



## 公司資料

### 董事會

#### 執行董事

史寶峰先生(總裁)  
葛彬先生(副主席)

#### 非執行董事

王傳棟先生(主席)  
陳鷹先生  
王彥先生  
溫雪飛女士  
景世青先生  
(於二零二一年五月二十一日退任)

#### 獨立非執行董事

黃得勝先生  
俞漢度先生  
楊玉川先生  
胡曉勇先生

### 審核與風險管理委員會

俞漢度先生(主席)  
王彥先生  
黃得勝先生  
溫雪飛女士  
楊玉川先生

### 薪酬委員會

黃得勝先生(主席)  
景世青先生  
(於二零二一年五月二十一日退任)  
俞漢度先生  
胡曉勇先生

### 提名委員會

王傳棟先生(主席)  
景世青先生  
(於二零二一年五月二十一日退任)  
黃得勝先生  
俞漢度先生  
楊玉川先生

### 投資委員會

王傳棟先生(主席)  
陳鷹先生  
黃得勝先生

### 企業管治委員會

史寶峰先生(主席)  
黃得勝先生  
楊玉川先生

### 公司秘書

羅志力先生

### 註冊辦事處

Victoria Place, 5th Floor  
31 Victoria Street  
Hamilton HM10  
Bermuda

### 主要營業地點

香港  
灣仔  
港灣道26號  
華潤大廈  
1901-02室

### 法律顧問

禮德齊伯禮律師行

### 核數師

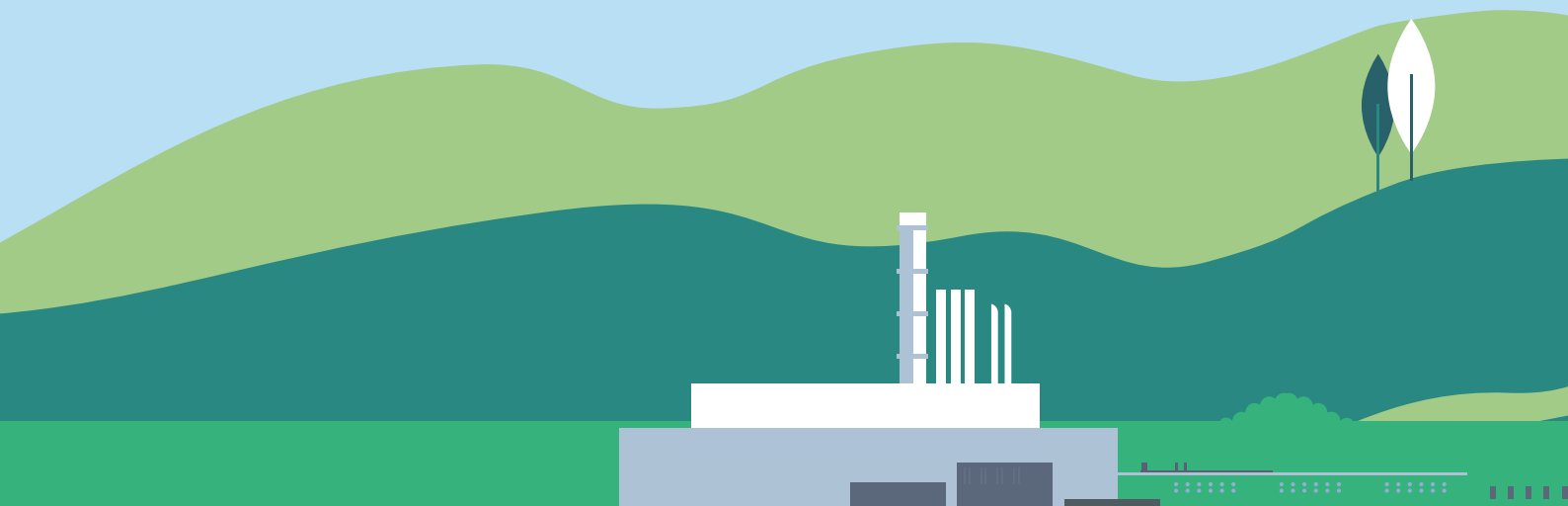
安永會計師事務所

### 主要股份過戶登記處

MUFG Fund Services (Bermuda) Limited  
The Belvedere Building  
69 Pitts Bay Road  
Pembroke HM08  
Bermuda

### 香港股份過戶登記分處

卓佳秘書商務有限公司  
香港  
皇后大道東號





14

省會城市

22

省份

75

地級市

258

華潤燃氣之城市燃氣項目

17,159

二零二一年上半年銷氣量  
(百萬立方米)

6644

17,159

(million m<sup>3</sup>)

3

直轄市(重慶、上海、天津)

(99)

270

總接駁覆蓋人口(百萬)

6644

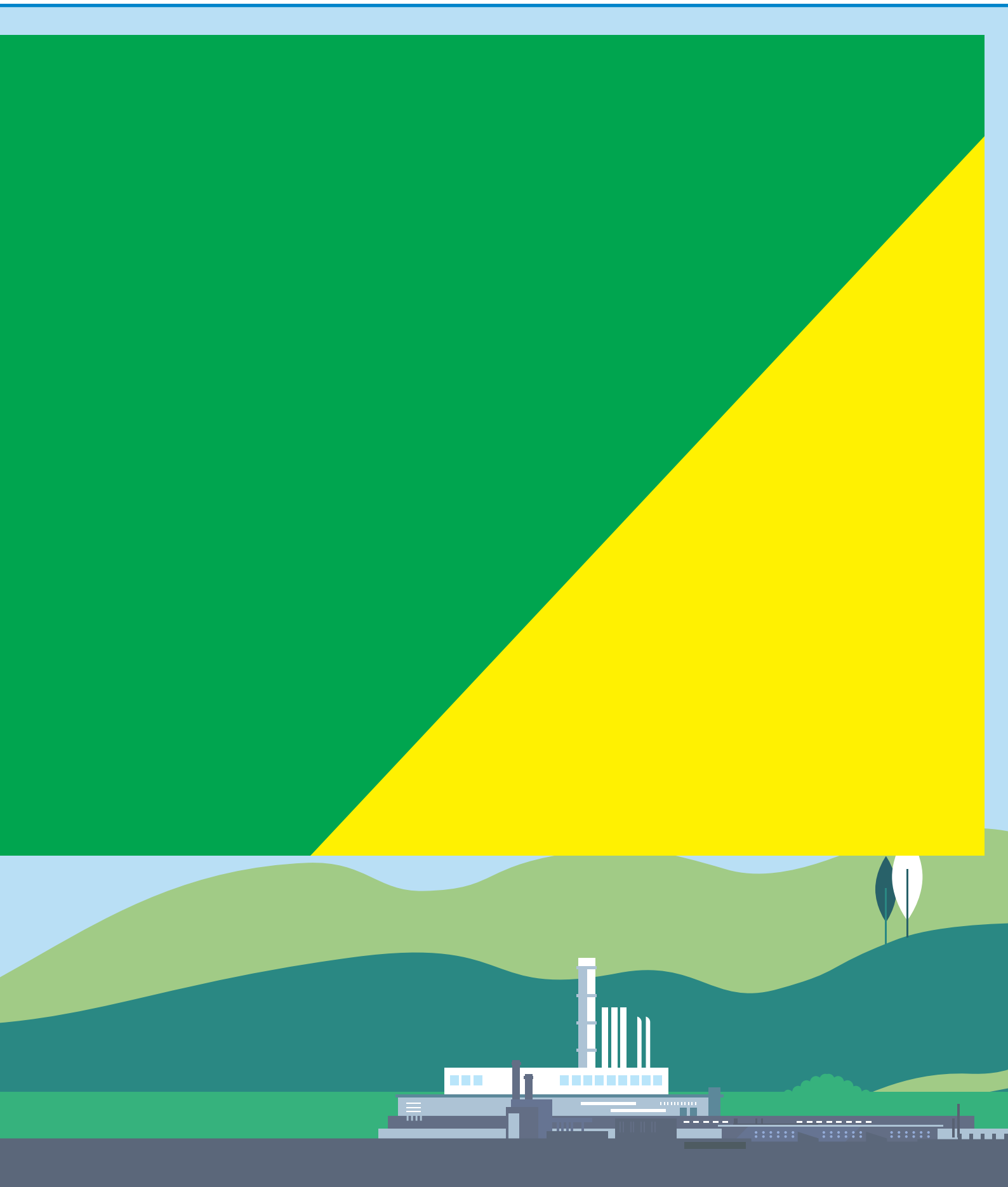
270

4,319

燃氣用戶(萬戶)

6644

(6644)



## 公司簡介

### 華潤集團於中國的城市燃氣分銷旗艦

華潤燃氣控股有限公司(「華潤燃氣」)主要由中國最大的國有企業集團之一的華潤(集團)有限公司擁有。作為中國領先的燃氣公用事業集團，華潤燃氣主要從事下游城市燃氣分銷業務，包括管道天然氣分銷及天然氣加氣站業務及燃氣器具銷售。華潤燃氣的業務策略性地分佈於全國各地，主要位於經濟較發達和人口密集的地區以及天然氣儲量豐富的地區。

憑藉良好的行業基礎及本集團的執行能力，華潤燃氣於二零二一年繼續通過內涵式增長及收購實現快速擴張。於二零二一年上半年，華潤燃氣的城市燃氣項目總共達258個，分佈於中國22個省級行政區，其中包括14個省會城市及3個直轄市，二零二一年上半年燃氣總銷量達約171.59億立方米及客戶數達4,319萬戶。

能源結構優化和環境污染治理將推動中國天然氣消費持續增長。中國政府近年來採取多項措施提倡對污染較少的能源資源的發展及使用。同煤炭及原油等傳統能源資源相比，天然氣產業符合國家創新、協調、綠色、開放、共享的核心發展理念，國家在「十四五」規劃和2035年遠景目標綱要草案中再次強調推動綠色低碳發展，加強生態文明建設，天然氣的推廣及應用對保護生態環境、促進綠色轉型具有重要作用。

中國仍是全球天然氣發展最重要區域，中國天然氣市場仍處於重要發展期，華潤燃氣將會充分利用有利經營環境，透過內涵及外延式增長持續擴張、在追求卓越表現的同時努力提升其經營效率、提供安全可靠之清潔能源供應並向客戶提供體貼、周到及高效的服務，向股東提供不斷增長且可持續的業績表現，為僱員創造廣泛且專業的個人發展機會，為中國及世界的環境保護及改善做出貢獻，成為中國燃氣行業最受尊敬的領導者。

### 中國資源燃氣集團有限公司

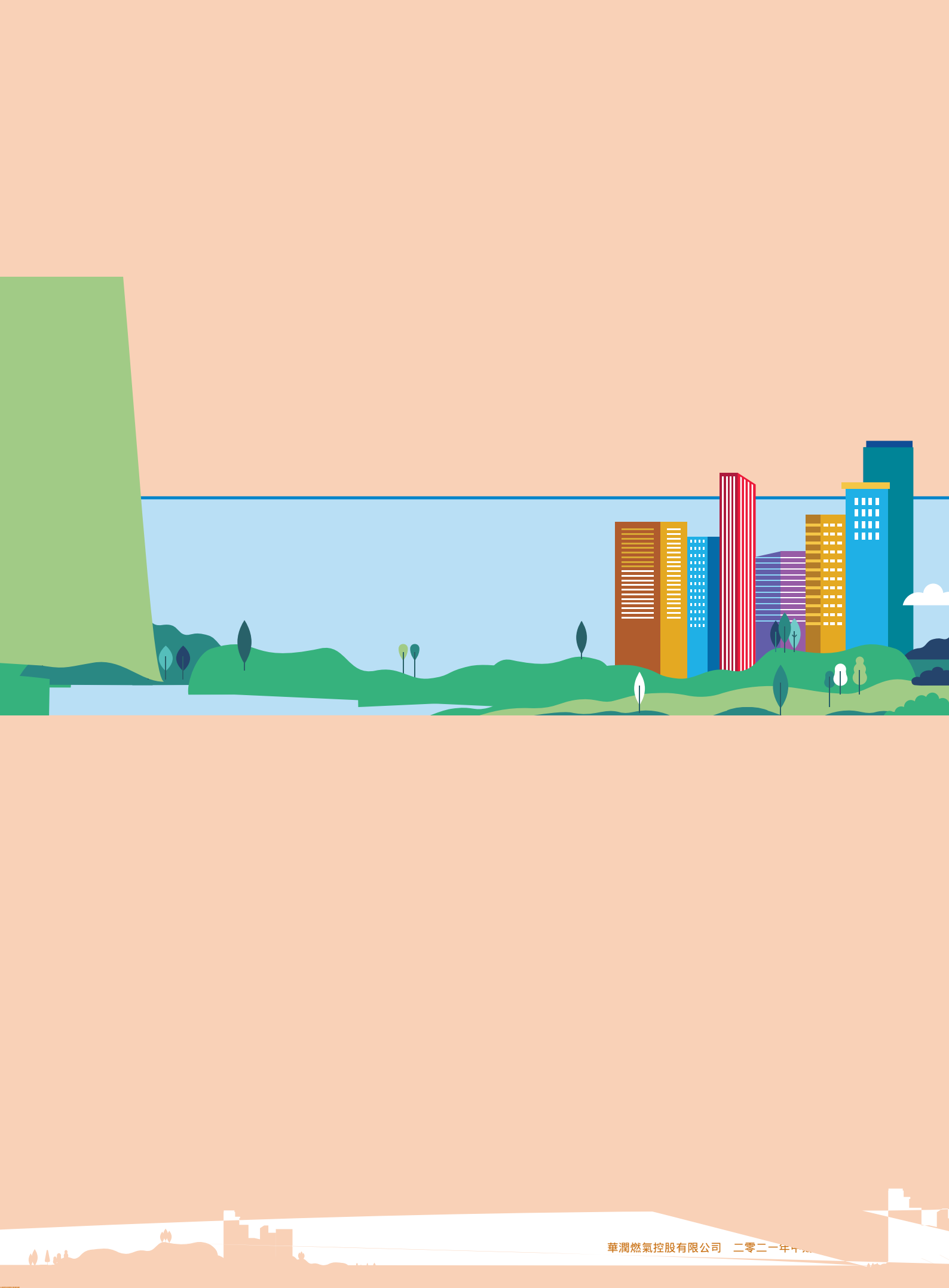
### CR Gas

China Resources Gas Group Limited ("CR Gas"), substantially owned by China Resources (Holdings) Company Limited, one of the largest state-owned conglomerates in China, is a leading gas utilities group in China, which is principally engaged in downstream city gas distribution business including piped natural gas distribution, natural gas filling stations operation and sales of gas appliances. Its operations are strategically located in areas of China, which are economically more developed and densely populated and areas with rich reserves of natural gas.

Leveraging on the excellent industry fundamentals and the Group's execution competency, CR Gas continues to expand rapidly in 2021 via organic growths and acquisitions. In the first half 2021, CR Gas's portfolio is consisted of 258 city gas projects in 22 provincial administrative regions of China including 14 provincial capitals and 3 direct administrative municipalities with a gross gas sales volume of approximately 171.59 billion cubic meters and 43.19 million customers in the first half of 2021.

The optimization of energy structure and environmental pollution control will promote the sustainable growth of natural gas consumption in China. The PRC government has, in recent years, taken various measures to promote the development and utilization of less polluting energy sources. The natural gas industry is in sync with the core development idea of innovation, harmony, green, open and sharing as compared with conventional energy resources such as coal and crude oil. In "The 14th Five-Year Plan" and the draft of "Long-Range Objectives through the Year 2035", the state once again emphasized that the promotion of green and low-carbon development, the enhancement of the construction of ecological civilization and the promotion and application of natural gas played an important role in protecting the ecological environment and promoting the transition to green development.

The natural gas market in China is still in the important development period, as China remains the most important region in the global rise of natural gas development. CR Gas is well placed to take advantage of such a favorable operating environment and to become the most respectable leader in the PRC's gas industry by continuously expanding through organic and external growths; diligently enhancing its operational efficiency in pursue of excellence; delivering a safe and reliable supply of clean energy as well as the caring, competent and efficient service to our customers; offering growing and sustainable performance to shareholders; creating extensive professional and personal development opportunities to employees; and contributing to the protection and improvement of the Chinese and global environment.



上半年，惟本集團經營區域內客戶用氣需求迅速增長，憑藉良好的運營能力，本集團之總天然氣銷售量較去年同期增長29.5%至171.59億立方米，惟期內本集團之營業額較去年同期增長52.5%至344.16億港元。而本集團錄得本公司擁有人應佔溢利較去年同期增長35.6%至32.50億港元。

上半年，本集團深入堅持「學標桿 轉型發展」的管理目標，對標優秀企業，持續優化經營管理舉措，打造以城市燃氣為引擎，綜合能源、綜合服務態勢

In the first half of the year, notwithstanding the rapid increase in customers' demand for natural gas in the areas where the Group operated, and by leveraging on excellent operating capabilities, the Group's total natural gas sales volume increased by 29.5% from the same period last year to 17.159 billion cubic meters. However, during the Period, the Group's turnover increased by 52.5% from the same period last year to HK\$34.416 billion. The Group's profit attributable to owners of the Company increased by 35.6% from the same period last year to HK\$3.250 billion.

In the first half of the year, the Group firmly adhered to the management objective of "benchmarking and transforming development", benchmarked against outstanding companies, continued to optimize operations and management measures to build an integrated and digitally intelligent energy company spurred by city gas-centric, integrated energy-and-integrated services driven and high-quality innovative business as its main task, with a view to pushing forward the continual growth of the Group's operating performance.



