2020	2019
Interim, paid (a) (b)	中期，已付(a)(b)	224,276	504,428
Final, paid (c)	末期，已付(c)	–	302,185
Final, proposed (d)	末期，建議(d)	157,312	–

(a) At the Board meeting held on 31 August 2020, the Board proposed an interim dividend of HK\$186.1 million (approximately RMB160.2 million), representing HK\$0.05 per ordinary share and a special dividend of HK\$74.5 million (approximately RMB64.1 million), representing HK\$0.02 per ordinary share in respect of the six months ended 30 June 2020. The proposed dividend was paid during the year ended 31 December 2020.

(b) At the board meeting held on 29 August 2019, the Board proposed an interim dividend of HK\$372.3 million (approximately RMB336.3 million), representing HK\$0.10 per ordinary share and a special dividend of HK\$186.1 million (approximately RMB168.1 million), representing HK\$0.05 per ordinary share in respect of the six months ended 30 June 2019. The proposed dividend was paid during the year ended 31 December 2019.

(c) At the Board meeting held on 31 March 2020, the Board proposed a final dividend of HK\$335.0 million (approximately RMB302.2 million), representing HK\$0.09 per ordinary share in respect of the year ended 31 December 2019. The proposed dividend was approved by the shareholders of the Company on the Annual General Meeting of the Company dated 5 June 2020 and was paid during the year ended 31 December 2020.

(d) At the board meeting held on 31 March 2021, the Board proposed a final dividend of HK\$186.1 million (approximately RMB157.3 million), representing HK\$0.05 per ordinary share in respect of the year ended 31 December 2020.

(a) 於2020年8月31日舉行的董事局會議上，董事局建議就截至2020年6月30日止六個月派發中期股息1.861億港元(約人民幣1.602億元)(即每股普通股0.05港元)及特別股息7,450萬港元(約人民幣6,410萬元)(即每股普通股0.02港元)。此建議派發的股息已於截至2020年12月31日止年度內支付。

(b) 於2019年8月29日舉行的董事局會議上，董事局建議就截至2019年6月30日止六個月派發中期股息3.723億港元(約人民幣3.363億元)(即每股普通股0.10港元)及特別股息1.861億港元(約人民幣1.681億元)(即每股普通股0.05港元)。此建議派發的股息已於截至2019年12月31日止年度內支付。

(c) 於2020年3月31日舉行的董事局會議上，董事局建議就截至2019年12月31日止年度派發末期股息3.350億港元(約人民幣3.022億元)(即每股普通股0.09港元)。此建議派發的股息於2020年6月5日舉行的本公司股東週年大會上經本公司的股東通過及已於截至2020年12月31日止年度內支付。

(d) 於2021年3月31日舉行的董事局會議上，董事局建議就截至2020年12月31日止年度派發末期股息1.861億港元(約人民幣1.573億元)(即每股普通股0.05港元)。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 41. CASH GENERATED FROM OPERATIONS

### 41. 產生自經營的現金

(a) Reconciliation of profit before income tax to cash generated from operations is as follows:

(a) 除所得稅前溢利與產生自經營的現金的對賬如下：

		2020	2019
Profit before income tax	除所得稅前溢利	1,910,920	4,064,794
Adjustments for:	調整：		
Depreciation of property, plant and equipment (Notes 6, 33)	物業、廠房及設備折舊 (附註6、33)	1,120,341	1,158,046
Depreciation of investment properties (Notes 8, 33)	投資物業折舊 (附註8、33)	7,750	8,608
Depreciation of right-of-use assets (Notes 7, 33)	使用權資產折舊 (附註7、33)	20,975	17,768
Amortisation of intangible assets (Notes 9, 33)	無形資產攤銷 (附註9、33)	7,525	12,469
Amortisation of deferred revenue (Note 29)	遞延收入攤銷 (附註29)	(16,759)	(17,104)
Losses/(gains) on disposal of property, plant and equipment (Note 31)	出售物業、廠房及設備之虧損／(收益)(附註31)	24,621	(119,925)
Losses on disposal of investment properties (Note 31)	出售投資物業之虧損 (附註31)	993	7,017
(Reversal of)/provision for impairment of trade receivables and contract assets (Notes 18, 33)	應收貿易賬款及合約資產減值之(撥回)／撥備 (附註18、33)	(3,784)	10,126
Provision for/(reversal of) impairment of prepayments, deposits and other receivables (Notes 19, 33)	預付款項、按金及其他應收賬款減值之撥備／(撥回) (附註19、33)	2,956	(4,895)
Reversal of impairment of loan receivables (Note 20)	應收貸款減值之撥回 (附註20)	(5)	—
Share of results of associates and a joint venture (Note 11)	應佔聯營公司及一間合營企業業績(附註11)	1,341	(50,704)
Gain on disposal of subsidiaries (Note 31)	出售附屬公司之收益 (附註31)	(193,771)	—
Gain on disposal of financial assets at fair value through other comprehensive income (Note 31)	出售按公允價值計量且其變動計入其他綜合收益之金融資產之收益(附註31)	(674)	—
Losses from derivative financial instruments (Note 38)	衍生金融工具之虧損 (附註38)	150,648	111,661
Dividend income from financial assets at fair value through other comprehensive income (Note 32)	按公允價值計量且其變動計入其他綜合收益之金融資產之股息收入(附註32)	(11,865)	(82,092)
Interest income from financial assets at fair value through other comprehensive income (Note 32)	按公允價值計量且其變動計入其他綜合收益之金融資產之利息收入(附註32)	(4,063)	(5,278)

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 41. CASH GENERATED FROM OPERATIONS (continued)

- (a) Reconciliation of profit before income tax to cash generated from operations is as follows: (continued)

### 41. 產生自經營的現金 (續)

- (a) 除所得稅前溢利與產生自經營的現金的對賬如下：(續)

		2020	2019
Interest income from loan receivables (Note 32)	應收貸款之利息收入 (附註32)	(112,287)	(89,094)
Fair value gains of financial assets at fair value through profit or loss (Note 31)	按公允價值計量且其變動計入損益表之金融資產之公允價值收益 (附註31)	(7,253)	(210,754)
Investment income from financial assets at fair value through profit or loss (Note 31)	按公允價值計量且其變動計入損益表之金融資產之投資收入 (附註31)	(264,646)	(227,330)
Other foreign exchange gains — net (Notes 31, 37)	其他匯兌收益 — 淨額 (附註31、37)	(42,405)	(13,040)
Finance income (Note 35)	財務收入 (附註35)	(163,800)	(73,748)
Finance costs (Note 35)	財務成本 (附註35)	174,088	143,330
Increase in inventories, properties under development and held for sale and investment properties	存貨、發展中及持作出售物業及投資物業增加	(781,381)	(884,814)
Increase in trade and notes receivables, prepayments, deposits and other receivables	應收貿易賬款及票據、預付款項、按金及其他應收賬款增加	(2,268,299)	(2,407,811)
Increase in amounts due from related parties	應收關聯方款項增加	(102,222)	(850)
Increase in restricted bank balances	受限制銀行結餘增加	(708,028)	(585,047)
Increase in trade payables, accruals, advances from customers and other current liabilities	應付貿易賬款、預提費用、預收客戶款項及其他流動負債增加	1,329,778	914,469
Increase/(decrease) in amounts due to related parties	應付關聯方款項增加/(減少)	12,386	(24,175)
Increase/(decrease) in contract liabilities	合約負債增加/(減少)	369,026	(151,738)
<b>Cash generated from operation</b>	<b>產生自經營的現金</b>	<b>452,106</b>	<b>1,499,889</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 41. CASH GENERATED FROM OPERATIONS

(continued)

(b) Major non-cash transactions:

Except the major non-cash transactions disclosed elsewhere in these consolidated financial statements, the Group endorsed bank acceptance notes to suppliers for purchase of property, plant and equipment amounting to approximately RMB1,213 million (2019: approximately RMB1,862 million) for the year ended 31 December 2020.

