



Sino Gas Holdings Group Limited

中油潔能控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 1759

2022
INTERIM REPORT



CONTENTS

02	Corporate Information
03	Management Discussion and Analysis
14	Other Information
20	Condensed Consolidated Statement of Profit or Loss
21	Condensed Consolidated Statement of Other Comprehensive Income
22	Condensed Consolidated Statement of Financial Position
24	Condensed Consolidated Statement of Changes in Equity
25	Condensed Consolidated Cash Flow Statement
26	Notes to the Unaudited Interim Financial Report



CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Ji Guang (*Chairman*)
Ms. Ji Ling (*Vice-Chairman and Chief Executive Officer*)
Ms. Cui Meijian
Mr. Zhou Feng

Independent Non-executive Directors

Mr. Sheng Yuhong
Mr. Wang Zhonghua
Dr. Zheng Jian Peng

AUDIT COMMITTEE

Dr. Zheng Jian Peng (*Chairman*)
Mr. Wang Zhonghua
Mr. Sheng Yuhong

REMUNERATION COMMITTEE

Mr. Wang Zhonghua (*Chairman*)
Dr. Zheng Jian Peng
Mr. Sheng Yuhong

NOMINATION COMMITTEE

Mr. Sheng Yuhong (*Chairman*)
Dr. Zheng Jian Peng
Mr. Wang Zhonghua

COMPANY SECRETARY

Ms. Wong Pui Yin Peony

AUTHORISED REPRESENTATIVES

Ms. Ji Ling
Ms. Wong Pui Yin Peony

REGISTERED OFFICE

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Cayman Islands

HEADQUARTERS IN PEOPLE'S REPUBLIC OF CHINA

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Caifu Shiji Square
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Guangzhou, the PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Suite 708, 7/F, Tower 2
Silvercord, 30 Canton Road
Kowloon, Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

AUDITORS

Mazars
Certified Public Accountants
42/F, Central Plaza
18 Harbour Road, Wanchai, Hong Kong

HONG KONG LEGAL ADVISER

WAN & TANG
2408, World-Wide House
19 Des Voeux Road Central
Central, Hong Kong

PRINCIPAL BANKERS

Industrial and Commercial Bank of China Co., Ltd.
Guangzhou Liuhua Branch
Bank of China Zhuhai Branch
China Construction Bank Co., Ltd.
Guangzhou Conghua Branch

COMPANY'S WEBSITE ADDRESS

www.sinogasholdings.com

STOCK CODE

1759

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY REVIEW

The outbreak of an unexpected novel coronavirus (COVID-19) pandemic (the “**Pandemic**”) at the end of 2019 took an unprecedented toll on global economy. After two years of torment in the Pandemic, regular pandemic prevention and control measures have become the tone of post-pandemic era. As the backbone of the anti-pandemic battle, China stayed committed to the pandemic prevention and control measures. However, China has seen sporadic outbreaks of the Pandemic since March 2022 when the Pandemic resurged. Strict lockdown measures were implemented in some regions that worked as drivers for economy under the influence of the Pandemic, which led to a slowdown of economic growth in China earlier this year. Yet, as the Pandemic gradually got under control and the resumption of work and production among various industries continued, the potential of compensatory consumption has unleashed since June 2022. China’s economy climbed steadily after a short spell of pangs, reflecting sound resilience of its development. As at 30 June 2022, China recorded its GDP of RMB56,264.2 billion, a year-on-year increase of 2.5%.

In the first half of 2022 (the “**Period**”), the tension between support and demand in international energy market continued to mount, OPEC stayed prudent to the increase in oil output and the conflict between Russia and Ukraine added unknown factors to geopolitical contest, all of which exacerbated concerns for energy shortage. As crude oil price kept rising in fluctuation, liquefied petroleum gas (the “**LPG**”) price hiked at home accordingly. The market as a whole saw an uptrend before a downtrend. Besides, with the rosier situation of the Pandemic at home, the looser prevention and control measures and the wider resumption of work in refineries, the capacity of deep processing stayed high and demand for LPG across the board turned better, characterised by steady progress. The apparent consumption of LPG at home reached 36.5809 million tonnes, a year-on-year increase of 5.06%. During the Period, the Group orderly withdrew from LPG vehicular refuelling market under the influence of the structural adjustment on transportation energy policy. The civil, industrial and commercial sectors have been the focus of the Group’s LPG business development, regional layout and industry chain integration in recent years. We made full use of highly integrated business model and regional and industrial resources to secure the stability of the procurement and supply of gas sources and make users well served. The sales of LPG of the Group developed steadily during the Period, up by 58.3% in LPG’s sales volume compared with last year.

An overview of natural gas market revealed that natural gas market remained robust in the first half of 2022 when it was in the face of capricious internal and external environment. The apparent consumption of natural gas in the first half of 2022 in China reached 18.185 billion cubic metres, slightly down by 0.46% year on year. Due to the impact of the geopolitics and the Pandemic at the beginning of this year, demand for city gas, industry and power unleashed dramatically amid gradually stable international landscape and the rosier situation of the Pandemic. Domestic natural gas market has rebounded since the second quarter of this year with the high price fluctuation. During the Period, the Group always upheld the principle of providing affordable and quality products for our users with adherence to integrate resources of gas source as a way to work out a diversified procurement formula. We continued to integrate industry chains across upstream, midstream and downstream. Besides, our trucks and equipment in gas stations were regularly overhauled to avoid safety hazards and staff of logistics and gas stations were trained in respect of safety awareness and industry-related knowledge on a regular basis, both of which contributed to more meticulous services, more premium products and more secure usage scenarios. During the Period, the Group pursued steady progress in natural gas sector with a year-on-year increase of 17.7% in sales of natural gas.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The Group is an integrated LPG and natural gas supplier in China with a complete industry chain that engages in the sales of LPG and natural gas and the operation of vehicular refuelling stations (車用加氣站) and domestic stations (民用站) in Guangdong Province, Henan Province and Hebei Province with over 16 years of proven track records in the industry.

For the six months ended 30 June 2022, the Group recorded revenue of approximately RMB1,116.5 million, representing an increase of approximately RMB355.0 million from the revenue of approximately RMB761.5 million for the six months ended 30 June 2021. The increase in revenue was mainly attributable to the increase in sales of LPG and the rise in unit selling price of LPG and compressed natural gas (the “**CNG**”) during the Period.

(1) LPG Business

LPG could be used as vehicle fuel but is also commonly used as fuel sources for cooking or heating appliances. As at 30 June 2022, the Group had 2 LPG domestic stations in Guangdong Province. There was also an LPG terminal with storage facilities located in Guangdong Province. Compared with the same period in 2021, we ceased to operate 1 LPG vehicular refuelling station. Due to the structural adjustment of the transportation energy policy, LPG vehicles in Guangzhou urban area gradually withdrew from the vehicle market, which led to a significant decrease in the sales of LPG for vehicles and a loss. Therefore, the Group closed the LPG refuelling station and completely step out of the LPG vehicular refuelling market at this point.

The Group possesses a comprehensive business model in our LPG business. Our upstream procurement of LPG consists of large scale LPG domestic gas suppliers with their own terminal and storage which mainly import LPG from overseas, and domestic petrochemical refineries. With the delivery of our intermediary logistics (including vehicles or gas carrier ships designated for LPG use), the Group is able to provide LPG to our customers including LPG vehicular refuelling stations, LPG domestic stations and wholesale customers, and our customers consist of retail and wholesale customers. The Group also owns the LPG terminals through Jiangmen Xinjiang Gas Company Limited* (江門市新江煤氣有限公司) (“**Jiangmen Xinjiang Gas**”), a jointly-controlled entity.