In the first half of 2021, the Group recorded a total natural gas sales volume of 17.159 billion cubic meters, and industrial gas sales volume reached 8.374 billion cubic meters, representing a year-on-year increase of 41.3% and accounting for 48.8% of the total gas sales volume of the Group. Commercial gas sales volume reached 3.913 billion cubic meters, representing a year-on-year increase of 36.7% and accounting for 22.8% of the total gas sales volume of the Group. Residential gas sales volume reached 4.195 billion cubic meters, representing a year-on-year increase of 8.0% and accounting for 24.4% of the total gas sales volume of the Group.



## 新用戶開發

本集團城市燃氣項目多位於經濟較發達地區，受益於上半年大中型城市房地產平穩運行及城鎮化的持續推動，本集團居民接駁業務同比增長，錄得新增接駁用戶129.6萬戶，其中包括新房接駁110.10萬戶，舊房接駁18.00萬戶，農村居民煤改氣接駁1.50萬戶，工商業用戶1.58萬戶。截至二零二一年中期，受益於本集團大力拓展更多經營區域，可接駁用戶規模增長快於新增接駁用戶增長，經營區域內居民燃氣滲透率由去年同期的53.8%下降至52.6%。

## 新項目拓展

本集團持續專注城市燃氣核心業務發展，憑藉強大的市場開拓能力與良好的企業品牌，二零二一年上半年集團和公司註冊成立項目12個，新簽約項目25個，項目分佈於廣東、四川、山東、江蘇、浙江等多省，拓展經營面積1萬平方公里，預計增加用戶115萬戶，增加銷氣量18.7億方每年。

截至二零二一年六月三十日，本集團城市燃氣項目數目已達到258個，遍佈全國22個省、3個直轄市、75個地級市。不斷擴大的經營區域及項目優越的地理位置，為本集團核心業務的持續快速增長奠定了堅實基礎。



Most of the Group's city gas projects are located in economically developed areas. Benefiting from the steady operation of real estate in large and medium-sized cities and the continuous promotion of urbanization in the first half of the year, the Group's residential connection business has increased year-on-year, with 1.296 million new connection users being recorded, of which there were 1.101 million new gas connection users, connections of 180,000 old residential users and 15,000 rural "coal-to-gas conversion" users and 15.8 thousand industrial and commercial users. As at the mid-2021, thanks to the Group's efforts to expand more operation areas, the growth rate in the number of connectable users outpaced the number of newly connected users, the penetration rate of residential household in the areas where the Group operated decreased from 53.8% to 52.6% over the previous corresponding period.



The Group continued to focus on developing its core business of city gas operation. Leveraging on outstanding market expansion capabilities and excellent corporate branding, in the first half of 2021, the Group and the Company incorporated 12 projects and signed 25 new projects. The projects are located in provinces such as Guangdong, Sichuan, Shandong, Jiangsu and Zhejiang, leading to the expansion of operation areas reaching 10,000 square kilometers. It is expected that the increment of users will be 1,150,000 while the increment of gas sales volume will be 1.87 billion cubic meters per year.

As at 30th June, 2021, the number of city gas projects of the Group reached 258, spanning across 22 provinces, 3 direct administrative municipalities and 75 prefecture-level cities. The expanding operational regions and prime geographic locations of the projects have laid a solid foundation for the sustainable and rapid growth of the Group's core business.

## 綜合能源業務發展

近年來，隨著國家整體面臨經濟轉型、環保深化的壓力，清潔能源需求不斷增長。本集團依託政策支持以及燃氣項目龐大的市場和客戶資源優勢，穩步推進分佈式能源、充電樁、加氫站等綜合能源業務，滿足不同客戶的用能需求，拓寬集團收入來源。

在分佈式能源領域，二零二一年上半年，本集團新簽約12個分佈式能源項目，預計總投資額1.9億港元，累計項目數量達到71個，錄得能源銷售量同比增長87.3%。

在充電站領域，二零二一年上半年，新投運充電站10座，累計投運充電站117座，上半年售電量1.1億度，同比增長83.3%。

在加氫站領域，二零二一年上半年，新增投運加氫站2座，累計批准建設加氫站9座，分佈於濰坊、無錫、襄陽、武漢、白城和泰州。

## 綜合服務業務發展

本集團藉助品牌影響力，深入挖掘客戶價值，積極探索綜合服務業務商業模式，二零二一年上半年綜合服務業務整體收入總額達9.1億港元，同比增長53.6%。其中延伸增值業務營業額達4.1億港元，同比增長18.0%，燃氣保險業務營業額達2.0億港元，同比增長42.5%；燃氣具業務營業額達3.0億港元，同比增長217.2%。本集團將持續探索綜合服務業務市場，採用靈活的市場化手段，提升綜合服務業務能力，致力於培養綜合服務業務的利潤增長。



In recent years, the demand for clean energy has been on the rise in the wake of pressure from economic transformation and the continuous push for environmental protection confronted by China. Riding on the government-supported policies and the advantage of huge market for gas projects and its existing customer base, the Group forged ahead with comprehensive energy businesses such as charging posts and hydrogen refueling stations to meet the energy needs of different customers, which has expanded the Group's income streams.

In terms of distributed energy, in the first half of 2021, the Group signed 12 new distributed energy projects, with an estimated total investment of HK\$190 million, and the cumulative number of projects reached 71, recording an increment of energy sales volume by 87.3% year-on-year.

In terms of charging stations, in the first half of 2021, a total of 117 charging stations have been put into operation which included 10 new charging stations, with net generation of 110.0 million kWh, representing an increase of 83.3%.

In terms of hydrogen refueling stations, in the first half of 2021, there were two new hydrogen refueling stations, and nine hydrogen refueling stations in aggregate were approved for construction in Weifang, Wuxi, Xiangyang, Wuhan, Baicheng and Taizhou.



Leveraging on the Group's brand influence, the Group thoroughly explored customer value and proactively explored the comprehensive service business model. The total revenue of comprehensive services in the first half of 2021 reached HK\$910 million, representing a year-on-year increase of 53.6%. Specifically, the turnover of extended value-added business reached HK\$410 million, representing a year-on-year increase of 18.0%. The turnover of gas insurance business reached HK\$200 million, representing a year-on-year increase of 42.5%. The turnover of gas appliance business reached HK\$300 million, representing a year-on-year increase of 217.2%. The Group will continue to explore the comprehensive service business market, take flexible market-based approaches, enhance comprehensive service business capabilities and strive to foster profit growth for comprehensive service business.

## 可持續發展

在企業快速發展過程中，本集團積極推進董事會公司管治的發展，構建並不斷完善董事會和管理層，權責分明、各司其職、有效制衡、科學決策，形成有效運轉的法人治理結構。本集團高度重視誠信合規經營，遵守法律法規、國際慣例和商業道德，堅持以公平誠信原則處理與員工、供應商、客戶、政府部門、合作夥伴以及競爭者等利益相關方的關係，以誠信贏得市場、贏得尊重，以合規經營提升本公司內在品質和價值。

本集團高度重視在環境、社會、管治(ESG)方面的管理，成立董事會和ESG工作小組，積極推動ESG可持續發展管理體系全面落實。憑藉全體員工的努力及有效的管理，二零二一年上半年，本集團制定溫室氣體排放總量全年下降的目標，萬元人民幣營業收入可比價綜合能耗下降15.7%噸標煤，萬元人民幣增加值可比價綜合能耗下降9.7%噸標煤。本集團及旗下累計47家區域公司成功獲取了OHSAS18001或ISO45001國際認證，反映了本集團擁有國際水準的職業健康安全及環境管理體系，本集團將繼續推動集團旗下更多成員企業獲取上述國際認證。本集團格外重視員工及用戶生命健康安全，期內，累計安全培訓總時長36.6萬小時。本集團亦繼續聘用了顧問公司為本集團的ESG管理體制、政策、數據披露、表現及實踐等各方面提供專業建議，致力將集團的ESG表現進一步提升。本集團相信這些舉措將會促進公司的可持續發展，並為構建更美好的生態環境作出貢獻。

In the course of the rapid development of the Company, the Group was active in promoting the development of corporate governance of the Board, built and continuously improved the composition of the Board and the management, clearly divided the powers and responsibilities for staff at different positions to perform their own duties, effectively restrained and balanced the authorities, and made scientific decisions so as to form an effective corporate governance structure. The Group attached great importance to integrity and compliance operations, abided by laws and regulations, international practices and business ethics, and adhered to the principle of fairness and integrity in handling relationships with stakeholders such as employees, suppliers, customers, government authorities, partners, and competitors. The Group won the trust and respect of the market with integrity and enhanced the inherent quality and value of the Company through compliance management.

The Group attached great importance to environmental, social, and governance (ESG) management, and established the Board and an ESG working group to actively promote the full implementation of the ESG sustainable development management system. With the efforts of all employees and effective management, in the first half of 2021, the Group set the goal of reducing the total greenhouse gas emissions for the whole year. The comprehensive energy consumption per RMB10,000 of revenue at comparable price decreased by 15.7% in terms of tons of standard coal, and the comprehensive energy consumption per RMB10,000 value-added at comparable price decreased by 9.7% in terms of tons of standard coal. The Group and its 47 regional companies successfully obtained OHSAS18001 or ISO45001 international certification, reflecting that the Group has an international-level occupational health and safety and environmental management system. The Group will continue to promote more member companies of the Group to obtain the above-mentioned international certification. The Group attached great importance to the life, health and safety of employees and users. During the period, a total of 366,000 hours of safety training were provided. The Group also continued to engage advisory firms to provide professional advice on the Group's ESG management system, policies, data disclosure, performance and practice, etc., and strived to further improve the Group's ESG performance. The Group believes that these measures will promote the sustainable development of the Company and contribute to the construction of a better ecological environment.

二零二一年上半年，本集團組織董事會成員及管理層進行了反貪腐和環保方面的培訓，自上而下深入強化學習廉政文化、增強環保意識。期內，MSCI給予本集團BB的ESG評級，本集團將通過務實、可查的ESG優質管理舉措，獲得社會各界認可與肯定，將國家2030碳達峰和2060碳中和的雙目標，融於日常經營管理，落於實質業務發展。

## 主要財務資料

截至二零二一年中期，本集團總營業額為344.16億港元，與去年同期相比增長52.5%。本集團整體毛利率為25.5%，較去年同期下跌1.5個百分比，整體毛利87.9億港元同比增長44.4%，整體毛利率的下跌主要是由於期內上游天然氣價格較去年同期疫情期間價格回調所致。每股基本盈利為1.43港元，較去年同期增長31.2%。

本集團一直採取審慎的財務資源管理政策，本集團有足夠的資金及可動用銀行信貸應付未來的資本性支出及營運需要。

受益於國家鼓勵天然氣等清潔能源的使用以及公司不斷提升的業務規模和業績質量，二零二一年上半年，標準普爾、穆迪和惠譽三大國際評級機構分別維持本集團A-、A3和A-評級。該等評級反映了本集團專注主業的發展戰略及當期的財務表現得到了市場的廣泛認可，將保障本集團可獲得較低的潛在融資的財務成本，為本集團長期健康發展提供充足的財務資源。

In the first half of 2021, the Group organized members of the Board and management to participate in anti-corruption and environmental protection trainings, and in-depth study of the culture of clean government and awareness of environmental protection from top to bottom. During the Period, MSCI rated the Group as BB in ESG. The Group will obtain recognition and approbation from all walks of life through pragmatic and accountable ESG quality management measures, and incorporate the national objectives of "Carbon Peak and Carbon Neutrality" in 2030 and 2060 respectively into the daily operation and management and implement in the actual business development.

In the first half of 2021, the Group achieved a total turnover of HK\$34.416 billion, representing an increase of 52.5% as compared with the corresponding period of last year. The Group's overall gross profit margin was 25.5%, representing a decrease of 1.5 percentage points as compared with the corresponding period of last year. The overall gross profit amounted to HK\$8.79 billion, representing an increase of 44.4% over the corresponding period of last year. The decrease in overall gross profit margin was mainly due to the adjustment of upstream natural gas prices during the period, as opposed to the same period last year during the pandemic. Basic earnings per share were HK\$1.43, representing an increase of 31.2% over the corresponding period of last year.

The Group has been adopting prudent financial resource management policies. The Group has sufficient funds and available banking facilities to meet capital expenditures and operating requirements in the future.

Capitalising on the government's encouragement of the use of clean energy (including natural gas) and the Company's ever-expanding business scale and rising performance quality. In the first half of 2021, the Group's credit rating was affirmed by three international rating agencies, namely Standard & Poor's, Moody's and FitchRatings, at A-, A3 and A-, respectively. The above credit rating has reflected the Group's development strategy of focusing on its core business and its current financial performance have been widely recognised by the market, which will ensure to obtain lower financial costs by the Group in its potential financing activities, and provide sufficient financial resources for the long-term healthy development of the Group.

The Group further reduced costs and increased efficiency. In the first half of 2021, the total cost-to-revenue ratio decreased from 14.0% in the previous corresponding period to 12.8%, representing a decrease of 1.2 percentage points. In particular, the percentage of selling and distribution expenses to revenue decreased from 8.5% in the previous corresponding period to 7.9%, representing a decrease of 0.6 percentage point. The percentage of administration expenses to revenue decreased from 4.4% in the previous corresponding period to 4.2%, representing a decrease of 0.2 percentage point. Financial costs-to-revenue ratio decreased from 1.1% in the previous corresponding period to 0.6%, representing a decrease of 0.5 percentage point. The Group expects that the effectiveness of cost control implemented in 2021 will be further materialized.



2021 marked the first year of China's "14th Five-Year Plan" and the

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## 財務回顧

期內，本集團未經審核綜合營業額為344.16億港元(二零二零年：225.72億港元)，毛利為87.85億港元或毛利率為25.5%(二零二零年：60.83億港元或27.0%)，期內本公司股本持有人應佔溢利為32.50億港元(二零二零年：23.96億港元)。

## 現金流量

期內，經營業務現金流入淨額為46.69億港元(二零二零年：36.45億港元)。

本集團於期內為擴充燃氣營運斥資21.43億港元(二零二零年：14.65億港元)建設管道及相關設施。上述所需資金乃由本集團經營業務的現金流量、銀行借貸及庫存現金撥付。於期終，本集團可動用的庫存現金(包括其他存款)為156.88億港元(二零二零年(末期)：134.42億港元)。現金結餘中有98.5%為人民幣，1.4%為港元及0.1%為美元。

## 流動資金和財務資源

本集團的資金政策為使用經營業務所得現金流量及適當水平的借貸，作為主要擴展及收購所需資金的主要來源。於期終，本集團的銀行票據及其他借貸總額為122.43億港元(二零二零年(末期)：108.93億港元)，其中97.6%(二零二零年：47.4%)列作流動負債，須於一年內償還。人民幣、港元、美元及日元借貸分別佔借貸總額的0.8%、51.7%、45.4%及2.1%。

本集團於期終的現金結餘為156.88億港元(二零二零年(末期)：134.42億港元)。本集團於期終的資產負債比率按銀行及票據借貸總額除以資產總值計算為12.3%(二零二零年(末期)：11.6%)。整體而言，本集團的財務狀況及流動資金穩健。穩健的經營現金流量，將為可見將來之擴展及營運資金需求提供充裕資金。



The Group's unaudited consolidated turnover for the period amounted to HK\$34,416 million (2020: HK\$22,572 million) with gross profit of HK\$8,785 million or 25.5% gross profit margin (2020: HK\$6,083 million or 27.0%) and a profit attributable to the Company's equity holders for the period of HK\$3,250 million (2020: HK\$2,396 million).



The net cash inflow from operations during the period amounted to HK\$4,669 million (2020: HK\$3,645 million).

The Group has spent HK\$2,143 million on pipeline construction and related facilities for expansion of gas operation during the period (2020: HK\$1,465 million). The above required funding was financed by the operating cash flow, bank borrowings and cash on hand of the Group. As at period end, the Group's free cash on hand (including other deposits) was HK\$15,688 million (2020 (end of the period): HK\$13,442 million). Among the cash balance, 98.5% was in Renminbi, 1.4% in Hong Kong dollar, and 0.1% in US dollar.



It is the Group's policy to use the cash flow generated from operations and appropriate level of borrowings as the principal source of fund to finance major expansion and acquisition. As at the end of the period, the Group had total bank note and other borrowings of HK\$12.24 billion (2020 (end of the period): HK\$10.89 billion). 97.6% (2020: 47.4%) of the borrowings is considered as current liabilities and repayable within one year. Renminbi, Hong Kong dollar, US dollar and Japanese Yen denominated borrowings accounted for 0.8%, 51.7%, 45.4% and 2.1% of the total borrowings respectively.

The cash balance of the Group was HK\$15,688 million as at the end of the period (2020 (end of the period): HK\$13,442 million). The gearing ratio of the Group at the end of the period, calculated as total bank and note borrowings to total assets was 12.3% (2020 (end of the period): 11.6%). On the whole, the financial position and liquidity of the Group is healthy and stable. The healthy operating cash flow will provide sufficient funding for foreseeable expansion and working capital requirement.

