

China International Marine Containers (Group) Co., Ltd. (a joint stock company incorporated in the People's Republic of China with limited liability)

A Share Stock Code: 000039 H Share Stock Code: 2039

# Interim Report 2017

## **IMPORTANT NOTICE**

The Board, the Supervisory Committee and the Directors, Supervisors and senior management of the Company warrant that there are no false records, misleading statements or material omissions in the 2017 interim report (this "Report"), and jointly and severally accept full legal responsibility for the truthfulness, accuracy and completeness of the information contained in this Report.

The Report has been reviewed and approved at the 11th meeting of the eighth session of the Board in 2017 (the "Meeting"). Mr. Wang Yuhang, Vice Chairman, was unable to attend the Meeting due to work reasons, and has authorised Mr. Liu Chong, non-executive Director, to vote on his behalf. All other Directors attended the Meeting.

The financial statements of the Group have been prepared in accordance with China Accounting Standards for Business Enterprises ("CASBE"). The interim financial statements and notes (the "2017 Interim Financial Report") of the Group for the six months ended 30 June 2017 prepared in accordance with CASBE in this Report have not been audited.

Mr. Wang Hong, person-in-charge of the Company and chairman of the Board, Mr. Mai Boliang, CEO and president, and Mr. Zeng Han, general manager of the financial management department, person-in-charge of accounting affairs and head of the accounting department (the financial controller), hereby warrant the truthfulness, accuracy and completeness of this Report and the 2017 Interim Financial Report.

Neither any controlling shareholder (including its subsidiaries) nor substantial shareholder (including its subsidiaries) of the Company has utilised the non-operating funds of the Company.

The Company proposed not to distribute any cash dividend, issue bonus shares or convert shares from reserves into share capital for the six months ended 30 June 2017 (six months ended 30 June 2016: Nil).

This Report contains certain forward-looking statements made on the basis of subjective assumptions and judgments on future policy and economic development in relation to the financial conditions, operating results and business of the Group, which are subject to a variety of risks, uncertainties and assumptions beyond the Group's control and with a high degree of uncertainty in nature. Therefore, the actual outcome may differ materially from such forward-looking statements. Such forward-looking statements are only the recent expectation of the Group on future events and are not guarantees for future business performance and do not constitute as an actual commitment to investors. Investors should be aware that undue reliance on or use of such information may lead to risks of investment.

This Report has been prepared in both Chinese and English. In the event of any inconsistency between the two versions, the Chinese version shall prevail.

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## 02 Definitions

For the purpose of this Report, unless the context otherwise requires, the following terms shall have the meanings set out below:

| Items  | Definitions   |
|--|---|
| "A Share(s)" (or "RMB-denominated<br>Ordinary Share(s)") | domestic ordinary share(s) issued by the Company with a nominal value of RMB1.00 each, which are listed on the Shenzhen Stock Exchange and traded in Renminbi.  |
| "A Share(s) Share Option<br>Incentive Scheme"            | share option incentive scheme of China International Marine Containers (Group)<br>Co., Ltd. considered and approved at the extraordinary general meeting of the<br>Company on 17 September 2010.  |
| "Articles of Association"                                | The Articles of Association of China International Marine Containers (Group) Co., Ltd   |
| "Board"  | the Board of the Company.   |
| "C&C Trucks"   | C&C Trucks Co., Ltd. (集瑞聯合重工有限公司), a company incorporated in the PRC with limited liability on 12 March 2009 and a non-wholly-owned subsidiary of the Company.  |
| "CASBE"  | Accounting Standards for Business Enterprises – Basic Standard and 38 Specific Accounting Standards issued by the Ministry of Finance of the People's Republic of China on 15 February 2006, and application guidance and interpretations to CASBE and other related regulations subsequently issued. |
| "CFSE"   | China Fire Safety Enterprise Group Limited, a company listed on the main board<br>of the Hong Kong Stock Exchange (stock code: 445) and an associated company<br>of the Company.  |
| "China COSCO Shipping"                                   | China COSCO Shipping Corporation Limited, a company incorporated in the PRC with limited liability in February 2016 and was the indirect second largest shareholder of the Company as at the date of this Report.   |
| "China Merchants Group"                                  | China Merchants Group Limited, a company incorporated in the PRC with limited liability on 14 October 1986 and was the indirect largest shareholder of the Company as at the date of this Report.   |
| "CIMC" or "Company"                                      | China International Marine Containers (Group) Co., Ltd. (中國國際海運集裝箱(集團)股份有限公司), a joint stock company incorporated in the PRC with limited liability, the A shares of which are listed on the Shenzhen Stock Exchange and the H Shares of which are listed on the Hong Kong Stock Exchange.            |
| "CIMC Enric"   | CIMC Enric Holdings Limited (中集安瑞科控股有限公司), a company incorporated in the Cayman Islands with limited liability on 28 September 2004 and listed on the main board of the Hong Kong Stock Exchange (stock code: 3899) and a non-wholly-owned subsidiary of the Company.                                 |
| "CIMC Finance Company"                                   | CIMC Finance Co., Ltd., a company incorporated in the PRC with limited liability on 9 February 2010 and a wholly-owned subsidiary of the Company.   |

## Definitions 03

| "CIMC Financial Leasing Company"                        | CIMC Financial Leasing Co., Ltd., a company incorporated in the PRC with limited liability on 30 July 2007 and a wholly-owned subsidiary of the Company.  |
|---|---|
| "CIMC Hong Kong"  | China International Marine Containers (Hong Kong) Limited (中國國際海運集裝箱(香港)有限公司), a company incorporated in Hong Kong with limited liability on 30 July 1992 and a wholly-owned subsidiary of the Company. |
| "CIMC Multimodal Transport"                             | CIMC Multimodal Transport Development Co., Ltd. (中集多式聯運發展有限公司), a company incorporated in the PRC with limited liability on 29 March 2016 and a non-wholly-owned subsidiary of the Company.             |
| "CIMC Offshore Engineering"                             | CIMC Offshore Engineering Co., Ltd., a company incorporated in the PRC with limited liability on 21 July 2016 and a wholly-owned subsidiary of the Company.   |
| "CIMC Raffles"  | CIMC Raffles Offshore (Singapore) Limited, a company incorporated in<br>Singapore with limited liability on 7 March 1994 and a wholly-owned subsidiary<br>of the Company.                               |
| "CIMC Skyspace Real Estate"                             | Shenzhen CIMC Skyspace Real Estate Development Co., Ltd., a company incorporated in the PRC with limited liability on 24 November 1998 and a non-wholly-owned subsidiary of the Company.                |
| "CIMC Tianda"   | Shenzhen CIMC-Tianda Airport Support Co., Ltd. (深圳中集天薘空港設備有限<br>公司), a company incorporated in the PRC with limited liability on 18 July 1992<br>and a non-wholly-owned subsidiary of the Company.      |
| "CIMC Vehicle (Group)"                                  | CIMC Vehicle (Group) Co., Ltd. (中 集 車 輛(集 團) 有 限 公 司), a company incorporated in the PRC with limited liability on 29 August 1996 and a non-wholly-owned subsidiary of the Company.                     |
| "Corporate Governance Code"                             | the Corporate Governance Code contained in Appendix 14 of the Hong Kong Listing Rules.  |
| "CSRC"  | China Securities Regulatory Commission.   |
| "Director(s)"   | the director(s) of the Company.   |
| "Group", "we", "our" and "us"                           | the Company and its subsidiaries.   |
| "H Share(s)" (or "Overseas-listed<br>Foreign Share(s)") | overseas-listed foreign ordinary share(s) issued by the Company with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars.                 |
| "Hong Kong"   | The Hong Kong Special Administrative Region of the PRC.   |
| "Hong Kong Listing Rules"                               | Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.   |

## 04 Definitions

| "Hong Kong Stock Exchange" | The Stock Exchange of Hong Kong Limited.   |
|----------------------------|--|
| "Model Code"               | the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 of the Hong Kong Listing Rules. |
| "PRC" or "China"           | the People's Republic of China.  |
| "Pteris"                   | Pteris Global Limited, a company incorporated in 1979 and a non-wholly-owned subsidiary of the Company.                            |
| "Reporting Period"         | the six months starting from 1 January 2017 and ending on 30 June 2017, which is also called the first half of 2017.               |
| "RMB"                      | Renminbi, the lawful currency of the PRC.  |
| "SFO"                      | the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.  |
| "Shareholder(s)"           | the holder(s) of share(s) of the Company, including the holder(s) of A Shares and H Shares.  |
| "Shenzhen Listing Rules"   | Rules Governing the Listing of Securities on the Shenzhen Stock Exchange.  |
| "Shenzhen Stock Exchange"  | the Shenzhen Stock Exchange.   |
| "Supervisor(s)"            | the supervisor(s) of the Company.  |
| "Supervisory Committee"    | the Supervisory Committee of the Company.  |
| "US\$" or "U.S. dollars"   | United States dollars, the lawful currency of the United States of America.  |
| "Ziegler"                  | Albert Ziegler GmbH, a company incorporated in Germany with limited liability<br>and a non-wholly-owned subsidiary of the Company. |

This glossary contains certain definitions of technical terms used in this Report in connection with the Group. Some of these definitions may not correspond to standard industry definitions or usage.

| Items                              | Definitions  |
|------------------------------------|--|
| CNG                                | Compressed Natural Gas.  |
| FLNG                               | Floating Liquefied Natural Gas.  |
| FPSO                               | Floating Production Storage and Offloading.  |
| FSRU                               | Floating Storage and Regasification Unit.  |
| HSE                                | Health, Safety and Environment.  |
| GSE                                | Ground Support Equipment, refers to airport equipment used to ensure flight<br>safety. To meet the requirements for aircraft maintenance and flights, airports<br>are equipped with a variety of modern ground support equipment, including<br>but not limited to mechanical, electric, hydraulic and special gas equipment.   |
| Jack-up Drilling Platform          | A jack-up drilling platform is a mobile oil rig commonly used for shallow water<br>operation. Most jack-up rigs operate in water depths ranging from 250 to 400<br>feet. This oil drilling equipment is generally used for mounting machinery,<br>power supply, equipment and accommodation facilities for drilling and certain<br>liftable spud legs on a platform floating on the water.   |
| LNG                                | Liquefied Natural Gas.   |
| LPG                                | Liquefied Petroleum Gas.   |
| Modular Building                   | the building manufactured in a factory environment and transported to a prepared project site to be installed.   |
| ONE Model                          | Optimization Never Ending, the lean management system of the Group.  |
| QHSE                               | A management system that guides and controls an organisation in respect of Quality, Health, Safety and Environmental aspects.  |
| Semi-submersible Drilling Platform | A semi-submersible drilling platform is a mobile oil rig; the upper part of the hull structure is the working deck and the lower part comprises two lower hulls, with the parts connected by support columns. When in operation, the lower hulls are submerged into the water. A semi-submersible platform is generally used in deep seas with water depths ranging from 600-3,600m. The platform typically uses a dynamic positioning system for positioning. |
| TEU                                | Twenty-foot equivalent unit, also known as a standard unit (a container with a length of 20 feet, a height of 8 feet and 6 inches and a width of 8 feet), being used to measure the volume of a container.   |
| VOCs                               | Volatile Organic Compounds.  |

## 06 Chapter I Corporate Profile

## I. COMPANY PROFILE

| Legal Chinese Name:                            | 中國國際海運集裝箱(集團)股份有限公司   |
|--|---|
| Abbreviated Chinese Name:                      | 中集集團  |
| English Name:                                  | China International Marine Containers (Group) Co., Ltd.   |
| Abbreviated English Name:                      | CIMC  |
| Legal Representative:                          | Wang Hong   |
| Authorised Representatives:                    | Mai Boliang, Yu Yuqun   |
| Registered Address and Address of Head Office: | 8th Floor, CIMC R&D Centre, 2 Gangwan Avenue, Shekou,<br>Nanshan District, Shenzhen, Guangdong, PRC |
| Postal Code:                                   | 518067  |
| Company Website:                               | http://www.cimc.com   |
| Email Address:                                 | shareholder@cimc.com  |
| Principal Place of Business in Hong Kong:      | 3101-2 Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong                                       |
| Uniform Social Credit Code:                    | 91440300618869509J  |

## II. CONTACT PERSONS AND MEANS OF COMMUNICATION

| Secretary to the Board, Company Secretary: | Yu Yuqun   |
|--|--|
| Assistant Company Secretary:               | Shen Yang  |
| Contact Address:                           | CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District,<br>Shenzhen, Guangdong, PRC (Postal code: 518067) |
| Contact Telephone:                         | (86) 755-2669 1130   |
| Facsimile:                                 | (86) 755-2682 6579   |
| Email Address:                             | shareholder@cimc.com   |
| Representative of Securities Affairs:      | Wang Xinjiu  |
| Contact Address:                           | CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District,<br>Shenzhen, Guangdong, PRC (Postal code: 518067) |
| Contact Telephone:                         | (86) 755-2680 2706   |
| Facsimile:                                 | (86) 755-2681 3950   |
| Email Address:                             | shareholder@cimc.com   |

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## III. INFORMATION DISCLOSURE AND LOCATIONS FOR DOCUMENTS FOR INSPECTION

| Designated Newspapers for                 | A Shares: China Securities Journal, Securities Times and          |
|---|---|
| Information Disclosure:                   | Shanghai Securities News  |
| Authorised Websites on which this         | A Shares: http://www.cninfo.com.cn                                |
| Report is Made Available:                 | H Shares: http://www.hkexnews.hk                                  |
| Company Website:                          | www.cimc.com  |
| Places at which this Report is Available: | Office of the Secretary to the Board of CIMC, 9th Floor, CIMC R&D |
|   | Centre, 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen,     |
|   | Guangdong, PRC (Postal code: 518067)                              |

#### IV. STOCK INFORMATION OF THE COMPANY

| Stock Exchange on which<br>A Shares are Listed: | Shenzhen Stock Exchange  |
|---|--------------------------|
| Abbreviated Stock Name for A Shares:            | CIMC                     |
| Stock Code:                                     | 000039                   |
| Stock Exchange on which<br>H Shares are Listed: | Hong Kong Stock Exchange |
| Abbreviated Stock Name for H Shares:            | CIMC, ZJHD (Note)        |
| Stock Code:                                     | 2039, 299901 (Note)      |

Note: Both the abbreviated stock name and the stock code are only used by the original B Shareholders of the Company in the PRC in respect of their trading of H Shares of the Company after H Shares of the Company were listed on the Hong Kong Stock Exchange.

Whether the registered address, office address, postal code, website and email address of the Company were changed during the Reporting Period

 $\Box$  Applicable  $\sqrt{Not}$  applicable

Whether the information disclosure and locations for documents for inspection were changed during the Reporting Period

 $\Box$  Applicable  $\sqrt{Not}$  applicable

Whether the registration was changed during the Reporting Period

 $\Box$  Applicable  $\sqrt{Not}$  applicable

Whether other relevant information is changed during the Reporting Period

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

## **OB** Chapter II Summary of Accounting Data and Financial Indicators

### I. KEY ACCOUNTING DATA AND FINANCIAL INDICATORS

Retrospective adjustment to or restatement of the accounting data for prior years by the Company

□ Yes √ No

Unit: RMB thousand

| Consolidated income statement items                         | The Reporting<br>Period (January<br>– June 2017)<br>(unaudited) | The same period<br>of the previous<br>year (January<br>– June 2016)<br>(unaudited) | Changes from the<br>same period of<br>the previous<br>year to the<br>Reporting Period<br>(%) |
|---|---|--|--|
| Revenue   | 33,387,152  | 23,542,843   | 41.81%   |
| Operating profit  | 1,524,203   | (318,988)  | 577.82%  |
| Total profit  | 1,576,142   | (165,844)  | 1,050.38%  |
| Operating profit  | 509,633   | 375,316  | 35.79%   |
| Net profit for the current period                           | 1,066,509   | (541,160)  | 297.08%  |
| Net profit attributable to<br>Shareholders and other equity |   |  |  |
| holders of the Company                                      | 796,898   | (378,034)  | 310.80%  |
| Minority profit/(loss)                                      | 269,611   | (163,126)  | 265.28%  |
| Net profit attributable to                                  |   |  |  |
| Shareholders and other equity                               |   |  |  |
| holders of the Company after                                |   |  |  |
| deducting non-recurring                                     |   |  |  |
| profit or loss  | 865,083   | (502,200)  | 272.26%  |

Unit: RMB thousand

| Consolidated balance sheet items   | As at the<br>end of the<br>Reporting Period<br>(30 June 2017)<br>(unaudited) | As at the end<br>of previous year<br>(31 December<br>2016)<br>(audited) | Changes from<br>the end of<br>previous year to<br>the end of the<br>Reporting Period<br>(%) |
|--|--|---|---|
| Total current assets   | 57,457,050   | 53,352,031  | 7.69%   |
| Total non-current assets   | 72,041,804   | 71,262,717  | 1.09%   |
| Total assets   | 129,498,854  | 124,614,748   | 3.92%   |
| Total current liabilities  | 53,634,687   | 46,249,215  | 15.97%  |
| Total non-current liabilities  | 35,992,284   | 39,230,741  | (8.25%)   |
| Total liabilities  | 89,626,971   | 85,479,956  | 4.85%   |
| Total shareholders' equity<br>Equity attributable to:<br>Shareholders and other equity | 39,871,883   | 39,134,792  | 1.88%   |
| holders of the Company   | 29,822,813   | 29,285,970  | 1.83%   |
| Minority interests   | 10,049,070   | 9,848,822   | 2.03%   |
| Share capital (shares)   | 2,980,352,786  | 2,978,576,986   | 0.06%   |

## Chapter II Summary of Accounting Data and Financial Indicators on

Unit: RMB thousand

| Consolidated cash flow statement items   | The Reporting<br>Period (January<br>– June 2017)<br>(unaudited)            | The same period<br>of the previous<br>year (January<br>– June 2016)<br>(unaudited) | Changes from the<br>same period of<br>the previous<br>year to the<br>Reporting Period<br>(%) |
|--|--|--|--|
| Net cash flows from/(used in) operating activities<br>Net cash flows from/(used in) investing activities<br>Net cash flows from/(used in) financing activities | (668,216)<br>(1,507,729)<br>1,875,660                                      | 933,732<br>(5,376,277)<br>5,570,910  | (171.56%)<br>71.96%<br>(66.33%)  |
|  | As at the<br>end of the<br>Reporting Period<br>30 June 2017<br>(unaudited) | As at the end<br>of previous year<br>31 December<br>2016<br>(audited)              | Changes from<br>the end of<br>previous year to<br>the end of the<br>Reporting Period<br>(%)  |
| Balance of cash and cash equivalents at the end of the period  | 5,940,423  | 6,338,667  | (6.28%)  |

## **Key Financial Indicators**

|   | The Reporting<br>Period (January<br>– June 2017)<br>(unaudited) | The same period<br>of the previous<br>year (January<br>– June 2016)<br>(unaudited) | Changes from the<br>same period of<br>the previous<br>year to the<br>Reporting Period<br>(%) |
|---|---|--|--|
| Basic earnings per share attributable to<br>shareholders of the Company (RMB/share)<br>Diluted earnings per share attributable to | 0.2554  | (0.1444)   | 276.87%  |
| shareholders of the Company (RMB/share)   | 0.2544  | (0.1444)   | 276.18%  |
| Weighted average return on net assets (%)<br>Weighted average return on net assets after  | 2.76%   | (1.64%)  | 4.40%  |
| deducting non-recurring profit or loss (%)<br>Net cash flows from/(used in) operating   | 3.00%   | (2.11%)  | 5.11%  |
| activities per share (RMB/share)  | (0.22)  | 0.31   | (170.97%)  |
|   |   |  | Changes from   |
|   | As at the   | As at the end  | the end of   |
|   | end of the  | of previous year   | previous year to   |
|   | <b>Reporting Period</b>   | (31 December   | the end of the   |
|   | (30 June 2017)  | 2016)  | Reporting Period   |
|   | (unaudited)   | (audited)  | (%)  |
| Net assets per share attributable to<br>Shareholders and other equity holders   |   |  |  |
| of the Company (RMB/share)  | 10.01   | 9.83   | 1.83%  |
| Gearing ratio (%) (Note)  | <b>69.21</b> %  | 68.60%   | 0.61%  |

Note: The gearing ratio was calculated based on the Group's total debts divided by our total assets as at the respective dates.

China International Marine Containers (Group) Co., Ltd.

## <sup>10</sup> Chapter II Summary of Accounting Data and Financial Indicators

## II. DIFFERENCES IN ACCOUNTING DATA UNDER DOMESTIC AND FOREIGN ACCOUNTING STANDARDS

## 1. Differences in net profits and net assets prepared under International Accounting Standards and CASBE

 $\square$  Applicable  $\sqrt{}$  Not applicable

There was no difference in net profits and net assets prepared under International Accounting Standards and CASBE during the Reporting Period.

## 2. Differences in net profits and net assets prepared under foreign accounting standards and CASBE

 $\Box$  Applicable  $\sqrt{}$  Not applicable

There was no difference in net profits and net assets prepared under foreign accounting standards and CASBE during the Reporting Period.

## 3. Reason for differences in accounting data under domestic and foreign accounting standards

 $\hfill\square$  Applicable  $\sqrt{}$  Not applicable

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#### III. NON-RECURRING PROFIT OR LOSS ITEMS AND AMOUNT

 $\sqrt{\text{Applicable}}$  Not applicable

Unit: RMB thousand

| Item   | Amount<br>(January – June<br>2017)<br>(unaudited) |
|--|---|
| Gains/(loss) on disposal of non-current assets   | 13,739  |
| Government grants recognised in profit or loss for the current period  | 91,032  |
| Gains or losses from changes in fair value arising from holding financial assets at fair value through profit or loss and financial liabilities at fair value through profit or loss, and investment gains arising from disposal of financial assets at fair value through profit or loss, financial liabilities at fair value through profit or loss, and availabilities at fair value through profit or loss and available-for-sale financial assets, and gains or losses from changes in fair values of investment properties subsequently measured at fair value, except for the effective hedging |   |
| activities relating to the Group's ordinary activities   | (20,332)  |
| Net gains/(loss) from disposal of long-term equity investments   | (25,460)  |
| Other non-operating income and expenses other than the above items   | 38,201  |
| Other profit/loss items defined as non-recurring profit/loss items   | (105,549)   |
| Effect of income tax   | (30,200)  |
| Effect of minority interests (after tax)   | (29,616)  |
| Total  | (68,185)  |

Note: Aforesaid non-recurring profit or loss items (other than the effect of minority interests (after tax)) was presented at amount before taxation.

Reasons and explanations on the Company's non-recurring profit or loss items as defined under the Explanatory Announcement No. 1 on Information Disclosure by Companies Offering Securities to the Public – Non-Recurring Profit or Loss (the "Explanatory Announcement No. 1") and the recurring profit or loss items which are listed as non-recurring profit or loss items under the requirements of the Explanatory Announcement No. 1

#### $\Box$ Applicable $\sqrt{Not}$ applicable

The Company did not define the non-recurring profit or loss items as defined and listed under the Explanatory Announcement No. 1 as recurring profit or loss items during the Reporting Period.

#### <sup>12</sup> Chapter III Report of the Board



#### I. BUSINESS SUMMARY

The Group is principally engaged in the manufacture of modern transportation equipment, energy, chemical and liquid food equipment, offshore engineering equipment and airport facilities, as well as the provision of relevant services, including the design, manufacture and service of international standard dry containers, reefer containers, regional special containers, tank containers, wooden container floorboards, road tank trucks, natural gas equipment and static tanks, road transportation vehicles, heavy trucks, Jack-up Drilling Platforms, Semi-submersible Drilling Platforms, special vessels and airport facilities. In addition, the Group is also engaged in logistics service, real estate development, finance and other businesses. Currently, the Group ranks No.1 in the world in terms of output and sales of standard dry containers and tank containers, and the Group is China's largest manufacturer of road transportation vehicles and also one of the leading high-end offshore engineering equipment enterprises in China.

During the Reporting Period, there was no significant change in the major business model of the Group, and the businesses contributing 10% or more to the Group's revenue or profit included containers, road transportation vehicles, energy, chemical and liquid food equipment, logistics services and finance business, respectively.

#### II. REVIEW OF PRINCIPAL BUSINESSES DURING THE REPORTING PERIOD

#### 1. Overview

In the first half of 2017, the global economy recovered moderately and the international trade resumed growth. The economies in the United States and the Eurozone generally recovered. Some regional markets in emerging economies rallied. However, global economic and trading activities were still exposed to various risks and uncertainties as affected by trade protectionism and other factors. The economy in China presented overall stable and favourable momentum with noticeable results achieved in the supply side reform. The replacement of old driving forces for economic growth with new ones accelerated and the economic development gradually became more stable and sustainable.

By virtue of the favourable domestic and overseas macroeconomic conditions, the prosperity of the relevant industries where the Group was engaged in improved significantly. During the Reporting Period, the Group's revenue amounted to RMB33,387.152 million (same period in 2016: RMB23,542.843 million), representing significant year-on-year growth of 41.81%. Among the principal businesses, the revenue from container manufacturing, road transportation vehicle and heavy truck business recorded significant growth. The revenue from energy, chemical and liquid food equipment, airport facilities equipment, logistics service and financial business sustained stable growth, while the revenue from the real estate business slightly decreased. As affected by an industry downturn, the revenue from the offshore engineering business significantly declined. During the Reporting Period, the Group's net profit attributable to the shareholders and other equity holders of the parent company amounted to RMB796.898 million (same period in 2016: loss of RMB378.034 million), turning the loss to profit year on year, where the net loss in the same period of the previous year was mainly due to the large amount of provisions provided for the amounts due from SinoPacific Offshore & Engineering Co., Ltd. (南 通太平洋海洋工程有限公司) ("SOE") of CIMC Enric.

### 2. REVIEW OF THE PRINCIPAL BUSINESSES DURING THE REPORTING PERIOD

#### **Container Manufacturing Business**

The Group's container manufacturing business mainly deals with standard dry containers, reefer containers and special reefers. The Group has the capacity to produce a full series of container products with independent intellectual property rights. Special reefers include 53-foot inland North American containers, European wide containers, bulk containers, special reefer containers, foldable containers and other products. During the Reporting Period, the Group remained at top No. 1 in terms of output and sales of containers in the industry.



In the first half of 2017, there was a positive trend for the overall global trade environment. The growth of shipping volume was higher than expected. Imbalance between supply and demand was improved attributable to the continuous increase in shipping prices. In view of the current strain container supply and the positive view on future development, customers generally increased their procurement of new containers. Meanwhile, most of the plants in the domestic container manufacturing industry had upgraded their production lines to using water-based paint in the first half of this year in accordance with the environmental-friendly water-based paint self-discipline convention in the industry, thus affecting the effective production capacity in the industry. The production costs started to increase in the second guarter of this year. Container prices were basically stable after growth in the first quarter. In addition, the number of orders and container prices of the same period in the previous year was relatively at a low level, and the year-on-year base was low. As a result, we recorded a significant year-on-year increase in the sales volume and the revenue of containers of the Group during the Reporting Period.

During the Reporting Period, the accumulated sales volume of ordinary dry containers of the Group reached 535,700 TEUs (same period in 2016: 238,300 TEUs), representing a year-on-year increase of 124.80%; the accumulated sales volume of reefer containers reached 35,100 TEUs (same period in 2016: 22,300 TEUs), representing a year-on-year increase of 57.40%. The container business of the Group recorded a revenue of RMB10,049.055 million (same period in 2016: RMB4,898.618 million), representing a year-on-year increase of 105.14%; and the net profit was RMB681.102 million (same period in 2016: recording a net loss of RMB139.632 million), gaining profit again from the loss-recorded previous year.

In the first half of 2017, the demand in the standard dry container industry of the Group increased, and the number of orders was higher than expected. As the production of oil-based painted containers fully suspended in standard dry container manufacturing enterprises in China from 1 April 2017, the container domestic production lines experienced the peak season of production suspension for upgrade of water-based painted containers. The Group strived to shorten the period of production line upgrade of water-based painted containers and meet the demands of clients. The Group was able to proceed with the standard dry water-based painted container upgrade on schedule. Meanwhile, our market share had recovered to normal level from the low level in the previous year, with excellent results achieved. In addition, in response to the government requirement and in compliance with the policy direction, the Group made greater investment in HSE in the container manufacturing business during the Reporting Period. The construction standard of plants had reached a higher level. The relocation project of containers in Fenggang of Dongguan City progressed in an orderly way, and it is expected that the Phase I of this project will be put into operation at the beginning of the next year.

#### **Road Transportation Vehicle Business**

With "the world's local manufacturing group (全 球運營,地方智慧)" as its business philosophy, CIMC Vehicle (Group), a subsidiary of the Group, is a globally leading road transportation vehicle manufacturing group, providing with global customers various special vehicle products, key parts of special vehicles and sales services. CIMC Vehicle (Group) has established 25 production and research and development bases in China, Northern America, Europe and emerging markets, and developed different product lines for special vehicles consisting of 10 series and more than 1,000 models, including container semi-trailers, flatbed/ staked-side semi-trailers, low-flatbed semi-trailers, vehicle loaded semi-trailers, stake trucks, van trucks, tank trucks, dump trucks, sanitation trucks and special vehicles, covering major domestic and international markets.

In the first half of 2017, the global manufacturing industry and trade resumed growth and the Chinese economy gradually became stable. There was a noticeable trend in replacement with light trucks for road transportation vehicles benefiting from the extended impacts of implementation of the policy of the mandatory standard on the limits of dimensions, axle load and masses for vehicles, trailers and combination of vehicles (GB1589-2016) promulgated by the central government in 2016 and the continued domestic stringent governance against overloading. Meanwhile, more domestic infrastructure projects commenced construction, which boosted the growth of demand for intelligent urban muck trucks. In the overseas market, although the shipping performance in the North American market remained strong, the cyclical demand for semi-trailers declined. With the economic recovery in Europe, the demand in some local markets in emerging markets was buoyant.

During the Reporting Period, by virtue of the business growth in Chinese and European markets, the Group's road transportation vehicle business achieved sales of 81,468 units (same period in 2016: 58,231 units), representing a year-on-year increase of 39.90%. It recorded revenue (excluding the heavy truck business) of RMB9,719.601 million (same period in 2016: RMB7,013.354 million), representing a year-on-year increase of 38.59%, and achieved net profit (excluding the heavy truck business) of RMB568.016 million (same period in 2016: RMB361.893 million), representing a year-on-year increase of 38.59%, and achieved net profit (excluding the heavy truck business) of RMB568.016 million (same period in 2016: RMB361.893 million), representing a year-on-year increase of 56.96%.

During the Reporting Period, CIMC Vehicle (Group) continued promoting the global operation management steadily, enhanced the operational efficiency of assets of each business unit and the corporate profitability, and focused on the investment and development of the incremental business and the innovation business of each business unit to realise the growth with quality. In the PRC market, as CIMC Vehicle (Group) fully stimulated the enterprise vitality, continued to grasp the popular trend towards replacement with light trucks and opportunities in market segments and enlarged its marketing strength and scope in the first half of this year, the Group completed more than 55% of the annual target in terms of revenue and profit of its domestic business. In the overseas market, in order to eliminate the effects of cyclical decline in the market, CIMC Vehicle (Group) actively expanded its product coverage in the North American market, and focused on its leading products in the European market, actively promoted the business cooperation between domestic and overseas enterprises, and fully leveraged its leading position in cost. In the emerging markets, it continued to focus on popular markets and sought for business growth.

#### Energy, Chemical and Liquid Food Equipment Business

The Group's subsidiary CIMC Enric is principally engaged in design, development, manufacturing, engineering and sales of various transportation, storage and processing equipment widely used in three sectors, namely energy, chemical and liquid food, as well as provision of relevant technical and maintenance services. Its energy and chemical equipment products and services are supplied throughout China and are exported to Southeast Asia, Europe and North and South America; and from its production base in Europe and China, its liquid food equipment products and services are offered worldwide. CIMC Enric has established a business landscape featuring "the world's local CIMC (地方智慧,全球運營)" based on its production bases located in China and Europe.

As the oil prices in the international market rose after they bottomed out in the second half of 2016 and the Chinese government promulgated favourable policies, the market demand for LNG equipment increased in the first half of 2017. During the Reporting Period, the revenue from the energy equipment segment of CIMC Enric significantly increased. The revenue from the chemical equipment segment recorded year-on-year growth due to the strong demand for standard tank containers. The revenue from the liquid food equipment segment achieved slight growth due to the growth from the acquisition of Briggs Group Limited in June 2016.

During the Reporting Period, the energy, chemical and liquid food equipment business of the Group recorded revenue of RMB5,060.511 million (same period in 2016: RMB4,338.109 million), representing a year-on-year increase of 16.65%. The net profit was RMB52.263 million (same period in 2016: net loss of RMB1,021.577 million), showing a turn from loss to profit. The revenue from the energy equipment business of CIMC Enric was RMB2,164.153 million (same period in 2016: RMB1,445.660 million), representing a year-on-year increase of 49.70%; the revenue from the chemical equipment business was RMB1,363.939 million (same period in 2016: RMB1,248.365 million), representing a year-on-year increase of 9.26%; and the revenue from the liquid food equipment business was RMB1,098.214 million (same period in 2016: RMB1,043.477 million), representing a year-on-year increase of 5.25%.

During the Reporting Period, the major business segments of CIMC Enric devoted themselves to focusing on customers' needs, improving core technology reserve and enhancing business competitiveness. (1) The energy equipment business segment carried out continuous multi-dimension reform on smart products, customised services, and operation management data. Its overseas businesses achieved unified management on marketing for improving market responding capability. The segment also strived to explore new businesses and new service models to seek business opportunities for hydrogen energy, distributed power generation, EPC system solutions, operating lease and other projects. (2) During the Reporting Period, against the backdrop of slow growth in overall market demand for the products in the chemical equipment business segment, the tank container business of CIMC Enric delivered outstanding performance amidst the fierce market competition. Standard tank containers, gas tank containers, LNG tank containers and railway tank containers all recorded excellent performance. (3) After consolidating Ziemann and Briggs Group Limited, the liquid food equipment business segment had become a supplier of comprehensive turn-key project solutions for beer, spirit and other liquid food manufacturers and pharmaceutical companies. Meanwhile, the segment kept a foothold in China and Europe and expanded its production capacity in China and its market network in Asia by consolidating Ziemann Holvrieka Asia Company Limited.

As mentioned in the 2016 Interim Report, 2016 Annual Report and the relevant announcements of the Company, on 1 June 2016, CIMC Enric terminated the acquisition of all equity interest in SOE from the vendors and the provision of financial assistance to SOE due to the failure in fulfillment or waive of certain conditions precedent set out in the relevant agreements by SOEG PTE LTD, Jiangsu Pacific Shipbuilding Group Co., Ltd. and Evergreen Group Co., Ltd., and requested the vendors to refund the prepaid consideration and SOE to return the loan and the guarantee of bank loan. After a comprehensive and careful assessment on the impairment risks and collectability of the amount receivables, CIMC Enric made impairment provision of RMB1,214.880 million in total for the amounts due from the vendors and SOE in the interim period of 2016, and made further provision at the end of 2016, resulting in a total amount of provision of RMB1,362.915 million for the whole year. Accordingly, CIMC Enric incurred net loss in the interim period of 2016 and the year 2016, and the Company recorded a net loss in the interim period of 2016 and a significant decline in net profit in the year 2016.

Considering that SOE is under receivership of the Receiver and its business and assets may supplement and collaborate with the business of CIMC Enric, on 5 July 2017, CIMC Enric, through its wholly-owned subsidiary CIMC Enric Investment Holdings (Shenzhen) Ltd., entered into the Restructuring Investment Agreement with SOE and SOE Bankruptcy and Liquidation Team\* (南 通 太 平洋破產清算組) to propose to acquire the entire equity interest in SOE to purchase the major assets of SOE. On 4 August 2017, the SOE Restructuring Plan was approved by SOE's creditors at the creditors' meeting and was approved by the court in China in accordance with the relevant laws in China. SOE will implement the Restructuring Plan under the supervision of the Receiver accordingly. On 15 August 2017, SOE has become an indirect wholly-owned subsidiary of CIMC Enric pursuant to the Restructuring Investment Agreement and the Restructuring Plan and has become an indirect non-wholly-owned subsidiary of the Group. SOE renamed as "南通中集太平洋海洋工程有限公司" (Nantong CIMC SinoPacific Offshore & Engineering Co., Ltd.\*). For details, please refer to the relevant announcements published by the Company on 6 July, 4 August and 16 August 2017. According to the solvency analysis report provided by the Receiver, the recoverable amount of the amount due from SOE of CIMC Enric was estimated to be RMB190.521 million as at 30 June 2017. Accordingly, CIMC Enric will make additional provisions of RMB105.549 million for impairment for the Reporting Period. Such provisions also included in the 2017 consolidated interim financial report of the Group.

#### **Offshore Engineering Business**

CIMC Raffles, a subsidiary of the Group, is an offshore engineering enterprise whose integrated operation model integrating design, procurement, manufacture, construction, commission and operation, possessing the capability of mass and industrialised construction of high-end offshore engineering equipment and other special vessels as a contractor. It is also one of the leading contractors of high-end offshore engineering equipment in China and has been participating in the competition of the international market of offshore engineering business all the time. Its major businesses include the design and construction of semi-submersible drilling platforms, semi-submersible accommodation platforms, jack-up drilling platforms, jack-up accommodation platforms, gas compression jack-up units, Liftboat, floating production storage vessels, crane vessels, pipe-laying vessels, OSV, ocean tugs, mid-to-high-end yachts and other vessels with its products covering a majority of offshore engineering products.

In the first half of 2017, by virtue of the bottoming out of the international oil prices, the turnover of the global offshore engineering equipment market increased as compared with the same period of the previous year. In spite of the historically lower turnover, signs of bottoming out emerged. The investment in respect of global oil and gas development stopped declining, gradually stabilised and slightly improved; the utilisation rate and daily rentals of semi-submersible drilling platforms started to recover slowly from its all-time low recorded early this year; and the number of quotations and tender projects in offshore engineering market increased.

However, under the significant impact of the continued downturn in the industry and due to reasons such as the shrink in new orders acquired and the postponed delivery of the orders on hand, during the Reporting Period, the offshore engineering business of the Group recorded a sales revenue of RMB1,214.509 million (same period in 2016: RMB3,703.689 million), representing a year-on-year significant decrease of 67.21%, and a net loss expanding to RMB550.421 million (same period in 2016: net loss of RMB3.988 million).

In the severe industry environment, CIMC Raffles strived to develop a variety of business models to explore market potential. During the Reporting Period, CIMC Raffles acquired new orders amounting to RMB230 million. In April 2017, a letter of intent for the construction of deep sea breeding equipment potentially worth US\$250 million was entered into with Ocean Aquafarms AS Company in Norway. In May, a cooperation agreement for two FPPs (250MW+60MW) was entered into with Haruma, an electricity operator in Indonesia. The combustible ice lease project of Blue Whale No. 1, which is a semi-submersible drilling platform with the greatest water depths for operation and drilling in the world recently and is designed and constructed by CIMC Raffles, commenced in February 2017 and started drilling on 28 March. On 18 May, the trial mining succeeded, marking the exploration and development of combustible ice in the waters of China taking lead worldwide, and receiving a message of congratulation from the State Council. In addition, it was expected that the Petrobras lease for the CR600 deepwater semi-submersible accommodation platform of CIMC Raffles would be put in place in the second half of this year.

#### **Logistics Service Business**

With the development ideas of "equipment changes logistics", the Group's logistics service business took full advantage of the core advantage of logistics equipment. The Group focused on five key business development directions of global container operation and management, shipping and project logistic services, multimodal transport, equipment logistics and contract logistics and formed four major business lines comprising container services, shipping and project logistics, rail-water transport and equipment logistics, in order to focus on and build up core competitiveness in terms of professional competence and vertically integrated capability.

In the first half of 2017, the global economy recovered moderately. In spite of the stabilised and favourable imports and exports, a number of political uncertainties remained. In view of the intense competition in the domestic logistics industry with oversupply, the shipping price remained low and there was no significant improvement in the performance of enterprises. In addition, factors such as more stringent environmental protection polices in China also affected the equipment manufacturing business in the logistics segment.

During the Reporting Period, the Group's logistics business achieved sales revenue of RMB3,751.202 million (same period in 2016: RMB3,218.617 million), representing a year-on-year increase of 16.55%, and net profit of RMB57.340 million (same period in 2016: RMB68.434 million), representing a year-on-year decrease of 16.21%. During the Reporting Period, as affected by the adjustment in the business line in Mongolia, the gross profit margin of this business segment declined, resulting in a year-on-year decrease in net profit.

In the first half of 2017, the logistic service business of the Group steadily pushed forward the four major business lines. (1) The container services business line specified the development strategies for its seven key products during the 13th Five Year Plan, namely vacant/loaded container yards, tank container yards, wharf services, railway yards and stations, services for reefer containers, trading of new/old containers and global container operation and management. It realised the layout of container vards in Southeast Asia (Thailand and Vietnam) and the network distribution of container yards in overseas. It also enhanced the sales performance of second-hand containers by expanding sales channels and broadening sources of containers. (2) The shipping and project logistic services business line actively seized the market opportunities arising from the national strategy, the "Belt and Road", so as to expand its shipping and freight forwarding, project logistics and contract logistics businesses. It enhanced and strengthened the services network of freight forwarding in coastal regions such as Xiamen and Shenzhen and optimised the national layout of shipping forwarding in order to facilitate the collaboration of shipping and freight forwarding. By creating synergy with the container services business line and taking Thailand and Vietnam as the starting points, it gradually carried out business expansion in target regions including other Southeast Asian countries, and rapidly acquired the network distribution and superior resources for the "Belt and Road" in the Middle East and Central Asia by cooperating more closely with regional leading enterprises in terms of business and capital. (3) The rail-water transport business line kept on putting effort into business focusing and organisation optimisation. CIMC Kaitong Logistics Development Co., Ltd., an enterprise under direct management, entered into CAAs and slot booking agreements with major shipping companies, expanding its service network into the middle reaches of the Yangtze River. It also succeeded in opening the "Nanjing- Russia" of China Railway Express, which enhanced the rail-water transport system centring on the Yangtze River. In order to facilitate the implementation of the strategy of "one body with two wings" for rail-water transport business line, Sino-Worlink (Beijing) International Logistics Co., Ltd. (中世運(北京)國際物流有限公司) actively promoted the development of multimodal transport in Central Asia and China and Mongolia regions by developing customers and business of railway roll containers. (4) Under the business mode of "equipment changes logistics", the equipment logistics business line specified three major product businesses of equipment logistic services, equipment lease operation and equipment R&D and manufacturing which focused on three major sectors, namely automobile, food and energy and chemical industries. It actively promoted efficient production and developed the domestic market. For equipment lease and operation, it took initiative in offline network distribution and the preliminary construction of lease sharing platform. It also focused on the consolidation and cultivation of the full supply chain services in the automobile industry.

#### **Heavy Truck Business**

C&C Trucks, a subsidiary of the Group, operates the heavy truck business. C&C Trucks positions its products in the mid-end to high-end heavy truck market in the international market and the high-end heavy truck market in the domestic market with the product development strategy of "leading domestic techniques and following foreign techniques" and the development strategy of "making high-end products, providing quality services, and creating first-class brands". Its key products cover two kinds including diesel and oil, and four series including tractors, mixer trucks, dump trucks, cargo trucks and special-use vehicles.

In the first half of 2017, by virtue of the implementation of the new national standard GB1589-2016, governance on vehicle overload, phasing out yellow-label vehicles and other factors and affected by the implementation of proactive financial policies by the government, the domestic heavy truck market continued to deliver excellent performance. In light of the traditional peak season of the heavy truck market in early this year and the commencement of infrastructure projects in various prefecture-level cities, the procurement demand for heavy trucks increased, which facilitated the significant growth of the sales of heavy trucks.

During the Reporting Period, the sales of C&C Trucks amounted to 4,438 units (same period in 2016: 3,003 units), representing a significant year-on-year increase of 47.79%, which maintained significant sales growth for two consecutive years. The sales revenue amounted to RMB1,283.201 million (same period in 2016: RMB860.359 million), representing a substantial year-on-year increase of 49.15%, and the net loss reduced to RMB42.814 million (same period in 2016: net loss of RMB96.523 million), recording a decrease of loss of 55.64% as compared with the same period of the previous year.

During the Reporting Period, C&C Trucks kept making changes to be better and put more effort in sales by reconsolidating resources and institutions, product improvement, channel building, international market expansion, end market development, smooth and prompt services and other marketing combinations. In respect of the domestic market, C&C Trucks put continuous effort into product adjustment and optimisation and focused on the market demand and the major products in regions to develop marketable products so as to introduce cost-effective products and comprehensively enhance the vehicle delivery capacity. The new marketing model of "Internet + Logistics + Manufacturing + Finance + Aftermarket Services" achieved preliminary results and deepened progressively. In the first half of this year, both its performance and brand influence improved. "C&C Trucks" was awarded the prominent trademark of Anhui Province. It won three major awards including the "2017 Hazardous Chemical Vehicle Model Mostly Trusted by Truck Owners in China". It also won the "Logistics Technology Innovation Award" in 2017 Global Logistics Technology Conference in Chengdu. As a member of the Group, C&C Trucks was the only heavy truck manufacturer participating in the Intermodal Asia 2017 in Shanghai. C&C Trucks also participated in China Truck Racing Championship and won the champion in the domestic category, the champion in 12L group for the year and the runner-up in terms of racing team performance. In respect of the international market, affected by upgrading in emission standards, control in capital risk and other factors, the gap to international sales target of C&C Trucks was quite large in the first half of this year. Nonetheless, it is expected the business will achieve sales growth and make up the gap by taking measures such as improving channel capacity, R&D of new products and project implementation in the second half of this year.

#### **Airport Facilities Equipment Business**

The Group's airport facilities business is mainly operated by Pteris, CIMC Tianda, Ziegler and its subsidiaries. The Group also integrates and achieves synergy with its subsidiary CFSE over the advantages of resources. The principal business includes boarding bridges, automated logistics systems and Ground Support Equipment (GSE) business (including shuttle buses and lifting platform vehicles etc.), fire trucks and other rescue vehicles as well as smart parking business.

In the first half of 2017, the global airline industry sustained healthy development. With the rapid development of the airline industry in China and the accelerated equipment replacement of U.S. airports, the demand for airport facilities equipment continued to grow steadily. Affected by the budget trimming of European governments, the growth of fire and rescue equipment in Europe will be affected to a certain extent. On the other hand, there was remarkable growth in China's market as driven by the increased effort into infrastructure construction in China. The further development of e-commerce and express in China brought excellent opportunities to the automatic logistics equipment. The Chinese government attached importance to the problem of parking difficulties in cities. Upon the joint promulgation of the Guidance Opinions on Strengthening the Construction of Urban Parking Facilities (Fa Gai Ji Chu [2015] No. 1788) by the National Development and Reform Commission, the Ministry of Finance, the Ministry of Land and Resources, the Ministry of Housing and Urban-Rural Development, the Ministry of Transport, the Ministry of Public Security and the China Banking Regulatory Commission, local governments had introduced policies on encouraging the development of the parking industry, which brought about continuous positive effect on the smart parking equipment industry.

During the Reporting Period, the Group's airport facilities equipment business recorded sales revenue of RMB1,180.919 million (same period in 2016: RMB1,128.444 million), representing a year-on-year increase of 4.65%. It recorded net loss of RMB4.173 million (same period in 2016: net profit of RMB10.705 million), representing a year-on-year loss, which was mainly due to the delayed recognition of revenue of some projects and the increase in technology R&D during the Reporting Period.

During the Reporting Period, the strength of the Group's airport facilities equipment business was further improved: (1) In respect of the boarding bridge business: It presented further stable growth in the domestic business by acquiring the RMB300 million worth order from Shanghai Pudong International Airport during the Reporting Period, which was the largest order in China, while accelerating the expansion plan in the U.S. market. The bridge loading air conditioning business as the ancillary products of boarding bridge also maintained stable development in the first half of this year. (2) In respect of the fire and rescue vehicle business: the Ziegler Group strategically invested in Cela Srl, a Italian company, to safeguard the supply of ladder technologies. The CFSE increased its investment in technologies in order to further reduce costs and enhance delivery capacity. The business promoted stable growth. (3) In respect of the automated logistics systems business: by introducing a R&D team, it acquired the automated high speed sorting technology, which is the core technology of the automated logistics industry, enabling it to directly compete with its major international competitors in terms of technology. (4) In respect of the engineering vehicle business: the two-way shuttle bus services and pure electrical products of Xinfa Airport Equipment Ltd., a subsidiary, further gained recognition from customers with increased profit. AeroMobiles Pte. Ltd shut down the Malaysia plant which showed a lack of competitiveness to control costs. CIMC Air Marrel SAS maintained stable development. (5) In respect of the smart parking business: during the Reporting Period, it upgraded its stereo parking equipment business. CIMC Smart Parking Co., Ltd. was established to strengthen smart garage development to comply with the policy of Document No. 1788.

#### Real Estate Development Business

CIMC Skyspace Real Estate, the non-wholly-owned subsidiary of the Group, and its subsidiaries, and CIMC Shenfa Development Co., Ltd., are engaged in the real estate development business, including the development of complex, development and operation of industrial parks and development of traditional real estate.

In the first half of 2017, the regulation policies on real estates in popular cities in China kept tightening with the intensification of purchasing restrictions on houses and lending restrictions as well as other regulatory measures. The government also introduced the "restriction on sales" model with expanding scope while strengthening financial regulation on real estate in order to curb the demand for investment and speculation. Under the guidance of the tightened policy control, the real estate market resumed to a more rational level. The overall turnover of the housing market represented a year-on-year decrease with obvious discrepancies between different cities.

During the Reporting Period, the Group's real estate business achieved revenue of RMB297.664 million (same period in 2016: RMB315.698 million), representing a year-on-year decrease of 5.71%, and net profit of RMB65.035 million (same period in 2016: RMB42.775 million), representing a year-on-year increase of 52.04%, which was mainly due to the receipt of agency service fee for the land reserve at the end of last year during the Reporting Period.

In the first half of 2017, CIMC Skyspace Real Estate strengthened its effort into the expansion of industrial parks, and the model of industrial parks became more mature. In March 2017, it established a project company for an industry park in Beijing West and accelerated the implementation of an industrial real estate project in the New Shougang Comprehensive Service Zone in Beijing. In April, CIMC Elite Apartment was open in Song Shan Lake, Dongguan, marking the entering into the asset holding and operation business line. In June, the UK Overseas Innovation Centre of the Group was established in London, the U.K., which promoted the international development trend of incubators. In July, it cooperated with Dongguan Water Investment Group to push forward the implementation of the China-UK Low Carbon Industry Park project. Moreover, in order to accelerate land expansion and facilitate the long-term development of the CIMC International City, CIMC Skyspace Real Estate acquired the remaining 40% equity in Yangjiang CIMC Furi Real Estate Development Co., Ltd. in June 2017.

Meanwhile, in order to improve the integrated development capability and realise the sustainable development of the Group's industrial city development business, CIMC Skyspace Real Estate intends to introduce Country Garden Real Estate Group Co., Ltd\* (碧桂園地產集團有限公 司) as a strategic investor by the way of capital increase in July 2017. CGRE injected capital of RMB926,322,300 to CIMC Skyspace Real Estate for a 25% shareholding in CIMC Skyspace Real Estate. The Company holds 61.5% equity interest in CIMC Skyspace Real Estate through CIMC Shenfa. The introduction of strategic investor by the way of capital increase will help CIMC Skyspace Real Estate absorb and utilise the funds, talents and professional experiences of the industry-leading enterprise, to enhance the capital strength and business development capability of CIMC Skyspace Real Estate, and convert the industrial city development business into a new impetus for the Group's earnings growth in the future by more effectively revitalising and utilising the existing land resources of the Group.

#### **Financial Business**

The Group's financial business is devoted to establishing a financial service system which matches the Group's strategic role as a leading manufacturer in the world, enhancing the efficiency and effectiveness of the Group's internal capital utilisation, and providing various financial service measures for the Group's strategy extension, business model innovation, industrial structure optimisation and overall competitiveness enhancement. The main operating subsidiaries consist of CIMC Financial Leasing Company and CIMC Finance Company.

During the Reporting Period, in respect of the financial business, the Group achieved revenue of RMB1,148.040 million (same period in 2016: RMB1,114.356 million), representing a year-on-year increase of 3.02%, and net profit of RMB516.097 million (same period in 2016: RMB453.708 million), representing a year-on-year increase of 13.75%. The increase in net profit was mainly due to the reduction on expenses by improving operation efficiency of such business segment during the Reporting Period.

In the first half of 2017, the macroeconomic environment in China sustained the stable and favourable momentum since the second half year of the previous year. The prosperity of the industries related to the Group was significantly enhanced. Embracing the market opportunities, CIMC Financial Leasing Company continued to deepen the integration of industry and finance from three dimensions of "breadth, depth and mechanism", increased its investment in transportation, logistics and other markets, focused on optimising asset structure and improve the quality of customers so as to achieve healthy and sustainable growth. Under the business directions of reducing cost and improving efficiency, being prudent and steady and maintaining quality growth, its asset size gradually expanded in the first half of this year with further improvement in asset quality and operation efficiency.

In the first half of 2017, the keynote of the national monetary policy changed to "prudent and neutral". Prevention and control on financial risk were placed in a more important position during the implementation of various financial policies and regulatory measures. Against the backdrop of "tightening currency" and "strengthening regulation", during the Reporting Period, by further implementing centralised management on funds and following the industry demand, CIMC Finance Company strengthened the deep integration with business segments and gave play to its functions in financial services. The total investment in financial services exceeded RMB6.200 million in the first half of this year. In respect of building financial service capacity, the Finance Company obtained the approval to participate in the Shanghai Commercial Paper Exchange to improve its operation capacity of commercial papers. At the same time, it further expanded the scope of foreign enterprises for its cross-border two-way Renminbi capital pool and extended its services to various business segments. By making innovation in the products and ways of financial services, it also strived to reduce financial costs and improve capital efficiency of the Group in order to improve both the quality and efficiency of business development. In respect of risk prevention and control, the CIMC Finance Company fully evaluated the impact of change in risk factors from the perspective of the whole Group, optimised the management and control on risk red line and strengthened the awareness in risk management and control so as to ensure the stable development of financial business of the Group.