For the six months ended 30 June 2022, the Group recorded the LPG sales revenue of approximately RMB972.3 million, representing an increase of approximately RMB358.3 million from the LPG sales revenue of approximately RMB614.0 million in the corresponding period in 2021. The increase in revenue was mainly attributable to the increase in sales of LPG and the rise in unit selling price of LPG during the Period.

(2) CNG Business

CNG is widely used in short-distance vehicles such as local buses, taxis and private vehicles. As at 30 June 2022, we had 12 CNG vehicular refuelling stations, 1 liquefied-to-compressed natural gas (the “**L-CNG**”) vehicular refuelling station and 3 CNG mother stations in Henan Province.

The CNG business model is well supported by our upstream suppliers primarily consisting of PetroChina Company Limited (“**PetroChina**”), which utilises the West to East Gas Transmission Tunnel (西氣東輸管道) to supply to our CNG mother stations, with our own logistics fleet being the major logistic system for distribution to the location of our CNG vehicular refuelling stations and the locations of our customers while some of our wholesale customers may also arrange for their own logistics arrangement. Our downstream portfolio consists of CNG vehicular refuelling stations and our customers consist of a variety of retail and wholesale customers.

For the six months ended 30 June 2022, the Group recorded the CNG sales revenue of approximately RMB134.0 million, representing an increase of approximately RMB20.4 million from the CNG sales revenue of approximately RMB113.6 million in the corresponding period in 2021. The increase in revenue was mainly attributable to the rise in unit selling price of CNG during the Period.

MANAGEMENT DISCUSSION AND ANALYSIS

(3) LNG Business

The liquefied natural gas (the “LNG”) refuelling market in China is still at an emerging stage due to its relatively high cost to process, liquefy and store compared with CNG. With the support of China government policies, the development and promotion of LNG has developed rapidly, especially with the rising demand for LNG in the industrial and power generation industries, which has laid a solid foundation for the growth of LNG. As at 30 June 2022, we had 1 LNG vehicular refuelling station in Guangdong Province and 1 L-CNG vehicular refuelling station in Henan Province. The small business volume of LNG vehicular refuelling station in Guangdong Province and high purchase price of LNG led to operating losses which were expected to be irreversible. Therefore, the Group shut down and disposed of 1 LNG vehicular refuelling station and it was expected to shut down and dispose of another LNG vehicular refuelling station in the second half of the year.

For our LNG business model, the Group possesses a strong upstream procurement suppliers formed by large-scale LNG terminal companies. As vehicles containing special cryogenic storage facilities and tanks for LNG use are required for transportation of LNG, the Group uses the third party logistics service providers to transport our LNG to our LNG vehicular refuelling stations and to our wholesale customers. Meanwhile, the downstream portfolio consists of the LNG vehicular refuelling stations and our customers consist of retail and wholesale customers.

For the six months ended 30 June 2022, the Group recorded the LNG sales revenue of approximately RMB5.3 million, representing a decrease of approximately RMB24.0 million from the LNG sales revenue of approximately RMB29.3 million in the corresponding period in 2021. The decrease in revenue was mainly attributable to the decrease in sales volume of LNG.

As at 30 June 2022, we operated a total of 19 gas refuelling stations and 3 petroleum refuelling stations, 2 of which are jointly-owned gas refuelling stations.

As at 30 June 2022, the number of our refuelling stations in operation are set out below:

	As at 30 June 2022	As at 31 December 2021
Gas refuelling station		
LPG station	2 ⁽¹⁾	3
CNG station	12	12
LNG station	1	2
L-CNG station	1	1
CNG mother station	3	3
Total number of gas refuelling stations	19	21
Petroleum refuelling station		
Petroleum refuelling stations	3	3
Total	22	24

MANAGEMENT DISCUSSION AND ANALYSIS

Meanwhile, as at 30 June 2022, the breakdown of our refuelling stations in operation by cities and provinces are set out below:

City, Province	LPG	CNG	LNG	L-CNG	Petroleum refuelling stations	Total number of stations
Guangzhou, Guangdong Province	0	0	1	0	0	1
Jiangmen, Guangdong Province	2 ⁽²⁾	0	0	0	0	2
Total number of refuelling stations in Guangdong Province	2	0	1	0	0	3
Xinyang, Henan Province	0	1	0	0	0	1
Zhengzhou, Henan Province	0	8	0	0	1	9
Zhumadian, Henan Province	0	3 ⁽³⁾	0	0	2	5
Xinzheng, Henan Province	0	3 ⁽⁴⁾	0	1	0	4
Total number of refuelling stations in Henan Province	0	15	0	1	3 ⁽⁵⁾	19
Total	2	15	1	1	3	22

Notes:

1. The gradual withdrawal of LPG vehicles from the vehicle market in Guangzhou had led to a significant decrease in vehicle LPG sales and a loss. Therefore, the Group closed one LPG refuelling station and the Company completely step out of the LPG vehicular refuelling market at this point.
2. The two LPG domestic stations are owned by Jiangmen Xinjiang Gas, a jointly-controlled entity of the Group.
3. It comprises one CNG mother station in Zhumadian City, Henan Province.
4. It comprises two CNG mother stations in Xinzheng City, Henan Province.
5. The three petroleum refuelling stations are run by an independent third party.

MANAGEMENT DISCUSSION AND ANALYSIS

The revenue by our product mix for the six months ended 30 June 2022 and 2021 are summarised as below:

	For the six months ended 30 June 2022			For the six months ended 30 June 2021		
	Sales volume (Note)	Revenue (RMB'000)	Percentage of revenue (%)	Sales volume (Note)	Revenue (RMB'000)	Percentage of revenue (%)
Retail						
LPG	800	6,794	0.6%	3,007	18,037	2.4%
CNG	29.3	114,339	10.2%	28.85	94,641	12.4%
LNG	734	5,262	0.4%	2,707	11,418	1.5%
Sub-total		126,395	11.2%		124,096	16.3%
Wholesale						
LPG	170,971	965,504	86.5%	156,263	595,987	78.3%
CNG	5.74	19,646	1.8%	6.22	18,964	2.5%
LNG	–	–	–	5,287	17,892	2.3%
Others		4,947	0.5%		4,582	0.6%
Sub-total		990,097	88.8%		637,425	83.7%
Total		1,116,492	100%		761,521	100%

Note: Sales volume for LPG and LNG are measured in tonnes and sales volume for CNG is measured in million cubic metres.

MANAGEMENT DISCUSSION AND ANALYSIS

OUTLOOK AND PROSPECTS

In post-pandemic era, the swift recovery of economic activities fuels the growth of various needs. On the other hand, the transition of energy puts mounting pressure on the traditional energy mix and the contradiction between supply and demand is worsened by geopolitical conflict. Against the backdrop of increasingly complex internal and external environment, it is an inevitable topic for seeking development in post-pandemic era when it comes to how to seek a silver lining from crisis and seize opportunities from challenges. The Group will continue to give top priority to good health of staff and users, profound consciousness of safety and service of staff and safe conduct of each link of business when we carry out our business in days to come.

When we enter into the second half of the year, higher temperature will curtail the needs of civil gas from the third quarter, leading LPG to off season. Yet, as the Pandemic grows weaker and seasonal overhauls successively come to an end, marginal improvement will be made in respect of deep processing together with steady progress maintained by demand for industrial end. When the fourth quarter comes, lower temperature will stimulate the revival of civil gas. In the second half of the year, LPG domestic market as a whole will gather its momentum under pressure and pursue steady progress. The Group will constantly employ market advantages offered by South China, maintain close cooperation with upstream suppliers, optimise our logistics and distribution system and storage capacity and place equal emphasis on the retention and the increment of users of civil, industrial and commercial ends, all of which are in order to upgrade our business models.