於期終，本集團獲授70億港元及人民幣64億元於二零二零年至二零二一年到期的銀行貸款備用額。備用額為無抵押，並以浮動利率計息。於期終，本集團已使用36%的港元備用額及1.4%的人民幣備用額。

除上文所述者外，本集團並無其他已承諾借貸備用額。在日常流動資金管理方面，為了維持資金靈活彈性，本集團已獲銀行批出足夠的無承諾短期備用額。

#### 抵押資產

截至二零二一年六月三十日，銀行存款639萬港元(二零二零年(末期): 1,219萬港元)已作為抵押品抵押予天然氣供應商。

#### 物業、廠房及設備

截至二零二一年六月三十日止期間，本集團於添置燃氣管道方面支出1.06億港元，於在建工程方面支出16.37億港元(二零二零年: 分別為1.57億港元及12.54億港元)。

#### 或然負債

於二零二一年六月三十日，本集團並無任何重大或然負債。

#### 財務管理和庫務政策

本集團的財務風險管理由香港總部的司庫負責。本集團的庫務政策以管理利率及外幣匯兌波動風險為主要宗旨之一。本集團的政策為不參與任何投機活動。

本集團大部分資產和負債均以港元、美元和人民幣計值。本集團預期在此方面不會面臨重大的外匯波動風險。

As at the end of the period, the Group has been granted a total of HK\$7.0 billion and RMB6.4 billion banking facilities with maturities from 2020 to 2021. The facilities are unsecured and with floating interest rates. As at the end of the period, 36% of the HK\$ facilities and 1.4% of the RMB facilities have been drawn down.

Save for the above, the Group has no other committed borrowing facilities. For day-to-day liquidity management and maintaining flexibility in funding, the Group has managed to obtain sufficient uncommitted short-term facilities from banks.

#### GA

As at 30th June, 2021, a bank deposit of HK\$6.4 million (2020 (end of the period): HK\$12.2 million) was pledged as security to supplier of natural gas.

#### Property, Plant and Equipment

During the period ended 30th June, 2021, the Group spent HK\$106 million on additions of gas pipelines and HK\$1,637 million on construction in progress (2020: HK\$157 million and HK\$1,254 million, respectively).

#### Contingent Liabilities

As at 30th June, 2021, the Group did not have any material contingent liabilities.

#### Financial Risk Management and Treasury Policy

The financial risk management of the Group is the responsibility of the Group's treasury function at the head office in Hong Kong. One of the major objectives of the Group's treasury policies is to manage its exposure to fluctuation in interest rates and foreign currency exchange rates. It is the Group's policy not to engage in speculative activities.

Most of the Group's assets and liabilities are denominated in Hong Kong dollar, US dollar and Renminbi. The Group does not expect significant exposure to foreign exchange fluctuations in this regard.



## 重大投資和收購事項

### 投資

於二零二一年六月三十日，本集團對位於江蘇、四川、湖南及廣東等省份的25個項目作出約11.88億港元的新增投資。

收購事項將擴大本公司在該等省份的現有覆蓋率，並將在集中採購、管道設計及工程服務以及管理效率方面與現有城市燃氣項目進一步締造集群協同效應。

本集團還於期間花費21.43億港元用於管道建設及相關設施，以擴張燃氣運營。

### 持續經營業務

經計及本集團的內部錄得資金以及與銀行的良好往績記錄及關係令本集團可改善其續新現有借貸融資的能力，本公司董事認為本集團有充足營運資金可滿足二零二一年六月三十日起計未來十二個月的現時需求。因此，編製簡明綜合財務報表時繼續採用持續經營業務基準。

### 中期股息

董事議決派付截至二零二一年六月三十日止六個月的中期股息每股15港仙(截至二零二零年六月三十日止六個月：每股15港仙)，將於二零二一年十月二十五日向於二零二一年九月十三日名列本公司股東名冊的股東支付。

### 暫停辦理股份過戶登記

本公司將由二零二一年九月十日(星期五)至二零二一年九月十三日(星期一)(首尾兩天包括在內)期間暫停辦理股份過戶登記手續。為符合獲派中期股息之資格，所有填妥之過戶表格連同有關股票，必須於二零二一年九月九日(星期四)下午四時三十分之前送達本公司之股份過戶登記分處卓佳秘書商務有限公司，地址為香港皇后大道東183號合和中心54樓。



As at 30th June, 2021, the Group made new investments of approximately HK\$1.19 billion in 25 projects in Jiangsu, Sichuan, Hunan, Guangdong and other provinces.

The acquisitions will add to the Company's existing footprint in these provinces and create further cluster synergy with existing city gas projects in terms of centralized procurement, pipeline design & construction and management efficiency.

The Group has also spent HK\$2.143 billion during the period on pipeline construction and related facilities for expansion of gas operation.



Taking into account of the internally generated funds of the Group and the good track records and relationship with banks which would enhance the Group's ability to renew the existing borrowing facilities, the directors of the Company are of the view that the Group has sufficient working capital for its present requirements for the next twelve months from 30th June, 2021. Accordingly, the going concern basis continues to be adopted in preparing the condensed consolidated financial statements.



The Directors have resolved to declare the payment of an interim dividend of 15 HK cents per share for the six months ended 30th June, 2021 (six months ended 30th June, 2020: 15 HK cents per share), payable on 25th October, 2021 to shareholders whose names appear on the register of members of the Company on 13th September, 2021.



The register of members of the Company will be closed from Friday, 10th September, 2021 to Monday, 13th September, 2021, both days inclusive. To qualify for the interim dividend, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on Thursday, 9th September, 2021.



## 股東之選擇權

二零二一年中期股息將以港幣(「港幣」)現金派發予各股東，除非股東選擇以人民幣(「人民幣」)現金收取二零二一年中期股息。

股東有權選擇按照以港幣1.0元兌人民幣0.83259元之匯率(即緊接及包括二零二一年八月二十日前五個營業日中國人民銀行公佈的港幣兌人民幣匯率中間價的平均值)計算以人民幣收取全部或部分二零二一年中期股息。倘股東選擇以人民幣收取二零二一年中期股息，則該股息將以每股人民幣0.1248885元派付予股東。股東須填妥股息貨幣選擇表格(於釐定股東享有收取二零二一年中期股息權利的記錄日期二零二一年九月十三日後，該表格預計於實際可行情況下盡快於二零二一年九月二十一日寄發予股東)以作出有關選擇，並最遲須於二零二一年十月八日下午四時三十分前送達本公司之股份過戶登記分處卓佳秘書商務有限公司，地址為香港皇后大道東183號合和中心54樓。

有意選擇以人民幣支票收取全部或部分股息的股東應注意，(i)彼等應確保彼等持有適當的銀行賬戶，以使收取股息的人民幣支票可兌現；及(ii)概不保證人民幣支票於香港結算並無重大手續費或不會有所延誤或人民幣支票能夠於香港境外兌現時過戶。支票預計於二零二一年十月二十五日以普通郵遞方式寄發予相關股東，郵誤風險由股東自行承擔。

## 2021年中期股息

2021 Interim Dividend will be payable in cash to each shareholder in HK Dollars ("HKD") unless an election is made to receive the same in Renminbi ("RMB").

Shareholders will be given the option to elect to receive all or part of the 2021 Interim Dividend in RMB at the exchange rate of HKD1.0 : RMB0.83259, being the average benchmark exchange rate of HKD to RMB as published by the People's Bank of China for the five business days immediately preceding and including 20th August, 2021. If shareholders elect to receive the 2021 Interim Dividend in RMB, such dividend will be paid to shareholders at RMB0.1248885 per share. To make such election, shareholders should complete the dividend currency election form which is expected to be despatched to shareholders on 21st September, 2021 as soon as practicable after the record date of 13th September, 2021 to determine shareholders' entitlement to the 2021 Interim Dividend, and return it to the Company's branch share registrar and transfer office, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on 8th October, 2021.

Shareholders who are minded to elect to receive all or part of their dividends in RMB by cheques should note that (i) they should ensure that they have an appropriate bank account to which the RMB cheques for dividend can be presented for payment; and (ii) there is no assurance that RMB cheques can be cleared without material handling charges or delay in Hong Kong or that RMB cheques will be honoured for payment upon presentation outside Hong Kong. The cheques are expected to be posted to the relevant shareholders by ordinary post on 25th October 2021 at the shareholders' own risk.

## 獎勵計劃

於二零零八年十二月一日，本公司採納一項股份購回現金獎勵計劃（「獎勵計劃」），據此，本集團或投資公司的經甄選僱員皆有權根據計劃規則參加獎勵計劃。投資公司乃指任何一家由本公司直接或間接擁有5%或以上歸屬權益的公司（「投資公司」），就計算歸屬權益百分比而言，在投資公司所持有權益的百分比須乘以本集團透過其他公司持有該權益的該等中間公司的百分比。

獎勵計劃旨在嘉許若干僱員的貢獻及鼓勵彼等作出貢獻，並提供獎勵及協助本集團及投資公司挽留其現有僱員及延聘更多僱員，並就達到本公司的長期商業目標向彼等提供直接經濟利益。除非被董事會提前終止，獎勵計劃自採納日期起十年內有效。根據獎勵計劃授出獎勵股份及於其整個有效期內授予經甄選僱員獎勵股份的總數上限分別以本公司不時已發行股本的5%及0.5%為限。

根據獎勵計劃規則，本公司已委託中銀國際英國保誠信託有限公司為受託人（「受託人」），據此，受託人將於市場上以本集團授出的現金購入現有股份，並以信託形式代相關經甄選僱員持有，直至該等股份按獎勵計劃的條文歸屬予相關經甄選僱員為止。受託人於二零零九年四月七日以總成本約253,534,680港元（包括交易成本）購買合共70,000,000股股份（佔於收購日期本公司已發行股本約4.95%）。本公司並未計劃購買獎勵計劃項下的任何其他股份。



On 1st December, 2008, the Company adopted a share repurchased cash award scheme (the "Incentive Award Scheme"), pursuant to which selected employees of the Group or investee companies (being any company in which the Company directly or indirectly owns 5% or more attributable equity interests (the "Investee Company"), and in calculating the percentage interest so attributed, the percentage interest held in the Investee Company shall be multiplied by the percentage interest in each intermediate company through which such interest is held by the Group), are entitled to participate in the Incentive Award Scheme pursuant to the scheme rules.

The purpose of the Incentive Award Scheme is to recognise and motivate the contribution of certain employees and to provide incentives and to enable the Group and the Investee Company in retaining their existing employees and recruiting additional employees and to provide them with a direct economic interest in attaining the long-term business objectives of the Company. Unless early termination by the Board, the Incentive Award Scheme shall be valid and effective for a term of 10 years commencing on the adoption date. The maximum aggregate numbers of award shares which can be awarded under the Incentive Award Scheme and to a selected employee throughout its duration are limited to 5% and 0.5% of the issued share capital of the Company from time to time respectively.

Pursuant to the rules of the Incentive Award Scheme, the Company has appointed BOCI-Prudential Trustee Limited as trustee (the "Trustee"), pursuant to which existing shares will be purchased by the Trustee from the market out of cash contributed by the Group and be held in trust for the relevant selected employees until such shares are vested with the relevant selected employees in accordance with the provisions of the Incentive Award Scheme. A total of 70,000,000 shares were purchased at an aggregate cost of approximately HK\$253,534,680 (including transaction costs) on 7th April, 2009, representing approximately 4.95% of the issued share capital of the Company as at date of acquisition. The Company does not intend to purchase any further share under the Incentive Award Scheme.

於二零一零年三月十六日，本公司修訂獎勵計劃，因此根據獎勵計劃授予現金而非獎勵股份。本公司將動用出售獎勵股份的所得款項，該等獎勵股份由受託人持有作為根據計劃授出的獎勵。該等獎勵須經本公司薪酬委員會批准及現金獎勵僅於達成授予獎勵日期規定的有關歸屬條件後作出。

On 16th March, 2010, the Company amended the Incentive Award Scheme such that cash instead of award shares will be awarded under the Incentive Award Scheme. The Company will utilize the proceeds generated from disposal of the award shares held by the Trustee for the awards made under the scheme. The awards will be subject to the approval of the Company's Remuneration Committee and the cash under the award will only be given upon fulfillment of relevant vesting conditions imposed on the date of grant of the award.

於二零一八年十二月一日，該計劃已到期，公司正在着手關閉該計劃。本公司於二零二一年六月止未有授出獎勵股份。受託人所持獎勵股份的變動詳情如下：

The Scheme expired on 1st December, 2018 and the Company was working on the closure of the Scheme. As at June 2021, the Company did not grant any award share. Details of the movement of the award shares held by the Trustee are as follows:

		獎勵股份數目
		th
		th
於二零零九年四月七日購買	Purchased on 7th April, 2009	70,000,000
於二零一零年授出及出售	Granted and disposed of during 2010	(1,818,000)
於二零一一年授出及出售	Granted and disposed of during 2011	(7,741,496)
於二零一二年授出及出售	Granted and disposed of during 2012	(6,893,520)
於二零一三年授出及出售	Granted and disposed of during 2013	(2,268,500)
於二零一四年授出及出售	Granted and disposed of during 2014	(1,905,100)
於二零一五年授出及出售	Granted and disposed of during 2015	(1,310,000)
於二零一六年授出及出售	Granted and disposed of during 2016	(2,266,000)
於二零一七年授出及出售	Granted and disposed of during 2017	(0)
於二零一八年授出及出售	Granted and disposed of during 2018	(0)
於二零一九年授出及出售	Granted and disposed of during 2019	(0)
於二零二零年授出及出售	Granted and disposed of during 2020	(0)
於二零二一年（前六個月）授出及出售	Granted and disposed of for the first six months of 2021	(0)
於二零二一年六月三十日的結餘	Balance as at 30th June, 2021	45,797,384

## 獎勵僱員

於二零二一年六月三十日，本集團在香港和中國共聘用約51,318名員工。本集團一向重視人才，深明吸納和留聘優秀員工是本集團繼續致勝之道。本集團按僱員的表現、工作經驗及現行市場工資水平支付薪酬。此外，本集團會按個別表現發放花紅予若干員工及可能授出獎勵予經甄選僱員。本集團相信此舉有助本集團吸納及留聘優秀員工，並鼓勵員工發揮最佳表現。

## 致謝

本集團有賴各業務夥伴、客戶及股東的鼎力支持和全體員工努力不懈的竭誠服務以達致本集團的業務目標，本人謹代表董事會向彼等致以衷心謝意。

## 報告期後事項

於報告日期後概無發生任何已嚴重影響或可能嚴重影響本集團業務、業績或情勢的任何事項。

代表董事會  
華潤燃氣控股有限公司  
主席  
王傳棟

香港，二零二一年八月二十日



As at 30th June, 2021, the Group employed approximately 51,318 employees in Hong Kong and the PRC. The Group values human talent and recognizes the importance of attracting and retaining quality staff for its continual success. The Group remunerates its employees based on their performance, work experience and the prevailing market wage level. Further, staff bonuses are granted to certain employees and incentive awards may be made to selected employees based on individual performance. The Group believes this will assist the Group to attract and retain quality staff and at the same time encourage the employees to give their best performance.



On behalf of the Board, I would like to take this opportunity to express our most sincere appreciation to our business partners, customers and shareholders for their unfailing support as well as all the Group's employees for their hard work and dedication in carrying out their duties and in achieving the Group's business goal.



There were no events that occurred subsequent to the reporting date which had significantly affected, or may significantly affect the Group's operations, results or state of affairs.

On behalf of the Board



Chairman

Hong Kong, 20th August, 2021

## 董事所佔證券權益

於二零二一年六月三十日，本公司董事及最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中，擁有根據證券及期貨條例第XV部第7及8分部已知會本公司及聯交所的權益及淡倉（包括根據證券及期貨條例有關條文當作或視為擁有的權益及淡倉），或根據證券及期貨條例第352條須記入該條所指登記冊的權益及淡倉，或根據上市規則所載有關上市發行人董事進行證券交易的標準守則須知會本公司及聯交所的權益及淡倉如下：

### (A) 於本公司已發行普通股的權益

董事姓名	好倉或淡倉	股份數目	所佔權益 總額百分比 <sup>1</sup>
黃得勝先生 <sup>2</sup> Mr. Wong Tak Shing <sup>2</sup>	好倉 Long position	20,000	0.0009%
王傳棟先生 <sup>3</sup> Mr. Wang Chuandong <sup>3</sup>	好倉 Long position	300,000	0.0130%

附註：

- 此為於二零二一年六月三十日所持本公司普通股及相關股份好倉總額佔本公司全部已發行股份的百分比。
- 上文所披露的所有權益現由董事以實益擁有人身份持有。
- 王傳棟先生被視為擁有其配偶之300,000股股份之權益。

As at 30th June, 2021, the interests and short positions of the directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which have been 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 are taken or deemed to have under such provisions of the SFO), or which are required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which are required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

### (A) Interests in ordinary shares

Director's Name	Long or Short Position	Number of Shares	Percentage of Total Issued Shares <sup>1</sup>
Mr. Wong Tak Shing <sup>2</sup>	Long position	20,000	0.0009%
Mr. Wang Chuandong <sup>3</sup>	Long position	300,000	0.0130%

Notes:

- This represents the percentage of aggregate long position in ordinary shares and underlying shares of the Company to the total issued shares of the Company as 30th June, 2021.
- All interests disclosed above are being held by the Director in his capacity as beneficial owner.
- Mr. Wang Chuandong was deemed to be interested in 300,000 shares through interests of his spouse.

## 企業管治及其他資料

### 董事及高級管理人員於本公司及相聯法團的權益

(b) 於本公司相聯法團華潤啤酒(控股)有限公司(「華潤啤酒」)已發行普通股及相關股份的權益

(b) 於本公司及相聯法團華潤啤酒(控股)有限公司(「華潤啤酒」)已發行普通股及相關股份的權益

“B”

董事姓名 姓名	好倉或淡倉 好倉或淡倉	股份數目 股份數目	所佔權益 總額百分比 <sup>1</sup>
王彥先生 Mr. Wang Yan	好倉 Long position	167,999	0.0052%

附註：

Notes:

1. 此為於二零二一年六月三十日所持華潤啤酒普通股及相關股份好倉總額佔華潤啤酒全部已發行股份的百分比。
2. 上文所披露的所有權益現由董事以實益擁有人身份持有。

1. This represents the percentage of aggregate long position in ordinary shares and underlying shares of CR Beer to the total issued shares of CR Beer as at 30th June, 2021.
2. All interests disclosed above are being held by the Director in his capacity as beneficial owner.