(c) In the consolidated statement of cash flows, proceeds from sales of property, plant and equipment comprised:

### 41. 產生自經營的現金

(續)

(b) 主要非現金交易：

除本合併財務報表其他部份所披露的主要非現金交易外，截至2020年12月31日止年度，本集團就購買物業、廠房及設備向供應商背書銀行承兌匯票約人民幣12.13億元（2019年：約人民幣18.62億元）。

(c) 於合併現金流量表內，出售物業、廠房及設備所得款項包括：

		2020	2019
Net book amount of property, plant and equipment disposed (Note 6)	出售物業、廠房及設備的賬面淨值(附註6)	56,526	157,150
(Losses)/gains on disposals of property, plant and equipment (Note 31)	出售物業、廠房及設備之(虧損)/收益(附註31)	(24,621)	119,925
Non-cash assets received	已收非現金資產	(31,792)	(85,061)
Cash proceeds from disposal of property, plant and equipment	出售物業、廠房及設備所得現金	113	192,014

Non-cash assets received mainly represented bank acceptance notes and other receivables received from deductions of property, plant and equipment.

收取的非現金資產主要指就物業、廠房及設備減少而收取的銀行承兌匯票及其他應收賬款。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註 (續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 41. CASH GENERATED FROM OPERATIONS (continued)

(d) Reconciliation of liabilities arising from financing activities is as follows:

		Borrowings (Non-current) 借款 (非流動)	Borrowings (Current) 借款 (流動)	Loans from related parties (Current) 關聯方貸款 (流動)	Lease liabilities (Non-current) 租賃負債 (非流動)	Lease liabilities (Current) 租賃負債 (流動)	National debt repurchase 國債回購	Total 合計
<b>At 1 January 2019</b>	<b>於2019年1月1日</b>	162,000	2,603,357	23,931	81,702	3,622	-	2,874,612
Cash flows	現金流量							
— Inflow from financing activities	— 融資活動流入	2,130,133	14,675,380	13,024	-	-	398,292	17,216,829
— Outflow from financing activities	— 融資活動流出	-	(13,707,344)	-	-	(15,048)	(331,393)	(14,053,785)
Non-cash changes	非現金變動							
— Recognition of right-of-use assets	— 確認使用權資產	-	-	-	22,490	6,896	-	29,386
— Reclassification	— 重分類	(982,005)	982,005	-	(19,621)	19,621	-	-
— Increase in future finance charges on leases	— 租賃之未來融資費用增加	-	-	-	4,790	-	-	4,790
Currency translations	貨幣換算	8,571	26,507	80	1,300	64	-	36,522
<b>At 31 December 2019</b>	<b>於2019年12月31日</b>	1,318,699	4,579,905	37,035	90,661	15,155	66,899	6,108,354

		Borrowings (Non-current) 借款 (非流動)	Borrowings (Current) 借款 (流動)	Loans from related parties (Current) 關聯方貸款 (流動)	Lease liabilities (Non-current) 租賃負債 (非流動)	Lease liabilities (Current) 租賃負債 (流動)	National debt repurchase 國債回購	Total 合計
<b>At 31 December 2019</b>	<b>於2019年12月31日</b>	1,318,699	4,579,905	37,035	90,661	15,155	66,899	6,108,354
Cash flows	現金流量							
— Inflow from financing activities	— 融資活動流入	2,285,000	19,470,558	3,733	-	-	1,216,493	22,975,784
— Outflow from financing activities	— 融資活動流出	-	(16,619,117)	-	-	(14,076)	(1,048,692)	(17,681,885)
Non-cash changes	非現金變動							
— Reclassification	— 重分類	(717,424)	717,424	-	(18,251)	18,251	-	-
— Increase in future finance charges on leases	— 租賃之未來融資費用增加	-	-	-	4,653	-	-	4,653
— Addition from acquiring subsidiaries	— 收購附屬公司增加	-	340,300	29,904	-	-	-	370,204
— Decrease from disposal of subsidiaries	— 出售附屬公司減少	-	(5,000)	-	(163)	(1,476)	-	(6,639)
Currency translations	貨幣換算	(9,327)	(80,060)	354	-	-	-	(89,033)
<b>At 31 December 2020</b>	<b>於2020年12月31日</b>	2,876,948	8,404,010	71,026	76,900	17,854	234,700	11,681,438

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 42. DISPOSAL OF SUBSIDIARIES

Pursuant to a sell and purchase agreement dated 7 July 2020, the Group agreed to sell its 31% equity holdings of Dongfang Jingyuan (the Group originally held 51% of its equity), to a third party at a consideration of RMB108.5 million and consequently lost the control of Dongfang Jingyuan and its subsidiaries.

Net assets disposed with reconciliation of disposal gains and cash outflow are as follows:

#### Net assets disposed of comprise:

### 42. 出售附屬公司

根據一份日期為2020年7月7日的買賣協議，本集團同意以代價人民幣1.085億元向一名第三方出售其所持有東方晶源之31%股權(本集團原持有其51%股權)，並因此失去對東方晶源及其附屬公司的控制權。

所出售淨資產與出售收益及現金流出的對賬如下：

#### 所出售淨資產包括：

		7 July 2020 Unaudited 2020年 7月7日 未經審核
Cash and cash equivalents	現金及現金等價物	48,827
Property, plant and equipment	物業、廠房及設備	2,308
Right-of-use assets	使用權資產	1,688
Intangible assets	無形資產	64,829
Inventories	存貨	65,925
Receivables	應收款項	11,142
Payables	應付款項	(219,662)
Bank borrowings	銀行借款	(5,000)
Group's share of net liabilities	本集團應佔淨負債	(29,943)
Group's share of net liabilities disposed	本集團應佔所出售淨負債	(15,271)
Fair value of an associate	一間聯營公司之公允價值	70,000
Consideration received from disposal	自出售收取之代價	108,500
Gain on disposal of subsidiaries	出售附屬公司之收益	193,771
Total consideration	總代價	108,500
Less: cash and cash equivalents in the entity disposed	減：所出售實體之現金及現金等價物	(48,827)
Net cash inflow arising from disposal	產生自出售之現金流入淨額	59,673

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 43. BUSINESS COMBINATIONS NOT UNDER COMMON CONTROL

On 31 December 2020, the Group acquired 80% share equity of Chongqing Jodear, a company that manufacture and sales power equipment, at a consideration of approximately RMB260 million. The acquisition is expected to extend the Group's business chain vertically to the downstream power equipment industry. None of the goodwill recognised is expected to be deductible for income tax purposes.

The goodwill of approximately RMB138 million arises from a number of factors including achieving vertical integration with related industry and obtaining professional technical team in designing, manufacturing and constructing power equipment.

The following table summarises the consideration paid for Chongqing Jodear, and the amounts of the assets acquired and liabilities assumed recognised at the acquisition date.

