

# 主要附屬公司及聯營公司

## Principal Subsidiaries and Associates

於2006年12月31日 At 31 December 2006

附屬公司及聯營公司 Subsidiaries and associates	已發行普通股股本面值／ 註冊資本	股本百分比 Percentage of capital			主要業務 Principal activities
	Nominal value of issued ordinary share capital/ registered capital	本集團應佔 attributable to the Group	本公司持有 held by the Company	附屬公司持有 held by subsidiaries	
(一) 零售 (1) Retail					
於香港註冊成立 Incorporated in Hong Kong					
中藝(香港)有限公司 Chinese Arts & Crafts (H.K.) Limited	5,000,000股每股面值 港幣10元之普通股 5,000,000 ordinary shares of HK\$10 each	100.0	—	100.0	零售業務 Retail business
華潤萬家(香港)有限公司 China Resources Vanguard (Hong Kong) Company Limited	90,000,000股每股面值 港幣1元之普通股 90,000,000 ordinary shares of HK\$1 each	100.0	—	100.0	超市業務、投資控股及貨品 批發 Supermarket operations, investment holding and wholesale of merchandise
於中國內地註冊成立 Incorporated in the Chinese Mainland					
** 深圳華潤萬佳超級市場有限公司	港幣226,200,000元 HK\$226,200,000	100.0	—	100.0	超市業務 Supermarket operations
* 華潤萬家(蘇州)超市有限公司	8,000,000美元 US\$8,000,000	100.0	—	100.0	超市業務 Supermarket operations
* 天津津南區華潤萬家超級市場 有限公司	人民幣1,000,000元 RMB1,000,000	100.0	—	100.0	超市業務 Supermarket operations
* 蘇果超市有限公司 (Suguo Supermarket Co., Ltd.)	人民幣253,820,000元 RMB253,820,000	85.0	—	85.0	超市業務 Supermarket operations
** 華潤萬家有限公司 (China Resources Vanguard Co., Ltd.)	人民幣1,400,000,000元 RMB1,400,000,000	100.0	65.0	35.0	超市業務 Supermarket operations
* 浙江華潤慈客隆超市有限公司 (China Resources Cikelong (Zhejiang) Supermarket Co., Ltd.)	人民幣100,000,000元 RMB100,000,000	100.0	—	100.0	超市業務 Supermarket operations

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			本公司持有 held by the Company	附屬公司持有 held by subsidiaries	
(一) 零售 (續) (1) Retail (continued)					
於中國內地註冊成立 (續) Incorporated in the Chinese Mainland (continued)					
* 華潤萬家生活超市 (廣州) 有限公司 (China Resources Vanguard (Guangzhou) Superstore Co., Ltd.)	人民幣30,000,000元 RMB30,000,000	100.0	—	100.0	超市業務 Supermarket operations
於英屬處女群島註冊成立 Incorporated in British Virgin Islands					
@ Tactical Solutions Incorporated	100美元 US\$100	51.0	—	51.0	投資控股 Investment holding
(二) 飲品 (2) Beverage					
於英屬處女群島註冊成立 Incorporated in British Virgin Islands					
華潤雪花啤酒有限公司 China Resources Snow Breweries Limited	42,800,100美元 US\$42,800,100	51.0	51.0	—	投資控股 Investment holding
於中國內地註冊成立 Incorporated in the Chinese Mainland					
華潤雪花啤酒 (遼寧) 有限公司 (China Resources Snow Breweries (Liaoning) Company Limited)	60,814,189美元 US\$60,814,189	51.0	—	100.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products
華潤雪花啤酒 (大連) 有限公司 (China Resources Snow Brewery (Dalian) Co., Ltd.)	21,200,000美元 US\$21,200,000	51.0	—	100.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products