Currently, the transition of energy in the world has already entered into a period of overall acceleration from a period of gathering momentum, boosting a faster restructuring of global energy and industry systems. Meanwhile, our country enters into a new phase to build modern energy system as well. The National Development and Reform Commission and China National Energy Administration followed the Dual Carbon Goal to publish and implement on 29 January 2022 the 14th Five-year Plan for modern energy development presenting that by 2025 natural gas output will reach over 230 billion cubic metres while the consumption of natural gas will stand at approximately 423 billion cubic metres to 461.5 billion cubic metres. That indicates natural gas, as a significant link of low carbonisation of energy mix achieved by our country, is bound to usher in its new momentum and a promising future for its long-term development plan. The Group will constantly focus on domestic market and overseas market in respect of natural gas and seize opportunities for development from the Dual Carbon Goal to work to make progress in low-carbon energy sector, redouble our efforts to build a system encompassing the supply, storage, marketing of energy and continue to tap into our business areas so as to complete the iteration from product to operation and then to strategy step by step.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

Revenue

For the six months ended 30 June 2022, the Group recorded revenue of approximately RMB1,116.5 million, representing an increase of approximately RMB355.0 million from the revenue of approximately RMB761.5 million in the corresponding period in 2021. The increase in revenue was mainly attributable to the increase in sales of LPG and the rise in unit selling price of LPG and CNG during the Period.

Cost of Sales and Gross Profit

The Group's cost of sales primarily consisted of all costs of procuring LPG, CNG and LNG from the Group's suppliers and logistic services providers for transporting gases. The Group's cost of sales increased by approximately RMB355.8 million from approximately RMB712.4 million in the corresponding period in 2021 to approximately RMB1,068.2 million in 2022, which was mainly due to the increase in the purchase volume of LPG and the rise in the purchase unit price of LPG and CNG.

For the six months ended 30 June 2022, the gross profit of the Group was approximately RMB48.3 million, representing a decrease of approximately RMB0.9 million from the gross profit of approximately RMB49.2 million in the corresponding period in 2021. The decrease in gross profit was mainly due to the decrease in the sales volume of LPG for vehicles which has relatively higher gross profit margin.

Other Income

For the six months ended 30 June 2022, the Group's other income amounted to approximately RMB6.9 million, representing a decrease of approximately RMB2.3 million from other income of approximately RMB9.2 million in the corresponding period in 2021. This was mainly due to the decrease in interest income and the change from exchange gains to exchange losses during the Period.

Staff Costs

For the six months ended 30 June 2022, the Group's staff costs were approximately RMB16.7 million, representing a decrease of approximately RMB1.5 million from the staff costs of approximately RMB18.2 million in the corresponding period in 2021. This was mainly due to the cessation of operation of the two vehicular refuelling stations of the Group which led to the reduction of employees working for the refuelling station during the Period.

MANAGEMENT DISCUSSION AND ANALYSIS

Depreciation

For the six months ended 30 June 2022, the depreciation of the Group was approximately RMB9.9 million, representing a decrease of approximately RMB1.3 million from the depreciation of approximately RMB11.2 million in the corresponding period in 2021. This was mainly due to the closure of two vehicular refuelling stations and the disposal of related assets by the Group during the Period.

Operating Lease Charges

For the six months ended 30 June 2022, the operating lease charges of the Group was approximately RMB2.2 million, representing an increase of approximately RMB1.6 million from operating lease charges of approximately RMB0.6 million in the corresponding period in 2021. This was mainly due to the closure of two vehicular refuelling stations during the Period, and the corresponding rental for the year was included in short-term rental expenses.

Other Operating Expenses

For the six months ended 30 June 2022, the Group's other operating expenses were approximately RMB13.9 million, representing a decrease of approximately RMB0.5 million from other operating expenses of approximately RMB14.4 million in the corresponding period in 2021. This was mainly due to the decrease of maintenance expenses during the Period.

Finance Costs

For the six months ended 30 June 2022, the Group's finance costs were approximately RMB7.9 million, representing a decrease of approximately RMB0.5 million from the finance costs of approximately RMB8.4 million in the corresponding period in 2021. This was mainly due to the decrease in bank borrowing rate in 2022.

Profit Before Taxation

For the six months ended 30 June 2022, the Group's profit before taxation was approximately RMB4.5 million, representing a decrease of approximately RMB0.2 million from the profit before taxation of approximately RMB4.7 million in the corresponding period in 2021, which was mainly due to the decrease in gross profit during the Period.

Income Tax

For the six months ended 30 June 2022, the Group's income tax expense was approximately RMB2.7 million, which was basically unchanged from income tax expense of approximately RMB2.7 million in the corresponding period in 2021.

Profit for the Period

On the basis of the aforementioned reasons, for the six months ended 30 June 2022, the Group recorded the profit for the period of approximately RMB1.8 million, representing a decrease of approximately RMB0.3 million from the profit for the period of approximately RMB2.1 million in the corresponding period in 2021.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL POSITION

Liquidity, Financial Resources and Capital Structure

For the six months ended 30 June 2022, the financial position of the Group remained stable. As at 30 June 2022, the total value of assets was approximately RMB995.5 million, representing an increase of approximately RMB76.0 million as compared to the total value of assets of approximately RMB919.5 million as at 31 December 2021. The Group's cash was mainly held for working capital and gas facilities and equipment needs.

As at 30 June 2022, the Group had approximately RMB465.5 million pledged and restricted deposits with financial institutions and approximately RMB103.4 million in cash and bank balances.

Capital Expenditure

The capital expenditure of the Group was mainly related to the payments for purchase of property, plant and equipment (including right-of-use assets) of approximately RMB0.2 million for the six months ended 30 June 2022.

Borrowings

The Group's short-term borrowings as at 30 June 2022 and 31 December 2021 are summarised as below:

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Secured	557,500	476,500

Gearing Ratio

The gearing ratio (calculated on the basis of the Group's total liabilities over total assets) was approximately 60.7% as at 30 June 2022 (31 December 2021: 58.2%). The increase in gearing ratio was mainly attributable to the increase in bank borrowings of the Group.

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2022, the Group had a total of 439 employees (including the staff of our joint venture, Jiangmen Xinjiang Gas) (30 June 2021: 482). The Group's remuneration policies are in line with the prevailing market practice and are determined on the basis of performance, qualification and experience of individual employees. The remuneration payable to its employees includes salaries and allowances. The Group attaches importance to the creation and devotion of employees, acknowledges the important position of talent resource in the development of business operation and is committed to developing and maintaining good relationship with employees. The Group regularly organizes safety and skills training for its employees, and encourages its employees to attend industry-related seminars organized by professional institutions, in order to enhance the safety and technical capability of employees and promote their career growth and development.