### 43. 非共同控制的業務合併

於2020年12月31日，本集團以代價約人民幣2.60億元收購重慶江電的80%股權，該公司為一間製造及銷售電力設備的公司。該收購預期將擴大本集團的產業鏈縱向延伸至下游電力設備行業。已確認商譽就所得稅而言預期不可扣減。

約人民幣1.38億元的商譽源自多個因素，包括與相關行業實現垂直整合，以及獲得設計、製造及建造電力設備的專業技術團隊。

下表概述就重慶江電支付的代價，以及於收購日期確認的所購入資產及所承擔負債的金額。

		31 December 2020 2020年 12月31日
Purchase consideration	收購代價	260,000
<b>Recognised amounts of identifiable assets acquired and liabilities assumed</b>	<b>可識別資產及所承擔負債的已確認金額</b>	
Cash and cash equivalents	現金及現金等價物	141,386
Inventories	存貨	121,216
Property, plant and equipment	物業、廠房及設備	205,405
Right-of-use assets	使用權資產	115,125
Intangible assets: software	無形資產：軟件	571
Intangible assets: customer contracts	無形資產：客戶合約	5,400
Receivables	應收款項	413,942
Deferred income tax assets	遞延所得稅資產	18,885
Payables	應付款項	(519,693)
Deferred income tax liabilities	遞延所得稅負債	(9,021)
Short-term bank borrowings	短期銀行借款	(340,300)
Total identifiable net assets	可識別淨資產總值	152,916
Less: non-controlling interests	減：非控制性權益	(30,583)
Add: goodwill	加：商譽	137,667
		260,000

If the acquisition had occurred on 1 January 2020, consolidated pro-forma revenue and profit for the year ended 31 December 2020 would have been RMB39,670,118,000 and RMB1,608,911,000 respectively.

倘收購於2020年1月1日發生，截至2020年12月31日止年度的合併備考收入及溢利將分別為人民幣39,670,118,000元及人民幣1,608,911,000元。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 44. FINANCIAL GUARANTEE CONTRACTS

### 44. 財務擔保合約

		2020	2019
Guarantee for engineering and trading	為工程及貿易提供擔保	96,115	—

As at 31 December 2020, Chongqing Jodear provided guarantee for engineering and trading in favour of third parties amounted to approximately RMB96 million. The fair values of these financial guarantee contracts are not significant.

於2020年12月31日，重慶江電為第三方提供的工程及貿易擔保金額約人民幣9,600萬元。該等財務擔保合約的公允價值並不重大。

The Directors are of the view that such obligation will not cause an outflow of resources embodying economic benefits.

董事們認為該責任將不會造成經濟利益資源流出。

### 45. COMMITMENTS

### 45. 承擔

#### (a) Capital commitments

#### (a) 資本承擔

		2020	2019
Purchase of property, plant and equipment	購買物業、廠房及設備		
— Contracted but not provided for	— 已訂約但未撥備	594,632	2,643,877
— Authorised but not contracted for	— 已授權但未訂約	202,283	2,985,217
		796,915	5,629,094

#### (b) Commitments to properties under development

#### (b) 發展中物業之承擔

		2020	2019
Purchase of properties under development	購買發展中物業	88,957	39,387

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 45. COMMITMENTS (continued)

#### (c) Operating lease commitments

##### As lessor

The investment properties are leased to tenants under operating leases with various arrangements of rental payments. The minimum lease payments receivable on leases of investment properties are as follows:

		2020	2019
Within 1 year	1年內	7,265	7,542
Between 1 and 2 years	1至2年	6,531	7,265
Between 2 and 3 years	2至3年	6,130	6,531
Between 3 and 4 years	3至4年	4,714	6,130
Between 4 and 5 years	4至5年	3,095	4,714
Later than 5 years	5年以上	5,292	8,387
		<b>33,027</b>	40,569

### 45. 承擔(續)

#### (c) 經營租賃承擔

##### 作為出租人

投資物業根據經營租賃以不同租金付款安排租賃予租戶。投資物業租賃的最低應收租賃付款如下：

### 46. RELATED PARTY TRANSACTIONS

- (a) For the years ended 31 December 2020 and 2019, the Directors are of the view that the following companies and persons are related parties of the Group:

### 46. 關聯方交易

- (a) 截至2020年及2019年12月31日止年度，董事們認為以下公司及人士為本集團的關聯方：

Name 名稱	Relationship with the Group 與本集團的關係
Foshan Jin Lan Aluminium Company Limited ("Foshan Jin Lan") 佛山金蘭鋁廠有限公司(「佛山金蘭」)	Minority shareholder of Jinxi Jinlan 津西金蘭的少數股東
Foshan Jin Lan Nonferrous Metals Product Co., Ltd. ("Jin Lan Nonferrous Metals") 佛山金蘭有色金屬製品有限公司(「金蘭有色金屬」)	Foshan Jin Lan's subsidiary 佛山金蘭的附屬公司
Tangshan Fengnan Qu Jinxi Fenggang Iron and Steel Co., Ltd. ("Jinxi Fenggang") 唐山市豐南區津西豐鋼鋼鐵有限公司(「津西豐鋼」)	Chairman of the board of Jinxi Fenggang is Mr. Shen Xiaoling, a director of the Company 津西豐鋼董事局主席為本公司董事沈曉玲先生
Oriental Sheet Piling Sdn. Bhd. and its subsidiaries ("Oriental Sheet Piling")	Controlled by the same ultimate parent company of ArcelorMittal Holdings AG, an entity holds over 20% equity interests in the Company
Oriental Sheet Piling Sdn. Bhd. 及其附屬公司 (「Oriental Sheet Piling」)	由擁有本公司超過20%股權權益的實體 ArcelorMittal Holdings AG 的相同最終母公司控制

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 46. RELATED PARTY TRANSACTIONS (continued)

- (a) For the years ended 31 December 2020 and 2019, the Directors are of the view that the following companies and persons are related parties of the Group: (continued)

### 46. 關聯方交易(續)

- (a) 截至2020年及2019年12月31日止年度，董事們認為以下公司及人士為本集團的關聯方：(續)

Name 名稱	Relationship with the Group 與本集團的關係
Arcelor International Steel Trading (Shanghai) Co., Ltd. (“ <b>Arcelor International Trading</b> ”)	Controlled by the same ultimate parent company of ArcelorMittal Holdings AG, an entity holds over 20% equity interests in the Company
Arcelor International Steel Trading (Shanghai) Co., Ltd. (「 <b>Arcelor International Trading</b> 」)	由擁有本公司超過20%股權權益的實體 ArcelorMittal Holdings AG 的相同最終母公司控制
Tianjin Zhanwei Technology Co., Ltd. (“ <b>Tianjin Zhanwei</b> ”) 天津展微科技有限公司(「 <b>天津展微</b> 」)	Minority shareholder of a subsidiary of the Group up to 16 Jan 2020 截至2020年1月16日本集團一間附屬公司的少數股東
Hurstville Trust Hurstville Trust	A joint venture of the Group 本集團的一間合營企業
Atlas Property Holdings Pty. Ltd. (“ <b>Atlas</b> ”)	The other shareholder of an associated company of the Group
Atlas Property Holdings Pty. Ltd. (「 <b>Atlas</b> 」)	本集團一間聯營公司的其他股東
Vodar Tianjin Co., Ltd. (“ <b>Tianjin Vodar</b> ”) 沃達爾(天津)服務有限公司(「 <b>天津沃達爾</b> 」)	Minority shareholder of a subsidiary of the Group up to 19 February 2019 截至2019年2月19日本集團一間附屬公司的少數股東
KOHE Industrial Plant and Technology Company Ltd. (“ <b>Kohe</b> ”) 科赫工程技術(上海)有限公司(「 <b>科赫</b> 」)	Minority shareholder of a subsidiary of the Group 本集團一間附屬公司的少數股東
Mr. Zhou Weijie 周偉傑先生	Controlling shareholder of Foshan Jin Lan 佛山金蘭的控股股東
XTAL Inc. (“ <b>Xtal</b> ”) XTAL Inc. (「 <b>Xtal</b> 」)	An associate of the Group up to 22 May 2020 截至2020年5月22日本集團的一間聯營公司
Elise Trust Elise Trust	An associate of the Group 本集團的一間聯營公司