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	Nominal value of issued ordinary share capital/ registered capital	本集團應佔 attributable to the Group	本公司持有 held by the Company	附屬公司持有 held by subsidiaries	
(二) 飲品 (續)					
(2) Beverage (continued)					
於中國內地註冊成立 (續)					
Incorporated in the Chinese Mainland (continued)					
華潤雪花啤酒 (安徽) 有限公司 (China Resources Snow Breweries (Anhui) Co., Ltd.)	人民幣246,000,000元 RMB246,000,000	51.0	—	100.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products
* 華潤雪花啤酒 (浙江) 股份 有限公司 (China Resources Snow Brewery (Zhejiang) Stock Co., Ltd)	人民幣120,000,000元 RMB120,000,000	35.7	—	70.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products
* 四川華潤藍劍啤酒有限責任公司 (China Resources (Sichuan) Blue Sword Breweries Co., Ltd.)	人民幣113,792,501元 RMB113,792,501	31.6	—	62.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products
* 華潤藍劍 (成都) 啤酒 有限責任公司 (China Resources Blue Sword (Chengdu) Brewery Co., Ltd.)	人民幣124,143,853元 RMB124,143,853	31.6	—	62.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products
* 華潤藍劍 (樂山) 啤酒 有限責任公司 (China Resources Blue Sword (Leshan) Brewery Co., Ltd.)	人民幣35,000,000元 RMB35,000,000	31.6	—	62.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products
* 華潤藍劍 (綿陽) 啤酒 有限責任公司 (China Resources Blue Sword (Mianyang) Brewery Co., Ltd.)	人民幣100,000,000元 RMB100,000,000	31.6	—	62.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products
* 華潤雪花啤酒 (瀋陽) 有限公司 (China Resources Snow Breweries (Shenyang) Co., Ltd.)	人民幣116,240,000元 RMB116,240,000	45.9	—	90.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products

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			本公司持有 held by the Company	附屬公司持有 held by subsidiaries	
(二) 飲品 (續) (2) Beverage (continued)					
於中國內地註冊成立 (續) Incorporated in the Chinese Mainland (continued)					
* 華潤雪花啤酒 (武漢) 有限公司 (China Resources Snow Brewery (Wuhan) Co., Ltd.)	人民幣570,000,000元 RMB570,000,000	45.9	—	90.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products
** 華潤雪花啤酒 (中國) 投資 有限公司 (China Resources Snow Breweries (China) Investment Co., Ltd.)	386,000,000美元 US\$386,000,000	51.0	—	100.0	投資控股  Investment holding
怡寶食品飲料 (深圳) 有限公司 (C'estbon Food and Beverage (Shenzhen) Co., Ltd.)	人民幣12,000,000元 RMB12,000,000	51.0	—	100.0	製造和分銷啤酒產品 Manufacturing and distribution of beer products
(三) 食品加工及經銷 (3) Food Processing and Distribution					
於香港註冊成立 Incorporated in Hong Kong					
五豐行有限公司  Ng Fung Hong Limited	1,046,258,000股每股面值港幣 0.1元之普通股 1,046,258,000 ordinary shares of HK\$0.1 each	100.0	—	100.0	鮮活冷凍食物經銷、屠場經 營、食品代理及投資控股 Distribution of fresh, live and frozen foodstuff, abattoir operation, acting as food agent and investment holding
五豐凍品水產有限公司  Ng Fung Frozen Meats & Aquatic Products Co. Limited	5,000,000股每股面值港幣1元 之普通股 5,000,000 ordinary shares of HK\$1 each	94.0	—	94.0	經銷凍肉及水產  Trading of frozen meats and aquatic products
@ 中港聯合生豬有限公司  Chung Kong Luen Livestock Company Limited	60,000股每股面值港幣1,000元 之普通股 60,000 ordinary shares of HK\$1,000 each	35.7	—	51.0	生豬批發  Wholesale of live pigs