MANAGEMENT DISCUSSION AND ANALYSIS

USE OF PROCEEDS FROM THE LISTING

After deduction of all related listing expenses and commissions, the net proceeds from the listing of shares on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 28 December 2018 (the “**Listing**”) amounted to approximately HK\$120.3 million. Details of the proposed use of such net proceeds are disclosed in the section headed “Future Plans and Use of Proceeds” of the prospectus of the Company for the Listing and subsequently revised in the announcement issued by the Company dated 27 February 2020. Up to 30 June 2022, the Group had utilized approximately HK\$63.7 million, representing approximately 53.0% of the net proceeds from the Listing as follows:

Intended use of proceeds	Original allocation HK\$ million	Revised allocation as at 27 February 2020 HK\$ million	Utilisation as at 30 June 2022 HK\$ million	Remaining balance as at 30 June 2022 HK\$ million	Expected timeline for full utilisation of the remaining proceeds ⁽⁴⁾
To acquire operating rights of an LPG domestic station ⁽¹⁾	20.5	20.5	0	20.5	By the end of 2023
To strengthen our LPG logistics and storage capacity by constructing storage facilities ⁽²⁾	21.7	21.7	0	21.7	By the end of 2023
To complete construction, purchase land, equipment and machineries and installation for the new CNG mother station	27.7	14.5	14.5	0	N/A
To construct new refuelling stations, purchase and install their requisite equipment and machineries and perform maintenance of our existing refuelling stations	24.1	16.1	16.1	0	N/A
To increase our logistics capacity by purchasing additional vehicle fleets	14.4	14.4	0	14.4	By the end of 2023
To finance the acquisition ⁽³⁾	–	21.1	21.1	0	N/A
General working capital	12.0	12.0	12.0	0	N/A
Total	120.3	120.3	63.7	56.6⁽⁵⁾	

Notes:

- Due to the impact of the Pandemic on the global economy and business environment, the Group has not yet identified a suitable acquisition target. Given that the economic situation remains unpromising, the Group will continue to actively identify suitable acquisition targets by adopting prudent strategy.
- The construction of storage facilities is affected by the change of project progress and the Pandemic, and the Group will delay the use of net proceeds accordingly.
- The Group acquired 50% of the equity interests of Henan Blue Sky Sino Gas Technology Company Limited and fully utilised the redistributed net proceeds at the end of March 2020. For details, please refer to the announcement of the Company dated 27 February 2020.
- The expected timeline for full utilisation of the remaining proceeds is made based on the best estimation of the Group taking into account, among others, business developments and needs and the prevailing and future market conditions, and therefore is subject to change.
- As of 30 June 2022, the unutilized net proceeds will be deposited into interest-bearing bank accounts.

MANAGEMENT DISCUSSION AND ANALYSIS

FOREIGN EXCHANGE EXPOSURE

As all of our operations are located in China, all of the revenue from customers of the Group are derived from activities in China.

The reporting currency of the Group is RMB. The Group has currency risk exposures arising from business operations and financial instruments that are denominated in a foreign currency, and such risk is primarily Hong Kong Dollar. In order to limit this foreign currency risk exposure, the Group ensures that the net exposure is kept to an acceptable level, by buying or selling foreign currencies at spot rate or entering into appropriate forward contracts when necessary.

TREASURY POLICIES

The Group has adopted a prudent financial management approach towards its treasury policies and thus maintained a healthy liquidity position throughout the six months ended 30 June 2022. Our finance department is responsible for treasury management functions, which include, amongst others, researching and sourcing investment options for further consideration by the general manager, financial controller and the Board, and monitoring the investments on a continuous basis.

SIGNIFICANT INVESTMENTS AND FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

As at 30 June 2022, the Group held unlisted equity securities of approximately RMB16.4 million, which was a supplemental means to improve utilisation of our cash on hand.

For the six months ended 30 June 2022, the Group had no definite future plans for material investments and capital assets.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES OR JOINT VENTURES

For the six months ended 30 June 2022, the Group had no material acquisitions and disposals of subsidiaries, associates or joint ventures.

CONTINGENT LIABILITIES

In 2019, a subsidiary of the Group has been claimed, as one of the co-defendants, to compensate for damages arising from debt disputes between the plaintiff and other third parties. The maximum exposure of the Group under the claims may amount to approximately RMB64.4 million (the “**Claim**”). In 2020, the Group was awarded a judgement in favour of the Group and the Group was considered not liable for the Claim according to the judgement. As at the date of this report, as the plaintiff is seeking an appeal on the judgement, the aforementioned judgement has been quashed and the retrial of the Claim has begun without further hearing. The Directors do not consider it probable that the subsidiary will be found liable to the Claim and accordingly, no provision has been made as at 30 June 2022.

PLEDGE OF ASSETS

Included in pledged and restricted deposits, RMB465,500,000 (2021: RMB394,500,000) was pledged as securities for the Group’s bank loans at 30 June 2022.

TAX RELIEF AND EXEMPTION

The Company is not aware of any tax relief and exemption available to the shareholders by reason of their holding of the Company’s shares.

OTHER INFORMATION

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2022, the following Directors and chief executive of the Company had or were deemed to have interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the "SFO") (i) which 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) which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"):

Name of Director	Capacity/nature of interest	Number of ordinary shares held (Note 1)	Approximate percentage of shareholding (%) (Note 2)
Mr. Ji Guang ("Mr. Ji")	Founder of a discretionary trust, interest in controlled corporations (Note 3)	162,000,000 shares (L)	75%

Notes:

1. The letter "L" denotes to the person with long position in the shares.
2. The calculation is based on the total number of 216,000,000 shares in issue as at 30 June 2022.
3. These interests comprise 121,500,000 shares held by China Full Limited ("China Full"), 24,300,000 shares held by Petrochemical Gas Energy Group Limited ("PCG Employee BVI") and 16,200,000 shares held by Petrochemical Gas Energy Limited ("PCG BVI").

China Full is wholly owned by Sino Gas Holdings Group Limited ("Sino Gas BVI"), a wholly-owned subsidiary of Petrochemical Gas Group Limited ("VISTA Co"), which is wholly owned by UBS Trustees (BVI) Limited ("UBS Trustees") through UBS Nominees Limited.

UBS Trustees acts as the trustee of J&Y Family Trust, which is a discretionary trust established by Mr. Ji (as founder and protector) and under the relevant deed which constitutes the J&Y Family Trust, the trustee shall only add or remove discretionary objects of J&Y Family Trust with the consent of the protector. The discretionary objects of J&Y Family Trust include Mr. Ji himself, his spouse and his daughter, Ms. Ji Ling ("Ms. Ji") who is an executive Director. By virtue of the SFO, Mr. Ji is deemed to be interested in the same parcel of shares held by China Full.

Both PCG Employee BVI and PCG BVI are wholly owned by Mr. Ji. By virtue of the SFO, Mr. Ji is deemed to be interested in the both parcels of shares held by PCG Employee BVI and PCG BVI.

Save as disclosed above, as at 30 June 2022, none of the Directors and chief executive of the Company had any interests or short positions in any shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which 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 or short positions which he was taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be recorded in the register referred to therein or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

OTHER INFORMATION

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES AND UNDERLYING SHARES

As at 30 June 2022, the following persons (not being Directors or chief executive of the Company) had, or were deemed to have, interests or short positions in the shares and underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were required to be recorded in the register of interests required to be kept by the Company under Section 336 of the SFO:

Name of Shareholder	Capacity/nature of interest	Number of ordinary shares held (Note 1)	Approximate percentage of shareholding (%) (Note 2)
UBS Trustees	Trustee of a trust	121,500,000 shares (L)	56.25%
UBS Nominees Limited	Interest of controlled corporation (Note 3)	121,500,000 shares (L)	56.25%
VISTA Co	Interest of controlled corporation (Note 3)	121,500,000 shares (L)	56.25%
Sino Gas BVI	Interest of controlled corporation (Note 3)	121,500,000 shares (L)	56.25%
China Full	Beneficial owner	121,500,000 shares (L)	56.25%
PCG Employee BVI	Beneficial owner	24,300,000 shares (L)	11.25%
PCG BVI	Beneficial owner	16,200,000 shares (L)	7.50%
Yang Ling	Interest of Spouse (Note 4)	162,000,000 shares (L)	75%

Notes:

1. The letter "L" denotes to the person with long position in the shares.
2. The calculation is based on the total number of 216,000,000 shares in issue as at 30 June 2022.
3. UBS Trustees, the trustee of J&Y Family Trust, in its capacity as trustee (through UBS Nominees Limited, its wholly-owned subsidiary) holds the entire issued share capital of VISTA Co, which in turn indirectly owns the entire equity interest of China Full through Sino Gas BVI, all of which are indirectly wholly owned by UBS Trustees in its capacity as trustee. J&Y Family Trust a discretionary trust established by Mr. Ji and the discretionary objects of the Trust include Mr. Ji himself, his spouse and his daughter, Ms. Ji Ling. By virtue of the SFO, UBS Trustees, UBS Nominees Limited, VISTA Co and Sino Gas BVI are deemed to be interested in the same parcel of shares held by China Full.