#### **Other Businesses**

#### Modular Building Business

During the Reporting Period, the modular building business of the Group sustained stable development under a one-stop service model of "manufacturing + finance + service" integrating industry and finance. As for the international market, it entered into the first formal agreement for a mass production project in the U.S., achieving a breakthrough from zero in the U.S. market. With further deepened cooperation with customers, it is expected to enter into an agreement for the first batch order of high-rise buildings in the Australian market in the second half of this year. The delivery of a number of Hampton by Hilton hotels including those in Aberdeen Airport and Bristol Airport in the U.K. was completed successfully, which further consolidated the market position of the modular building products of the Group in the U.K. It has become one of the major suppliers in the hotel market in the U.K. In the African market, the first agreement for model home was entered into. It is expected that batch orders will be acquired in the second half of this year. As for the domestic market, the steel structure integration modular building system procedures of the Group was approved at the final examination and has become an important approach to lead and develop the domestic modular building market. Meanwhile, a breakthrough was achieved in the building precast factory pre-installation project under independent R&D, which was an emblematic initiative for development into high-rise buildings of the modular business of the Group, indicating the further completion of the factory for modular building. The modular building business has entered into the domestic market with major projects under construction in Shenzhen, Jiangmen and other regions. It is expected to deliver those projects in the second half of this year.

In the second half of 2017, the Group's modular building business will further consolidate its existing markets including the U.K. and Australia and will also put much more effort into the expansion of new markets such as Africa and Northern Europe so as to diversify its markets. In the domestic market, the implementation of the "Belt and Road", the construction of Xiong'an New Area and other national policies will bring about new opportunities for the modular business of CIMC. A number of large projects will also commence construction in China. The Group will strengthen its collaboration with strategic partners to push forward the implementation of potential projects. With respect to technology, it will upgrade its corporate standards to the industry standards in China in order to regulate the organisational system of steel structure modular and promote the standardisation progress of modular building business in China.

#### Multimodal Transport Business

The Group's subsidiary CIMC Multimodal Transport Development Co., Ltd.\* (中集多式聯運發展有限 公司) ("CIMC Multimodal Transport Company") is engaged in multimodal transport business. It aims to maximise the Group's comprehensive advantages in brand, equipment, finance and services, utilise the advanced internet technologies to effectively link different modes of transport, and promote the widespread application of the Group's products in the multimodal transport industry, so as to create a domestic multimodal transport platform. During the Reporting Period, in respect of international rail-sea transport business, CIMC Multimodal Transport Company sustained stable development and established a company in the U.S. in order to put much more effort into the expansion of the U.S. market and to develop the China-North America multimodal transport business. In respect of road-railway transport business, it launched a total of six railway container lines and preliminarily established the multimodal transport network in South China, Central China and Northwest China. The application of new containers including tank containers, 35-tonne open-top containers and coil containers in railway was further promoted. The international rail-sea transport business, equipment logistics, steel business and road-railway transport business also had rapid development.

In the second half of 2017, the overall logistics industry is expected to maintain stable operation. Leveraging the continuous establishment of the multimodal transport system and the application of mobile internet and other new technologies, the logistics efficiency in the society will improve. The Group will accelerate its network distribution of multimodal transport channels and set foot in station operation to commence the establishment of multimodal transport node network. It will also look into the establishment of a transportation and distribution system which serves the channel network and commence the establishment of a multimodal transport platform.

#### III. FUTURE DEVELOPMENT AND OUTLOOK

## 1. Macroeconomic Environment and Policies

In the second half of 2017, the global economy is expected to continue to recover moderately, and the international trade will further prosper. China will further deepen and reinforce the supply-side structural reform, accelerate implementation of the strategy of innovation motivating development and maintain a "prudent and neutral" monetary policy. The economic operation in China will maintain the stable and favourable momentum.

#### 2. Industry Development Trend and Market Outlook

**In respect of the container manufacturing business**, based on the latest prediction of CLARKSON (an authoritative analysis institution in the industry), the growth of global container trade will be approximately 4.8% in 2017. It is a relatively high level of growth in recent years. It is expected that the imbalance of supply and demand in the global shipping industry will further improve in the second half of this year, and the results of container shipping companies will improve significantly with stronger willingness for customers to purchase containers, driving the overall demand for containers to have greater increase this year.

In respect of the road transportation vehicle business, in the second half of 2017, the periodical demand of the semi-trailer industry in the United States will begin to experience downturn. The economies in Europe will maintain the momentum of recovery. There will be obvious segmentation of the economy of emerging markets with brisk demand in certain regional markets. The Chinese market will sustain the stable and favourable economic momentum. In spite of the uncertainties in real estate and infrastructure investment, it is expected that the demand for smart muck trucks for construction use will not decline. At the same time, the implementation of policy measures, which include advancing the management of serious over speed, passenger overload as well as overload of road traffic, regulating conformity of production, the change of yellow-label vehicles to green-label vehicles, urban environmental governance and improvement of emission standards for vehicles and so on, will accelerate domestic industrial transformation and upgrade as well as product replacement and upgrade.

In respect of the energy, chemical and liquid food equipment business, after the promulgation of the 13th Five Year Plan on Energy Development in 2016, the National Development and Reform Commission in China promulgated the notice on the Opinion of Accelerating the Use of Natural Gas to accelerate the use of natural gas in urban gas, industrial fuel, gas power generation, transportation and other sectors. In addition, the relevant government authorities kept on introducing policies to encourage the commencement of multimodal transport, construction of logistics infrastructure. setting up demonstration projects of multimodal transport and construction of hub stations for multimodal transport, which will be beneficial to the penetration of tank containers of the Group in the logistic industry in China.

In respect of the offshore engineering business, in the second half of 2017, it is expected that fossil energy will continue to play a major role in the global energy structure and natural gas will have the greatest growth potential. The global oil prices are expected to continue to rally. The global offshore engineering equipment industry has weathered its toughest times and started to bottom out. The market segments of the offshore engineering business, such as FLNG, FPSO and FSRU, will gain new development momentum in the future.

In respect of the logistics services business. in the second half of 2017, it is expected that the logistic industry in China will maintain the basic trend of stabilising and turning positive steadily. Some countries are in the stance of inclining to protectionist so there will be guite a number of uncertainties. It will be difficult for the logistics industry to pick up. Besides, there will be another round of mergers and reorganisation in the industry. With the continuous implementation and progress in a series of favourable national policies including the "Beijing-Tianjin-Hebei integration", "the "Belt and Road" policy, Yangtze River customs clearance structural reform and the construction of the Guangdong - Hong Kong - Macau Greater Bay Area, the domestic logistics industry will face greater challenges and opportunities.

In respect of the heavy truck business, in the second half of 2017, it is expected that the uncertainties will remain large in the macro-economic factors faced by the domestic heavy truck business. The expectation in financial policies, accelerated implementation of PPP projects and "major infrastructure" will continue to promote investment in fixed assets and drive the demand for medium and heavy trucks, together with the high demand for replacing medium and heavy trucks arising from the stringent traffic restrictions and the upgrade of old vehicle models. It is expected that road transportation, project construction and mine mining will continue to be the major users of heavy trucks. The planning on vehicle models will also be adjusted according to different market segments.

In respect of the airport facilities equipment business, in the second half of 2017, the global airport business is expected to grow steadily and new growth point will emerge in American market and area of new products. Boarding bridge business will greet the opportunity of renewal period in American market. Fire-fighting equipment business is affected by fiscal budget cuts by European countries, but it will produce better results in Chinese market. Logistics industry will grow steadily along with the industrial trend and garage business is expected to make a great breakthrough during this year. The newly-developed three-dimensional bus garage business will bring a large and brand new market.

In respect of the real estate development business, in the second half of 2017, it is expected that the financial policies in relation to the regulation on real estate in China will pose great influence on the housing market. The real estate market will be more stable, and its supply and transaction structure will be optimised. In the long run, the housing price will also stabilise because of the optimised structure. The appreciation potential of real estate in the future will be more dependent on the development of the first-tier cities, which will provide a better expectation on asset value of the land in the first-tier cities owned by CIMC Skyspace Real Estate.

In respect of the financial business, in the second half of 2017, the global monetary environment will continue to be tightened. Rate hike and shrinking balance sheet by the Fed will increase global economic and financial risks. Affected by real estate regulation and financial deleveraging, the investment in fixed assets in China will face downward pressure to a certain extent. The growth in macro-economy may be slower at first and faster in the end. The financial leasing industry in China will maintain its growth momentum but at a slower pace. The increasing financing costs will facilitate industry reshuffle. Under the policy of "deleveraging", domestic credit risk will continue to be released. The operating risk of financial leasing enterprises will increase.

#### 3. Overall Operation Targets and Initiatives for Main Business Segments

In the second half of 2017, the Group will insist on implementing the strategy of "Manufacturing + Service + Finance", continue to carry out business transformation and upgrading and extend its manufacturing business to service sectors based on customer demand, thus providing a comprehensive solution that covers the whole life cycles of its products. The Group will continue to enhance its global operation, optimise its business and products, and speed up the industry cluster to cultivate its advantages on industrial chains. Innovations will be constantly made on technology upgrading, business model and management mechanism, to which the risks related will be controlled. The Group will strive to capture the opportunities brought by market changes and expand its coverage on emerging industries and innovation business to achieve sustained quality growth.

In respect of the container manufacturing business, in the second half of 2017, the Group will focus on connotative optimisation and consolidation of its leading position in the industry, and seize market opportunities. It will also enhance the efficiency and stabilise the quality of the manufacturing of containers with water-based paint while improving the construction of HSE of all plants. In the second half of this year, the Dongguan Fenggang project will enter into the period of overall construction on schedule. For new business expansion, the container segment will continue to explore possibilities in a proper and orderly manner as planned on the basis of strengthening risk management and control.

In respect of the road transportation vehicle business, in the second half of 2017, it will continue to strive for comprehensively improving the core competency of global operations. While focusing on semi-trailer business and optimising existing business, the Group will put much more effort into exploring business growth and innovation business, to seize rapidly the opportunities arising from the changing trends and demands in the global markets and realise the continuous quality growth. In domestic market, the Group will seek for developing new profit growth by capturing opportunities brought by new regulations and prevailing hot events. In North American market. the Group will actively extend the geographical coverage of its products to set off the cyclical downtrends. In the European market, the Group will continue to give play to the cost advantages of its superior products from business collaboration. In emerging markets, the Group will adopt appropriate strategies to grow with the markets while focusing on the key markets.

In respect of the energy, chemical and liquid food equipment business, in the second half of 2017, it will continue to focus on the improvement of its core competitiveness based on organic growth and continuous innovation and make use of the innovation in new businesses, new technology and business models to achieve industry upgrade. As for its energy equipment business, CIMC Enric will put much more effort into expanding the market share of its core products in China and enhance R&D projects in new energy fields; as for the chemical equipment business, CIMC Enric will strive to develop a variety of tank containers while paying special attention to the development and application of new tank materials and the R&D of special tank containers for railways in China and Europe; as for the liquid food equipment business, CIMC Enric will continue to improve the brand advantages of "Ziemann Holvrieka", strengthen the integration of Briggs Group Limited and further improve its market position.

In respect of the offshore engineering business, in the second half of 2017, it will actively expand the scope of offshore engineering business by focusing on the oil and gas industries and expanding into the relevant diversified business. It will continue to develop towards production, vessels management, disassembly and high-end vessel repairing sectors from the drilling sector so as to integrate drilling and mining while covering building and repairing. It will also further expand into the business related to the national economy and livelihood and explore potential orders in the non-oil and gas offshore equipment, tourism and deep sea fishery industries. It will take off from the downturn of the offshore engineering market by coping with the changes in the industry environment and providing differentiated products and services.

In respect of the logistics services business, in the second half of 2017, it will further strengthen strategic rationalisation and optimising the business structure and organisational structure; enhancing capital efficiency and profitability; further promoting the lean management in the logistics business; completing the risk management in business segments; further promoting the enhancement in the financial system; promoting the development of informatisation with the integration of the idea of "Internet plus". The Group will also strengthen industry collaboration by consolidating its internal and external resources and further establish and complete its global logistics network distribution and construct a logistics ecosystem for CIMC while adhering to the national strategy of the "Belt and Road".

In respect of the heavy truck business, in the second half of 2017, C&C Trucks will continue to carry out its work by strictly complying with operational principle of "market-oriented, efficiency first, risk management, management standardisation and integrity-centric" to specifically cater for the needs of market segments. It will proceed with and achieve the project of "two deceasing and one lowering", i.e. decreasing inventories, decreasing receivables and lowering doubtful debts. C&C Trucks will continue to improve versatility of parts and components and the cost performance of the products, manage orders through the whole process, raise the response efficiency of terminal service, construct credibility management system for counterparties so as to develop a partnership achieving mutual benefits on the basis of credibility and optimise the procedure for fixing post to establish a healthy organisational structure.

In respect of the airport facilities equipment business, in the second half of 2017, it will continue to improve the guarantee ability and achieve stable business growth; continuously strengthening core competitiveness; conducting business innovation with the consideration of industrial characteristics; perfecting the human resource system; promoting risk management improvement with reasonable control and management; complying with the Group's strategy to promote the our corporate efficiency. Meanwhile, by combining mergers and acquisitions with strategic cooperation, our corporate strength will be enhanced.

In respect of the real estate development business, in the second half of 2017, it will continue to promote the implementation of Qianhai Project and Shanghai Baoshan Project by keeping close communication with competent government authorities for substantial progress. In the meantime, through replication of the industrial park model, it will actively seek promising new industry projects in first-tier cities or their surrounding areas to boost the implementation of the projects. In respect of the financial business, in the second half of 2017, CIMC Financial Leasing Company will continue to deepen the coordination of industry and finance, seize the opportunities of developing in market segments, put much more effort into marketing, optimise asset structure and improve customers' quality while maintaining a stable and prudent risk management and control policy. It will also make innovation in its business model so as to strive for healthy, stable and sustainable growth. CIMC Finance Company will further innovate its financial services, improve the quality and efficiency of global capital management services, promote the industry chain financial services, adhere to the risk bottom line and promote the business development of the Group.

#### 4. Main Risk Factors for Future Development of the Group

Risk of economic periodic fluctuations and trade protection: The industries involved in the principal business operations of the Group are dependent on global and domestic economic performance and vary with the periodical changes of the overall economic environment. The U.S. economic policies may adopt the stance of more inclined to protectionism, which will bring more uncertainties and risks to the global economic recovery and the imports and exports of China. Affected by these factors, there are risks that the growth of the Group's various principal businesses might slow down. The changes and risks in the global economic environment bring higher requirements on the Group's operating and management capabilities.

**Risk of industry policy upgrade**: China's economy entered into the "new normal" and the government of China presents the road map for and overall objective of comprehensively deepening reform to push forward the transformation and upgrade of economic structure. The new industrial policies, tax policies, policies of environmental protection and land policies, etc. that have a huge impact on the business of enterprises have been promulgated one after one. The industries involved in the principal business operations of the Group, as part of the traditional manufacturing industries, will face certain policy adjustment risks in the coming years.

Fluctuations of financial market and exchange risks: The presentation currency of the consolidated statements of the Group is RMB. The Group's exchange risks are mainly attributable to the foreign currency exposure resulting from the settlement of sales, purchases and finance in currencies other than RMB. During the process of promoting Renminbi internationalisation, and under the backdrop of constant volatility in the global financial market, the exchange rate of the RMB against the US\$ will fluctuate more frequently with a wider range, thus making it more difficult for the Group to manage its foreign currencies and capitals. **Market competition risks:** The principal businesses of the Group are confronted with competition from domestic and foreign enterprises. In particular, a weak demand or relative overcapacity in certain industries will lead to an imbalance between supply and demand, which will cause an intensified competition in the industry. Besides, the competition pattern of the industry may change due to the entry of new comers or improved capacity of existing rivals.

**Employment and environmental protection pressure and risks:** Due to demographic changes and as the demographic dividend is near to being cashed out, China's manufacturing industries see constantly soaring labour costs. The automation represented by the robot is becoming one of key directions for future upgrading of the traditional manufacturing industries. In addition, China is implementing sustainable development strategies and has strengthened the supervision of and punishment on environmental protection. The Group has worked on environmental protection according to the national and industrial requirements on environmental protection, thus it is under certain environmental protection pressures.

## CHAPTER IV Operation Discussion and Analysis Prepared in 29 Accordance with the Domestic Securities Regulatory Rules

#### I. BUSINESS OVERVIEW

#### (I) Principal Business Engaged by the Company during the Reporting Period

For the principal business engaged by the Company and its operation during the Reporting Period, please refer to "I. Business Summary" and "II. Review of Principal Businesses during the Reporting Period" under "Chapter III Report of the Board" in this Report.

#### (II) Significant Changes in the Major Assets during the Reporting Period

#### 1. Significant Changes in the Major Assets

During the Reporting Period, there was no significant change in the major assets of the Group.

#### 2. Main Overseas Assets

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

#### (III) Analysis of Core Competitive Advantages

#### Strategic Positioning of "Manufacture + Service + Finance"

The Group has formed an industrial pattern spanning both logistics and energy fields, and has developed major business segments with industry leading position and good prospects, and will continue to explore and deploy in emerging industry which help to give full play to the Group's advantages. While reinforcing its edge in traditional industries, the Group promoted a customer demand-oriented business expansion from manufacture to incorporate service, offered comprehensive solutions covering the entire life cycle of a product, and established the strategic positioning and industrial ecosystem of "manufacture + service + finance".

#### Development Philosophies of Business Diversification and Globalisation

The Group has always been committed to reasonable business diversification and globalised deployment. The Group's existing principal businesses cover container manufacturing business, road transportation vehicle business. energy, chemical and liquid food equipment business, offshore engineering business, logistics service business, heavy truck business, airport facilities equipment business, financial business, real estate development business and other emerging businesses, its production bases spread across Asia, Europe, North America and Australia, and its business network spans over the world's major countries and regions. In particular, the container business continued to take the lead in the industry worldwide, as well as road transportation vehicles, energy and chemical equipment and offshore engineering businesses with strong competitive edges. The efficient implementation of business diversification and globalised deployment effectively offset the adverse impact of the periodic fluctuations of the global market in the recent year on the Group's results.

## A Standardised and Effective Corporate Governance System

The Group has developed a set of effective governance models covering business philosophy, governance structure and management mechanism. A standardised and effective corporate governance structure is the institutional safeguards of the Group's sustainable and healthy development. Since 2010, the Group has launched the strategic upgrade campaign of "building an empowering platform for sustainable and healthy development of CIMC". According to the organisational transformation direction of "layering management", the Company has established a three-tier management model comprising the executive committee, special committees and the Board as well as a 5S core management process, and introduced the lean management concept. As a result, the Company has established an innovative and forward-looking management system to ensure sustainable and healthy development of its businesses.

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#### Lean Manufacturing Management Capabilities

With the accumulation of large-scale, serialised and standardised management experience and capabilities in the area of container manufacturing over the years and its continuous improvements and upgrades, currently, the Group introduces the lean management concept to the whole group, and brings into full play of such core capabilities as high efficiency, safe, green and lean manufacturing technologies and process management represented by the ONE Model and the QHSE across its business segments to realise the goal of continuous improvement.

#### Integrated Resources and Ability to Achieve Collaborative Development

In several business segments such as the road transportation vehicle, energy, chemical and liquid food equipment and airport facilities equipment, the Group has fully integrated supply chain, production and manufacturing, services and other processes through a series of mergers and acquisitions to secure its leading cost advantage and leadership in the industry. On the basis of the existing resources and manufacturing and operating strengths, the Group cultivates new businesses and industry chains for resource sharing and development synergy. The Group is aiming to capitalise on local strengths and integrate global resources to establish a new business ecosystem.

#### Technological Research and Development Capabilities and Intellectual Property Rights Protection

The Group always attaches great importance to technological research and development capabilities through: developing mid-to-long term development strategies to optimise R&D systems and platforms and accelerate the development of products and technologies as well as evolution of existing products to promote R&D of new products, technologies, processes and equipment, while constantly improving the mechanism for identifying, inspiring and promoting innovations to speed up the commercialisation of technological achievements; and strengthening protection of intellectual property rights, establishing and improving an all-round effective mechanism for protecting, operating, safeguarding and preventing infringement of intellectual property rights. In addition to a national enterprise technology centre, the Group also has 26 group-level technology centres, including 5 research institutes and 21 technical sub-centres. Capitalising on its strong R&D capabilities, the Group is well positioned to convert its leading technologies into competitive advantages and business success for customers.

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#### II. OPERATION DISCUSSION AND ANALYSIS

#### (I) Overview

For the operation of the Group's principal businesses during the Reporting Period, please refer to "II. Review of Principal Businesses during the Reporting Period" under "Chapter III Report of the Board" in this Report.

#### (II) Analysis of Principal Businesses

#### 1. Year-on-year Changes exceeding 30% in Key Financial Data

Unit: RMB thousand

|  | As at the<br>end of the<br>Reporting Period<br>(30 June 2017)<br>(unaudited) | As at the end<br>of previous year<br>(31 December<br>2016)<br>(audited) | Change<br>(%) | Reasons for change  |
|--|--|---|---------------|---|
| Dividends payable                            | 253,412  | 16,746  | 1,413.27%     | Mainly due to the increase of dividends<br>payable for ordinary shares but not<br>paid as at the end of the Reporting<br>Period.  |
| Other current liabilities                    | 2,612,280  | 1,687,762   | 54.78%        | Mainly due to the increase of the<br>commercial papers issued in the<br>Reporting Period.   |
|  | The Reporting<br>Period (January<br>to June 2017)<br>(unaudited)             | Same period in<br>2016 (January<br>to June 2016)<br>(unaudited)         | Change<br>(%) | Reasons for change  |
| Financial expenses-net                       | 594,251  | 304,944   | 94.87%        | Mainly due to the increase of interest<br>expenses and exchange losses in the<br>Reporting Period.  |
| Asset impairment losses                      | 234,437  | 1,267,501   | (81.50%)      | Mainly due to the larger base in the<br>same period of last year attributable<br>to substantial impairment provision<br>as a result of the termination of<br>acquisition of SOE by CIMC Enric in<br>the same period of last year. |
| (Loss) /profit from<br>changes in fair value | (32,626)   | 137,104   | (123.80%)     | Mainly due to the change in fair value<br>of derivative financial instruments in<br>the Reporting Period.   |
| Investment income                            | (10,628)   | (87,328)  | 87.83%        | Mainly due to the greater losses from<br>the settlement of derivative financial<br>instruments in the same period of<br>last year.  |

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|   | The Reporting<br>Period (January<br>to June 2017)<br>(unaudited) | Same period in<br>2016 (January<br>to June 2016)<br>(unaudited) | Change<br>(%) | Reasons for change   |
|---|--|---|---------------|--|
| Cash received from returns on investments | 21,903   | 241,771   | (90.94%)      | Mainly due to the receipt of dividends<br>of associates in the same period of<br>last year.  |
| Cash paid to acquire investments          | 142,020  | 791,687   | (82.06%)      | Mainly due to the greater amount of<br>investment in associates in the same<br>period of last year.  |
| Net cash paid to acquire subsidiaries     | 5,000  | 764,577   | (99.35%)      | Mainly due to the cash paid for the<br>acquisition of Retlan Manufacturing<br>Limited and Briggs Group Limited in<br>the same period of last year.   |
| Cash received from capital contributions  | 33,776   | 1,542,157   | (97.81%)      | Mainly due to the receipt of investment<br>payment from the strategic investors<br>introduced by the Company's<br>subsidiaries including CIMC Vehicle<br>(Group) and Shenzhen CIMC<br>Electricity Commerce and Logistics<br>Technology Co., Ltd. in the same<br>period of last year. |

There was a material change in profit composition or profit source of the Company during the Reporting Period

 $\Box$  Applicable  $\sqrt{Not}$  applicable

There was no material change in profit composition or profit source of the Company during the Reporting Period.

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#### Composition of Principal Businesses during the Reporting Period 2.

#### Unit: RMB thousand

|                                | Revenue<br>(unaudited) | Cost of<br>sales<br>(unaudited) | Gross profit<br>margin<br>(unaudited) | Changes<br>in revenue<br>from the<br>same period<br>of previous<br>year | Changes<br>in cost of<br>sales from<br>the same<br>period of<br>previous<br>year | Changes in<br>gross profit<br>margin from<br>the same<br>period of<br>previous<br>year |
|--------------------------------|------------------------|---------------------------------|---------------------------------------|---|--|--|
| By industry/product            |                        |                                 |                                       |   |  | 1  |
| Containers                     | 10,049,055             | 8,254,228                       | 17.86%                                | 105.14%   | 96.75%   | 3.50%  |
| Road transportation vehicles   | 9,719,601              | 7,952,957                       | 18.18%                                | 38.59%  | 39.75%   | (0.68%)  |
| Energy, chemical and liquid    |                        |                                 |                                       |   |  |  |
| food equipment                 | 5,060,511              | 4,191,438                       | 17.17%                                | 16.65%  | 18.76%   | (1.47%)  |
| Offshore engineering           | 1,214,509              | 1,347,363                       | (10.94%)                              | (67.21%)  | (59.41%)   | (21.32%)   |
| Airport facilities equipment   | 1,180,919              | 954,996                         | 19.13%                                | 4.65%   | 5.78%  | (0.86%)  |
| Logistic services              | 3,751,202              | 3,371,872                       | 10.11%                                | 16.55%  | 19.29%   | (2.07%)  |
| Financial business             | 1,148,040              | 498,703                         | 56.56%                                | 3.02%   | 36.13%   | (10.57%)   |
| Real estate                    | 297,664                | 162,201                         | 45.51%                                | (5.71%)   | 3.57%  | (4.88%)  |
| Heavy trucks                   | 1,283,201              | 1,206,432                       | 5.98%                                 | 49.15%  | 44.01%   | 3.35%  |
| Others                         | 1,394,177              | 1,170,585                       | 16.04%                                | 368.91%   | 429.55%  | (9.61%)  |
| Combined offset                | (1,711,727)            | (1,869,211)                     | -                                     | (48.84%)  | (35.97%)   | -  |
| Total                          | 33,387,152             | 27,241,564                      | 18.41%                                | 41.81%  | 42.43%   | (0.35%)  |
| By region (by receiver)        |                        |                                 |                                       |   |  |  |
| China                          | 14,794,349             | _                               | _                                     | 74.98%  | -  | _  |
| Asia (regions excluding China) | 3,384,378              | _                               | -                                     | 84.09%  | -  | -  |
| America                        | 6,645,230              | _                               | -                                     | 89.69%  | -  | -  |
| Europe                         | 7,341,001              | _                               | _                                     | (11.38%)  | _  | _  |
| Others                         | 1,222,194              | -                               | -                                     | (16.47%)  | -  | _  |
| Total                          | 33,387,152             | _                               | _                                     | 41.81%  | -  | _  |

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#### (III) Analysis of Non-Principal Businesses

 $\sqrt{\text{Applicable}}$  Not applicable

#### Unit: RMB thousand

| Item                                      | Amount   | Proportion<br>in total profit | Explanation on the formation   | Sustainable<br>or not |
|---|----------|-------------------------------|--|-----------------------|
| Investment income                         | (10,628) | (0.67%)                       | Mainly was the investment loss from the<br>disposal of long-term equity investment in<br>the Reporting Period.           | No                    |
| Profit or loss from changes in fair value | (32,626) | (2.07%)                       | Mainly was the change in the fair value of<br>derivative financial instruments in the<br>Reporting Period.               | No                    |
| Asset impairment losses                   | 234,437  | 14.87%                        | Mainly was the further provision of<br>impairment of CIMC Enric for the amounts<br>due from SOE in the Reporting Period. | No                    |
| Non-operating income                      | 84,343   | 5.35%                         | Mainly was the gain from the disposal of non-current assets in the Reporting Period.                                     | No                    |
| Non-operating expenses                    | 32,404   | 2.06%                         | Mainly was the loss from the disposal of non-current assets in the Reporting Period.                                     | No                    |

#### (IV) Assets and Liabilities

#### 1. Significant Changes in Assets

Unit: RMB thousand

|                              |            | end of the<br>ng Period | As at the previou | us year              | Changes<br>from the<br>end of<br>previous<br>year to the<br>end of the |                                    |
|------------------------------|------------|-------------------------|-------------------|----------------------|--|------------------------------------|
| Item                         | Amount     | % of total<br>assets    | Amount            | % of total<br>assets | Reporting<br>Period (%)  | Description of<br>material changes |
| Cash at bank and on hand     | 5,737,102  | 4.43%                   | 6,325,998         | 5.08%                | (0.65%)  | No material change                 |
| Accounts receivable          | 16,371,018 | 12.64%                  | 11,526,075        | 9.25%                | 3.39%  | No material change                 |
| Inventories                  | 18,336,871 | 14.16%                  | 17,409,515        | 13.97%               | 0.19%  | No material change                 |
| Investment properties        | 1,722,065  | 1.33%                   | 1,752,608         | 1.41%                | (0.08%)  | No material change                 |
| Long-term equity investments | 2,249,428  | 1.74%                   | 2,162,217         | 1.74%                | 0.00%  | No material change                 |
| Fixed assets                 | 21,674,735 | 16.74%                  | 22,037,261        | 17.68%               | (0.94%)  | No material change                 |
| Construction in progress     | 23,804,653 | 18.38%                  | 22,769,189        | 18.27%               | 0.11%  | No material change                 |
| Short-term borrowings        | 17,945,748 | 13.86%                  | 15,729,787        | 12.62%               | 1.24%  | No material change                 |
| Long-term borrowings         | 23,665,089 | 18.27%                  | 27,023,222        | 21.69%               | (3.42%)  | No material change                 |

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#### 2. Assets and Liabilities Measured at Fair Value

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Unit: RMB thousand

| Item                            | Amount<br>at the<br>beginning<br>of the<br>period | Profit<br>or loss<br>arising from<br>changes in<br>fair value<br>for the<br>Reporting<br>Period | Cumulative<br>changes in<br>fair value<br>recognised<br>in equity | Impairment<br>provision<br>for the<br>Reporting<br>Period | Purchases<br>for the<br>Reporting<br>Period | Sales<br>for the<br>Reporting<br>Period | Amount at<br>the end<br>of the<br>Reporting<br>Period |
|---------------------------------|---|---|---|---|---|---|---|
| Financial assets:               |   |   |   |   |   |   |   |
| 1. Financial assets at fair     |   |   |   |   |   |   |   |
| value through profit            |   |   |   |   |   |   |   |
| or loss (excluding              |   |   |   |   |   |   |   |
| derivative financial<br>assets) | 138,072   | 29,834  |   |   |   |   | 180,357   |
| 2. Derivative financial         | 130,072   | 27,034  | -   | _   | -   | _                                       | 100,337   |
| assets                          | 326,969   | (71,939)  | _   | _   | _   | _                                       | 251,402   |
| 3. Hedging instruments          | 1,306   | _   | 6,152   | _   | -   | _                                       | 4,392   |
| 4. Available-for-sale           |   |   |   |   |   |   |   |
| financial assets                | 33,244  | -   | (3,585)   | _   | -   | -                                       | 52,847  |
| Sub-total of financial          |   |   |   |   |   |   |   |
| assets                          | 499,591   | (42,105)  | 2,567   | -   | -   | -                                       | 488,998   |
| Investment properties           | 1,752,608   | -   | 481,051   | -   | -   | -                                       | 1,722,065   |
| Total of the above              | 2,252,199   | (42,105)  | 483,618   | -   | _   | -                                       | 2,211,063   |
| Financial liabilities           | (203,041)   | 9,479   |   | _   |   | -                                       | (192,490)   |
| Total                           | 2,049,158   | (32,626)  | 483,618   | _   | _   | -                                       | 2,018,573   |

Whether the measurement attributes of the main assets of the Company changed or not during the Reporting Period

□ Yes √ No

#### 3. Restricted Asset Rights as at the End of the Reporting Period

For details of the restricted asset rights of the Group as at the end of the Reporting Period, please refer to note IV. 24 to "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

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## (V) Analysis of Investments during the Reporting Period

#### 1. General Information

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

| Investment amount in the Reporting Period (RMB thousand) | Investment<br>amount in the<br>same period of<br>previous year<br>(RMB thousand) | Change   |
|--|--|----------|
| 163,229  | 1,023,262  | (84.05%) |

#### 2. Material Equity Investments during the Reporting Period

 $\Box$  Applicable  $\sqrt{Not}$  applicable

#### 3. Material Non-equity Investments in Progress during the Reporting Period

 $\square$  Applicable  $\sqrt{}$  Not applicable

Unit: RMB thousand

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#### 4. Financial Asset Investments

(1) Securities Investments

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Profit or loss arising from changes Book in fair Profit Book value value Cumulative or loss value at the during changes in Purchases Sales during at the Abbreviation Initial Modes of fair value for the beginning the for the the end of stock investment accounting of the current recognised current current Reporting of the Classification Source Securities Stock code name period period cost measurement period in equity period Period period in accounting of funds 6198 128,589 133,400 28,637 157,489 Self-owned H Share Qingdao Port Fair value Financial assets at fair value funds through profit or loss H Share 368 Sinotrans Ship H 20,742 1,407 5,123 Financial assets Self-owned Fair value 3.860 at fair value funds through profit or loss 17,745 Other securities investments 812 (210) held at the end of the period Total 149,331 138,072 29,834 180,357 Announcement date of the Board approving Nil securities investments Announcement date of the general meeting Nil approving securities investments (if any)

(2) Other Listed Company Equities Held

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Unit: RMB thousand

| Stock code       | Abbreviation of stock name | Initial<br>investment<br>amount | Number of<br>shares held<br>(thousand<br>shares) | Shareholding<br>percentage<br>(%) | Book value<br>at the end<br>of the<br>period | Profit<br>or loss<br>during the<br>Reporting<br>Period | Change<br>in equity<br>during the<br>Reporting<br>Period | Classification in accounting | Source of<br>shareholding |
|------------------|----------------------------|---------------------------------|--|-----------------------------------|--|--|--|------------------------------|---------------------------|
| Australian Stock |                            |                                 |  |                                   |  |  |  | Available-for-sale           |                           |
| Exchange: OEL    | Otto Energy                | 13,480                          | 13,521   | 1.19%                             | 1,761  | -  | (625)  | financial assets             | Stock acquisition         |
| Hong Kong Stock  |                            |                                 |  |                                   |  |  |  | Long-term equity             |                           |
| Exchange: 206    | TSC Group                  | 167,591                         | 92,800   | 13.42%                            | 206,567                                      | -  | -  | investments                  | Stock acquisition         |
| Hong Kong Stock  |                            |                                 |  |                                   |  |  |  | Long-term equity             |                           |
| Exchange: 445    | CFSE                       | 467,498                         | 1,223,571  | 30.00%                            | 514,993                                      | -  | -  | investments                  | Stock acquisition         |

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#### (3) Derivatives Investments

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

#### Unit: RMB thousand

| Name of the derivatives<br>investment operator<br>HSBC, Standard Chartered  | Relationship<br>with the<br>Group<br>Nil  | Related<br>party<br>transaction<br>or not<br>No                          | Type of<br>derivatives<br>investment<br>Foreign exchange        | Initial<br>investment<br>amount of<br>derivatives<br>investment | Date of<br>commencement<br>2015/1/29  | Date of<br>termination<br>2018/4/16  | Investment<br>amount<br>at the<br>beginning<br>of the<br>period<br>219,820                           | Amount<br>acquired<br>during the<br>Reporting<br>Period  | Amount<br>sold<br>during the<br>Reporting<br>Period   | Provision<br>for<br>impairment<br>(if any)  | Investment<br>amount<br>at the<br>end of the<br>period<br>236,667                       | Proportion of<br>Investment<br>amount<br>at the<br>end of the<br>period<br>to net<br>assets<br>of the<br>Company<br>at the end<br>of the<br>Reporting<br>Period | Actual<br>profit<br>or loss<br>during the<br>Reporting<br>Period            |
|---|---|--|---|---|---|--|--|--|---|---|---|---|---|
| and other banks<br>China Construction Bank,<br>HSBC and other banks   | Nil   | No   | forward contrac<br>Interest rate swap<br>contract               |   | 2010/1/20   | 2021/6/28  | 10,302,060   | -  | -   | -   | 9,849,606   | 33.03%  | (74,075)  |
| Standard Chartered, Industrial and other banks  | Nil   | No   | Currency swap<br>contract                                       | -   | 2017/6/23   | 2017/12/20   | -  | -  | -   | -   | 154,473   | 0.52%   | 333   |
| Total   |   |  |   | -   | -   | -  | 10,521,880   | -  | -   | -   | 10,240,746  | 34.34%  | (64,290)  |
| Litigation case (if applicable)<br>Disclosure date of approval of<br>Disclosure date of approval of<br>Risk analysis regarding positic<br>explanations of risk control m<br>liquidity risk, credit risk, opera<br>Changes in market prices or p | f derivatives inve<br>ons in derivatives<br>easures (includii<br>ttion risk and lav | estment at a sha<br>s during the Rep<br>ng but not limit<br>v risk etc.) | areholders' meeting<br>porting Period and<br>ed to market risk, | 2<br>(if any) N<br>A<br>C<br>C<br>C<br>G<br>I<br>I<br>I<br>a    | tot applicable<br>8 March 2017<br>III<br>s at 30 June 2017, the<br>ontracts. The risks of ii<br>onnected with the main<br>n the derivative financ<br>nancial instruments; a<br>nd authorisation proce<br>rom January to June 21 | nterest rate swa<br>rket risks relating<br>ial instruments v<br>s to derivatives f<br>edures for all lev | p contracts were<br>g to exchange ra<br>was mainly reflec<br>transactions, the<br>els involved, so a | e closely related to<br>tes and the Group<br>cted in: making pri<br>Group developed<br>as to control the a | the fluctuations<br>'s cash flow cert<br>udent selection a<br>rigorous internal<br>ssociated risks. | of interest rate. T<br>ainty of foreign c<br>nd determinatior<br>approval system    | The risks carried by<br>urrency revenues i<br>n on the type and c<br>is and operational | y foreign exchange<br>in the future. The G<br>quantity of newly-a<br>processes, and cla   | forwards were<br>iroup's control<br>dded derivative<br>rified the approval  |
| Period, where specific method disclosed in the analysis of fa   | ds and relevant a   | assumptions an   | -   |   | alues of the derivative   |  |  |  |   |   |   |   |   |
| Explanations of any significan<br>accounting principles on deriv<br>period  |   |  |   |   | 10  |  |  |  |   |   |   |   |   |
| Specific opinions of independ<br>of the Company   | ent Directors on  | the derivatives  | investments and ris   | tt<br>C<br>S'   | he Company invested<br>ne operations of the C<br>company was reduced<br>trategic objectives wer<br>ystems were formulate<br>equirements of the law  | ompany due to t<br>to such extent t<br>re to be achiever<br>ed and constanti                             | the change in exi<br>hat it is acceptat<br>d. The Company<br>ly improved. The                        | change rates and<br>ble and under con<br>has established a<br>related decision-r                           | interest rates. The<br>trol so the opera<br>sound internal c<br>naking procedure                    | e effect of exchar<br>tions stabilised ar<br>ontrol system and<br>is were optimised | nge rates and inter<br>nd improved, whic<br>d put it into effecti<br>d with risks under | rest rates on the op<br>h ensured the long<br>ve implementation<br>control in compliar  | perations of the<br>tyterm operating or<br>. The management<br>nce with the |

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#### (VI) Disposal of Substantial Assets and Equity Interests

#### 1. Disposal of Substantial Assets

 $\Box$  Applicable  $\sqrt{Not}$  applicable

#### 2. Disposal of Substantial Equity Interests

 $\Box$  Applicable  $\sqrt{Not}$  applicable

#### (VII) Analysis of Principal Subsidiaries and Associates

 $\sqrt{\text{Applicable}}$  Not applicable

#### Details on acquiring and disposing subsidiaries during the Reporting Period

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

During the Reporting Period, the Group did not acquire or dispose major subsidiaries. For the details on the subsidiaries that began and ceased to be consolidated into the accounts of the Group during the Reporting Period, please refer to note V to "Chapter IX Interim Financial Report (Unaudited)" in this Report.

#### Details on the principal subsidiaries

Please refer to the relevant information contained in "II. Review of Principal Businesses During the Reporting Period" under "Chapter III Report of the Board" of this Report for the details of operations of principal holding subsidiaries of the Group during the Reporting Period.

# CHAPTER IV Operation Discussion and Analysis Prepared in Accordance with the Domestic Securities Regulatory Rules

#### Subsidiaries or associates contributing to more than 10% of the Company's net profits

Unit: RMB thousand

| Company name  | Company type                   | Principal activities   | Industry                    | Registered<br>capital | Total<br>assets<br>as at the<br>end of the<br>Reporting<br>Period | Net assets<br>as at the<br>end of the<br>Reporting<br>Period | Revenues<br>for the<br>Reporting<br>Period | Operating<br>profits<br>for the<br>Reporting<br>Period | Net profits<br>for the<br>Reporting<br>Period |
|---|--------------------------------|--|-----------------------------|-----------------------|---|--|--|--|---|
| Taicang CIMC<br>Containers<br>Co., Ltd.                 | Wholly-owned subsidiary        | Manufacture<br>and repair of<br>container  | Container<br>manufacturing  | 210,006               | 1,790,848   | 346,079  | 1,793,303                                  | 160,542  | 120,303                                       |
| Ningbo CIMC<br>Logistics<br>Equipment<br>Co., Ltd.      | Wholly-owned<br>subsidiary     | Manufacture<br>and sales of<br>containers<br>and related<br>technological<br>consultancy;<br>container storage                               | Container<br>manufacturing  | 101,616               | 908,274   | 467,290  | 826,074                                    | 127,470  | 96,104  |
| Shenzhen CIMC<br>Special Vehicle<br>Co., Ltd.           | Non-wholly-owned<br>subsidiary | Development,<br>production and<br>sales of various<br>special-use<br>vehicles, as<br>well as relevant<br>components and<br>parts             | Automobile<br>manufacturing | 200,000               | 1,844,205   | 929,788  | 1,307,958                                  | 167,347  | 140,092                                       |
| Yangzhou CIMC<br>Tong Hua Special<br>Vehicles Co., Ltd. | Non-wholly-owned<br>subsidiary | Development,<br>production and<br>sales of various<br>special-use<br>vehicles, refitting<br>vehicles, special<br>vehicles, trailer<br>series | Automobile<br>manufacturing | 434,301               | 1,426,052   | 786,406  | 1,314,568                                  | 109,723  | 96,584  |

#### (VIII) Structured Body Controlled by the Company

 $\Box$  Applicable  $\sqrt{}$  Not applicable

#### (IX) Forecast on the Operating Results for the Period from January to September 2017

Warning and explanation in the forecast of the possible aggregate net profits from the beginning of the year to the end of the next reporting period becoming a loss or a significant change compared to the same period of the previous year

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

#### (X) Risk Exposures of the Company and Responsive Initiatives

Please refer to the relevant information contained in sections "3. Overall Operation Targets and Initiatives for Main Business Segments" and "4. Main Risk Factors for Future Development of the Group" of "III. Outlook for Future Development" under "Chapter III Report of the Board" of this Report for the details of risk exposures of the Company and responsive initiatives.

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## (XI) Reception of Research, Communications and Interviews

#### $\sqrt{\text{Applicable}}$ $\square$ Not applicable

| Date of reception                    | Mode of reception  | Type of party received  | Brief description on research  |
|--------------------------------------|--|---|--|
| 9 January 2017                       | Telephone conference   | Waterland Securities in Taiwan  | Principal business conditions,<br>investment progress, recent<br>industrial developments and<br>industry outlook |
| 11 January 2017                      | Strategies conference of<br>Industrial Securities  | Industrial Securities and other<br>organisations  | Same as above  |
| 13 February 2017                     | Field research   | Perseverance Asset, China Merchants<br>Securities and China Southern Fund   | Same as above  |
| 13 February 2017                     | TF Securities Telephone<br>Conference on Shipping and<br>Container Manufacturing           | TF Securities and other organisations   | Same as above  |
| 14 February 2017                     | Bank of China Macro &<br>Machinery Telephone<br>Conference                                 | Bank of China Securities and other organisations  | Same as above  |
| 15 February 2017                     | Field research   | GF Securities, Shenyin & Wanguo<br>Securities, Jiushi Capital (玖石資本),<br>Ping An Securities, Zhongrong Fund,<br>Shen Zhou Mu Investment, China<br>Merchants Securities, Penghua Fund,<br>Yinhua Fund, Hongtu Innovation (紅<br>土創新), Pacific Securities, Hanming<br>Asset, Orient Securities, Yunsong<br>Capital (雲嵩資本) and Huaizhen Asset<br>(懷真資產) | Same as above  |
| 16 February 2017<br>17 February 2017 | February 2017 Field research Bosera Funds  |   | Same as above<br>Same as above   |
| 20 February 2017<br>20 February 2017 | Telephone conference<br>Haitong Securities Machinery<br>Strategies Telephone<br>Conference | Funds Capital<br>Haitong Securities   | Same as above<br>Same as above   |
| 21 February 2017                     | Field research   | Zheshang Fund   | Same as above  |
| 22 February 2017                     | Visit to plant in Shanghai   | Morgan Stanley  | Business conditions and<br>industrial developments in<br>container business                                      |
| 24 February 2017                     | Visit to plant in Shanghai   | GF Securities   | Same as above  |
|                                      |  |   |  |

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| Date of reception | Mode of reception                          | Type of party received  | Brief description on research  |
|-------------------|--|---|--|
| 24 February 2017  | Visit to plant in Zhangjiagang             | Essence Securities  | Business conditions and<br>industrial developments in<br>energy and chemical business                            |
| 11 April 2017     | Field research                             | Open Door Capital   | Principal business conditions,<br>investment progress, recent<br>industrial developments and<br>industry outlook |
| 28 April 2017     | Telephone conference                       | CICC and its customers  | Exchange on Q1 results   |
| 17 May 2017       | Field research                             | Essence Securities  | Principal business conditions,<br>investment progress, recent<br>industrial developments and<br>industry outlook |
| 18 May 2017       | Visit to plants in Kunshan and<br>Shanghai | Tebon Securities, ICBC Credit Suisse<br>Fund, Bin Yuan Capital, TF Securities,<br>Zhongtai Securities Research<br>Institute, Shanghai Greenwoods<br>Asset, Essence Securities, Hanlun<br>Investment (瀚倫投資), Founder<br>Securities, UBS Securities, Guotai<br>Junan, Zheshang Fund, China AMC,<br>Tianhong Asset Management, Haitong<br>Securities, Huatai Securities, Hua<br>Chuang Securities, BOC International,<br>Winbright Capital, CIB Fund, CITIC<br>Securities, Industrial Securities, ABC<br>Financial Service, Fenghe Asia, Ping<br>An Securities and Guotai Fund | Business conditions and industry<br>outlook in logistics automation  |
| 23 May 2017       | Visit to plant in Shanghai                 | Morgan Stanley  | Business conditions and<br>industrial developments in<br>container business                                      |
| 7 June 2017       | Visit to plants in Kunshan and<br>Shanghai | HSBC and its customers  | Business conditions and industry<br>outlook in logistics automation  |

# Chapter V Management Discussion and Analysis Prepared in 43 Accordance with Hong Kong Securities Rules

The following contents are the financial resource reviews prepared in accordance with the relevant provisions of the Hong Kong Listing Rules. The following discussion and analysis shall be read together with other chapters and the 2017 Interim Financial Report (unaudited) of the Group set out in this Report.

### CHANGES IN ACCOUNTING POLICIES FOR THE REPORTING PERIOD

On 28 August 2017, as considered and approved by the 11th meeting of the eighth session of the Board of Directors of the Company for 2017 and the 6th meeting of the eighth session of the Supervisory Committee for 2017, the Company revised the accounting policies of the Company pursuant to the requirements under "Notice on Issuance of Revised Accounting Standards for Business Enterprises No. 16 – Government Subsidy" (Cai Kuai [2017] No. 15) issued by Ministry of Finance ("MOF") of the People's Republic of China and "Notice on the Issuance of the Accounting Standards for Business Enterprises No. 42 - Non-current Assets Held for Sale, Disposal Group and Termination of Operation" (Cai Kuai [2017] No. 13) issued by MOF, pursuant to which, (1) the Company has implemented the "Notice on Issuance of Revised Accounting Standards for Business Enterprises No. 16 -Government Subsidy" (Cai Kuai [2017] No. 15) issued by MOF since 12 June 2017. Government grants relating to the ordinary activities of the Group shall be included in other income based on the nature of economic business. Government grants not relating to the ordinary activities of the Group shall be included in non-operating income and expense. The prospective application method shall be used for the accounting treatment of the government grants existed on 1 January 2017 of the Group. Adjustment shall be made for the government grants arose from 1 January 2017 to the effective date of such standard. The comparative financial statements of the Group for January - June 2016 were not restated. (2) The Company has implemented the "Notice on the Issuance of the Accounting Standards for Business Enterprises No. 42 - Non-current Assets Held for Sale, Disposal Group and Termination of Operation" issued by MOF since 28 May 2017. The change in such accounting policy did not have a significant impact on the financial statements of the Company during the Reporting Period. For details, please refer to note II. 33 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

#### CONSOLIDATED OPERATING RESULTS

During the Reporting Period, the Group recorded revenue of RMB33,387.152 million (same period in 2016: RMB23,542.843 million), representing a year-on-year increase of 41.81%, and profit attributable to shareholders and other equity holders of the Company of RMB796.898 million (same period in 2016: recording a loss of RMB378.034 million). For details, please refer to relevant information set out in the chapters headed "Chapter II Summary of Accounting Data and Financial Indicators" and "II. Review of Principal Businesses during the Reporting Period" under "Chapter III Report of the Board" in this Report.

#### SEGMENT INFORMATION

For details of the segment information of the Group during the Reporting Period, please refer to "II. Review of Principal Businesses during the Reporting Period" under "Chapter III Report of the Board" and note XIII of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

#### **GROSS PROFIT MARGIN AND PROFITABILITY**

During the Reporting Period, the gross profit margin of the Group was 18.41% (same period in 2016: 18.76%), representing a slight year-on-year decrease of 0.35%. Among the principal businesses, the gross profit margin of container manufacturing and heavy trucks increased, the gross profit margin of offshore engineering business turned from profit to loss as affected by the continued downturn in the industry, the gross profit margin of the remaining segments remained basically stable or slightly decreased as compared with the same period of last year. For details, please refer to "2. Composition of Principal Businesses during the Reporting Period" of "(II) Analysis of Principal Businesses" of "II. Operation Discussion and Analysis" of "IV. Operation Discussion and Analysis Prepared in Accordance with the Domestic Securities Regulatory Rules" in this Report.

# Chapter V Management Discussion and Analysis Prepared in Accordance with Hong Kong Securities Rules

#### NON-OPERATING INCOME

During the Reporting Period, the Group's non-operating income amounted to RMB84.343 million (same period in 2016: RMB167.289 million), representing a year-on-year decrease of 49.58%, which was mainly attributable to the recognition of the government grants relating to ordinary activities of the Group under other income as required by the new standard on government grants under the CASBE during the Reporting Period. For details, please refer to note IV. 60 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

#### TAX EXPENSE

During the Reporting Period, the income tax expenses of the Group were RMB509.633 million (same period in 2016: RMB375.316 million), representing a year-on-year increase of 35.79%, which were mainly due to the increase in current income tax as calculated according to the tax regulations as a results of the significant increase in profit of the Group during the Reporting Period. For details, please refer to note IV. 62 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

#### **TECHNOLOGY DEVELOPMENT COSTS**

During the Reporting Period, the technology development costs of the Group were RMB288.459 million (same period in 2016: RMB230.097 million), representing a year-on-year increase of 25.36%, which were mainly due to the increased investment in technology R&D of the Group during the Reporting Period. For details, please refer to note IV. 18 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

#### MINORITY PROFIT OR LOSS

During the Reporting Period, the Group's minority profit recorded RMB269.611 million (same period in 2016: recording a loss of RMB163.126 million), which was mainly due to the increase in profits of subsidiaries with minority shareholders during the Reporting Period.

#### LIQUIDITY AND FINANCIAL RESOURCES

The Group's cash at bank and on hand primarily consist of cash and bank deposits. As at 30 June 2017, the Group's cash at bank and on hand amounted to RMB5,737.102 million (31 December 2016: RMB6,325.998 million), representing a decrease of 9.31% as compared with the end of the previous year. For details, please refer to note IV. 1 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report. The Group's funds mainly derived from the funds generated from operation and bank borrowings. The Group has always adopted prudent financial management policies and maintained sufficient and appropriate cash on hand to repay the bank loans falling due and ensure the business development.

During the Reporting Period, the Group recorded net cash flows from operating activities of RMB(668.216) million (same period in 2016: RMB933.732 million), net cash flows from investing activities of RMB(1,507.729) million (same period in 2016: RMB(5,376.277) million) and net cash flows from financing activities of RMB1,875.660 million (same period in 2016: RMB5,570.910 million). At the end of the Reporting Period, the balance of cash and cash equivalents held by the Group amounted to RMB5,940.423 million.

Unit: RMB thousand

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#### BANK LOANS AND OTHER BORROWINGS

As at 30 June 2017, the Group's short-term borrowings, long-term borrowings, debentures payable and other current liabilities (issuance of commercial papers) in aggregate amounted to RMB57,072.710 million (31 December 2016: RMB55,932.185 million). Details are set out in notes IV. 25, IV. 36, IV. 37, IV. 38 and IV. 39 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

|   | 0.          |             |  |  |
|---|-------------|-------------|--|--|
|   | As at       | As at       |  |  |
|   | 30 June     | 31 December |  |  |
|   | 2017        | 2016        |  |  |
|   | (unaudited) | (audited)   |  |  |
| Short-term borrowings                                     | 17,945,748  | 15,729,787  |  |  |
| Non-current borrowings due within one year                | 4,891,414   | 3,525,710   |  |  |
| Long-term borrowings                                      | 23,665,089  | 27,023,222  |  |  |
| Debentures payable  | 7,986,500   | 7,986,500   |  |  |
| Other current liabilities (issuance of commercial papers) | 2,583,959   | 1,666,966   |  |  |
| Total   | 57,072,710  | 55,932,185  |  |  |

In the first half of 2017, the net bank loans appropriated by the Group amounted to RMB2,798.256 million (same period in 2016: RMB5,324.877 million), representing a year-on-year decrease of 47.45%. The Group's bank borrowings are mainly denominated in U.S. dollars, with the interest payments computed using fixed rates and floating rates. As at 30 June 2017, the Group's bank borrowings included fixed-rate borrowings of approximately RMB11,035.941 million (31 December 2016: RMB8,123.960 million), representing an increase of 35.84% as compared with the end of the previous year, which was mainly due to the financing arrangement made by the Group to meet the working capital requirements; floating-rate borrowings of RMB35,466.310 million (31 December 2016: RMB38,154.759 million), representing a decrease of 7.05% as compared with the end of the previous year. As at the end of the Reporting Period, the long-term borrowings were mainly due within five years. For details, please refer to note IV. 38 and XIV. 3 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

# Chapter V Management Discussion and Analysis Prepared in Accordance with Hong Kong Securities Rules

#### CAPITAL STRUCTURE

The Group's capital structure consists of equity interest attributable to shareholders and liabilities. As of 30 June 2017, the Group's equity interest attributable to shareholders amounted to RMB39,871.883 million (31 December 2016: RMB39,134.792 million) in aggregate, the total liabilities amounted to RMB89,626.971 million (31 December 2016: RMB85,479.956 million) and the total assets amounted to RMB129,498.854 million (31 December 2016: RMB124,614.748 million).The Group is committed to maintaining an appropriate combination of equity and debt, in order to maintain an effective capital structure and provide maximum returns for shareholders.