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 46. RELATED PARTY TRANSACTIONS (continued)

- (a) For the years ended 31 December 2020 and 2019, the Directors are of the view that the following companies and persons are related parties of the Group: (continued)

### 46. 關聯方交易(續)

- (a) 截至2020年及2019年12月31日止年度，董事們認為以下公司及人士為本集團的關聯方：(續)

Name 名稱	Relationship with the Group 與本集團的關係
Mr. Han Jingyuan and Ms. Zhang Cuilan 韓敬遠先生及張翠蘭女士	Chairman and Chief Executive Officer of the Company and his spouse 本公司的董事局主席兼首席執行官及其配偶
Dongfang Jingyuan 東方晶源	An associate of the Group from 7 July 2020 自2020年7月7日為本集團的一間聯營公司
HJT 匯金通	An associate of the Group from 16 July 2020 自2020年7月16日為本集團的一間聯營公司
Suzhou Zhongjin Electronic Commerce Co., Ltd. ("Suzhou Zhongjin") 蘇州中津電子商務有限公司 (「蘇州中津」)	Minority shareholder of a subsidiary of the Group 本集團一間附屬公司的少數股東
Mr. Zeng Xiangxian 曾祥先先生	Minority shareholder of a subsidiary of the Group 本集團一間附屬公司的少數股東
Chongqing Xuntong Precise Mold Co., Ltd. ("Chongqing Xuntong") 重慶訊通精密模具有限公司(「重慶訊通」)	Controlled by Mr. Zeng Xiangxian 由曾祥先先生控制
Chongqing Linyao Logistics Co., Ltd. ("Chongqing Linyao") 重慶林耀物流有限公司(「重慶林耀」)	Controlled by Mr. Zeng Xiangxian 由曾祥先先生控制
Chongqing Jodear Desheng Group Co., Ltd. ("Chongqing Desheng") 重慶江電德聖集團有限公司(「重慶德聖」)	Controlled by Mr. Zeng Xiangxian 由曾祥先先生控制

The English name of certain companies referred in this financial statements represent management's best effort at translating Chinese names of these companies as no English names have been registered.

本財務報表所述若干公司的英文名稱為管理層根據其中文名稱最佳翻譯所得，此乃由於該等公司並無登記任何官方英文名稱。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 46. RELATED PARTY TRANSACTIONS (continued)

- (b) Save as disclosed elsewhere in the consolidated financial statements, the Directors were of the view that the following significant related party transactions were carried out in the normal course of business of the Group during the years ended 31 December 2020 and 2019:

### 46. 關聯方交易(續)

- (b) 除本合併財務報表其他部份中已披露外，於截至2020年及2019年12月31日止年度內，董事們認為以下的重大關聯方交易乃於本集團一般業務過程中進行：

		2020	2019
Sales of goods	銷售貨物		
— HJT	— 匯金通	88,728	—
— Oriental Sheet Piling	— Oriental Sheet Piling	71,605	53,358
— Arcelor International Trading	— Arcelor International Trading	35,013	8,499
		195,346	61,857
Sales of utilities	銷售能源		
— Jin Lan Nonferrous Metals	— 金蘭有色金屬	22,236	21,661
— Foshan Jin Lan	— 佛山金蘭	65	71
		22,301	21,732
Purchase of goods	購買貨物		
— Tianjin Vodar	— 天津沃達爾	—	36
Purchase of service	購買服務		
— Kohe	— 科赫	54,798	8,732
— XTAL	— XTAL	—	1,249
		54,798	9,981
Loans granted from a related party	一名關聯方授予之貸款		
— Elise Trust	— Elise Trust	3,733	13,024
Loans granted to related parties	授予關聯方之貸款		
— Suzhou Zhongjin	— 蘇州中津	12,050	—
— Jin Lan Nonferrous Metals	— 金蘭有色金屬	1,959	—
— Hurstville Trust	— Hurstville Trust	1,505	—
		15,514	—
Repayment of loans granted to related parties	授予關聯方貸款之償還		
— Atlas	— Atlas	—	47,590
— Mr. Zhou Weijie	— 周偉傑先生	—	15,000
— Hurstville Trust	— Hurstville Trust	—	1,942
		—	64,532
Interest income of loans granted to a related party	授予一名關聯方貸款之利息收入		
— Dongfang Jingyuan	— 東方晶源	944	—

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 46. RELATED PARTY TRANSACTIONS (continued)

- (b) Save as disclosed elsewhere in the consolidated financial statements, the Directors were of the view that the following significant related party transactions were carried out in the normal course of business of the Group during the years ended 31 December 2020 and 2019: (continued)

		2020	2019
Guarantee for bank borrowings of the Group provided by	本集團銀行借款由下列各方提供擔保		
— Mr. Han Jingyuan and Ms. Zhang Cuilan	— 韓敬遠先生及張翠蘭女士	—	500,000

The guarantee for bank borrowings of the Group provided by Mr. Han Jingyuan and Ms. Zhang Cuilan expired during the year ended 31 December 2019.

### 46. 關聯方交易(續)

- (b) 除本合併財務報表其他部份中已披露外，於截至2020年及2019年12月31日止年度內，董事們認為以下的重大關聯方交易乃於本集團一般業務過程中進行：(續)

韓敬遠先生及張翠蘭女士就本集團銀行借款提供的擔保於截至2019年12月31日止年度已到期。

#### (i) Key management compensation

Key management includes executive and non-executive directors. The compensation paid or payable to key management for employee services is shown below:

		2020	2019
Salaries and other short-term employee benefits	薪金及其他短期僱員福利	21,550	21,512
Post-employment benefits	退休後福利	88	84
		<b>21,638</b>	<b>21,596</b>

#### (i) 主要管理人員酬金

主要管理人員包括執行及非執行董事。就僱員服務而已付或應付主要管理人員的酬金如下：

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
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### 46. RELATED PARTY TRANSACTIONS (continued)

- (c) The following were the related party balances of the Group as at 31 December 2020 and 2019:

		2020	2019
Amounts due from related parties	應收關聯方款項		
<i>Current</i>	<i>流動</i>		
Trade balance	貿易結餘		
— HJT	— 匯金通	96,012	—
— Chongqing Linyao	— 重慶林耀	7,835	—
— Jin Lan Nonferrous Metals	— 金蘭有色金屬	4,581	2,622
		<b>108,428</b>	2,622
Loans to related parties	貸款予關聯方		
— Dongfang Jingyuan (i)	— 東方晶源(i)	89,424	—
— Hurstville Trust	— Hurstville Trust	67,126	63,894
— Suzhou Zhongjin	— 蘇州中津	12,050	—
— Chongqing Desheng	— 重慶德聖	500	—
— Tianjin Zhanwei (ii)	— 天津展微(ii)	—	61,028
		<b>169,100</b>	124,922
		<b>277,528</b>	127,544

As at 31 December 2020 and 2019, the fair values of the Group's amounts due from related parties approximated their carrying amount, as the impact of discounting is not significant.