Both PCG Employee BVI and PCG BVI are wholly owned by Mr. Ji.
4. Ms. Yang Ling is the spouse of Mr. Ji. Therefore, Ms. Yang Ling is deemed to be interested in the shares in which Mr. Ji is interested by virtue of the SFO.

Save as disclosed above, as at 30 June 2022, none of the substantial or significant shareholders or other persons, other than the Directors and chief executive of the Company whose interests are set out in the paragraph headed "Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures" above, had any interests or short positions in the shares or underlying shares as recorded in the register required to be kept by the Company under Section 336 of the SFO.

OTHER INFORMATION

SHARE OPTION SCHEME

The share option scheme of the Company (the “**Share Option Scheme**”) has been conditionally adopted on 22 November 2018.

Purpose

To enable our Group to grant options to selected participants as incentives or rewards for their contribution to our Group. Our Directors consider the Share Option Scheme, with its broadened basis of participation, will enable our Group to reward the employees, our Directors and other selected participants for their contributions to our Group.

Who may join

Our Directors may at any time within a period of ten years commencing from the date of adoption of the Share Option Scheme, at its absolute discretion, in accordance with the provisions of the Share Option Scheme and the Listing Rules make an offer to any person belonging to any of the following classes of participants (“**Eligible Participant**”), to take up options to subscribe for Shares:

- (i) any employee (“**Eligible Employee**”) (whether full-time or part-time including any executive director but excluding any non-executive director) of our Company, any of our subsidiaries or any entity (“**Invested Entity**”) in which any member of our Group holds an equity interest;
- (ii) any non-executive directors (including independent non-executive directors) of our Company, any of our subsidiaries or any Invested Entity;
- (iii) any supplier of goods or services to any member of our Group or any Invested Entity;
- (iv) any customer of any member of our Group or any Invested Entity;
- (v) any person or entity that provides research, development or other technological support to any member of our Group or any Invested Entity;
- (vi) any shareholder of any member of our Group or any Invested Entity or any holder of any securities issued by any member of our Group or any Invested Entity;
- (vii) any adviser (professional or otherwise) or consultant to any area of business or business development of any member of our Group or any Invested Entity; and
- (viii) any other group or classes of participants who have contributed or may contribute by way of joint venture, business alliance or other business arrangement to the development and growth of our Group;

and, for the purposes of the Share Option Scheme, the offer for the grant of option may be made to any company wholly owned by one or more persons belonging to any of the above classes of participants.

OTHER INFORMATION

Maximum number of shares available for issue under the scheme	<p>(i) The maximum number of shares of the Company which may be allotted and issued upon the exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option scheme adopted by our Group must not in aggregate exceed 30% of the share capital of our Company in issue from time to time.</p> <p>(ii) The total number of the shares of the Company which may be allotted and issued upon the exercise of all options (excluding, for this purpose, options which have lapsed in accordance with the terms of the Share Option Scheme and any other share option scheme of the Group) to be granted under the Share Option Scheme and any other share option scheme of the Group must not in aggregate exceed 10% of the shares in issue on the Listing Date (such 10% being 21,600,000 shares).</p>
Maximum entitlement of each participant	The total number of shares issued and which may fall to be issued upon the exercise of the options granted under the Share Option Scheme and any other share option scheme of the Group (including both exercised and outstanding options) to each grantee in any 12-month period shall not exceed 1% of the issued share capital of our Company for the time being.
Period within which the securities must be taken up under an option	<p>An option may be accepted by a participant within 21 days from the date of the offer for the grant of the option.</p> <p>An option may be exercised in accordance with the terms of the Share Option Scheme at any time during a period to be determined and notified by our Directors to each grantee, which period may commence from the date of the offer for the grant of options is made, but shall end in any event not later than 10 years from the date of the offer for the grant of the option subject to the provisions for early termination thereof. Unless otherwise determined by our Directors and stated in the offer for the grant of options to a grantee, there is no minimum period required under the Share Option Scheme for the holding of an option before it can be exercised.</p>
Performance targets	Unless our Directors otherwise determined and stated in the offer for the grant of options to a grantee, a grantee is not required to achieve any performance targets before any options granted under the Share Option Scheme can be exercised.
Subscription price for the shares and consideration for the option	The subscription price for the shares under the Share Option Scheme shall be a price determined by our Directors, but shall not be less than the highest of (i) the closing price of the shares as stated in the Stock Exchange's daily quotations sheet for trade in one or more board lots of the shares on the date of the offer for the grant of the option, which must be a business day; (ii) the average closing price of the shares as stated in the Stock Exchange's daily quotations sheet for the five business days immediately preceding the date of the offer for the grant of the option; and (iii) the nominal value of a share. A nominal consideration of HK\$1 is payable on acceptance of the grant of an option.
Period of the Share Option Scheme	The Share Option Scheme will remain in force for a period of 10 years commencing on the date on which the Share Option Scheme is adopted.

No options had been granted or agreed to be granted under the Share Option Scheme since its adoption and up to the date of this report. The Company did not have any outstanding share options, warrants and instruments convertible into shares as at 30 June 2022 and up to the date of this report.

OTHER INFORMATION

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company has applied the principles set out in Part 2 of the Corporate Governance Code (the “**CG Code**”) contained in Appendix 14 to the Listing Rules. The Board believes that good corporate governance standards are essential in maintaining a balanced composition of executive Directors and independent non-executive Directors for the Board to exercise independent judgment effectively and providing a framework for the Company to safeguard the interests of shareholders, enhance corporate value, formulate its business strategies and policies, and enhance its transparency and accountability. The Company has in place a corporate governance framework and has established a set of policies and procedures based on the CG Code. Such policies and procedures provide the infrastructure for enhancing the Board’s ability to implement governance and exercise proper oversight on business conduct and affairs of the Company. The Board is of the view that the Company has complied with the code provisions of the CG Code as set out in Appendix 14 to the Listing Rules throughout the six months ended 30 June 2022.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has devised its own code of conduct regarding Directors’ dealings in the Company’s securities (the “**Securities Dealing Code**”) on terms no less exacting than the Model Code as set out in Appendix 10 to the Listing Rules. Specific enquiry has been made to all the Directors and the Directors have confirmed that they have complied with the Securities Dealing Code throughout the six months ended 30 June 2022.

CHANGES IN DIRECTORS’ INFORMATION

Pursuant to the disclosure requirement under Rule 13.51B(1) of the Listing Rules, the changes in information of the Directors for the six months ended 30 June 2022 and up to the date of this report are set out below:

Mr. Ji was appointed as a director of Guangzhou Sino Gas Logistics Company Limited on 28 January 2022.