(b) 於本公司相聯法團華潤置地有限公司(「華潤置地」)已發行普通股及相關股份的權益

(b) 於本公司及相聯法團華潤置地有限公司(「華潤置地」)已發行普通股及相關股份的權益

“B”

董事姓名 姓名	好倉或淡倉 好倉或淡倉	股份數目 股份數目	所佔權益 總額百分比 <sup>1</sup>
陳鷹先生 Mr. Chen Ying	好倉 Long position	500,000	0.0070%

附註：

Notes:

1. 此為於二零二一年六月三十日所持華潤置地普通股及相關股份好倉總額佔華潤置地全部已發行股份的百分比。
2. 上文所披露的所有權益現由董事以實益擁有人身份持有。

1. This represents the percentage of aggregate long position in ordinary shares and underlying shares of CRL to the total issued shares of CRL as at 30th June, 2021.
2. All interests disclosed above are being held by the Director in his capacity as beneficial owner.

(b) 於本公司相聯法團華潤電力控股有限公司(「華潤電力」)已發行普通股及相關股份的權益

(b) 於本公司相聯法團華潤電力控股有限公司(「華潤電力」)已發行普通股及相關股份的權益

“B”),

董事姓名	好倉或淡倉	股份數目	所佔權益 總額百分比 <sup>1</sup>
姓名	倉位	股數	百分比
王彥先生 Mr. Wang Yan	好倉 Long position	44,000	0.0009%

附註：

Notes:

1. 此為於二零二一年六月三十日所持華潤電力普通股及相關股份好倉總額佔華潤電力全部已發行股份的百分比。
2. 上文所披露的所有權益現由董事以實益擁有人身份持有。

1. This represents the percentage of aggregate long position in ordinary shares and underlying shares of CRP to the total issued shares of CRP as at 30th June, 2021.
2. All interests disclosed above are being held by the Director in his capacity as beneficial owner.

(b) 於本公司相聯法團華潤水泥控股有限公司(「華潤水泥」)已發行普通股及相關股份的權益

(b) 於本公司相聯法團華潤水泥控股有限公司(「華潤水泥」)已發行普通股及相關股份的權益

“C”), a

董事姓名	好倉或淡倉	股份數目	所佔權益 總額百分比 <sup>1</sup>
姓名	倉位	股數	百分比
陳鷹先生 Mr. Chen Ying	好倉 Long position	230,000	0.0033%

附註：

Notes:

1. 此為於二零二一年六月三十日所持華潤水泥普通股及相關股份好倉總額佔華潤水泥全部已發行股份的百分比。
2. 上文所披露的所有權益現由董事以實益擁有人身份持有。

1. This represents the percentage of aggregate long position in ordinary shares and underlying shares of CR Cement to the total issued shares of CR Cement as at 30th June, 2021.
2. All interests disclosed above are being held by the Director in his capacity as beneficial owner.

(i) 於本公司相聯法團華潤醫藥集團有限公司(「華潤醫藥」)已發行普通股及相關股份的權益

(i) 好倉或淡倉  
Long position

“0.0001%”), a

董事姓名 Name	好倉或淡倉 Long position	股份數目 Number of shares	所佔權益 總額百分比 <sup>1</sup> Percentage of total interest
王彥先生 Mr. Wang Yan	好倉 Long position	2,000	0.0001%

附註：

Notes:

- 此為於二零二一年六月三十日所持華潤醫藥普通股及相關股份好倉總額佔華潤醫藥全部已發行股份的百分比。
- 上文所披露的所有權益現由有關董事之配偶持有。

- This represents the percentage of aggregate long position in ordinary shares and underlying shares of CR Pharm to the total issued shares of CR Pharm as at 30th June, 2021.
- All interests disclosed above are being held by the spouse of the Director concerned.

(ii) 於本公司相聯法團華潤萬象生活有限公司(「華潤萬象」)已發行普通股及相關股份的權益

(ii) 好倉或淡倉  
Long position

“0.0002%”), a

董事姓名 Name	好倉或淡倉 Long position	股份數目 Number of shares	所佔權益 總額百分比 <sup>1</sup> Percentage of total interest
陳鷹先生 <sup>2</sup> Mr. Chen Ying <sup>2</sup>	好倉 Long position	3,461	0.0002%

附註：

Notes:

- 此為於二零二一年六月三十日所持華潤萬象普通股及相關股份好倉總額佔華潤萬象全部已發行股份的百分比。
- 上文所披露的所有權益現由董事以實益擁有人身份持有。

- This represents the percentage of aggregate long position in ordinary shares and underlying shares of CRM to the total issued shares of CRM as at 30th June, 2021.
- All interests disclosed above are being held by the Director in his capacity as beneficial owner.



## 獎勵計劃

期內概無根據計劃向任何董事或員工授出任何獎勵。期內受託人所持獎勵股份的變動詳情如下：

No award under the scheme was made during the period to any director or staff. Details of the movement during the period of the Award Shares held by the Trustee are as follows:

		獎勵股份數目
於二零二一年一月一日的結餘	Balance as at 1st January, 2021	45,797,384
截至二零二一年六月三十日止 期間授出及出售	Granted and disposed of during the period to 30th June, 2021	—
受託人所持於二零二一年 六月三十日的結餘	Balance as at 30th June, 2021 held by the Trustee	45,797,384

## 主要股東

於二零二一年六月三十日，據本公司董事或最高行政人員所知，以下人士（並非本公司董事或最高行政人員）於本公司股份及相關股份中，擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露或本公司根據證券及期貨條例第336條存置的登記冊所記錄的權益或淡倉：

As at 30th June, 2021, so far as is known to the directors or chief executive of the Company, the following persons (not being a director or chief executive of the Company) had interests or short positions in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Division 2 and 3 of Part XV of the SFO or which were recorded in the register maintained by the Company pursuant to section 336 of the SFO:

股東名稱	身份	好倉或淡倉	股份數目	所佔權益 總額百分比 <sup>1</sup>
華潤集團（燃氣）有限公司（「華潤集團燃氣」） <sup>2</sup>	實益擁有人	好倉	1,407,828,991	60.84%
CRH (Gas) Limited ("CRH Gas") <sup>2</sup>	Beneficial owner	Long position		
華潤（集團）有限公司 <sup>2</sup>	受控制公司的權益	好倉	1,422,298,991	61.46%
China Resources (Holdings) Company Limited <sup>2</sup>	Controlled company's interest	Long position		
CRC Bluesky Limited ("CRC Bluesky") <sup>2</sup>	受控制公司的權益	好倉	1,422,298,991	61.46%
	Controlled company's interest	Long position		
華潤股份有限公司（「華潤股份」） <sup>2</sup>	受控制公司的權益	好倉	1,422,298,991	61.46%
China Resources Inc. (formerly known as China Resources Co., Limited) ("CRCL") <sup>2</sup>	Controlled company's interest	Long position		
中國華潤有限公司（「中國華潤」） <sup>2</sup>	受控制公司的權益	好倉	1,422,298,991	61.46%
China Resources Company Limited ("CRNC") <sup>2</sup>	Controlled company's interest	Long position		
The Capital Group Companies, Inc. <sup>3</sup>	受控制公司的權益	好倉	160,853,123	6.95%
	Controlled company's interest	Long position		
Capital Research and Management Company <sup>3</sup>	實益擁有人及受控制公司的權益	好倉	160,853,123	6.95%
	Beneficial owner and controlled company's interest	Long position		

附註：

1. 此為於二零二一年六月三十日所持普通股及相關股份好倉總額佔本公司全部已發行股份的百分比。
2. 華潤集團燃氣及合貿有限公司分別於本公司1,407,828,991股股份及14,470,000股股份中擁有直接權益，該兩家公司均為華潤(集團)有限公司的全資附屬公司。因此，華潤(集團)有限公司被視作於本公司的1,422,298,991股股份中擁有權益。華潤(集團)有限公司為CRC Bluesky的全資附屬公司，進而由華潤股份全資擁有。華潤股份乃為中國華潤的全資附屬公司。因此，華潤(集團)有限公司、CRC Bluesky、華潤股份及中國華潤被視作於本公司的1,422,298,991股股份中擁有權益。
3. Capital Research and Management Company於本公司151,615,823股股份及9,237,300股股份分別擁有直接及間接權益。Capital Research and Management Company為The Capital Group Companies, Inc.的全資附屬公司。因此，The Capital Group Companies, Inc.被視作於本公司的160,853,123股股份中擁有權益。

## 購回、出售或贖回本公司的上市證券

除本報告披露者外，截至二零二一年六月三十日止期間，本公司或其任何附屬公司概無購回、出售或贖回本公司任何上市證券。

## 企業管治

本集團一直致力維持一個優良可靠的企業管治架構，以就本集團管理方針和方向為本公司股東提供一個具透明度、公開和負責的架構。展望未來，本集團將會繼續加強其企業管治政策，以確保有關政策與現行慣例和準則相符，不負各股東對本集團的期望。為加強董事會職能及提升其專長，董事會下設有五個委員會，包括審核與風險管理委員會、薪酬委員會、提名委員會、投資委員會及企業管治委員會，各自履行不同職能。

Notes:

1. This represents the percentage of aggregate long position in ordinary shares and underlying shares to the total issued shares of the Company as at 30th June, 2021.
2. CRH Gas and Commotra Company Limited were directly interested in 1,407,828,991 shares and 14,470,000 shares in the Company respectively and both companies are wholly-owned subsidiaries of China Resources (Holdings) Company Limited. China Resources (Holdings) Company Limited is therefore deemed to be interested in 1,422,298,991 shares of the Company. China Resources (Holdings) Company Limited is a wholly-owned subsidiary of CRC Bluesky, which is in turn wholly-owned by CRCL. CRCL is a wholly-owned subsidiary of CRNC. So, China Resources (Holdings) Company Limited, CRC Bluesky, CRCL and CRNC are therefore deemed to have interest in 1,422,298,991 shares of the Company.
3. Capital Research and Management Company was directly and indirectly interested in 151,615,823 shares and 9,237,300 shares in the Company respectively. Capital Research and Management Company is a wholly-owned subsidiary of The Capital Group Companies, Inc. Accordingly, The Capital Group Companies, Inc. is deemed to have interest in 160,853,123 shares of the Company.

## Other than as disclosed in this report, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the period ended 30th June, 2021.

Other than as disclosed in this report, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the period ended 30th June, 2021.

## Corporate Governance

The Group is dedicated to maintaining a good credible framework of corporate governance with a view to being transparent, open and accountable to our shareholders as regards to the principles under which the Group is managed and directed. Going forward, the Group will continue to strengthen its corporate governance policies to ensure that they remain consistent with the prevailing practices and standards, which the shareholders would expect of us. To strengthen the functions of the Board and to enhance its expertise, there are five committees namely, the Audit and Risk Management, Remuneration, Nomination, Investment and Corporate Governance Committees under the Board, with each performing different functions.

#### 審核與風險管理委員會

審核與風險管理委員會包括三名獨立非執行董事俞漢度先生、楊玉川先生及黃得勝先生，以及兩名非執行董事王彥先生及溫雪飛女士。俞漢度先生為審核與風險管理委員會主席。審核與風險管理委員會的職責為就本集團財務申報過程、內部監控與風險管理以及內部核數職務的效率提供獨立客觀的審閱，主要旨在提升董事會的效率、問責度、透明度和客觀性。

審核與風險管理委員會(i)已與管理層人員共同審閱本集團所採納的會計原則及慣例，及(ii)已就內部監控及風險管理以及財務申報事宜(包括未經審核的中期業績及期內的財務報表)進行審閱與討論。

#### 薪酬委員會

薪酬委員會包括三名獨立非執行董事黃得勝先生、俞漢度先生及胡曉勇先生，以及一名非執行董事景世青先生(於二零二一年五月二十一日退任)。黃得勝先生為薪酬委員會主席。薪酬委員會的職責為(其中包括)就本集團有關董事與高級管理層人員酬金政策及架構向董事會提供建議，並參考董事會不時議決的公司目標及目的，檢討及批准薪酬。

#### 提名委員會

提名委員會包括兩名非執行董事王傳棟先生及景世青先生(於二零二一年五月二十一日退任)，以及三名獨立非執行董事黃得勝先生、俞漢度先生及楊玉川先生。王傳棟先生為提名委員會主席。提名委員會的主要目的為協助董事會就委任新董事加入董事會制定正式、經審慎考慮及具透明度的程序。提名委員會的職責亦包括(其中包括)定期檢討董事會架構、規模及組成，並就任何建議更改向董事會提供意見。

#### 審核委員會

The Audit and Risk Management Committee comprises of three Independent Non-executive Directors namely Mr. Yu Hon To, David, Mr. Yang Yuchuan and Mr. Wong Tak Shing and two Non-Executive Directors namely Mr. Wang Yan and Madam Wan Suet Fei. Mr. Yu Hon To, David is the Chairman of the Audit and Risk Management Committee. The Audit and Risk Management Committee's role is to provide an independent and objective review of the effectiveness of the financial reporting process, internal control and risk management as well as internal audit function of the Group. It primarily aims to increase the Board's effectiveness, accountability, transparency and objectivity.

The Audit and Risk Management Committee has (i) reviewed with the management the accounting principles and practices adopted by the Group and (ii) reviewed and discussed internal control and risk management and financial reporting matters including the unaudited interim results and the financial statements for the period.

#### 薪酬委員會

The Remuneration Committee comprises of three Independent Non-executive Directors namely Mr. Wong Tak Shing, Mr. Yu Hon To, David and Mr. Hu Xiaoyong and one Non-executive Director namely Mr. Jing Shiqing (retired on 21st May, 2021). Mr. Wong Tak Shing is the Chairman of the Remuneration Committee. The duties of the Remuneration Committee, among others, are to make recommendations to the Board on the Group's policy and structure for the remuneration of directors and senior management and to review and approve remuneration by reference to corporate goals and objectives resolved by the Board from time to time.

#### 提名委員會

The Nomination Committee comprises of two Non-executive Directors namely Mr. Wang Chuandong and Mr. Jing Shiqing (retired on 21st May, 2021) and three Independent Non-executive Directors namely Mr. Wong Tak Shing, Mr. Yu Hon To, David and Mr. Yang Yuchuan. Mr. Wang Chuandong is the Chairman of the Nomination Committee. The primary objective of the Nomination Committee is to assist the Board in establishing a formal, considered and transparent procedure for the appointment of new Directors to the Board. The Nomination Committee's duties also include, among others, the review of the structure, size and composition of the Board on a regular basis and make recommendations to the Board regarding any proposed changes.

### 投資委員會

投資委員會包括兩名非執行董事王傳棟先生及陳鷹先生，以及一名獨立非執行董事黃得勝先生。王傳棟先生為投資委員會主席。投資委員會的主要職責乃協助董事會在其授權的投資門檻內，作出有關城市燃氣分銷業務的投資決策。

### 企業管治委員會

企業管治委員會包括兩名獨立非執行董事黃得勝先生及楊玉川先生，以及一名執行董事史寶峰先生。史寶峰先生為企業管治委員會主席。企業管治委員會的主要目的為協助董事會制定及檢討適用於本集團的企業管治政策及常規，並向董事會提出建議。

### 遵守企業管治守則

本公司已採納載於上市規則附錄14所載企業管治守則(「守則」)中強制性條文的規定。為符合守則強制性條文的規定，本公司已於二零零五年十二月二十三日採納企業管治手冊(「手冊」)，並其後分別於二零零八年、二零零九年、二零一零年、二零一二年、二零一三年、二零一四年、二零一五年、二零一六年及二零一八年對其進行更新。手冊內容包括(其中包括)董事職責、董事進行證券交易的標準守則、有關僱員進行證券交易的標準守則、審核與風險管理、薪酬、提名、投資及企業管治委員會的功能及職權範圍、資料披露、與股東溝通、股東提名候選董事的程序以及董事會成員多元化政策等內容。手冊已採納並反映守則的所有強制性條文的規定。截至二零二一年六月三十日止六個月，除偏離守則條文D.1.4及E.1.2外，本公司已遵守守則的強制性條文的規定，偏離行為之解釋如下：



The Investment Committee comprises of two Non-executive Directors namely Mr. Wang Chuandong and Mr. Chen Ying and one Independent Non-executive Director namely Mr. Wong Tak Shing. Mr. Wang Chuandong is the Chairman of the Investment Committee. The primary duty of the Investment Committee is to assist the Board in making investment decisions in respect of the city gas distribution business within the investment threshold as authorized by the Board.



The Corporate Governance Committee comprises of two Independent Non-executive Directors namely Mr. Wong Tak Shing and Mr. Yang Yuchuan and one Executive Director Mr. Shi Baofeng. Mr. Shi Baofeng is the Chairman of the Corporate Governance Committee. The primary objective of the Corporate Governance Committee is to assist the Board in developing and reviewing the policies and practices on corporate governance which are applicable to the Group and make recommendations to the Board.