At the end of the Reporting Period, the Group's gearing ratio was 69.21% (31 December 2016: 68.60%), which slightly increased by 0.61% as compared with the end of the previous year. (Calculation of the gearing ratio: based on the Group's total debts as at the respective dates divided by our total assets.)

# FOREIGN EXCHANGE RISK AND RELEVANT HEDGE

The major currency of the Group's business revenue is U.S. dollars, while most of its expenditure is made in RMB. As the exchange rates of RMB are affected by domestic and international economic and political situations, and the demand and supply of RMB, the Group is exposed to potential foreign exchange risk arising from the exchange rate fluctuation in RMB against other currencies, which may affect the Group's operating results and its financial condition. The management of the Group has closely monitored its foreign exchange risk and taken appropriate measures to avoid foreign exchange risk. For details of the foreign exchange hedging contracts held by the Group during the Reporting Period, please refer to note IV. 2 and IV. 26 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

#### INTEREST RATE RISK

The Group is exposed to the market interest rate change risk relating to its interest-bearing bank loans and other borrowings. To minimise the impact of interest rate risk, the Group entered into interest rate swap contracts with certain banks. For details, please refer to note IV. 2 and IV. 26 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

#### **CREDIT RISK**

The Group's credit risk is primarily attributable to cash at bank and on hand, receivables, derivative financial instruments entered into for hedging purposes, etc. Exposure to these credit risks is monitored by the management on an ongoing basis. For details, please refer to note XIV. 1 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

#### PLEDGE OF ASSETS

As at 30 June 2017, the restricted assets of the Group totally amounted to RMB8,902.078 million (31 December 2016: RMB9,756.883 million), representing a decrease of 8.76% as compared with the end of the previous year. For details, please refer to note IV. 24 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

#### CAPITAL COMMITMENTS

As at 30 June 2017, the Group had capital expenditure commitments of approximately RMB494.514 million (31 December 2016: RMB417.786 million), representing an increase of 18.37% as compared with the end of the previous year, which were mainly used as external investment contracts entered but not performed or performed partially. For details, please refer to note XI. 1. (1) of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

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#### CONTINGENT LIABILITY

As at 30 June 2017, the Group had contingent liabilities of approximately RMB59.028 million (31 December 2016: RMB83.248 million), representing a decrease of 29.09% as compared with the end of the previous year. For details, please refer to note X. 1 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

## SIGNIFICANT INVESTMENTS AND MAJOR ACQUISITIONS AND DISPOSALS RELATING TO SUBSIDIARIES AND ASSOCIATED COMPANIES

During the Reporting Period, the Group did not make any significant investment and had no major acquisitions and disposals relating to subsidiaries and associated companies. For information on the major subsidiaries of the Group, please refer to note VI. 1 of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

## FUTURE PLANS FOR SIGNIFICANT INVESTMENTS AND EXPECTED SOURCES OF FUNDING

For the investment plan of the principal businesses of the Group in the second half of the year, please refer to "3. Overall Operation Targets and Initiatives for Main Business Segments" of "III. Future Development and Outlook" under "Chapter III Report of the Board" in this Report. The operating and capital expenditures of the Group are mainly financed by our own fund and external financing. The Group will take a prudent attitude to enhance its operating cash flow. The Group has sufficient sources of funding to meet the requirements of capital expenditure and working capital.

# CAPITAL EXPENDITURE AND FINANCING PLAN

Based on changes in the economic situation and operating environment, as well as the requirements of the Group's strategic upgrade and business development, the expected capital expenditure of the Group in 2017 was approximately RMB7,900 million, among which approximately RMB500 million was actually expensed in the first half of this year, which was mainly used for acquisition of fixed assets, intangible assets and other long-term assets. Various forms of financing arrangements will continue to be considered by the Group in the second half of this year.

On 31 May 2016, as considered and approved at the shareholders' general meeting, the Company proposed a non-public offering of new A shares to eligible investors for no more than RMB6,000 million (the "Non-public Offering of A Shares"). On 17 January 2017, as certain matters still need to be resolved, the Company submitted an application to the CSRC for the suspension of inspection of the documents of the Non-public Offering of A Shares. On 9 June 2017, in order to ensure the implementation of the relevant work, upon consideration and approval at the annual general meeting of 2016 and the first 2017 class meeting of A Shares and the first 2017 class meeting of H Shares, the Company revised its issuance proposal for the Non-public Offering of A Shares and extended the validity period of the resolution by the shareholders' general meeting as well as the validity period of the mandate for the Board. For details, please refer to "II. Issue and Listing of Securities" under "Chapter VII Changes in Share Capital and Information on Substantial Shareholders" in this Report. As at the end of the Reporting Period, the Non-public Offering of A Shares is still suspended.

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#### USE OF PROCEEDS RAISED

On 31 December 2015, the Company issued a total of 286,096,100 H Shares to COSCO Container Industries Limited, Broad Ride Limited and Promotor Holdings Limited at HK\$13.48 per H Share, and the proceeds raised were HK\$3,856,575,428 (equivalent to RMB3,227,639,131) which were used to replenish the Group's working capital. As of 30 June 2017, the proceeds raised of HK\$3,856,003,635 (equivalent to RMB3,227,160,660) have been actually used by the Company. The proceeds raised of HK\$571,793 (equivalent to RMB496,271) have not been used, which will be used to replenish the liquidity by the Company.

### EMPLOYEES, TRAINING AND SHARE OPTION INCENTIVE SCHEME

As at 30 June 2017, the Group had 50,810 employees in total (the end of the same period in 2016: 52,332) in the PRC. The total staff cost of the Group during the Reporting Period, including Directors' remuneration, contribution to the retirement benefit schemes and share option schemes, amounted to RMB3,216.847 million (same period in 2016: RMB2,129.005 million), representing a year-on-year increase of 51.10%, which was mainly attributable to the comparatively low base of staff cost in the same period of the previous year due to the decline in container manufacturing and other business in such period.

The Company has built a multi-level and composite talent training system with its core human resources philosophy of "people-oriented and mutual business", including: new employees training, general skills training, professional training, leadership training programme and international talent training programme. The Group provides salary and bonus payment to its employees based on their performance, qualification, experience and market earnings as a kind of incentive. For details of the A Share(s) Share Option Incentive Scheme adopted by the Company, please refer to "XII. Implementation of the Company's Share Option Incentive Scheme, Employee Stock Ownership Scheme or Other Employee Incentive Measures" under "Chapter VI Significant Events" in this Report. Other benefits include contribution to the governmental pension schemes and insurance plans for employees in mainland China. The Group regularly reviews its remuneration policies, including the amount of remuneration payable to Directors, and strives to formulate an improved incentive and assessment mechanism based on the operating results of the Group and market conditions.

#### **DIVIDEND DISTRIBUTION**

The Board proposed that no interim cash dividend for 2017 shall be distributed, no bonus shall be issued, and no share shall be converted from reserves into share capital (same period of last year: Nil).

#### SOCIAL RESPONSIBILITIES

During the Reporting Period, the Group maintained the stable and healthy development and constantly performed corporate social responsibilities by making contributions to the economic growth, employment and development of the society. The Company has published the 2016 Environmental, Social and Governance Report on the website of Hong Kong Stock Exchange on 30 June 2017. In the future, the Group will continue to deepen industrial transformation and upgrade. The Group pays attention to quality growth, so as to provide high-quality products and services to its customers, provide more training and rewards to its staffs, and create more values for Shareholders.

# EVENTS AFTER THE BALANCE SHEET DATE

For details about the events after the balance sheet date of the Reporting Period, please refer to note XII of "Chapter IX 2017 Interim Financial Report (Unaudited)" in this Report.

# DISCLOSURE UNDER THE HONG KONG LISTING RULES

In accordance with paragraph 40 of Appendix 16 of the Hong Kong Listing Rules, the Company confirms that, save as disclosed herein, there has been no material change in the current information regarding the Company from the information disclosed in the 2016 annual report of the Company.

#### I. COMPANY GOVERNANCE AND CORPORATE GOVERNANCE

#### (I) Company Governance

During the Reporting Period, the Group continued to promote governance in compliance with laws and maintained normal operation strictly in accordance with the relevant provisions of the state and the regulations and documents issued by regulatory authorities including the CSRC, CSRC Shenzhen, Shenzhen Stock Exchange, SFC and Hong Kong Stock Exchange. The Group continued to carry out the construction and supervision of its internal control system to realise a full coverage and upgrade, carry out the audit projects, propel the comprehensive actual implementation of rules, deepen the risk control and launch out the training of supervisors for internal control in 2017 through various ways contributing to the system construction of the Group.

During the Reporting Period, the Group focused on governance in compliance with the laws in the internal control work and published part of systems and rules according to requirements of the regulatory bodies of Hong Kong and Mainland China on securities, mainly including the Persons with Access to Inside Information Registration System of China International Marine Containers (Group) Co., Ltd., the Implementation Rules of the Risk Management Committee under the Board of China International Marine Containers (Group) Co., Ltd., and the Rules of Operation of the Executive Committee of China International Marine Containers (Group) Co., Ltd..

#### (II) Corporate Governance and Relevant Information

## 1. Compliance with the Principles and Code Provisions under the Corporate Governance Code by the Company during the Reporting Period

The Board of the Company is committed to raising the standard of corporate governance the Group and believes that good corporate governance helps the Group to safeguard the interests of the Shareholders and improve its business performance. The Company has complied with the code provisions under the Corporate Governance Code set out in Appendix 14 of the Hong Kong Listing Rules during the Reporting Period, except for slight deviation from the code provisions A.1.1, A.2.7, A.6.7 and E.1.2. The latest corporate governance report of the Company was set out in 2016 Annual Report. Deviations during the Reporting Period have been disclosed in relevant paragraphs below.

#### (1) The Board

The Board of the Company is elected by the general meeting of the Company through voting and is held accountable to the general meeting. The primary responsibilities of the Board are to provide strategic guidance to the Company, exercise effective supervision over the senior management, ensure that the Company's interests are protected and are accountable to the Shareholders. On 27 March 2017, with the approval from the first 2017 meeting of the eighth session of the Board, the Company issued the Persons with Access to Inside Information Registration System of China International Marine Containers (Group) Co., Ltd. and the Implementation Rules of the Risk Management Committee under the Board of China International Marine Containers (Group) Co., Ltd., the full texts of which are published in Cninfo website (www.cninfo.com.cn), the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company's website (www.cimc.com) on 28 March 2017.

## <sup>50</sup> Chapter VI Significant Events

During the Reporting Period, the Board, comprising 8 Directors, held 5 meetings, of which 1 meeting was held on-site, 4 meetings were held in a way of written review resolutions with 36 resolutions reviewed. Save for the regular meetings, in the course of the management and supervision of the Group's business operations, the Company's executive Directors have brought major business or management matters to the attention of the Board to hold an interim Board meeting from time to time, and relevant Board decisions were made in the form of written resolutions by all Directors.

Code provision A.1.1 requires that "The board should meet regularly and board meetings should be held at least four times a year at approximately quarterly intervals". During the Reporting Period, the Company held 5 Board meetings, of which only 1 meeting was held on-site. The executive Directors of the Company manage and monitor the business operation and propose to hold Board meetings to have discussions and make decisions on the Group's major business or management affairs from time to time. Accordingly, certain relevant decisions were made by all Directors by way of written resolutions. The Directors are of the opinion that, the fairness and validity of the decisions made for the business had adequate assurance. The Company will strive to put effective corporate governance practices into practice in future.

On 7 August 2017, Mr. Wang Zhixian, a non-executive Director, resigned from the position of non-executive Director and all the positions in the Risk Management Committee and the Remuneration and Appraisal Committee of the Board due to the change in job assignments. For details, please refer to "II. Changes of Directors, Supervisors and Senior Management of the Company" under "Chapter VIII Information on Directors, Supervisors and Senior Management" in this Report.

(2) Board Committees

During the Reporting Period, 9 meetings were held by the Board Committees with 19 letters of opinions from Board Committees passed.

(3) The Supervisory Committee

During the Reporting Period, 3 meetings of the eighth session of the Supervisory Committee, comprising three Supervisors, was held with 13 resolutions reviewed. The Supervisors attended 5 meetings of the Board on a non-voting basis. The Supervisor Xiong Bo attended the 2016 annual general meeting, the first 2017 A shareholders' class meeting and the first 2017 H shareholders' class meeting.

On 7 August 2017, Mr. Lv Shengzhou, a Supervisor, resigned from the position of the Supervisor representing shareholder due to the change in work arrangement. However, pursuant to the Articles of Association, Mr. Lv Shengzhou will continue to perform his duties as a Supervisor before a new Supervisor being approved for appointment at the general meeting of the Company. For details, please refer to "II. Changes of Directors, Supervisors and Senior Management of the Company" under "Chapter VIII Information on Directors, Supervisors and Senior Management" in this Report.

(4) General meeting

On 9 June 2017, the Company held the 2016 annual general meeting, the First 2017 A Shareholders' Class Meeting and the First 2017 H Shareholders' Class Meeting. The notice, convening, holding and voting procedures of such meetings were in compliance with the relevant requirements of the PRC Company Law, the Articles of Association and the Hong Kong Listing Rules. The announcements on the relevant voting results were published in China Securities Journal, Shanghai Securities News and Securities Times and on Cninfo website (http://www.cninfo.com.cn) on 9 June 2017, and on the websites of the Hong Kong Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.cimc.com).

The executive Director, CEO and President Mr. Mai Boliang and the non-executive Director Mr. Liu Chong and independent non-executive Directors Mr. Pan Chengwei, Mr. Pan Zhengqi and Mr. Wong Kwai Huen Albert attended the abovementioned general meetings. Non-executive Directors Mr. Wang Hong, Mr. Wang Yuhang and Mr. Wang Zhixian (resigned on 7 August 2017) failed to attend due to other important affairs.

#### (5) Updates regarding to deviations from code provisions as set out in 2016 annual report of the Group

Code provision A.2.7 requires that "The chairman shall convene at least one meeting every year with the non-executive Directors (including independent non-executive Directors) without the executive Directors present". The Company has only one executive Director, Mr. Mai Boliang, and the Company's business operation is managed and monitored by the executive Director. Accordingly, during the Reporting Period, the Company has not held a Board meeting without the presence of the executive Director.

Code provision A.6.7 requires that "Independent non-executive directors and other nonexecutive directors should also attend general meetings and develop a balanced understanding of the views of shareholders". Code provision E.1.2 requires that "The chairman of the board should attend the annual general meeting. He should also invite the chairmen of the audit, remuneration, nomination and any other committees (as appropriate) to attend". The three independent non-executive Directors of the Company all attended the general meetings convened during the Reporting Period. The non-executive Directors Wang Hong, the Chairman of the Board, Wang Yuhang and Wang Zhixian (resigned on 7 August 2017), the Chairman of the Risk Management Committee of the Board, failed to attend the aforesaid general meetings due to other important affairs.

# 2. Compliance with the Model Code by Directors and Supervisors of the Company for Securities Transactions

The Company has adopted the standards prescribed in the Model Code contained in Appendix 10 of the Hong Kong Listing Rules as the code of conduct in dealing in securities by Directors and Supervisors of the Company. After inquiries to all the Directors and Supervisors, all the Directors and Supervisors confirmed that they had fully complied with the requirements in the Model Code during the Reporting Period.

#### 3. Audit Committee

The Company has appointed three independent non-executive Directors and established the audit committee pursuant to the requirements of the Hong Kong Listing Rules. The members of the audit committee are Mr. Pan Chengwei (chairman of the audit committee with professional qualifications and experience in relation to financial management such as accounting), Mr. Pan Zhengqi and Mr. Wong Kwai Huen, Albert.

On 27 August 2017, the audit committee reviewed the unaudited 2017 Interim Financial Report and this Report of the Group for the six months ended 30 June 2017, and agreed to present the same to the Board.

#### 4. Disclosure Pursuant to Rule 13.51B(1) of the Hong Kong Listing Rules

For the changes in information of Directors, Supervisors and chief executive officer of the Company to be disclosed pursuant to Rule 13.51B(1) of the Hong Kong Listing Rules during the Reporting Period, please refer to the chapter headed "IV. Changes in Information of Directors and Supervisors" under "Chapter VIII Information on Directors, Supervisors and Senior Management". Except for such disclosure, there is no other information required to be disclosed pursuant to Rule 13.51B(1) of the Hong Kong Listing Rules.

# II. RELEVANT SITUATIONS OF ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING CONVENED DURING THE REPORTING PERIOD

#### 1. General Meeting Convened during the Reporting Period

| Session of meeting                          | Type of meeting             | Proportion of<br>investors'<br>participation | Date        | Notice date   | Disclosure date | Disclosure index                     |
|---|-----------------------------|--|-------------|---------------|-----------------|--------------------------------------|
| 2016 annual general meeting                 | Annual general meeting      | 57.25%                                       | 9 June 2017 | 21 April 2017 | 9 June 2017     | www.cninfo.com.cn<br>www.hkexnews.hk |
| First 2017 A Shareholders'<br>class meeting | Shareholders' class meeting | 34.61%                                       | 9 June 2017 | 21 April 2017 | 9 June 2017     | www.cninfo.com.cn<br>www.hkexnews.hk |
| First 2017 H Shareholders'<br>class meeting | Shareholders' class meeting | 73.92%                                       | 9 June 2017 | 21 April 2017 | 9 June 2017     | www.cninfo.com.cn<br>www.hkexnews.hk |

## 2. The Extraordinary General Meetings Requested by the Shareholders of Preference Shares who Regained the Voting Right

 $\Box$  Applicable  $\sqrt{Not}$  Applicable

### III. PROPOSAL OF PROFIT DISTRIBUTION AND SHARE CAPITAL INCREASE BY WAY OF TRANSFER FROM CAPITAL RESERVES DURING THE REPORTING PERIOD

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

The Company proposed not to distribute cash dividend, bonus shares or increase share capital by way of transfer from capital reserves for the six months ended 30 June 2017 (the same period of 2016: Nil).

#### Implementation of Profit Distribution of the Company during the Reporting Period

During the Reporting Period, the proposed profit distribution plan for 2016 was passed at the 2016 annual general meeting of the Company on 9 June 2017 in accordance with the relevant requirements of the Articles of Association: the Company to pay a cash dividend of RMB0.06 (inclusive of tax) for every share (2015: RMB0.22 for every share (inclusive of tax)) to Shareholders, which is calculated based on the total share capital of the Company as at the book closure date of dividend distribution for 2016. The Company completed the payment of the final dividend for 2016 on 20 July 2017, and the dividend paid by the Company was RMB179.835 million.

## IV. COMMITMENTS PERFORMED DURING THE REPORTING PERIOD AND NOT FULFILLED AS AT THE END OF THE REPORTING PERIOD BY THE UNDERTAKING PARTIES INCLUDING THE DE FACTO CONTROLLER OF THE COMPANY, SHAREHOLDERS, CONNECTED PARTIES, BIDDERS AND THE COMPANY

| Commitment   | Promisor       | Type of<br>commitment    | Contents of commitment   | Date of commitment | Commitment period   | Implementation                      |
|--|----------------|--------------------------|--|--------------------|---|-------------------------------------|
| Other commitments<br>made to minority<br>shareholders of the<br>Company  | The Company    | Others                   | In accordance with the relevant regulations,<br>domestic residents are not eligible to<br>purchase foreign stocks directly, so after<br>the implementation of the plan, domestic<br>residents can only hold or sell its H Shares<br>of the Company which they legally possess<br>due to the change of listing location of<br>shares of the Company, they are not<br>eligible to subscribe for the shares of the<br>Company and other H shares or other<br>overseas stocks, and also after the sales of<br>H shares of the Company, the sales income<br>must be timely transferred to the mainland.<br>The Company promises domestic residents<br>that before they are free to purchase<br>overseas stocks, the Company will not<br>finance by means of allotment | 2012/8/15          | Before domestic residents<br>are free to subscribe for<br>overseas stocks | During the course<br>of performance |
| Other commitments<br>made to minority<br>shareholders of the<br>Company  | The Company    | Dividend<br>distribution | Shareholders' bonus return plan (2016 to 2018)   | 2016/4/8           | 2016 to 2018  | During the course<br>of performance |
| The commitment is fulfilled<br>in a timely manner or<br>not  | Yes            |                          |  |                    |   |                                     |
| If the commitment is not<br>fulfilled when overdue,<br>explanations on reasons<br>and working plans for<br>the next step shall be<br>stated in details | Not applicable |                          |  |                    |   |                                     |

 $\sqrt{\text{Applicable}}$   $\Box$  Not Applicable

### V. ENGAGEMENT AND DISENGAGEMENT OF FIRMS OF ACCOUNTANTS

Whether the interim financial report has been audited or not

□ Yes √ No

The 2017 Interim Financial Report has not been audited.

On 9 June 2017, as considered and approved at the 2016 Annual General Meeting, the Company appointed PricewaterhouseCoopers Zhong Tian LLP as the auditor of the Company for 2017.

## VI. STATEMENTS OF THE BOARD AND THE SUPERVISORY COMMITTEE ON THE "NON-STANDARD AUDITING REPORT" ISSUED BY THE ACCOUNTANT DURING THE REPORTING PERIOD

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

## VII. EXPLANATION OF THE BOARD ON THE AFFAIRS RELATING TO "NON-STANDARD AUDITING REPORT" FOR THE PREVIOUS YEAR

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

#### VIII. BANKRUPTCY OR REORGANISATION RELATED ISSUES

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

The Company had no bankruptcy or reorganisation related issues during the Reporting Period.

#### IX. ARBITRATION EVENTS

Material litigation and arbitration events

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

The Company had no material litigation and arbitration events during the Reporting Period.

Other litigation events

 $\sqrt{\text{Applicable}}$   $\Box$  Not Applicable

| Basic information of<br>litigation (arbitration)   | Amount<br>involved<br>(RMB<br>thousand) | Incurred<br>estimated<br>liabilities<br>or not | Progress of<br>litigation<br>(arbitration) | Judgment result<br>of litigation<br>(arbitration)<br>and its impact | Executive of<br>the judgment<br>of litigation<br>(arbitration) | Disclosure<br>date | Disclosure<br>index |
|--|---|--|--|---|--|--------------------|---------------------|
| 15 contract disputes as the<br>plaintiff from 2014 to the end<br>of the Reporting Period | 337,600                                 | No   | In trial                                   | Not yet concluded   | -  | -                  | -                   |
| 9 contract disputes as the<br>respondent from 2015 to the<br>end of the Reporting Period | 322,200                                 | No   | In trial                                   | Not yet concluded   | -  | -                  | -                   |

#### X. PENALTIES AND REMEDIES

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

## XI. THE CREDITWORTHINESS OF THE COMPANY AND ITS CONTROLLING SHAREHOLDERS AND THE DE FACTO CONTROLLER

 $\sqrt{\text{Applicable}}$   $\Box$  Not Applicable

During the Reporting Period, there was no effective judgement of the court failed to be satisfied by the Company and its largest shareholder, China Merchants Group, or relatively large amount of debts due and outstanding.

## XII. IMPLEMENTATION OF THE COMPANY'S SHARE OPTION INCENTIVE SCHEME, EMPLOYEE STOCK OWNERSHIP SCHEME OR OTHER EMPLOYEE INCENTIVE MEASURES

#### 1. Summary of Share Option Incentive Scheme

#### (1) A Share(s) Share Option Incentive Scheme of the Company

In order to establish and improve the incentive-constraint mechanism, and effectively combine the interests of the Shareholders, the Company and its employees, the A Share(s) Share Option Incentive Scheme was considered and approved at the extraordinary general meeting of the Company on 17 September 2010. According to such scheme, the first tranche of 54,000,000 share options (the "First Tranche of Share Options") were registered on 26 January 2011 and the second tranche of reserved 6,000,000 share options (the "Second Tranche of Share Options") were registered on 17 November 2011.

As at 12 May 2015, upon the consideration and approval at the eighth meeting of the seventh session of the Board in 2015, the options of the second exercisable period for the First Tranche of Share Options have met the exercise conditions and were actually exercisable starting from 2 June 2015 to 27 September 2020 with the total exercisable options amounting to 39,660,000 options. As at 9 October 2015, upon the consideration and approval at the fourteenth meeting of the seventh session of the Board in 2015, the second exercisable period for the Second Tranche of Share Options have met the exercise conditions and were actually exercisable starting from 24 October 2015 to 27 September 2020 with the total exercisable options amounting to 4,132,500 options. As at 20 July 2017, upon the consideration and approval at the eighth meeting of the eighth session of the Board in 2017 and the implementation of the annual dividend distribution plan of the Company for 2016 on 20 July 2017, the adjusted option exercise price for the First and Second Tranche of Share Options is RMB10.49 and RMB16.02, respectively.

During the Reporting Period, the total exercisable options of A Share(s) Share Option Incentive Scheme amounted to 1,775,800 options, representing 3.03% of the total (adjusted), of which, totalling 1,730,800 options were exercised during the second exercisable period for the First Tranche of Share Options, and totalling 45,000 options were exercised during the second exercisable period for the Second Tranche of Share Options. The implementation of A Share(s) Share Option Incentive Scheme has no material impact on the Company's financial conditions and results of operation during the Reporting Period and in the future.

#### (2) Share option incentive scheme of the subsidiary CIMC Enric

CIMC Enric passed and adopted a share option scheme ("2006 Share Option Scheme") at its extraordinary general meeting held on 12 July 2006, pursuant to which CIMC Enric granted a total of 120,370,000 share options as rewards and benefits provided to certain employees, directors and other eligible persons for their contributions to CIMC Enric in November 2009, October 2011 and June 2014. The 2006 Share Option Scheme expired in 2016. For details, please refer to the related announcements of CIMC Enric published on the website of the Hong Kong Stock Exchange, the relevant announcements released on the websites of the Cninfo, the Hong Kong Stock Exchange and the Company as well as relevant regular reports of the Company in recent years.

On 20 May 2016, the annual general meeting of CIMC Enric passed and adopted a new share option scheme ("2016 Share Option Scheme") and terminated the 2006 Share Option Scheme. Since adoption of the 2016 Share Option Scheme, no share option has been granted by CIMC Enric pursuant to the 2016 Share Option Scheme.

#### (3) Implementation of the equity trust scheme of the subsidiary CIMC Vehicle (Group)

The CIMC Vehicle (Group) Co., Ltd. Equity Trust Plan (Draft) was considered and approved at the general meeting of the Company held on 17 October 2007, pursuant to the which, the senior management relating to the vehicle business of the Group and the key employees of CIMC Vehicle (Group) held 20% equity interests in CIMC Vehicle (Group) by capital increase of RMB220,700,000 through the CIMC Vehicle (Group) Co., Ltd. Equity Trust Plan (the "CR Trust CIMC Vehicle (Group) Equity Trust Plan") where Shenzhen International Trust & Investment Co., Ltd. (深圳國際信託投資有限責任公司) (now renamed China Resources SZITIC Trust Co., Ltd.) as the trustee. On 30 December 2015, CIMC Vehicle (Group) completed the capital increase and the CR Trust CIMC Vehicle (Group) Equity Trust Plan given up its pre-emptive rights. As at 31 May 2016, the Company reviewed and approved the Resolution regarding the Amendments to CIMC Vehicle (Group) Co., Ltd. Equity Trust Plan (Draft) (《關於修改<中 集車輛(集團)有限公司股權信托計劃(草案)>的議案》) at the 2015 annual general meeting. For details, please refer to the relevant announcements released on the websites of the Cninfo, the Hong Kong Stock Exchange and the Company as well as relevant regular reports of the Company in recent years. The CR Trust CIMC Vehicle (Group) Equity Trust Plan held 15.83% equity interests in CIMC Vehicle (Group) as at the end of the Reporting Period.

# 2. Implementation of the A Share(s) Share Option Incentive Scheme of the Company and its Influence

| Scope of participants during the<br>Reporting Period  | The first tranche of 54,000,000 shares (among which 4,107,500 shares were cancelled) were granted to 175 senior management and key technical personnel of the Company; the second tranche of 6,000,000 share options (among which 578,125 shares were cancelled) were granted to 38 key technical personnel and middle management of the Company. |
|---|---|
| Total equity granted during the<br>Reporting Period (shares)  | 0   |
| Total equity exercised during the<br>Reporting Period (shares)  | 1,775,800   |
| Total equity cancelled during the<br>Reporting Period (shares)  | 0   |
| Total equity lapsed during the Reporting<br>Period (shares)   | 0   |
| Total equity granted but outstanding at<br>the end of the Reporting Period on a<br>cumulative basis (shares)  | 23,453,740  |
| Total equity granted and exercised at<br>the end of the Reporting Period on a<br>cumulative basis (shares)  | 31,860,635  |
| Adjustments to grant price and exercise<br>price during the Reporting Period and<br>latest grant price and exercise price<br>after such adjustments | The initial exercise price for the first tranche was RMB12.39/share which was adjusted to RMB10.49/share after implementation of the dividend distribution proposals for the year 2010 to 2016.   |
|   | The initial exercise price for the second tranche was RMB17.57/<br>share which was adjusted to RMB16.02/share after implementation<br>of the dividend distribution proposals for the year 2011 to 2016.   |

# Grant and exercise of equity of Directors, Supervisors and senior management during the Reporting Period

| Name          | Position                                  | Number of<br>equity granted<br>during the<br>Reporting Period<br>(shares) | Number of<br>equity exercised<br>during the<br>Reporting Period<br>(shares) | Number of<br>outstanding and<br>exercisable<br>equity at the end<br>of the Reporting<br>Period (shares) |
|---------------|---|---|---|---|
| Mai Boliang   | CEO and President,<br>executive Director  | 0   | 0   | 2,850,000   |
| Liu Xuebin    | Vice president                            | 0   | 0   | 997,000   |
| Wu Fapei      | Vice president                            | 0   | 0   | 750,000   |
| Li Yinhui     | Vice president                            | 0   | 0   | 750,000   |
| Yu Ya         | Vice president                            | 0   | 0   | 650,000   |
| Zhang Baoging | Vice president                            | 0   | 0   | 750,000   |
| Gao Xiang     | Vice president                            | 0   | 0   | 375,000   |
| Yu Yuqun      | Secretary to the Board                    | 0   | 0   | 750,000   |
| Zeng Han      | General manager of the finance department | 0   | 0   | 288,750   |

Note: On 27 March 2017, the Company's senior management Mr. Jin Jianlong retired. As at 30 June 2017, Mr. Jin Jianlong still had 640,000 unexercised A share options of the Company and 1,400,000 unexercised options of CIMC Enric.

## XIII. MATERIAL CONNECTED TRANSACTIONS DISCLOSED ACCORDING TO SHENZHEN LISTING RULES

#### 1. Connected Transactions Relating to Daily Operations

 $\sqrt{\text{Applicable}}$   $\square$  Not Applicable

| Related party  | Relationship<br>with the Group           | Type of the<br>connected<br>transaction | Details of the<br>connected<br>transaction | e<br>Pricing Principle   | Price | Amount<br>(RMB'000) | % of<br>the total<br>amount of<br>a similar<br>transaction | Approved<br>cap<br>(RMB'000) | Whether<br>approved<br>cap has<br>been<br>exceeded | Settlement<br>method | Available<br>market<br>price of<br>a similar<br>transaction | Disclosure<br>date | Disclosure index   |
|--|--|---|--|--------------------------|-------|---------------------|--|------------------------------|--|----------------------|---|--------------------|--------------------|
| Y&C Engine Co., Ltd.   | Joint venture                            | Purchase of goods                       | Purchase of goods                          | Regular commercial terms |       | 309,000             | -  | -                            | -  | -                    | -   | -                  | -                  |
| Shaanxi Heavy Duty<br>Automobile Co., Ltd.                   | Minority shareholder<br>of a subsidiary  | Purchase of goods                       | Purchase of goods                          | Regular commercial terms | -     | 49,559              | -  | -                            | -  | -                    | -   | -                  | -                  |
| Fujian Qingchen Bamboo<br>Products Co., LTD                  | Associated company                       | Purchase of goods                       | Purchase of goods                          | Regular commercial terms | -     | 8,259               | -  | -                            | -  | -                    | -   | -                  | -                  |
| Asahi Trading Co.,Ltd  | Minority shareholder<br>of a subsidiary  | Purchase of<br>goods                    | Purchase of goods                          | Regular commercial terms | -     | 1,855               | -  | -                            | -  | -                    | -   | -                  | -                  |
| Xuzhou CIMC Wood Co., Ltd.                                   | Associated company                       | Purchase of<br>goods                    | Purchase of goods                          | Regular commercial terms | -     | 394                 | -  | -                            | -  | -                    | -   | -                  | -                  |
| Other related parties  | -  | Purchase of<br>goods                    | Purchase of goods                          | Regular commercial terms | -     | 1,758               | -  | -                            | -  | -                    | -   | -                  | -                  |
| Other related parties  | -  | Receiving of<br>services                | Receiving of<br>services                   | Regular commercial terms | -     | 15,681              | -  | -                            | -  | -                    | -   | -                  | -                  |
| Shaanxi Heavy Duty<br>Automobile Co., Ltd.                   | Minority shareholder<br>of a subsidiary  | Sale of goods                           | Sale of goods                              | Regular commercial terms | -     | 93,174              | -  | -                            | -  | -                    | -   | -                  | -                  |
| Florens Maritime Limited                                     | Subsidiary of significant<br>Shareholder | -                                       | Sale of goods                              | Regular commercial terms | -     | 63,809              | -  | -                            | -  | -                    | -   | 2016. 11.12        | www.cninfo.com.cn. |
| Sumitomo Corporation   | Minority shareholder<br>of a subsidiary  | Sale of goods                           | Sale of goods                              | Regular commercial terms | -     | 59,136              | -  | -                            | -  | -                    | -   | -                  | -                  |
| Florens Container<br>Corporation S.A.                        | Subsidiary of significant<br>Shareholder | Sale of goods                           | Sale of goods                              | Regular commercial terms | -     | 25,676              | -  | -                            | -  | -                    | -   | 2016. 11.12        | www.cninfo.com.cn. |
| Florens Container Services Itd.                              | Subsidiary of significant<br>Shareholder | Sale of goods                           | Sale of goods                              | Regular commercial terms | -     | - 12,624            | -  | -                            | -  | -                    | -   | 2016. 11.12        | www.cninfo.com.cn. |
| Dong Fang International Container<br>(Lianyungang) Co., Ltd. | Subsidiary of significant<br>Shareholder | Sale of goods                           | Sale of goods                              | Regular commercial terms | -     | 4,965               | -  | -                            | -  | -                    | -   | 2016. 11.12        | www.cninfo.com.cn. |
| NYK Zhenhua Logistics<br>(Tianjin) Co., Ltd.                 | Joint venture                            | Sale of goods                           | Sale of goods                              | Regular commercial terms |       | 228                 | -  | -                            | -  | -                    | -   | -                  | -                  |
| Other related parties  | -  | Sale of goods                           | Sale of goods                              | Regular commercial terms | -     | 8,298               | -  | -                            | -  | -                    | -   | -                  | -                  |
| Other related parties  | -  | Rendering of<br>services                | Rendering of<br>services                   | Regular commercial terms | -     | 20,078              | -  | -                            | -  | -                    | -   | -                  | -                  |
| Total  |  |   |  | _                        | _     | 674,494             | _  | _                            | _  | _                    | _   | -                  | -                  |

#### Details of substantial sales return

Nil

Projected total amount of connected transactions in the ordinary course of business during the current period by type and actual performance during the Reporting Period (if any) The relevant connected transactions in the ordinary course of business of the Group providing goods to COSCO SHIPPING Development Co., Ltd. and its subsidiaries (including Florens Maritime Limited, Florens Container Corporation S.A., Florens Container Services ltd. and Dong Fang International Container (Lianyungang) Co., Ltd.) proceeded normally under the terms of the New Framework Agreement entered into by both parties on 11 November 2016. During the Reporting Period, the aggregate transaction amount was RMB107,074,000 and did not exceed the cap of 2017 (RMB450,000,000).

Reason for the substantial difference between transaction prices and referential market prices (if applicable)

Not applicable

# 2. Connected Transactions Relating to Assets or Equity Interest Acquisition and Disposal

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

#### 3. Connected Transactions Relating to Joint External Investments

 $\Box$  Applicable  $\sqrt{Not}$  Applicable

#### 4. Claims and Liabilities among the Connected Transactions

 $\sqrt{\text{Applicable}}$   $\square$  Not Applicable

Whether there are non-operating claims and liabilities among the connected transactions or not

□ Yes √ No

Claims receivable from any related party:

#### Any Amount Amount appropriation increased recovered Interest of funds for for the during the during the Relationship non-operating Opening current current Interest current Closing **Related party** with the Group Reason purposes balance period period rate period balance Zhenjiang CIMC Embellish Yu 824,391 320,823 6,690 503,568 Associated Operating borrowings by No \_ \_ Real Estate Co., LTD company of the Shareholders in same Group ratio Shanghai Fengyang Real Estate Associated Operating borrowings by No 34,204 34,204 Development Co., Ltd. company of the Shareholders in same Group ratio Nantong New Atlantic Forest Associated 10,629 10,629 Operating borrowings by No Industry Ltd. company of the Shareholders Group Xinyang Wood Hong Kong Co., Associated Operating borrowings by No 4,361 7,944 12,305 Ltd. company of the Shareholders in same Group ratio Effect of claims among the connected transactions on Nil the operating results and financial position of the Company

Unit: RMB thousand

#### Liabilities payable to any related party:

#### Unit: RMB thousand

| Related party  | Relationship<br>with the Group                             | Reason  | Opening<br>balance | Amount<br>increased<br>during the<br>current<br>period | Amount<br>repaid<br>during the<br>current<br>period | Interest<br>rate | Interest<br>for the<br>current<br>period | Closing balance |
|--|--|---|--------------------|--|---|------------------|--|-----------------|
| Gasfin Investment S.A.   | Minority shareholder<br>of a subsidiary                    | Operating borrowings by<br>Shareholders in same ratio | 46,990             | -  | 1,419   | _                | 522                                      | 45,571          |
| Shunde Furi Real Estate<br>Investment Co., Ltd                 | Minority shareholder<br>of a subsidiary                    | Operating borrowings by<br>Shareholders               | 56,794             | -  | 29,579  | -                | -  | 27,215          |
| Effect of liabilities among the operating results and financia | connected transactions on th<br>al position of the Company | e Nil   |                    |  |   |                  |  |                 |

#### 5. Other Material Connected Transactions

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

## XIV. OCCUPATION OF THE LISTED COMPANY'S NON-OPERATING CAPITAL BY CONTROLLING SHAREHOLDERS AND ITS RELATED PARTIES

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

There was no non-operating capital of the Company which was occupied by controlling Shareholders and its related parties during the Reporting Period.

#### XV. MATERIAL CONTRACTS AND THEIR PERFORMANCES

#### 1. Trusteeship, Contracting or Leasing

#### (1) Trusteeship

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

During the Reporting Period, there was no trusteeship of the Company generating a profit or loss which contributed to 10% or more of the total profit of the Company during the Reporting Period.

#### (2) Contracting

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

During the Reporting Period, there was no contracting of the Company generating a profit or loss which contributed to 10% or more of the total profit of the Company during the Reporting Period.

#### (3) Leasing

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

During the Reporting Period, there was no leasing of the Company generating a profit or loss which contributed to 10% or more of the total profit of the Company during the Reporting Period.

#### 2. MATERIAL GUARANTEES

 $\sqrt{\text{Applicable}}$   $\square$  Not Applicable

#### (1) Description of Guarantees

Unit: RMB thousand

| Name of the guaranteed  | Disclosure date of the<br>announcement about<br>the guarantee facilities | Guarantee<br>facilities | Actual date<br>(date of the<br>agreement) | Actual<br>amount of<br>guarantee | Type of<br>guarantee                             | Guarantee<br>period | Fulfilled<br>or not | Related<br>party<br>guaranteed<br>or not |
|---|--|-------------------------|---|----------------------------------|--|---------------------|---------------------|--|
| Customers and dealers of<br>subsidiaries of CIMC Vehicle  | 28 March 2017  | 2,650,000               | 1 January 2017                            | 794,628                          | Warrandice                                       | 1-2 years           | No                  | No                                       |
| Customers and dealers of C&C<br>Trucks and its controlling<br>subsidiaries                            | 28 March 2017  | 1,600,000               | 1 January 2017                            | 314,477                          | Warrandice                                       | 1-2 years           | No                  | No                                       |
| Purchasers of commodity<br>houses of CIMC Skyspace<br>Real Estate and its controlling<br>subsidiaries | 28 March 2017  | 740,000                 | 1 January 2017                            | 714,347                          | Warrandice                                       | 1-2 years           | No                  | No                                       |
| Customers of CIMC Raffles   | 28 March 2017  | 382,000                 | 1 January 2017                            | 334,250                          | Warrandice                                       | 1-2 years           | No                  | No                                       |
| Total external guarantee facilities approved during the<br>Reporting Period (A1)                      |  | 1,122,000               |   | •                                | mount of<br>uarantees during<br>ting Period (A2) |                     |                     | 1,048,597                                |
| Total external guarantee facilities ap<br>of the Reporting Period (A3)                                | proved at the end  | 5,372,000               |   | •                                | uarantees at<br>the Reporting                    |                     |                     | 2,157,702                                |

|  |   | The C  | ompany's guaran                             | tees for subsidiarie  | S                    |                     |                     |   |
|--|---|--|---|---|----------------------|---------------------|---------------------|---|
| Name of the guaranteed   | Disclosure<br>date of the<br>announcement<br>about guarantee<br>facilities                                    | Guarantee<br>facilities                                  | Actual date<br>(date of the<br>agreement)   | Actual amount of guarantee                                    | Type of<br>guarantee | Guarantee<br>period | Fulfilled<br>or not | Related party<br>guaranteed<br>or not           |
| Subsidiaries of CIMC   | 28 March 2017   | 24,172,570   | 1 January 2017                              | 5,982,920   | Warrandice           | 1-2 years           | No                  | No  |
| Overseas holding subsidiaries<br>of CIMC   | 28 March 2017   | 30,000,000   | 1 January 2017                              | 14,460,910  | Warrandice           | 1-2 years           | No                  | NC  |
| Total guarantee facilities for subs<br>approved during the Reporting   |   |  | 35,651,530                                  | Total actual amoun<br>for subsidiaries o<br>Reporting Period  | during the           |                     |                     | 14,623,210                                      |
| Total guarantee facilities for subs<br>approved at the end of the Rep  |   |  | 54,172,570                                  | Total actual balanc<br>for subsidiaries a<br>the Reporting Pe | at the end of        |                     |                     | 20,443,830                                      |
|  |   | Subs   | idiaries' guarant                           | ees for subsidiaries  | ;                    |                     |                     |   |
| Name of the guaranteed   | Disclosure<br>date of the<br>announcement<br>about guarantee<br>facilities                                    | Guarantee<br>facilities                                  | Actual date<br>(date of the<br>agreement)   | Actual amount<br>of guarantee                                 | Type of<br>guarantee | Guarantee<br>period | Fulfilled<br>or not | Related party<br>Guaranteed<br>or not           |
| Guarantee of one subsidiary for another  | 28 March 2017   | 12,573,650   | 1 January 2017                              | 6,254,230   | Warrandice           | 1-2 years           | No                  | No  |
| Total guarantee facilities for subs<br>approved during the Reporting   |   |  | 6,731,980                                   | Total actual guaran<br>subsidiaries duri<br>Period (C2)       |                      |                     |                     | 2,216,770                                       |
| Total guarantee facilities for subs<br>approved at the end of the Rep  |   |  | 12,573,650                                  | Total actual guaran<br>for subsidiaries a<br>the Reporting Pe | at the end of        |                     |                     | 6,254,230                                       |
|  | T   | otal guarantee   | of the Company (                            | total of the above  | three items)         |                     |                     |   |
| Total guarantee facilities approve<br>Reporting Period (A1+B1+C1)  | ed during the   |  | 43,505,510                                  | Total actual guaran<br>the Reporting Pe                       |                      |                     |                     | 17,888,577                                      |
| Total guarantee facilities approve<br>Reporting Period (A3+B3+C3)  | ed at the end of the  |  | 72,118,220                                  | Total actual guaran<br>the end of the Re<br>(A4+B4+C4)        |                      |                     |                     | 28,855,762                                      |
| % of total actual guarantee amou<br>Of which:  | unt (A4+B4+C4) in net ass   | ets of the Comp  | any   | (,  |                      |                     |                     | 96.76%  |
| Guarantee amount provided to SI<br>Debt guarantee amount provided<br>Amount of total guarantee amou<br>Total amount of the above three<br>Explanations on liabilities for gua<br>possibly assuming joint settlen | l directly or indirectly to t<br>nt in excess of 50% of ne<br>guarantees (D+E+F)<br>rantees incurred during t | he guaranteed p<br>t assets of the C<br>he Reporting Per | arty with a gearing<br>ompany (F)<br>iod or |   |                      |                     |                     | 0<br>9,013,380<br>13,944,356<br>22,957,736<br>0 |
| Explanations on external guarant   |   |  |   |   |                      |                     |                     | (   |

#### The Company's guarantees for subsidiaries

Specific explanation of compound guarantees: non-existent

#### (2) Irregular External Guarantees

 $\Box$  Applicable  $\sqrt{Not}$  Applicable

### 3. OTHER MATERIAL CONTRACTS

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

#### XVI.SOCIAL RESPONSIBILITY

#### 1. Performance of Precise Poverty-alleviation Social Responsibility

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

During the Reporting period, the Company did not engage in any precise poverty-alleviation activity and had no follow-up plan for precise poverty alleviation.

#### 2. Performance of Other Social Responsibilities

The Company published the 2016 Social Responsibility Report and the 2016 Environmental, Social and Governance Report in Cninfo website (www.cninfo.com.cn), the Company's website (www.cimc.com) and the Hong Kong Stock Exchange website (www.hkexnews.hk) on 28 March 2017 and 30 June 2017 respectively.

#### 3. Material Environmental Protection Events

Whether the listed company and its subsidiaries are on the list of critical pollutant dischargers published by the environmental protection authorities

 $\sqrt{\text{Yes}}$   $\Box$  No  $\Box$  Not Applicable

The subsidiaries of the Group which were listed as key pollutant-discharging units by the environmental protection departments in China are as follows:

| Name of subsidiary  | Name of major and specific pollutants  | Emission<br>method  | Number of<br>emission<br>outlets | Distribution of<br>emission outlets  | Emission<br>concentration            | Pollutant emission standards in effect  | Total<br>emission       | Approved<br>total<br>emission | Excessive<br>emission |
|---|--|---|----------------------------------|--|--------------------------------------|---|-------------------------|-------------------------------|-----------------------|
| Southern CIMC<br>Logistics Equipment<br>Manufacturing Co., Ltd.   | Sum of benzene,<br>methylbenzene and<br>xylene and sum of VOCs   | Concentrated<br>high-altitude<br>emissions<br>comply with<br>standard | 19                               | Distribute in phase II, phase<br>III and pre-treatment lines   | Emissions<br>comply with<br>standard | Period I Standard of<br>Emission Standard<br>of Volatile Organic<br>Compounds for<br>Container Manufacturing<br>of Guangdong Province   | Comply with<br>standard | -                             | Nil                   |
| Nantong CIMC Shunda<br>Containers Co., Ltd.<br>and Nantong CIMC<br>Special Transportation<br>Equipment<br>Manufacture Co., Ltd. | Particulate matter,<br>methylbenzene (exhaust<br>gas), xylene (exhaust<br>gas), COD, SS and<br>ammonia nitrogen                | Intermittent and<br>continuous<br>emissions                           | 14                               | Distribute in sanding, paint<br>spraying and domestic<br>sewage  | Emissions<br>comply with<br>standard | Integrated Emission<br>Standard of Air<br>Pollutants (GB16297-<br>1996), Integrated<br>Wastewater Discharge<br>Standard (GB8978-1996)<br>and Wastewater Quality<br>Standards for Discharge<br>to Municipal Sewers<br>(C1343-2010) | Comply with<br>standard | -                             | Nil                   |
| Shanghai CIMC Baowell<br>Industries Co. Ltd.  | Non-methane hydrocarbon  | Organised<br>(chimney)<br>emissions<br>after exhaust<br>gas treatment | 4                                | Distribute in zinc-rich paint<br>exhaust outlet (1#),<br>exterior paint exhaust<br>outlet (2#), intermediary<br>and interior paint exhaust<br>outlet (3#) and pre-<br>treatment exhaust outlet<br>(4#) | Emissions<br>comply with<br>standard | DB31/933-2015 Integrated<br>Emission Standard of Air<br>Pollutants  | Comply with<br>standard | -                             | Nil                   |
| Shanghai CIMC Yangshan<br>Logistics Equipments<br>Co., Ltd.   | Ammonia nitrogen, PH<br>value, BOD, COD, SS<br>and non-methane<br>hydrocarbon  | Incorporated into<br>the sewage<br>collection<br>network              | 6                                | -  | Emissions<br>comply with<br>standard | -   | Comply with standard    | -                             | Nil                   |
| Shenzhen CIMC Special<br>Vehicle Co., Ltd.  | Particulate matter, benzene,<br>methylbenzene, xylene<br>and hazardous waste   | High-altitude<br>emissions  | 10                               | Centralised or dispersed distribution  | Emissions<br>comply with<br>standard | DB44/27-2001 Period II<br>Grade II Standard   | Comply with standard    | -                             | Nil                   |
| Nantong CIMC Tank<br>Equipment Co., Ltd.  | Chemical oxygen demand,<br>ammonia nitrogen,<br>particulate matter,<br>methylbenzene, xylene<br>and non-methane<br>hydrocarbon | Intermittent<br>emissions   | 6                                | General outlet   | Emissions<br>comply with<br>standard | Type III Standard   | Comply with<br>standard | -                             | Nil                   |

Construction and operation of pollution prevention and control facilities:

| Name of subsidiary   | Construction and operation of pollution prevention and control facilities   |
|--|---|
| Southern CIMC Logistics<br>Equipment Manufacturing<br>Co., Ltd.  | <ul> <li>I. Exhaust gas pollution control facilities: The company has 5 sets of exhaust gas treatment facilities in phase II and 6 sets of exhaust gas treatment facilities and 3 sets of exhaust gas treatment facilities for pre-treatment in phase III.</li> <li>II. The company has 1 industrial wastewater treatment station with a treatment capacity of 450m<sup>3</sup>/d. All of the industrial wastewater is reused in the workshops with zero emission.</li> <li>III. Domestic sewage is discharged into the municipal sewage network after treatment in septic tanks and finally reaches Shangyang Sewage Treatment Plant for treatment.</li> </ul>   |
| Nantong CIMC Shunda<br>Containers Co., Ltd. and<br>Nantong CIMC Special<br>Transportation Equipment<br>Manufacture Co., Ltd. | I. Exhaust gas pollution control facilities: The production workshops of the two companies have to conduct sandblasting. The sandblasting rooms have suction inlets connecting to the dedusting system to process and emit the dust produced during the operation. Paint spraying is conducted in specialised paint spraying rooms which are airtight in slightly negative pressure. The paint mist and organic exhaust produced by the coating first-line of Special Transportation Equipment company and Shunda company during the coating process are purified and treated by the "water curtain spray + paint mist filter + multi-stage activated carbon adsorption + solvent recovery" devices. The coating second-line of Special Transportation Equipment company uses "water curtain spray + paint mist filter + activated carbon adsorption and desorption with catalytic combustion" devices for exhaust treatment. II. After second phase of renovation, the sewage treatment facilities of the two companies reaches 600m <sup>3</sup> /d at present. The actual treatment volume is approximately 300m <sup>3</sup> /d. The sewage treatment uses the technique of biochemical + physicochemical treatment. The quality of treated wastewater complies with the Grade III emission standard. |
| Shanghai CIMC Baowell<br>Industries Co. Ltd.   | <ol> <li>The company has 4 sets of exhaust gas treatment facilities with an aggregate treatment capacity of 308,000m<sup>3</sup>/h of wind. The organic exhaust treatment uses the technique of "activated carbon adsorption + steam desorption + condensation recovery".</li> <li>The company has 1 industrial wastewater treatment station with treatment capacity of 6t/d and 140t/d for desorption wastewater and paint spraying recycling water respectively.</li> <li>The industrial wastewater is treated by using the "coagulating air floatation + catalytic oxidation + UASB + MBR" technique. All of the industrial wastewater is reused in the workshops with zero emission.</li> <li>The company has 1 set of domestic sewage treatment facilities with a treatment capacity of 280t/d. The domestic sewage is treated by using the "biochemical treatment + physicochemical treatment" technique and is discharged into the municipal sewage network after treatment and finally reaches the sewage treatment plant for treatment.</li> </ol>   |

| Name of subsidiary  | Construction and operation of pollution prevention and control facilities   |
|---|---|
| Shanghai CIMC Yangshan<br>Logistics Equipments Co.,<br>Ltd. | I. Exhaust gas pollution control facilities comprise 4 sets of exhaust gas treatment facilities.<br>II. The company has 1 industrial wastewater treatment station with a treatment<br>capacity of 100m <sup>3</sup> /d. The industrial wastewater is treated by using the "coagulating<br>air floatation + frame filter press for separation of water and residue + anaerobic<br>biochemical reaction + aerobic biochemical reaction + MBR" technique. All of the<br>industrial wastewater is reused in the workshops with zero emission.<br>III.Domestic sewage is discharged into the municipal sewage network after treatment in septic<br>tanks and finally reaches the sewage treatment plant for treatment.   |
| Shenzhen CIMC Special<br>Vehicle Co., Ltd.                  | <ol> <li>The company has 5 sets of exhaust gas treatment facilities which use the treatment techniques of rotary water filter + activated carbon adsorption and high-altitude emissions.</li> <li>The company has 1 set of production wastewater treatment facilities which use the treatment techniques of chemical precipitation for recycling with no external emission. Domestic sewage is discharged into the municipal sewage network after biochemical treatment.</li> <li>The company has 2 sets of dust treatment facilities which use the treatment techniques of high-altitude emissions after using pulse filter.</li> <li>The company has 2 warehouses for hazardous waste which mainly store paint residues and paint buckets. Staff is designated for the pollution control facilities of the company. The equipment team is responsible for maintenance and repairs. The shift chiefs of the coating line are responsible for facilities operation. The licensed sewage operators are responsible for the operation of the production wastewater treatment facilities. The facilities are under sound operation and pollutant emissions comply with the standards.</li> </ol> |
| Nantong CIMC Tank<br>Equipment Co., Ltd.                    | <ul> <li>I. The spraying exhaust of the company is emitted according to the standards after being treated by the "water curtain absorption + paint must filter + multi-stage activated carbon adsorption + catalytic combustion" techniques. The soldering dust is emitted after being treated by the dust treatment device. The sanding exhaust is emitted according to the standards after being treated by high-efficient filter elements.</li> <li>II. The company invested a total of approximately RMB6 million in the construction of a sewage treatment station, ensuring that the wastewater of the company is treated by the "physicochemical reaction + biochemical reaction" techniques according to the emission standards and reaches the Donggang Sewage Treatment Plant for further treatment via the municipal sewage network.</li> <li>III. The company has 2 warehouses for hazardous waste with an area of 300m<sup>3</sup> which have anti-seep measures.</li> </ul>   |

#### XVII. EXPLANATION ON OTHER MATERIAL EVENTS

- 1. On 17 January 2017, as certain matters still need to be resolved, the Company submitted an application to the CSRC for the suspension of inspection of the documents of the Non-public Offering of A Shares. On 9 June 2017, in order to ensure the implementation of the relevant work, upon consideration and approval at the annual general meeting of 2016, the first 2017 class meeting of A Shares and the first 2017 class meeting of H Shares, the Company revised its issuance proposal for the Non-public Offering of A Shares and extended the validity period of the resolution by the shareholders' general meeting as well as the validity period of the Board. For relevant information, please refer to the relevant announcements dated 17 January, 21 April and 9 June 2017 disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo.com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC]2017-002, [CIMC]2017-024 and [CIMC]2017-033) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk). As at the end of the Reporting Period, the Non-public Offering of A Shares is still suspended.
- 2. On 7 April 2017, China Merchants Port Holdings Company Limited, the former shareholder of the Company, transferred all shares of its wholly-owned subsidiary Soares Limited (indirectly holding shares of the Company through the wholly-owned subsidiary China Merchants (CIMC) Investment Limited) to China Merchants Industry Holdings Co., Ltd. by agreement. Upon the completion of transaction on 9 June 2017, China Merchants Industry Holdings Co., Ltd. has become the controlling shareholder wholly-owned Soares Limited and also the largest shareholder of the Company indirectly by indirectly holding 730,557,217 H Shares of the Company (accounting for 24.51% of the total issued shares of the Company) through Soares Limited and China Merchants (CIMC) Investment Limited. As the number and percentage of shares of Soares Limited, China Merchants Group remained unchanged before and after the transfer of shares of Soares Limited, China Merchants Group continued to be the largest shareholder of the Company indirectly. For relevant information, please refer to the relevant announcements dated 8 April and 9 June 2017 disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo.com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC]2017-020 and [CIMC]2017-032) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).
- 3. As considered and approved by the 11th meeting of the eighth session of the Board of Directors of the Company for 2017 and the 6th meeting of the eighth session of the Supervisory Committee for 2017, the Company revised the accounting policies of the Company pursuant to the requirements under "Notice on Issuance of Revised Accounting Standards for Business Enterprises No. 16 Government Subsidy" (Cai Kuai [2017] No. 15) issued by MOF and "Notice on the Issuance of the Accounting Standards for Business Enterprises No. 42 Non-current Assets Held for Sale, Disposal Group and Termination of Operation" (Cai Kuai [2017] No. 13) issued by MOF and has implemented such revised accounting policies since 12 June 2017 and 28 May 2017 according to the relevant requirements respectively. For relevant information, please refer to the relevant announcements dated 28 August 2017 disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo.com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC]2017-058) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

| Summary of significant events  | Date of disclosure                                | Search index of the tentative announcement disclosure website |
|--|---|---|
| 1. Application for the suspension of the Non-public<br>Offering of A Shares and adjustment in the plan for the<br>Non-public Offering of A Shares and extension of the<br>validity period of the resolution by the shareholders'<br>general meeting as well as the validity period of the<br>mandate | 17 January 2017, 21 April 2017 and<br>9 June 2017 | www.cninfo.com.cn   |
| 2. Changes in shareholding of China Merchants Industry<br>Holdings Co., Ltd. in the Company  | 8 April 2017 and 10 June 2017                     | www.hkexnews.hk   |
| 3. Changes in accounting policy  | 28 August 2017                                    | www.cimc.com  |

#### XVIII. MATERIAL EVENTS OF SUBSIDIARIES

 $\Box$  Applicable  $\sqrt{Not}$  Applicable

#### XIX. SIGNIFICANT SUBSEQUENT EVENTS

- 1. On 5 July 2017, EIHL (Shenzhen) entered into the relevant agreement with SOE and SOE Bankruptcy and Liquidation Team (南通太平洋破產清算組) to propose to purchase the major assets of SOE through acquiring the entire equity interests in SOE. On 4 August 2017, the SOE Restructuring Plan was approved at the creditors' meeting of SOE and approved by the court. On 16 August 2017, SOE has become an indirect wholly-owned subsidiary of CIMC Enric and an indirect non-wholly-owned subsidiary of the Group. SOE has renamed as "南通中集太平洋海洋工程有限公司" (Nantong CIMC SinoPacific Offshore & Engineering Co., Ltd.). For relevant information, please refer to the announcements dated 6 July, 4 August and 16 August 2017 disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo. com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC]2017-036, [CIMC]2017-047 and [CIMC]2017-054) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).
- 2. On 17 July 2017, CIMC Skyspace Real Estate and CGRE entered into a capital increase agreement, pursuant to which CGRE injected an amount of RMB926,322,300 into the capital of CIMC Skyspace Real Estate and held as to 25% of its equity after the completion while the Company held 61.5% equity interest in CIMC Skyspace Real Estate though CIMC Shenfa. For relevant information, please refer to the announcements dated 17 July 2017 disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo.com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC] 2017-040) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).
- 3. On 3 August 2017, Shenzhen Southern CIMC Containers Manufacture Co., Ltd. (深圳南方中集集裝箱製造有限公司) ("Southern CIMC"), a wholly-owned subsidiary of the Company, and China Merchants Shekou Industrial Zone Holdings Co., Ltd. (招商局蛇口工業區控股股份有限公司) ("China Merchants Shekou") entered into a relocation compensation agreement for the land in Prince Bay, Shekou, pursuant to which Southern CIMC agreed to relocate and return the leasehold land in Prince Bay, Shekou to China Merchants Shekou and China Merchants Shekou agreed to pay compensation based on the appraised value of RMB494,894,588. Such matter has been submitted to the first extraordinary general meeting in 2017 of the Company to be convened on 26 September 2017 for consideration and approval. For relevant information, please refer to the announcements dated 3 August and 11 August 2017 and the notice of general meeting disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo.com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC] 2017-045 and [CIMC] 2017-052) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

#### XX. CORPORATE BONDS

The Company has no publicly issued corporate bonds that are listed on stock exchanges, undue as at the date approving the issue of the 2017 interim report or falling due but not fully repaid.