As at 31 December 2020, the ageing of trade balances due from related parties were within three months.

### 46. 關聯方交易(續)

- (c) 於2020年及2019年12月31日，本集團的關聯方結餘如下：

於2020年及2019年12月31日，因折現影響不重大，本集團的應收關聯方款項之公允價值近似其賬面值。

於2020年12月31日，應收關聯方貿易結餘的賬齡為三個月內。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 46. RELATED PARTY TRANSACTIONS (continued)

- (c) The following were the related party balances of the Group as at 31 December 2020 and 2019:  
(continued)

Except for the related party balances disclosed in (i) and (ii) below, others were unsecured, interest-free, without fixed terms of repayments and are expected to be collected within one year.

- (i) The Group disposed 31% equity interests of Dongfang Jingyuan in July 2020. The loan to Dongfang Jingyuan became a related party transaction instead of intercompany transaction. The loan interest is 8% per annum.
- (ii) In January 2020, Zhongchang Yulian (Beijing) Electron Limited ("**Zhongchang Yulian**") acquired the equity share of Dongfang Jingyuan from Tianjin Zhanwei and the loan to Tianjin Zhanwei was transferred to Zhongchang Yulian. In July 2020, Zhongchang Yulian and the Group disposed the shares of Dongfang Jingyuan, the loan to Zhongchang Yulian was reclassified to loan receivables.

As at 31 December 2020, the carrying amount of the Group's amounts due from related parties amounting to approximately RMB67 million (2019: RMB64 million) and approximately RMB210 million (2019: RMB64 million) were dominated in AU\$ and RMB respectively.

### 46. 關聯方交易(續)

- (c) 於2020年及2019年12月31日，本集團的關聯方結餘如下：  
(續)

除下列(i)及(ii)披露的關聯方結餘外，其他均為無抵押、免息、無固定償還期及預期將於一年內收回。

- (i) 本集團於2020年7月出售所持東方晶源之31%股權，貸款予東方晶源成為關聯方交易而非集團內部公司交易，貸款年利率為8%。
- (ii) 於2020年1月，中昌御聯(北京)微電子科技有限公司(「**中昌御聯**」)向天津展微收購東方晶源的股權，而予天津展微的貸款已轉移至中昌御聯。於2020年7月，中昌御聯及本集團出售東方晶源的股份，中昌御聯的貸款已重分類為應收貸款。

於2020年12月31日，本集團的應收關聯方款項之賬面值為約人民幣6,700萬元(2019年：人民幣6,400萬元)及約人民幣2.10億元(2019年：人民幣6,400萬元)，分別以澳元及人民幣計值。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 46. RELATED PARTY TRANSACTIONS (continued)

- (c) The following were the related party balances of the Group as at 31 December 2020 and 2019:  
(continued)

### 46. 關聯方交易(續)

- (c) 於2020年及2019年12月31日，本集團的關聯方結餘如下：  
(續)

		2020	2019
Amounts due to related parties	應付關聯方款項		
<i>Current</i>	<i>流動</i>		
Loans from related parties	關聯方貸款		
— Mr. Zeng Xiangxian	— 曾祥先先生	29,904	—
— Foshan Jin Lan	— 佛山金蘭	23,931	23,931
— Elise Trust	— Elise Trust	15,363	13,104
— Kohe	— 科赫	1,828	—
— Chongqing Xuntong	— 重慶訊通	1,900	—
		72,926	37,035
Trade balance	貿易結餘		
— Oriental Sheet Piling	— Oriental Sheet Piling	4,541	—
— Foshan Jin Lan	— 佛山金蘭	980	140
		5,521	140
Others	其他		
— Mr. Zeng Xiangxian	— 曾祥先先生	30,000	—
— Kohe	— 科赫	11,343	10,125
— Foshan Jin Lan	— 佛山金蘭	383	383
— Jinxi Fenggang	— 津西豐鋼	—	354
— Arcelor International Trading	— Arcelor International Trading	—	10
		41,726	10,872
		120,173	48,047

All the amounts due to related parties were unsecured, interest-free and without fixed terms of repayments.

所有應付關聯方款項均為無抵押、免息且無固定償還期。



# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 47. POST BALANCE SHEET EVENTS

In January 2021, Jinxi Limited entered into a share subscription agreement with HJT, pursuant to which Jinxi Limited conditionally agreed to subscribe not more than 50,870,865 newly issued shares of HJT at a subscription price of RMB7.51 per share, which, on a fully diluted basis, will result in the Group holding approximately 40.5% of the issued shares of HJT upon the completion of the subscription, realising the extension of the business chain to downstream.

In compliance with the production control measures under the "Notice on the Submission of Production Restriction and Emission Reduction Measures for Enterprises in the Iron and Steel Industry" (關於報送鋼鐵行業企業限產減排措施的通知) dated 19 March 2021 issued by the Office of the Steering Group for the Prevention and Control of Air Pollution in Tangshan City (唐山市大氣污染防治工作領導小組辦公室), Jinxi Limited has to restrict the production by 30% from 20 March 2021 to 31 December 2021.

### 47. 結算日後事項

於2021年1月，津西鋼鐵與匯金通訂立股份認購協議，根據該股份認購協議，津西鋼鐵有條件地同意按每股人民幣7.51元的認購價格認購不多於匯金通新發行的50,870,865股股份，在完全稀釋的基礎上，完成認購後本集團將持有匯金通已發行股份約40.5%，實現產業鏈下游的延伸。

為遵守由唐山市大氣污染防治工作領導小組辦公室發佈日期為2021年3月19日之《關於報送鋼鐵行業企業限產減排措施的通知》下的產能控制措施，津西鋼鐵由2021年3月20日至2021年12月31日止須限制生產30%。

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 48. BALANCE SHEET AND RESERVE MOVEMENT OF THE COMPANY

### 48. 本公司資產負債表及儲備變動

		As at 31 December	
		於12月31日	
		2020	2019
<b>ASSETS</b>	<b>資產</b>		
<b>Non-current assets</b>	<b>非流動資產</b>		
Property, plant and equipment	物業、廠房及設備	895	1,049
Right-of-use assets	使用權資產	1,094	4,607
Investments in subsidiaries	於附屬公司之投資	519,531	519,531
Loans to subsidiaries	貸款予附屬公司	2,578,276	2,140,103
Financial assets at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之金融資產	13,229	64,834
Financial assets at fair value through profit or loss	按公允價值計量且其變動計入損益表之金融資產	202,442	211,620
		<b>3,315,467</b>	<b>2,941,744</b>
<b>Current assets</b>	<b>流動資產</b>		
Trade receivables	應收貿易賬款	540,756	343,044
Prepayments, deposits and other receivables	預付款項、按金及其他應收賬款	48,078	54,824
Financial assets at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之金融資產	49,968	30,637
Financial assets at fair value through profit or loss	按公允價值計量且其變動計入損益表之金融資產	749,134	485,958
Restricted bank balances	受限制銀行結餘	13,134	20,888
Cash and cash equivalents	現金及現金等價物	393,891	956,139
		<b>1,794,961</b>	<b>1,891,490</b>
<b>Total assets</b>	<b>總資產</b>	<b>5,110,428</b>	<b>4,833,234</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 48. BALANCE SHEET AND RESERVE MOVEMENT OF THE COMPANY (continued)