The Company has adopted the mandatory provisions of the Corporate Governance Code (the "Code") set out in Appendix 14 to the Listing Rules. In line with the mandatory provisions of the Code, the Company has adopted a Corporate Governance Handbook (the "Handbook") on 23rd December, 2005 and subsequently updated it in 2008, 2009, 2010, 2012, 2013, 2014, 2015, 2016 and 2018 respectively. The contents of the Handbook include, among others, directors' duties, model code for directors' transactions in securities, model code for securities transactions by relevant employees, the functions and terms of reference of the Audit and Risk Management, Remuneration, Nomination, Investment and Corporate Governance Committees, disclosure of information, communication with shareholders, procedures for shareholders to propose a person for election as a director and board diversity policy. All the mandatory provisions under the Code have been adopted and reflected in the Handbook. During the six months ended 30th June, 2021, the Company was in compliance with the mandatory provisions of the Code except for the deviation from code provisions D.1.4 and E.1.2 which are explained as follows:

守則條文D.1.4規定，本公司應有正式的董事委任書，訂明有關彼等委任的主要條款及條件。本公司並沒有向董事發出正式的委任書，惟彼等須根據本公司細則至少每三年輪值退任一次。再者，董事須參考由公司註冊處出版之《董事責任指引》及由香港董事學會出版之《董事指引》及《獨立非執行董事指南》(如適用)中列明之指引履行彼等作為本公司董事之職責及責任。而且，董事亦須遵守根據法規及普通法之要求、上市規則、法律及其他法規之要求及本公司之業務及管治政策。

守則條文E.1.2規定，董事會主席應出席股東週年大會。董事會主席因其它公務，未能出席本公司於二零二一年五月二十一日舉行的股東週年大會。

除上述披露者外，董事認為，截至二零二一年六月三十日止六個月，本公司一直遵守守則所載之守則條文。

### 董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載上市發行人董事進行證券交易的標準守則(「標準守則」)為本公司有關董事進行證券交易之行為守則。經向全體董事作出特定查詢後，本公司確認，全體董事於期內均已遵守標準守則所載規定的標準。

Under the code provision D.1.4, the Company should have formal letters of appointment for directors setting out the key terms and conditions of their appointment. The Company did not have formal letters of appointment for Directors. However, the Directors are subject to retirement by rotation at least once every three years in accordance with the Company's Bye-Laws. In addition, the Directors are required to refer to the guidelines set out in "A Guide on Directors' Duties" issued by the Companies Registry and "Guidelines for Directors" and "Guide for Independent Non-Executive Directors" (if applicable) published by the Hong Kong Institute of Directors in performing their duties and responsibilities as directors of the Company. Besides, the Directors are required to comply with the requirements under statute and common law, the Listing Rules, legal and other regulatory requirements and the Company's business and governance policies.

Code provision E.1.2 stipulates that the Chairman of the Board of Directors should attend the annual general meeting. The Chairman of the Board of Directors was unable to attend the Company's annual general meeting held on 21st May, 2021 due to other official duties.

Save as those mentioned above, in the opinion of the Directors, the Company has met the code provisions set out in the Code during the six months ended 30th June, 2021.



The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 to the Listing Rules as its own code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, the Company confirmed that all Directors have complied with the required standard set out in the Model Code throughout the period.

## 董事資料

自本公司二零二零年年報日期以來，根據《上市規則》第13.51B(1)條所須披露之本公司董事資料的變更載列如下：

於二零二一年三月五日，俞漢度先生獲委任為海爾智家股份有限公司非執行董事，其股份於上海證券交易所上市(股份代號：600690.SH)及聯交所主板上市(股份代號：6690.HK)。

於二零二一年五月二十一日，俞漢度先生退任為彩星集團有限公司(股份代號：635)獨立非執行董事，並獲委任為彩星玩具有限公司(股份代號：869)獨立非執行董事，該等股份於聯交所主板上市。

於二零二一年七月一日，俞漢度先生已辭任世界華文媒體有限公司(股份代號：685)獨立非執行董事，其股份於聯交所主板上市。

代表董事會  
華潤燃氣控股有限公司  
主席  
王傳棟

香港，二零二一年八月二十日



Changes in Directors' information since the date of the 2020 annual report of the Company which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules are set out below:

Mr. YU Hon To David has been appointed as a Non-executive Director of Haier Smart Home Co., Ltd., shares of which are listed on Shanghai Stock Exchange (stock code: 600690.SH) and the Main Board of the Stock Exchange (Stock code: 6690.HK) with effect from 5th March, 2021.

Mr. YU Hon To David retired as an Independent Non-executive Director of Playmates Holdings Limited (Stock Code: 635), and has been appointed as an independent non-executive director of Playmates Toys Limited (Stock Code: 869) effective from 21st May, 2021, shares of which are listed on the Main Board of the Stock Exchange.

Mr. YU Hon To David resigned as an Independent Non-executive Director of Media Chinese International Limited (Stock Code: 685) effective from 1 July 2021, shares of which are listed on the Main Board of the Stock Exchange.

On behalf of the Board



Chairman

Hong Kong, 20th August, 2021

## 財務摘要

截至六月三十日止期間		二零二一年 2021 千港元 HK\$'000	二零二零年 2020 千港元 HK\$'000	增加 (減少) Increase/ (Decrease)
營業額	Turnover	345,802	22,571,764	52.5%
毛利	Gross profit	87,802	6,083,142	44.4%
經營溢利 (不包括 財務成本及應佔合資 及聯營公司業績)	Profit from operations (before finance cost and share of JV & associates results)	5,232,546	3,734,846	41.2%
期內溢利	Profit for the period	4,436	3,063,178	38.5%
本公司股本持有人應佔溢利	Profit attributable to the Company's equity holders	3,032	2,396,479	35.6%
經營業務所得現金淨額 (支付稅款之後)	Net cash from operating activities (after tax payments)	66,879	3,645,498	28.1%
每股基本盈利 <sup>(1)</sup> (港仙)	Basic EPS <sup>(1)</sup> (HK cents)	13	109	31.2%
擬派 已派中期股息， 每股 (港仙)	Interim dividend proposed/paid per share (HK cents)	15	15	—

附註：

Note:

(1) 每股基本盈利按已發行股份的加權平均數計算，不包括受託人持有的獎勵股份。

(1) Basic earnings per share is calculated based on weighted average number of issued shares, excluding award shares held by the trustee.



截至		二零二一年 六月三十日 2021 千港元 HK\$'000	二零二零年 十二月三十一日 31st December, 2020 千港元 HK\$'000	增加 (減少) Increase/ (Decrease)
總資產	Total assets	98,904	93,870,809	5.9%
銀行結餘及現金	Bank balance and cash	15,681	13,442,206	16.7%
銀行及票據借貸總額	Total bank and note borrowings	12,251	10,893,434	12.4%
借貸淨額	Net borrowings	(35,833)	(2,548,772)	—
本公司股本持有人 應佔股本	Equity attributable to the Company's equity holders	88,662	36,274,287	5.4%
非控股權益	Non-controlling interests	11,927	10,594,072	12.4%
股本總值	Total equity	50,137	46,868,359	7.0%

財務指標		於二零二一年 六月三十日 2021	於二零二零年 六月三十日 As at 30th June, 2020
毛利率	Gross profit margin	21.5%	27.0%
淨利率（期內）	Net profit margin (for the period)	12.3%	13.6%
淨利率（股東應佔）	Net profit margin (attributable to shareholders)	9%	10.6%
資本負債比率 <sup>(2)</sup>	Debt to capitalization ratio <sup>(2)</sup>	195%	18.9% <sup>(1)</sup>
資產負債比率 <sup>(3)</sup>	Debt to assets ratio <sup>(3)</sup>	123%	11.6% <sup>(1)</sup>
股本回報率（年化）	Return on equity (annualized)	17.0%	15.6%

附註：

Notes:

(1) 於二零二零年十二月三十一日的負債比率。

(1) Debt ratios as at 31st December, 2020.

(2) 資本負債比率指銀行及票據借貸總額與銀行及票據借貸總額及股本總值的比例。

(2) Debt to capitalization ratio is the ratio of total bank and note borrowings to total bank and note borrowings and total equity.

(3) 資產負債比率指銀行及票據借貸總額與資產總值的比例。

(3) Debt to assets ratio is the ratio of total bank and note borrowings to total assets.



		於二零二一年 六月三十日	於二零二零年 六月三十日	變動
		As at 30th June, 2021	As at 30th June, 2020	Change
營運表現				
項目數目		28	252	6
接駁可覆蓋戶數 (百萬)		8.8	73.01	12.1%
接駁可覆蓋人口 (百萬)		20.04	227.06	18.9%
居民用戶滲透率		52.6%	53.8%	(1.2 PPT)
管網長度 (公里)		21,164	186,399	24,765
接駁用戶		31,922	38,695,971	4,488,958
居民用戶	Residential	29,424	38,396,378	4,432,063
工業用戶	Industrial	8,9	21,398	5,601
商業用戶	Commercial	39	278,195	51,294
新增接駁總戶數 (已收款)				
總數	Total	1,2,2	991,561	304,771
合併口徑	Consolidated	93	617,248	367,142
加氣站 (座)		30 (29)	355 (223/84/48)	5/(5)/(1)/1



致華潤燃氣控股有限公司董事會  
(於百慕達註冊成立之有限公司)

### 引言

本所已審閱列載於第34至64頁的中期財務資料，其中包括華潤燃氣控股有限公司（「貴公司」）及其附屬公司（統稱「貴集團」）於二零二一年六月三十日的簡明綜合財務狀況表與截至該日止六個月期間的有關簡明綜合損益及其他全面收益表、股本權益變動表及現金流量表以及其他附註解釋。香港聯合交易所有限公司證券上市規則規定，上市公司必須遵照該上市規則有關規定及香港會計師公會（「香港會計師公會」）頒佈的香港會計準則第34號「中期財務報告」（「香港會計準則第34號」）的規定編製中期財務資料報告。貴公司董事須負責根據香港會計準則第34號編製及列報本中期財務資料。本所的責任是根據本所的審閱對該等簡明綜合財務報表作出結論，並按照雙方所協定的委聘條款，僅向全體董事報告。除此以外，本所的報告不可用作其他用途。本所概不就本報告的內容，對任何其他人士負責或承擔法律責任。

### 審閱範圍

本所已根據香港會計師公會頒佈的香港審閱工作準則第2410號**實體獨立核數師對中期財務資料的審閱**進行審閱。中期財務資料的審閱工作包括主要向負責財務及會計事項的人員詢問，並實施分析和其他審閱程序。由於審閱的範圍遠較按照香港審計準則進行審核的範圍為小，所以不能保證本所會注意到在審核中可能識別的所有重大事項。因此，本所不會發表任何審核意見。

# 安永

安永

安永

(Incorporated in Bermuda with limited liability)



We have reviewed the interim financial information set out on pages 34 to 64, which comprises the condensed consolidated statement of financial position of China Resources Gas Group Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") as at 30 June 2021 and the related condensed consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the six-month period then ended, and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" ("HKAS 34") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review. Our report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.



We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 **Review of Interim Financial Information Performed by the Independent Auditor of the Entity** issued by the HKICPA. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### 結論

根據本所的審閱工作，本所並無注意到任何事項使本所相信中期財務資料在各重大方面並無按照香港會計準則第34號編製。



Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with HKAS 34.

安永會計師事務所  
執業會計師  
香港  
二零二一年八月二十日



Certified Public Accountants  
Hong Kong  
20 August 2021

## 中期簡明綜合損益及其他全面收益表

截至二零二一年六月三十日止六個月

2021

		附註 Notes	二零二一年 2021 (未經審核) (Unaudited) 千港元 HK\$'000	二零二零年 2020 (未經審核) (Unaudited) 千港元 HK\$'000
收入	Revenue	4	25,800	22,571,764
銷售成本	Cost of sales		(2,687,700)	(16,488,622)
毛利	Gross profit		23,112,300	6,083,142
其他收入	Other income		6,881	557,685
銷售及分銷開支	Selling and distribution expenses		(27,380)	(1,910,527)
行政開支	Administrative expenses		(1,601,130)	(995,454)
財務成本	Finance costs		(20,710)	(249,822)
應佔合營公司業績	Share of results of joint ventures		425	374,990
應佔聯營公司業績	Share of results of associates		17,969	128,029
除稅前溢利	Profit before taxation		5,671,510	3,988,043
稅項	Taxation	5	(1,804,407)	(924,865)
期內溢利	Profit for the period	6	3,867,103	3,063,178
以下人士應佔期內溢利：	Profit for the period attributable to:			
母公司擁有人	Owners of the parent		3,803,204	2,396,479
非控股權益	Non-controlling interests		63,899	666,699
期內其他全面收益（開支）：	Other comprehensive income/ (expense) for the period:			
隨後可能重新分類至損益的項目	Item that may be subsequently reclassified to profit or loss			
匯兌產生的匯兌差額	Exchange differences arising on translation		65,363	(904,967)
隨後不會重新分類至損益的項目	Item that will not be subsequently reclassified to profit or loss			
指定為按公平值計入其他全面收益的股本投資：	Equity investments designated at fair value through other comprehensive income:			
公平值變動（扣除稅項）	Changes in fair value, net of tax		151	(64)
期內全面收益總額	Total comprehensive income for the period		3,932,617	2,158,147
以下人士應佔期內全面收益總額：	Total comprehensive income for the period attributable to:			
母公司擁有人	Owners of the parent		3,725,808	1,702,714
非控股權益	Non-controlling interests		206,809	455,433
			3,932,617	2,158,147
			港元 (未經審核) (Unaudited)	港元 (未經審核) (Unaudited)
每股盈利 - 基本	Earnings per share – Basic	8	1.09	1.09

# 中期簡明綜合財務狀況表

二零二一年六月三十日 0. . . . . 2021

			二零二一年 六月三十日 0. . . . . 2021 (未經審核) (千港元) HK\$'000	二零二零年 十二月三十一日 31 December 2020 (經審核) (Audited) (千港元) HK\$'000
	附註 Notes			
<b>非流動資產</b>		<b>NON-CURRENT ASSETS</b>		
物業、廠房及設備	9	Property, plant and equipment	29,671	40,932,770
投資物業		Investment properties	8,95	89,425
使用權資產	10	Right-of-use assets	28,28	2,816,236
於合營公司的權益		Interests in joint ventures	1208	12,114,832
於聯營公司的權益		Interests in associates	438	4,082,026
按公平值計入其他全面收益 的權益工具		Equity instruments at fair value through other comprehensive income	155,059	153,100
商譽		Goodwill	910	903,956
經營權		Operating rights	1,507	1,476,285
遞延稅項資產		Deferred tax assets	98	345,422
經營權按金		Deposits for operating rights	—	1,954
使用權資產按金		Deposits for right-of-use assets	11903	65,825
投資按金		Deposits for investments	918	—
購買物業、廠房及設備按金		Deposits for purchase of property, plant and equipment	21,8	247,585
<b>非流動資產總額</b>		<b>Total non-current assets</b>	<b>65,91,69</b>	<b>63,229,416</b>
<b>流動資產</b>		<b>CURRENT ASSETS</b>		
存貨		Inventories	1,182	1,006,828
應收貿易賬款及其他應收款	11	Trade and other receivables	127,29	12,645,694
合同工程相關資產		Assets related to contract works	41698	3,534,472
已抵押銀行存款		Pledged bank deposits	6,8	12,193
銀行結餘及現金		Bank balances and cash	15,6804	13,442,206
<b>流動資產總額</b>		<b>Total current assets</b>	<b>355,651</b>	<b>30,641,393</b>
<b>流動負債</b>		<b>CURRENT LIABILITIES</b>		
應付貿易賬款及其他應付款	12	Trade and other payables	203,157	20,193,275
合同負債		Contract liabilities	16,85,172	15,174,058
政府補助金		Government grants	22	74,439
租賃負債		Lease liabilities	98	98,946
銀行及其他借款	13	Bank and other borrowings	26072	2,548,358
優先票據	14	Senior notes	5,569	—
應付稅項		Taxation payable	766,12	933,609
<b>流動負債總額</b>		<b>Total current liabilities</b>	<b>6,81,65</b>	<b>39,022,685</b>
<b>流動負債淨額</b>		<b>Net current liabilities</b>	<b>(125,14)</b>	<b>(8,381,292)</b>
<b>資產總值減流動負債</b>		<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>53,67,18</b>	<b>54,848,124</b>

# 中期簡明綜合財務狀況表

中國資源集團有限公司 中期簡明綜合財務狀況表

二零二一年六月三十日 0.0.0. 2021

			二零二一年 六月三十日 2021 (未經審核) 千港元 '000	二零二零年 十二月三十一日 31 December 2020 (經審核) 千港元 HK\$'000
	附註 Notes			
非流動負債		NON-CURRENT LIABILITIES		
政府補助金		Government grants	7,128	252,705
租賃負債		Lease liabilities	1869	219,530
銀行及其他借貸	13	Bank and other borrowings	2,561	298,575
優先票據	14	Senior notes	—	5,535,664
其他長期負債		Other long-term liabilities	4,265	477,613
遞延稅項負債		Deferred tax liabilities	1,27,69	1,195,678
非流動負債總額		Total non-current liabilities	229	7,979,765
資產淨值		Net assets	50,13,75	46,868,359
權益		EQUITY		
股本	15	Share capital	2,01	231,401
儲備		Reserves	3,921	36,042,886
母公司擁有人應佔權益		Equity attributable to owners of the parent	38,662	36,274,287
非控股權益		Non-controlling interests	11,907,3	10,594,072
權益總額		Total equity	50,13,75	46,868,359

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WANG CHUANDONG  
董事  
DIRECTOR