## 70 Chapter VII Changes in Share Capital and Information on Substantial Shareholders

#### I. CHANGES IN SHAREHOLDINGS IN THE REPORTING PERIOD

#### 1. Change in Share Capital

Unit: Shares

|  |                      | vement<br>cember 2016) |              | ase/decrease (<br>Conversion | ·+/-)         |             | ovement<br>June 2017) |                      |                |
|--|----------------------|------------------------|--------------|------------------------------|---------------|-------------|-----------------------|----------------------|----------------|
|  | Numbers<br>of shares | Percentage             | New<br>issue | Bonus<br>issue               | from reserves | Others      | Sub-total             | Numbers<br>of shares | Percentage     |
| <ol> <li>Shares with selling restrictions</li> <li>State-owned shares</li> </ol>           | 699,526<br>0         | 0.02%<br>0.00%         | 0<br>0       | 0<br>0                       | 0<br>0        | 28,500<br>0 | 28,500<br>0           | 728,026<br>0         | 0.02%<br>0.00% |
| <ol> <li>Shares held by state-owned<br/>companies</li> <li>Shares held by other</li> </ol> | 0                    | 0.00%                  | 0            | 0                            | 0             | 0           | 0                     | 0                    | 0.00%          |
| domestic investors<br>Shares held by domestic legal  | 699,526              | 0.02%                  | 0            | 0                            | 0             | 28,500      | 28,500                | 728,026              | 0.02%          |
| person<br>Shares held by domestic  | 0                    | 0.00%                  | 0            | 0                            | 0             | 0           | 0                     | 0                    | 0.00%          |
| natural persons<br>4. Shares held by foreign   | 699,526              | 0.02%                  | 0            | 0                            | 0             | 28,500      | 28,500                | 728,026              | 0.02%          |
| investors<br>Shares held by foreign legal  | 0                    | 0.00%                  | 0            | 0                            | 0             | 0           | 0                     | 0                    | 0.00%          |
| person<br>Shares held by foreign natural   | 0                    | 0.00%                  | 0            | 0                            | 0             | 0           | 0                     | 0                    | 0.00%          |
| persons<br>II. Shares without selling  | 0                    | 0.00%                  | 0            | 0                            | 0             | 0           | 0                     | 0                    | 0.00%          |
| restrictions<br>1. RMB-denominated   | 2,977,877,460        | 99.98%                 | 1,775,800    | 0                            | 0             | (28,500)    | 1,747,300             | 2,979,624,760        | 99.98%         |
| Ordinary Shares (A Shares)<br>2. Shares traded in non-<br>RMB currencies and listed        | 1,261,300,851        | 42.35%                 | 1,775,800    | 0                            | 0             | (28,500)    | 1,747,300             | 1,263,048,151        | 42.38%         |
| domestically<br>3. Shares traded in non-RMB<br>currencies and listed                       | 0                    | 0.00%                  | 0            | 0                            | 0             | 0           | 0                     | 0                    | 0.00%          |
| overseas (H Shares)  | 1,716,576,609        | 57.63%                 | 0            | 0                            | 0             | 0           | 0                     | 1,716,576,609        | 57.60%         |
| 4. Others  | 0                    | 0.00%                  | 0            | 0                            | 0             | 0           | 0                     | 0                    | 0.00%          |
| III. Total shares  | 2,978,576,986        | 100.00%                | 1,775,800    | 0                            | 0             | 0           | 1,775,800             | 2,980,352,786        | 100.00%        |

Reasons for changes in shares

- (1) On 27 March 2017, the Company's senior management Mr. Jin Jianlong retired upon expiry of its term. 210,000 A shares (including 52,500 circulating shares without selling restrictions) holding by him were all subject to selling restriction since him length of service falls below six months.
- (2) On 3 January 2017, the Company's senior management Mr. Liu Xuebin sold 24,000 shares without selling restrictions.
- (3) During the Reporting Period, 1,730,800 options were exercised during the second exercisable period for the First Tranche of Share Options, and 45,000 options were exercised during the second exercisable period for the Second Tranche of Share Options, that is, totalling 1,775,800 share options were exercised.

Approval for changes in share capital

 $\Box$  Applicable  $\sqrt{Not Applicable}$ 

Transfer for changes in shares

 $\Box$  Applicable  $\sqrt{\text{Not Applicable}}$ 

Effects of changes in share capital on financial indicators such as the basic earnings per share and diluted earnings per share, or the net assets per share attributable to ordinary Shareholders of the Company of the previous year or latest period

 $\sqrt{\text{Applicable}}$   $\square$  Not Applicable

|                    | Item                                 | Pre-movement<br>in shares<br>(RMB/share) | Post-movement<br>in shares<br>(RMB/share) |
|--------------------|--------------------------------------|--|---|
| 2016               | Basic earnings per share             | 0.14                                     | 0.14                                      |
|                    | Diluted earnings per share           | 0.14                                     | 0.14                                      |
|                    | Net assets per share attributable to |  |   |
|                    | ordinary Shareholders of the Company | 9.14                                     | 9.14                                      |
| First half of 2017 | Basic earnings per share             | 0.2554                                   | 0.2554                                    |
|                    | Diluted earnings per share           | 0.2544                                   | 0.2554                                    |
|                    | Net assets per share attributable to |  |   |
|                    | ordinary Shareholders of the Company | 10.01                                    | 10.01                                     |

Other matters that the Company deemed necessary to or required by the securities regulatory authority to be disclosed

 $\Box$  Applicable  $\sqrt{Not}$  Applicable

#### 2. Changes in Shares with Selling Restrictions

 $\sqrt{\text{Applicable}}$   $\square$  Not Applicable

Unit: Shares

| Name of Shareholders  | Number of<br>shares with<br>selling<br>restrictions<br>at the<br>beginning<br>of the period | Number<br>of shares<br>with selling<br>restrictions<br>expired in<br>the period | Increase<br>in number<br>of shares<br>with selling<br>restrictions<br>in the period | Number<br>of shares<br>with selling<br>restrictions<br>at the end<br>of the period | Reasons for selling restrictions   | Expiry date<br>of selling<br>restrictions |
|-----------------------|---|---|---|--|--|---|
| Mai Boliang (Note 1)  | 371,026   | 0   | 0   | 371,026  | Shares subject to selling restrictions in<br>accordance with relevant provisions of<br>stock exchanges and clearing companies  | Nil                                       |
| Yu Ya (Note 1)        | 75,000  | 0   | 0   | 75,000   | Same as above  | Nil                                       |
| Jin Jianlong (Note 2) | 157,500   | 0   | 52,500  | 210,000  | Retired on 27 March 2017. Shares held by<br>him without restrictions were locked<br>since his length of service falls below six<br>months as at the date of this Report. | Nil                                       |
| Liu Xuebin (Note 3)   | 96,000  | (24,000)  | 0   | 72,000   | Shares subject to selling restrictions<br>released from selling restrictions in<br>accordance with relevant provisions of<br>stock exchanges and clearing companies      | 3 January 2017                            |
| Total                 | 699,526   | (24,000)  | 52,500  | 728,026  |  |   |

Note 1: Mai Boliang holds 371,026 shares subject to selling restrictions attributable to executives. Yu Ya holds 75,000 shares subject to selling restrictions attributable to executives. 25% of the total shares held by them will not be subject to selling restrictions at the beginning of each year and the unsold part will be included into the total shares held by the senior management to calculate the shares with selling restrictions for the next year.

Note 2: On 27 March 2017, the Company's senior management Jin Jianlong retired upon his expiry of term. As at the end of the Reporting Period, 210,000 A shares (including 52,500 circulating shares without selling restrictions) held by him were all subject to selling restriction since his length of service fell below six months.

Note 3: During the Reporting Period, the Company's vice president Liu Xuebin sold his shares not subject to selling restrictions from the beginning of the year (i.e. 24,000 shares).

#### II. ISSUE AND LISTING OF SECURITIES

 $\Box$  Applicable  $\sqrt{\text{Not Applicable}}$ 

#### Non-public Offering of A Shares Plan

On 31 May 2016, as considered and approved at the 2015 annual general meeting, the first 2016 A Shares class general meeting and the first 2016 H Shares class general meeting of the Company, the Company proposed a non-public offering of no more than 386,263,593 new A Shares (including 386,263,593 shares) at a price no less than RMB13.86 per share to no more than 10 eligible investors including domestic institutional investors and individual investors that meet the relevant requirements and conditions. Gross proceeds shall not exceed RMB6.0 billion. The plan of the Non-public Offering of A Shares of the Company was accepted by the CSRC on 13 October 2016. On 17 January 2017, as certain matters still need to be resolved, the Company submitted an application to the China Securities Regulatory Commission for the suspension of inspection of the documents of the Non-public Offering of A Shares. On 9 June 2017, in order to ensure the implementation of the relevant work, upon consideration and approval at the annual general meeting of 2016, the first 2017 class meeting of A Shares and the first 2017 class meeting of H Shares of the Company, the Company's proposal to adjust the plan of the Non-public Offering of A Shares with total number of issue to and including 391,900,718 shares, issue price to RMB15.31 per share, price determination date to 21 April 2017 and to extend the valid period for the general meeting resolution and the authorisation granted to the Board without any change to the gross proceeds of RMB6.0 billion. For relevant information, please refer to the 2016 Annual Report of the Company and the relevant announcements dated 17 January, 21 April and 9 June 2017 disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo.com.cn), the Company's website (www.cimc. com) (Notice No.: [CIMC] 2017-002, [CIMC]2017-024 and [CIMC]2017-033) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk). As at the end of the Reporting Period, the Non-public Offering of A Shares is still suspended.

#### III. NUMBER OF SHAREHOLDERS AND SHAREHOLDINGS OF THE COMPANY

As at 30 June 2017, the total number of Shareholders of the Company was 80,942, including: 12 holders of H Shares and 80,930 holders of A Shares.

Unit: Shares

| Total ordinary Shareholders<br>at the end of the Reporting<br>Period   | Total: 80,942<br>(including: A Shar         | es: 80,930, H Shai         |   | Total number of voting rights w | ere restored at   | the end of the  |                          | 0                     |
|--|---|----------------------------|---|---------------------------------|---|---|--------------------------|-----------------------|
|  | hareholdings of the                         | ordinary Shareho           | Number of   | above 5% or the                 | rting Period (if a top ten ordinar  |   | 0                        |                       |
| Name of Shareholders   | Nature of<br>Shareholders                   | Percentage of shareholding | ordinary<br>shares<br>held at<br>the end<br>of the<br>Reporting<br>Period<br>(Shares) | Changes<br>during the           | Number of<br>ordinary<br>shares with<br>selling<br>restrictions<br>(Shares) | Number of<br>ordinary<br>shares<br>without<br>selling<br>restrictions<br>(Shares) | Pledged or fro<br>Status | ozen shares<br>Number |
| HKSCC Nominees Limited (Note 1)  | Foreign legal                               | 57.59%                     | 1,716,412,609   | 65,099,538                      | -   | 1,716,412,609   | _                        | 0                     |
| COSCO Container Industries<br>Limited (Note 2)   | person<br>Foreign legal<br>person           | 14.50%                     | 432,171,843   | -                               | -   | 432,171,843   | -                        | 0                     |
| China Securities Finance<br>Corporation Limited  | State-owned legal person                    | 2.70%                      | 80,414,863  | (6,252,204)                     | -   | 80,414,863  | -                        | 0                     |
| Central Huijin Asset Management<br>Ltd.  |   | 1.27%                      | 37,993,800  | -                               | -   | 37,993,800  | -                        | 0                     |
| ICBC Credit Suisse Fund –<br>Agricultural Bank –ICBC Credit<br>Suisse China Securities and<br>Financial Assets Management<br>Program | Domestic<br>non-state-owned<br>legal person | 0.32%                      | 9,566,600   | -                               | -   | 9,566,600   | _                        | 0                     |
| Zhong Ou Fund – Agricultural Ban<br>–Zhong Ou China Securities and<br>Financial Assets Management<br>Program                         |   | 0.32%                      | 9,566,600   | -                               | -   | 9,566,600   | -                        | 0                     |
| Bosera Funds – Agricultural Bank<br>–Bosera China Securities and<br>Financial Assets Management<br>Program                           | Domestic<br>non-state-owned<br>legal person | 0.32%                      | 9,566,600   | -                               | -   | 9,566,600   | _                        | 0                     |
| Dacheng Fund – Agricultural Bank<br>–Dacheng China Securities and<br>Financial Assets Management<br>Program                          |   | 0.32%                      | 9,566,600   | -                               | _   | 9,566,600   | -                        | 0                     |
| Harvest Fund – Agricultural Bank<br>–Harvest China Securities and<br>Financial Assets Management<br>Program                          | Domestic<br>non-state-owned<br>legal person | 0.32%                      | 9,566,600   | -                               | -   | 9,566,600   | -                        | 0                     |
| Yinhua Fund – Agricultural Bank<br>– Yinhua China Securities and<br>Financial Assets Management<br>Program                           | Domestic<br>non-state-owned<br>legal person | 0.32%                      | 9,566,600   | _                               | -   | 9,566,600   | -                        | 0                     |
| The relationship or concerted<br>action of the above mentioned<br>Shareholders   | Unknown                                     |                            |   |                                 |   |   |                          |                       |

#### Shareholdings of top ten ordinary Shareholders without selling restrictions Number of ordinary shares without selling restrictions held at the end of the Type of shares Name of Shareholders Type of shares **Reporting Period** Number HKSCC Nominees Limited (Note 1) 1,716,412,609 Overseas listed foreign shares 1,716,412,609 COSCO Container Industries Limited (Note 2) 432,171,843 RMB-denominated 432,171,843 ordinary shares China Securities Finance Corporation Limited 80,414,863 RMB-denominated 80,414,863 ordinary shares Central Huijin Asset Management Ltd. 37,993,800 Overseas listed foreign shares 37,993,800 ICBC Credit Suisse Fund – Agricultural Bank – ICBC 9,566,600 RMB-denominated 9,566,600 Credit Suisse China Securities and Financial ordinary shares Assets Management Program Zhong Ou Fund – Agricultural Bank – Zhong 9,566,600 **RMB-denominated** 9,566,600 Ou China Securities and Financial Assets ordinary shares Management Program Bosera Funds – Agricultural Bank – Bosera China 9,566,600 **RMB-denominated** 9,566,600 Securities and Financial Assets Management ordinary shares Program Dacheng Fund – Agricultural Bank – Dacheng China 9,566,600 **RMB-denominated** 9,566,600 Securities and Financial Assets Management ordinary shares Program Harvest Fund – Agricultural Bank -Harvest China 9,566,600 **RMB**-denominated 9,566,600 Securities and Financial Assets Management ordinary shares Program Yinhua Fund – Agricultural Bank – Yinhua China 9,566,600 **RMB**-denominated 9,566,600 Securities and Financial Assets Management ordinary shares Program The relationship or concerted action between Unknown the top ten Shareholders of circulating shares without selling restrictions, or the top ten Shareholders of circulating shares without selling restrictions and the top ten Shareholders Explanation on the top ten ordinary Shareholders Nil participating in financing securities business (if any)

Note 1: As at 30 June 2017, HKSCC Nominees Limited was the registered holder of 1,716,412,609 H shares, including (but not limited to) the 730,557,217 H shares of the Company held by China Merchants Group through its certain subsidiaries and the 245,842,181 H shares of the Company held by China COSCO Shipping through its subsidiaries (including 220,520,075 H shares held by COSCO Container Industries Limited).

Note 2: As at 30 June 2017, COSCO Container Industries Limited held 220,520,075 H shares of the Company which were registered under HKSCC Nominees Limited (see above-mentioned Note 1) and 432,171,843 A shares of the Company.

The top ten ordinary Shareholders and the top ten ordinary Shareholders without selling restrictions did not conduct any agreed repurchase transactions during the Reporting Period.

#### IV. CHANGE OF CONTROLLING SHAREHOLDERS AND DE FACTO CONTROLLER

#### 1. Controlling Shareholders of the Company

 $\Box$  Applicable  $\sqrt{Not}$  Applicable

There is no controlling Shareholder in the Company. During the Reporting Period, there was no change.

#### 2. De Facto Controller

 $\Box$  Applicable  $\sqrt{Not}$  Applicable

There is no de facto controller in the Company. During the Reporting Period, there was no change.

# V. DISCLOSURE OF SHAREHOLDINGS OF THE SUBSTANTIAL SHAREHOLDERS UNDER THE SFO OF HONG KONG

As far as the Directors are aware, as at 30 June 2017, the persons (other than the Directors, Supervisors or the chief executive of the Company) who had interests or short positions in the shares and underlying shares of the Company which are required to be recorded in the register of interests in shares and short positions required to be kept by the Company pursuant to Section 336 of the SFO are as follows:

| Name of Shareholder            | Nature of shares | Number of<br>shares (Shares) | Capacity  | Percentage of<br>such shares in the<br>same class of the<br>issued shares (%) | Percentage of such<br>shares in the total<br>issued shares (%) |
|--------------------------------|------------------|------------------------------|---|---|--|
| China Merchants Group (Note 1) | H Shares         | 730,557,217 (L)              | Interest of corporation controlled by the substantial Shareholder | 42.56%  | 24.51%   |
| China COSCO Shipping (Note 2)  | A Shares         | 432,171,843 (L)              | Interest of corporation controlled by the substantial Shareholder | 34.20%  | 14.50%   |
|                                | H Shares         | 245,842,181 (L)              | Interest of corporation controlled by the substantial Shareholder | 14.32%  | 8.25%  |
| Zhao John Huan (Note 3)        | H Shares         | 358,251,896 (L)              | Interest of corporation controlled by the substantial Shareholder | 20.87%  | 12.02%   |
| Broad Ride Limited (Note 3)    | H Shares         | 215,203,846 (L)              | Beneficial owner  | 12.54%  | 7.22%  |
|                                | H Shares         | 143,048,050 (L)              | Person having security interest in shares                         | 8.33%   | 4.80%  |
| Promotor Holdings Limited      | H Shares         | 143,048,050 (L)              | Beneficial owner  | 8.33%   | 4.80%  |

(L) Long Position

- Note 1: 730,557,217 H shares were held by China Merchants (CIMC) Investment Limited in the capacity of beneficial owner. China Merchants (CIMC) Investment Limited was wholly-owned by Soares Limited, which was in turn wholly-owned by China Merchants Industry Holdings Co., Ltd., which was wholly-owned by China Merchants Holdings (Hong Kong) Company Limited, which was wholly-owned by China Merchants Steam Navigation Company Limited, which was wholly-owned by China Merchants Group. Accordingly, pursuant to Part XV of the SFO, China Merchants Group was deemed to have interests in the 730.557,217 H shares of the Company.
- Note 2: Among which, 220,520,075 H shares were held by COSCO Container Industries Limited in the capacity of beneficial owner. 25,322,106 H shares were held by Long Honour Investments Limited in the capacity of beneficial owner. COSCO Container Industries Limited was wholly-owned by Long Honour Investments Limited, which was in turn wholly-owned by COSCO Shipping Development (Hong Kong) Co., Limited, which was wholly-owned by COSCO Shipping Development Co., Ltd., which was owned by China Shipping (Group) Company as to 39.02%, which was wholly-owned by China COSCO Shipping. Accordingly, pursuant to Part XV of the SFO, China COSCO Shipping was deemed to have interests in the 245,842,181 H shares of the Company. In addition, China COSCO Shipping also held 432,171,843 A shares of the Company through the aforementioned subsidiaries.
- Note 3: 215,203,846 H shares were held by Broad Ride Limited in the capacity of beneficial owner while the other 143,048,050 H shares were held by Broad Ride Limited in the capacity of person having security interest in shares. Broad Ride Limited was wholly-owned by Hony Capital Fund V, L.P., which was in turn wholly-owned by Hony Capital Fund V GP, L.P., which was wholly-owned by Hony Capital Fund V GP L.P., which was wholly-owned by Hony Capital Fund V GP Limited, which was wholly-owned by Hony Group Management Limited, which was wholly-owned by Hony Managing Partners Limited as to 80%, which was wholly-owned by John Huan Zhao as to 49%. Accordingly, pursuant to Part XV of the SFO, John Huan Zhao was deemed to have interests in the 358,251,896 H shares of the Company.

Save as disclosed above and as far as the Directors are aware, as at 30 June 2017, no other person (other than a Director, Supervisor or senior management of the Company) had any interests recorded in the register of interests in shares and short positions required to be kept by the Company pursuant to Section 336 of the SFO of Hong Kong.

#### Substantial Shareholders of the Company

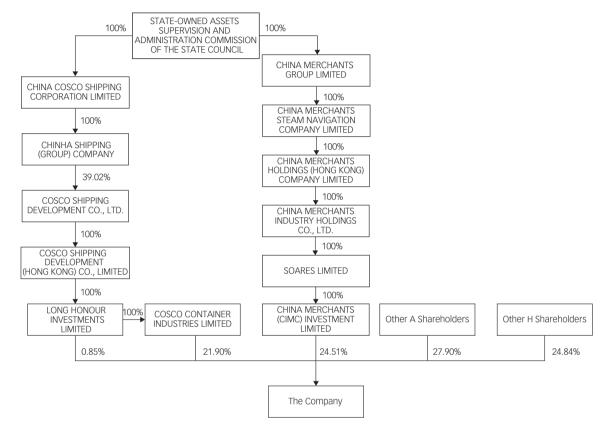
As at the end of the Reporting Period, the substantial Shareholders of the Company are China Merchants Group and China COSCO Shipping.

China Merchants Group was incorporated on 14 October 1986 in the PRC. Its registered capital is RMB10,050 million and its chairman of the board of directors is Li Jianhong. China Merchants Group's business focuses on three core industries, namely traffic (harbour, highway, shipping and transportation, logistics, ocean engineering and trade), finance (bank, securities, funds and insurance) and real estates (industrial zone development and real estate development). On 9 June 2017, China Merchants Port Holdings Company Limited, a subsidiary of China Merchants Group, completed the transaction of transferring all shares of Soares Limited to China Merchants Industry Holdings Co., Ltd., another subsidiary of China Merchants Group. As of the end of the Reporting Period, China Merchants Holdings (Hong Kong) Company Limited, China Merchants Industry Holdings Co., Ltd., Soares Limited and China Merchants (CIMC) Investment Limited) held 24.51% of the issued shares of the Company and remains as the largest shareholder of the Company indirectly.

China COSCO Shipping was incorporated in February 2016 in the PRC. Its registered capital is RMB11 billion and its legal representative is Xu Lirong. China COSCO Shipping will take shipping, integrated logistics and related financial service as the pillar to provide global integrated logistics supply chain services among various industrial clusters. As of the end of the Reporting Period, China COSCO Shipping, the second largest shareholder of the Company indirectly, through its subsidiaries (including China Shipping (Group) Company, COSCO SHIPPING Development Co., Ltd., COSCO Shipping Development (Hong Kong) Co., Limited, Long Honour Investments Limited and COSCO Container Industries Limited etc.) held 22.75% of the issued shares of the Company.

Except for the abovementioned China Merchants Group and China COSCO Shipping, no other legal person or individual holds 10% or more of the total issued share capital of the Company (excluding HKSCC Nominees Limited).

# Shareholding Relationships between the Company and the Substantial Shareholders as of the end of the Reporting Period



#### VI. SUFFICIENCY OF PUBLIC FLOAT

As at the Latest Practicable Date, based on the public information available to the Company and as far as the Board of the Company are aware, the Directors confirm that, the minimum public float of the Company has satisfied the requirements of the Hong Kong Listing Rules.

#### VII. REPURCHASE, SALE OR REDEMPTION OF SECURITIES

The Company or any of its subsidiaries did not repurchase, sell or redeem any of the listed securities of the Company during the Reporting Period.

#### VIII. RELEVANT INFORMATION ABOUT PREFERRED SHARES

 $\Box$  Applicable  $\sqrt{Not}$  applicable

There was no preferred shares during the Reporting Period.

#### 78 Chapter VIII Information on Directors, Supervisors and Senior Management

# I. CHANGES ON SHAREHOLDINGS OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

 $\sqrt{\text{Applicable}}$   $\square$  Not Applicable

Unit: Shares

| Name       | Position       | Status  | Class of shares      | Shares<br>held at the<br>beginning<br>of the<br>Reporting<br>Period | Increase of<br>shares<br>during the<br>Reporting<br>Period | Decrease<br>of shares<br>during the<br>Reporting<br>Period | Shares<br>held at the<br>end of the<br>Reporting<br>Period | Restricted<br>shares<br>granted<br>at the<br>beginning<br>of the<br>Reporting<br>Period | Restricted<br>shares<br>granted<br>during the<br>Reporting<br>Period | Restricted<br>shares<br>granted<br>at the<br>end of the<br>Reporting<br>Period |
|------------|----------------|---------|----------------------|---|--|--|--|---|--|--|
| Liu Xuebin | Vice president | Current | A Shares<br>H Shares | 96,000<br>2,400   | 0<br>0   | 24,000<br>0  | 72,000<br>2,400  | 0<br>0  | 0<br>0   | 0<br>0   |

II. CHANGES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT OF THE COMPANY

# 1. During the Reporting Period, changes of Directors, Supervisors and senior management of the Company are set out below:

| Name         | Position                                   | Туре                                  | Date          | Reasons                            |
|--------------|--|---------------------------------------|---------------|------------------------------------|
| Jin Jianlong | General Manager of<br>Financial Department | Retirement upon<br>expiry of the term | 27 March 2017 | Retirement upon expiry of the term |
| Zeng Han     | General Manager of<br>Financial Department | Appointment                           | 27 March 2017 | Appointment                        |

## 2. The changes of Directors and Supervisors of the Company after the Reporting Period are set out below:

On 7 August 2017, Mr. Wang Zhixian resigned from the position of non-executive Director of the Company and all the positions in the Risk Management Committee and the Remuneration and Appraisal Committee of the Board due to the change in job assignments. The resignation of Mr. Wang Zhixian has taken effect from the date of the Board's receipt of his written resignation. On 11 August 2017, the Board proposed to nominate Mr. Hu Xianfu as a non-executive Director of the eighth session of the Board. According to the Articles of Association, the proposed appointment has been submitted to the first extraordinary general meeting in 2017 of the Company to be convened on 26 September 2017 for consideration and approval.

On 7 August 2017, Mr. Lv Shengzhou proposed to resign from the position of the Supervisor representing shareholder of the Company due to the change in work arrangement. Mr. Lv Shengzhou's resignation will result in the total number of supervisors of the Company falling below the minimum quorum; therefore, according to the Articles of Association, Mr. Lv Shengzhou's resignation will not come into effect until a new supervisor is elected at the Company's general meeting to fill the vacancy. Mr. Lv Shengzhou shall continue to fulfill the duties of supervisor before his resignation takes effect. On 11 August 2017, the Supervisory Committee proposed to nominate Mr. Wang Hongyuan as a Supervisor representing shareholder of the eighth session of the Supervisory Committee. According to the Articles of Association, the proposed appointment has been submitted to the first extraordinary general meeting in 2017 of the Company to be convened on 26 September 2017 for consideration and approval.

For relevant information, please refer to the announcements dated 7 August and 11 August 2017 disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo.com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC] 2017-048 and [CIMC] 2017-051) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

# III. INTERESTS OF DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVES IN THE SHARE CAPITAL OF THE COMPANY AND ASSOCIATED CORPORATION THEREOF

As at 30 June 2017, the interests and short positions held by the Directors, Supervisors and chief executives of Company in any shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of SFO) pursuant to Part XV of the SFO which are required to be notified to the Company and the Hong Kong Stock Exchange under Divisions 7 and 8 of Part XV of the SFO, including interests and short positions which the Directors or Supervisors of the Company are taken or deemed to have under such provisions of the SFO, or which are required to be notified by the Directors, Supervisors and chief executives to the Company and the Hong Kong Stock Exchange in accordance with the Model Code contained in Appendix 10 of the Hong Kong Listing Rules, were as follows:

#### 80 Chapter VIII Information on Directors, Supervisors and Senior Management

#### 1. Interest in the Shares of the Company:

| Name        | Nature of interest  | Class of shares | Number<br>of shares<br>(shares) | Percentage of<br>such shares<br>in the issued<br>shares of the<br>same class (%) | Percentage of<br>such shares in<br>the total issued<br>shares (%) |
|-------------|---------------------|-----------------|---------------------------------|--|---|
| Mai Boliang | Beneficial interest | A Shares        | 494,702                         | 0.04%  | 0.02%   |

#### 2. Interest in the Underlying Shares of the Company:

For details of the interests in the underlying shares of the Company held by Directors, Supervisors and the chief executive of the Company as at 30 June 2017, please refer to "XII. Implementation of the Company's Incentive Scheme, Employee Stock Ownership Scheme or Other Employee Incentive Measures" under "Chapter VI Significant Events" in this Report.

#### 3. Interests in the Shares of Associated Corporations of the Company:

| Name        | Associated corporation | Nature of interest     | Number<br>of shares<br>held (shares) | Percentage of<br>such shares in<br>the total issued<br>shares or total<br>equity interest<br>(%) |
|-------------|------------------------|------------------------|--------------------------------------|--|
| Mai Boliang | CIMC Vehicle (Group)   | Beneficiary of a trust | Not applicable                       | 0.74% (Note)   |
|             | CIMC Enric             | Beneficial interest    | 3,260,000                            | 0.17%  |

Note: Mr. Mai Boliang indirectly held 0.74% interest in CIMC Vehicle (Group) by holding 4.69% share in the CR Trust CIMC Vehicle (Group) Equity Trust Plan. For the details of the CR Trust CIMC Vehicle (Group) Equity Trust Plan, please refer to "(3) Implementation of the equity trust scheme of the subsidiary CIMC Vehicle (Group)" of "XII. Implementation of the Company's Share Option Incentive Scheme, Employee Stock Ownership Scheme or Other Employee Incentive Measures" under "Chapter VI Significant Events" in this Report.

Save as disclosed above, as at 30 June 2017, as far as the Directors of the Company are aware, none of the Directors, Supervisors and the chief executive held any interest or short position in the shares, underlying shares and debentures (within the meaning of Part XV of the SFO) of the Company and any of its associated corporations, which are required to be notified to the Company and the Hong Kong Stock Exchange under Divisions 7 and 8 of Part XV of the SFO, including interests and short positions which are taken or deemed to have under such provisions of the SFO, or which are required to be notified to the Company and the Hong Kong Stock Exchange Under Section 352 of the SFO, or otherwise required to be notified to the Company and the Hong Kong Stock Exchange Stock Exchange Under Section 352 of the SFO, or otherwise required to be notified to the Company and the Hong Kong Stock Exchange Under Section 352 of the SFO, or otherwise required to be notified to the Company and the Hong Kong Stock Exchange Under Stock Exchange Under the Model Code contained in Appendix 10 of the Hong Kong Listing Rules.

#### IV. CHANGES IN INFORMATION OF DIRECTORS AND SUPERVISORS

There was no change in information of the current Directors and Supervisors of the Company during the Reporting Period. For details, please refer to 2016 Annual Report.

#### 1. AUDIT REPORT

Whether the interim report audited or not

 $\Box$  Applicable  $\sqrt{Not}$  Applicable

The 2017 Interim Financial Report of the Company has not been audited.

#### 2. FINANCIAL REPORT

China International Marine Containers (Group) Co., Ltd.

The financial report for the period from 1 January 2017 to 30 June 2017

The notes to the financial statements are denominated in: RMB'000

## Consolidated Balance Sheet

As at 30 June 2017

(All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|   |       | 30 June     | 31 December |
|---|-------|-------------|-------------|
|   | Note  | 2017        | 2016        |
| Assets  |       |             |             |
| Current assets:                                       |       |             |             |
| Cash at bank and on hand                              | IV.1  | 5,737,102   | 6,325,998   |
| Financial assets at fair value through profit or loss | IV.2  | 187,117     | 141,160     |
| Notes receivable                                      | IV.3  | 1,096,250   | 1,536,191   |
| Accounts receivable                                   | IV.4  | 16,371,018  | 11,526,075  |
| Advance to suppliers                                  | IV.6  | 2,393,030   | 2,165,982   |
| Interest receivable                                   |       | 8,580       | 9,250       |
| Dividend receivable                                   |       | 42,055      | 41,959      |
| Other receivables                                     | IV.5  | 8,243,976   | 9,347,887   |
| Inventories   | IV.7  | 18,336,871  | 17,409,515  |
| Assets classified as held for sale                    | IV.8  | 203,847     | 203,847     |
| Current portion of non-current assets                 | IV.9  | 4,118,028   | 3,941,689   |
| Other current assets                                  | IV.10 | 719,176     | 702,478     |
| Total current assets                                  |       | 57,457,050  | 53,352,031  |
| Non-current assets                                    |       |             |             |
| Financial assets at fair value through profit or loss | IV.2  | 249,034     | 325,187     |
| Available-for-sale financial assets                   | IV.11 | 461,762     | 442,726     |
| Long-term receivables                                 | IV.12 | 13,499,327  | 13,220,242  |
| Long-term equity investments                          | IV.13 | 2,249,428   | 2,162,217   |
| Investment properties                                 | IV.14 | 1,722,065   | 1,752,608   |
| Fixed assets  | IV.15 | 21,674,735  | 22,037,261  |
| Construction in progress                              | IV.16 | 23,804,653  | 22,769,189  |
| Disposal of fixed assets                              | IV.17 | 120,420     | 130,050     |
| Intangible assets                                     | IV.18 | 4,484,650   | 4,654,757   |
| Development costs                                     | IV.18 | 56,588      | 49,990      |
| Goodwill  | IV.19 | 2,140,393   | 2,127,893   |
| Long-term prepaid expenses                            | IV.20 | 281,156     | 246,574     |
| Deferred tax assets                                   | IV.21 | 1,276,916   | 1,257,670   |
| Other non-current assets                              | IV.22 | 20,677      | 86,353      |
| Total non-current assets                              |       | 72,041,804  | 71,262,717  |
| TOTAL ASSETS  |       | 129,498,854 | 124,614,748 |

## Consolidated Balance Sheet (Continued)

As at 30 June 2017

(All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|  | Note  | 30 June<br>2017          | 31 December<br>2016     |
|--|-------|--------------------------|-------------------------|
| LIABILITIES AND SHAREHOLDERS' EQUITY   |       |                          |                         |
| Current liabilities:   |       |                          |                         |
| Short-term borrowings  | IV.25 | 17,945,748               | 15,729,787              |
| Financial liabilities at fair value through profit or loss                           | IV.26 | 134,772                  | 141,806                 |
| Notes payable  | IV.27 | 1,253,175                | 1,551,582               |
| Accounts payable   | IV.28 | 11,345,178               | 10,160,951              |
| Advances from customers  | IV.29 | 4,545,835                | 3,780,694               |
| Employee benefits payable  | IV.30 | 2,120,417                | 2,115,108               |
| Taxes payable  | IV.31 | 975,399                  | 1,092,030               |
| Interest payable   | IV.32 | 533,428                  | 303,375                 |
| Dividends payable  | IV.33 | 253,412                  | 16,746                  |
| Other payables   | IV.34 | 6,127,379                | 5,154,073               |
| Provisions   | IV.35 | 772,163                  | 847,429                 |
| Current portion of non-current liabilities   | IV.36 | 5,015,501                | 3,667,872               |
| Other current liabilities  | IV.37 | 2,612,280                | 1,687,762               |
| Total current liabilities  |       | 53,634,687               | 46,249,215              |
| Non-current liabilities:   |       |                          |                         |
| Financial liabilities at fair value through profit or loss                           | IV.26 | 57,718                   | 61,235                  |
| Long-term borrowings   | IV.38 | 23,665,089               | 27,023,222              |
| Debetures payables   | IV.39 | 7,986,500                | 7,986,500               |
| Long-term payables   | IV.40 | 504,909                  | 529,372                 |
| Payables for specific projects   | IV.41 | 16,720                   | 9,704                   |
| Deferred income  | IV.42 | 836,650                  | 839,738                 |
| Deferred tax liabilities   | IV.21 | 687,884                  | 657,414                 |
| Other non-current liabilities  | IV.43 | 2,236,814                | 2,123,556               |
| Total non-current liabilities  |       | 35,992,284               | 39,230,741              |
| Total liabilities  |       | 89,626,971               | 85,479,956              |
| Shareholders' equity   |       |                          |                         |
| Share capital  | IV.44 | 2,980,353                | 2,978,577               |
| Other equity instruments   | IV.45 | 1,981,143                | 2,049,035               |
| Capital surplus  | IV.46 | 3,075,965                | 3,126,585               |
| Other comprehensive income   | IV.47 | 429,765                  | 357,341                 |
| Surplus reserve  | IV.48 | 3,279,379                | 3,279,379               |
| Undistributed profits  | IV.49 | 18,076,208               | 17,495,053              |
| Total equity attributable to shareholders and<br>other equity holders of the company |       | 29,822,813               | 29,285,970              |
|  |       |                          |                         |
| Minority interests<br>Total shareholders' equity                                     |       | 10,049,070<br>39,871,883 | 9,848,822<br>39,134,792 |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY   |       | 129,498,854              | 124,614,748             |

The accompanying notes form an integral part of these financial statements.

Legal representative's authorised person: Mai Boliang

The person in charge of accounting affairs: Zeng Han

The head of the accounting department: Zeng Han

## Balance Sheet

As at 30 June 2017

(All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|                                     |        | 30 June    | 31 December |
|-------------------------------------|--------|------------|-------------|
|                                     | Note   | 2017       | 2016        |
| ASSETS                              |        |            |             |
| Current assets:                     |        |            |             |
| Cash at bank and on hand            | XVI.1  | 2,300,326  | 2,660,222   |
| Dividends receivable                | XVI.2  | 4,704,365  | 4,755,818   |
| Other receivables                   | XVI.3  | 12,968,574 | 13,131,416  |
| Other current assets                |        | 7,685      | 9,272       |
| Total current assets                |        | 19,980,950 | 20,556,728  |
| Non-current assets:                 |        |            |             |
| Available-for-sale financial assets | XVI.4  | 388,905    | 388,905     |
| Long-term equity investments        | XVI.5  | 9,490,535  | 9,375,276   |
| Fixed assets                        |        | 101,398    | 102,372     |
| Construction in progress            |        | 16,931     | 844         |
| Intangible assets                   |        | 14,336     | 14,466      |
| Disposal of fixed assets            |        | 207        | _           |
| Long-term prepaid expenses          |        | 35,115     | 40,730      |
| Deferred tax assets                 | XVI.14 | 49,636     | 52,280      |
| Total non-current assets            |        | 10,097,063 | 9,974,873   |
| TOTAL ASSETS                        |        | 30,078,013 | 30,531,601  |

## Balance Sheet (Continued)

As at 30 June 2017

(All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|  |        | 30 June    | 31 December |
|--|--------|------------|-------------|
|  | Note   | 2017       | 2016        |
| LIABILITIES AND SHAREHOLDERS' EQUITY                       |        |            |             |
| Current liabilities:                                       |        |            |             |
| Short-term borrowings                                      | XVI.6  | 3,660,000  | 2,710,000   |
| Financial liabilities at fair value through profit or loss | XVI.7  | -          | 65          |
| Employee benefits payable                                  |        | 196,808    | 205,760     |
| Taxes payable  | XVI.8  | 4,024      | 3,646       |
| Interest payable   | XVI.9  | 225,564    | 75,755      |
| Dividends Payable  |        | 178,332    | -           |
| Other payables   | XVI.10 | 2,185,522  | 2,990,804   |
| Provisions   |        | -          | 79,104      |
| Current portion of non-current liabilities                 | XVI.11 | 995,000    | 800,000     |
| Total current liabilities                                  |        | 7,445,250  | 6,865,134   |
| Non-current liabilities:                                   |        |            |             |
| Financial liabilities at fair value through profit or loss | XVI.7  | 1,738      | 3,296       |
| Long-term borrowings                                       | XVI.12 | 826,000    | 1,621,000   |
| Debentures payable   | XVI.13 | 7,986,500  | 7,986,500   |
| Deferred income  |        | 36,276     | 37,429      |
| Total non-current liabilities                              |        | 8,850,514  | 9,648,225   |
| Total liabilities  |        | 16,295,764 | 16,513,359  |
| Shareholders' equity                                       |        |            |             |
| Share capital  |        | 2,980,353  | 2,978,577   |
| Other equity instruments                                   |        | 1,981,143  | 2,049,035   |
| Capital surplus  | XVI.15 | 3,304,356  | 3,287,149   |
| Other comprehensive income                                 | XVI.16 | 43,754     | 43,754      |
| Surplus reserve  |        | 3,279,379  | 3,279,379   |
| Undistributed profits                                      |        | 2,193,264  | 2,380,348   |
| Total equity attributable to shareholders                  |        |            |             |
| and other equity holders                                   |        | 13,782,249 | 14,018,242  |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY                 |        | 30,078,013 | 30,531,601  |

The accompanying notes form an integral part of these financial statements.

| Legal representative's         | The person in charge of      | The head of the accounting |
|--------------------------------|------------------------------|----------------------------|
| authorised person: Mai Boliang | accounting affairs: Zeng Han | department: Zeng Han       |

## **Consolidated Income Statement**

For the period from 1 January to 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|      |  | Note  | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|------|--|-------|--|--|
| Ι.   | Revenue  | IV.50 | 33,387,152   | 23,542,843   |
|      | Less: Cost of sales  | IV.50 | 27,241,564   | 19,126,496   |
|      | Taxes and surcharges   | IV.51 | 216,183  | 194,236  |
|      | Selling and distribution expenses                                    | IV.52 | 1,256,253  | 1,036,129  |
|      | General and administrative expenses                                  | IV.53 | 2,368,039  | 1,982,301  |
|      | Financial expenses-net   | IV.54 | 594,251  | 304,944  |
|      | Asset impairment losses  | IV.58 | 234,437  | 1,267,501  |
|      | Add: profit/(loss) from changes in fair value                        | IV.56 | (32,626)   | 137,104  |
|      | Investment Income  | IV.57 | (10,628)   | (87,328)   |
|      | Including: Share of profit/(losses) of associates and joint ventures |       | 2,538  | 13,800   |
|      | Other income   | IV.59 | 91,032   |  |
| П.   | Operating profit   |       | 1,524,203  | (318,988)  |
|      | Add: Non-operating income  | IV.60 | 84,343   | 167,289  |
|      | Including: Profits on disposal of non-current assets                 |       | 31,127   | 6,153  |
|      | Less: Non-operating expenses   | IV.61 | 32,404   | 14,145   |
|      | Including: Losses on disposal of non-current assets                  |       | 17,388   | 9,485  |
| III. | Total profit   |       | 1,576,142  | (165,844)  |
|      | Less: Income tax expenses  | IV.62 | 509,633  | 375,316  |
| IV.  | Net profit<br>Attributable to shareholders and other equity holders  |       | 1,066,509  | (541,160)  |
|      | of the Company   |       | 796,898  | (378,034)  |
|      | Minority interests   |       | 269,611  | (163,126)  |
| V.   | Other comprehensive income/(losses), net of tax                      | IV.47 | 99,022   | 328,231  |
|      | Attributable to shareholders and other equity holders                |       |  |  |
|      | of the Company   |       | 72,424   | 274,766  |
|      | Items that may be reclassified subsequently to profit or loss        |       | 72,424   | 274,766  |
|      | Change in value of available-for-sale financial assets               |       | (241)  | 949  |
|      | Gain of cash flow hedges – after tax                                 |       | 6,072  | (490)  |
|      | Currency translation differences                                     |       | 66,593   | 274,307  |
|      | Minority interests   |       | 26,598   | 53,465   |
| VI.  | Total comprehensive income   |       | 1,165,531  | (212,929)  |
|      | Attributable to shareholders and other equity holders                |       | 0 ( 0, 0000  | (100.070)  |
|      | of the Company   |       | 869,322  | (103,268)  |
|      | Minority interests   |       | 296,209  | (109,661)  |
| VII. |  | 11/10 | 0.0554   |  |
|      | (I) Basic earnings per share (RMB)                                   | IV.63 | 0.2554   | (0.1444)   |
|      | (II) Diluted earnings per share (RMB)                                | IV.63 | 0.2544   | (0.1444)   |

The accompanying notes form an integral part of these financial statements.

Legal representative's authorised person: Mai Boliang

The person in charge of accounting affairs: Zeng Han

The head of the accounting department: Zeng Han

## **Income Statement**

For the period from 1 January to 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|      |   |        | For the period from          | For the period from          |
|------|---|--------|------------------------------|------------------------------|
|      |   | Note   | 1 January to<br>30 June 2017 | 1 January to<br>30 June 2016 |
| Ι.   | Revenue   | XVI.17 | 96,917                       | 69,104                       |
|      | Less: Cost of sales                                 | XVI.17 | 1,452                        | 24,006                       |
|      | Taxes and surcharges                                |        | -                            | 3,373                        |
|      | General and administrative expenses                 |        | 129,167                      | 109,800                      |
|      | Financial expenses-net                              |        | 296,143                      | (99,572)                     |
|      | Asset impairment losses                             |        | -                            | -                            |
|      | Add: Profit from changes in fair value              | XVI.18 | 1,623                        | 1,985                        |
|      | Investment income                                   | XVI.19 | 359,040                      | 118,963                      |
|      | Other income  | XVI.20 | 2,211                        | -                            |
| 11.  | Operating profit                                    |        | 33,029                       | 152,445                      |
|      | Add: Non-operating income                           | XVI.21 | 21                           | 1,137                        |
|      | Including: Gains on disposal of non-current assets  |        | _                            | 116                          |
|      | Less: Non-operating expenses                        | XVI.22 | 1,746                        | 249                          |
|      | Including: Losses on disposal of non-current assets |        | 586                          | 1                            |
| 111. | Total profit  |        | 31,304                       | 153,333                      |
|      | Less: Income tax expenses/(Income)                  | XVI.23 | 2,644                        | 27,968                       |
| IV.  | Net profit  |        | 28,660                       | 125,365                      |
| V.   | Other comprehensive income, net of tax              |        | -                            | _                            |
| VI.  | Total comprehensive income                          |        | 28,660                       | 125,365                      |

The accompanying notes form an integral part of these financial statements.

Legal representative's authorised person: Mai Boliang

The person in charge of accounting affairs: Zeng Han

The head of the accounting department: Zeng Han

## Consolidated Cash Flow Statement

For the period from 1 January to 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|    |  | Note     | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|----|--|----------|--|--|
| I. | <b>Cash flows from operating activities:</b><br>Cash received from sales of goods or rendering of services<br>Refund of taxes and surcharges<br>Cash received relating to other operating activities   | IV.64(1) | 32,885,118<br>1,044,746<br>709,660                     | 26,966,364<br>536,836<br>252,053                       |
|    | Sub-total of cash inflows  |          | 34,639,524   | 27,755,253   |
|    | Cash paid for goods and services<br>Cash paid to and on behalf of employees<br>Payments of taxes and surcharges<br>Cash paid relating to other operating activities  | IV.64(2) | 29,731,503<br>3,003,021<br>1,050,104<br>1,523,112      | 21,688,702<br>2,703,551<br>1,102,475<br>1,326,793      |
|    | Sub-total of cash outflows   |          | 35,307,740   | 26,821,521   |
|    | Net cash outflow/(inflows) from operating activities   | IV.65(1) | (668,216)  | 933,732  |
| Π. | Cash flows from investing activities:<br>Cash received from disposal of investments<br>Cash received from returns on investments<br>Net cash received from disposal of fixed assets,<br>intangible assets and other long-term assets<br>Net cash received to disposal subsidiaries and<br>other business units |          | 600<br>21,903<br>37,940<br>-                           | 115,920<br>241,771<br>11,643<br>7                      |
|    | Sub-total of cash inflows  |          | 60,443   | 369,341  |
|    | Cash paid to acquire fixed assets intangible assets and<br>other long-term assets<br>Cash paid to acquire investments<br>Net cash paid to acquire subsidiaries   |          | 1,421,152<br>142,020<br>5,000                          | 4,189,354<br>791,687<br>764,577                        |
|    | Sub-total of cash outflows   |          | 1,568,172  | 5,745,618  |
|    | Net cash outflows from investing activities  |          | (1,507,729)  | (5,376,277)  |

## Consolidated Cash Flow Statement (Continued)

For the period from 1 January to 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|      |  |          | For the<br>Period from       | For the<br>Period from       |
|------|--|----------|------------------------------|------------------------------|
|      |  | Note     | 1 January to<br>30 June 2017 | 1 January to<br>30 June 2016 |
| 111. | Cash flows from financing activities<br>Cash received from capital contributions   |          | 33,776                       | 1,542,157                    |
|      | Including: Cash received from capital contributions by<br>minority shareholders of subsidiaries                                      |          | 25,618                       | 1,518,444                    |
|      | Cash received from borrowings<br>Cash received relating to other financing activities  | IV.64(3) | 28,533,395<br>4,506          | 79,171,819<br>2,428          |
|      | Sub-total of cash inflows  |          | 28,571,677                   | 80,716,404                   |
|      | Cash repayments of borrowings<br>Cash payments for interest expenses and   |          | 25,735,139                   | 73,846,942                   |
|      | distribution of dividends or profits<br>Including: Cash payments for dividends or profit to<br>minority shareholders of subsidiaries |          | 879,262                      | 1,178,176<br>47,147          |
|      | Cash payments relating to other financing activities   | IV.64(4) | 81,616                       | 120,376                      |
|      | Sub-total of cash outflows   |          | 26,696,017                   | 75,145,494                   |
|      | Net cash (outflows)/inflows from financing activities  |          | 1,875,660                    | 5,570,910                    |
| IV.  | Effect of foreign exchange rate changes on cash<br>and cash equivalents  |          | (97,959)                     | (76,929)                     |
| V.   | Net decrease/(increase) in cash and cash equivalents   | IV.65(1) | (398,244)                    | 1,051,436                    |
|      | Add: Cash and cash equivalents at beginning of year  |          | 6,338,667                    | 3,259,123                    |
| VI.  | Cash and cash equivalents at end of period   | IV.65(3) | 5,940,423                    | 4,310,559                    |

The accompanying notes form an integral part of these financial statements.