### 48. 本公司資產負債表及儲備變動(續)

		As at 31 December 於12月31日	
		2020	2019
<b>EQUITY</b>	<b>權益</b>		
<b>Equity attributable to owners of the Company</b>	<b>歸屬於本公司權益持有者的權益</b>		
Share capital	股本	380,628	380,628
Share premium	股份溢價	3,532,234	3,532,234
Other reserves	其他儲備	(22,498)	(10,915)
Retained earnings	留存收益	500,323	469,315
<b>Total equity</b>	<b>權益合計</b>	<b>4,390,687</b>	<b>4,371,262</b>
<b>LIABILITIES</b>	<b>負債</b>		
<b>Non-current liabilities</b>	<b>非流動負債</b>		
Borrowings	借款	117,448	190,683
Lease liabilities	租賃負債	—	2,470
		<b>117,448</b>	<b>193,153</b>
<b>Current liabilities</b>	<b>流動負債</b>		
Trade payables	應付貿易賬款	—	5,998
Accruals and other current liabilities	預提費用及其他流動負債	16,911	16,790
Borrowings	借款	582,924	243,503
Lease liabilities	租賃負債	2,320	2,381
Dividends payable	應付股息	138	147
		<b>602,293</b>	<b>268,819</b>
<b>Total liabilities</b>	<b>總負債</b>	<b>719,741</b>	<b>461,972</b>
<b>Total equity and liabilities</b>	<b>權益及負債合計</b>	<b>5,110,428</b>	<b>4,833,234</b>

The balance sheet of the Company was approved by the Board of Directors on 31 March 2021 and were signed on its behalf.

本公司資產負債表已於2021年3月31日經董事局批准並由以下董事代為簽署。

**Han Jingyuan**  
韓敬遠  
Chairman  
主席

**Han Li**  
韓力  
Director  
董事

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 48. BALANCE SHEET AND RESERVE MOVEMENT OF THE COMPANY (continued)

### 48. 本公司資產負債表及儲備變動(續)

		Financial assets at fair value through other comprehensive income 按公允價值計量 且其變動計入 其他綜合收益 之金融資產	Accumulated gains 累計收益	Total 合計
<b>Balance at 1 January 2019</b>	<b>於2019年1月1日之結餘</b>	(3,955)	224,142	220,187
Profit for the year	年度溢利	—	1,323,771	1,323,771
Fair value losses on debt investments at fair value through other comprehensive income	按公允價值計量且其變動計入 其他綜合收益之債務投資 之公允價值虧損	(6,960)	—	(6,960)
Dividend provided	已計提股息	—	(1,078,598)	(1,078,598)
<b>Balance at 31 December 2019</b>	<b>於2019年12月31日之結餘</b>	<b>(10,915)</b>	<b>469,315</b>	<b>458,400</b>
Profit for the year	年度溢利	—	570,717	570,717
Fair value losses on debt investments at fair value through other comprehensive income	按公允價值計量且其變動計入 其他綜合收益之債務投資 之公允價值虧損	(10,909)	—	(10,909)
Transfer of fair value gains previously credited to reserve to statement of profit or loss upon disposal of debt investments at fair value through other comprehensive income	於出售按公允價值計量且其 變動計入其他綜合收益之 債務投資時將先前計入儲備 之公允價值收益轉至損益表	(674)	—	(674)
Dividend provided	已計提股息	—	(539,709)	(539,709)
<b>Balance at 31 December 2020</b>	<b>於2020年12月31日之結餘</b>	<b>(22,498)</b>	<b>500,323</b>	<b>477,825</b>

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 49. BENEFITS AND INTERESTS OF DIRECTORS

The emoluments received/receivable by individual directors and the chief executive is set out below:

For the year ended 31 December 2020:

### 49. 董事福利及權益

個別董事及主要行政人員已收／應收薪酬載列如下：

截至2020年12月31日止年度：

Name of director	Fees	Salaries and allowances	Bonus	Fair value of employee share options granted	Pension costs – defined contribution plans	Total
董事姓名	袍金	薪金及津貼	花紅	已授出僱員購股權之公允價值	退休金成本 – 定額供款計劃	合計
<b>2020</b>						
Mr. Han Jingyuan (i)	韓敬遠先生 (i)	521	9,969	-	-	10,506
Mr. Zhu Jun	朱軍先生	347	3,097	-	-	3,460
Mr. Shen Xiaoling	沈曉玲先生	347	1,748	-	-	2,111
Mr. Han Li	韓力先生	347	2,215	-	-	2,578
Mr. Sanjay Sharma	Sanjay Sharma 先生	347	-	-	-	363
Mr. Ondra Otradovec	Ondra Otradovec 先生	347	-	-	-	347
Mr. Zhu Hao	朱浩先生	529	-	-	-	537
Mr. Wong Man Chung, Francis	黃文宗先生	695	-	-	-	695
Mr. Wang Tianyi	王天義先生	347	-	-	-	347
Mr. Wang Bing	王冰先生	347	-	-	-	347
Dr. Tse Cho Che, Edward	謝祖堃博士	347	-	-	-	347
		4,521	17,029	-	-	21,638

# Notes to the Consolidated Financial Statements (Continued)

## 合併財務報表附註(續)

(All amounts in RMB thousands unless otherwise stated) For the year ended 31 December 2020  
(除另有指明外，所有金額均以人民幣千元為單位) 截至2020年12月31日止年度

### 49. BENEFITS AND INTERESTS OF DIRECTORS (continued)

For the year ended 31 December 2019:

Name of director		Fees	Salaries and allowances	Bonus	Fair value of employee share options granted to employee	Pension costs – defined contribution plans	Total
董事姓名		袍金	薪金及津貼	花紅	已授出僱員購股權之公允價值	退休金成本 – 供款計劃	合計
2019	2019年						
Mr. Han Jingyuan (i)	韓敬遠先生 (i)	532	10,207	–	–	16	10,755
Mr. Zhu Jun	朱軍先生	354	3,190	–	–	16	3,560
Mr. Shen Xiaoling	沈曉玲先生	354	1,772	–	–	16	2,142
Mr. Han Li	韓力先生	354	2,126	–	–	16	2,496
Mr. Zhu Hao	朱浩先生	709	–	–	–	16	725
Mr. Sanjay Sharma	Sanjay Sharma 先生						
(appointed on 30 September 2019)	(於2019年9月30日獲委任)	90	–	–	–	4	94
Mr. Ondra Otradovec	Ondra Otradovec 先生	354	–	–	–	–	354
Mr. Wong Man Chung, Francis	黃文宗先生	709	–	–	–	–	709
Mr. Wang Tianyi	王天義先生	354	–	–	–	–	354
Mr. Wang Bing	王冰先生	354	–	–	–	–	354
Dr. Tse Cho Che, Edward	謝祖擇博士						
(appointed on 7 November 2019)	(於2019年11月7日獲委任)	53	–	–	–	–	53
		4,217	17,295	–	–	84	21,596

(i) Mr. Han Jingyuan is also the Chief Executive Officer of the Company.

None of the Directors waived or agreed to waive any remuneration for the years ended 31 December 2020 and 2019. The emoluments of the independent non-executive directors of the Company during the year are approximately RMB1.7 million (2019: RMB1.5 million).