黎小雙  
LI XIAOSHUANG  
i>-Ö\I"•+@  
CHIEF FINANCIAL OFFICER

# 中期簡明綜合股本權益變動表

截至二零二一年六月三十日止六個月

		母公司擁有人應佔												非控股權益		股本總值
		股本	股份溢價	撥入盈餘	資本儲備	匯兌儲備	為獎勵計劃 持有之股份	其他儲備	合併儲備	保留溢利	小計	非控股權益	股本總值			
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
				(附註a)	(附註b)			(附註c)	(附註d)							
		(Note a)	(Note b)					(Note c)	(Note d)							
於二零二零年十二月三十一日(經審核)	At 31 December 2020 (audited)	20	1,058	7,500	86	8	(166,80)	46,62	(872,53)	257,40	8,24	1,507,2	6,889			
期內溢利	Profit for the period	-	-	-	-	-	-	-	-	302	302	954	86			
按公平值計入其他全面收益的股本投資公平值變動(扣除稅項)	Change in fair value of equity investments at fair value through other comprehensive income, net of tax	-	-	-	-	-	-	9	-	-	9	60	51			
期內換算產生的匯兌差額及其他全面收益	Exchange differences arising on translation and other comprehensive income for the period	-	-	-	-	308	-	-	-	-	308	84	65,38			
期內全面收益總額	Total comprehensive income for the period	-	-	-	-	308	-	9	-	302	308	1,75,568	8,51			
非控股權益注資	Capital contribution from non-controlling interests	-	-	-	-	-	-	-	-	-	-	598	598			
收購附屬公司(附註16)	Acquisition of a subsidiary (note 16)	-	-	-	-	-	-	-	-	-	-	8	8			
已付股息(附註7)	Dividends paid (note 7)	-	-	-	-	-	-	-	-	(1769)	(1769)	-	(1769)			
已付附屬公司非控股權益股息	Dividends paid to non-controlling interests of subsidiaries	-	-	-	-	-	-	-	-	-	-	(469)	(469)			
轉讓	Transfer	-	-	-	-	-	-	874	-	(874)	-	-	-			
於二零二一年六月三十日(未經審核)	At 30 June 2021 (unaudited)	20	1,058	7,500	86	6,604	(166,80)	46,62	(872,53)	257,40	8,24	1,507,2	6,889			

## 中期簡明綜合股本權益變動表

Attributable to owners of the parent

截至二零二一年六月三十日止六個月

		Attributable to owners of the parent										
		為獎勵計劃										
		股本	股份溢價	繳入盈餘	資本儲備	匯兌儲備	持有之股份	其他儲備	合併儲備	保留溢利	小計	非控股權益
		Share	Share	Contributed	Capital	Translation	award	Other	Merger	Retained	Sub-	controlling
		capital	premium	surplus	reserve	reserve	scheme	reserves	reserve	profits	total	interests
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
				(附註a)	(附註b)			(附註c)	(附註d)			
				(Note a)	(Note b)			(Note c)	(Note d)			
於二零一九年十二月三十一日 (經審核)	At 31 December 2019 (audited)	222,401	6,378,643	7,388,600	20,535	(1,934,464)	(166,250)	3,639,777	(8,727,518)	19,973,713	26,795,437	8,561,346
期內溢利	Profit for the period	-	-	-	-	-	-	-	-	2,396,479	2,396,479	666,699
按公平值計入其他全面收益的股本投資公平值變動 (扣除稅項)	Change in fair value of equity investments at fair value through other comprehensive income, net of tax	-	-	-	-	-	-	26	-	-	26	(90)
期內換算產生的匯兌差額及其他全面收益	Exchange differences arising on translation and other comprehensive income for the period	-	-	-	-	(693,791)	-	-	-	-	(693,791)	(211,176)
期內全面收益總額	Total comprehensive income for the period	-	-	-	-	(693,791)	-	26	-	2,396,479	1,702,714	455,433
非控股權益注資	Capital contribution from non-controlling interests	-	-	-	-	-	-	-	-	-	-	93,508
部分出售附屬公司而未失去控制權	Partial disposal of subsidiaries without losing control	-	-	-	260,968	-	-	-	-	-	260,968	86,563
股份發行 (附註15)	Share issue (note 15)	9,000	3,659,945	-	-	-	-	-	-	-	3,668,945	-
已付股息 (附註7)	Dividends paid (note 7)	-	-	-	-	-	-	-	-	(1,633,115)	(1,633,115)	-
已付附屬公司非控股權益股息	Dividends paid to non-controlling interests of subsidiaries	-	-	-	-	-	-	-	-	-	-	(581,419)
轉讓	Transfer	-	-	-	-	-	-	101,566	-	(101,566)	-	-
於二零二零年六月三十日 (未經審核)	At 30 June 2020 (unaudited)	231,401	10,038,588	7,388,600	281,503	(2,628,255)	(166,250)	3,741,369	(8,727,518)	20,635,511	30,794,949	8,615,431



## 中期簡明綜合股本權益變動表

截至二零二一年六月三十日止六個月

### 附註：

- a. 根據本公司於二零一一年五月三十日召開的股東特別大會上批准的特別決議案，金額為7,388,600,000港元的股份溢價進賬額已作出削減並轉撥至繳入盈餘。繳入盈餘為可分配儲備並將用於支付股息及《1981年百慕達公司法》容許的其他用途。
- b. 資本儲備來自就非控股權益調整的金額與就收購 出售於附屬公司的權益所支付收取的代價之間的差額。
- c. 其他儲備包括於中華人民共和國（「中國」）成立的附屬公司的按公平值計入其他全面收益的權益工具公平值變動、一般儲備、法定盈餘儲備、企業發展基金、法定公益金及酌情盈餘儲備以及以現金注資方式增加於附屬公司擁有權益方面本集團應佔資產淨值之變動。

一般儲備乃每年自若干附屬公司的除稅後溢利按5%至10%的基準分配，並由彼等各自的董事會根據各附屬公司組織章程細則自行釐定。該儲備僅供彌補虧損、撥充資本及擴充生產力和業務之用。
- d. 合併儲備指(i)已付現金代價、視為分派至同系附屬公司及本公司所發行股份；與(ii)集團重組中已合併實體之已發行股本及溢價金額之間的差額。

### Notes:

- a. Pursuant to the approval of a special resolution at the special general meeting of the Company on 30 May 2011, the amount of HK\$7,388,600,000 standing to the credit of share premium has been reduced and transferred to the contributed surplus. The contributed surplus is a distributable reserve and will be used for payment of dividends and for such other purposes as allowed by the Companies Act 1981 of Bermuda.
- b. Capital reserve arises from the difference between the amount by which the non-controlling interests are adjusted and the consideration paid/received for the acquisition/disposal of interest in subsidiaries.
- c. Other reserves comprise the changes in fair value of equity instruments at fair value through other comprehensive income, general reserve, statutory surplus reserve, enterprise expansion fund, statutory public welfare fund and discretionary surplus reserve of subsidiaries established in People's Republic of China (the "PRC"), and the change in net assets attributable to the Group in relation to the increase in ownership interests in subsidiaries through cash injection.

General reserve is appropriated each year on the basis of 5% to 10% of the profit after taxation of certain subsidiaries as determined by their board of directors in accordance with the Articles of Association of the subsidiaries. This reserve should only be used for making up losses, capitalisation into capital and expansion of production and operation.
- d. Merger reserve represented the difference between (i) the cash consideration paid, deemed distribution to a fellow subsidiary and shares issued by the Company; and (ii) the amount of issued capital and premium of the combined entities under group reorganisations.

## 中期簡明綜合現金流量表

截至二零二一年六月三十日止六個月

截至二零二零年六月三十日止六個月

2021

		二零二一年 2021 千港元 HK\$'000 (未經審核) (Unaudited)	二零二零年 2020 千港元 HK\$'000 (未經審核) (Unaudited)
經營業務所得現金淨額	Net cash from operating activities	466,879	3,645,498
投資業務所得現金流量	CASH FLOWS FROM INVESTING ACTIVITIES		
贖回其他存款所得款項	Proceeds from redemption of other deposits	10,505,599	22,794,469
存放其他存款	Placement of other deposits	(10,999)	(22,995,263)
已收合營公司股息	Dividends received from joint ventures	1,669	109,667
出售物業、廠房及設備所得款項	Proceeds from disposal of property, plant and equipment	6,357	97,410
部分出售附屬公司所得款項	Proceeds from partial disposal of subsidiaries	—	347,531
已收聯營公司股息	Dividends received from associates	3,468	32,531
經營權、廠房及設備、使用權資產及投資按金	Deposits for operating rights, plant and equipment, right-of-use assets and investments	(105,639)	(38,032)
經營權付款	Payments for operating rights	(105,639)	(69,482)
購置物業、廠房及設備的付款	Payments for acquisition of property, plant and equipment	(1,999)	(1,253,685)
使用權資產付款	Payments for right-of-use assets	(8,653)	(103,351)
提取已抵押銀行存款	Withdrawal of pledged bank deposits	5,888	4,113
來自同系附屬公司的還款	Repayment from fellow subsidiaries	3,944	753,869
收購附屬公司	Acquisition of a subsidiary	7,833	—
其他投資現金流量(淨額)	Other investing cash flows (net)	6,888	261,083
投資業務所用現金淨額	Net cash used in investing activities	(1,622,339)	(59,140)

# 中期簡明綜合現金流量表

Interim Condensed Consolidated Cash Flow Statement  
截至二零二一年六月三十日止六個月 For the six months ended 30 June 2021

		二零二一年 2021 千港元 HK\$'000 (未經審核) (Unaudited)	二零二零年 2020 千港元 HK\$'000 (未經審核) (Unaudited)
融資業務所得現金流量	CASH FLOWS FROM FINANCING ACTIVITIES		
發行股份	Issue of shares	—	3,668,945
新增銀行及其他借貸	New bank and other loans	690	1,750,966
償還銀行及其他借貸	Repayments of bank and other loans	(58,21)	(1,133,660)
非控股股東注資	Contribution from non-controlling shareholders	5978	93,508
已付股息	Dividends paid	(1,7692)	(1,633,115)
耗			

## 中期簡明綜合財務報表附註

二零二一年六月三十日 0.0.0. 2021

### 1. 一般資料

本公司為一家於百慕達註冊成立的獲豁免有限公司，其股份於香港聯合交易所有限公司（「聯交所」）上市。本公司的中間母公司為於香港註冊成立的華潤（集團）有限公司（「華潤集團公司」），而其最終控股公司為於中國成立並由中國政府擁有及控制的中國華潤有限公司（「中國華潤」）（前稱「中國華潤總公司」）。

本集團主要在中國從事銷售及分銷氣體燃料及相關產品、燃氣接駁業務、銷售燃氣器具、設計及建設服務以及經營加氣站。

本集團的中期業績未經審核，但已經本公司的審核及風險管理委員會審閱。

### 2. 編製基準

截至二零二一年六月三十日止六個月的中期簡明綜合財務資料已按照香港會計準則第34號的規定編製。

中期簡明綜合財務資料不包括年度財務報表中要求的所有資料和披露，應與本集團截至二零二零年十二月三十一日止年度的年度綜合財務報表一併閱讀。

於編製本簡明綜合財務報表時，有見及於二零二一年六月三十日本集團的流動負債超逾其流動資產約12,844,514,000港元及本集團有資本承擔約544,985,000港元，本公司董事已審慎考慮本集團的未來流動資金狀況。於二零二一年六月三十日，本集團的銀行及其他借貸合共約2,895,283,000港元，其中約2,603,722,000港元被分類為流動負債，及總計約5,543,690,000港元優先票據全部被分類為流動負債。

### 1. 一般資料

The Company is a listed public company incorporated in Bermuda as an exempted company with limited liability and its shares are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The Company's intermediate parent company is China Resources (Holdings) Company Limited ("CRH"), a company incorporated in Hong Kong and its ultimate holding company is China Resources Company Limited ("CRCL") (formerly known as "China Resources National Corp."), a company established in the PRC which is owned and controlled by the PRC government.

The Group is principally engaged in the sale and distribution of gas fuel and related products, gas connection operation, sales of gas appliances, design and construction services and gas stations operation in the PRC.

The interim results of the Group are unaudited and have been reviewed by the Company's Audit and Risk Management Committee.

### 2. 編製基準

The interim condensed consolidated financial information for the six months ended 30 June 2021 has been prepared in accordance with HKAS 34.

The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2020.

In preparing the condensed consolidated financial statements, the directors of the Company have given careful consideration to the future liquidity of the Group in light of the fact that the Group's current liabilities exceeded its current assets by approximately HK\$12,844,514,000, and the Group has capital commitment of approximately HK\$544,985,000 as at 30 June 2021. As at 30 June 2021, the Group has bank and other borrowings totalling approximately HK\$2,895,283,000 of which approximately HK\$2,603,722,000 was classified as current liabilities and has senior notes totalling approximately HK\$5,543,690,000, all of which was classified as current liabilities.

## 2 編製基準(續)

本公司董事認為，經計及本集團未動用的銀行融資13,983,116,000港元及內部錄得資金，本集團有充足營運資金可滿足其自二零二一年六月三十日起計未來十二個月的現時需求。因此，本簡明綜合財務報表以持續經營基準予以編製。

## 3 主要會計政策

編製中期簡明綜合財務資料所採納的會計政策與編製本集團截至二零二零年十二月三十一日止年度的全年綜合財務報表所應用者一致，惟就本期間財務資料首次採納的以下經修訂的香港財務報告準則(「香港財務報告準則」)除外。

香港財務報告準則 利率基準改革 -  
第9號、香港會計 第二階段  
準則第39號、  
香港財務報告準則  
第7號、香港財務  
報告準則第4號及  
香港財務報告準則  
第16號的修訂  
香港財務報告準則 二零二一年六月  
第16號的修訂 三十日後  
新冠疫情  
相關的租金  
寬減  
(提前採納)

本期間應用上述香港財務報告準則的修訂並無對簡明綜合財務資料所呈報的金額及或披露造成任何重大影響。

## 2 Continued

The directors of the Company are of the opinion that, taking into account of unutilised banking facilities of HK\$13,983,116,000 and internally generated funds of the Group, the Group has sufficient working capital for its present requirements for the next twelve months from 30 June 2021. Accordingly, the condensed consolidated financial statements have been prepared on a going concern basis.

## 3

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2020, except for the adoption of the following revised Hong Kong Financial Reporting Standards ("HKFRSs") for the first time for the current period's financial information.

Amendments to HKFRS 9, Interest Rate Benchmark  
HKAS 39, HKFRS 7 Reform – Phase 2  
HKFRS 4 and HKFRS 16

Amendments to HKFRS 16 Covid-19-Related Rent  
Concessions beyond  
30 June 2021 (early adopted)

The application of the above amendments to HKFRSs in the Period has had no material impact on the amounts and/or disclosures reported in the condensed consolidated financial information.



## Notes to Interim Condensed Consolidated Financial Statements

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### 4 收益及分類資料

為就資源分配及分類業績評估向本公司執行董事(即主要營運決策者)報告之資料,重點為交付貨物或提供服務的類型。

按照香港財務報告準則第8號,本集團的經營分類如下:

- (i) 銷售及分銷氣體燃料及相關產品 - 銷售天然氣及較少量住宅、商業和工業用液化石油氣
- (ii) 燃氣接駁 - 根據燃氣接駁合同建設燃氣管網
- (iii) 銷售燃氣器具 - 銷售燃氣器具及相關產品
- (iv) 設計及建設服務 - 有關燃氣接駁項目的設計、建設、顧問及管理
- (v) 加氣站 - 於天然氣加氣站銷售氣體燃料

分類業績指各分類所賺取的除稅前溢利,但不包括租金收入、雜項收入、利息收入、財務成本、投資物業折舊、中央行政成本及董事薪金。

### 4

Information reported to the executive directors of the Company, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on types of goods or services delivered or provided.

The Group's operating segments under HKFRS 8 are as follows:

- (i) Sale and distribution of gas fuel and related products – sale of natural gas and to a much lesser extent, liquefied petroleum gas for residential, commercial and industrial use
- (ii) Gas connection – construction of gas pipelines networks under gas connection contracts
- (iii) Sale of gas appliances – sale of gas appliances and related products
- (iv) Design and construction services – design, construction, consultancy and management for gas connection projects
- (v) Gas stations – sale of gas fuel in natural gas filling stations

Segment results represent the profit before taxation earned by each segment, excluding rental income, sundry income, interest income, finance costs, depreciation of investment properties, central administration costs, and directors' salaries.