Ms. Ji was appointed as a director of Zhuhai Sino Gas Dangerous Goods Transportation Company Limited, Henan Sino Gas Yonghui Natural Gas Company Limited and Henan Sino Gas Fuel Company Limited on 29 January 2022, 21 February 2022 and 5 July 2022 respectively.

Save as disclosed in this report, no information is required to be disclosed pursuant to Rules 13.51B(1) of the Listing Rules.

OTHER INFORMATION

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities throughout the six months ended 30 June 2022.

DIVIDENDS

The Board does not recommend the payment of interim dividend for the six months ended 30 June 2022.

PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors as at the date of this report, the Company has maintained the prescribed percentage of public float under the Listing Rules.

REVIEW BY THE AUDIT COMMITTEE

The Audit Committee has reviewed the unaudited condensed consolidated interim results for the six months ended 30 June 2022 and this report, and agreed with the accounting principles and practices adopted by the Company.

EVENTS AFTER THE REPORTING PERIOD

The Group closed and disposed of one LNG vehicular refuelling station in Guangdong Province, which was mainly attributable to the operating losses that are expected to be irreversible caused by the small business volume of LNG vehicular refuelling station in Guangdong Province and high purchase price of LNG.

Save as disclosed in this report, there is no other significant event of the Group after 30 June 2022 and up to the date of this report.

By Order of the Board

Mr. Ji Guang

Chairman and Executive Director

Hong Kong, 30 August 2022

* English translation of Chinese name is included for information only.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2022 — unaudited (Expressed in Renminbi (“RMB”))

	Note	Six months ended 30 June	
		2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Revenue	3	1,116,492	761,521
Cost of sales		(1,068,162)	(712,369)
Gross profit	3(b)	48,330	49,152
Other income	4	6,925	9,249
Staff costs	5(b)	(16,694)	(18,224)
Depreciation	5(c)	(9,902)	(11,195)
Operating lease charges	5(c)	(2,163)	(637)
Other operating expenses	5(d)	(13,869)	(14,429)
Finance costs	5(a)	(7,884)	(8,411)
Share of result of a joint venture		(259)	(717)
Share of result of an associate		(3)	(68)
Profit before taxation		4,481	4,720
Income tax expenses	6	(2,682)	(2,661)
Profit for the period		1,799	2,059
Attributable to:			
Equity shareholders of the Company		3,593	4,034
Non-controlling interests		(1,794)	(1,975)
Profit for the period		1,799	2,059
Earnings per share (RMB)			
— Basic and diluted	7	0.02	0.02

The notes on pages 26 to 40 form part of this interim financial report.

CONDENSED CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2022 — unaudited (Expressed in RMB)

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Profit for the period	1,799	2,059
Other comprehensive income for the period (after tax):		
<i>Items that are reclassified or may be reclassified subsequently to profit or loss:</i>		
— Exchange difference on translation of functional currency to presentation currency	5,091	(1,335)
Total comprehensive income for the period	6,890	724
Attributable to:		
Equity holders of the Company	8,684	2,699
Non-controlling interests	(1,794)	(1,975)
Total comprehensive income for the period	6,890	724

The notes on pages 26 to 40 form part of this interim financial report.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2022 — unaudited (Expressed in RMB)

	Note	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Non-current assets			
Property, plant and equipment and right-of-use assets	8	161,377	186,887
Interest in a joint venture		13,390	13,488
Interest in an associate		19,997	20,160
Financial assets measured at fair value through profit or loss	17	16,350	16,350
Deferred tax assets		11,101	11,384
		222,215	248,269
Current assets			
Inventories		2,359	2,937
Trade receivables	9	132,458	111,441
Prepayments, deposits and other receivables	10	67,422	80,716
Income tax recoverable		2,097	4,154
Pledged and restricted deposits	11	465,500	394,500
Bank balances and cash	11	103,402	77,450
		773,238	671,198
Current liabilities			
Interest-bearing borrowings	12	557,500	476,500
Trade payables	13	3,159	2,723
Accrued expenses and other payables	14	27,996	22,132
Lease liabilities		2,672	3,313
		591,327	504,668
Net current assets		181,911	166,530
Total assets less current liabilities		404,126	414,799

The notes on pages 26 to 40 form part of this interim financial report.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION *(Continued)*

At 30 June 2022 — unaudited (Expressed in RMB)

	Note	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Non-current liabilities			
Lease liabilities		10,962	28,552
Deferred tax liabilities		1,836	1,809
		12,798	30,361
NET ASSETS			
		391,328	384,438
CAPITAL AND RESERVES			
Share capital	15	1,892	1,892
Reserves		363,389	354,705
Total equity attributable to equity shareholders of the Company			
		365,281	356,597
Non-controlling interests		26,047	27,841
TOTAL EQUITY			
		391,328	384,438

The notes on pages 26 to 40 form part of this interim financial report.

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2022 — unaudited (Expressed in RMB)

	Attributable to equity shareholders of the Company						Total RMB'000	Non- controlling interests RMB'000	Total RMB'000
	Share capital RMB'000	Share premium RMB'000	Other reserve RMB'000	Statutory reserve RMB'000	Exchange reserve RMB'000	Retained profits RMB'000			
Balance at 1 January 2021 (audited)	1,892	173,360	(11,970)	44,999	(5,057)	146,795	350,019	29,469	379,488
Changes in equity for the period ended 30 June 2021:									
Profit for the period	-	-	-	-	-	4,034	4,034	(1,975)	2,059
Exchange difference on translation of functional currency to presentation currency	-	-	-	-	(1,335)	-	(1,335)	-	(1,335)
Total comprehensive income	-	-	-	-	(1,335)	4,034	2,699	(1,975)	724
Contributions from non-controlling interest	-	-	-	-	-	-	-	290	290
Balance at 30 June 2021 (unaudited)	1,892	173,360	(11,970)	44,999	(6,392)	150,829	352,718	27,784	380,502
Balance at 1 January 2022 (audited)	1,892	173,360	(11,970)	46,115	(8,143)	155,343	356,597	27,841	384,438
Changes in equity for the six months ended 30 June 2022:									
Profit for the period	-	-	-	-	-	3,593	3,593	(1,794)	1,799
Exchange difference on translation of functional currency to presentation currency	-	-	-	-	5,091	-	5,091	-	5,091
Total comprehensive income	-	-	-	-	5,091	3,593	8,684	(1,794)	6,890
Transfer to statutory reserve	-	-	-	(3,859)	-	3,859	-	-	-
Balance at 30 June 2022 (unaudited)	1,892	173,360	(11,970)	42,256	(3,052)	162,795	365,281	26,047	391,328

The notes on pages 26 to 40 form part of this interim financial report.

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

For the six months ended 30 June 2022 — unaudited (Expressed in RMB)

	Note	Six months ended 30 June	
		2022 RMB'000 (Unaudited)	2021 RMB'000 (Unaudited)
Net cash generated from operating activities		13,678	4,849
Net cash generated from (used in) investing activities		5,474	(382,315)
Net cash generated from financing activities		6,738	382,204
Net increase in cash and cash equivalents		25,890	4,738
Cash and cash equivalents at the beginning of the period	11	77,450	56,304
Effect of foreign exchange rate changes		62	(153)
Cash and cash equivalents at the end of the period	11	103,402	60,889

The notes on pages 26 to 40 form part of this interim financial report.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

(Expressed in RMB unless otherwise indicated)

1 CORPORATE INFORMATION

Sino Gas Holdings Group Limited (the “**Company**”) was incorporated in the Cayman Islands on 26 March 2018 as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The shares of the Company were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 28 December 2018. The Company and its subsidiaries (collectively referred to as the “**Group**”) are principally engaged in the retail and wholesale of liquefied petroleum gas (“**LPG**”), compressed natural gas (“**CNG**”) and liquefied natural gas (“**LNG**”) in the People’s Republic of China (the “**PRC**”).