Legal representative's authorised person: Mai Boliang

The person in charge of accounting affairs: Zeng Han

The head of the accounting department: Zeng Han

## Cash Flow Statement

For the period from 1 January to 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|      |   | Note   | For the<br>period from<br>1 January to<br>30 June 2017 | For the<br>period from<br>1 January to<br>30 June 2016 |
|------|---|--------|--|--|
| I.   | <b>Cash flows from operating activities</b><br>Cash received from sales of goods or rendering of services<br>Cash received relating to other operating activities                         |        | 92,944<br>2,750,305                                    | 74,196<br>3,026,963                                    |
|      | Sub-total of cash inflows   |        | 2,843,249  | 3,101,159  |
|      | Cash paid for goods and services<br>Cash paid to and on behalf of employees<br>Payments of taxes and surcharges<br>Cash paid relating to other operating activities                       |        | -<br>53,410<br>13,625<br>4,157,049                     | 38,246<br>153,809<br>27,955<br>3,246,351               |
|      | Sub-total of cash outflows  |        | 4,224,084  | 3,466,361  |
|      | Net cash outflows from operating activities   | XVI.24 | (1,380,835)  | (365,202)  |
| II.  | <b>Cash flows from investing activities</b><br>Cash received from disposal of investments<br>Cash received from returns on investments<br>Net cash received from disposal of fixed assets |        | 6,800,000<br>275,133<br>-                              | _<br>8,000<br>2,261                                    |
|      | Sub-total of cash inflows   |        | 7,075,133  | 10,261   |
|      | Cash paid to acquire fixed assets, intangible assets and<br>other long-term assets<br>Payment for investment  |        | 24,944<br>6,886,616                                    | 6,962  |
|      | Sub-total of cash outflows  |        | 6,911,560  | 6,962  |
|      | Net cash inflows from investing activities  |        | 163,573  | 3,299  |
| 111. | <b>Cash flows from financing activities</b><br>Cash received from borrowings<br>Cash received from capital contributions  |        | 4,070,000<br>8,158                                     | 4,426,000<br>23,712                                    |
|      | Sub-total of cash inflows   |        | 4,078,158  | 4,449,712  |
|      | Cash repayments of borrowings<br>Cash payments for distribution of dividends or<br>profits and interest expenses  |        | 3,720,000  | 4,061,000<br>349,716                                   |
|      | Sub-total of cash outflows  |        | 3,872,617  | 4,410,716  |
|      | Net cash inflows from financing activities  |        | 205,541  | 38,996   |
| IV.  | Effect of foreign exchange rate changes on cash<br>and cash equivalents   |        | (3,909)  | 182  |
| V.   | Net increase/(decrease) in cash and cash equivalents<br>Add: Cash and cash equivalents at the beginning of the year   | XVI.24 | (1,015,630)<br>1,715,470                               | (322,725)<br>652,865                                   |
| VI.  | Cash and cash equivalents at the end of the period  | XVI.24 | 699,840  | 330,140  |

The accompanying notes form an integral part of these financial statements.

Legal representative's authorised person: Mai Boliang

The person in charge of accounting affairs: Zeng Han

The head of the accounting department: Zeng Han

Consolidated Statement of Changes in Shareholders' Equity For the period from 1 January to 30 June 2017

For the period from 1 January to 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

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|   |                | Port of a       | For the                                       | Period from 1 Ja       | For the Period from 1 January to 30 June 2017 | 2017            |                |                        |           | to allow a      | ala ta antita da ala | 2016   |           |                         |                     |                        |
|---|----------------|-----------------|---|------------------------|---|-----------------|----------------|------------------------|-----------|-----------------|----------------------|--|-----------|-------------------------|---------------------|------------------------|
|   |                | Atur            | Attributable to equity nonders of the company | DIGETS OT THE COL      | Ipany   |                 |                |                        |           | AIIIDUI         | aure ru equity ruic  | Attributable to equity ribiders of the company |           |                         |                     |                        |
| ШАЦ   | Share          | Other<br>equity |   | Other<br>comprehensive | Surplus                                       | Undist          | Minority       | Total<br>shareholders' | Share     | Other<br>equity | Capital              | Other<br>comprehensive                         | Surplus   | Undistributed           | Minority            | Total<br>shareholders' |
| Note  | 0              | instru          |   | surplus income         | reserve                                       | profits         | interests      | equity                 | capital   | instruments     |                      | income   | reserve   | profits                 | interests           | equity                 |
| Balance at 31 December 2016   | 2,978,577      | 2,049,035       | 3,126,585                                     | 357,341                | 3,279,379                                     | 17,495,053      | 9,848,822      | 39, 134,792            | 2,977,820 | 2,033,043       | 3,181,863            | (514,477)                                      | 3,203,578 | 17,805,808              | 7,033,280           | 35,720,915             |
| Add: changes in accounting policies<br>Balance on 1 January 2017  | -<br>2,978,577 | 2,049,035       | 3,126,585                                     | - 357,341              | 3,279,379                                     | -<br>17,495,053 | -<br>9,848,822 | 39, 134,792            | 2,977,820 | 2,033,043       | 3,181,863            | - (514,477)                                    | 3,203,578 | - 17,805,808            | 7,033,280           | - 35,720,915           |
| <ol> <li>Novements for the period         <ol> <li>Total comprehensive income</li></ol></li></ol>                     |                | 35.908          |   |                        |   | 760.990         | 269.611        | 1.066.509              | I         | 119.792         | I                    | I  | I         | 419.868                 | 195.323             | 734.983                |
| 2. Other comprehensive income N.47  |                |                 | 1   | 72,424                 | 1   |                 | 26,598         | 99,022                 | I         | 1               | I                    | 871,818  | I         |                         | 95,528              | 946,746                |
| Sub-total of comprehensive income   | •              | . 35,908        | •   | 72,424                 | •   | 760,990         | 296,209        | 1,165,531              | 1         | 119,792         | 1                    | 871,818  | 1         | 419,868                 | 290,851             | 1,702,329              |
| bital contribution and<br>withdrawal by owners  |                |                 |   |                        |   |                 |                |                        |           |                 |                      |  |           |                         |                     | I.                     |
| Contribution by owners     N.44     Increase in capital surplus     condition   |                |                 |   | 1                      | 1   |                 | 1              | 1                      | I         | I               | I                    | I  | I         | I                       | I                   | I                      |
| exercised by company N.44   | 1,776          |                 | - 17,207                                      | 1                      | 1   | 1               |                | 18,983                 | 757       | I               | 7,574                | I  | I         | I                       | I                   | 8,331                  |
|   |                |                 | 3,428   | 1                      | 1   | i.              | 55,259         | 58,687                 | I         | I               | 227,441              | I  | I         | I                       | 3,330,875           | 3,558,316              |
| <ol> <li>Increase Infinitionity Interests<br/>resulted from acquisition or<br/>establishment of subsidiary</li> </ol> |                |                 |   |                        |   |                 | P01 6P         | P61 CP                 | 1         | I               | 1                    | 1  | 1         | 1                       | 20 545              | 29 545                 |
| <ol> <li>Decrease in capital surplus<br/>resulted from acruitition of</li> </ol>                                      |                |                 |   |                        |   |                 |                |                        |           |                 |                      |  |           |                         | 000 <sup>1</sup> /7 | 2006                   |
| minority interest NV.46   |                |                 | . (78,103)                                    | 1                      | 1   | 1               | (3,513)        | (81,616)               | I         | I               | (22,239)             | I  | ,         | I                       | (726,250)           | (748,489)              |
|   |                |                 | 1   | 1                      |   | i.              | 1              | 1                      | I         | I               | 903                  | I  | ı         | I                       | 8,097               | 6,000                  |
|   |                |                 | 1   | 1                      | 1   | 1               | 1              | 1                      | I         | I               | I                    | I  | ı         | I                       | (7,762)             | (2)/203)               |
|   |                |                 | R   |                        | 1   |                 | 4,436          | 4,506                  | I         | ,               | 1,692                | I  | ı         | I                       | 2,063               | 3,755                  |
| iarenoicers' equity<br>im Share-based   |                |                 |   |                        |   |                 |                |                        |           |                 |                      |  |           |                         |                     |                        |
| payments N.46<br>10 Issuina nf other equity instruments 1X 2  |                |                 | 6,778<br>-                                    |                        |   |                 | 2,805          | 9,583                  | 1 1       | 1 1             | 22,316<br>-          | 1 1  | 1 1       | 1 1                     | 10,068              | 32,384                 |
| Redemption right granted to<br>minnrity Shareholders  |                |                 | 1   | 1                      |   |                 |                | 1                      | 1         | I               | (300 000)            | 1  | I         | 1                       | 1                   | 1000 MB                |
|   |                |                 | 1   | 1                      | 1   | 1               | 1              | 1                      | ı         | I               | 7,035                | ı  | ı         | ı                       | I                   | 7,035                  |
| rifit distribution  |                |                 |   |                        |   |                 |                |                        |           |                 |                      |  |           |                         |                     |                        |
|   |                |                 |   | •                      | •   | -               | -              | - (113 114)            | ı         | ı               | I                    | ı  | 75,801    | (75,801)                | - 140.4 0/17/       | - 100                  |
| <ol> <li>Pront astribution to share holders in 44</li> <li>Interest paid on other equity</li> </ol>                   | •              |                 |   | •                      | •   | (0,0,0,0)       | (17/,142)      | (110,118)              | I         | I               | I                    | I  | I         | (77 9 <sup>/</sup> HCO) | (00,6'1,71)         | (/ (0' / 8/)           |
| instruments N.45  |                | - (103,800)     | -   | 1                      | 1   | 1               | 1              | (103,800)              | ı         | (103,800)       | I                    | ı  | I         | ı                       | ı                   | (103,800)              |
| <ol><li>Balance at 30 June 2017</li></ol>   | 2,980,353      | 1,981,143       | 3,075,965                                     | 429,765                | 3,279,379                                     | 18,076,208      | 10,049,070     | 39,871,883             | 2,978,577 | 2,049,035       | 3,126,585            | 357,341  | 3,279,379 | 17,495,053              | 9,848,822           | 39,134,792             |

The person in charge of ang accounting affairs: Zeng Han

The accompanying notes form an integral part of these financial statements.

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Legal representative's authorised person: Mai Boliang

# Statement of Changes in Shareholders' Equity For the period from 1 January to 30 June 2017

(All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

|  |        |                  |                             | From 1 Jai         | From 1 January to 30 June 2017 | 2017   |           |                         |                  |                          |                    | 2016               |                         |                          |                         |
|--|--------|------------------|-----------------------------|--------------------|--------------------------------|--|-----------|-------------------------|------------------|--------------------------|--------------------|--------------------|-------------------------|--------------------------|-------------------------|
| Hom.   | I      |                  |                             |                    |                                | Other  |           | Total                   |                  |                          |                    |                    | Other                   |                          | Total                   |
| CON .  | Note   | Share<br>capital | Other equity<br>instruments | Capital<br>surplus | Surplus cor<br>reserve         | Surplus comprehensive Undistributed reserve income profits |           | shareholders'<br>equity | Share<br>capital | Other equity instruments | Capital<br>surplus | Surplus<br>reserve | comprehensive<br>income | Undistributed<br>profits | shareholders'<br>equity |
| 1. Balance at 31 December 2016                                     |        | 2,978,577        | 2,049,035                   | 3,287,149          | 3,279,379                      | 43,754   | 2,380,348 | 14,018,242              | 2,977,820        | 2,033,043                | 3,279,575          | 43,754             | 3,203,578               | 1,403,140                | 12,940,910              |
| II. Movements for the year   |        |                  |                             |                    |                                |  |           |                         |                  |                          |                    |                    |                         |                          |                         |
| (I) Total comprehensive income                                     |        | 1                | 35 000                      | 1                  | 1                              | 1  | (LV 6 E)  | 477 06                  |                  | 110 700                  |                    |                    |                         | 100 TUT 1                | CC7 LCO 1               |
| <ol> <li>vet provin</li> <li>Other comprehensive income</li> </ol> | XVI.16 |                  |                             |                    |                                |  | -         |                         | 1 1              | -                        | 1 1                | 1 1                | 1 1                     | -                        | -<br>-                  |
| Sub-total of comprehensive income                                  |        | 1                | 35,908                      | •                  | •                              | 1  | (7,247)   | 28,661                  | I                | 119,792                  | T                  | I                  | 1                       | 1,707,831                | 1,827,623               |
| (II) Capital contribution and withdrawal                           |        |                  |                             |                    |                                |  |           |                         |                  |                          |                    |                    |                         |                          |                         |
| by owners  |        |                  |                             |                    |                                |  |           |                         |                  |                          |                    |                    |                         |                          |                         |
| <ol> <li>Contributions by owner</li> </ol>                         | N.44   | 1                | i.                          | ı.                 | ı.                             | •  | ı.        | 1                       | I                | I                        | I                  | I                  | I                       | I                        | I                       |
| <ol><li>Increase in shareholders' equity resulted</li></ol>        |        |                  |                             |                    |                                |  |           |                         |                  |                          |                    |                    |                         |                          |                         |
| from share-based payment   | IX.2   | 1                | i.                          | 1                  | 1                              | 1  | 1         | 1                       | I                | I                        | I                  | I                  | I                       | I                        | I                       |
| <ol><li>Increase in capital surplus resulted from</li></ol>        |        |                  |                             |                    |                                |  |           |                         |                  |                          |                    |                    |                         |                          |                         |
| share option exercised by company                                  | N.44   | 1,776            | 1                           | 17,207             | i.                             | 1  | 1         | 18,983                  | 757              | I                        | 7,574              | I                  | I                       | ı                        | 8,331                   |
| <ol> <li>Issuing of other equity instruments</li> </ol>            | N.45   | 1                | 1                           | 1                  | i.                             | 1  | 1         | 1                       | I                | I                        | I                  | I                  | I                       | ı                        | ı                       |
| (III) Profit distribution  |        |                  |                             |                    |                                |  |           |                         |                  |                          |                    |                    |                         |                          |                         |
| <ol> <li>Appropriation to surplus reserves</li> </ol>              | N.48   | 1                | i<br>I                      | ı.                 | i.                             | 1  | 1         | 1                       | I                | I                        | I                  | I                  | 75,801                  | (75,801)                 | ı                       |
| <ol><li>Profit distribution to shareholders</li></ol>              | N.48   | 1                | 1                           | 1                  | i.                             | 1  | (179,837) | (179,837)               | I                | I                        | I                  | I                  | I                       | (654,822)                | (654,822)               |
| <ol><li>Interest paid on other equity instruments</li></ol>        | N.45   | •                | (103,800)                   | •                  | •                              | •  | •         | (103,800)               | I                | (103,800)                | I                  | I                  | I                       | I                        | (103,800)               |
| III. Balance at 30 June 2017                                       |        | 2,980,353        | 1,981,143                   | 3,304,356          | 3,279,379                      | 43,754   | 2,193,264 | 13,782,249              | 2,978,577        | 2,049,035                | 3,287,149          | 43,754             | 3,279,379               | 2,380,348                | 14,018,242              |
|  |        |                  |                             |                    |                                |  |           |                         |                  |                          |                    |                    |                         |                          |                         |

The accompanying notes form an integral part of these financial statements.

Legal representative's authorised person: Mai Boliang

The person in charge of accounting affairs: Zeng Han

The head of the accounting department: Zeng Han

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

#### I. GENERAL INFORMATION

China International Marine Containers (Group) Co., Ltd. (the "Company"), formerly "China International Marine Containers Co., Ltd.", was a Sino-foreign joint venture set up by China Merchants Group, the East Asiatic Company (Denmark) and Ocean Containers Inc.(USA). In December 1992, as approved by "Shen Fu Ban Fu [1992] 1736" issued by the General Office of the People's Government of Shenzhen and "Shen Ren Yin Fu Zi (1992) 261" issued by Shenzhen Special Economic Zone Branch of People's Bank of China, the Company was restructured as an incorporated company set up by directional subscription and was renamed as "China International Marine Containers Co., Ltd." by the original corporate shareholders of the Company. On 31 December 1993 and 17 January 1994 respectively, the Company issued ordinary shares denominated in Renminbi for domestic investors (A Shares) and for foreign shares issued domestically (B Shares), and commenced trading on Shenzhen Stock Exchange. Pursuant to "Shen Fu Ban Fu [1993] 925" issued by the General Office of the People's Government of Shenzhen and "Shen Zheng Ban Fu [1994] 22" issued by Shenzhen Securities Administration Office On 1 December 1995, as approved by the State Administration of Industry and Commerce, the Company changed its name to "China International Marine Containers (Group) Co., Ltd". The Registered Address and Address of Head Office of the company is 8th Floor, CIMC R&D Centre, 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, Guangdong, PRC.

On 19 December 2012, the Company's domestically listed foreign shares (B shares) changed listing location and went publication on the main market of the Stock Exchange of Hong Kong through the way of introduction. Henceforth, all the company's B shares converted to overseas listed foreign shares (H shares).

The principal activities of the Company and its subsidiaries (together referred to as the "Group") are the manufacturing of modern transportation facilities, facilities for energy, food, chemistry and rendering of relative services. Detailed activities are the manufacturing and repairing of containers and other relevant business; utilizing the Group's equipment to process and manufacture various parts, structure components and relevant machines; providing cutting, punching, moulding, riveting surface treatment (including sand/paint spraying, welding and assembly) and other processing services; developing, manufacturing and selling of various high-tech and high performance special vehicles, heavy truck, airport equipment, fire-engine and semi-trailers; leasing of containers; developing, production and sales of high-end fuel gas equipments such as pressure container and pot-type wharf equipments and providing EP+CS (engineering procurement and construction supervision) technical service for the storage and processing of LNG, LPG and other petrochemical gases. Apart from the above, the Group is also engaged in financial equity investment, manufacturing of logistic equipment and related services, marine projects, railway trucks production and property development, etc.

CIMC Enric Holdings Limited ("CIMC Enric"), the subsidiary of the Group, is listed in the Main Board of the Stock Exchange of Hong Kong Limited. The principal activities of Enric are the design, development, manufacturing, engineering and sales of, and the provision of technical maintenance service for, a wide spectrum of transportation, storage and processing equipment that is widely used in energy, chemical and liquid food industries.

Pteris Global Limited ("Pteris"), the subsidiary of the Group, is listed on the mainboard of the Catalist of Singapore Exchange Ltd. The principal activities of the Pteris Global Ltd are electrical products used in airports and ports, automatic parking system and equipment, automation logistics warehousing system and equipment, airport equipment(aviation food vehicles, self-propelled aircraft deicing vehicle, anti ice, container, pallet loaders, spreading vehicle, snowplows, friction coefficient test vehicle), installation and after sale service of self-produced products and agents product and provide parking management services. Pteris delisted from the Singapore Exchange Ltd. since 7 September 2016.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

#### I. GENERAL INFORMATION (CONTINUED)

Please refer to Note VI for details of subsidiaries included in the scope of consolidation and also refer to Note V.1 for the details of subsidiaries newly included in the scope of consolidation. Please refer to Note V.2 for the details of subsidiaries excluded from the scope of consolidation.

This financial statements have been approved for announcement by the Company's Board of Directors on 28 August 2017.

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

The Group makes specific accounting policies and accounting estimates according to characteristics of its business operations, which include provision of bad debt of receivables (Note II.10), the cost of inventories(Note II.11), the criteria for determining impairment of non-current assets (Note II.20), depreciation policy of fixed assets and amortisation policy of intangible assets (Note II.14 and 17), measurement of provisions (Note II.21) and revenue recognition (Note II.23), etc.

Key judgments applied for critical accounting policies by the Group are disclosed in Note II.34.

#### 1. Basis of preparation

The financial statements were prepared in accordance with the Basic Standard and specific standards of the Accounting Standards for Business Enterprises issued by the Ministry of Finance on 15 February 2006, the Application Guidance for Accounting Standards for Business Enterprises, the Interpretations of Accounting Standards for Business Enterprises and other relevant regulations issued (hereafter collectively referred to as 'the Accounting Standards for Business Enterprises' or 'CAS') and the disclosure requirements in the Preparation Convention of Information Disclosure by Companies Offering Securities to the Public No.15 – General Rules on Financial Reporting (2010 revised) issued by the China Securities Regulatory Commission.

The financial statements are prepared on a going concern basis.

The new "Companies Ordinance" of Hong Kong has commenced operation in 2015. Some notes in this financial statement have been adjusted according to requirements the ordinance.

#### 2. Statement of compliance with the Accounting Standards for Business Enterprises

The financial statements of the Company for the period ended 30 June 2017 are in compliance with the Accounting Standards for Business Enterprises, and truly and completely present the financial position of the Consolidated and the Company as at 30 June 2017 and of their financial performance, cash flows and other information for the year then ended.

#### 3. Accounting year

The Company's accounting year starts from 1 January to 31 December.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 4. Recording currency

Functional currency is determined by the Company and its subsidiaries on the basis of the currency in which major income and costs are denominated and settled.

The functional currency of the Company and its subsidiaries domiciled in PRC are Renminbi. Hong Kong and the overseas subsidiaries use local currencies as their functional currencies. Foreign currencies are defined as currency other than functional currency.

Financial statements of the Company are presented in Renminbi. For subsidiaries using currencies other than Renminbi as their functional currencies, the Company translates the financial statements of these subsidiaries into Renminbi (see Note II.8).

#### 5. Business combinations

#### (1) Business combinations involving enterprises under common control

A business combination involving enterprises under common control is a business combination in which all of the combining enterprises are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory. The assets and liabilities obtained are measured at the carrying amounts as recorded by the enterprise being combined at the combination date. The difference between the carrying amount of the net assets obtained and the carrying amount of consideration paid for the combination (or the total face value of shares issued) is adjusted to capital premium in the capital reserve. If the balance of the capital premium is insufficient, any excess is adjusted to retained earnings. Any costs directly attributable to the combination shall be recognised in profit or loss for the current period when occurred. The combination date is the date on which one combining enterprise effectively obtains control of the other combining enterprises.

#### (2) Business combinations involving enterprises not under common control

A business combination involving enterprises not under common control is a business combination in which all of the combining enterprises are not ultimately controlled by the same party or parties both before and after the business combination. Where 1) the aggregate of the fair value at the acquisition date of assets transferred (including the acquirer's previously held equity interest in the acquiree), liabilities incurred or assumed, and equity securities issued by the acquirer, in exchange for control of the acquiree, exceeds 2) the acquirer's interest in the fair value at the acquisition date of the acquiree's identifiable net assets, the difference is recognised as goodwill (see Note II.18). When 1) is less than 2), the difference is recognised in profit or loss for the current period. The costs of the issuance of equity or debt securities as a part of the consideration paid for the acquisition-related costs arising from the business combination are recognised as expenses in the periods in which the costs are incurred. The difference between the fair value and the carrying amount of the assets transferred is recognised in profit or loss. The acquiree's identifiable asset, liabilities and contingent liabilities, if satisfying the recognition criteria, are recognised by the Group at their fair value at the acquisition date. The acquisition date is the date on which the acquirer effectively obtains control of the acquiree.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 6. Preparation of consolidated financial statements

The scope of consolidated financial statements is based on control and the consolidated financial statements comprise the Company and its subsidiaries. Control means the group has rights in the invested entity, and could gain returns through its involvement with the entity as well as has the ability to affect those returns through its power over the entity. The financial position, financial performance and cash flows of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

Where a subsidiary was acquired during the reporting period, through a business combination involving enterprises under common control, the financial statements of the subsidiary are included in the consolidated financial statements as if the combination had occurred at the date that the ultimate controlling party first obtained control. The opening balances and the comparative figures of the consolidated financial statements are also restated. In the preparation of the consolidated financial statements, the subsidiary's assets and liabilities based on their carrying amounts are included in the consolidated balance sheet, and financial performance is included in the consolidated income statement, respectively, from the date that the ultimate parent company of the Company obtains the control of the subsidiary to be consolidated.

Where a subsidiary was acquired during the reporting period, through a business combination involving enterprises not under common control, the identifiable assets and liabilities of the acquired subsidiaries are included in the scope of consolidation from the date that control commences, base on the fair value of those identifiable assets and liabilities at the acquisition date.

For a business combination not involving enterprises under common control and achieved in stages, the Group remeasures its previously-held equity interest in the acquiree to its fair value at the acquisition date. The difference between the fair value and the carrying amount is recognised as investment income for the current period; the amount recognised in other comprehensive income relating to the previously-held equity interest in the acquiree is reclassified as investment income for the current period.

Where the Company acquires a minority interest from a subsidiary's minority shareholders or disposes of a portion of an interest in a subsidiary without a change in control, the difference between the amount by which the minority interests are adjusted and the amount of the consideration paid or received is adjusted to the capital reserve (capital surplus) in the consolidated balance sheet. If the credit balance of capital reserve (capital surplus) is insufficient, any excess is adjusted to retained earnings.

When the Group loses control of a subsidiary due to the disposal of a portion of an equity investment, the Group derecognises assets, liabilities, minority interests and other related items in owners' equity in relation to that subsidiary. The remaining equity investment is remeasured at its fair value at the date when control is lost. Any gains or losses therefore incurred are recognised as investment income for the current period when control is lost.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 6. Preparation of consolidated financial statements (Continued)

When the amount of loss for the current period attributable to the minority shareholders of a subsidiary exceeds the minority shareholders' portion of the opening balance of shareholders' equity of the subsidiary, the excess is allocated against the minority interests.

When the accounting period or accounting policies of a subsidiary are different from those of the Company, the Company makes necessary adjustments to the financial statements of the subsidiary based on the Company's own accounting period or accounting policies.

All significant inter-group balances, transactions and unrealised profits are eliminated in the consolidated financial statements. The portion of a subsidiary's equity and the portion of a subsidiary's net profit and loss for the period as well as comprehensive income not attributable to Company are recognised as minority interests, net profit and loss attributable to minority interests as well as and comprehensive income attributable to minority interests presented separately in the consolidated financial statements within equity and net profit as well as total comprehensive income respectively. The unrealised profit and loss arising from sales of assets to subsidiaries by the Company are fully eliminated against net profit attributable to minority interests respectively according to the Company as well as net profit attributable to minority interests respectively according to the Company and minority interests' shareholding on the subsidiaries. The unrealised profit and loss arising from sales of between subsidiaries are eliminated against net profit attributable to owners of the Company as well as net profit attributable to minority interests respectively according to the nurrealised profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net profit attributable to owners of the Company as well as net

The difference on recognising a same transaction between on the accounting subjects of the Group and of the Company or its subsidiaries would be adjusted on the accounting subject of the Group.

#### 7. Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, deposits that can be readily drawn on demand, and shortterm and highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

## 8. Foreign currency transactions and translation of financial statements denominated in foreign currency

When the Group receives capital in foreign currencies from investors, the capital is translated to functional currency at the spot exchange rate at the date of the receipt. Other foreign currency transactions are, on initial recognition, translated to functional currency at the rates that approximate the spot exchange rates at the dates of the transactions.

A spot exchange rate is an exchange rate quoted by the People's Bank of China. A rate that approximates the spot exchange rate is a rate determined under a systematic and rational method, normally the average exchange rate of the current period or the weighted average exchange rate.

Monetary items denominated in foreign currencies are translated to functional currency at the spot exchange rate at the balance sheet date. The resulting exchange differences, except for those arising from the principal and interest of specific foreign currency borrowings for the purpose of acquisition, construction or production of qualifying assets (see Note II.16), are recognised in profit or loss. Non-monetary items denominated in foreign currencies that are measured at historical cost are translated to functional currency using the foreign exchange rate at the transaction date. Non-monetary items denominated in foreign currencies that are measured at fair value are translated using the foreign exchange rate at the date the fair value is determined; the resulting exchange differences are recognised in profit or loss, except for the differences arising from the translation of available-for-sale financial assets, which are recognised as other comprehensive income. The effect of exchange rate changes on cash presented separately in the cash flow statement.

The assets and liabilities of foreign operation are translated to functional currency at the spot exchange rates at the balance sheet date. The equity items, excluding "Retained earnings", are translated to functional currency at the spot exchange rates at the transaction dates. The income and expenses of foreign operation are translated to functional currency at the rates that approximate the spot exchange rates at the transaction dates. The resulting translation differences are recognised in a separate component of equity. Upon disposal of a foreign operation, the cumulative amount of the translation differences recognised in equity which relates to that foreign operation is transferred to profit or loss in the period in which the disposal occurs. The cash flows of overseas operations are translated at the spot exchange rates on the dates of the cash flows. The effect of exchange rate changes on cash presented separately in the cash flow statement.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 9. Financial instruments

Financial instruments include cash at bank and on hand, financial assets at fair value through profit or loss, receivables, available-for-sale financial assets, investments in equity securities other than long-term equity investments, payables, loans, borrowings and debentures payables.

#### (1) Financial Assets

#### (a) Classification of financial assets

Financial assets are classified into the following categories at initial recognition: financial assets at fair value through profit or loss, receivables, available-for-sale financial assets and held-to-maturity investments. The classification of financial assets depends on the Group's intention and ability to hold the financial assets.

a. Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for the purpose of selling in short term.

b. Receivables

Receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

c. Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless the investment matures or management intends to dispose of it within 12 months of the end of the reporting period.

#### (b) Recognition and measurement

Financial assets are recognised at fair value on the balance sheet when the Group becomes a party to the contractual provisions of the financial instrument. In the case of financial assets at fair value through profit or loss, the related transaction costs incurred at the time of acquisition are recognised in profit or loss for the current period. For other financial assets, transaction costs that are attributable to the acquisition of the financial assets are included in their initial recognition amounts.

Financial assets at fair value through profit or loss are subsequently measured at fair value. Investments in equity instruments are measured at cost when they do not have a quoted market price in an active market and whose fair value cannot be reliably measured. Receivables are measured at amortised cost using the effective interest method.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 9. Financial instruments (Continued)

#### (1) Financial Assets (Continued)

#### (b) Recognition and measurement (Continued)

Gain or loss arising from change in the fair value of financial assets at fair value through profit or loss is recognised in profit or loss. Interests and cash dividends received during the period in which such financial assets are held, as well as the gains or losses arising from disposal of these assets are recognised in profit or loss for the current period.

Accumulated fair value adjustments of available-for-sale financial assets are recognised in equity except impairment and exchange gains and losses of foreign currency financial assets. When available-for-sale financial assets are disrecognised, the accumulated fair value adjustments recognised in equity are included in the income statement. Interest on available-for-sale securities calculated using the effective interest method and cash dividends on available-for-sale equity instruments when the group's right to receive payments is established are recognised in the income statement as part of other income.

#### (c) Impairment of financial assets

The Group assesses the carrying amounts of financial assets other than those at fair value through profit or loss at each balance sheet date. If there is objective evidence that a financial asset is impaired, the Group determines the amount of impairment loss.

Objective evidence indicating a financial asset is impaired represents matters actually happen subsequently to the initial recognition of the financial assets and exert influences the financial assets' estimated future cash flows which can be reliably measured by the Group.

Evidence of held-to-maturity equity instrument is impaired comprises a significant or prolonged decline in the fair value of an investment in an equity instrument below its cost. The Group assesses all availablefor-sale financial assets on an individual basis at each balance sheet date. Impairment loss should be recognised if the fair value of an equity instrument has is than 50% (50% inclusive) of its initial investment cost or in the case that the fair value has been less than the initial investment cost for more than one year(one year inclusive). The Group will consider other relevant factors, such as the price volatility, to determine whether an impairment loss should be recognised for the equity instrument if the decline in the fair value of an equity instrument is more than 20% (20% inclusive) but less than 50% of its initial investment cost. The initial investment cost of held-to-maturity equity instrument is calculated using the weighted average method.

When an impairment loss on a financial asset carried at amortised cost has occurred, the amount of loss is measured at the difference between the asset's carrying amount and the present value of its estimated future cash flows (excluding future credit losses that have not been incurred). If there is objective evidence that the value of the financial asset recovered and the recovery is related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed and the amount of reversal is recognised in profit or loss.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 9. Financial instruments (Continued)

#### (1) Financial Assets (Continued)

#### (c) Impairment of financial assets (Continued)

When an available-for-sale financial asset is impaired, the cumulative loss arising from decline in fair value that has been recognised directly in equity is reclassified to profit or loss. If, after an impairment loss has been recognised on an available-for-sale debt instrument, the fair value of the debt instrument increases in a subsequent period and the increase can be objectively related to an event occurring after the impairment loss was recognised, the impairment loss is reversed through profit or loss. An impairment loss recognised for an investment in an equity instrument classified as available-for-sale is reversed through equity.

When an impairment loss on an available-for-sale financial asset has occurred, the amount of loss is measured at the difference between the asset's carrying amount and the present value of its estimated future cash flows determined according to the market yield of similar financial assets and recognised in profit or loss. Once the above asset impairment loss is recognised, it will not be reversed in the subsequent periods.

Finance lease receivables are regarded as ordinary receivables when derecognised and impaired.

#### (d) Derecognition of financial assets

A financial assets is derecognised when one of the below criteria is met:

- the contractual rights to receive the cash flows from the financial asset expire;
- the financial asset has been transferred and the Group transfers substantially all the risks and rewards of ownership of the financial asset to the transferee;
- the financial asset has been transferred and the Group has not retained control of the financial asset, although the Group neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset.

On derecognition of a financial asset, the difference between the carrying amount and the consideration received and the cumulative changes in fair value that had been recognised directly in equity, is recognised in profit or loss.

#### <sup>102</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 9. Financial instruments (Continued)

#### (2) Financial liabilities

Financial liabilities are classified into the following categories at initial recognition: financial liabilities at fair value through profit or loss and other financial liabilities.

Payables, including accounts payable and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Borrowings and debentures payable are recognised initially at fair value, net of transaction costs incurred and subsequently measured at amortised cost using the effective interest method.

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Subsequently, the liabilities are measured at the higher of the initial fair value less cumulative amortisation recognised in the statement of income, and the amount of provision based on the principle of contingencies (see Note II.21).

Other financial liabilities with maturities no more than one year are classified as current liabilities. Other financial liabilities with maturities over one year but are due within one year(inclusive) at the balance sheet date are classified as the current portion of non-current liabilities. Others are classified as non-current liabilities.

A financial liability is derecognised or partly derecognised when the current obligation is discharged or partly discharged. The difference between the carrying amount of the financial liability or the derecognised part of the financial liability and the consideration paid is recognised in profit or loss.

#### (3) Determination of fair value

The fair value of a financial instrument that is traded in an active market is determined at the quoted price in the active market. The fair value of a financial instrument that is not traded in an active market is determined by using an appropriate valuation technique that is applicable to current circumstances and supported by sufficient available data and other information. Valuation techniques mainly include market approach and income approach. When applying valuation techniques, inputs used by market participants in the transactions of the assets or liabilities with similar characteristics would be used and observable inputs would be given priority to the extent possible. Unobservable inputs would only be used when it is impossible or impracticable to obtain relevant observable inputs.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 9. Financial instruments (Continued)

#### (4) Equity instrument

An equity instrument is a contract that proves the ownership interest of the assets after deducting all liabilities in the Group.

The perpetual capital instrument is recognised as part of the equity when there is no contractual obligation to repay the principal or pay any interest or dividend.

The consideration received from the issuance of equity instruments net of transaction costs which belong to equity transactions directly is recognised in shareholders' equity. Where other equity instruments distribute dividends or interest during the period of existence are treated as profit distribution.

Consideration and transaction costs paid by the Group for repurchasing self-issued equity instruments are deducted from shareholders' equity.

#### 10. Receivables

Receivables comprise of accounts receivable and other receivables. Accounts receivable arising from sale of goods or rendering of services are initially recognised at fair value of the contractual payments from the buyers or service recipients.

Receivables are assessed for impairment both on an individual basis and on a collective group basis.

Where impairment is assessed on an individual basis, an impairment loss in respect of a receivable is calculated as the excess of its carrying amount over the present value of the estimated future cash flows (exclusive of future credit losses that have not been incurred) discounted at the original effective interest rate. All impairment losses are recognised in profit or loss.

The assessment is made collectively where receivables share similar credit risk characteristics (including those having not been individually assessed as impaired), based on their historical loss experiences, and adjusted by the observable figures reflecting present economic conditions.

If, after an impairment loss has been recognised on receivables, there is objective evidences of a recovery in value of the financial asset which can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss. A reversal of an impairment loss will not result in the asset's carrying amount exceeding that which would have been determined had no impairment loss been recognised in prior years.

#### <sup>104</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 10. Receivables (Continued)

#### (1) Receivables that are individually significant and impairment provided on an individual basis:

Criteria of provision for receivable that are individually significant and impairment provided on an individual basis.

Method of provision for receivable that are individually significant and impairment provided on an individual basis. Individually significant receivables are the receivables with the individual amount over RMB10 million (inclusive) or accounting to 5% or more of the total receivables.

An impairment loss is calculated as the excess of its carrying amount over the present value of the estimated future cash flows (exclusive of future credit losses that have not been incurred) discounted at the original effective interest rate.

#### (2) Receivable that are individually insignificant but impairment provided on an individual basis:

Criteria of provision for receivables that are individually insignificant but impairment provided on an individual basis.

Method of provision for receivable that are individually insignificant but impairment provided on an individual basis. Within the receivables whose amounts are individually insignificant, impairment is assessed on an individual basis for the overdue receivables unpaid after collection efforts or with unique characteristics.

An impairment loss is calculated as the excess of its carrying amount over the present value of the estimated future cash flows (exclusive of future credit losses that have not been incurred) discounted at the original effective interest rate.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 10. Receivables (Continued)

#### (3) Receivables that are assessed for impairment on a collective group basis:

For receivables that have not been individually assessed as impaired in (1) and (2), further assessment is made collectively on a group basis with receivables that share similar credit risk characteristics.

| Determination method of the group<br>based on credit risk characteristics | Accounts receivable are divided into seven groups of containers, vehicles, energy, chemistry and liquid food equipment, offshore engineering, airport facilities, other business and amounts due from related parties, land lease prepayments and operating deposits according to the industry and business nature of customers and the characteristics of the receivables. As for Offshore engineering groups, the relevant receivables within credit period have lower credit risk after the grouping based on credit risk characteristics according to individual credit risk assessment and historical data. As to other groups like due from related parties, land lease prepayments operating deposits, and etc, if the credit risk assessed low after grouping based on the assessment on credit risk and their historical loss experience, no impairment loss is recognised for those groups. |
|---|---|
| Group 1   | Containers  |
| Group 2   | Road transportation vehicles  |
| Group 3   | Energy, chemical and liquid food equipment  |
| Group 4   | Airport facilities  |
| Group 5   | Logistics services  |
| Group 6   | Other business  |
| Group 7   | Financial leasing   |
| Methods of provision for receivables asse                                 | ssed on a collective group basis (based on an ageing analysis, a  |

Methods of provision for receivables assessed on a collective group basis (based on an ageing analysis, a percentage of the total balance and others).

| Containers                                 | Provision is determined based on an aging analysis (Overdue aging) |
|--|--|
| Road transportation vehicles               | Provision is determined based on an aging analysis (Overdue aging) |
| Energy, chemical and liquid food equipment | Provision is determined based on an aging analysis (Overdue aging) |
| Airport facilities                         | Provision is determined based on an aging analysis (Overdue aging) |
| Logistics service                          | Provision is determined based on an aging analysis (Overdue aging) |
| Other business                             | Provision is determined based on an aging analysis (Overdue aging) |
| Finance lease receivables                  | Provision is determined based on model analysis                    |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 10. Receivables (Continued)

#### (3) Receivables that are assessed for impairment on a collective group basis: (Continued)

For the above groups, provision is made based on their respective ageing analysis follows:

|                           | Percentage of total account | unts receivable (%) |
|---------------------------|-----------------------------|---------------------|
| Ageing                    | Group 1, 2, 4, 5, 6         | Group 3             |
| Within 1 year (inclusive) | 5%                          | 0%-5%               |
| 1 to 2 years (inclusive)  | 30%                         | 30%                 |
| Over 2 years              | 100%                        | 100%                |

(4) When the Group transfers the accounts receivable to the financial institutions without recourse, the difference between the proceeds received from the transaction and their carrying amounts and the related taxes is recognised in profit or loss for the current period.

#### 11. Inventories

#### (1) Classification

Inventories include raw materials, work in progress, semi-finished goods, finished goods and reusable materials. Reusable materials include low-value consumables, packaging materials and other materials, which can be used repeatedly but do not meet the definition of fixed assets.

#### (2) Cost of inventories

Cost of inventories is calculated using the weighted average method.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 11. Inventories (Continued)

# (3) The underlying factors in the determination of net realisable values of inventories and basis of provision for decline in value of inventories

Inventories are initially measured at cost. Cost of inventories comprises all costs of purchase, costs of conversion and other expenditures incurred in bringing the inventories to their present location and condition. Borrowing costs directly related to the production of qualifying inventories are also included in the cost of inventories (see Note II.16). In addition to the purchasing cost of raw materials, work in progress and finished goods include direct labour costs and an appropriate allocation of production overheads.

At the balance sheet date, inventories are carried at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the normal course of business less the estimated costs to completion and the estimated expenses and related taxes necessary to make the sale. The net realisable value of materials held for use in the production of inventories is measured based on the net realisable value of the finished goods in which they will be incorporated. The net realisable value of the quantity of inventory held to satisfy sales or service contracts is based on the contract price. If the quantities of inventories specified in sales contracts are less than the quantities held by the Group, the net realisable value of the excess portion of inventories shall be based on general selling prices.

Any excess of the cost over the net realisable value of each class of inventories is recognised in profit or loss as a provision for diminution in the value of inventories.

#### (4) Inventory system

The Group maintains a perpetual inventory system.

#### (5) Amortisation of reusable material including low-value consumables and packaging material

Reusable materials including low-value consumables and packaging materials are amortised in full when received for use. The amounts of the amortisation are included in the cost of the related assets or profit or loss.

#### 12. Long-term equity investments

Long-term equity investments comprise the Company's long-term equity investments in its subsidiaries and the Group's long-term equity investments in its joint ventures and associates.

Subsidiaries are the investees over which the Company is able to exercise control. Joint ventures are the investees over which the Group is able to exercise joint control together with other ventures and the Group enjoys the rights only on the net assets of investees. Associates are the investees that the Group has significant influence on their financial and operating policies.

Investments in subsidiaries are presented in the Company's financial statements using the cost method, and are adjusted for preparing the consolidated financial statements using the equity method. Investments in joint ventures and associates are accounted for using the equity method.

## <sup>108</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 12. Long-term equity investments (Continued)

#### (1) Determination of investment cost

For long-term equity investments acquired through a business combination: for long-term equity investments acquired through a business combination involving enterprises under common control, the investment cost shall be the absorbing party's share of the carrying amount of owners' equity of the party being absorbed at the combination date; for long-term equity investment acquired through a business combination involving enterprises not under common control, the investment cost shall be the combination cost.

For long-term equity investments acquired not through a business combination: for long-term equity investment acquired by payment in cash, the initial investment cost shall be the purchase price actually paid; for long-term equity investments acquired by issuing equity securities, the initial investment cost shall be the fair value of the equity securities issued.

#### (2) Subsequent measurement

For long-term equity investments accounted for using the cost method, they are measured at the initial investment costs, and cash dividends or profit distribution declared by the investees are recognised as investment income in profit or loss.

For long-term equity investments accounted for using the equity method, where the initial investment cost of a long-term equity investment exceeds the Group's share of the fair value of the investee's identifiable net assets at the acquisition date, the long-term equity investment is measured at the initial investment cost; where the initial investment cost is less than the Group's share of the fair value of the investee's identifiable net assets at the acquisition date, the difference is included in profit or loss and the cost of the long-term equity investment is adjusted upwards accordingly.

For long-term equity investments accounted for using the equity method, the Group recognises the investment income according to its share of net profit or loss of the investee. If the accounting policies and the accounting periods are inconsistent between the Company and investees, the financial statements of investees are adjusted in accordance with the accounting policies and accounting period of the Company. The Group discontinues recognising its share of net losses of an investee after the carrying amount of the long-term equity investment together with any long-term interests that, in substance, form part of the investor's net investment in the investee are reduced to zero. However, if the Group has obligations for additional losses and the criteria with respect to recognition of provisions under the accounting standards on contingencies are satisfied, the Group continues recognising the investment losses and the provisions. For changes in owners' equity of the investee other than those arising from its net profit or loss, the Group records its proportionate share directly into capital surplus, provided that the Group's proportion of shareholding in the investee remains unchanged. The carrying amount of the investment is reduced by the Group's share of the profit distribution or cash dividends declared by an investee. The unrealised profits or losses arising from the intra-group transactions amongst the Group and its investees are eliminated in proportion to the Group's equity interest in the investees, and then based on which the investment gains or losses are recognised. For the loss on the intra-group transaction amongst the Group and its investees attributable to asset impairment, any unrealised loss is not eliminated.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 12. Long-term equity investments (Continued)

#### (3) Basis for determining the existence of joint control or significant influence over an investee

Control is the power over the investee to enjoy variable returns by participating in related activities of the investee and the ability to affect the return amount by executing the power over the investee.

Joint control is the sharing of control over an arrangement according to related agreement, and exists only when the decisions relating to the activity of the arrangement require the unanimous consent of the parties sharing control.

Significant influence is the power to participate in the determination of financial and operating policies of the investee, but is not control or joint control over those policies.

#### (4) Method of impairment testing and measuring

The carrying amount of long-term equity investments in subsidiaries, joint ventures and associates is reduced to the recoverable amount if the recoverable amount is below the carrying amount.

## **13. INVESTMENT PROPERTIES**

Investment properties, including land use rights that have already been leased out, buildings that are held for the purpose of leasing and buildings that are being constructed or developed for future use for leasing, are measured initially at cost. Subsequent expenditures incurred in relation to an investment properties are included in the cost of the investment properties when it is probable that the associated economic benefits will flow to the Group and their costs can be reliably measured; otherwise, the expenditures are recognised in profit or loss for the period in which they are incurred.

The Group adopts fair value model to subsequently measure investment properties and don't provide depreciation or amortisation. The carrying amount of investment properties is adjusted based on their fair value at the balance sheet date, and the difference between the fair value and the original carrying amount is recognised in profit or loss for the current period.

When an investment properties is transferred to owner-occupied property, it is reclassified to fixed asset or intangible asset with the carrying amount determined at the fair value of the investment properties at the date of the transfer, and the difference between the fair value and the original carrying amount of the investment properties is recognised in profit or loss for the current period. When an owner-occupied property is transferred out for earning rentals or for capital appreciation, the fixed asset or intangible asset is transferred to investment properties with the carrying amount determined at the fair value at the date of the transfer. If the fair value at the date of the transfer is less than the original carrying amount of the fixed asset or the intangible asset, the difference is recognised in profit or loss for the current period; otherwise, it is included in other comprehensive income.

An investment properties is derecognised on disposal or when the investment properties is permanently withdrawn from use and no future economic benefits are expected from its disposal. The net amount of proceeds from sale, transfer, retirement or damage of an investment properties net of its carrying amount and related taxes and expenses is recognised in profit or loss for the current period.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 14. Fixed assets

#### (1) Recognition

Fixed assets represent the tangible assets held by the Group for use in the production of goods or supply of services, for rental to others or for operation and administrative purposes with useful lives over one year.

The cost of a purchased fixed asset comprises the purchase price, related taxes, and any directly attributable expenditure for bringing the asset to working condition for its intended use. The cost of self-constructed assets is measured in accordance with the policy set out in Note II.15.

Where parts of an item of fixed asset have different useful lives or provide benefits to the Group in different patterns thus necessitating use of different depreciation rates or methods, each part is recognised as a separate fixed asset.

The subsequent costs including the cost of replacing part of an item of fixed assets are recognised in the carrying amount of the item if the to recognise fixed assets criteria are satisfied, and the carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of fixed assets are recognised in profit or loss as incurred.

Fixed assets are stated in the balance sheet at cost less accumulated depreciation and impairment losses.

#### (2) Depreciation

Fixed assets are depreciated using the straight-line method to allocate the cost of the assets to their estimated residual values over their estimated useful lives, unless the fixed asset is classified as held for sale (see Note II.28). For the fixed assets that have been provided for impairment loss, the related depreciation charge is prospectively determined based upon the adjusted carrying amounts over their remaining useful lives. The estimated useful lives, residual values and depreciation rates of each class of fixed assets are as follows:

| Classes                        | Residual Period<br>(years) | Depreciation value rate (%) | Depreciation<br>rate (%) |
|--------------------------------|----------------------------|-----------------------------|--------------------------|
| Plants and buildings           | 20-30                      | 10%                         | 3-4.5%                   |
| Machinery and equipment        | 10-12                      | 10%                         | 7.5-9%                   |
| Office and other equipment     | 3-5                        | 10%                         | 18-30%                   |
| Motor vehicles                 | 5                          | 10%                         | 18%                      |
| Dock, wharf                    | 50                         | 10%                         | 1.8%                     |
| Offshore engineering equipment | 15-30                      | 10%                         | 3-6%                     |

Useful lives, residual value and depreciation methods are reviewed at least at each year-end.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 14. Fixed assets (Continued)

- (3) For the method of impairment testing and measuring, refer to Note II.20.
- (4) Basis for identification of fixed assets held under finance leases and related measurement

For criteria of recognition and method of measuring for fixed assets under a finance lease, refer to Note II 27(3).

#### (5) Disposal

A fixed asset is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The amount of proceeds from disposal on sale, transfer, retirement or damage of a fixed asset net of its carrying amount and related taxes and expenses is recognised in profit or loss for the current period.

#### 15. Construction in progress

Construction in progress is measured at actual cost. The cost of self-constructed assets includes the cost of materials, direct labour, capitalised borrowing costs (see Note II.16), and any other costs directly attributable to bringing the asset to working condition for its intended use.

A self-constructed asset is included in construction in progress before it is transferred to fixed asset when it is ready for its intended use. No depreciation is provided against construction in progress. Construction in progress is stated in the balance sheet at cost less impairment losses (see Note II.20).

#### 16. Borrowing costs

Borrowing costs incurred directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of the asset.

Except for the above, other borrowing costs are recognised as financial expenses in the income statement when incurred.

During the capitalisation period, the amount of interest (including amortisation of any discount or premium on borrowing) to be capitalised in each accounting period is determined as follows:

- Where funds are borrowed specifically for the acquisition, construction or production of a qualifying asset, the amount of interest to be capitalised is the interest expense calculated using effective interest rates during the period less any interest income earned from depositing the borrowed funds or any investment income on the temporary investment of those funds before being used on the asset.
- Where funds are borrowed generally and used for the acquisition, construction or production of a qualifying asset, the amount of interest to be capitalised on such borrowings is determined by applying a capitalisation rate to the weighted average of the excess amounts of cumulative expenditures on the asset over the above amounts of specific borrowings. The capitalisation rate is the weighted average of the interest rates applicable to the general-purpose borrowings.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 16. Borrowing costs (Continued)

The effective interest rate is determined as the rate that exactly discounts estimated future cash flow through the expected life of the borrowing or, when appropriate, a shorter period to the initially recognised amount of the borrowings.

During the capitalisation period, exchange differences related to the principal and interest on a specific-purpose borrowing denominated in foreign currency are capitalised as part of the cost of the qualifying asset. The exchange differences related to the principal and interest on foreign currency borrowings other than a specific-purpose borrowing are recognised as a financial expense in the period in which they are incurred.

The capitalisation period is the period from the date of commencement of capitalisation of borrowing costs to the date of cessation of capitalisation, excluding any period over which capitalisation is suspended. Capitalisation of borrowing costs commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities of acquisition, construction or production that are necessary to prepare the asset for its intended use or sale are in progress, and ceases when the assets become ready for their intended use or sale. Capitalisation of borrowing costs is suspended when the acquisition, construction or production activities are interrupted abnormally and the interruption lasts over three months.

### 17. Intangible assets

Intangible assets are stated in the balance sheet at cost less accumulated amortisation (where the estimated useful life is finite) and impairment losses (see Note II.20). For an intangible asset with finite useful life, its cost less residual value and impairment loss is amortised on the straight-line method or other more appropriate methods that can reflect the pattern in which the asset's economic benefits are expected to be realised over its estimated useful life, unless the intangible asset is classified as held for sale (see Note II.28).

The respective amortisation periods for such intangible assets are as follows:

|                                       | Amortisation<br>periods (years) |
|---------------------------------------|---------------------------------|
| Land use rights                       | 20-50                           |
| Maritime space use rights             | 40-50                           |
| Technological know-how and trademarks | 5-10                            |
| Timber concession rights              | 20                              |
| Customer relationships                | 3-8                             |
| Customer contracts                    | 3-4                             |
| Franchise rights                      | 10-18                           |

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 17. Intangible assets (Continued)

For an intangible asset with a finite useful life, review of its useful life and amortisation method is performed at each year-end, with adjustment made as appropriate.

An intangible asset is regarded as having an indefinite useful life and is not amortised when there is no foreseeable limit to the period over which the asset is expected to generate economic benefits for the Group. At balance sheet date, an impairment test will be conducted.