Save as disclosed elsewhere in the consolidated financial statements, no significant transactions, arrangements and contracts in relation to the Group's business to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the years ended 31 December 2020 and 2019.

### 49. 董事福利及權益 (續)

截至2019年12月31日止年度：

Name of director		Fees	Salaries and allowances	Bonus	Fair value of employee share options granted to employee	Pension costs – defined contribution plans	Total
董事姓名		袍金	薪金及津貼	花紅	已授出僱員購股權之公允價值	退休金成本 – 供款計劃	合計
2019	2019年						
Mr. Han Jingyuan (i)	韓敬遠先生 (i)	532	10,207	–	–	16	10,755
Mr. Zhu Jun	朱軍先生	354	3,190	–	–	16	3,560
Mr. Shen Xiaoling	沈曉玲先生	354	1,772	–	–	16	2,142
Mr. Han Li	韓力先生	354	2,126	–	–	16	2,496
Mr. Zhu Hao	朱浩先生	709	–	–	–	16	725
Mr. Sanjay Sharma	Sanjay Sharma 先生						
(appointed on 30 September 2019)	(於2019年9月30日獲委任)	90	–	–	–	4	94
Mr. Ondra Otradovec	Ondra Otradovec 先生	354	–	–	–	–	354
Mr. Wong Man Chung, Francis	黃文宗先生	709	–	–	–	–	709
Mr. Wang Tianyi	王天義先生	354	–	–	–	–	354
Mr. Wang Bing	王冰先生	354	–	–	–	–	354
Dr. Tse Cho Che, Edward	謝祖擇博士						
(appointed on 7 November 2019)	(於2019年11月7日獲委任)	53	–	–	–	–	53
		4,217	17,295	–	–	84	21,596

(i) 韓敬遠先生亦為本公司首席執行官。

截至2020年及2019年12月31日止年度，概無董事放棄或同意放棄任何酬金。年內，支付予本公司的獨立非執行董事的酬金約人民幣170萬元(2019年：人民幣150萬元)。

除合併財務報表其他部分所披露外，於截至2020年及2019年12月31日止年度年末或於該年度任何時間，本公司於其中概無就本集團業務訂立使本公司董事直接或間接擁有重大權益之重要交易、安排或合約。



## Five-year Financial Information

### 五年財務資料

A summary of the consolidated statement of profit or loss and of the consolidated assets, liabilities and non-controlling interests of the Group for the last five financial years is as set out below:

本集團截至前五個財政年度的合併損益表及合併資產、負債與非控制性權益概要載列如下：

#### CONSOLIDATED STATEMENT OF PROFIT OR LOSS

#### 合併損益表

		Year ended 31 December 截至12月31日止年度				
		Audited 經審核				
		2020 (RMB'000) (人民幣千元)	2019 (RMB'000) (人民幣千元)	2018 (RMB'000) (人民幣千元)	2017 (RMB'000) (人民幣千元)	2016 (RMB'000) (人民幣千元)
Revenue	收入	39,149,624	43,014,224	40,782,302	41,352,596	26,427,443
Profit before income tax	除所得稅前溢利	1,910,920	4,064,794	6,299,420	6,407,730	1,054,948
Income tax expense	所得稅費用	(289,993)	(797,869)	(1,438,899)	(1,524,566)	(523,936)
Profit for the year	年度溢利	1,620,927	3,266,925	4,860,521	4,883,164	531,012
Profit attributable to:	溢利歸屬於：					
Owners of the Company	本公司權益持有者	1,586,173	3,210,309	4,781,678	4,839,080	722,127
Non-controlling interests	非控制性權益	34,754	56,616	78,843	44,084	(191,115)
		1,620,927	3,266,925	4,860,521	4,883,164	531,012

#### CONSOLIDATED ASSETS, LIABILITIES AND NON-CONTROLLING INTERESTS

#### 合併資產、負債與非控制性權益

		As at 31 December 於12月31日				
		Audited 經審核				
		2020 (RMB'000) (人民幣千元)	2019 (RMB'000) (人民幣千元)	2018 (RMB'000) (人民幣千元)	2017 (RMB'000) (人民幣千元)	2016 (RMB'000) (人民幣千元)
Total assets	總資產	44,523,688	35,407,241	29,608,580	24,405,369	21,048,562
Total liabilities	總負債	(23,308,380)	(15,583,746)	(11,927,032)	(10,300,601)	(11,684,021)
Non-controlling interests	非控制性權益	(534,105)	(321,814)	(273,962)	(192,589)	(108,443)
		20,681,203	19,501,681	17,407,586	13,912,179	9,256,098

In this Annual Report, unless the context otherwise requires, the following expressions shall have the following meanings: 於本年報內，除文義另有所指外，下列詞彙具有以下涵義：

“2006 Share Option Scheme” 「2006年購股權計劃」	the share option scheme approved by the Shareholders at the AGM held on 17 May 2006 於2006年5月17日舉行的股東週年大會上由股東批准的購股權計劃
“2010 Share Option Scheme” 「2010年購股權計劃」	the share option scheme approved by the Shareholders at the special general meeting of the Company held on 20 December 2010 於2010年12月20日舉行的本公司股東特別大會上由股東批准的購股權計劃
“2013 Share Option Scheme” 「2013年購股權計劃」	the share option scheme approved by the Shareholders at the special general meeting of the Company held on 15 May 2013 於2013年5月15日舉行的本公司股東特別大會上由股東批准的購股權計劃
“AGM” 「股東週年大會」	annual general meeting of the Company 本公司的股東週年大會
“AM Holdings AG” 「AM Holdings AG」	ArcelorMittal Holdings AG, a substantial shareholder of the Company ArcelorMittal Holdings AG，本公司的主要股東
“Audit Committee” 「審核委員會」	the audit committee of the Company 本公司的審核委員會
“AU\$” 「澳元」	Australian dollars, the lawful currency of Australia 澳元，澳大利亞法定貨幣
“Board” 「董事局」	the board of Directors of the Company 本公司的董事局
“Branch-line Railway Project” 「支綫鐵路項目」	the project of building the branch-line railways for transportation of materials and inventories for the business of the Group 建設用於本集團業務的材料及貨物運送的支綫鐵路的項目
“Bye-laws” 「章程細則」	Bye-laws of the Company 本公司的公司章程細則
“CGU” 「現金產生單位」	cash generating unit 現金產生單位
“CG Code” 「企業管治守則」	corporate governance code and corporate governance report practices as set out in Appendix 14 of the Listing Rules 上市規則附錄十四所載之《企業管治守則》及《企業管治報告》