## 4 收益及分類資料(續)

本集團於回顧期間的分類收益及分類業績按經營及可報告分類分析如下：

截至二零二一年六月三十日止六個月

## 4 收益及分類資料 (Continued)

The following is an analysis of the Group's segment revenue and segment results by operating and reportable segments for the periods under review:

### Segment 2021

		銷售及分銷 氣體燃料及 相關產品	燃氣接駁	銷售 燃氣器具	設計及 建設服務	加氣站	總計
		千港元	千港元	千港元	千港元	千港元	千港元
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
		(千)	(千)	(千)	(千)	(千)	(千)
分類收益	Segment revenue						
- 外部客戶	- external customers	2,830	48,8	832	269	1,72,58	35,8
分類業績	Segment results	36,218	1,8,23	4,08	894	7,69	5,883
應佔合營公司業績	Share of results of joint ventures						498 5
應佔聯營公司業績	Share of results of associates						17,969
未分配收入	Unallocated income						5,083
未分配開支	Unallocated expenses						(1,199)
財務成本	Finance costs						(80,7 18)
除稅前溢利	Profit before taxation						5,671,510



## Notes to Interim Condensed Consolidated Financial Statements

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### 4 收益及分類資料(續)

截至二零二零年六月三十日止六個月

### 4 收益及分類資料 (Continued)

截至六月三十日止六個月

		銷售及分銷 氣體燃料及 相關產品					總計
		燃氣接駁	銷售 燃氣器具	設計及 建設服務	加氣站		
		Sale and distribution of gas fuel and related products	Gas connection	Sale of gas appliances	Design and construction services	Gas stations	Total
		千港元	千港元	千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
分類收益	Segment revenue						
- 外部客戶	- external customers	18,490,028	2,573,871	95,483	201,513	1,210,869	22,571,764
分類業績	Segment results	2,756,785	1,182,203	13,737	28,093	264,611	4,245,429
應佔合營公司業績	Share of results of joint ventures						374,990
應佔聯營公司業績	Share of results of associates						128,029
未分配收入	Unallocated income						453,896
未分配開支	Unallocated expenses						(964,479)
財務成本	Finance costs						(249,822)
除稅前溢利	Profit before taxation						3,988,043



#### 4 收益及分類資料(續)

本集團的分類資產及分類負債按經營及可報告分類分析如下：

#### 4 (Continued)

The following is an analysis of the Group's segment assets and segment liabilities by operating and reportable segments:

		二零二一年 六月三十日 06 02 千港元 0000 (未經審核) (單)	二零二零年 十二月三十一日 31 December 2020 千港元 HK\$'000 (經審核) (Audited)
分類資產：	Segment assets:		
銷售及分銷氣體燃料及 相關產品	Sale and distribution of gas fuel and related products	95,8	47,347,202
燃氣接駁	Gas connection	6,383	5,440,844
銷售燃氣器具	Sale of gas appliances	132	176,768
設計及建設服務	Design and construction services	13,01	164,962
加氣站	Gas stations	213,60	1,811,197
		5842	54,940,973
於合營公司的權益	Interests in joint ventures	1208	12,114,832
於聯營公司的權益	Interests in associates	433	4,082,026
遞延稅項資產	Deferred tax assets	98	345,422
未分配公司資產(附註a)	Unallocated corporate assets (Note a)	226,72	22,387,556
		97,0	93,870,809
分類負債：	Segment liabilities:		
銷售及分銷氣體燃料及 相關產品	Sale and distribution of gas fuel and related products	5,8,12	4,593,671
燃氣接駁	Gas connection	17,3,2	16,428,605
銷售燃氣器具	Sales of gas appliances	8,68	154,058
設計及建設服務	Design and construction services	1,46,758	2,150,358
加氣站	Gas stations	107,0	174,740
		23,74	23,501,432
應付稅項	Taxation payable	766,12	933,609
遞延稅項負債	Deferred tax liabilities	1,37,69	1,195,678
未分配公司負債(附註b)	Unallocated corporate liabilities (note b)	202	21,371,731
		93555	47,002,450



## Notes to Interim Condensed Consolidated Financial Statements

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### 4 未分配資產及負債 (Continued)

Notes:

- a. Unallocated corporate assets represent investment properties, equity instruments at fair value through other comprehensive income, other receivables, pledged bank deposits and bank balances and cash.
- b. Unallocated corporate liabilities represent other payables, accrued expenses, bank and other borrowings and senior notes. Bank and other borrowings and senior notes are classified as unallocated corporate liabilities because they are managed centrally by the treasury function of the Group.

### 5. 稅項

		截至六月三十日止六個月	
		二零二一年	二零二零年
		2021	2020
		千港元	千港元
		HK\$'000	HK\$'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
即期稅項	Current tax		
中國企業所得稅	PRC Enterprise Income Tax	1,422	926,594
遞延稅項	Deferred taxation	92	(1,729)
		1,514	924,865

## 6. 期內溢利

## 6. 期內溢利

		截至六月三十日止六個月	
		二零二一年	二零二零年
		2021	2020
		千港元	千港元
		HK\$'000	HK\$'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
期內溢利已扣除 (計入):	Profit for the period has been arrived at after charging/(crediting):		
物業、廠房及設備折舊	Depreciation of property, plant and equipment	1,005.8	822,576
投資物業折舊	Depreciation of investment properties	208	1,480
經營權攤銷 (計入行政開支)	Amortisation of operating rights (included in administrative expenses)	5.2	27,465
使用權資產攤銷	Amortisation of right-of-use assets	101.97	86,051
出售物業、廠房及設備 (收益) 虧損	(Gain)/loss on disposal of property, plant and equipment	32	(1,497)
以下各項之利息:	Interests on:		
優先票據	Senior notes	10.8	131,091
租賃負債	Lease liabilities	7,72	7,445
銀行及其他借貸	Bank and other borrowings	29	55,944
應付合營公司款項	Amounts due to joint ventures	7.14	4,807
應付中間控股公司款項	Amount due to an intermediate holding company	7.69	38,979
其他長期負債	Other long-term liabilities	2.8	11,556
		20,713	249,822
及經計入 (扣除):	and after crediting/(debiting):		
銀行及其他存款利息收入	Interest income from bank and other deposits	96.9	143,283
來自存放於同系附屬公司的銀行及其他存款利息收入	Interest income from bank and other deposits placed in a fellow subsidiary	32.2	1,785
來自聯營公司的利息收入	Interest income from associates	1.8	—
來自合營公司的利息收入	Interest income from joint ventures	7.8	798
來自向同系附屬公司提供的貸款利息收入	Interest income from loan to a fellow subsidiary	815.7	28,214
金融及合同資產 (減值) 減值撥回, 淨額	(Impairment)/reversal of impairment of financial and contract assets, net	(2.8)	11,811



## Notes to Interim Condensed Consolidated Financial Statements

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### 7. 股息

截至二零二一年六月三十日止六個月，本公司向其股東派付截至二零二零年十二月三十一日止年度的末期股息每股78港仙，合共1,769,208,000港元。

截至二零二零年六月三十日止六個月，本公司向其股東派付截至二零一九年十二月三十一日止年度的末期股息每股72港仙，合共1,633,115,000港元。

於二零二一年八月二十日，董事宣佈向於二零二一年九月十三日名列本公司股東名冊上的股東派付本中期期間的中期股息每股15港仙，合共為340,232,000港元（截至二零二零年六月三十日止六個月：每股15港仙，合共為340,232,000港元）。

### 7. 股息

During the six months ended 30 June 2021, a dividend of 78 HK cents per share, totalling HK\$1,769,208,000, was paid by the Company to its shareholders as the final dividend for the year ended 31 December 2020.

During the six months ended 30 June 2020, a dividend of 72 HK cents per share, totalling HK\$1,633,115,000, was paid by the Company to its shareholders as the final dividend for the year ended 31 December 2019.

On 20 August 2021, the directors declared an interim dividend in respect of the current interim period of 15 HK cents per share amounting to HK\$340,232,000 in aggregate (six months ended 30 June 2020: 15 HK cents per share amounting to HK\$340,232,000 in aggregate) that will be paid to shareholders whose names appear on the register of members of the Company on 13 September 2021.

### 8 每股盈利

每股基本盈利乃按以下數據計算：

### 8 每股盈利

The calculation of the basic earnings per share is based on:

		二零二一年 2021 千港元 HK\$'000 (未經審核) (Unaudited)	二零二零年 2020 千港元 HK\$'000 (未經審核) (Unaudited)
盈利：	Earnings:		
用以計算每股基本盈利的 盈利(母公司擁有人 應佔年內溢利)	Earnings for the purpose of basic earnings per share (profit for the year attributable to owners of the parent)	380,32	2,396,479
		二零二一年 2021 千港元 HK\$'000 (未經審核) (Unaudited)	二零二零年 2020 千港元 HK\$'000 (未經審核) (Unaudited)
股份數目：	Number of shares:		
用以計算每股基本盈利的 加權平均已發行股份數目 減為獎勵計劃持有的股份	Weighted average number of shares in issue less shares held for incentive award scheme for the purpose of basic earnings per share	28,85,8	2,196,017,685

由於兩個期間並無已發行潛在普通股，故並無呈列每股攤薄盈利。

No diluted earnings per share is presented as there were no potential ordinary shares in issue in both periods.

## 9 物業、廠房及設備

截至二零二一年六月三十日止六個月，本集團於添置燃氣管道及在建工程方面分別支出總成本106,224,000港元(截至二零二零年六月三十日止六個月：156,806,000港元)及1,637,056,000港元(截至二零二零年六月三十日止六個月：1,253,974,000港元)。

## 10 使用權資產

於截至二零二一年六月三十日止六個月期間，本集團添置預付土地租賃款項及其他使用權資產分別為81,653,000港元(截至二零二零年六月三十日止六個月：103,351,000港元)及16,361,000港元(截至二零二零年六月三十日止六個月：45,600,000港元)。

## 11 應收貿易賬款及其他應收款

## 9 物業、廠房及設備

During the six months ended 30 June 2021, the Group incurred a total cost of HK\$106,224,000 (six months ended 30 June 2020: HK\$156,806,000) and HK\$1,637,056,000 (six months ended 30 June 2020: HK\$1,253,974,000) on additions of gas pipelines and construction in progress, respectively.

## 10 使用權資產

During the six months ended 30 June 2021, the Group had additions to prepaid land lease payments and other right-of-use assets of HK\$81,653,000 (six months ended 30 June 2020: HK\$103,351,000) and HK\$16,361,000 (six months ended 30 June 2020: HK\$45,600,000), respectively.

## 11 應收貿易賬款及其他應收款

		二零二一年 六月三十日 8d 22 千港元 0000 (未經審核) (單)	二零二零年 十二月三十一日 31 December 2020 千港元 HK\$'000 (經審核) (Audited)
應收貿易賬款	Trade receivables	5,89	5,251,785
減：呆賬撥備	Less: Allowance for doubtful debts	(36,8)	(356,204)
		5,07,90	4,895,581
應收合營公司款項(附註a)	Amounts due from joint ventures (note a)	9768	383,409
應收聯營公司款項(附註b)	Amounts due from associates (note b)	13,605	125,931
應收非控股股東款項(附註c)	Amounts due from non-controlling shareholders (note c)	75,563	88,324
應收同系附屬公司款項 (附註d)	Amounts due from fellow subsidiaries (note d)	24070	2,519,914
存款	Deposits	1,12,2	1,044,976
預付款項	Prepayments	312651	2,891,429
其他應收款	Other receivables	5955	738,221
減值撥備	Impairment allowance	(7,517)	(42,091)
		122,29	12,645,694



## Notes to Interim Condensed Consolidated Financial Statements

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### 11. 應收貿易賬款及其他應收款 (續)

附註：

- 除應收合營公司款項36,054,000港元(二零二零年：35,645,000港元)為無抵押、按3.92厘(二零二零年：3.92厘至4.28厘)的年利率計息及須於一年內償還外，餘下結餘為無抵押、免息及須於要求時償還。
- 除向聯營公司提供的貸款款項86,830,000港元(二零二零年：75,150,000港元)為無抵押、按4.35厘(二零二零年：4.35厘)的年利率計息及須於一年內償還外，結餘為無抵押、免息及須於要求時償還。
- 應收非控股股東款項為無抵押、免息及須於要求時償還。
- 除應收同系附屬公司款項1,802,715,000港元(二零二零年：2,139,448,000港元)為無抵押、按4.35厘(二零二零年：4.35厘)的年利率計息及須於一年內償還外，餘下結餘為無抵押、免息及須於要求時償還。

本集團給予其客戶的信貸期一般為30天至90天。已扣除呆賬撥備的應收貿易賬款的賬齡分析如下，基於近乎收益確認日期的發票日期呈列：

### 11. (Continued)

Notes:

- Except for the amount due from joint ventures of HK\$36,054,000 (2020: HK\$35,645,000) which are unsecured, bearing interests at a rate of 3.92% (2020: 3.92% to 4.28%) per annum and repayable within one year, the remaining balances are unsecured, interest-free and repayable on demand.
- Except for the amount of loans to associates of HK\$86,830,000 (2020: HK\$75,150,000) which are unsecured, bearing interests at a rate of 4.35% (2020: 4.35%) per annum and repayable within one year, the balances are unsecured, interest-free and repayable on demand.
- Amounts due from non-controlling shareholders are unsecured, interest-free and repayable on demand.
- Except for the amount due from a fellow subsidiary of HK\$1,802,715,000 (2020: HK\$2,139,448,000) which is unsecured, bear interest at a rate of 4.35% (2020: 4.35%) per annum and repayable within one year, the remaining balances are unsecured, interest-free and repayable on demand.

The Group generally allows credit periods ranging from 30 to 90 days to its customers. The following is an ageing analysis of trade receivables, net of allowance for doubtful debts, and is presented based on the invoice date, which approximated to the revenue recognition date:

		二零二一年 六月三十日 06 千港元 000 (未經審核) (單)	二零二零年 十二月三十一日 31 December 2020 千港元 HK\$'000 (經審核) (Audited)
0 – 90天	0 – 90 days	3,881,917	3,881,917
91 – 180天	91 – 180 days	5128	467,884
181 – 365天	181 – 365 days	5,434	404,052
365天以上	Over 365 days	160,97	141,728
		5,07,90	4,895,581

## 12 應付貿易賬款及其他應付款

## 12 應付賬款

		二零二一年 六月三十日 0d 02 千港元 0000 (未經審核) (單)	二零二零年 十二月三十一日 31 December 2020 千港元 HK\$'000 (經審核) (Audited)
應付貿易賬款	Trade payables	7,902	7,418,545
應付合營公司款項(附註a)	Amounts due to joint ventures (note a)	1589	316,168
應付聯營公司款項(附註b)	Amounts due to associates (note b)	1267	97,231
應付非控股股東款項(附註c)	Amounts due to non-controlling shareholders (note c)	575,576	590,997
應付同系附屬公司款項 (附註b)	Amounts due to fellow subsidiaries (note b)	3,8	323,089
應付中間控股公司款項 (附註d)	Amounts due to an intermediate holding company (note d)	3888	2,510,837
預收款項	Receipts in advance	5,733	5,160,503
其他應付款及應計費用	Other payables and accruals	2936	3,775,905
		208,157	20,193,275

附註：

Notes:

- a. 除應付合營公司款項140,637,000港元(二零二零年：304,448,000港元)為無抵押、按介乎1.15厘至1.65厘(二零二零年：1.15厘至1.65厘)不等的年利率計息及須於一年內償還外，結餘均為無抵押、免息及須於要求時償還。
- b. 應付聯營公司及同系附屬公司款項為無抵押、免息及須於要求時償還。
- c. 應付非控股股東款項為無抵押、免息及須於要求時償還。
- d. 應付中間控股公司款項3,800,000,000港元(二零二零年：2,500,000,000港元)為無抵押及須於12個月內償還，按香港銀行同業拆息率(HIBOR)加年率0.55厘計息(二零二零年：分別為1,500,000,000港元按HIBOR加年率0.55厘計息及1,000,000,000港元按HIBOR加年率0.58厘計息)。

- a. Except for the amounts due to joint ventures of HK\$140,637,000 (2020: HK\$304,448,000) which are unsecured, bearing interests at rates ranging from 1.15% to 1.65% (2020: from 1.15% to 1.65%) per annum and are repayable within one year, the balances are unsecured, interest-free and repayable on demand.
- b. Amounts due to associates and fellow subsidiaries are unsecured, interest-free and repayable on demand.
- c. Amounts due to non-controlling shareholders are unsecured, interest-free and repayable on demand.
- d. Amounts due to an intermediate holding company of HK\$3,800,000,000 (2020: HK\$2,500,000,000) are unsecured and repayable within 12 months, bearing an interest of Hong Kong InterBank Offered Rate (HIBOR) plus 0.55% per annum (2020: HK\$1,500,000,000 bearing an interest of HIBOR plus 0.55% per annum and HK\$1,000,000,000 bearing an interest of HIBOR plus 0.58% per annum, respectively).



## Notes to Interim Condensed Consolidated Financial Statements

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### 12 應付貿易賬款及其他應付款 (續)

應付貿易賬款於報告期末基於發票日期的賬齡分析呈列如下：

### 12 應付貿易賬款及其他應付款(Continued)

The ageing analysis of trade payables is presented based on the invoice date at the end of the reporting period as follows:

		二零二一年 六月三十日 06 02 千港元 000 (未經審核) (單)	二零二零年 十二月三十一日 31 December 2020 千港元 HK\$'000 (經審核) (Audited)
0 - 90天	0 - 90 days	5,52,90	5,537,878
91 - 180天	91 - 180 days	86,86	583,813
181 - 365天	181 - 365 days	5,999	750,457
365天以上	Over 365 days	515,3	546,397
		7,902	7,418,545

採購商品的信貸期為7天至180天。

The credit period on purchases of goods ranges from 7 to 180 days.



## 13 銀行及其他借貸

## 13 銀行及其他借貸

		二零二一年 六月三十日 06 千港元 000 (未經審核) (#)	二零二零年 十二月三十一日 31 December 2020 千港元 HK\$'000 (經審核) (Audited)
銀行貸款 - 無抵押	Bank loans, unsecured	28,02	2,757,183
銀行貸款 - 有抵押	Bank loans, secured	147 8	29,179
其他貸款 - 無抵押	Other loans, unsecured	50,76	60,571
		28,8	2,846,933
本集團的銀行及其他借貸須 於以下期間償還*：	The Group's bank and other borrowings are repayable*:		
一年內	Within one year	26,07 2	2,548,358
多於一年但不超過兩年	More than one year, but not exceeding two years	88	14,786
多於兩年但不超過五年	More than two years, but not exceeding five years	8,85	38,485
多於五年	More than five years	25,88	245,304
		28,8	2,846,933
減：流動負債所示於一年內 到期的款項**	Less: Amount due within one year shown under current liabilities**	(26,07 2)	(2,548,358)
非流動負債所示於一年後 到期的款項	Amount due after one year shown as non- current liabilities	2561	298,575

\* 到期款項乃根據貸款協議內所載的已定還款日釐定。

\* The amounts due are based on the repayment schedule set out in the loan agreements.