Expenditures on an internal research and development project are classified into expenditures on the research phase and expenditures on the development phase. Research is original and planned investigation undertaken with the prospect of gaining new scientific or technical knowledge and understanding. Development is the application of research findings or other knowledge to a plan or design for the production of new or substantially improved materials, devices, products or processes before the start of commercial production or use.

The expenditure on an internal research and development project is classified into expenditure on the research phase and expenditure on the development phase based on its nature and whether there is material uncertainty that the research and development activities can form an intangible asset at end of the project.

Expenditure on the research phase, such as expenditure on planned research, assessment and selection for manufacturing technique, is recognised in profit or loss in the period in which it is incurred. Before mass production, expenditure on the development phase, such as expenditure on design and test for finalised application, is capitalised only if all of the following conditions are satisfied:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale.
- its intention to complete the intangible asset and use or sell it.
- how the intangible asset will generate probable future economic benefits. Among other things, the entity can demonstrate the existence of a market for the output of the intangible asset or the intangible asset itself or, if it is to be used internally, the usefulness of the intangible asset.
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset.
- its ability to measure reliably the expenditure attributable to the intangible asset during its development.

Other development expenditures that do not meet the conditions above are recognised in profit or loss in the period in which they are incurred. Development costs previously recognised as expenses are not recognised as an asset in a subsequent period. Capitalised expenditure on the development phase is presented as development costs in the balance sheet and transferred to intangible assets at the date that the asset is ready for its intended use.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 18. Goodwill

Goodwill represents the excess of cost of acquisition over the acquirer's interest in the fair value of the identifiable net assets of the acquiree under the business combination involving entities not under common control.

Goodwill is not amortised and is stated at cost less accumulated impairment losses (see Note II.20). On disposal of an asset group or combination of asset groups, any attributable amount of purchased goodwill is written off and included in the calculation of the profit or loss on disposal.

#### 19. Long-term prepaid expenses

Long-term prepaid expenses are amortised on a straight-line method within the beneficial period.

The amortisation periods for expensed are as follows:

| Item   | Amortisation<br>period (years) |
|--------|--------------------------------|
| Rental | 2-10                           |
| Others | 3-5                            |

#### 20. Impairment of long-term assets

Fixed assets, construction in progress, intangible assets with finite useful lives and long-term equity investments in subsidiaries, joint ventures and associates are tested for impairment if there is any indication that the assets may be impaired at the balance sheet date. If the result of the impairment test indicates that the recoverable amount of an asset is less than its carrying amount, a provision for impairment and an impairment loss are recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and the present value of the future cash flows expected to be derived from the asset. Provision for asset impairment is determined and recognised on the individual asset basis. If it is not possible to estimate the recoverable amount of an individual asset, the recoverable amount of a group of assets to which the asset belongs is determined. A group of assets is the smallest group of assets that is able to generate independent cash inflows.

Goodwill that is separately presented in the financial statements is tested at least annually for impairment, irrespective of whether there is any indication that it may be impaired. In conducting the test, the carrying value of goodwill is allocated to the related asset groups or combination of asset groups which are expected to benefit from the synergies of the business combination. If the result of the test indicates that the recoverable amount of an asset group or combination of asset groups, including the allocated goodwill, is lower than its carrying amount, the corresponding impairment loss is recognised. The impairment loss is first deducted from the carrying amount of goodwill that is allocated to the asset group or combination of asset groups, and then deducted from the carrying amounts of other assets within the asset groups or combination of asset groups in proportion to the carrying amounts of assets other than goodwill.

Once an impairment loss is recognised, it is not reversed in a subsequent period.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 21. Provisions and contingent liabilities

Provisions for product warranties, onerous contracts etc. are recognised when the Group has a present obligation, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be measured reliably.

A provision is initially measured at the best estimate of the expenditure required to settle the related present obligation. Factors surrounding a contingency, such as the risks, uncertainties and the time value of money, are taken into account as a whole in reaching the best estimate of a provision. Where the effect of the time value of money is material, the best estimate is determined by discounting the related future cash outflows. The increase in the discounted amount of the provision arising from passage of time is recognised as interest expense.

The carrying amount of provisions is reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Provisions which is expected to be paid within one year from the balance sheet date are disclosed as current liabilities.

In terms of a possible obligation resulting from a past transaction or event, whose existence will only be confirmed by the occurrence or non-occurrence of uncertain future events or a present obligation resulting from a past transaction or event, where it is not probable that the settlement of the above obligation will cause an outflow of economic benefits, or the amount of the outflow cannot be estimated reliably, the possible or present obligation is disclosed as a contingent liability.

### 22. Share-based payments

#### (1) Classification

Share-based payment transactions in the Group are classified as equity-settled share-based payments and cashsettled share-based payments.

#### (2) Method to determine the fair value of equity instruments

Fair value of stock option is estimated based on binomial lattice model. Contract term of the stock option is used as the input variable of this model. And the binomial lattice model includes estimation of early execution of the option. The following factors are taken into account when using the binomial lattice model: (1) exercise price of the option; (2) vesting period; (3) current price of basic stocks; (4) expected fluctuation of stocks; (5) expected dividends of stocks; (6) risk-free rate within the option term.

#### (3) Basis of the best estimate of the number of equity instruments expected to vest

At each balance sheet date during the vesting period, the Group makes the best estimation according to the latest information of the number of employees who are granted to vest and revises the number of equity instruments expected to vest. On vesting date, the estimate shall be equal to the number of equity instruments that ultimately vested.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 22. Share-based payments (Continued)

#### (4) Accounting treatment for share-based payment

#### (a) Equity-settled share-based payments

Where the Group uses shares or other equity instruments as consideration for services received from the employees, the payment is measured at the fair value of the equity instruments granted to the employees at the grant date. If the equity instruments granted to employees vest immediately, the fair value of the equity instruments granted is, on grant date, recognised as relevant cost or expenses with a corresponding increase in capital reserve. If the equity instruments granted to employees do not vest until the completion of services for a vesting period, or until the achievement of a specified performance condition, the Group, at each balance sheet date during the vesting period, makes the best estimation according to the latest information of the number of employees who are granted to vest and revises the number of equity instruments expected to vest. Based on the best estimation, the Group recognises the services received for the current period as related costs or expenses, with a corresponding increase in capital reserve, at an amount equal to the fair value of the equity instruments at the grant date.

#### (b) Cash-settled share-based payments

Where the Group receives services from employees by incurring a liability to deliver cash or other assets for amounts that are determined based on the price of shares or other equity instruments, the service received from employees is measured at the fair value of the liability incurred. If the rights under a cash-settled share-based payment do not vest until the completion of services for a vesting period, or until the achievement of a specified performance condition, the Group, at each balance sheet date during the vesting period, recognises the services received for the current period as related costs or expenses, with a corresponding increase in liability, at an amount equal to the fair value of the liability based on the best estimate of the outcome of vesting.

#### 23. Revenue recognition

Revenue is the gross inflow of economic benefit in the periods arising in the course of the Group's ordinary activities when the inflows result in increase in shareholders' equity, other than increase relating to contributions from shareholders. Revenue is recognised in profit or loss when it is probable that the economic benefits will flow to the Group, the revenue and costs can be measured reliably and the following respective conditions are met.

### (1) Sale of goods

Revenue from sale of goods is recognised when all of the general conditions stated above and following conditions are satisfied:

- (a) The significant risks and rewards of ownership of goods have been transferred to the buyer;
- (b) The Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold.

Revenue from the sale of goods is measured at the fair value of the considerations received or receivable under the sales contract or agreement.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 23. Revenue recognition (Continued)

#### (1) Sale of goods (Continued)

#### a. Containers and airport facilities sales revenue

The Group recognises revenue after receive acceptance certificates from customers.

#### b. Road transportation vehicles and heavy truck sales revenue

Sales of road transportation vehicles are divided into sales to domestic customers and sales to overseas customers. As to sales to domestic customers, the Group recognises revenue after customers pick up and accept the vehicles. As to sales to overseas customers, the Group recognises revenue after vehicles are loaded to specified ship in specific port assigned by the customer pursuant to contracts.

#### c. Real estate sales revenue

The Group recognises revenue when the purchase and sell agreement is performed. When the property is sold in advance before completion, the revenue is recognised only when the construction is completed and delivered to the buyer. The deposits and installment received before revenue recognition are regarded as advance from customers.

#### (2) Revenue from construction contracts

Where the outcome of a construction contract can be estimated reliably, contract revenue and contract expenses associated with the construction contract are recognised at the balance sheet date using the percentage of completion method.

The stage of completion of a contract is determined based on completion of a physical proportion of the contract work.

When the outcome of a construction contract cannot be estimated reliably:

- (a) If the contract costs can be recovered, revenue is recognised to the extent of contract costs incurred that can be recovered, and the contract costs are recognised as contract expenses when incurred;
- (b) If the contract costs cannot be recovered, the contract costs are recognised as contract expenses immediately when incurred, and no contract revenue is recognised.

Construction contract revenue includes initial revenue stipulated by contract and increased amount generated by contract alteration.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 23. Revenue recognition (Continued)

#### (2) Revenue from construction contracts (Continued)

Increased amount cannot be recognised as contract revenue unless the following contract alteration terms are all satisfied:

- (c) Client accepts and confirms the increased amount generated by contract alteration;
- (d) Increased amount can be reliably measured.

Contract anticipated loss is recognised when estimated total construction contract cost exceeds contract revenue. Provision should be made for contract anticipated loss and charged into profit and losses for the current period.

#### (3) Rendering of services

Revenue from rendering of services is measured at the fair value of the considerations received or receivable under the contract or agreement.

At the balance sheet date, where outcome of a transaction involving the rendering of services can be estimated reliably, revenue from the rendering of services is recognised by reference to the stage of completion of the transaction based on the progress of work performed.

Where outcome of rendering of services cannot be estimated reliably, if the costs incurred are expected to be recoverable, revenues are recognised to the extent that the costs incurred that are expected to be recoverable, and an equivalent amount is charged to profit or loss as service cost; if the costs incurred are not expected to be recoverable, the costs incurred are recognised in profit or loss and no service revenue is recognised.

For freight agencies, revenues are recognised at the ship departure date (export) or the arrival date (import). As to land freight agencies, revenues are recognised when goods have arrived at the specified location. For shipping agency: revenues are recognised at the day that ship departures.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 24. Employee benefits

Employee benefits represent all kinds of allowances and compensations paid by the Group for services rendered by employees or for termination of employment relationship, which mainly include short-term wages, pension benefits and termination of employment benefits.

#### (1) short-term wages

Short-term wages include wages or salaries, bonuses, allowances and subsidies, staff welfare, medical insurance, work injury insurance, maternity insurance, housing funds, labour union funds, employee education funds and short term paid absence and etc. Actual short-term wages are recognised as liabilities in the periods when the employees render services and are charged into profit or loss or capitalised in costs of related assets. The non-monetary welfare is measured at fair value.

#### (2) pension benefits

During the reporting period, the Group's pension benefits are basic pension insurance and unemployment insurance which are all defined contribution plans.

#### Basic pension insurance

The Group's employees participated in the basic social pension insurance organised and implemented by local labour and social security bureau. The Group paid the basic pension issuance expenses monthly to designated insurance companies for its employees according to the basis amounts and rates determined by the local regulations. After retirement, local labour and social security bureau is responsible for paying the pension benefit to the retired employees. The amounts of pension insurance payable calculated according to the above regulations are recognised as liabilities during the periods when the employees render services and are charged to profit or loss or capitalised in costs of related assets.

#### (3) Enterprise annuities plan

The Group provides compensation for the termination of employment relationship before the expiry of employment contracts or compensation to encourage employees' voluntary layoffs, which is recognised as a liability and charged to profit or loss on the earlier one when the Group is unable to unilaterally withdraw the plan on the termination of employment relationship or the layoff proposal and costs and expenses in relation to the payment of compensation to the termination of employment relationship are recognised.

The Enterprise annuities plan with payment within one year at the balance sheet date are classified as current liabilities.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

#### 25. Government grants

Government grants are transfers of monetary assets or non-monetary assets from the government to the Group at nil consideration, including refund of taxes and financial subsidies, etc..

A government grant is recognised when the conditions attached to it can be complied with and the government grant can be received. If a government grant in the form of transfer of monetary assets, the grant is measured at the amount received or receivable. For a government grant in the form of transfer of non-monetary assets, it is measured at fair value; if the fair value is not reliably determinable; the grant is measured at nominal amount.

Government grants related to assets represent grants obtained from government which are to compensate longterm assets purchased or other ways. Government grants related to income represent those government grants other than related to assets.

A government grant related to an asset is recognized by deducting the grant in arriving at the carrying amount of the asset or as deferred income, and amortised to profit or loss on a reasonable, systematic basis over the useful life of the asset. For government grants related to income, where the grant is a compensation for related expenses or losses to be incurred by the Group in the subsequent periods, the grant is recognised as deferred income, and included in profit or loss or by deducting the related expense over the periods in which the related costs are recognised; where the grant is a compensation for related expenses or losses already incurred by the Group, the grant is recognised immediately in profit or loss or by deducting the related expense the for the current period. The same method of presentation should be adopted for government grants of the same category: government grants related with the day-to-day operation should be presented in the operating profit; government grants not related with the day-to-day operation should be presented in the non-operating income or expenses.

For government loans with below-market rates of interest, the actual proceeds received is recognized as the initial carrying value of the loans, and borrowing costs are calculated based on the principal and the below-market rates of interest. Discount interest funds directly received from the government should be recognized by deducting the related borrowing costs.

### 26. Deferred tax assets and deferred tax liabilities

Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases, which include the deductible losses and tax credits carry forward to subsequent periods. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax is not recognised for the temporary differences arising from the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting profit nor taxable profit (or tax loss). No deferred tax liability is recognised for a temporary difference arising from the initial recognition of goodwill.

At the balance sheet date, the amount of deferred tax recognised is measured based on the expected manner of recovery or settlement of the carrying amount of the assets and liabilities, using tax rates that are expected to be applied in the period when the asset is recovered or the liability is settled in accordance with tax laws.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 26. Deferred tax assets and deferred tax liabilities (Continued)

The carrying amount of a deferred tax asset is reviewed at each balance sheet date. The carrying amount of a deferred tax asset is reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefit of the deferred tax asset to be utilised. Such reduction is reversed to the extent that it becomes probable that sufficient taxable profits will be available.

Deferred tax liabilities are recognised for temporary differences arising from investments in subsidiaries, associates and joint ventures, except where the Group is able to control the timing of reversal of the temporary difference, and it is probable that the temporary difference will not reverse in the foreseeable future. When it is probable that the temporary differences arising from investments in subsidiaries, associates and joint ventures will be reversed in the foreseeable future and that the taxable profit will be available in the future against which the temporary differences can be utilised, the corresponding deferred tax assets are recognised.

At the balance sheet date, deferred tax assets and liabilities are offset if all the following conditions are met:

- the taxable entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- they relate to income taxes levied by the same tax authority on either the same taxable entity; or different taxable entities which either intend to settle the current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

#### 27. Operating and finance leases

A lease is classified as either a finance lease or an operating lease. A finance lease is a lease that transfers substantially all the risks and rewards incidental to ownership of a leased asset to the lessee, irrespective of whether the legal title to the asset is eventually transferred. An operating lease is a lease other than a finance lease.

#### (1) Assets acquired under operating leases

Rental payments under operating leases are recognised as costs or expenses on a straight-line basis over the lease term.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

## 27. Operating and finance leases (Continued)

#### (2) Assets leased out under operating leases

Fixed assets leased out under operating leases, except for investment properties (see Note II.13) are depreciated in accordance with the Group's depreciation policies described in Note II.14(2). Impairment losses are provided for in accordance with the accounting policy described in Note II.20. Other leased out assets under operating leases are amortised using the straight-line method. Income derived from operating leases is recognised in the income statement using the straight-line method over the lease term. If initial direct costs incurred in respect of the assets leased out are material, the costs are initially capitalised and subsequently amortised in profit or loss over the lease term on the same basis as the lease income. Otherwise, the costs are charged to profit or loss immediately.

#### (3) Assets acquired under finance leases

When the Group acquires an asset under a finance lease, the asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments, each determined at the inception of the lease. At the commencement of the lease term, the minimum lease payments are recorded as long-term payables. The difference between the value of the leased assets and the minimum lease payments is recognised as unrecognised finance charges. Initial direct costs that are attributable to a finance lease incurred by the Group are added to the amounts recognised for the leased asset. Depreciation and impairment losses are accounted for in accordance with the accounting policies described in Notes II.14(2) and II.20, respectively.

If there is a reasonable certainty that the Group will obtain ownership of a leased asset at the end of the lease term, the leased asset is depreciated over its estimated useful life. Otherwise, the leased asset is depreciated over the shorter of the lease term and its estimated useful life.

Unrecognised finance charge under finance lease is amortised using an effective interest method over the lease term. The amortisation is accounted for in accordance with principles of borrowing costs (see Note II.16).

At the balance sheet date, long-term payables arising from finance leases, net of the unrecognised finance charges, are presented as long-term payables or non-current liabilities due within one year, respectively, in the balance sheet.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 27. Operating and finance leases (Continued)

#### (4) Assets leased out under finance leases

At the commencement of the lease term, the Group recognises the aggregate of the minimum lease receipts determined at the inception of a lease and the initial direct costs as finance lease receivable. The difference between the aggregate of the minimum lease receipts, the initial direct costs, and the aggregate of their present value is recognised as unearned finance income.

Unearned finance income is allocated to each accounting period during the lease term using the effective interest method. At the balance sheet date, finance lease receivables, net of unearned finance income, are presented as long-term receivables or non-current assets due within one year, respectively in the balance sheet. Please refer to Notes II.9 for accounting policy on the derecognition and impairment of finance lease receivables.

#### 28. Assets held for sale and discontinued operation

A non-current asset or disposal group is classified as held for sale when meet the following criteria: i. The asset (or disposal group) must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets (or disposal groups); ii. A non-cancellable transfer agreement has been signed with the transferee, the disposal plan has been approved properly and this transfer is expected to be completed within one year;

Non-current assets held for sale (excluding financial assets, investment properties measured at fair value and deferred tax assets) are stated at the lower of carrying amount and net realisable value. Any excess of the carrying amount over the net realisable value is recognised as impairment loss.

Assets and liabilities of a non-current asset or disposal group which is classified as held for sale are classified as current assets and current liabilities, which are separately presented in the balance sheet.

A discontinued operation is a component which has been disposed or classified as held for sale of the group's business and the operations and financial reporting of the discontinued operation can be clearly distinguished from the rest of the group and can meet one of the following criteria: (a) This component of the business represents a separate major line of business or geographic area of operations; (b) This component of the business is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; (c) This component of the business is a subsidiary acquired exclusively with a view to resale.

The Group shall disclose profit or loss for the year from discontinued operations disclosed in the statement of comprehensive income comprising the total of: the post-tax profit or loss of discontinued operations and The post-tax gain or loss from remeasurement of the discontinued operation to fair value less costs to sell.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 29. Hedge accounting

Hedge accounting is a method which recognises the offsetting effects of fair value and cash flow of the hedging instruments and the hedged items on current profit or loss in the same accounting period(s).

Hedged items are the items that expose the Group to risks of changes in fair value or future cash flows and that are designated as being hedged. The Group's hedged item include a forecast transaction that is settled with a fixed amount of foreign currency and expose the Group to foreign currency risk.

A hedging instrument is a designated derivative whose changes in fair value or cash flows are expected to offset changes in the fair value or cash flows of the hedged item. For a hedge of foreign currency risk, a non-derivative financial asset or non-derivative financial liability may also be used as a hedging instrument.

The hedge is assessed by the Group for effectiveness on an ongoing basis and judged whether it has been highly effective throughout the accounting periods for which the hedging relationship was designated. A hedge is regarded as highly effective if both of the following conditions are satisfied:

- at the inception and in subsequent periods, the hedge is expected to be highly effective in achieving
  offsetting changes in fair value or cash flows attributable to the hedged risk during the period for which the
  hedge is designated;
- the actual results of offsetting are within a range of 80% to 125%.

#### Cash flow hedges

A cash flow hedge is a hedge of the exposure to variability in cash flows. The portion of the gain or loss on the hedging instrument that is determined to be an effective hedge is recognised directly in shareholders' equity as a separate component. That effective portion is adjusted to the lower of the following in absolute amounts:

- the cumulative gain or loss on the hedging instrument from inception of the hedge;
- The cumulative change in present value of the expected future cash flows on the hedged item from inception of the hedge.

The portion of the gain or loss on the hedging instrument that is determined to be an ineffective hedge is recognised in profit or loss.

If a hedge of a forecast transaction subsequently results in the recognition of a non-financial asset or nonfinancial liability, the associated gain or loss is removed from shareholders' equity and recognised in profit or loss in the same period during which the financial asset or financial liability affects profit or loss. However, if the Group expects that all or a portion of a net loss recognised directly in shareholders' equity will not be recovered in future accounting periods, it reclassifies into profit or loss the amount that is not expected to be recovered.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

## 29. Hedge accounting (Continued)

### Cash flow hedges (Continued)

If a hedge of a forecast transaction subsequently results in the recognition of a financial asset or a financial liability, the associated gain or loss is removed from equity and recognised in profit or loss in the same period during which the financial asset or financial liability affects profit or loss. However, if the Group expects that all or a portion of a net loss recognised directly in shareholders' equity will not be recovered in future accounting periods, it reclassifies into profit or loss the amount that is not expected to be recovered.

For cash flow hedges, other than those covered by the preceding two policy statements, the associated gain or loss is removed from shareholders' equity and recognised in profit or loss in the same period or periods during which the hedged forecast transaction affects profit or loss.

When a hedging instrument expires or is sold, terminated or exercised, or the hedge no longer meets the criteria for hedge accounting, the Group will discontinue the hedge accounting treatments prospectively. In this case, the gain or loss on the hedging instrument that remains recognised directly in shareholders' equity from the period when the hedge was effective shall not be reclassified into profit or loss and is recognised in accordance with the above policy when the forecast transaction occurs. If the forecast transaction is no longer expected to occur, the gain or loss on the hedging instrument that remains recognised directly in shareholders' equity from the period when the hedge was effective shall be reclassified into profit or loss immediately.

## 30. Dividend distribution

Cash dividend is recognised as a liability for the period in which the dividend is approved by the shareholders' meeting.

Dividends or distributions of profits proposed in the profit appropriation plan which will be authorised and declared after the balance sheet date, are not recognised as a liability at the balance sheet date but disclosed in the notes separately.

#### 31. Related parties

If a party has the power to control, jointly control or exercise significant influence over another party, or vice versa, or where two or more parties are subject to common control or joint control from another party, they are considered to be related parties. Related parties may be individuals or enterprises. Enterprises with which the Company is under common control only from the State and that have no other related party relationships are not regarded as related parties of the Group. Related parties of the Group and the Company include, but are not limited to:

- (a) the Company's parent;
- (b) the Company's subsidiaries;
- (c) enterprises that are controlled by the Company's parent;

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 31. Related parties (Continued)

- (d) investors that have joint control or exercise significant influence over the Group;
- (e) enterprises or individuals if a party has control, joint control over both the enterprises or individuals and the Group;
- (f) joint ventures of the Group, including subsidiaries of joint ventures;
- (g) associates of the Group, including subsidiaries of associates;
- (h) principal individual investors and close family members of such individuals;
- (i) key management personnel of the Group and close family members of such individuals;
- (j) key management personnel of the Company's parent and close family members of such individuals;
- (k) close family members of key management personnel of the Company's parent; and
- (I) other enterprises that are controlled or jointly controlled by principal individual investors, key management personnel of the Group, and close family members of such individuals.

Besides the related parties stated above determined in accordance with the requirements of CAS, the following enterprises and individuals are considered as (but not restricted to) related parties based on the disclosure requirements of Administrative Procedures on the Information Disclosures of Listed Companies issued by the CSRC:

- (m) enterprises or persons that act in concert that hold 5% or more of the Company's shares;
- (n) individuals and close family members of such individuals who directly or indirectly hold 5% or more of the Company's shares, supervisors for listed companies and their close family members;
- (o) enterprises that satisfy any of the aforesaid conditions in (a), (c) and (m) during the past 12 months or will satisfy them within the next 12 months pursuant to a relevant agreement;
- (p) individuals who satisfy any of the aforesaid conditions in (i), (j) and (n) during the past 12 months or will satisfy them within the next 12 months pursuant to a relevant agreement; and
- (q) enterprises, other than the Company and subsidiaries controlled by the Company, which are controlled directly or indirectly by an individual defined in (i), (j), (n) or (p), or in which such an individual assumes the position of a director or senior executive.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 32. Segment reporting

Reportable segments are identified based on operating segments which are determined based on the structure of the Group's internal organisation, management requirements and internal reporting system. An operating segment is a component of the Group that meets the following conditions:

- It engages in business activities from which it may earn revenues and incur expenses;
- Its financial performance are regularly reviewed by the Group's management to make decisions about resource to be allocated to the segment and assess its performance;
- The Group is able to obtain its financial information regarding financial position, financial performance and cash flows, etc.

Two or more operating segments may be aggregated into a single operating segment if the segments have same or similar economic characteristics, and are similar in respect of the following aspects:

- the nature of each product and service;
- the nature of production processes;
- the type or class of customers for the products and services;
- the methods used to distribute the products or provide the services;
- the legal and regulatory impact on manufacturing of products and rendering of services.

Inter-segment revenues are measured on the basis of actual transaction price for such transactions for segment reporting, and segment accounting policies are consistent with those for the consolidated financial statements.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

## 33. Significant changes in accounting policy

(1) On 10 May 2017, the Ministry of Finance issued the Notice on Issuing the Revised "Accounting Standards for Business Enterprises No. 16 – Government Grants" (Cai Kuai [2017] No. 15) to revise the Accounting Standards for Business Enterprises No. 16 – Government Grants, which came into force on 12 June 2017. For the period from 1 January to 30 June 2017, the company adopted the aforesaid accounting standards for the Interim financial statement. The impacts of the change in accounting policy on financial statements of the group are listed as below:

Impacted amount

| Contents and reasons for the change   | Impacted items on<br>financial statement | for the period<br>from 1 January<br>to 30 June 2017 |
|---|--|---|
| The government grants relating to the ordinary<br>activities of enterprises shall be included in<br>"other income" based on the nature of economic<br>business; the government grants not relating<br>to the ordinary activities of enterprises shall be<br>included in "non-operating income and expense".<br>For government grants existed as at 1 January<br>2017, the prospective application method<br>shall be applied, and for new government<br>grants incurred from 1 January 2017 to the<br>date on which the standards came into force,<br>adjustments shall be made according to the<br>standards. The comparative financial statements<br>for the period from January to June 2016 were<br>not restated. | Other income<br>Non-operating income     | 91,032<br>(91,032)                                  |

(2) On 28 April 2017, the Ministry of Finance issued the requirements of the Notice on Issuing the "Accounting Standards for Business Enterprises No. 42 – Non-current Assets Held for Sale, Disposal Groups and Discontinued Operation" (Cai Kuai [2017] No. 13), which required that the adoption of Accounting Standards for Business Enterprises No. 42 – Non-current Assets Held for Sale, Disposal Groups and Discontinued Operation shall take effect on 28 May 2017. For the period from 1 January to 30 June 2017, There was no significant impact of the change in accounting policy on financial statements of the group.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

## 34. Critical accounting estimates and judgements

The preparation of financial statements requires management to make estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

Notes IV.19, IX and XIV contain information about the assumptions and their risk factors relating to impairment of goodwill, share-based payments and fair value of financial instruments. Other key sources of estimation uncertainty are as follows:

#### (1) Impairment of receivables

As described in Note II.10, receivables that are measured at amortised cost are reviewed at each balance sheet date to determine whether there is objective evidence of impairment. If any such evidence exists, impairment loss is recognised. Objective evidence of impairment includes observable data that comes to the attention of the Group about loss events such as a significant decline in the estimated future cash flow of an individual debtor or the portfolio of debtors, and significant changes in the financial condition that have an adverse effect on the debtor. If there has been a change in the factors used to determine the provision for impairment which indicates that the value of the receivables has recovered, the impairment loss recognised in prior years can be reversed.

### (2) Provision for diminution in value of inventories

As described in Note II.11, the net realisable value of inventories is under management's regular review, and as a result, provision for diminution in value of inventories is recognised for the excess of inventories' carrying amounts over their net realisable value. When making estimates of net realisable value, the Group takes into consideration the use of inventories held on hand and other information available to form the underlying assumptions, including the inventories' market prices and the Group's historical operating costs. The actual selling price, the costs of completion and the costs necessary to make the sale and relevant taxes may vary based on the changes in market conditions and product saleability, manufacturing technology and the actual use of the inventories, resulting in the changes in provision for diminution in value of inventories. The net profit or loss may then be affected in the period when the provision for diminution in value of inventories is adjusted.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 34. Critical accounting estimates and judgements (Continued)

#### (3) Impairment of long-term assets

As described in Note II.20, long-term assets are reviewed at each balance sheet date to determine whether the recoverable amount of the assets is lower than carrying amount. If any indication shows that the carrying amount of the assets may not be fully recovered, the assets is deemed to have been impaired and an impairment loss is recognised.

The recoverable amount of an asset (asset group) is the greater of its fair value less costs to sell and its present value of expected future cash flows. Since a market price of the asset (the asset group) cannot be obtained reliably, the fair value of the asset cannot be estimated reliably. In assessing value in use, significant judgements are exercised over the asset's production, selling price, related operating expenses and discounting rate to calculate the present value. All relevant materials which can be obtained are used for estimation of the recoverable amount, including the estimation of the production, selling price and related operating expenses based on reasonable and supportable assumption.

If the management revised the gross profit margin used in the future cash flow calculation of the asset (asset group) and the revised gross profit margin is lower than the gross profit margin currently used, the Group is required to make provision for impairment of long-term assets.

If the management revised the discount rate before tax applied to the cash flow discount and the revised discount rate before tax is higher than the discount rate currently used, the Group is required to make provision for impairment of long-term assets.

If the actual gross margin or discount rate before tax is higher or lower than the management's estimate, the Group can not reverse previously recognised provision for impairment of long-term asset.

#### (4) Depreciation and amortisation of assets such as fixed assets and intangible assets

As described in Note II.14 and 17, fixed assets and intangible assets are depreciated and amortised over their useful lives after taking into account residual value. The useful lives of the assets are regularly reviewed to determine the depreciation and amortisation costs charged in each reporting period. The useful lives of the assets are determined based on historical experiences of similar assets and the estimated technical changes. If there have been significant changes in the factors used to determine the depreciation or amortisation, the rate of depreciation or amortisation is revised prospectively.

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# II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (CONTINUED)

### 34. Critical accounting estimates and judgements (Continued)

#### (5) Warranty provisions

As described in Note IV.35, the Group makes provisions under the warranties it gives on the sale of its products based mainly on the Group's recent claim experience. Because it is possible that the recent claim experience may not be indicative of future claims that the Group will receive in respect of past sales, a considerable level of management's judgement is required and exercised to estimate the provision. Any increase or decrease in the provision will affect profit or loss in future years.

#### (6) Construction contract

As described in Note II.23, contract revenue and contract profit are recognised based on the stage of completion of a contract which is determined with reference to the proportion of the physical construction work completed to the total estimated construction work. Where a contract is completed substantially and its contract revenue and contract expenses to completion can be reliably measured, the Group estimates contract revenue and contract expenses with reference to its recent construction experience and the nature of the construction contracts. For a contract that is not completed substantially, contract revenue that should be recognised based on its stage of completion, is not recognised and disclosed in the financial statements. Therefore, at the balance sheet date, actual total contract cost and any change of estimated total contract revenue and total contract cost may be higher or lower than the estimated total contract cost may have financial impact on future profit or loss.

#### (7) Income taxes

The Group is subject to income taxes in numerous jurisdictions. There are some transactions and events for which the ultimate tax determination is uncertain during the ordinary course of business. Significant judgment is required from the Group in determining the provision for income taxes in each of these jurisdictions. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Determining income tax provisions involves judgement on the future tax treatment of certain transactions. The Group carefully evaluates tax implications of transactions and tax provisions are set up accordingly. The tax treatment of such transactions is reconsidered periodically to take into account all changes in tax legislations. Deferred tax assets are recognised for tax losses not yet used and temporary deductible differences. As those deferred tax assets can only be recognised to the extent that it is probable that future taxable profit will be available against which the unused tax credits can be utilised, management's judgment is required to assess the probability of future taxable profits. Management's assessment is constantly reviewed and additional deferred tax assets are recognised if it becomes probable that future taxable profits will allow the deferred tax asset to be recovered.

#### (8) Estimation of fair value of investment properties

The Group recognised the fair value of the investment properties based on the valuation assessed by the independent professional valuer or the quotation from the potential independent third party purchaser. To assess the fair value of investment properties, as stated in Note XIV, 6, several significant judgments and assumptions are used.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## **III. TAXATION**

#### 1. Main taxes categories and rates

| Types of tax                               | Tax basis   | Tax rate        |
|--|---|-----------------|
| Value added tax (VAT)(a)                   | The output VAT calculated based on taxable income<br>from sales of goods and rendering of service, after<br>subtracting the deductable input VAT of the period,<br>is VAT payable | 6%, 11% and 17% |
| Business tax                               | Taxable revenue   | 5%              |
| Urban maintenance and<br>construction tax  | Business tax payable and VAT payable  | 7%              |
| Income tax                                 | Taxable income  | Note 1          |
| The Netherlands/Australia service tax rate | Calculated based on revenue arising from sales of goods and rendering of service, less deductible or refundable taxes for purchase of goods                                       | 10-19%          |

(a) Pursuant to "Circular on comprehensively pushing off the pilot projects for replacing the Business Tax with a Value-Added Tax" issued by the Ministry of Finance and the State Administration of Taxation (Cai Shui [2016] No.36) some relevant incomes of the subsidiaries of the Group which operate in modern service industries (including logistics service and logistics support service), financial leasing, container yard service and tangible movable property leasing are applicable to Value-Added Tax (VAT). The VAT rates of modern service industries (including logistics service and logistics support service), container yard services and financial services is 6%; financial leasing and tangible movable property leasing, immovable property leasing and selling business are 17% and 11% respectively. Before 1 May 2016, the service industry, the financial industry and the real estate industry applied a 5% business tax rate, and the construction industry applied a 3% business tax rate.

Note 1: The income tax rates applicable to the Group for the year are as follows:

|   | 2017        | 2016        |
|---|-------------|-------------|
| The Company                                       | 25%         | 25%         |
| Subsidiaries registered in China                  | 15-25%      | 15-25%      |
| Subsidiaries registered in Hong Kong              | 16.5%-25%   | 16.5%-25%   |
| Subsidiaries registered in British Virgin Islands | -           | -           |
| Subsidiary registered in Suriname                 | 36%         | 36%         |
| Subsidiary registered in Cambodia                 | 20%         | 20%         |
| Subsidiary registered in US                       | 15-35%      | 15-35%      |
| Subsidiary registered in Germany                  | 15.83-31.6% | 15.83-31.6% |
| Subsidiary registered in Britain                  | 20%         | 20%         |
| Subsidiary registered in Australia                | 30%         | 30%         |
| Subsidiary registered in the Netherlands          | 25.5%       | 25.5%       |
| Subsidiary registered in Belgium                  | 34%         | 34%         |
| Subsidiary registered in Denmark                  | 23.5%       | 23.5%       |
| Subsidiary registered in Poland                   | <b>19</b> % | 19%         |
| Subsidiary registered in Thailand                 | 20%         | 20%         |
| Subsidiary registered in Singapore                | 17%         | 17%         |
| Subsidiary registered in Sweden                   | 22%         | 22%         |

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# III. TAXATION (CONTINUED)

## 2. Preferential tax treatments

The Group's subsidiaries that are entitled to preferential tax treatments are as follows:

|    |   | Local                 |                      |   |
|----|---|-----------------------|----------------------|---|
|    | Name of enterprises   | statutory<br>tax rate | Preferential<br>rate | Reasons   |
| 1  | Nantong CIMC Special<br>Transportation Equipment<br>Manufacture Co., Ltd. | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2015 entitled to<br>15% preferential rate |
| 2  | Xinhui CIMC Special Transportation<br>Equipment Co., Ltd.                 | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2016 entitled to<br>15% preferential rate |
| 3  | Yangzhou Runyang Logistic<br>Equipment Co., Ltd.                          | 25%                   | 15%                  | Recognised as high-tech enterprises,<br>in 2014 entitled to 15% preferential<br>rate                |
| 4  | Yangzhou Tonglee Reefer<br>Container Co., Ltd.                            | 25%                   | 15%                  | Recognised as high-tech enterprises,<br>in 2015 entitled to 15% preferential<br>rate                |
| 5  | Hunan CIMC Bamboo Industry<br>Development Co., Ltd.                       | 25%                   | 15%                  | Recognised as high-tech enterprises,<br>in 2016 entitled to 15% preferential<br>rate                |
| 6  | Dalian CIMC Logistics Equipment<br>Co., Ltd.                              | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2014 entitled to<br>15% preferential rate |
| 7  | Shenzhen CIMC Special Vehicle<br>Co., Ltd.                                | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2014 entitled to<br>15% preferential rate |
| 8  | Yangzhou CIMC Tong Hua Special<br>Vehicles Co., Ltd.                      | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2014 entitled to<br>15% preferential rate |
| 9  | Zhumadian CIMC Huajun Casting<br>Co. Ltd.                                 | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2015 entitled to<br>15% preferential rate |
| 10 | Wuhu CIMC RuiJiang Automobile<br>CO Ltd.                                  | 25%                   | 15%                  | Recognised as high-tech enterprises,<br>in 2014 entitled to 15% preferential<br>rate                |
| 11 | Luoyang CIMC Lingyu Automobile<br>CO., Ltd.                               | 25%                   | 15%                  | Recognised as high-tech enterprises,<br>in 2016 entitled to 15% preferential<br>rate                |
| 12 | Zhangjiagang CIMC Sanctum<br>Cryogenic Equipment Machinery<br>Co., Ltd.   | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2014 entitled to<br>15% preferential rate |
| 13 | Enric (Bengbu) Compressor Co.,<br>Ltd.                                    | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2014 entitled to<br>15% preferential rate |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## III. TAXATION (CONTINUED)

## 2. Preferential tax treatments (Continued)

|    |   | Local                 | Desformation         |   |
|----|---|-----------------------|----------------------|---|
|    | Name of enterprises   | statutory<br>tax rate | Preferential<br>rate | Reasons   |
| 14 | Shijiazhuang Enric Gas Equipment<br>Co., Ltd.                   | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2014 entitled to<br>15% preferential rate |
| 15 | Enric (Lang fang) Energy<br>Equipment Integration Co., Ltd.     | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2015 entitled to<br>15% preferential rate |
| 16 | Jingmen Hongtu Special Aircraft<br>Manufacturing Co., Ltd.      | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2015 entitled to<br>15% preferential rate |
| 17 | Nantong CIMC Tank Equipment<br>Co., Ltd.                        | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2015 entitled to<br>15% preferential rate |
| 18 | Liaoning CIMC Hashenleng Gas<br>Liquefaction Plant Co., Ltd.    | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2015 entitled to<br>15% preferential rate |
| 19 | Nantong CIMC Energy Equipment<br>Co, Ltd.                       | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2014 entitled to<br>15% preferential rate |
| 20 | Ziemann Holvrieka Asia Co., Ltd.                                | 25%                   | 15%                  | Recognised as high-tech enterprises,<br>in 2016 entitled to 15% preferential<br>rate                |
| 21 | Shenzhen CIMC – Tianda Airport<br>Support Co., Ltd.             | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2014 entitled to<br>15% preferential rate |
| 22 | Xinfa Airport Equipment Ltd.                                    | 25%                   | 15%                  | Recognised as high-tech enterprises,<br>in 2015 entitled to 15% preferential<br>rate                |
| 23 | Shenzhen CIMC Tianda Logistics<br>Systems Engineering Co., Ltd. | 25%                   | 15%                  | Recognised as high-tech enterprises,<br>in 2016 entitled to 15% preferential<br>rate                |
| 24 | Shenzhen CIMC Intelligent<br>Technology Co., Ltd.               | 25%                   | 15%                  | Continue to be recognised as high-<br>tech enterprises in 2014 entitled to<br>15% preferential rate |

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## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Please refer to VI.1 and IV.13 for the definition of Subsidiaries, associates and joint ventures.

## 1. Cash at bank and on hand

|                        | 30 June<br>2017 | 31 December<br>2016 |
|------------------------|-----------------|---------------------|
| Cash on hand           | 155,947         | 157,493             |
| Bank deposits          | 5,171,582       | 5,711,162           |
| Other cash balances    | 409,573         | 457,343             |
| Total                  | 5,737,102       | 6,325,998           |
| Including: cash abroad | 2,516,745       | 1,938,284           |

As at 30 June 2017, restricted cash at bank and on hand of the Group amounted to RMB816,845,000 (31 December 2016: RMB987,257,000), refer to Note IV.24 for details.

As at 30 June 2017, restricted cash at bank and on hand of the Group mentioned above included deposits of Finance Company in the People's Bank of China, amounting to RMB404,982,000 (31 December 2016: RMB504,795,000). Finance Company is a finance institution authorised by the People's Bank of China.

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## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 2. Financial assets at fair value through profit or loss

#### (1) Classification

|  | Note | 30 June<br>2017 | 31 December<br>2016 |
|--|------|-----------------|---------------------|
| Current Portion  |      |                 |                     |
| 1. Investments in equity instrument held for trading   |      |                 |                     |
| – Listed companies                                     | (3)  | 180,357         | 138,072             |
| 2. Derivative financial assets                         |      |                 |                     |
| <ul> <li>Forward foreign exchange contracts</li> </ul> | (4)  | 1,759           | 1,782               |
| <ul> <li>Currency swap contracts</li> </ul>            | (5)  | 609             | _                   |
| 3. Hedging Instrument                                  |      | 4,392           | 1,306               |
| Total  |      | 187,117         | 141,160             |
| Non-current Portion                                    |      |                 |                     |
| Derivative financial assets                            |      |                 |                     |
| <ul> <li>Interest rate swaps</li> </ul>                | (6)  | 249,034         | 325,187             |
| Total  |      | 249,034         | 325,187             |

(2) As at 30 June 2017, there is no material restriction of the investment in financial assets at fair value through profit or loss.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

- 2. Financial assets at fair value through profit or loss (Continued)
- (3) The equity instruments held for trading are securities listed on the Stock Exchange of Hong Kong Limited and Singapore Exchange Limited, the fair value of securities is determined at the closing price of the Stock Exchange of Hong Kong Limited, Shanghai Stock Exchange and Singapore Exchange Limited on the last trading day of the period.

#### (4) Forward foreign exchange contracts

As at 30 June 2017, the Group had certain unsettled forward contracts, mainly denominated in US dollars, Japanese yen, Great Britain pound and Euro. The nominal value of these contracts amounted to US dollar (USD) 33,500,000 Japanese Yen (JPY) 696,890,000, Great Britain Pound (GBP) 6,500,000 and Euro(EUR) 11,500,000, respectively. Pursuant to these forward contracts, the Group are required to buy/sell foreign currencies, such as USD, Japanese yen, Great Britain pound, Euro of contracted nominal value at agreed rates in exchange of RMB at the contract settlement dates. These forwards contracts will be settled on a net basis by comparing the market rates at the settlement dates and the agreed rates. The settlement dates of the aforesaid forwards contracts range from 10 July 2017 and 16 April 2018.

#### (5) Currency swap contracts

As at 30 June 2017, the Group had 5 unsettled currency swap contracts denominated in US dollars and Yuan (RMB). The initially nominal value of these contracts amounted to USD15,000,000 and RMB52,847,000. These contracts will mature at 25 September 2017, 20 December 2017, 20 December 2017, 20 December 2017, 20 December 2017, respectively. As at 30 June 2017, the fair value of the currency swap contracts amounted to RMB333,000, which is regarded as derivates and recognised as financial assets at fair value through profit or loss and financial liabilities at fair value through profit or loss. Transaction costs on realisation have not been considered when calculating the fair values.

#### (6) Interest swap contracts

As at 30 June 2017, the Group had 19 unsettled interest swap contracts denominated in US dollars, with a nominal value amounted to USD1,453,802,000, and a fair value of RMB247,296,000. The settlement dates of the aforesaid interest swap contracts range from 1 January 2019 to 28 June 2021.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 3. Notes receivable

#### (1) Classification of Notes receivable

|                        | 30 June<br>2017 | 31 December<br>2016 |
|------------------------|-----------------|---------------------|
| Bank acceptance notes  | 990,955         | 1,374,487           |
| Trade acceptance notes | 105,295         | 161,704             |
| Total                  | 1,096,250       | 1,536,191           |

All of the above bills receivables are due within one year.

No amount due from shareholders who hold 5% or more of the voting rights of the Company is included in the above balance of bills receivable.

#### (2) As at 30 June 2017, pledged notes receivable of the group are as follows:

|                       | 30 June |
|-----------------------|---------|
|                       | 2017    |
| Bank acceptance notes | 77,953  |

- (3) As at 30 June 2017, there was amount transferred from notes to accounts receivable due to failure of performance by the issuers (31 December 2016: 0.2 million).
- (4) As at 30 June 2017, outstanding notes receivable endorsed by the Group are as follows:

|                        | Derecognised | Not<br>Derecognised |
|------------------------|--------------|---------------------|
| Bank acceptance notes  | 1,266,791    | 178,447             |
| Trade acceptance notes | 5,960        | _                   |
| Total                  | 1,272,751    | 178,447             |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 4. Accounts receivable

### (1) Accounts receivable analysed by customer categories is as follows:

|  | 30 June<br>2017 | 31 December<br>2016 |
|--|-----------------|---------------------|
| Containers                                 | 6,265,003       | 2,540,433           |
| Transportation vehicles                    | 3,278,726       | 2,396,644           |
| Energy, chemical and liquid food equipment | 3,304,160       | 3,220,025           |
| Offshore engineering                       | 587,228         | 244,655             |
| Airport facilities                         | 966,932         | 1,255,195           |
| Logistics services                         | 1,160,930       | 1,159,172           |
| Heavy truck                                | 802,413         | 769,250             |
| Others                                     | 652,359         | 569,937             |
| Sub-total                                  | 17,017,751      | 12,155,311          |
| Less: provision for doubtful debts         | (646,733)       | (629,236)           |
| Total                                      | 16,371,018      | 11,526,075          |

#### (2) The aging analysis of account receivables is as follows:

|                                   | 30 June<br>2017 | 31 December<br>2016 |
|-----------------------------------|-----------------|---------------------|
| Within 1 year (inclusive)         | 15,142,027      | 10,329,997          |
| 1 to 2 years(inclusive)           | 1,029,918       | 989,469             |
| 2 to 3 years(inclusive)           | 532,145         | 548,922             |
| Over 3 years                      | 313,661         | 286,923             |
| Sub-total                         | 17,017,751      | 12,155,311          |
| Less:provision for doubtful debts | (646,733)       | (629,236)           |
| Total                             | 16,371,018      | 11,526,075          |

As at 30 June 2017 and 31 December 2016, the Group has no material overdue accounts receivable without impairment.

The aging is calculated from the date that the accounts receivable is recognised.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 4. Accounts receivable (Continued)

### (3) Accounts receivable analysed by categories is as follows:

|                                   |     |              | 30 June 2017          |                              |               |              | 31 December 2016      |                              |          |  |
|-----------------------------------|-----|--------------|-----------------------|------------------------------|---------------|--------------|-----------------------|------------------------------|----------|--|
|                                   |     | Book balance |                       | Provision for doubtful debts |               | Book balance |                       | Provision for doubtful debts |          |  |
|                                   |     | Amount       | % of total<br>balance | Amount                       | Ratio(%)      | Amount       | % of total<br>balance | Amount                       | Ratio(%) |  |
| Accounts receivable provisions    |     |              |                       |                              |               |              |                       |                              |          |  |
| individually assessed for those   |     |              |                       |                              |               |              |                       |                              |          |  |
| with individual significant value | (4) | 4,036,854    | 23.72%                | 151,090                      | 3.74%         | 2,987,769    | 24.58%                | 142,565                      | 4.77%    |  |
| Accounts receivable provisions    |     |              |                       |                              |               |              |                       |                              |          |  |
| individually assessed for those   |     |              |                       |                              |               |              |                       |                              |          |  |
| with individual small value       | (5) | 487,571      | 2.87%                 | 63,238                       | 12.97%        | 599,213      | 4.93%                 | 63,181                       | 10.54%   |  |
| Provision for doubtful debts      |     |              |                       |                              |               |              |                       |                              |          |  |
| collectively assessed*            |     |              |                       |                              |               |              |                       |                              |          |  |
| Group containers                  |     | 4,809,768    | 28.26%                | 15,176                       | 0.32%         | 1,733,265    | 14.26%                | 14,762                       | 0.85%    |  |
| Group transportation vehicles     |     | 2,256,230    | 13.26%                | 91,326                       | 4.05%         | 1,315,102    | 10.82%                | 100,810                      | 7.67%    |  |
| Group energy, chemical and        |     |              |                       |                              |               |              |                       |                              |          |  |
| liquid food equipment             |     | 2,918,218    | 17.15%                | 205,248                      | 7.03%         | 2,911,678    | 23.95%                | 201,187                      | 6.91%    |  |
| Group airport facilities          |     | 677,157      | 3.98%                 | 53,027                       | 7.83%         | 944,708      | 7.77%                 | 54,025                       | 5.72%    |  |
| Group logistics services          |     | 1,010,207    | <b>5.94%</b>          | 37,642                       | 3.73%         | 1,002,835    | 8.25%                 | 34,573                       | 3.45%    |  |
| Group heavy truck                 |     | 370,019      | 2.17%                 | 16,600                       | 4.49%         | 303,664      | 2.50%                 | 6,020                        | 1.98%    |  |
| Group others                      |     | 451,727      | 2.65%                 | 13,386                       | <b>2.96</b> % | 357,077      | 2.94%                 | 12,113                       | 3.39%    |  |
| Group sub-total                   | (6) | 12,493,326   | 73.41%                | 432,405                      | 3.46%         | 8,568,329    | 70.49%                | 423,490                      | 4.94%    |  |
| Total                             |     | 17,017,751   | 100.00%               | 646,733                      | 3.80%         | 12,155,311   | 100.00%               | 629,236                      | 5.18%    |  |

Note\*: This category includes accounts receivable that is individually tested but not impaired.

As at 30 June 2017, the Group did not hold any collateral for accounts receivable that were made impairment aforesaid.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 4. Accounts receivable (Continued)

(4) As at 30 June 2017, accounts receivable with amounts that are individually significant and that the related provision for doubtful debts is set aside on the individual basis:

|                         |              | <b>Provision for</b> |          |                               |
|-------------------------|--------------|----------------------|----------|-------------------------------|
|                         | Book balance | doubtful debts       | Ratio(%) | Reason                        |
| Containers              | 1,386,730    | 51,251               | 3.70%    |                               |
| Transportation vehicles | 737,225      | 51,706               | 7.01%    |                               |
| Energy and chemical &   |              |                      |          | Provision is set asided based |
| Food equipment          | 385,942      | 22,020               | 5.71%    | on the estimated recoverable  |
| Heavy truck             | 432,394      | 18,017               | 4.17%    | assessment of credit risk and |
| Offshore engineering    | 569,783      | 125                  | 0.02%    | historical data               |
| Airport facilities      | 282,847      | 4,661                | 1.65%    |                               |
| Logistics services      | 121,724      | 2,731                | 2.24%    |                               |
| Others                  | 120,209      | 579                  | 0.48%    |                               |
| Total                   | 4,036,854    | 151,090              | 3.74%    |                               |

# (5) As at 30 June 2017, accounts receivable with amounts that are not individually significant but that the related provision for doubtful debts is set aside on the individual basis:

|                         |              | <b>Provision for</b> |          |                               |
|-------------------------|--------------|----------------------|----------|-------------------------------|
|                         | Book balance | doubtful debts       | Ratio(%) | Reason                        |
| Containers              | 68,505       | 5,294                | 7.73%    |                               |
| Transportation vehicles | 285,271      | 49,105               | 17.21%   | Provision is set asided based |
| Offshore engineering    | 17,445       | 2,250                | 12.90%   | on the estimated recoverable  |
| Logistics services      | 28,999       | 1,087                | 3.75%    | assessment of credit risk and |
| Airport facilities      | 6,928        | 590                  | 8.52%    | historical data               |
| Others                  | 80,423       | 4,912                | 6.11%    |                               |
| Total                   | 487,571      | 63,238               | 12.97%   |                               |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 4. Accounts receivable (Continued)

### (6) The aging analysis of provision for doubtful debts collectively assessed:

|               | \$         | 30 June 2017   |                |           | December 2016 |           |
|---------------|------------|----------------|----------------|-----------|---------------|-----------|
|               | Book       | Provisio       | on for         | Book      | Provisio      | n for     |
|               | balance    | doubtful debts |                | balance   | doubtful      | debts     |
|               | Amount     | Amount         | Ratio (%)      | Amount    | Amount        | Ratio (%) |
| Within 1 year | 11,361,722 | 103,698        | 0.91%          | 7,386,617 | 77,585        | 1.05%     |
| 1 to 2 years  | 575,783    | 28,053         | <b>4.87</b> %  | 604,679   | 59,829        | 9.89%     |
| 2 to 3 years  | 330,333    | 189,392        | 57.33%         | 368,380   | 151,792       | 41.21%    |
| Over 3 years  | 225,488    | 111,262        | <b>49.34</b> % | 208,653   | 134,284       | 64.36%    |
| Total         | 12,493,326 | 432,405        | 3.46%          | 8,568,329 | 423,490       | 4.94%     |

The aging is calculated from the date that the accounts receivable is recognised.

#### (7) Reversal or recovery of provision for the period

The provision for doubtful debt for the period amounted to RMB79,347,000 (For the period from 1 Jan to 30 June 2016: RMB14,445,000), a provision for doubtful debt amounted to RMB53,359,000 has been collected or reversed. (For the period from 1 Jan to 30 June 2016: Nil)

#### (8) Accounts receivable that are written off in current period

The accounts receivable amounted to RMB9,312,000 was written off in current period. (For the period from 1 Jan to 30 June 2016: Nil).