附屬公司及聯營公司 Subsidiaries and associates	已發行普通股股本面值／ 註冊資本 Nominal value of issued ordinary share capital/ registered capital	股本百分比 Percentage of capital			主要業務 Principal activities
		本集團應佔 attributable to the Group	本公司持有 held by the Company	附屬公司持有 held by subsidiaries	
(三) 食品加工及經銷 (續)					
(3) Food Processing and Distribution (continued)					
於開曼群島註冊成立 Incorporated in Cayman Islands					
@ (中國國際漁業公司)	60,864股每股面值1美元 之普通股	51.0	—	51.0	投資控股
China International Fisheries Corp	60,864 ordinary shares of US\$1 each				Investment holding
於英屬處女群島註冊成立 Incorporated in British Virgin Islands					
@ Victory Return Corporation	1股每股面值1美元之普通股  1 ordinary share of US\$1 each	51.0	—	100.0	捕魚業及提供船隻儲存 及魚類供應  Marine fishing and the provision of ship stores and fishing supplies
於中國內地註冊成立 Incorporated in the Chinese Mainland					
* 五豐食品 (深圳) 有限公司  (Ng Fung Foods (Shenzhen) Co., Ltd.)	人民幣543,000,000元  RMB543,000,000	70.0	—	70.0	禽畜飼養、屠場經營、肉類 加工及家禽批發  Livestock raising, abattoir operation, meat products processing and poultry wholesaling
於巴拿馬註冊成立 Incorporated in the Panama					
@ Jin Feng S.A.	200股每股面值1美元之普通股  200 ordinary shares of US\$1 each	51.0	—	100.0	捕魚業、船隻租賃及提供 魚類供應及燃料之船隻儲存 服務  Marine fishing, vessel chartering and the provision of ship stores, fishing supplies and bunker oil

附屬公司及聯營公司 Subsidiaries and associates	已發行普通股股本面值／ 註冊資本	股本百分比 Percentage of capital			主要業務 Principal activities
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(四) 紡織					
(4) Textile					
於香港註冊成立 Incorporated in Hong Kong					
華潤紡織(集團)有限公司	100,000,000股每股面值 港幣1元之普通股	100.0	—	100.0	投資控股
China Resources Textiles (Holdings) Company Limited	100,000,000 ordinary shares of HK\$1 each				Investment holding
華潤紡織品有限公司	5,000,000股每股面值 港幣1元之普通股	100.0	—	100.0	紡織品營銷及投資控股
China Resources Textiles Company Limited	5,000,000 ordinary shares of HK\$1 each				Trading of textiles and investment holding
新弘紡織有限公司	2,000,000股每股面值 港幣1元之普通股	100.0	—	100.0	服裝營銷及投資控股
Hsin Hung Textiles Limited	2,000,000 ordinary shares of HK\$1 each				Trading of apparel and investment holding
於中國內地註冊成立 Incorporated in the Chinese Mainland					
華潤紡織投資發展有限公司 (China Resources Textiles Investment & Development Company Limited)	73,200,000美元 US\$73,200,000	100.0	—	100.0	投資控股及棉花營銷 Investment holding and trading of cotton
@***華潤錦華股份有限公司 (China Resources Jinhua Co., Ltd.)	人民幣129,665,718元 RMB129,665,718	51.0	—	51.0	紗布生產及營銷及投資控股 Manufacture and trading of textile products and investment holding

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(五) 物業及物流 (5) Property and Logistics					
於香港註冊成立 Incorporated in Hong Kong					
華創物業(香港)有限公司 CRE Properties (Hong Kong) Limited	2股每股面值港幣1元之普通股 2 ordinary shares of HK\$1 each	100.0	—	100.0	投資控股及物業管理 Investment holding and property management
CRE Property (Silvercord) Limited	2股每股面值港幣1元之普通股 2 ordinary shares of HK\$1 each	100.0	—	100.0	物業投資 Property investment
CRE Property (Argyle Centre) Limited	2股每股面值港幣1元之普通股 2 ordinary shares of HK\$1 each	100.0	—	100.0	物業投資 Property investment
CRE Property (Nan Fung Centre) Limited	2股每股面值港幣1元之普通股 2 ordinary shares of HK\$1 each	100.0	—	100.0	物業投資 Property investment
潤發倉碼有限公司 Yuen Fat Wharf & Godown Company Limited	1,000,000股每股面值港幣1元 之普通股 1,000,000 ordinary shares of HK\$1 each	100.0	—	100.0	碼頭及倉儲服務 Wharf & godown services
(六) 石油及相關產品經銷 (6) Petroleum and Related Products Distribution					
於香港註冊成立 Incorporated in Hong Kong					
華潤石化(集團)有限公司 China Resources Petrochems (Group) Company Limited	2股每股面值港幣1元之普通股 2 ordinary shares of HK\$1 each	100.0	—	100.0	投資控股 Investment holding
嘉陵有限公司 Callany Limited	40,000,000股每股面值港幣1元 之普通股 40,000,000 ordinary shares of HK\$1 each	100.0	—	100.0	石油運輸服務及貿易 Transportation services and trading of petroleum
華潤石油有限公司 China Resources Petroleum Company Limited	30,000,000股每股面值港幣1元 之普通股 30,000,000 ordinary shares of HK\$1 each	100.0	—	100.0	經銷石油產品 Trading of petroleum products

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			本公司持有 held by the Company	附屬公司持有 held by subsidiaries	
(六) 石油及相關產品經銷 (續) (6) Petroleum and Related Products Distribution (continued)					
於香港註冊成立 (續) Incorporated in Hong Kong (continued)					
華潤油站有限公司	5,000,000股每股面值港幣1元之普通股	100.0	—	100.0	經營油站
CRC Petrol Filling Station Company Limited	5,000,000 ordinary shares of HK\$1 each				Petrol filling station operation
定基投資有限公司	10,000股每股面值港幣1元之普通股	100.0	—	100.0	經營油站
Ting Key Investment Limited	10,000 ordinary shares of HK\$1 each				Petrol filling station operation
(七) 投資及其他 (7) Investments and Others					
於香港註冊成立 Incorporated in Hong Kong					
華潤創業財務(香港)有限公司	2股每股面值港幣1元之普通股	100.0	100.0	—	財務
CRE Finance (Hong Kong) Limited	2 ordinary shares of HK\$1 each				Financing
於開曼群島註冊成立 Incorporated in Cayman Islands					
Purple Finance Limited	2股每股面值1美元之普通股	100.0	100.0	—	財務
	2 ordinary shares of US\$1 each				Financing
於英屬處女群島註冊成立 Incorporated in British Virgin Islands					
@#△HIT Investments Limited	200股每股面值1美元之普通A股	10.0	—	10.0	在香港投資貨櫃碼頭營運
	200 ordinary “A” shares of US\$1 each				Investment in container terminal operations in Hong Kong
@#△Hutchison Ports Yantian Investments Limited	200股每股面值1美元之普通股	10.0	—	10.0	在中國內地投資貨櫃碼頭營運
	200 ordinary shares of US\$1 each				Investment in container terminal operations in the Chinese Mainland

附註：

Notes:

- 一、董事認為，全面載列所有附屬及聯營公司詳情會使篇幅過於冗長，故上表僅載列對本集團業績或資產具重大影響力之附屬公司及聯營公司詳情。
1. The Directors are of the opinion that a complete list of the particulars of all subsidiaries and associates will be of excessive length and therefore the above list contains only the particulars of the subsidiaries and associates which materially affect the results or assets of the Group.
- 二、除另有註明者外，各公司之主要營業所在國家亦即其註冊成立所在地點。
2. Unless otherwise stated, the principal country of operation of each company is the same as its place of incorporation.
- 三、在中國內地註冊成立之公司，已分別採納各自之英文名稱。
3. For companies incorporated in the Chinese Mainland with an English name, such name has been adopted by each company.
- 四、年內，本集團以總代價港幣653百萬元購入若干啤酒公司之股權，其中港幣593百萬元已於二零零六年支付。本集團本年度溢利及截至本年度止之資產淨值因進行收購事項而同時減少港幣22百萬元。
4. During the year, the Group acquired equity interests in certain brewery companies for an aggregate consideration of HK\$653 million of which HK\$593 million was paid in 2006. As a result of the acquisitions, the Group's profit for the year and the net assets at the year end have both been decreased by HK\$22 million.

△ 聯營公司

△ Associates

\* 合資企業

\* Equity Joint Venture

\*\* 外資企業

\*\* Wholly Foreign Owned Enterprise

\*\*\* 上市合資企業

\*\*\* Listed Joint Stock Company

# 透過定期參與該聯營公司之董事局會議而行使重大影響力

# Significant influence is exercised through the participation of regular board meeting of the associates

@ 並非由德勤•關黃陳方會計師行審核之公司

@ Companies not audited by Deloitte Touche Tohmatsu