2 SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

The condensed interim financial information for the six months ended 30 June 2022 (the “**Reporting Period**” or “**Period**”) has been prepared in accordance with International Accounting Standards (“**IAS**”) 34 “Interim Financial Reporting” issued by the International Accounting Standards Board (the “**IASB**”) and the applicable disclosure requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). It was authorised for issue on 30 August 2022.

This condensed interim financial information contains the condensed consolidated financial statements and selected explanatory notes for the six months ended 30 June 2022 that are significant to an understanding of the changes in financial position and performance of the Group since 31 December 2021, and therefore, does not include all the information and disclosures required for a full set of financial statements prepared in accordance with all applicable IFRSs. They shall be read in conjunction with the consolidated financial statements for the year ended 31 December 2021.

The condensed interim financial information is unaudited, but has been reviewed by the audit committee of the Company (the “**Audit Committee**”).

(b) Changes in accounting policies

The accounting policies adopted in preparing this condensed interim financial information are consistent with those applied in preparing the Group’s consolidated financial statements for the year ended 31 December 2021. The adoption of the new/revised International Financial Reporting Standards (“**IFRSs**”) that are relevant to the Group and effective for the current period had no significant effects on the results and financial position of the Group for the current and prior periods

Amendments to IAS 39, IFRSs 4, 7, 9 and 16: Interest Rate Benchmark Reform — Phase 2

The Group has not early adopted any new/revised IFRSs that have been issued but are not yet effective for the financial year beginning on 1 January 2022. The directors are in the process of assessing the possible impact on the future adoption of these new/revised IFRSs, but are not yet in a position to reasonably estimate their impact on the Group’s results and financial position.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

3 REVENUE AND SEGMENT REPORTING

(a) Revenue

The Group is principally engaged in the retail and wholesale of LPG, CNG and LNG. Further details regarding the Group's principal activities are disclosed in Note 3(b).

Disaggregation of revenue from contracts with customers by major products or service lines is as follows:

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Revenue from contracts with customers within the scope of IFRS 15		
Disaggregated by major products or service:		
— LPG	972,298	614,024
— CNG	133,985	113,605
— LNG	5,262	29,310
— Others	4,947	4,582
	1,116,492	761,521

(b) Segment reporting

The Group manages its businesses by business lines. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management and the board of directors for the purposes of resource allocation and performance assessment, the Group has presented the following two reportable segments. No operating segments have been aggregated to form the following reportable segments.

- Retail: This segment principally generates revenue from the sale of LPG, CNG and LNG to vehicular end users by operating gas refuelling stations, industrial customers and bottled LPG end-users.
- Wholesale: This segment principally generates revenue from the sale of LPG, CNG and LNG to gas merchants.

Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's most senior executive management monitors the results attributable to each reportable segment on the following bases:

Revenue and expenses are allocated to the reportable segments with reference to revenue generated by those segments and the cost of sales incurred by those segments. The measure used for reporting segment result is gross profit. Assistance provided by one segment to another, including sharing of assets and technical know-how, is not measured.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

3 REVENUE AND SEGMENT REPORTING (Continued)

(b) Segment reporting (Continued)

Segment results, assets and liabilities (Continued)

The Group's other income and expenses, such as staff costs, depreciation, operating lease charges and other operation expenses, and assets and liabilities are not measured under individual segments. Accordingly, neither information on segment assets and liabilities nor information concerning capital expenditure, interest income and interest expenses is presented.

Disaggregation of revenue from contracts with customers by the timing of revenue recognition, as well as information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of resource allocation and assessment of segment performance for the six months ended 30 June 2022 and 2021 is set out below.

	Retail		Wholesale		Total	
	For the six months ended 30 June (unaudited)					
	2022 RMB'000	2021 RMB'000	2022 RMB'000	2021 RMB'000	2022 RMB'000	2021 RMB'000
Revenue recognised at a point in time from external customers and reportable segment revenue	126,395	124,096	990,097	637,425	1,116,492	761,521
Reportable segment gross profit	40,767	41,775	7,563	7,377	48,330	49,152

(c) Reconciliations of reportable segment results to consolidated profit before taxation

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Total reportable segment gross profit	48,330	49,152
Other income	6,925	9,249
Staff costs	(16,694)	(18,224)
Depreciation	(9,902)	(11,195)
Operating lease charges	(2,163)	(637)
Other operating expenses	(13,869)	(14,429)
Finance costs	(7,884)	(8,411)
Share of result of a joint venture	(259)	(717)
Share of result of an associate	(3)	(68)
Consolidated profit before taxation	4,481	4,720

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

4 OTHER INCOME

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Lease income from operating leases	2,581	2,754
Government grants	225	–
Interest income	6,126	7,122
Net loss on disposal of investments	(671)	(1,449)
Net foreign exchange (loss) /gain	(1,336)	596
Others	–	226
	6,925	9,249

5 PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging:

(a) Finance costs:

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Interest on bank loans	7,129	7,347
Interest on lease liabilities	755	1,064
	7,884	8,411

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

5 PROFIT BEFORE TAXATION (Continued)

(b) Staff costs

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Salaries, wages, and other benefits	15,623	17,119
Define contribution retirement plan contributions	1,071	1,105
	16,694	18,224

(c) Other items

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Depreciation charge		
— Property, plant and equipment	7,333	7,445
— Right-of-use assets	2,569	3,750
Operating lease charges	2,163	637
Cost of inventories	1,068,162	712,369

(d) Other operating expenses

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Utilities expenses	2,579	2,834
Professional service fees	1,865	1,697
Maintenance expenses	922	1,370
Taxation other than income tax	1,510	1,248
Administrative expenses	463	804
Entertainment expenses	1,302	791
Transportation fees	427	623
Others	4,801	5,062
Other operating expenses	13,869	14,429

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

6 INCOME TAX

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Current tax		
Provision for the period	4,769	4,762
Deferred tax		
Origination and reversal of temporary differences	(2,087)	(2,101)
	2,682	2,661

Notes:

- (i) Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands ("BVI"), the Company and the Group's BVI subsidiaries are not subject to income tax in those jurisdictions.
- (ii) The Company and the subsidiaries of the Group incorporated in Hong Kong are subject to Hong Kong Profits Tax rate of 16.5% for the six months ended 30 June 2022 (six months ended 30 June 2021: 16.5%). These companies did not have assessable profits for the six months ended 30 June 2022 (six months ended 30 June 2021: RMB Nil).
- (iii) The Group's subsidiaries in the PRC (excluding Hong Kong) are subject to PRC Enterprise Income Tax at a rate of 25% during the six months ended 30 June 2022 (six months ended 30 June 2021: 25%).

7 EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to ordinary equity shareholders of the Company of approximately RMB3,593,000 for the six months ended 30 June 2022 (six months ended 30 June 2021 (unaudited): approximately RMB4,034,000) and the weighted average of 216,000,000 ordinary shares (six months ended 30 June 2021 (unaudited): 216,000,000 ordinary shares).

(b) Diluted earnings per share

There were no dilutive potential shares outstanding during the six months ended 30 June 2022 and 2021 (unaudited).

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

8 PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

(a) Right-of-use assets

For the six months ended 30 June 2022, the additions to right-of-use assets were RMB Nil (six months ended 30 June 2021 (unaudited): RMB Nil).