# (9) As at 30 June 2017, the five largest balances of accounts receivable are analysed as follows, accumulated by arrearage parties:

|   | Book balance | Provision for<br>doubtful debts | % of total accounts receivable |
|---|--------------|---------------------------------|--------------------------------|
| Sum of the five largest accounts receivable | 2,729,716    | _                               | 16.04%                         |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 4. Accounts receivable (Continued)

#### (10) Accounts receivable from related parties:

As at 30 June 2017, the Group's accounts receivable due from related parties amounted to RMB218,804,000 (31 December 2016: 254,396,000), accounting for 1.29% of the total accounts receivable (31 December 2016: 2.09%).

|   |  |         | 30 June 2017 |                              | 3       | 31 December 2016 |                              |  |  |
|---|--|---------|--------------|------------------------------|---------|------------------|------------------------------|--|--|
| Company name  | Relationship with the Group              | Amount  | Ratio (%)    | Provision for doubtful debts | Amount  | Ratio (%)        | Provision for doubtful debts |  |  |
| 1 7   | · · · ·                                  |         |              |                              |         |                  |                              |  |  |
| Ningxia Changming Natural Gas<br>Development Co., Ltd                               | Associate                                | 75,420  | 0.44%        | -                            | 78,389  | 0.64%            | -                            |  |  |
| Shanxi Heavy Duty Automobile C&C<br>Trucks Co., Ltd                                 | Minority shareholders of<br>subsidiaries | 60,476  | 0.36%        | -                            | 27,987  | 0.23%            | -                            |  |  |
| Florens Maritime Limited ("FML")  | Subsidiary of significant shareholder    | 38,523  | 0.23%        | -                            | 7,311   | 0.06%            | -                            |  |  |
| Florens Container Services ltd.   | Subsidiary of significant shareholder    | 12,419  | 0.07%        | -                            | -       | 0.00%            | -                            |  |  |
| Gasfin Investment S.A. ("Gasfin")   | Minority shareholders of<br>subsidiaries | 8,142   | 0.05%        | -                            | 8,183   | 0.07%            | -                            |  |  |
| SUMITOMO CORPORATION  | Minority shareholders of<br>subsidiaries | 7,631   | 0.04%        | -                            | 56,538  | 0.46%            | -                            |  |  |
| NYK Zhenhua   | Joint Ventures                           | 4,473   | 0.03%        | -                            | 5,795   | 0.05%            | -                            |  |  |
| China Merchants Shekou Holdings<br>Co., Ltd   | Subsidiary of significant shareholder    | 4,180   | 0.02%        | -                            | -       | 0.00%            | -                            |  |  |
| Dongfan international<br>Container(LianYunGang) Co.Ltd<br>("DongFan International") | Subsidiary of significant shareholder    | 1,879   | 0.01%        | -                            | 27,650  | 0.23%            | -                            |  |  |
| Gasfin Development GmbH   | Minority shareholders of<br>subsidiaries | 1,709   | 0.01%        | -                            | 1,610   | 0.01%            | -                            |  |  |
| Xuzhou Wood   | Associate                                | 1,154   | 0.01%        | -                            | 1,154   | 0.01%            | -                            |  |  |
| Other related parties   |  | 2,798   | 0.02%        |                              | 39,779  | 0.33%            | -                            |  |  |
| Total   |  | 218,804 | 1.29%        | -                            | 254,396 | 2.09%            | -                            |  |  |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 4. Accounts receivable (Continued)

(11) Accounts receivable derecognised due to transfer of financial assets

As at 30 June 2017, the Group has no accounts receivable derecognised due to transfer of financial asset (31 December 2016: Nil).

# (12) Amount of assets and liabilities recognised due to the continuing involvement of securities accounts receivable

There has been no securities accounts receivable as at 30 June 2017 and 31 December 2016.

(13) As at 30 June 2017, the Group has no restricted accounts receivable (31 December 2016: Nil).

### 5. Other receivables

(1) Other receivables analysed by categories are as follows:

|   |       | 30 June<br>2017 | 31 December<br>2016 |
|---|-------|-----------------|---------------------|
| Receivables arising from financing related parities             |       | 550,077         | 873,585             |
| Receivable from share capital increase / share capital transfer |       | 4,265,196       | 4,020,057           |
| Advance payment and financial grants                            | (i)   | 1,658,985       | 1,658,985           |
| Loans   | (ii)  | 473,022         | 1,011,616           |
| Asset purchase under reverse repurchase agreements              | (iii) | 1,020,166       | 999,926             |
| Receivables from demolition compensation                        |       | 28,613          | 572,258             |
| Security deposits   |       | 823,600         | 663,995             |
| Tax refund receivables  |       | 234,831         | 167,099             |
| Others  |       | 900,111         | 960,805             |
| Sub-total   |       | 9,954,601       | 10,928,326          |
| Less: provision for doubtful debts                              |       | (1,710,625)     | (1,580,439)         |
| Total   |       | 8,243,976       | 9,347,887           |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 5. Other receivables (Continued)

#### (1) Other receivables analysed by categories are as follows: (Continued)

i) An indirect wholly-owned subsidiary of Enric and an subsidiary of the Group, CIMC Enric Investment Holdings (Shenzhen) Ltd. ("EIHL"), entered into an agreement ("Agreement") on 27 August 2015 with SOEG PTE LTD ("SOEG"), Jiangsu Pacific Shipbuilding Group Co., Ltd. ("Jiangsu Pacific") and Evergreen Group Co., Ltd ("Evergreen") (collectively, the "Vendors"), pursuant to which the Vendors agreed to sell and EIHL agreed to purchase 100% equity interest in SinoPacific Offshore & Engineering Co., Ltd ("SOEG"). Afterwards, the Company, SOE and Evergreen entered into a financial assistance framework agreement ("Financial Assistance Agreement") which governed the financial assistance provided by the Group to SOE in the form of loans and guarantees. As at 1 June 2016, Enric announced that the Board considered certain conditions precedent in the Agreement could not be fulfilled and the Vendors had breached certain material terms of the Agreement. EIHL delivered termination notices to the Vendors for termination of the Agreement and requested for the return of the prepaid consideration of 178,634,000. On the same date, the Company delivered termination notices to SOE and Evergreen for termination of the Financial Assistance Agreement and requested SOE to repay the loans of 482,052,000 and release the guarantees for bank loans of 1,000,000,000 provided by a subsidiary of Enric to, or in favour of, SOE.

During the second half year of 2016, the deposits of 1,000,000,000 pledged for SOE's bank loans have been withdrawn by the bank as SOE failed to repay its bank loans upon maturity. As at 31 December 2017, the total receivables due from SOE amounted to 1,480,351,000. Based on the information available, Enric has made substantial provisions of approximately 178,634,000 and 1,184,281,000 respectively for prepaid amount from the Vendors and the receivable from SOE with a total value of 1,362,915,000 during the year ended 31 December 2016.

SOE was under receivership by the SOE Insolvency and Liquidation Team (the "Receiver") which was appointed by the PRC Court. On 5 July 2017, EIHL, SOE and the Receiver entered into restructuring investment agreement pursuant to which EIHL as the restructuring investor, offered to purchase the major assets of SOE through acquiring SOE's issued shares, representing the entire equity interest in SOE for a consideration of RMB799,800,000. Subsequently, the restructuring plan was approved by SOE's creditors at the creditors' meeting as well as by the PRC Court on 4 August 2017.

For the period ended 30 June 2017, based on the information currently available and the update estimate of the recoverability ratio, Enric further made an impairment provision of approximately RMB105,549,000 to write down the receivables due from SOE. As at 30 June 2017, Enric has made provisions of approximately 178,634,000 and 1,289,830,000 respectively for prepaid amount from the Vendors and the receivable from SOE with a total value of 1,468,464,000.

- (ii) The borrowings mainly contained interbank borrowings of the Finance Company with an amount of 135,488,000 which expired from July 3 to July 5 2017; and repayment of car loan and petty cash fund for staff.
- (iii) Assets purchased under reverse repurchase agreements mainly contained the interbank pledge-style repo transactions of Finance company, one of the subsidiary of the Group.

#### (2) Aging analysis of other receivables is as follows:

|                                    | 30 June<br>2017 | 31 December<br>2016 |
|------------------------------------|-----------------|---------------------|
| Within 1 year (Inclusive)          | 9,174,370       | 9,667,565           |
| 1 to 2 years (Inclusive)           | 558,934         | 999,143             |
| 2 to 3 years (Inclusive)           | 31,344          | 95,819              |
| Over 3 years                       | 189,953         | 165,799             |
| Sub-total                          | 9,954,601       | 10,928,326          |
| Less: provision for doubtful debts | (1,710,625)     | (1,580,439)         |
| Total                              | 8,243,976       | 9,347,887           |

The aging is calculated from the date that other receivables are recognised.

As at 30 June 2017 and 31 December 2016, the Group has no other material receivables overdued without impairment (31 December 2016: Nil).

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 5. Other receivables (Continued)

#### (3) Other receivables analysed by categories are as follows:

|  |      |           | 30 Jun               | e 2017             |               |            | 31 Decem            | ber 2016             |           |
|--|------|-----------|----------------------|--------------------|---------------|------------|---------------------|----------------------|-----------|
|  |      | Book ba   | alance<br>% of total | Provisi<br>doubtfu |               | Book ba    | lance<br>% of total | Provisio<br>doubtful |           |
|  | Note | Amount    | balance              | Amount             | Ratio (%)     | Amount     | balance             | Amount               | Ratio (%) |
| Other receivables with amounts<br>that are individually significant<br>Other receivables with amounts<br>that are not individually | (4)  | 8,234,184 | 82.72%               | 1,604,552          | 19.49%        | 9,379,989  | 85.83%              | 1,503,143            | 16.02%    |
| significant  |      | 1,720,417 | 17.28%               | 106,073            | <b>6.17</b> % | 1,548,337  | 14.17%              | 77,296               | 4.99%     |
| Total  |      | 9,954,601 | 100.00%              | 1,710,625          | 17.18%        | 10,928,326 | 100.00%             | 1,580,439            | 14.46%    |

The Group did not hold any collateral for other receivables with provisions for bad debts.

#### (4) As at 30 June 2017, other receivables with amounts that are individually significant:

|   | Book<br>balance | Provision<br>for doubtful<br>debts | Ratio (%)     | Reason |
|---|-----------------|------------------------------------|---------------|--------|
| Receivables arising from financing related parties      | 490,664         | -                                  | 0.00%         | Note 1 |
| Receivables arising from share capital                  |                 |                                    |               |        |
| increase/equity transfer                                | 4,119,061       | -                                  | 0.00%         | Note 1 |
| Loans   | 278,889         | 72,255                             | <b>25.91%</b> | Note 1 |
| Redemptory from demolition compensation                 | 1,020,166       | -                                  | 0.00%         | Note 1 |
| Advance payment of equity transfer and financial grants | 1,658,985       | 1,468,464                          | 88.52%        | Note 1 |
| Tax refund receivable                                   | 51,531          | -                                  | 0.00%         | Note 1 |
| Others  | 614,888         | 63,833                             | 10.38%        | Note 1 |
| Total   | 8,234,184       | 1,604,552                          |               |        |

Note 1: The provision for doubtful debts is individually assessed based on the recoverability of individual balance.

#### (5) Reversal or recovery of provision for the period

The provision for doubtful debt this period amounted to RMB142,700,000 (For the period from 1 Jan to 30 June 2016: RMB412,354,000). A provision for doubtful debt amounted to RMB777,000 (For the period from 1 Jan to 30 June 2016: RMB68,853,000) has been recovered or reversed.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 5. Other receivables (Continued)

#### (6) Other receivables that are written off in current period

Other receivables written off in current period amounted to RMB6,579,000 (For the period ended June 30 2016: Nil).

# (7) As at 30 June 2017, the five largest balances of other receivables are analysed as follows, accumulated by arrearage parties:

|   | Notes | Nature                                   | Book balance | Aging          | % of total<br>balance | Provision for<br>doubtful debts |
|---|-------|--|--------------|----------------|-----------------------|---------------------------------|
| Tioniin Longhui Offeboro Engineering Limited                                    |       |  |              |                |                       |                                 |
| Tianjin Lanshui Offshare Engineering Limited<br>Partnership ("Tianjin Lanshui") | (i)   | Receivables arising from equity transfer | 3,575,000    | within 1 year  | 35.91%                | -                               |
| Sinopacific Offshore & Engineering Co., Ltd                                     |       | Advance payment of equity                | 1,658,985    | within 1 year/ | 16.67%                | 1,468,464                       |
| ("SOE")   |       | transfer                                 |              | 1 to 2 years   |                       |                                 |
| Zhenjiang CIMC Embellish Yu Real Estate Co.,<br>Ltd("Embellish Yu Real Estate") | (ii)  | Receivables from Associates              | 503,568      | over 3 years   | 5.06%                 | -                               |
| Changjiang Securities Company Limited   |       | Bond pledge reverse repurchase           | 299,950      | within 1 year  | 3.01%                 | -                               |
| Jiuzhou Securities Company Limited  |       | Bond pledge reverse repurchase           | 152,100      | within 1 year  | 1.53%                 | -                               |
| Total   |       |  | 6,189,603    |                | 62.18%                | 1,468,464                       |

The total amount of the Group's five largest other receivables as at 31 December 2016 amounted to RMB7,130,634,000, accounting for 65.25% of the total balance.

- (i) As at 23 December 2016, Qianhai CIMC leasing (Shenzhen) Co., Ltd. (referred to as "Qianhai Leasing"), one of the Group's subsidiaries, and TianJin YongWang machine equipment leasing Ltd (referred to as "TianJin YongWang"), one of the Group's subsidiaries, and TianJin BlueWater signed capital increase agreement and industrial and commercial registration was changed on 28 December, 2016. As at 30 June 2017, there was still 3.575 billion that has not received. According to the contract, after the date of capital increase, TianJin BlueWater should guarantee there will be an annual expected earning yield of no less than 4.9853% from 2017 to 2019 which will be paid from the year of 2018. After assessment, the dividend policy was confirmed as other non-current liability with total amount of 487,632,000 while the difference of total capital increase and other non-current liability mentioned above was recorded as equity.
- (ii) As at 14 October, 2016, 80% shares of Embellish Yu Real Estate, the wholly-owned subsidiary of the Group, was transferred to Nanjing Gaochun Country Garden Real Estate Development Co., Ltd (referred to as "Country Garden") by the Group and the industrial and commercial registration was changed then. The inter-group fund lending from the Group to Embellish Yu Real Estate was turned into related party fund lending from the Group to Country Garden. According to the Equity transfer agreement, in the next 9 months after the industrial and commercial registration day, Country Garden will assist Embellish Yu Real Estate paying this loan to the Group. As at 30 June 2017, the fund not returned yet was amount to RMB503,568,000.

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## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 5. Other receivables (Continued)

# (8) Other receivables from shareholders holding more than 5% (including 5%) of the voting rights of the Company are analysed as follows:

As at 30 June 2017 and 31 December 2016, no amount due from shareholders holding more than 5% (including 5%) of the voting rights of the Company is included in the above balance of other receivables.

## (9) As at 30 June 2017, other receivables from related parties are analysed as follows:

|   |                                       |         | 30 Ju                 | ine 2017           |                                    |         | 31 December 2016      |                       |                                 |
|---|---------------------------------------|---------|-----------------------|--------------------|------------------------------------|---------|-----------------------|-----------------------|---------------------------------|
| Company name                                    | Relationship with the Group           | Amount  | Nature                | % of total balance | Provision<br>for doubtful<br>debts | Amount  | Nature                | % of total<br>balance | Provision for<br>doubtful debts |
| Run Yu Real Estate                              | Associate                             | 503,568 | Funding               | 5.06%              | -                                  | 824,391 | Funding               | 7.54%                 | -                               |
| China Merchants property<br>Developments Co.Ltd | Subsidiary of significant shareholder | 70,650  | Transfer<br>of equity | 0.71%              | -                                  | 70,650  | Transfer of<br>equity | 0.65%                 | -                               |
| Shanghai Fengyang                               | Associate                             | 34,204  | Funding               | 0.34%              | -                                  | 34,204  | Funding               | 0.31%                 | -                               |
| Xinyang Wood Industry                           | Associate                             | 12,305  | Funding               | 0.12%              | -                                  | 436     | Funding               | 0.00%                 | -                               |
| Others  |                                       | 24,247  |                       | 0.24%              | -                                  | 16,463  |                       | 0.15%                 | -                               |
|   |                                       | 644,974 |                       | 6.48%              | -                                  | 946,144 |                       | 8.66%                 | -                               |

## 6. Prepaid expenses

#### (1) Prepaid expenses analysed by categories are as follows:

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Raw material (including equipments for ship under construction) | 2,519,661       | 2,313,829           |
| Cost of ship under construction                                 | 864             | 553                 |
| Others  | 106,137         | 78,567              |
| Sub-total   | 2,626,662       | 2,392,949           |
| Less: provision for doubtful debts                              | (233,632)       | (226,967)           |
| Total   | 2,393,030       | 2,165,982           |

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 6. Prepaid expenses (Continued)

### (2) Aging analysis of prepaid expenses is as follows:

|                                    | 30 June : | 2017               | 31 Decembe | er 2016            |
|------------------------------------|-----------|--------------------|------------|--------------------|
|                                    | Amount    | % of total balance | Amount     | % of total balance |
| Within 1 year (Inclusive)          | 1,562,745 | 59.50%             | 1,201,088  | 50.19%             |
| 1 to 2 years (Inclusive)           | 164,197   | <b>6.25</b> %      | 285,595    | 11.94%             |
| 2 to 3 years (Inclusive)           | 272,648   | 10.38%             | 619,004    | 25.87%             |
| Over 3 years                       | 627,072   | <b>23.87</b> %     | 287,262    | 12.00%             |
| Sub-total                          | 2,626,662 | 100.00%            | 2,392,949  | 100.00%            |
| Less: provision for doubtful debts | (233,632) | <b>8.89</b> %      | (226,967)  | 9.48%              |
| Total                              | 2,393,030 | <b>91.11%</b>      | 2,165,982  | 90.52%             |

The aging is calculated from the date that prepaid expenses is recognised.

Other prepaid expenses aged over a year mainly represented prepayment of raw materials and equipment for offshore engineering projects by the Group. Since the production cycle of the offshore engineering project is usually more than one year, the prepayment has not yet been settled.

# (3) As at 30 June 2017, the five largest balances of prepaid expenses are analysed as follows, accumulated by arrearage parties:

|  |         | % of total |
|--|---------|------------|
|  | Amount  | balance    |
| Sum of the five largest advance to suppliers | 968,260 | 36.86%     |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 6. Prepaid expenses (Continued)

# (4) The condition of the companies whose shareholders hold 5% (including 5%) or more of the voting shares of the Company in the prepayments at the end of the year

As at 30 June 2017 and 31 December 2016, there is no prepaid expenses to those company, shareholders of which hold more than 5% (including 5%) of the voting rights of the Company (31 December 2016:Nil).

## (5) Prepaid expenses to related parties are analysed as follows:

|   |  |        | 30 June 2017       |                                    | 3      | 31 December 2016   |                                    |  |
|---|--|--------|--------------------|------------------------------------|--------|--------------------|------------------------------------|--|
| Company name  | Relationship<br>with the Group           | Amount | % of total balance | Provision<br>for doubtful<br>debts | Amount | % of total balance | Provision<br>for doubtful<br>debts |  |
| Zhejiang Xinlong Bamboo Industry<br>Co., Ltd        | Associate                                | 9,000  | 0.34%              | -                                  | -      | -                  | _                                  |  |
| Xuzhou Wood   | Associate                                | 5,000  | 0.19%              | -                                  | -      | -                  | -                                  |  |
| Shanxi Heavy Duty Automobile C&C<br>Trucks Co., Ltd | Minority shareholders of<br>subsidiaries | 159    | 0.01%              | -                                  | 3,005  | 0.13%              | -                                  |  |
| TSC Group Holdings Limited("TSC")                   | Associate                                | -      | 0.00%              | -                                  | 19,274 | 0.81%              | -                                  |  |
| Other related Parties                               |  | 3,864  | 0.15%              | -                                  | 1,045  | 0.04%              | -                                  |  |
| Total   |  | 18,023 | 0.69%              | -                                  | 23,324 | 0.98%              | -                                  |  |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 7. Inventories

#### (1) Inventories are summarised by categories as follows:

|                          |            | 30 June 2017  |            | 31 December 2016 |              |            |  |
|--------------------------|------------|---------------|------------|------------------|--------------|------------|--|
|                          |            | Provision for |            | Provision for    |              |            |  |
|                          |            | decline in    |            |                  | decline in   |            |  |
|                          | Book       | the value of  | Net book   | Book             | the value of | Net book   |  |
|                          | balance    | inventories   | Value      | balance          | inventories  | Value      |  |
| Raw materials            | 3,705,526  | (168,780)     | 3,536,746  | 3,252,604        | (163,944)    | 3,088,660  |  |
| Work in progress         | 2,569,392  | (27,821)      | 2,541,571  | 2,223,924        | (27,978)     | 2,195,946  |  |
| Finished goods           | 4,109,445  | (112,544)     | 3,996,901  | 3,713,285        | (125,107)    | 3,588,178  |  |
| Consignment stocks       | 212,003    | (242)         | 211,761    | 113,302          | (242)        | 113,060    |  |
| Spare parts              | 184,079    | (4,655)       | 179,424    | 213,712          | (1,538)      | 212,174    |  |
| Low-valued consumables   | 40,055     | (76)          | 39,979     | 35,951           | (72)         | 35,879     |  |
| Materials in transit     | 30,731     | -             | 30,731     | 22,887           | -            | 22,887     |  |
| Completed properties     |            |               |            |                  |              |            |  |
| held for sale            | 801,710    | -             | 801,710    | 852,395          | _            | 852,395    |  |
| Properties under         |            |               |            |                  |              |            |  |
| development              | 1,425,597  | -             | 1,425,597  | 1,400,761        | -            | 1,400,761  |  |
| Offshore engineering     |            |               |            |                  |              |            |  |
| equipment                | 4,718,967  | (121)         | 4,718,846  | 4,658,377        | (123)        | 4,658,254  |  |
| Amount due from customer |            |               |            |                  |              |            |  |
| for contract work (4)    | 853,605    | -             | 853,605    | 1,241,321        | -            | 1,241,321  |  |
| Total                    | 18,651,110 | (314,239)     | 18,336,871 | 17,728,519       | (319,004)    | 17,409,515 |  |

As at 30 June 2017, the Group's closing balances of inventories included capitalised borrowing cost amounting to 263,341,000 (31 December 2016: 187,359,000). The interest rate per annum at which the borrowing costs were capitalised was 3.39% (31 December 2016: 4.07%).

As at 30 June 2017, there is no restricted inventories. (31 December 2016: Nil).

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 7. Inventories (Continued)

(2) Analysis of book balance movement of inventories for the period is as follows:

|  | 31 December<br>2016 | Increase in<br>current period | Decrease in<br>current period | 30 June<br>2017 |
|--|---------------------|-------------------------------|-------------------------------|-----------------|
| Raw materials                              | 3,252,604           | 22,385,554                    | (21,932,632)                  | 3,705,526       |
| Work in progress                           | 2,223,924           | 17,436,459                    | (17,090,991)                  | 2,569,392       |
| Finished goods                             | 3,713,285           | 28,817,225                    | (28,421,065)                  | 4,109,445       |
| Consignment stocks                         | 113,302             | 1,299,933                     | (1,201,232)                   | 212,003         |
| Spare parts                                | 213,712             | 301,210                       | (330,843)                     | 184,079         |
| Low-valued consumables                     | 35,951              | 136,378                       | (132,274)                     | 40,055          |
| Materials in transit                       | 22,887              | 50,168                        | (42,324)                      | 30,731          |
| Completed properties held for sale         | 852,395             | 406,123                       | (456,808)                     | 801,710         |
| Properties under development               | 1,400,761           | 240,987                       | (216,151)                     | 1,425,597       |
| Offshore engineering equipment             | 4,658,377           | 86,687                        | (26,097)                      | 4,718,967       |
| Amount due from customer for contract work | 1,241,321           | 4,110,882                     | (4,498,598)                   | 853,605         |
| Total                                      | 17,728,519          | 75,271,606                    | (74,349,015)                  | 18,651,110      |

#### (3) Provision for decline in the value of inventories are as follows:

|                                | 31 December | Increase in current period | Decreas<br>current p |           | Exchange<br>Differences<br>arising<br>from<br>translating<br>foreign | 30 June |
|--------------------------------|-------------|----------------------------|----------------------|-----------|--|---------|
| Category                       | 2016        | Increase                   | Reversal             | Write-off | operations   | 2017    |
| Raw materials                  | 163,944     | 40,938                     | (39,065)             | (993)     | 3,956  | 168,780 |
| Work in progress               | 27,978      | 431                        | (1,575)              | (435)     | 1,422  | 27,821  |
| Finished goods                 | 125,107     | 38,387                     | (41,076)             | (10,509)  | 635  | 112,544 |
| Consignment stocks             | 242         | -                          | -                    | -         | -  | 242     |
| Spare parts                    | 1,538       | -                          | (1,565)              | (4,458)   | 9,140  | 4,655   |
| Low-valued consumables         | 72          | 4                          | -                    | -         | -  | 76      |
| Offshore engineering equipment | 123         | -                          | -                    | -         | (2)  | 121     |
| Amount due from customer       |             |                            |                      |           |  |         |
| for contract work              | -           | -                          | -                    | -         | -  | -       |
| Total                          | 319,004     | 79,760                     | (83,281)             | (16,395)  | 15,151   | 314,239 |

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 7. Inventories (Continued)

#### (3) Provision for decline in the value of inventories are as follows: (Continued)

(a) The provision for decline in value of the Group's inventories during the period was recognised mainly for the price drop of certain products and the slow-moving or waste materials.

Written off/reversal of provision for decline in value of the Group's inventories during the period is as follows:

| Category                                      | Basis for provision                                       | Reason for reversal/write-off                                     |
|---|---|---|
| Raw materials                                 | The net realisable value is lower than the net book value | Increase in net realisable value/usage or sales of inventories    |
| Work in progress                              | The net realisable value is lower than the net book value | Increase in net realisable value/usage or<br>sales of inventories |
| Finished goods                                | The net realisable value is lower than the net book value | Increase in net realisable value/usage or<br>sales of inventories |
| Consignment stocks                            | The net realisable value is lower than the net book value | Increase in net realisable value/usage or<br>sales of inventories |
| Spare parts                                   | The net realisable value is lower than the net book value | Increase in net realisable value/usage or<br>sales of inventories |
| Low-valued consumables                        | The net realisable value is lower than the net book value | Increase in net realisable value/usage or<br>sales of inventories |
| Offshore engineering<br>equipment             | The net realisable value is lower than the net book value | Increase in net realisable value/usage or<br>sales of inventories |
| Amount due from customer<br>for contract work | The net realisable value is lower than the net book value | Increase in net realisable value/usage or sales of inventories    |

## (4) Amount due from customer for contract work

|  | 30 June     | 31 December |
|--|-------------|-------------|
|  | 2017        | 2016        |
| Aggregate contract costs incurred and profit recognised      |             |             |
| to date (Less foreseeable losses)                            | 4,138,034   | 6,293,908   |
| Less:progress billings received and receivable               | (3,349,614) | (5,131,718) |
|  | 788,420     | 1,162,190   |
| Including:   |             |             |
| Construction work-in-progress in excess of progress billings | 853,605     | 1,241,321   |
| Progress billings in excess of construction work-in-progress | (65,185)    | (79,131)    |
|  | 788,420     | 1,162,190   |

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## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 8. Assets classified as available for sale

|                       |            | 30 June 2017      |        |      |  |  |  |  |
|-----------------------|------------|-------------------|--------|------|--|--|--|--|
|                       |            | Expected Expected |        |      |  |  |  |  |
|                       | Book value | disposal time     |        |      |  |  |  |  |
| Investment properties | 26,401     | 26,401            | -      | 2017 |  |  |  |  |
| Fixed assets          | 92,269     | 115,743           | 6,768  | 2017 |  |  |  |  |
| Intangible assets     | 85,177     | 97,563            | 4,614  | 2017 |  |  |  |  |
| Total                 | 203,847    | 239,707           | 11,382 |      |  |  |  |  |

As at 11 November 2016, upon approval of the Board of Directors, the Group's subsidiaries, Jidong (Qinhuangdao) Vehicle Manufacturing Co., Ltd., one of the subsidiaries of the Group, signed an irrevocable asset transfer agreement with the Qinhuangdao Economic and Technological Development Zone Land Acquisition and Reserve Center to sell its of fixed assets with the carrying amount of 36,377,000 and intangible assets with the carring amount of 74,954,000. The transfer transaction is expected to be completed within 2017. As at 16 November 2016, with the approval of the Board of Directors, CIMC Vehicle (Group) Xinjiang Co., Ltd., one of the subsidiaries of the Group, has signed an irrevocable asset transfer agreement to sell its investment properties with the carrying amount of 26,401,000, fixed assets with the carring amount of 55,892,000 and intangible assets with the carring amount of 10,223,000 to Urumqi High-tech Industrial Development Zone (New Urban Area) People's Government and The Management Committee of Urumqi Hi-Tech Industrial Development Zone, which is expected to be completed by 2017. The above-mentioned assets to be sold are qualified as assets classified as available for sale and are presented separately as current assets in the balance sheet (31 December 2016: 203,847,000).

## 9. Current portion of non-current assets

|                                   | 30 June<br>2017 | 31 December<br>2016 |
|-----------------------------------|-----------------|---------------------|
| Finance leases receivable         | 5,677,533       | 5,467,492           |
| Less: unrealised financing income | (1,179,085)     | (1,252,505)         |
| Finance leases receivable-net     | 4,498,448       | 4,214,987           |
| Sales of goods by instalments     | 19,769          | 33,378              |
| Others                            | 4,401           | 518                 |
| Sub-total                         | 4,522,618       | 4,248,883           |
| Less: provision for impairment    | (404,590)       | (307,194)           |
| Total                             | 4,118,028       | 3,941,689           |

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 9. Current portion of non-current assets (Continued)

As at 30 June 2017, the balance of the long-term receivables from related parties due within one year of the Group was 36,658,000 (31 December 2016: 108,990,000).

| Company Name   | Relationship with the Group | 30 June<br>2017  | 31 December<br>2016 |
|--|-----------------------------|------------------|---------------------|
| LiHua gas storage and transportation<br>Co., Ltd. ("LiHua Energy")<br>Y&C Engine Co., Ltd ("Y&C Engine") | Associate<br>Joint Venture  | 26,619<br>10,039 | 90,752<br>18,238    |
| Total  |                             | 36,658           | 108,990             |

Current portion of non-current assets are summarised by categories as follows:

|   | 30 June 2017 |                    |               |                    | 31 Decem  | ber 2016           |               |                    |
|---|--------------|--------------------|---------------|--------------------|-----------|--------------------|---------------|--------------------|
|   | Ending b     | alance             | Provision for | r bad debts        | Ending b  | alance             | Provision for | bad debts          |
|   | Amount       | % of total balance | Amount        | % of total balance | Amount    | % of total balance | Amount        | % of total balance |
| Current portion of non-current<br>assets with individually<br>significant values and<br>independent provision for<br>doubtful debts<br>Current portion of non-current<br>assets with combined provision | 310,099      | 6.86%              | 77,175        | 24.89%             | 143,170   | 3.37%              | 49,775        | 34.77%             |
| for doubtful debts*   | 4,212,519    | 93.14%             | 327,415       | 7.77%              | 4,105,713 | 96.63%             | 257,419       | 6.27%              |
| Total   | 4,522,618    | 100.00%            | 404,590       | <b>8.95</b> %      | 4,248,883 | 100.00%            | 307,194       | 7.23%              |

Note\*: This category includes non-current assets due within one year that are free of impairment in individual test.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 10. Other current assets

|                         | 30 June<br>2017 | 31 December<br>2016 |
|-------------------------|-----------------|---------------------|
| Tax deductible/withheld | 704,034         | 656,847             |
| Others                  | 15,142          | 45,631              |
| Total                   | 719,176         | 702,478             |

## 11. Available-for-sale financial assets

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Measured at fair value                              |                 |                     |
| Available-for-sale equity instruments-Listed        | 1,761           | 2,441               |
| Financial product                                   | 20,000          | -                   |
| Bonds   | 31,086          | 30,803              |
| Measured at historical cost                         |                 |                     |
| Available-for-sale equity instruments(1) – Unlisted | 411,970         | 412,240             |
| Others  | 10              | 307                 |
| Less: provision for impairment                      | (3,065)         | (3,065)             |
|   | 461,762         | 442,726             |

(1) Because the equity investments of these companies have no quoted price in active market and their fair value cannot be reliably measured, such investments are stated at cost less any impairment losses.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 11. Available-for-sale financial assets (Continued)

## (2) Detailed information of the available-for-sale financial assets:

Available-for-sale equity instruments measured at fair value:

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Available-for-sale equity instruments   |                 |                     |
| – Fair value  | 1,761           | 2,441               |
| – Historical cost   | 4,582           | 4,582               |
| <ul> <li>Accumulated net change in fair value of</li> </ul>                     |                 |                     |
| available-for-sale financial assets recognised<br>in other comprehensive income | (2,821)         | (2,141)             |
| Financial product   |                 |                     |
| – Fair value  | 20,000          | _                   |
| – Historical cost   | 20,000          | _                   |
| <ul> <li>Accumulated net change in fair value of</li> </ul>                     |                 |                     |
| available-for-sale financial assets recognised                                  |                 |                     |
| in other comprehensive income   | -               | -                   |
| Bonds   |                 |                     |
| – Fair value  | 31,086          | 30,803              |
| – Historical cost   | 31,813          | 31,914              |
| - Accumulated net change in fair value of                                       |                 |                     |
| available-for-sale financial assets recognised                                  | ()              |                     |
| in other comprehensive income   | (727)           | (1,111)             |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 11. Available-for-sale financial assets (Continued)

#### (2) Detailed information of the available-for-sale financial assets: (Continued)

Available-for-sale equity instruments measured at historical cost:

|  | 31 December<br>2016 | Increase<br>in current<br>period | Decrease in<br>in current<br>period | 30 June<br>2017 | Shareholding<br>ratio of<br>investee | Cash<br>dividend in<br>current<br>period |
|--|---------------------|----------------------------------|-------------------------------------|-----------------|--------------------------------------|--|
| Available-for-sale equity instruments        |                     |                                  |                                     |                 |                                      |  |
| <ul> <li>historical cost</li> </ul>          |                     |                                  |                                     |                 |                                      |  |
| – China United International Rail Containers |                     |                                  |                                     |                 |                                      |  |
| Co., Ltd("CR Intermodal")                    | 380,780             | -                                | -                                   | 380,780         | 10.00%                               | 4,000                                    |
| – Bank of Communications Schroder Fund       | 0.405               |                                  |                                     |                 | 5 000/                               |  |
| Management Co., Ltd("BOCM Schroder")         | 8,125               | -                                | -                                   | 8,125           | 5.00%                                | -  |
| – Beihai Yinjian Co., Ltd("Beihai Yinjian")  | 1,700               | -                                | -                                   | 1,700           | 1.01%                                | -  |
| – Guangdong Samsung Enterprise Group         |                     |                                  |                                     |                 |                                      |  |
| Co., Ltd("Guangdong Samsung")                | 1,365               | -                                | -                                   | 1,365           | 0.09%                                | -  |
| – Donghua Container Transportation Service   |                     |                                  |                                     |                 |                                      |  |
| Co., Ltd                                     | 270                 | -                                | (270)                               | -               | 0.00%                                | -  |
| – Zhuhai Yunzhou Technology Co., Ltd         |                     |                                  |                                     |                 |                                      |  |
| ("Zhuhai Yunzhou")                           | 20,000              | -                                | -                                   | 20,000          | 2.00%                                | -  |
| Subtotal                                     | 412,240             | -                                | (270)                               | 411,970         |                                      | 4,000                                    |
| – Provision for impairment                   | (3,065)             | -                                | -                                   | (3,065)         |                                      | -  |
| Total  | 409,175             | _                                | (270)                               | 408,905         |                                      | -  |

Available-for-sale equity instruments measured at historical cost mainly consists of equity investment of nonlisted companies, which do not have quoted price in active market. The variation of reasonable estimate of fair value is large, and the probabilities used to determine the estimation can not be reasonably confirmed. Thus, the fair value can not be evaluated reliably. The Group so far do not have plan to dispose these investments.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 12. Long-term receivables

|                                   | 30 June<br>2017 | 31 December<br>2016 |
|-----------------------------------|-----------------|---------------------|
| Finance Leases receivable         | 21,106,913      | 21,814,831          |
| Less: Unrealised financing income | (7,601,148)     | (8,593,181)         |
| Finance leases receivable-net     | 13,505,765      | 13,221,650          |
| Sales of goods by instalments     | 235,898         | 325,592             |
| Others                            | 210,113         | 158,052             |
| Sub-total                         | 13,951,776      | 13,705,294          |
| Less: provision for impairment    | (452,449)       | (485,052)           |
| Total                             | 13,499,327      | 13,220,242          |

At the end of 30 June 2017, there is no long-term receivables due from shareholders holding more than 5%(inclusive) of the voting rights of the company or related parties. (31 December 2016: Nil)

The total future minimum lease receipts under finance leases after the balance sheet date, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates current at the balance sheet date), are receivables as follows:

| Minimum lease receipts          | 30 June<br>2017 | 31 December<br>2016 |
|---------------------------------|-----------------|---------------------|
| Within 1 year (inclusive)       | 5,677,533       | 5,467,492           |
| 1 and 2 years (inclusive)       | 3,746,417       | 3,608,636           |
| 2 and 3 years (inclusive)       | 2,543,013       | 2,261,810           |
| Over 3 years                    | 14,817,483      | 15,944,385          |
| Sub-total                       | 26,784,446      | 27,282,323          |
| Less: unrealised finance income | (8,780,233)     | (9,845,686)         |
| Total                           | 18,004,213      | 17,436,637          |

As at 30 June 2017, there is no long-term receivable derecognised due to transferring of financial assets in current period (31 December 2016: Nil).

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 12. Long-term receivables (Continued)

At the end of 30 June 2017, the Group's long-term receivables due from related parties amounted to 213,007,000 (31 December 2016: 107,298,000).

| Company name      | Relationship with the Group | 30 June<br>2017 | 31 December<br>2016 |
|-------------------|-----------------------------|-----------------|---------------------|
| LiHua Energy      | Associate                   | 141,066         | 75,484              |
| Y&C Engine        | Joint Venture               | 31,814          | 31,814              |
| Ningxia Changming | Associate                   | 24,706          | _                   |
| Zhongyi Xinwei    | Associate                   | 15,421          | -                   |
| Total             |                             | 213,007         | 107,298             |

Long-term receivables is analysed by categories as follows:

|   |                       | 30 June 2017       |                      |                 |                       | 31 Decembe         | er 2016                 |                 |
|---|-----------------------|--------------------|----------------------|-----------------|-----------------------|--------------------|-------------------------|-----------------|
|   | Book ba               | lance              | Provisio<br>doubtful |                 | Book bal              | ance               | Provisior<br>doubtful ( |                 |
|   | Amount                | % of total balance | Amount               | Ratio (%)       | Amount                | % of total balance | Amount                  | Ratio (%)       |
| Long-term receivables provisions individually assessed for those                            |                       |                    |                      |                 |                       |                    |                         |                 |
| with individual significant value<br>Provision for doubtful debts<br>collectively assessed* | 658,770<br>13,293,006 | 4.72%<br>95.28%    | 282,311<br>170,138   | 42.85%<br>1.28% | 664,270<br>13,041,024 | 4.85%<br>95.15%    | 310,302<br>174,750      | 46.71%<br>1.34% |
| Total   | 13,951,776            | 100.00%            | 452,449              | 3.24%           | 13,705,294            | 100.00%            | 485,052                 | 3.54%           |

Note\*: This category includes long-term receivable that is individually tested but not impaired.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 13. Long-term equity investments

#### (1) Classification of long-term equity investments:

|                                |     | 30 June<br>2017 | 31 December<br>2016 |
|--------------------------------|-----|-----------------|---------------------|
| Joint ventures                 | (2) | 512,490         | 500,501             |
| Associates                     | (3) | 1,736,940       | 1,661,718           |
|                                |     | 2,249,430       | 2,162,219           |
| Less: provision for impairment |     | (2)             | (2)                 |
| Total                          |     | 2,249,428       | 2,162,217           |

There is no substantial restriction of the realisation of long-term equity investments.

No substantial restriction exists which prohibits the transfer of funds between the Group and the joint ventures and associates.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 13. Long-term equity investments (Continued)

## (2) Long-term equity investments in joint ventures:

|                                    |             |             |               | Movement in   | current period |               |            |         |               |
|------------------------------------|-------------|-------------|---------------|---------------|----------------|---------------|------------|---------|---------------|
|                                    |             |             | Net profit or | Adjustment    |                |               | Change     |         |               |
|                                    |             | Increase/   | loss adjusted | of other      |                |               | in foreign |         |               |
|                                    | 31 December | Decrease in | by equity     | comprehensive | Other equity   | Cash dividend | exchange   | 30 June | Provision for |
|                                    | 2016        | investment  | method        | income        | movement       | declared      | rates      | 2017    | impairment    |
| Guangxi Southern CIMC Logistics    |             |             |               |               |                |               |            |         |               |
| Equipment Manufacturing            |             |             |               |               |                |               |            |         |               |
| Co., Ltd.                          | 36,294      | -           | 3,345         | -             | -              | -             | -          | 39,639  | -             |
| Supercool (Shanghai) Refrigeration |             |             |               |               |                |               |            |         |               |
| Equipment Co. Ltd                  | 2,171       | -           | (295)         | -             | -              | -             | -          | 1,876   | -             |
| Shanghai Shenyi Special Vehicle    |             |             |               |               |                |               |            |         |               |
| Parts Co., Ltd                     | 11,340      | -           | -             | -             | -              | -             | (338)      | 11,002  | -             |
| NYK Zhenhua logistics (Tianjin)    |             |             |               |               |                |               |            |         |               |
| Co. Ltd.                           | 75,432      | -           | 823           | -             | -              | (4,753)       | -          | 71,502  | -             |
| Kawasaki Zhenghua logistics        |             |             |               |               |                |               |            |         |               |
| (Tianjin) Co. Ltd.                 | 22,330      | -           | 1,417         | -             | -              | -             | -          | 23,747  | -             |
| Qingdao Jiefeng Baijian Container  |             |             |               |               |                |               |            |         |               |
| Maintenance Co., Ltd.              | 14,531      | -           | 1,476         | -             | -              | -             | (433)      | 15,574  | -             |
| Dalian Jilong&Baijian Logistics    |             |             |               |               |                |               |            |         |               |
| Co., Ltd.                          | 5,678       | -           | 397           | -             | -              | (1,000)       | (169)      | 4,906   | -             |
| Shanghai Baijian Dewei Container   |             |             |               |               |                |               |            |         |               |
| Maintenance Co., Ltd.              | 23,888      | -           | 2,045         | -             | -              | -             | (711)      | 25,222  | -             |
| Tianjin Jinshi Baijian Container   |             |             |               |               |                |               |            |         |               |
| Maintenance Co., Ltd.              | 7,933       | -           | 1,087         | -             | -              | -             | (236)      | 8,784   | -             |
| Y&C Engine Co., Ltd                | 195,777     | -           | 6,149         | -             | -              | -             | -          | 201,926 | -             |
| Shenzhen CIMC Mobile               |             |             |               |               |                |               |            |         |               |
| International Service Co., Ltd     | 1,630       | -           | (1,015)       | -             | -              | -             | -          | 615     | -             |
| Ningbo Meishan Bonded Port         |             |             |               |               |                |               |            |         |               |
| Area Chuangzhi Liancheng           |             |             |               |               |                |               |            |         |               |
| Investment Management              |             |             |               |               |                |               |            |         |               |
| Partnership (Limited Partnership)  | 50,100      | 3,000       | -             | -             | -              | -             | -          | 53,100  | -             |
| Hangzhou Yinghe Investment         |             |             |               |               |                |               |            |         |               |
| Management Partnership             | 20,100      | 1,200       | -             | -             | -              | -             | -          | 21,300  | -             |
| New Horizon Shipping UG            | 33,287      | -           | -             | -             | -              | -             | -          | 33,287  | -             |
| Hangzhou Xinwei Investment         |             |             |               |               |                |               |            |         |               |
| Management Partnership             | 10          | -           | -             | -             | -              | -             | -          | 10      | -             |
| Total                              | 500,501     | 4,200       | 15,429        | -             | -              | (5,753)       | (1,887)    | 512,490 | _             |

Refer to Note VI.2 for equity in joint ventures.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

# 13. Long-term equity investments (Continued)

# (3) Long-term equity investments in associates:

| Net profit or         Adjustment           Increase/         loss adjusted         of other         Change         Recognized           31 December         Decrease in         by equity comprehensive         Other equity         Cash dividend         in foreign         impairment           2016         investment         method         income         movement         declared         exchange rates         provision   | Others<br>- | 30 June<br>2017 | Provision for |
|---|-------------|-----------------|---------------|
|   | -           |                 | impairment    |
|   |             | 7,071           | -             |
| Ningbo Beilun Donghua Container   |             |                 |               |
| Service Co., Ltd. 1,200   | -           | 1,200           | -             |
| Xiamen CIMC Haitou Container  |             |                 |               |
| Service Co., Ltd 23,350 - 1,505   | -           | 24,855          | -             |
| Dalian Jilong Logistics Co., Ltd. 47,615 – 529 – – – – – –  | -           | 48,144          | -             |
| Senju(Jiangmen) Technology  |             |                 |               |
| Material Co., Ltd. 45,684 – 790 – – – – –   | -           | 46,474          | -             |
| Eurotank ("Eurotank") 8,374 - 389   | -           | 8,763           | -             |
| Shanghai Fengyang Real Estate   |             |                 |               |
| Development Co., Ltd. 104,191   | -           | 104,191         | -             |
| TSC 212,905 (6,338) -   | -           | 206,567         | -             |
| Marine Subsea & Consafe Limited 2 – – – – – – – – – – – –   | -           | 2               | (2)           |
| Tianzhu (Shanghai) International  |             |                 |               |
| Freight Agency Co., Ltd. 1,900 – 75 – – – – – –   | -           | 1,975           | -             |
| LiHua gas storage and   |             |                 |               |
| transportation Co., Ltd., "LiHua<br>Energy") 102,176 – 2,832 – – – – – –  |             | 405 009         |               |
| Energy") 102,176 – 2,832 – – – – – –<br>Jiangsu Ruicheng Machinery Co.,   | -           | 105,008         | -             |
| Jangsu nucleng wavimery cu.,<br>Ltd   |             | 28,123          |               |
| Liu 20, 123   | -           | 20,123          | -             |
| Machinery Co., Ltd. 2,608 – (1,225) – – – – – –   |             | 1,383           | _             |
| Option Inc (Shanghai)         16,589         -         (81)         - |             | 16,508          |               |
| Xuzhou CIMC Wood Co., Ltd 27,519 - 302  | _           | 27,821          | _             |
| Tianjin Sunlon Dongjiang Animal   |             | 27,021          |               |
| Husbandry Co., Ltd. 30,436 – (2,316) – – – – – –  | _           | 28,120          | _             |
| Qingdao Port International Trade  |             | 20/120          |               |
| and Logistics Co., Ltd. 43,400 – 1,246 – – – – – –  | _           | 44,646          | -             |
| ZPMC-Red Box Energy Services  |             |                 |               |
| Limited 14,567 - (14,567)   | -           | -               | -             |
| Tianjin Shounong Import & Export  |             |                 |               |
| Trading Co. Ltd. 21,110   | _           | 21,110          | _             |
| Jiahua Shipping Co., Ltd. ("Jiahua  |             |                 |               |
| Shipping") 126,454 (2,966) -  | _           | 123,488         | -             |
| Xindu Freight Co., Ltd. 688 – 150 – – – – –   | -           | 838             | -             |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 13. Long-term equity investments (Continued)

# (3) Long-term equity investments in associates: (Continued)

|  |                     | Movement in current period             |   |   |                          |                           |  |                                       |        |                 |                          |
|--|---------------------|--|---|---|--------------------------|---------------------------|--|---------------------------------------|--------|-----------------|--------------------------|
|  | 31 December<br>2016 | Increase/<br>Decrease in<br>investment | Net profit or<br>loss adjusted<br>by equity<br>method | Adjustment<br>of other<br>comprehensive<br>income | Other equity<br>movement | Cash dividend<br>declared | Change<br>in foreign<br>exchange rates | Recognized<br>impairment<br>provision | Others | 30 June<br>2017 | Provision for impairment |
| Chifeng Lvtianyuan Farm Co., Ltd.<br>CIMC Arabia Factory Company             | 6,296               | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 6,296           | -                        |
| Limited<br>Shanghai Xiangtou Auto parts Co.,                                 | 5,227               | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 5,227           | -                        |
| Ltd.   | 679                 | (603)                                  | (76)  | -   | -                        | -                         | -                                      | -                                     | -      | -               | -                        |
| North searigsas Itd  | 14,633              | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 14,633          | -                        |
| Ningxia Changming Natural Gas  |                     |  |   |   |                          |                           |  |                                       |        |                 |                          |
| Development Co., Ltd.<br>Chengdu To Communication                            | 18,331              | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 18,331          | -                        |
| Equipment Co., Ltd<br>Shenzhen Road Network                                  | 2,637               | -                                      | (240)   | -   | -                        | -                         | -                                      | -                                     | -      | 2,397           | -                        |
| Technology Co., Ltd  | 7,407               | 2,000                                  | -   | -   | -                        | -                         | -                                      | _                                     | -      | 9,407           | -                        |
| Beijing Boxcool Exhibition Co., Ltd.<br>Guangzhou CH Control Technology      | 12,423              | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 12,423          | -                        |
| Co., LTD   | 23,829              | -                                      | 321   | -   | -                        | -                         | -                                      | -                                     | -      | 24,150          | -                        |
| China Fire Safety Enterprise Group<br>Limited ("China Fire Safety")          | 485,275             | -                                      | -   | -   | -                        | -                         | 29,718                                 | -                                     | -      | 514,993         | -                        |
| Shanghai Tanklink Supply Chain<br>Technology Development                     |                     |  |   |   |                          |                           |  |                                       |        |                 |                          |
| Co., Ltd<br>Zhejiang Xinlong Bamboo Industry                                 | 2,000               | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 2,000           | -                        |
| Co., Ltd<br>Ningguo Guangshen Bamboo<br>Products Co., Ltd ("Ningguo          | 14,447              | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 14,447          | -                        |
| Guangshen")<br>Fujian Qingchen Bamboo Industry<br>Co., Ltd.("Qingchen bamboo | 662                 | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 662             | -                        |
| industry")   | 2,448               | _                                      | _   | _   | _                        |                           |  | _                                     |        | 2,448           | _                        |
| UC Storage LLC   | 5,779               | _                                      | _   | _   | _                        | _                         | _                                      | _                                     | _      | 5,779           | _                        |
| Worldlink Yibo (Beijing)<br>International Logistics                          | 5,117               |  |   |   |                          |                           |  |                                       |        | 0,117           |                          |
| Co., Limited<br>Jiangsu Baoking Auto Parts                                   | 3,120               | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 3,120           | -                        |
| Co., Ltd<br>Shenzhen Cadro Hydraulic<br>Equipment Co., Ltd.                  | 23,755              | -                                      | 111   | -   | -                        | -                         | (422)                                  | -                                     | -      | 23,444          | -                        |
| ("Cadro Hydraulic")  | 17,858              | -                                      | -   | _   | -                        | -                         | -                                      | _                                     | _      | 17,858          | -                        |
| Zhongyi Xinwei<br>Henan Yida Tianxia Logistics<br>Technology Co., Ltd.       | 22,648              | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 22,648          | -                        |
| ("Henan Yida")<br>CIMC Lengyun (Beijing) Cold                                | 378                 | -                                      | -   | -   | -                        | -                         | -                                      | -                                     | -      | 378             | -                        |
| Chain Technology Co., Ltd  | 580                 | 80                                     | _   | _   | _                        | _                         | _                                      | -                                     | _      | 660             | _                        |
| Qianhai Ruiji Technology Co., Ltd  | 3,718               | -                                      | (363)   | -   | -                        | -                         | -                                      | -                                     | -      | 3,355           | -                        |

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 13. Long-term equity investments (Continued)

#### (3) Long-term equity investments in associates: (Continued)

|                                   |                     |  |   |   | Movement in           | current period            |  |                                       |        |                 |                             |
|-----------------------------------|---------------------|--|---|---|-----------------------|---------------------------|--|---------------------------------------|--------|-----------------|-----------------------------|
|                                   | 31 December<br>2016 | Increase/<br>Decrease in<br>investment | Net profit or<br>loss adjusted<br>by equity<br>method | Adjustment<br>of other<br>comprehensive<br>income | Other equity movement | Cash dividend<br>declared | Change<br>in foreign<br>exchange rates | Recognized<br>impairment<br>provision | Others | 30 June<br>2017 | Provision for<br>impairment |
| Shouzhong Investment              |                     |  |   |   |                       |                           |  |                                       |        |                 |                             |
| Management Co., Ltd               | 117,775             | -                                      | (2,633)   | -   | -                     | -                         | -                                      | -                                     | -      | 115,142         | -                           |
| CIMC Suhang (Changzhou)           |                     |  |   |   |                       |                           |  |                                       |        |                 |                             |
| Logistics Co., Ltd                | 3,000               | (3,000)                                | -   | -   | -                     | -                         | -                                      | -                                     | -      | -               | -                           |
| Mori (Shanghai) International     |                     |  |   |   |                       |                           |  |                                       |        |                 |                             |
| Trade Co., Ltd.("Mori Shanghai")  | 851                 | -                                      | (68)  | -   | -                     | -                         | -                                      | -                                     | -      | 783             | -                           |
| Shanghai Xin Bai Qin Vehicle Co., |                     |  |   |   |                       |                           |  |                                       |        |                 |                             |
| Ltd                               | -                   | 16,000                                 | 428   | -   | -                     | -                         | -                                      | -                                     | -      | 16,428          | -                           |
| Shenzhen Sky Capital Co., Ltd     |                     |  |   |   |                       |                           |  |                                       |        |                 |                             |
| (SESKYC)                          | -                   | 2,750                                  | -   | -   | -                     | -                         | -                                      | -                                     | -      | 2,750           | -                           |
| Readysun Investment Innovative    |                     |  |   |   |                       |                           |  |                                       |        |                 |                             |
| venture capital fund Co., LLP     | -                   | 30,539                                 | -   | -   | -                     | -                         | -                                      | -                                     | -      | 30,539          | -                           |
| Xinghuo Chelian Techology         |                     |  |   |   |                       |                           |  |                                       |        |                 |                             |
| Co., Ltd                          | -                   | 1,750                                  | -   | -   | -                     | -                         | -                                      | -                                     | -      | 1,750           | -                           |
| CELA Srl                          | -                   | 18,605                                 | -   | -   | -                     | -                         | -                                      | -                                     | -      | 18,605          | -                           |
| Total                             | 1,661,718           | 68,121                                 | (12,891)  | -   | -                     | -                         | 19,992                                 | -                                     | -      | 1,736,940       | (2)                         |

Refer to Note VI.2 for equity in associates.