\*\* 於二零二一年六月三十日，銀行及其他借貸2,603,722,000港元(二零二零年：2,548,358,000港元)當中包括一筆2,530,000,000港元(二零二零年：2,230,000,000港元)的款項，根據貸款協議內所載的已定還款日須於一年內償還，該貸款協議載有須於要求時償還的條款。

\*\* As at 30 June 2021, included in bank and other borrowings of HK\$2,603,722,000 (2020: HK\$2,548,358,000) is an amount of HK\$2,530,000,000 (2020: HK\$2,230,000,000) that was repayable within one year pursuant to the repayment schedule set out in the loan agreements which contained a repayable on demand clause.

本集團的銀行及其他借貸的實際年利率介乎每年0.63厘至5.54厘(二零二零年：0.65厘至6.90厘)。

The effective annual interest rates on the Group's bank and other borrowings range from 0.63% to 5.54% (2020: 0.65% to 6.90%) per annum.



## Notes to Interim Condensed Consolidated Financial Statements

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### 14 優先票據

於二零一二年四月五日，本公司按票據面值97.95%的發售價發行本金額為750,000,000美元(「美元」)(相等於5,818,890,000港元)的優先票據(「優先票據」)。優先票據按息票率每年4.5厘計息，並累計至每半年支付一次，並將於二零二二年四月四日到期。優先票據為無抵押，並按實際年利率4.8厘計息。本公司於二零一九年回購票據面值33,605,000美元(相等於261,830,000港元)的優先票據，而票據面值716,395,000美元(相等於5,561,948,000港元)的優先票據餘下餘額將於二零二二年四月四日到期。於截至二零二一年六月三十日止六個月，自損益扣除的利息開支為130,828,000港元(截至二零二零年六月三十日止六個月：131,091,000港元)。

優先票據於新加坡證券交易所有限設

### 14 89

On 5 April 2012, the Company issued senior notes with principal amount of United States dollars ("US\$") 750,000,000 (equivalent to HK\$5,818,890,000) at an offer price of 97.95% of the face value of the notes ("Senior Notes"). The Senior Notes bear coupon interest at 4.5% per annum payable semi-annually in arrears and are due on 4 April 2022. The Senior Notes are unsecured and carry effective interest rate of 4.8% per annum. The Company repurchased senior notes with face value of US\$33,605,000 (equivalent to HK\$261,830,000) during the year of 2019 and the remaining balance of senior notes with face value of US\$716,395,000 (equivalent to HK\$5,561,948,000) are due on 4 April 2022. Interest expenses of HK\$130,828,000 (six months ended 30 June 2020: HK\$131,091,000) was charged to profit or loss for the six months ended 30 June 2021.

The Senior Notes are listed on the Singapore Exchange Securities Trading Limited. The fair value of the Senior Notes at the end of the reporting period, which was measured at fair value on Level 1 fair value measurement, was estimated at US \$733,445,000 (equivalent to HK \$5,694,322,000) (31 December 2020: US\$744,442,000 (equivalent to HK\$5,771,360,000)), which was determined based on the closing market price at that date.

The Group has the option to redeem all of the Senior Notes, in full but not in part, at 100% of their principal amount plus accrued and unpaid interest at any time up to the maturity date.

## 15. 股本

## 15. 股本

		股份數目 Shares	股份面值 千港元 HK\$'000
每股面值0.10港元的股份	Shares of HK\$0.10 each		
法定：	Authorised:		
於二零二零年一月一日、 二零二零年十二月 三十一日及二零 二一年六月三十日	At 1 January 2020, 31 December 2020 and 30 June 2021		
		10,000,000,000	1,000,000
已發行及繳足：	Issued and fully paid:		
於二零二零年一月一日	At 1 January 2020	2,224,012,871	222,401
於二零二零年十二月 三十一日及二零二一年 六月三十日	At 31 December 2020 and 30 June 2021	2,314,012,871	231,401

本公司的股本變動概要如下：

A summary of movements in the Company's share capital is as follows:

		已發行股份數目 Issued Shares	股本 千港元 HK\$'000
於二零二零年一月一日	At 1 January 2020	2,224,012,871	222,401
發行股份	Issue of shares	90,000,000	9,000
於二零二零年十二月三十一日 及二零二一年六月三十日	At 31 December 2020 and 30 June 2021	2,314,012,871	231,401



## Notes to Interim Condensed Consolidated Financial Statements

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### 16. 業務合併

淄博華潤燃氣有限公司(「淄博華潤」)分別由本集團及一名獨立第三方持有51%及49%權益。淄博華潤從事氣體燃料及相關產品的銷售及分銷、燃氣接駁、燃氣器具銷售及汽車加氣站的氣體燃料銷售。

於二零二一年五月二十五日，該名持有淄博華潤49%權益的獨立第三方與本集團簽訂備忘錄，在該備忘錄中，該股東同意本集團對淄博華潤的經營、投資及融資業務所作的決定，亦同意委任由本集團提名的淄博華潤的所有高級管理層。因此，本集團控制所有重大經營、投資及融資業務，至此，淄博華潤成為本集團的附屬公司。

淄博華潤於收購日期可識別資產及負債的公平值如下：

### 16. 業務合併

淄博華潤燃氣有限公司(“淄博華潤”) is 51% held by the Group, and 49% by an independent third-party. 淄博華潤 is engaged in the sale and distribution of gas fuel and related products, gas connection, the sale of gas appliances and the sale of gas fuel in automobile refilling stations.

On 25 May 2021, the independent third-party with 49% interests in 淄博華潤 and the Group signed a memorandum in which the shareholder would agree with the Group's decisions on operating, investing and financing activities of 淄博華潤, and would also agree the appointment of all senior management of 淄博華潤 nominated by the Group. Accordingly, the Group takes the control over all significant operating, investing and financing activities, at which time, 淄博華潤 became a subsidiary of the Group.

The fair values of the identifiable assets and liabilities of 淄博華潤 as at the date of acquisition were as follows:

		於收購確認 的公平值
		千港元
		HK\$'000
		(未經審核)
		(Unaudited)
物業、廠房及設備	Property, plant and equipment	759,981
銀行結餘及現金	Bank balances and cash	7,366
應收貿易賬款及其他應收款	Trade and other receivables	349,568
存貨	Inventories	91,095
應付貿易賬款及其他應付款	Trade and other payables	(615,708)
遞延稅項負債	Deferred tax liabilities	(27,730)
可識別資產淨值總額(按公平值計)	Total identifiable net assets at fair value	564,572
非控股權益	Non-controlling interest	(283,343)
以於合營公司的權益表示的過往 所持權益(按公平值計)	Previously held interest, represented by interest in the joint venture, at fair value	281,229

## 16. 業務合併(續)

就收購淄博華潤之現金流量分析如下：

## 16. 業務合併

(Continued)

An analysis of the cash flows in respect of the acquisition of 淄博華潤 is as follows:

		千港元 HK\$'000
現金代價	Cash consideration	—
已收購現金及銀行結餘	Cash and bank balances acquired	7,366
計入投資業務所得現金流量的現金及現金等價物流入淨額	Net inflow of cash and cash equivalents included in cash flows from investing activities	7,366

Since the acquisition, 淄博華潤 contributed revenue of HK\$101,987,710 and profit of HK\$7,204,940 to the Group's consolidated financial statements for the six months ended 30 June 2021.

Had the combination taken place at the beginning of the period, the revenue of the Group for the period would have been increased by HK\$508,257,783 and the profit of the Group for the period would have been increased by HK\$21,310,578.

## 17. 金融工具的公平值計量

於各報告期末，本集團的部分金融資產乃按公平值計量。下表載列如何釐定該等金融資產公平值的資料（尤其是所使用的估值方法及輸入數據）。

## 17. 金融工具

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation techniques and inputs used).

金融資產	於下列日期的公平值		公平值等級	估值方法及主要輸入數據	重大不可觀察輸入數據	不可觀察輸入數據與公平值的關係	敏感度
	二零二一年六月三十日	二零二零年十二月三十一日					
	0 6 30	31 December 2020					
按公平值計入其他全面收益的權益工具 Equity instruments at fair value through other comprehensive income	上市股本證券 - 3,748,000港元 Listed equity securities - HK\$3,748,000	上市股本證券 - 3,748,000港元 Listed equity securities - HK\$3,748,000	第1級(i) Level 1(i)	活躍市場所報買入價 Quoted bid prices in an active market	不適用 N/A	不適用 N/A	不適用 N/A
按公平值計入其他全面收益的權益工具 Equity instruments at fair value through other comprehensive income	非上市股本證券 - 151,057,000港元 Non-listed equity securities - HK\$151,057,000	非上市股本證券 - 149,352,000港元 Non-listed equity securities - HK\$149,352,000	第3級(iii) Level 3(iii)	估值倍數 Valuation multiples	同業平均市盈率 (P/E)、市銷率 (P/S)、市淨率 (P/B)、企業價值於扣除利息、稅項、折舊及攤銷前盈利 (EV EBITA) 的倍數 Average P/E, P/S, P/B, EV/EBITA multiples of peers	倍數愈高，公平值愈高 The higher the multiples, the higher the fair value	倍數增加 減少5%可導致公平值增加 減少9,303,784港元 5% increase/decrease in multiples would result in increase/decrease in fair value by HK\$9,303,784
按公平值計入其他全面收益的債務投資 Debt investments at fair value through other comprehensive income	應收貿易賬款 - 107,516,000港元 Trade receivables - HK\$107,516,000	應收貿易賬款 - 107,516,000港元 Trade receivables - HK\$107,516,000	第2級(ii) Level 2(ii)	重大可觀察輸入數據 Significant observation inputs	缺乏市場流動性折扣 Discount for lack of marketability	折扣越高，公平值則越低 The higher the discount, the lower the fair value	折扣增加 減少5%可導致公平值減少 增加3,458,213港元 5% increase/decrease in discount would result in decrease/increase in fair value by HK\$3,458,213

## 17. 金融工具的公平值計量 (續)

公平值計量根據公平值計量的輸入數據可觀察程度及公平值計量的輸入數據對其整體的重要性分類為第一級、第二級或第三級，詳情如下：

- (i) 第一級輸入數據是實體於計量日期可以取得的相同資產或負債於活躍市場之報價（未經調整）；
- (ii) 第二級輸入數據是就資產或負債直接或間接地可觀察之輸入數據（第一級內包括的報價除外）；
- (iii) 第三級輸入數據是資產或負債的不可觀察輸入數據。

於本期間及過往期間，第一級、第二級及第三級之間並無任何轉撥。

本公司董事認為，於簡明綜合財務報表按攤銷成本入賬的其他金融資產及金融負債（附註14所披露的優先票據除外）的賬面值與其公平值相若。

金融資產及金融負債的公平值乃根據公認定價模式，按照貼現現金流量分析釐定。

管理層已評估，應收貿易賬款及票據的公平值與其賬面值相若，很大程度由於該等工具的到期期限較短。

## 17. 公平值計量



(Continued)

Fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- (i) Level 1 inputs are quoted prices (unadjusted) in active markets for identical asset or liabilities that the entity can access at the measurement date;
- (ii) Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly;
- (iii) Level 3 inputs are unobservable inputs for the asset or liability.

There were no transfers between Level 1, 2 and 3 in the current period and prior period.

The directors of the Company consider that the carrying amounts of other financial assets and financial liabilities (except for senior notes as disclosed in note 14) recorded at amortised cost in the condensed consolidated financial statements approximate to their fair values.

The fair values of financial assets and financial liabilities have been determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

Management has assessed that the fair values of trade and bills receivables approximate to their carrying amounts is largely due to the short-term maturities of these instruments.



## Notes to Interim Condensed Consolidated Financial Statements

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### 18 承擔

### 18 承擔

		二零二一年 六月三十日 01 02 千港元 000 (未經審核) (單)	二零二零年 十二月三十一日 31 December 2020 千港元 HK\$'000 (經審核) (Audited)
就以下各項已訂約但未於簡明 綜合財務資料中撥備的資本 承擔：	Capital commitments contracted for but not provided in the condensed consolidated financial information in respect of:		
購置物業、廠房及設備以及 使用權資產	Acquisition of property, plant and equipment and right-of-use assets	8,95	212,316
投資(附註)	Investments (Note)	5,810	95,053
		5,45	307,369

附註：本集團已與獨立第三方訂立若干協議，以在中國成立若干合營企業及有限責任公司。

Note: The Group has entered into several agreements with independent third parties to establish certain joint venture enterprises and Limited Liability Company in the PRC.



## 19 關連人士披露

## 與關連人士的交易 結餘

除附註11及12所載的關連人士結餘外，本集團於期內與關連人士進行下列重大交易：

## 19 關連人士披露

## 與關連人士的交易

In addition to the related party balances set out in notes 11 and 12, the Group entered into the following material transactions with related parties during the period:

			截至六月三十日止六個月	
			2021	2020
			千港元	千港元
			(未經審核)	(未經審核)
			(千)	(Unaudited)
附註		Notes		
	與聯營公司的交易	Transactions with associates		
	銷售貨品	Sales of goods	a	527 51
	購買貨品	Purchase of goods	b	125 63
	來自貸款之利息收入	Interest income from loans	e	1 8
	與合營公司的交易	Transactions with joint ventures		
	銷售貨品	Sales of goods	a	35 06
	購買貨品	Purchase of goods	b	3 8
	利息收入	Interest income	e	7 8
	利息開支	Interest expenses	e	7 14
	與同系附屬公司的交易	Transactions with fellow subsidiaries		
	銀行及其他存款利息收入	Interest income from bank and other deposits	d	32
	貸款利息收入	Interest income from loans	e	8 157
	與附屬公司非控股股東的交易	Transactions with non-controlling shareholders of subsidiaries		
	銷售貨品	Sales of goods	a	26 02
	購買貨品	Purchase of goods	b	4 97 8
	租金開支	Rental expenses	c	2
	與中間控股公司的交易	Transactions with an intermediate holding company		
	利息開支	Interest expenses	e	7,69

附註：

Notes:

- 向聯營公司、合營公司及非控股股東進行的銷售根據向本集團主要客戶提供的已發佈價格及條件作出。
- 向合營公司及非控股股東進行的購買根據合營公司及非控股股東向其主要客戶提供的已發佈價格及條件作出。
- 支付予聯營公司、同系附屬公司及非控股股東的租金開支乃根據市場租金作出。

- The sales to the associates, the joint ventures and the non-controlling shareholders were made according to the published prices and conditions offered to the major customers of the Group.
- The purchases from the joint ventures and the non-controlling shareholders were made according to the published prices and conditions offered by the joint ventures and the non-controlling to their major customers.
- The rental expenses to the associates, the fellow subsidiaries and the non-controlling shareholders were made according to the market rents.



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### 19 關連人士披露(續)

#### 與關連人士的交易 結餘(續)

附註:(續)

d. 於二零二一年六月三十日,本集團於本公司同系附屬公司珠海華潤銀行股份有限公司存入銀行及其他存款951,502,000港元(二零二零年:968,280,000港元),該等存款計入銀行結餘及現金。

e. 來自合營公司、聯營公司、同系附屬公司及中間控股公司的貸款利息收入及開支乃根據同期中國人民銀行宣佈的人民幣貸款基準利率作出。

本集團自身為中國政府控制的中國華潤有限公司旗下較大集團公司的一部分,而本集團目前在以中國政府控制、共同控制或施加重大影響力的實體為主的經濟環境運營。

除與母公司及其附屬公司的交易(已於簡明綜合財務資料的附註11、12及19披露)外,本集團亦與中國政府直接或間接控制、共同控制或施加重大影響力的實體在日常業務過程中進行業務,包括其大部分銀行存款及相應利息收入、若干銀行及其他借貸以及相應財務成本、大部分採購及部分燃氣銷售。

#### 本集團主要管理人員酬金

### 19 關連人士披露(Continued)

#### 與關連人士的交易 結餘(Continued)

Notes: (Continued)

d. On 30 June 2021, the Group placed bank and other deposits of HK\$951,502,000 (2020: HK\$968,280,000) with China Resources Bank of Zhuhai Co., Ltd., a fellow subsidiary of the Company, and these deposits were included in bank balances and cash.

e. The interest income and expenses from loans from joint ventures, associates, the fellow subsidiaries and the intermediate holding companies were made according to the benchmark interest rate for RMB loans over the same period announced by the People's bank of China.

The Group itself is part of a larger group of companies under China Resources Company Limited which is controlled by the government of the PRC and the Group operates in an economic environment currently predominated by entities controlled, jointly controlled or significantly influenced by the PRC government.

Apart from the transactions with the parent company and its subsidiaries which have been disclosed in notes 11, 12 and 19 to the condensed consolidated financial information, the Group also conducts businesses with entities directly or indirectly controlled, jointly controlled or significantly influenced by the PRC government in the ordinary course of business, including majority of its bank deposits and the corresponding interest income, certain bank and other borrowings and the corresponding finance costs, large portion of purchases and part of sales of gas.

#### 主要管理人員酬金

截至六月三十日止六個月

Shown

		二零二一年 2021 千港元 (未經審核) (Unaudited)	二零二零年 2020 千港元 (未經審核) (Unaudited)
短期福利	Short-term benefits	6,3	6,771
僱員退休福利	Post-employment benefits	514	460
酬金總額	Total compensation	6,82	7,231



Mr. WANG Chuandong (Chairman)

Mr. CHEN Ying

Mr. WONG Tak Shing



Mr. SHI Baofeng (Chairman)

Mr. WONG Tak Shing

Mr. YANG Yuchuan



Mr. LO Chi Lik, Peter



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Reed Smith Richards Butler



Ernst & Young

# 華潤燃氣控股有限公司

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