(b) Property, plant and equipment

For the six months ended 30 June 2022, the Group's additions to property, plant and equipment were approximately RMB0.2 million (six months ended 30 June 2021 (unaudited): approximately RMB2.3 million). Property, plant and equipment with a net carrying amount of approximately RMB5.1 million were disposed during the six months ended 30 June 2022 (six months ended 30 June 2021 (unaudited): approximately RMB15,000), contributing to a loss on disposal of approximately RMB2.3 million (six months ended 30 June 2021 (unaudited): a gain on disposal of approximately RMB1,000).

9 TRADE RECEIVABLES

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Trade receivables due from:		
— the third parties	105,788	86,535
— a joint venture	28,798	26,752
	134,586	113,287
Less: loss allowance	(2,128)	(1,846)
	132,458	111,441

At 30 June 2022, no trade and other receivables are expected to be recovered after more than 12 months (2021: Nil).

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

9 TRADE RECEIVABLES (Continued)

Ageing analysis

As of the end of the reporting period, the ageing analysis of trade receivables, based on the invoice date and net of loss allowance, is as follows:

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Within 1 month	112,634	79,016
1 to 3 months	13,563	25,936
3 to 6 months	5,944	6,147
6 to 12 months	317	342
	132,458	111,441

10 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Value added tax recoverable	3,642	6,954
Prepayments for purchase of inventories	31,240	50,405
Loan granted to a third party	5,837	7,672
Others	34,786	23,768
	75,505	88,799
Less: loss allowance	(8,083)	(8,083)
	67,422	80,716

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

11 CASH AND CASH EQUIVALENTS AND PLEDGED AND RESTRICTED DEPOSITS

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Bank balances and cash	103,402	77,450
Pledged and restricted bank deposits (Note (i))	465,500	394,500
Total cash and cash equivalents, pledged and restricted deposits	568,902	471,950
Less: pledged and restricted bank deposits	(465,500)	(394,500)
Cash and cash equivalents in the condensed consolidated cash flow statement	103,402	77,450

Notes:

- (i) Included in pledged and restricted bank deposits, RMB465,500,000 was pledged as securities for the Group's bank loans (see Note 12) at 30 June 2022.
- (ii) The Group's operations in the PRC (excluding Hong Kong) conducted their businesses in RMB. RMB is not a freely convertible currency and the remittance of funds out of the PRC (excluding Hong Kong) is subject to the exchange restrictions imposed by the PRC government.

12 INTEREST-BEARING BORROWINGS

- (a) The Group's short-term bank loans are analysed as follows:

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Secured	557,500	476,500

At 30 June 2022, the Group's short-term bank loans of RMB557,500,000 were secured by time deposits with financial institutions, certificates of pledged and restricted bank deposits (see Note 11).

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

13 TRADE PAYABLES

As of the end of the reporting period, the ageing analysis of trade creditors and bills payables (which are included in trade payables), based on the invoice date, is as follows:

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Trade payables — third parties	3,159	2,723
	3,159	2,723

The trade payables to third parties are unsecured, interest-free and with credit period of 30 to 90 days.

As of the end of the reporting period, the ageing analysis of the Group's trade payables by invoice date, is summarised as follows:

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Within 1 month	1,742	1,564
1 to 3 months	428	407
3 to 6 months	989	752
	3,159	2,723

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

14 ACCRUED EXPENSES AND OTHER PAYABLE

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Payables for the purchase and construction of the property, plant and equipment	1,852	3,690
Employee benefits payables	1,955	2,419
Other taxes payable	1,499	698
Others	17,624	11,315
	22,930	18,122
Contract liabilities — receipts in advance from customers	5,066	4,010
	27,996	22,132

15 SHARE CAPITAL

	30 June 2022 (unaudited)		31 December 2021 (audited)	
	Number of shares	HK\$'000	Number of shares	HK\$'000
Authorised:				
Ordinary shares of HK\$0.01 each	2,000,000,000	20,000	2,000,000,000	20,000
Issued and fully paid:				
At beginning of the year and at the end of the reporting period	216,000,000	1,892	216,000,000	1,892

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT *(Continued)*

(Expressed in RMB unless otherwise indicated)

16 DIVIDENDS

The Board does not recommend the payment of interim dividend for the six months ended 30 June 2022 (six months ended 30 June 2021: RMB Nil).

17 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

(a) Financial assets and liabilities measured at fair value

(i) Fair value hierarchy

The following table presents the fair value of the Group's financial instruments measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in IFRS 13, *Fair value measurement*. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date
- Level 2 valuations: Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available
- Level 3 valuations: Fair value measured using significant unobservable inputs

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

17 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (Continued)

(a) Financial assets and liabilities measured at fair value (Continued)

(i) Fair value hierarchy (Continued)

	Fair value at	Fair value measurements		
	30 June	as at 30 June 2022 categorised into		
	2022	Level 1	Level 2	Level 3
	RMB'000	RMB'000	RMB'000	RMB'000
	(unaudited)	(unaudited)		
Recurring fair value measurements				
Assets:				
Financial assets measured at fair value through profit or loss:				
— Unlisted equity securities	16,350	—	—	16,350
	Fair value at	Fair value measurements		
	31 December	at 31 December 2021 categorised into		
	2021	Level 1	Level 2	Level 3
	RMB'000	RMB'000	RMB'000	RMB'000
	(audited)	(audited)		
Recurring fair value measurements				
Assets:				
Financial assets measured at fair value through profit or loss:				
— Unlisted equity securities	16,350	—	—	16,350

During the six months ended 30 June 2022, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3. The Group's policy is to recognise transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

17 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (Continued)

(a) Financial assets and liabilities measured at fair value (Continued)

(i) Fair value hierarchy (Continued)

Information about Level 3 fair value measurements

At 30 June 2022, costs of the unlisted equity securities are used as approximations of their fair values, as the most recent available information is not sufficient to determine the fair value. The movements during the period in the balance of the Level 3 fair value measurements are as follows:

	2022 RMB'000 (unaudited)	2021 RMB'000 (audited)
Unlisted equity securities:		
At 1 January	16,350	3,350
Addition	–	13,000
At 30 June	16,350	16,350

(ii) Fair value of financial assets and liabilities carried at other than fair value

The carrying amounts of the Group's financial instruments carried at cost or amortised cost are not materially different from their fair values at 30 June 2022 and 31 December 2021.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (Continued)

(Expressed in RMB unless otherwise indicated)

18 COMMITMENTS

Capital expenditure commitments

	At 30 June 2022 RMB'000 (unaudited)	At 31 December 2021 RMB'000 (audited)
Commitments in respect of property, plant and equipment — Contracted for	259	1,437

19 CONTINGENT LIABILITIES

In 2019, a subsidiary of the Group has been claimed, as one of the co-defendants, to compensate for damages arising from debt disputes between the plaintiff and other third parties. The maximum exposure of the Group under the claims may amount to approximately RMB64.4 million (the “**Claim**”). In 2020, the Group was awarded a judgement in favour of the Group and the Group was considered not liable for the Claim according to the judgement. As at the date of this report, the plaintiff is seeking an appeal on the judgement. The Directors do not consider it probable that the subsidiary will be found liable to the Claim and accordingly, no provision has been made as at 30 June 2022.

20 MATERIAL RELATED PARTY TRANSACTIONS

The material related party transactions entered into by the Group during the six months ended 30 June 2022 and 2021 are set out below.

	Six months ended 30 June	
	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Sales of goods — A joint venture	757,120	277,738
Procurement of goods — A joint venture	2,096	—
Provision of transportation services — A joint venture	224	354