The Group's investment ratios in TSC, LiHua Energy, Jiangsu Ruichen, Optton Inc (Shanghai), ZPMC, Cadro Hydraulic, Zhongyi Xinwei, Henan Yida and Shenzhen Road Network Technology Co., Ltd. are all below 20%. But since the Group has appointed directors to the above mentioned associates, the Group had significant influence over them. Thus, equity investments on these associates were evaluated subsequently by equity method.

As at 30 June 2017, except for MSC, there is no need for the Group to recognise provision for long-term equity investments in joint ventures and associates based on the provision testing result that compared the estimated recoverable amount and book value of long-term equity investments in joint ventures and associates (31 December 2016: Nil).

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## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 14. Investment properties

|   | Buildings and<br>relevant land | Land use |           |
|---|--------------------------------|----------|-----------|
|   | use rights                     | rights   | Total     |
| 1 January 2016  | 730,168                        | _        | 730,168   |
| Additions   | 78,176                         | _        | 78,176    |
| Changes in fair value                                 | 75,792                         | -        | 75,792    |
| Transferred from fixed assets                         | 131,859                        | -        | 131,859   |
| Transferred from intangible assets                    | 46,843                         | 130,551  | 177,394   |
| Transferred from construction in progress             | 786                            | _        | 786       |
| Revaluation gains upon transfers                      | 102,062                        | 482,772  | 584,834   |
| Transferred out to assets classified as held for sale | (26,401)                       | _        | (26,401)  |
| Transferred out                                       | -                              | -        | -         |
| 31 December 2016                                      | 1,139,285                      | 613,323  | 1,752,608 |
| 1 January 2017  | 1,139,285                      | 613,323  | 1,752,608 |
| Additions   | -                              | -        | -         |
| Changes in fair value                                 | -                              | -        | -         |
| Transferred from fixed assets                         | -                              | -        | -         |
| Transferred from intangible assets                    | -                              | -        | -         |
| Transferred from construction in progress             | 1,287                          | -        | 1,287     |
| Revaluation gains upon transfers                      | -                              | -        | -         |
| Transferred out to assets classified as held for sale | -                              | -        | -         |
| Transferred out                                       | (17,704)                       | (17,685) | (35,389)  |
| Exchange differences arising from translating         |                                |          |           |
| foreign currencies                                    | 3,559                          | -        | 3,559     |
| 30 June 2017  | 1,126,427                      | 595,638  | 1,722,065 |

In the period, there is no capitalised borrowing cost in investment properties (For the period ended 30 June 2016:Nil).

The fair value of the investment properties of the Group belongs to level 3. Details of the valuation methods and significant assumptions used by the Group in determining the fair value of investment properties are set out in Note XIV. 6.

In the period, amounts transferred out to fixed assets and intangible assets are 17,704,000 and 17,685,000, respectively.

As at 30 June 2017, the buildings with carrying amount of about 156,697,000 (31 December 2016: 113,196,000) had not been entitled the property ownership certificates due to unfinished entitling procedures.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 15. Fixed assets

#### (1) Fixed assets

|                                     | Plants and buildings | Machinery<br>and<br>equipment | Office<br>& other<br>equipment | Motor<br>vehicles | Offshore<br>engineering<br>equipment | Dock,<br>wharf | Total      |
|-------------------------------------|----------------------|-------------------------------|--------------------------------|-------------------|--------------------------------------|----------------|------------|
| Original cost                       |                      |                               |                                |                   |                                      |                |            |
| 31 December 2016                    | 10,676,684           | 10,112,067                    | 1,981,991                      | 1,045,215         | 6,783,391                            | 1,262,820      | 31,862,168 |
| Additions due to business           |                      |                               |                                |                   |                                      |                |            |
| combination                         | 24,321               | 11,604                        | 7                              | 71                | -                                    | -              | 36,003     |
| Additions in current period         | 58,845               | 160,773                       | 76,355                         | 167,934           | -                                    | -              | 463,907    |
| Transfer from construction in       |                      |                               |                                |                   |                                      |                |            |
| progress                            | 35,997               | 206,727                       | 159,382                        | 12,060            | -                                    | -              | 414,166    |
| Transfer from investment properties | 41,738               | -                             | -                              | -                 | -                                    | -              | 41,738     |
| Decrease in current period          | (86,498)             | (296,266)                     | (85,105)                       | (27,882)          | (79,025)                             | -              | (574,776)  |
| Transfer to investment properties   | -                    | -                             | -                              | -                 | -                                    | -              | -          |
| Divided into held for sale assets   | -                    | -                             | -                              | -                 | -                                    | -              | -          |
| Exchange differences arising from   |                      |                               |                                |                   |                                      |                |            |
| translating foreign currencies      | 13,616               | (4,898)                       | (1,713)                        | 1,104             | (65,291)                             | (12,759)       | (69,941)   |
| 30 June 2017                        | 10,764,703           | 10,190,006                    | 2,130,917                      | 1,198,502         | 6,639,075                            | 1,250,061      | 32,173,264 |
| Accumulated depreciation            |                      |                               |                                |                   |                                      |                |            |
| 31 December 2016                    | 2,522,207            | 4,231,582                     | 1,254,278                      | 528,237           | 686,944                              | 232,400        | 9,455,648  |
| Additions due to business           |                      |                               |                                |                   |                                      |                |            |
| combination                         | 4,742                | 5,969                         | 6                              | 60                | -                                    | -              | 10,777     |
| Depreciation recognised in current  |                      |                               |                                |                   |                                      |                |            |
| period                              | 213,148              | 341,224                       | 110,381                        | 90,651            | 135,213                              | 25,881         | 916,498    |
| Transfer from investment properties | 24,034               | -                             | -                              | -                 | -                                    | -              | 24,034     |
| Decrease in current period          | (54,520)             | (105,017)                     | (80,543)                       | (14,433)          | (8,436)                              | -              | (262,949)  |
| Transfer to investment properties   | -                    | -                             | -                              | -                 | -                                    | -              | -          |
| Divided into held for sale assets   | -                    | -                             | -                              | -                 | -                                    | -              | -          |
| Exchange differences arising from   |                      |                               |                                |                   |                                      |                |            |
| translating foreign currencies      | 5,832                | (2,924)                       | 2,550                          | 506               | (10,729)                             | (5,593)        | (10,358)   |
| 30 June 2017                        | 2,715,443            | 4,470,834                     | 1,286,672                      | 605,021           | 802,992                              | 252,688        | 10,133,650 |
| Provision for impairment            |                      |                               |                                |                   |                                      |                |            |
| 31 December 2016                    | 311,653              | 40,801                        | 14,560                         | 2,245             | -                                    | -              | 369,259    |
| Additions due to business           |                      |                               |                                |                   |                                      |                |            |
| combination                         | -                    | -                             | -                              | -                 | -                                    | -              | -          |
| Impairment recognised in current    |                      |                               |                                |                   |                                      |                |            |
| period                              | 75                   | 1,459                         | -                              | -                 | -                                    | -              | 1,534      |
| Written off on disposal             | -                    | (2,387)                       | (9,433)                        | (19)              | -                                    | -              | (11,839)   |
| Exchange differences arising from   |                      |                               |                                |                   |                                      |                |            |
| translating foreign currencies      | 6,149                | (224)                         | -                              | -                 | -                                    | -              | 5,925      |
| 30 June 2017                        | 317,877              | 39,649                        | 5,127                          | 2,226             | -                                    | -              | 364,879    |
| Carrying amount                     |                      |                               |                                |                   |                                      |                |            |
| 30 June 2017                        | 7,731,383            | 5,679,523                     | 839,118                        | 591,255           | 5,836,083                            | 997,373        | 21,674,735 |
| 31 December 2016                    | 7,842,824            | 5,839,684                     | 713,153                        | 514,733           | 6,096,447                            | 1,030,420      | 22,037,261 |

# <sup>168</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 15. Fixed assets (Continued)

#### (1) Fixed assets (Continued)

As at 30 June 2017, the machine with a net book value of approximately 375,761,000 (original cost of 525,362,000) was used as collateral for long-term payables of 109,272,000 (31 December 2016: 398,144,000 (original cost of 525,305,000)) was used as collateral for long-term payables of 159,815,000, see Note IV. 24.

In the period, depreciation of fixed assets recognised amounted to 916,498,000(For the period ended 30 June 2016: 1,056,717,000), of which 776,825,000, 9,897,000 and 129,776,000(For the period ended 30 June 2016: 891,935,000, 14,860,000 and 149,922,000) has been charged in cost of sales, selling and distribution expenses, general and administrative expenses, respectively.

In the period, the original cost of fixed assets transferred from construction in progress is 414,166,000 (2016: 1,206,156,000).

# (2) As at 30 June 2017, the carrying amount of temporarily idle buildings, machinery and equipment amounts to 344,385,000(original cost of 614,561,000) (31 December 2016: carrying amount of 207,894,000 and original cost of 409,415,000). The following table presents the detail:

|                          | Original cost | Accumulated depreciation | Provision for<br>impairment | Carrying<br>amount |
|--------------------------|---------------|--------------------------|-----------------------------|--------------------|
| Buildings                | 390,069       | (108,091)                | (12,592)                    | 269,386            |
| Machinery and equipment  | 193,270       | (98,910)                 | (26,036)                    | 68,324             |
| Transportation           | 3,510         | (2,640)                  | (102)                       | 768                |
| Office & other equipment | 27,712        | (17,845)                 | (3,960)                     | 5,907              |
|                          | 614,561       | (227,486)                | (42,690)                    | 344,385            |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 15. Fixed assets (Continued)

#### (3) Fixed assets held through finance leases:

|  |                             | 30 June 2017                     |                           | 3                          | 31 December 2016                 |                          |  |  |
|--|-----------------------------|----------------------------------|---------------------------|----------------------------|----------------------------------|--------------------------|--|--|
|  | Book<br>balance             | Accumulated depreciation         | Carrying<br>amount        | Book<br>balance            | Accumulated depreciation         | Carrying<br>amount       |  |  |
| Buildings<br>Machinery & equipment<br>Offshore engineering special<br>equipments | 2,626<br>527,751<br>215.852 | (2,183)<br>(149,865)<br>(89,251) | 443<br>377,886<br>126,601 | 2,626<br>527,599<br>31.113 | (1,875)<br>(127,256)<br>(12.187) | 751<br>400,343<br>18,926 |  |  |
| Total  | 746,229                     | (241,299)                        | 504,930                   | 561,338                    | (12,187)                         | 420,020                  |  |  |

During the period, the fixed assets held through finance leases mainly consist of machinery and equipment sold and leased back by C&C Trucks.

#### (4) Fixed assets with certificates of ownership unsettled

|                       | Carrying amount | Reasons for pending                           |
|-----------------------|-----------------|---|
| Factory               | 974,123         | Put to use, certificate being in the progress |
| Office building       | 159,663         | Put to use, certificate being in the progress |
| Workshop              | 214,459         | Information updated, being in the progress    |
| Dormitory and Canteen | 105,598         | Put to use, certificate being in the progress |
| Warehouse             | 116,637         | Under preparation of reporting materials      |
| Others                | 162,602         | Certificate being in the progress             |
| Total                 | 1,733,082       |   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 16. Construction in progress

### (1) Construction in progress

|  |              | 30 June 2017                |                    | 3            | 31 December 2016            | r Carrying<br>amount<br>- 19,405,489<br>- 2,754,873<br>- 88,101<br>- 47,633<br>- 30,583<br>- 30,583<br>- 35,218<br><br>- 13,079<br>- 13,079<br>- 11,497<br>- 5,400<br>- 3,080<br>- 1,575 |  |  |
|--|--------------|-----------------------------|--------------------|--------------|-----------------------------|--|--|--|
|  | Book balance | Provision for<br>impairment | Carrying<br>amount | Book balance | Provision for<br>impairment |  |  |  |
| Vessels under construction of financing  |              |                             |                    |              |                             |  |  |  |
| and leasing company                      | 20,301,214   | -                           | 20,301,214         | 19,405,489   | -                           | 19,405,489   |  |  |
| Raffles H273, H1284 Project              | 2,747,244    | -                           | 2,747,244          | 2,754,873    | -                           | 2,754,873  |  |  |
| Enric workshop construction project      | 59,202       | -                           | 59,202             | 88,101       | -                           | 88,101   |  |  |
| Cold Chain Research Institute Project    | 49,146       | -                           | 49,146             | 47,633       | -                           | 47,633   |  |  |
| Refrigerated car project of Anhui United |              |                             |                    |              |                             |  |  |  |
| Feicai                                   | 37,622       | -                           | 37,622             | 30,583       | -                           | 30,583   |  |  |
| Production equipment of C&C Trucks       | 35,382       | -                           | 35,382             | 35,218       | -                           | 35,218   |  |  |
| HJQM semitrailer production line         | 26,477       | -                           | 26,477             | -            | -                           | -  |  |  |
| XHCIMC waterborne paint reconstruction   |              |                             |                    |              |                             |  |  |  |
| project                                  | 22,418       | -                           | 22,418             | 13,079       | -                           | 13,079   |  |  |
| Dormitory construction project of QDCRC  | 21,129       | -                           | 21,129             | 21,129       | -                           | 21,129   |  |  |
| Qingdao CIMC waterborne paint            |              |                             |                    |              |                             |  |  |  |
| reconstruction project                   | 19,590       | -                           | 19,590             | -            | -                           | -  |  |  |
| SHYSLE waterborne paint reconstruction   |              |                             |                    |              |                             |  |  |  |
| project                                  | 11,933       | -                           | 11,933             | -            | -                           | -  |  |  |
| Dongguan CIMC vehicle logistics          |              |                             |                    |              |                             |  |  |  |
| equipment project                        | 5,522        | -                           | 5,522              | 11,497       | -                           | 11,497   |  |  |
| TCCIMC relocation and reconstruction     |              |                             |                    |              |                             |  |  |  |
| project                                  | 5,400        | -                           | 5,400              | 5,400        | -                           | 5,400  |  |  |
| Raffles large scale equipment (including |              |                             |                    |              |                             |  |  |  |
| 2000T slewing crane)                     | 3,128        | -                           | 3,128              | 3,080        | -                           | 3,080  |  |  |
| TJCIMC mid-thick plate and bottom side   |              |                             |                    |              |                             |  |  |  |
| crossbeam automatic production line      | 1,981        | -                           | 1,981              | 1,575        | -                           | 1,575  |  |  |
| TAS New Plant Project                    | 1,824        | -                           | 1,824              | 1,498        | -                           | 1,498  |  |  |
| XHCIMCS Production Line and Power        |              |                             |                    |              |                             |  |  |  |
| Facilities Reconstruction Project        | 1,506        | -                           | 1,506              | 1,506        | -                           | 1,506  |  |  |
| Second phase of Hebei construction       | 641          | -                           | 641                | 12,033       | -                           | 12,033   |  |  |
| Others                                   | 454,939      | (1,645)                     | 453,294            | 338,916      | (2,421)                     | 336,495  |  |  |
| Total                                    | 23,806,298   | (1,645)                     | 23,804,653         | 22,771,610   | (2,421)                     | 22,769,189   |  |  |

The carrying amounts of construction in progress at the end of the period included accumulated capitalised borrowing cost of 1,750,963,000(31 December 2016: 1,532,714,000). The interest rate adopted for determining capitalised at borrowing cost for the current period was 3.18% (For the period ended 30 June 2016: 3.08%).

As at 30 June 2017, there is no restricted construction in progress of the Group (31 December 2016: Nil).

- Construction in progress (Continued) 16.
- Movement of significant projects of construction in progress during the year 3

| containing<br>differences<br>arising from<br>translating<br>foreign<br>currencies | (102,177)                               | (64,382)  |                                     | 1 1  | I  |                                     | I                                  | 1 1  |           | I                                       | I                             |                        | I   | I   |  | I  | I  | I                                      | I  | I                                 | - (1,840)  | (168,399)  |
|---|---|---|-------------------------------------|--|--|-------------------------------------|------------------------------------|--|-----------|---|-------------------------------|------------------------|---|---|--|--|--|--|--|-----------------------------------|--|------------|
| Source<br>of funds  | Bank loan                               | Self-funding &                                      | Colf funding                        | Self-fiinding  | Self-funding                             | ممالميناء كام                       | Seli-Iuriding                      | Self-funding   |           | Self-funding                            | Self-funding                  |                        | Self-Tunding                                      | Self-funding                              | م المنابع الم                              | Self-Turidirig                                   | Self-funding                             | Self-funding                           | Self-funding &   | bank loan<br>Self-funding         | Self-funding   |            |
| Interest<br>capitalisation<br>rate (%)  | 3.18%                                   | 3.18%   |                                     | 1 1  | I  |                                     | I                                  | 1 1  |           | I                                       | I                             |                        | I   | I   |  | I  | I  | I                                      | I  | I                                 | I  |            |
| Including:<br>current period<br>capitalised<br>interest                           | 177,235                                 | 41,014  |                                     | 1 1  | I  |                                     | I                                  | 1 1  |           | I                                       | I                             |                        | I   | I   |  | I  | I  | I                                      | I  | I                                 | 1 1  | 218,249    |
| Cumulative c<br>capitalised<br>interest   | 1,110,333                               | 192,141   |                                     | 1 1  | I  |                                     | I                                  | 1 1  |           | I                                       | I                             |                        | I   | I   |  | I  | I  | I                                      | 10,710   | I                                 | - 437,779  | 1,750,963  |
| Progress of<br>construction   | 79%-100%                                | 65%   | /0V/L                               | 0/.+/<br>%20%  | 100%                                     | 100/ 1000/                          | 0//UVI -0//UC                      | %U6  | 2         | %06                                     | %06                           | 100                    | 40%   | %66                                       | 1007                                       | %N9  | %96                                      | 98%                                    | 10%  | 100%                              | 100%   |            |
| Proportion of<br>expenditures<br>incurred to<br>budgeted<br>amount (%)            | 68%                                     | 97%   | 010/                                | 7 1.70<br>R 29%  | 91%                                      | 1000                                | 06.66                              | 81%<br>81%   |           | %06                                     | %99                           | 100                    | 40%   | 80%                                       | 1007                                       | 00%  | 86%                                      | 98%                                    | 2%   | 92%                               | 102%   |            |
| 30 June<br>2017   | 20,301,214                              | 2,747,244   | E0 303                              | 202'2C   | 37,622                                   | 0L 000                              | 795'05                             | 20,4//<br>22.418   | 21 1 4 4  | 21,129                                  | 19,590                        |                        | 11,933  | 5,522                                     |  | 0,400  | 3,128                                    | 1,981                                  | 1,824  | 1,506                             | 641<br>453,294   | 23,804,653 |
| Transfer to<br>investment<br>properties   | 1                                       | I   |                                     |  | I  |                                     | I                                  | 1 1  |           | I                                       | I                             |                        | I   | I   |  | I  | I  | I                                      | I  | I                                 | -<br>(1,287)   | (1,287)    |
| Transfer to<br>fixed assets   | 1                                       | I   | (C77 0C)                            | -<br>/coo/oc/  | I  | 1/0/                                | (04)                               | -<br>(V 5,2A)  | 1-1-0-1-1 | I                                       | I                             |                        | I   | (6,898)                                   |  | I  | I  | (1,612)                                | I  | I                                 | (22,657)<br>(341,716)  | (414,166)  |
| urrent period<br>additions  | 997,902                                 | 56,753  | V7L 0                               | 7,/04<br>1513  | 7,039                                    |                                     | N07                                | 20,477<br>11,863   | 0001      | I                                       | 19,590                        | 000 11                 | 11, 433   | 923                                       |  | I  | 48                                       | 2,018                                  | 326  | I                                 | 11,265<br>461,642  | 1,619,316  |
| 1 December Current period<br>2016 additions                                       | 19,405,489                              | 2,754,873   | 00 101                              | 00, IUI<br><i>NT</i> 633   | 30,583                                   | 010                                 | 217'95                             | - 13 079   | 1 10/01   | 21,129                                  | I                             |                        | I   | 11,497                                    | CCV L                                      | 004/9  | 3,080                                    | 1,575                                  | 1,498  | 1,506                             | 12,033<br>336,495  | 22,769,189 |
| Budgeted 31<br>amount   | 25,459,806                              | 2,866,854   | 00 101                              | 200,101<br>A01000  | 41,249                                   | 75 000                              | 30,030                             | 30,640   | 0±0'00    | 23,369                                  | 29,500                        |                        | 30,000  | 388,182                                   |  | 0/,4/0   | 83,602                                   | 43,470                                 | 96,220   | 94,447                            | 92,980   |            |
|   | Vessels under construction of financing | anu icasing winipany<br>Raffles H273, H1284 Project | Enric workshap construction project | Etitic Wolkariop Guiactuction project<br>Cold Chain Research Institute Droiect | Refrigerated car project of Anhui United | People of the second of CO C Tanolo | Production equipment of C&C indexs | HJQM Seminaler production line<br>XHCIMC waterhorme naint renonctruction | Droiect   | Dormitary construction project of QDCRC | Qingdao CIMC waterborne paint | reconstruction project | SHYSLE Waterborne paint reconstruction<br>miniert | Dongguan CIMC vehicle logistics equipment | project<br>Trouter station and socionation | I CUIME REJOCATION AND RECONSTRUCTION<br>project | Raffles large scale equipment (including | TJCIMC mid-thick plate and bottom side | crosspeam automatic production line<br>TAS New Plant Project | XHCIMCS Production Line and Power | reduites reconstruction ruger.<br>Second phase of Hebei construction<br>Others | Total      |

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(All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# <sup>172</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 17. Disposal of fixed assets

|                          | 30 June<br>2017 | 31 December<br>2016 |
|--------------------------|-----------------|---------------------|
| Buildings                | 76,267          | 87,015              |
| Machinery and equipment  | 43,790          | 42,016              |
| Transportation           | 124             | 211                 |
| Office & other equipment | 239             | 808                 |
| Total                    | 120,420         | 130,050             |

## 18. Intangible assets and development expenditure

## (1) Intangible assets

|   | Land use<br>rights | Technical<br>know-how<br>and trade<br>marks | Timber<br>concession<br>rights | Customer<br>relationships | Customer<br>contracts | Maritime<br>use<br>rights | Franchise<br>rights | Total          |
|---|--------------------|---|--------------------------------|---------------------------|-----------------------|---------------------------|---------------------|----------------|
| Original cost   |                    |   |                                |                           |                       |                           |                     |                |
| 31 December 2016<br>Additions due to business                       | 3,914,000          | 2,004,623                                   | 250,078                        | 400,171                   | 285,273               | 94,984                    | 111,934             | 7,061,063      |
| combination   | 15,198             | -   | -                              | -                         | -                     | -                         | -                   | 15,198         |
| Current period additions<br>Transferred from investment             | 37,696             | 122,332                                     | -                              | -                         | -                     | -                         | -                   | 160,028        |
| properties  | 22,718             | -   | -                              | -                         | -                     | -                         | -                   | 22,718         |
| Current period decrease<br>Exchange differences arising from        | (124,128)          | (62,517)                                    | (9,601)                        | -                         | -                     | -                         | -                   | (196,246)      |
| translating foreign currencies                                      | (8,753)            | 12,562                                      | (147)                          | 2,833                     | 597                   | (1,948)                   | 48                  | 5,192          |
| 30 June 2017  | 3,856,731          | 2,077,000                                   | 240,330                        | 403,004                   | 285,870               | 93,036                    | 111,982             | 7,067,953      |
| Accumulated amortisation  |                    |   |                                |                           |                       |                           |                     |                |
| 31 December 2016  | 665,789            | 1,086,080                                   | 129,894                        | 151,760                   | 159,755               | 28,936                    | 8,420               | 2,230,634      |
| Additions due to business   | 07/                |   |                                |                           |                       |                           |                     | 07(            |
| combination   | 976                | -   | -                              | -                         | - ( 022               | - 010                     | 1 / 00              | 976<br>175,734 |
| Current period additions<br>Transferred from investment             | 59,665             | 87,612                                      | _                              | 18,927                    | 6,932                 | 910                       | 1,688               |                |
| properties  | 5,033              | -   | -                              | -                         | -                     | -                         | -                   | 5,033          |
| Current period decrease<br>Exchange differences arising from        | (6,983)            | (131)                                       | -                              | -                         | -                     | -                         | _                   | (7,114)        |
| translating foreign currencies                                      | (1,591)            | 5,529                                       | (147)                          | 284                       | 923                   | (413)                     | 48                  | 4,633          |
| 30 June 2017  | 722,889            | 1,179,090                                   | 129,747                        | 170,971                   | 167,610               | 29,433                    | 10,156              | 2,409,896      |
| Provision for impairment<br>31 December 2016                        | _                  | 4,564                                       | 110,288                        | 1,817                     | 59,003                | -                         | _                   | 175,672        |
| Exchange differences arising from<br>translating foreign currencies | _                  | -   | (2,937)                        | -                         | 672                   | -                         | -                   | (2,265)        |
| 30 June 2017  | -                  | 4,564                                       | 107,351                        | 1,817                     | 59,675                | -                         | -                   | 173,407        |
| Carrying amount<br>30 June 2017                                     | 3,133,842          | 893,346                                     | 3,232                          | 230,216                   | 58,585                | 63,603                    | 101,826             | 4,484,650      |
| 31 December 2016  | 3,248,211          | 913,979                                     | 9,896                          | 246,594                   | 66,515                | 66,048                    | 103,514             | 4,654,757      |

In the period, amortisation expenses of intangible assets amounted to 175,734,000 (For the period ended 30 June 2016: 121,062,000).

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 18. Intangible assets and development expenditure (Continued)

#### (2) As of 30 June 2017, intangible assets with pending certificates of ownership are as follows:

|   | Carrying<br>amount in RMB | Reasons for unsettlement                        |
|---|---------------------------|---|
| Ningbo Container Manufacture land use right | 75,322                    | in the progress                                 |
| SCIMCEL Tangkeng land use right             | 55,674                    | expired and relevant procedures<br>are required |
| C&C Trucks land use right                   | 19,187                    | in the progress                                 |
| Langfang land use right                     | 8,887                     | in the progress                                 |
| SCIMCEL dormitory                           | 1,787                     | in the progress                                 |
| Total                                       | 160,857                   |   |

After the evaluation of board of directors of the Group, the aforementioned intangible assets with unsettled certificates have no risk of impairment.

- (3) As of 30 June 2017, there was no restricted intangible asset (31 December 2016: Nil).
- (4) As at 30 June 2017, the intangible asset with indefinite useful lives is Gas station Franchise which amounted to 53,300,000 (31 December 2016: 53,300,000).
- (5) Development expenditure is as follows:

|                               | 31 December<br>2016 | Current period addition | Recognised as<br>intangible<br>assets | 30 June<br>2017 |
|-------------------------------|---------------------|-------------------------|---------------------------------------|-----------------|
| Project on vehicle technology | 43,089              | 21,029                  | (14,441)                              | 49,677          |
| Others                        | 6,901               | 10                      | -                                     | 6,911           |
|                               | 49,990              | 21,039                  | (14,441)                              | 56,588          |

In the period, the Group's development expenditure amounted to 309,498,000(For the period ended 30 June 2016: 248,570,000): 288,459,000 of which (For the period ended 30 June 2016:230,097,000) was included in the current profits and losses, and an amount of 21,039,000 was capitalised as intangible assets in current period (For the period ended 30 June 2016:18,473,000). As at 30 June 2017, intangible assets transferred from development expenditure within the group accounted for 9.61% (For the period from 1 Jan to 30 June 2016: 8.22%) of the total book balance of intangible assets.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 19. Goodwill

|                                | 31 December<br>2016 | Current period<br>addition | Current period<br>decrease | Exchange<br>differences<br>arising from<br>translating<br>foreign<br>currencies | 30 June<br>2017 |
|--------------------------------|---------------------|----------------------------|----------------------------|---|-----------------|
| Enric                          | 630,992             | -                          | _                          | (5,200)   | 625,792         |
| Vehicles UK                    | 336,360             | -                          | -                          | 9,515   | 345,875         |
| TGESA                          | 164,502             | -                          | -                          | 6,397   | 170,899         |
| YPDI                           | 86,558              | -                          | -                          | -   | 86,558          |
| Bassoe                         | 132,245             | -                          | -                          | -   | 132,245         |
| Pteris                         | 108,196             | -                          | -                          | -   | 108,196         |
| C & C Trucks                   | 132,145             | -                          | -                          | -   | 132,145         |
| Hashenleng                     | 103,530             | -                          | -                          | -   | 103,530         |
| Others                         | 569,673             | 1,453                      | -                          | (140)   | 570,986         |
| Sub-total                      | 2,264,201           | 1,453                      | _                          | 10,572  | 2,276,226       |
| Less: provision for impairment |                     |                            |                            |   |                 |
| C & C Trucks                   | 93,330              | -                          | -                          | -   | 93,330          |
| Others                         | 42,978              | -                          | -                          | (475)   | 42,503          |
| Sub-total                      | 136,308             | -                          | -                          | (475)   | 135,833         |
| Total                          | 2,127,893           | 1,453                      | -                          | 11,047  | 2,140,393       |

#### (1) Impairment test for asset group including goodwill

The goodwill allocated to the asset groups and combination of asset groups are summarised by operating segments as follows:

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Container asset group   | 120,085         | 120,085             |
| Road transportation vehicles asset group                                | 417,663         | 408,658             |
| Energy and chemical & food equipment asset group                        | 1,075,392       | 1,074,195           |
| Offshore engineering asset group  | 229,442         | 229,397             |
| Logistics services asset group  | 120,558         | 120,558             |
| Heavy truck asset group   | 38,815          | 38,815              |
| Airport equipment asset group   | 108,196         | 108,196             |
| Asset groups with insignificant allocation percentage of goodwill group | 30,242          | 27,989              |
| Total   | 2,140,393       | 2,127,893           |

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

# 20. Long-term prepaid expenses

|   | 31 December<br>2016 | Additions<br>due to<br>business<br>combination | Current<br>period<br>addition | Current<br>period<br>amortisation | Exchange<br>differences<br>arising from<br>translating<br>foreign<br>currencies | 30 June<br>2017 |
|---|---------------------|--|-------------------------------|-----------------------------------|---|-----------------|
| Yard facility expenses                  | 9,691               | -  | 223                           | (1,424)                           | 29  | 8,519           |
| Project insurance and commission        | 133,924             | -  | 31,369                        | (30,658)                          | (2,513)   | 132,122         |
| Improvements to fixed assets held under |                     |  |                               |                                   |   |                 |
| operating leases                        | 9,439               | -  | 5,372                         | (2,204)                           | -   | 12,607          |
| Operating lease interest expenses       | -                   | _  | _                             | -                                 | -   | -               |
| Improvement of engineering vessel       | 19,996              | -  | 51,692                        | (12,110)                          | (987)   | 58,591          |
| Others                                  | 73,524              | 52   | 10,123                        | (14,283)                          | (99)  | 69,317          |
| Sub-total                               | 246,574             | 52   | 98,779                        | (60,679)                          | (3,570)   | 281,156         |
| Less: provision for impairment          | -                   | -  | -                             | -                                 | -   | -               |
| Total                                   | 246,574             | 52   | 98,779                        | (60,679)                          | (3,570)   | 281,156         |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 21. Deferred tax assets and deferred tax liabilities

(1) The offsetting balances of deferred tax assets and liabilities offset and corresponding deductible or taxable temporary differences

|   | 30 June  | 2017                                     | 31 December 2016                                     |  |  |
|---|--|--|--|--|--|
| _   | Deductible/<br>(taxable)<br>temporary<br>differences | Deferred tax<br>assets/<br>(liabilities) | Deductible/<br>(taxable)<br>temporary<br>differences | Deferred tax<br>assets/<br>(liabilities) |  |
| Deferred tax assets:  |  |  |  |  |  |
| Provision for asset impairment  | 834,767  | 160,844                                  | 1,546,119  | 322,474                                  |  |
| Accrued liability   | 617,576  | 113,145                                  | 690,921  | 139,994                                  |  |
| Employee benefits payable   | 1,139,847  | 257,745                                  | 1,273,607  | 296,507                                  |  |
| Accrued expenses  | 120,131  | 26,479                                   | 493,541  | 89,303                                   |  |
| Deductible losses<br>Movement for fair value of financial assets<br>at fair value through profit or loss/hedging  | 1,791,531  | 306,356                                  | 1,861,895  | 332,307                                  |  |
| instruments   | 7,729  | 1,634                                    | 27,566   | 6,892                                    |  |
| Available-for-sale financial assets   | -  | -  | 14,230   | 2,134                                    |  |
| Intra-group unrealised revenue  | 29,871   | 7,468                                    | 18,904   | 4,726                                    |  |
| Others  | 2,180,446  | 436,088                                  | 278,319  | 69,580                                   |  |
| Sub-total   | 6,721,898  | 1,309,759                                | 6,205,102  | 1,263,917                                |  |
| Offsetting amount   | (187,229)  | (32,843)                                 | (25,512)   | (6,247)                                  |  |
| Offsetting balances   | 6,534,669  | 1,276,916                                | 6,179,590  | 1,257,670                                |  |
| Including:<br>Amount estimated to reverse within<br>1 year(inclusive)<br>Amount estimated to reverse over 1 year  |  | 227,983<br>1,048,933                     |  | 552,415<br>705,255                       |  |
|   |  | 1,276,916                                |  | 1,257,670                                |  |
| Deferred tax liabilities:<br>Movement for fair value of financial assets at<br>fair value through profit or loss<br>Movement for fair value of Investment | (2,385)  | (448)                                    | (26,076)   | (6,483)                                  |  |
| properties<br>Movement for fair value of hedging instrument   | (7,998)  | (1,200)                                  | (700,853)  | (170,909)                                |  |
| Revaluation gain through combination<br>Gross profit of overseas projects(pay tax after   | (1,000,899)  | (208,194)                                | (933,696)  | (231,947)                                |  |
| completion)   | (588,747)  | (103,031)                                | (253,352)  | (63,338)                                 |  |
| Accelerated depreciation of fixed assets  | (807,509)  | (201,877)                                | (441,782)  | (179,383)                                |  |
| Others  | (1,029,888)  | (205,977)                                | (46,412)   | (11,601)                                 |  |
| Sub-total   | (3,437,426)  | (720,727)                                | (2,402,171)  | (663,661)                                |  |
| Offsetting amount   | 187,229  | 32,843                                   | 25,512   | 6,247                                    |  |
| Offsetting balances   | (3,250,197)  | (687,884)                                | (2,376,659)  | (657,414)                                |  |
| Including:<br>Amount estimated to reverse within 1 year<br>(inclusive)  |  | (431,300)                                |  | (140,809)                                |  |
| Amount estimated to reverse over 1 year   |  | (256,584)                                |  | (516,605)                                |  |
|   |  | (687,884)                                |  | (657,414)                                |  |

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## 21. Deferred tax assets and deferred tax liabilities (Continued)

#### (2) Unrecognised deferred tax assets

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Deductible losses                             | 1,712,996       | 1,606,035           |
| Impairment losses of SOE                      | 634,426         | 340,729             |
| Impairment losses of timber Concession rights | 22,119          | 22,119              |
| Others  | 3,125           | 3,125               |
| Total   | 2,372,666       | 1,972,008           |

#### (3) Maturity of deductible losses that are not recognised as deferred tax assets:

|                     | 30 June<br>2017 | 31 December<br>2016 |
|---------------------|-----------------|---------------------|
| 2017                | 1,296,480       | 1,199,243           |
| 2018                | 1,086,941       | 1,086,941           |
| 2019                | 437,892         | 340,655             |
| 2020                | 819,702         | 819,702             |
| 2021 and after 2021 | 4,149,817       | 4,149,817           |
| Total               | 7,790,832       | 7,596,358           |

Note 1: By the end of 2016 and as at 30 June 2017, unrecognised deferred tax assets aged over 5 years (inclusive) arising from deductible tax losses resulted from foreign subsidiaries' operating losses. Deductible tax losses generated from Hong Kong, the United States of America, the United Kingdom of Great Britain and Australia can be offset with future profit indefinitely; deductible tax losses generated from the Netherlands can be offset in the subsequent nine years.

As at 30 June 2017, the Group is subject to an income tax on the difference of tax rates if its subsidiaries in Hong Kong and overseas decide to distribute dividends to the shareholders in mainland China. The temporary difference arising from the undistributed profits of such subsidiaries is approximately 3,630,258,000(31 December 2016: 3,303,113,000). Since the Group can control the dividend distribution policy of its subsidiaries and has decided not to distribute dividends in the foreseeable future, the deferred income tax liabilities on such undistributed profits were not recognised.

The Group had no unrecognised deferred tax liabilities other than the mentioned above.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 22. Other non-current assets

|                               | 30 June<br>2017 | 31 December<br>2016 |
|-------------------------------|-----------------|---------------------|
| Entrusted loans               | 13,721          | 35,547              |
| Prepayment for land use right | 6,956           | 32,235              |
| Prepayment for equipment      | -               | 8,695               |
| Prepayment for construction   | -               | 7,429               |
| Others                        | -               | 2,447               |
| Total                         | 20,677          | 86,353              |

As at 30 June 2017, There is no non-current assets due from shareholders holding more than 5% (inclusive) of the voting rights or related parties.(31 December 2016:Nil).

## 23. PROVISION FOR ASSET IMPAIRMENT

|   | 31 December Current period Current period decrease |          | decrease  | Exchange<br>differences<br>arising<br>from translating<br>foreign | 5            |           |
|---|--|----------|-----------|---|--------------|-----------|
|   | 2016   | addition | Reversal  | Write-off   | currencies   | 2017      |
| Provision for doubtful debts  |  |          |           |   |              |           |
| Including: provision for doubtful debts of  |  |          |           |   |              |           |
| accounts receivable   | 629,236  | 79,347   | (53,359)  | (9,312)   | 821          | 646,733   |
| Provision for doubtful debts of other receivables                                     | 1,580,439  | 142,700  | (777)     | (6,579)   | (5,158)      | 1,710,625 |
| Provision for doubtful debts of advances to   |  |          |           |   |              |           |
| suppliers   | 226,967  | 6,675    | -         | -   | (10)         | 233,632   |
| Provision for doubtful debts of current portion                                       | 007 404  | 07 474   | (70)      |   | (=)          | 101 500   |
| of non-current assets   | 307,194  | 97,471   | (70)      | -   | (5)          | 404,590   |
| Provision for doubtful debts of long-term   | 105 050  | 4 / 44   | (40.004)  | 0.007   | (07)         | 450.440   |
| receivables   | 485,052  | 4,641    | (40,204)  | 2,997   | (37)         | 452,449   |
| Provision for decline in value of inventories   | 319,004  | 79,760   | (83,281)  | (16,395)  | 15,151       | 314,239   |
| Provision for impairment of long-term equity  |  |          |           |   |              |           |
| investments   | 2  | -        | -         | -   | -            | 2         |
| Provision for impairment of available-for-sale  | 0.0/5  |          |           |   |              | 0.075     |
| financial assets  | 3,065  | 4 504    | -         | -   | -            | 3,065     |
| Provision for impairment of fixed assets  | 369,259  | 1,534    | -         | (11,839)  | 5,925        | 364,879   |
| Provision for impairment of construction in   | 0.404  |          |           | (77.)   |              | 4 ( 45    |
| progress  | 2,421  | -        | -         | (776)   | -<br>(2.2/E) | 1,645     |
| Provision for impairment of intangible assets<br>Provision for impairment of goodwill | 175,672  | -        | -         | -   | (2,265)      | 173,407   |
|   | 136,308  |          |           | -   | (475)        | 135,833   |
| Total   | 4,234,619  | 412,128  | (177,691) | (41,904)  | 13,947       | 4,441,099 |

Please refer to the respective notes of the assets for reasons of the provisions.

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### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 24. Restricted assets

As at 30 June 2017, assets with restrictions in their ownership are as follows:

|  | Note  | 31 December<br>2016 | Current period<br>addition | Current period<br>decrease | Exchange<br>differences<br>arising from<br>translating<br>foreign<br>currencies | 30 June<br>2017 |
|--|-------|---------------------|----------------------------|----------------------------|---|-----------------|
| Assets used as collateral                    |       |                     |                            |                            |   |                 |
| <ul> <li>Cash at bank and on hand</li> </ul> | IV.1  | 987,257             | 49,135                     | (219,448)                  | (99)  | 816,845         |
| <ul> <li>Notes receivable</li> </ul>         | IV.3  | 206,753             | 207,835                    | (158,188)                  | -   | 256,400         |
| – Long term receivables                      | IV.12 | 8,164,729           | (57,408)                   | (654,249)                  | -   | 7,453,072       |
| – Fix assets                                 | IV.15 | 398,144             | -                          | (22,383)                   | -   | 375,761         |
| Total  |       | 9,756,883           | 199,562                    | (1,054,268)                | (99)  | 8,902,078       |

Long term receivables are used as collateral for mortgage loan. Notes receivables are used for rediscounting, pledge for letter of guarantee and pledge for pool of notes.Refer to IV.15 for non-current restrictions with restrictions which are used as collateral for long term payables.Refer to Note IV.25 and IV.28 for details of short-term pledged borrowings. The restricted cash at bank and on hand were security deposits, and deposits in the People's Bank of China by Finance Company.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 25. Short-term borrowings

#### (1) Classification of short-term borrowings:

|                  |      | 30 June    | 31 December |
|------------------|------|------------|-------------|
|                  | Note | 2017       | 2016        |
| Guaranteed       | (a)  |            |             |
| USD              |      | 391,505    | 2,938,354   |
| RMB              |      | 1,962,138  | 937,852     |
| EUR              |      | 16,723     | 61,487      |
| Sub-total        |      | 2,370,366  | 3,937,693   |
| Pledged          | (b)  |            |             |
| RMB              |      | 32,821     | 59,902      |
| Unsecured        |      |            |             |
| USD              |      | 9,299,113  | 7,427,465   |
| EUR              |      | 719,692    | 478,076     |
| GBP              |      | 17,621     | 178         |
| RMB              |      | 5,327,359  | 3,613,782   |
| AUD              |      | 329        | 2,296       |
| SGD              |      | -          | 39,006      |
| JPY              |      | -          | 7,169       |
| Sub-total        |      | 15,364,114 | 11,567,972  |
| Discounted Notes |      |            |             |
| RMB              |      | 178,447    | 164,220     |
| Total            |      | 17,945,748 | 15,729,787  |

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### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 25. Short-term borrowings (Continued)

#### (1) Classification of short-term borrowings: (Continued)

- (a) As at 30 June 2017, guaranteed borrowings of the Group consisted of the following: bank loans of subsidiary Zhenhua Logistics Group Co., Ltd. ("Zhenhua Group") amounting to USD324,000 (Equivalent to RMB2,195,000); loans of CIMC Raffles offshore engineering (Singapore) Co., Ltd amounting to 1,400,138,000, USD33,962,000 (Equivalent to RMB230,096,000) and Euro 2,158,000 (Equivalent to RMB16,723,000), guaranteed by the Group and China International Marine Containers (Hong Kong) Limited ("CIMC Hong Kong"); loans of subsidiary C&C Trucks amounting to 450,000,000, which is guaranteed by the Group; loans of Xiamen Hongxin Berg Leasing Co., Ltd. Amounting to 112,000,000, guaranteed by the CIMC Financing and Leasing Co., Ltd. (CIMCVL); CIMC Financing and Leasing Co., Ltd. (CIMCVL) amounting to USD23,500,000 (Equivalent to RMB159,214,000), guaranteed by the Group and CIMC Hong Kong.
- (b) As at 30 June 2017, the pledged loans of the Group was loans from the People's Bank of China pledged with notes receivables which was applied by the Finance Company, amounting to 32,821,000.
- (c) As at 30 June 2017, there was no short-term borrowing owed to shareholders holding more than 5% (including 5%) of the voting rights of the Group or related parties.
- (d) As at 30 June 2017, the interest rate of short term borrowing ranged from 1.30% to 6.09% (31 December 2016: 0.65% to 16.41%).

#### 26. Financial liabilities at fair value through profit or loss

|      |  | Note    | 30 June<br>2017 | 31 December<br>2016 |
|------|--|---------|-----------------|---------------------|
| Cur  | rent   |         |                 |                     |
| 1.   | Derivative financial liabilities                       |         |                 |                     |
|      | <ul> <li>Forward foreign exchange contracts</li> </ul> | IV.2(4) | 4,345           | 12,022              |
|      | <ul> <li>Currency swap contracts</li> </ul>            | IV.2(5) | 276             | -                   |
| 2.   | Hedging Instrument                                     |         | 186             | 4,244               |
| 3.   | Contingent consideration in acquisition                |         | 129,965         | 125,540             |
| Sub  | -total   |         | 134,772         | 141,806             |
| NOI  | 1-current  |         |                 |                     |
| 1.   | Derivative financial liabilities                       |         |                 |                     |
|      | – Interest rate swap                                   | IV.2(6) | 1,738           | 3,816               |
| 2.   | Financial guarantee contracts                          |         | 55,980          | 57,419              |
| Sub  | -total   |         | 57,718          | 61,235              |
| Tota | al   |         | 192,490         | 203,041             |

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 27. Notes payable

|                        | 30 June<br>2017 | 31 December<br>2016 |
|------------------------|-----------------|---------------------|
| Bank acceptance notes  | 872,925         | 1,050,745           |
| Trade acceptance notes | 380,250         | 500,837             |
| Total                  | 1,253,175       | 1,551,582           |

The above notes payable are due within one year.

#### 28. Accounts payable

#### (1) The Group's accounts payable is as follows:

|                                      | 30 June    | 31 December |
|--------------------------------------|------------|-------------|
|                                      | 2017       | 2016        |
| Due to raw materials suppliers       | 9,364,746  | 8,303,845   |
| Integrated logistics service charges | 468,558    | 461,925     |
| Project contract charges             | 291,105    | 259,029     |
| Project procurement charges          | 398,677    | 658,048     |
| Due to equipment suppliers           | 618,839    | 150,029     |
| Transportation charges               | 69,741     | 135,159     |
| Processing charges                   | 41,972     | 129,178     |
| Others                               | 91,540     | 63,738      |
| Total                                | 11,345,178 | 10,160,951  |

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### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 28. Accounts payable (Continued)

#### (1) The Group's accounts payable is as follows: (Continued)

The aging analysis of accounts payable is as follows:

|                           | 30 June<br>2017 | 31 December<br>2016 |
|---------------------------|-----------------|---------------------|
| Within 1 year (inclusive) | 10,710,275      | 9,535,350           |
| 1 to 2 years (inclusive)  | 337,357         | 414,188             |
| 2 to 3 years (inclusive)  | 179,384         | 153,893             |
| Over 3 years              | 118,162         | 57,520              |
| Total                     | 11,345,178      | 10,160,951          |

As at 30 June 2017, accounts payable over 1 year with a carrying amount of 634,903,000 (31 December 2016: 625,601,000) are mainly payables related to offshore engineering business. Since the production cycle of the offshore engineering project is usually more than one year, the payables have not yet been settled.

The aging is calculated from the date that the accounts payable is recognised.

(2) As at 30 June 2017, there was no accounts payable owed to shareholders holding more than 5% (including 5%) of the voting rights of the Group. Accounts payable owed to related parties are as listed follows:

|  |  | 30 June 2017 |                    | 31 Decemb | per 2016           |
|--|--|--------------|--------------------|-----------|--------------------|
| Company name                                 | Relationship<br>with the Group           | Amount       | % of total balance | Amount    | % of total balance |
| Y&C Engine                                   | Joint Venture                            | 38,931       | 0.34%              | 66,157    | 0.65%              |
| TSC  | Associates                               | 13,807       | 0.12%              | 25,727    | 0.25%              |
| Fujian Qingchen Bamboo Industry<br>Co., Ltd. | Associates                               | 10,496       | 0.09%              | 8,138     | 0.08%              |
| Shanxi Heavy Duty Automobile                 | Minority shareholders<br>of subsidiaries | 5,352        | 0.05%              | 3,611     | 0.04%              |
| Ningxia Changming                            | Associates                               | 2,732        | 0.02%              | 2,435     | 0.02%              |
| Xuzhou CIMC Wood Co., Ltd                    | Associates                               | 202          | 0.00%              | 17,905    | 0.18%              |
| Asahi Trading Co., Ltd                       | Minority shareholders<br>of subsidiaries | -            | 0.00%              | 15,902    | 0.16%              |
| Other related parties                        |  | 5,825        | 0.05%              | 7,062     | 0.07%              |
| Total  |  | 77,345       | 0.67%              | 146,937   | 1.45%              |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 29. Advanced receipts

#### (1) Advanced receipts

|                                  | 30 June<br>2017 | 31 December<br>2016 |
|----------------------------------|-----------------|---------------------|
| Advances for goods               | 2,431,530       | 3,167,715           |
| Advances for construction        | 1,571,044       | 155,912             |
| Advances for property            | 210,070         | 208,583             |
| Advances for trade and logistics | 139,340         | 70,508              |
| Others                           | 193,851         | 177,976             |
| Total                            | 4,545,835       | 3,780,694           |

As at 30 June 2017, advanced receipts over 1 year with a carrying amount of 304,804,000 (31 December 2016: 330,291,000), are mainly rental in advance and project payments related to offshore engineering business. Since the production cycles of the offshore engineering project, energy and chemical industry project are usually more than one year, the advanced receipts have not yet been settled.

# (2) As at 30 June 2017, advanced receipts from those who hold 5% or more of the voting rights or related parties amounted to 40,000 (31 December 2016: 5,200).

#### 30. Accrued payroll

|                            | Note | 30 June<br>2017 | 31 December<br>2016 |
|----------------------------|------|-----------------|---------------------|
| Short-term wages           | (1)  | 2,074,384       | 2,090,125           |
| Defined contribution plans | (2)  | 45,153          | 24,156              |
| Dismission welfare         | (3)  | 880             | 827                 |
|                            |      | 2,120,417       | 2,115,108           |

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

# 30. Accrued payroll (Continued)

### (1) Short-term wages

|   | 31 December 2016 | Current period<br>addition | Current period<br>decrease | Exchange<br>differences<br>arising from<br>translating<br>foreign<br>currencies | 30 June<br>2017 |
|---|------------------|----------------------------|----------------------------|---|-----------------|
| Wages and salaries, bonuses, allowances and subsidies | 1,699,319        | 2,516,308                  | (2,475,474)                | 4,252   | 1,744,405       |
| Profit-sharing and senior management bonus            | 205,151          | -                          | (8,951)                    | -   | 196,200         |
| Housing funds   | 6,118            | 80,860                     | (80,906)                   | (30)  | 6,042           |
| Labor union funds and employee education funds        | 62,236           | 27,129                     | (36,014)                   | (157)   | 53,194          |
| Social security contributions and others              | 12,517           | 87,991                     | (77,504)                   | 1   | 23,004          |
| Including: Medical insurance                          | 9,564            | 74,051                     | (65,053)                   | 1   | 18,563          |
| Work injury insurance                                 | 1,583            | 8,250                      | (7,850)                    | -   | 1,983           |
| Maternity insurance                                   | 1,370            | 5,690                      | (4,601)                    | -   | 2,458           |
| Other short-term wages                                | 104,784          | 280,656                    | (334,802)                  | 901   | 51,539          |
| Total   | 2,090,125        | 2,992,944                  | (3,013,651)                | 4,967   | 2,074,384       |

#### (2) Defined contribution plans

|                        | 31 December 2016 | Current period<br>addition | Current period<br>decrease | Exchange<br>differences<br>arising from<br>translating<br>foreign<br>currencies | 30 June 2017 |
|------------------------|------------------|----------------------------|----------------------------|---|--------------|
| Basic pensions         | 21,455           | 205,171                    | (186,716)                  | 5   | 39,915       |
| Unemployment insurance | 2,554            | 8,214                      | (5,724)                    | -   | 5,043        |
| Enterprise annuities   | 147              | 1,109                      | (1,061)                    | -   | 195          |
| Total                  | 24,156           | 214,494                    | (193,501)                  | 5   | 45,153       |

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### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 30. Accrued payroll (Continued)

#### (3) Dismission welfare

|            | 30 June<br>2017 | 31 December<br>2016 |
|------------|-----------------|---------------------|
| Others (i) | 880             | 827                 |

(i) As at 30 June 2017, the Group provide other compensation amounting to 880,000 to compensate for the termination of employment relationship.

Please refer to Note IX for cash-settled shared-based payments.

Salaries, bonuses, allowances and subsidies shall be the Group's performance-related bonuses based on the Group's annual performance assessment plan and results of the Group, except for the amount of wages accrued for current month but to be paid next month. According to the requirement of the performance assessment plan, annual accrued bonus would be paid over three years based on the percentage determined by the management; therefore, there was a balance of such accrued bonus at the end of the period.

Enterprise annuity plan is established to safeguard the employee's standard of living after retirement. Every year, companies pay 3% of the total annual wages, and individuals pay 1% of the base. Employees who meet the conditions can choose to draw 0% to 100% of the annuities all at once or in installments based on their length of service. Besides, the fund is managed by hand, when a loss is reported or under special conditions, the payment can be suspended. There is no need to make a supplementary payment.

Profit-sharing and senior management bonus is determined on the assessment of certain key performance index. The above bonus is proposed by Chief Executive Officer of the Group and the payment is subject to review and approval by board chairman and vice board chairman of the Group. The balance was the unpaid Profit-sharing and senior management bonus accrued in prior years.

#### 31. Taxes payable

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Value-added-tax payable                       | 143,470         | 209,180             |
| Business tax payable                          | 5,955           | 8,098               |
| Enterprise income tax payable                 | 511,953         | 641,098             |
| Withholding individual income tax             | 28,119          | 24,180              |
| City maintenance and construction tax payable | 15,316          | 22,517              |
| Educational surcharge payable                 | 23,823          | 14,824              |
| Land appreciation tax                         | 113,629         | 92,177              |
| Others  | 133,134         | 79,956              |
| Total   | 975,399         | 1,092,030           |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 32. Interest payable

|  | Note  | 30 June<br>2017 | 31 December<br>2016 |
|--|-------|-----------------|---------------------|
| Interest of redemption rights of strategic investors | IV.43 | 203,985         | 135,990             |
| Interest of short-term borrowings                    |       | 79,273          | 76,730              |
| Interest of corporate bonds                          |       | 218,242         | 70,249              |
| Interest of long-term borrowings                     |       | 31,928          | 20,406              |
| Total  |       | 533,428         | 303,375             |

### 33. Dividends payable

|  | 30 June<br>2017 | 31 December<br>2016 |
|--|-----------------|---------------------|
| Due to minority shareholders of subsidiaries | 75,080          | 16,746              |
| Due to ordinary share                        | 178,332         | -                   |
| Total  | 253,412         | 16,746              |

# 34. Other payables

### (1) The analysis of the Group's other payables is as follows:

|  | Note | 30 June<br>2017 | 31 December<br>2016 |
|--|------|-----------------|---------------------|
| