## 審計報告 Report of the Auditors

# PRICEV/ATERHOUSE COOPERS № 並 永 道

普華永道中天審字(2006)第 1505 號

PwC Zhong Tian Shen Zi (2006) No.1505

#### 天津創業環保股份有限公司全體股東:

### TO THE SHAREHOLDERS OF

#### TIANJIN CAPITAL ENVIRONMENTAL PROTECTION COMPANY LIMITED

我們審計了天津創業環保股份有限公司(以下簡稱「貴公司」)及其合併子公司(以下簡稱「貴集團」)2005年12月31日的合併及母公司資產負債表、2005年度的合併及母公司利潤表、合併及母公司利潤分配表和合併及母公司現金流量表。載於第129頁至第185頁的會計報表的編製是貴公司管理當局的責任,我們的責任是在實施審計工作的基礎上對這些會計報表發表意見。

We have audited the accompanying balance sheet of Tianjin Capital Environmental Protection Company Limited ("the Company") and its consolidated subsidiaries (collectively "the Group") as at 31 December 2005 and the related income, profit appropriation and cash flow statements for the year then ended. These financial statements set out from pages 129 to 185 are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

我們按照中國註冊會計師獨立審計準則計劃和 實施審計工作,以合理確信會計報表是否不存 在重大錯報。審計工作包括在抽查的基礎上檢 查支持會計報表金額和披露的證據,評價管理 當局在編製會計報表時採用的會計政策和作出 的重大會計估計,以及評價會計報表的整體反 映。我們相信,我們的審計工作為發表意見提 供了合理的基礎。

我們認為,上述貴集團和貴公司會計報表符合國家頒佈的企業會計準則和《企業會計制度》的規定,在所有重大方面公允反映了貴集團和貴公司2005年12月31日的財務狀況以及2005年度的經營成果和現金流量。

中國·上海市 **林志堅** 2006 年 4 月 20 日 *註冊會計師* 

We conducted our audit in accordance with China's Independent Auditing Standards for Certified Public Accountants. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting policies used and significant accounting estimates made by management, as well as evaluating the overall presentation of information in the financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements of the Company and the Group referred to above conform with the Accounting Standards for Business Enterprises and the Accounting System for Business Enterprises promulgated by the Central Government of the People's Republic of China and present fairly, in all material respects, the financial position of the Company and the Group as at 31 December 2005 and their results of operations and cash flows for the year then ended.

PricewaterhouseCoopers Zhong Tian Zhou Zhonghui

Certified Public Accountants Co., Ltd. Certified Public Accountant

Shanghai, the People's Republic of China

20 April 2006

Lin Zhijian

Certified Public Accountant

天津創業環保股份有限公司