## Definitions

### 釋義

“Company” 「本公司」	China Oriental Group Company Limited, a company incorporated in Bermuda with limited liability and its issued shares are listed on the Main Board China Oriental Group Company Limited (中國東方集團控股有限公司*)，一間於百慕達註冊成立的有限責任公司及其已發行的股份於主板上市
“COVID-19” 「新冠病毒」	coronavirus disease 2019 2019冠狀病毒病
“CSRC” 「中國證監會」	China Securities Regulatory Commission 中國證券監督管理委員會
“Director(s)” 「董事(們)」	director(s) of the Company 本公司的董事(們)
“Dongfang Jingyuan” 「東方晶源」	Dongfang Jingyuan Electron Limited, a company incorporated in the PRC with limited liability 東方晶源微電子科技(北京)有限公司，一間於中國註冊成立的有限責任公司
“ECL” 「預期信貸損失」	expected credit losses 預期信貸損失
“EIT” 「企業所得稅」	enterprise income tax of PRC 中國的企業所得稅
“Equipment Upsizing Project” 「裝備大型化項目」	the project of building certain new production facilities, including two new blast furnaces with capacity of approximately 2,000 cubic meters each and two new converter furnaces with capacity of 150 tonnes each as replacements for blast furnace(s) with capacity of 1,000 cubic meters or below and converter furnace(s) with capacity of 100 tonnes or below commenced by the Group since 2019 本集團自2019年已展開興建若干新生產設備，包括兩座各約2,000立方米容積的新高爐及兩座各約150噸容積的新轉爐，以置換1,000立方米或以下容積的高爐及100噸或以下容積的轉爐的項目
“ESG” 「環境、社會及管治」	environmental, social and governance 環境、社會及管治
“ESG Report” 「環境、社會及管治報告」	environmental, social and governance report 環境、社會及管治報告
“ESG Reporting Guide” 「環境、社會及管治報告指引」	environmental, social and governance report guide as set out in Appendix 27 of the Listing Rules 上市規則附錄二十七所載之《環境、社會及管治報告指引》

“EUR” 「歐元」	EUR, the lawful currency of the Eurozone 歐元，歐元區法定貨幣
“Fangchenggang Project”  「防城港項目」	in September 2019, Jinxi Limited entered into an investment agreement with the Fangchenggang City Government in relation to the investment in the Fangchenggang Economic and Technological Development Zone. The terms of the investment agreement include the acquisition of land use right through the bidding process, and the land will be used by the Group for the establishment of a production base of H-section steel and sheet piling, which could be extended to the development of prefabricated steel construction building industry 於2019年9月，津西鋼鐵與防城港市政府就防城港經濟技術開發區的投資訂立投資協議，投資協議條款包括透過招標過程收購土地使用權，則本集團將使用該土地建立H型鋼及鋼板樁的生產基地，其可延伸至装配式鋼結構建築產業的發展
“FVLCD” 「公允價值減出售成本」	fair values less costs of disposal 公允價值減出售成本
“FVOCI” 「按公允價值計量且其變動計入其他綜合收益」	fair value through other comprehensive income 按公允價值計量且其變動計入其他綜合收益
“FVPL” 「按公允價值計量且其變動計入損益表」	fair value through profit or loss 按公允價值計量且其變動計入損益表
“GFA” 「建築面積」	gross floor area 建築面積
“Group” 「本集團」	collectively, the Company and its subsidiaries from time to time 本公司及其不時之附屬公司的統稱
“GTP” 「環球貿易商計劃」	Global Trader Programme of Singapore 新加坡的環球貿易商計劃
“HJT”  「匯金通」	Qingdao Huijintong Power Equipment Company Limited* (青島匯金通電力設備股份有限公司), a company incorporated in the PRC with limited liability and its issued shares are listed on the Shanghai Stock Exchange 青島匯金通電力設備股份有限公司，一間於中國註冊成立的有限責任公司及其已發行的股份於上海證券交易所上市

## Definitions

### 釋義

“HKFRS” 「香港財務報告準則」	Hong Kong Financial Reporting Standards issued by HKICPA 香港會計師公會頒佈的香港財務報告準則
“HKICPA” 「香港會計師公會」	Hong Kong Institute of Certified Public Accountants 香港會計師公會
“HK\$” 「港元」	Hong Kong dollars, the lawful currency of Hong Kong 港元，香港法定貨幣
“Hong Kong” 「香港」	the Hong Kong Special Administrative Region of the PRC 中國香港特別行政區
“Jinxi Limited” 「津西鋼鐵」	Hebei Jinxi Iron and Steel Group Company Limited* (河北津西鋼鐵集團股份有限公司), a company incorporated in the PRC with limited liability and a 97.6% indirectly owned subsidiary of the Company 河北津西鋼鐵集團股份有限公司，一間於中國註冊成立的有限責任公司並為本公司間接擁有97.6%的附屬公司
“Listing Rules” 「上市規則」	the Rules Governing the Listing of Securities on the Stock Exchange 聯交所證券上市規則
“Main Board” 「主板」	the stock market operated by the Stock Exchange excluding GEM and the option market 聯交所所營運的股票市場（不包括GEM及期權市場）
“MIIT” 「工信部」	the Ministry of Industry and Information Technology of the PRC 中國工業和資訊化部
“Model Code” 「標準守則」	the model code for securities transactions by directors of listed issuers as set out in Appendix 10 of the Listing Rules 上市規則附錄十所載之上市發行人董事進行券交易的標準守則
“MPF Scheme” 「強積金計劃」	Mandatory Provident Fund Scheme 強制性公積金計劃
“NDRC” 「發改委」	the National Development and Reform Commission of the PRC 中國國家發展和改革委員會
“Nomination Committee” 「提名委員會」	the nomination committee of the Company 本公司的提名委員會

“Notice on Steel Capacity Replacements” 「鋼鐵產能置換通知」	NDRC and MIIT jointly issued the “Notice on Regarding Completing the Steel Capacity Replacements and Project Filling Works (關於完善鋼鐵產能置換和項目備案工作的通知)” and associated interpretation in January 2020 於2020年1月，發改委及工信部聯合發放《關於完善鋼鐵產能置換和項目備案工作的通知》及相關解讀
“OCI” 「其他綜合收益」	other comprehensive income 其他綜合收益
“PRC” 「中國」	the People’s Republic of China, and for the purpose of this report, excluding Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan 中華人民共和國，且就本報告目的而言，不包括香港、中華人民共和國澳門特別行政區以及台灣
“PRC GAAP” 「中國會計準則」	generally accepted accounting principles in the PRC 中國一般公認的會計準則
“Remuneration Committee” 「薪酬委員會」	the remuneration committee of the Company 本公司的薪酬委員會
“Reporting Period” 「本匯報期」	the period from 1 January 2020 to 31 December 2020 期間為2020年1月1日至2020年12月31日
“RMB” 「人民幣」	Renminbi, the lawful currency of the PRC 人民幣，中國法定貨幣
“SFO” 「證券及期貨條例」	the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Law of Hong Kong) 香港證券及期貨條例(香港法例第571章)
“SGM” 「股東特別大會」	special general meeting of the Company 本公司的股東特別大會
“Share(s)” 「股份」	share(s) of the Company with a nominal value of HK\$0.10 each 本公司每股面值0.10港元的股份
“Share Option Schemes” 「購股權計劃」	the 2006 Share Option Scheme, 2010 Share Option Scheme and 2013 Share Option Scheme collectively 2006年購股權計劃、2010年購股權計劃及2013年購股權計劃之統稱
“Shareholder(s)” 「股東(們)」	shareholder(s) of the Company 本公司的股東(們)



## Definitions

### 釋義

“Stock Exchange” 「聯交所」	The Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司
“US\$”/“USD” 「美元」	United States Dollars, the lawful currency of the United States 美元，美國法定貨幣
“VIU” 「使用價值」	value in use 使用價值
“Wellbeing Holdings” 「Wellbeing Holdings」	Wellbeing Holdings Limited, the controlling shareholder of the Company Wellbeing Holdings Limited，本公司的控股股東
“WHT” 「預扣稅」	withholding tax of PRC 中國的預扣稅
“%” 「%」	per cent 百分比



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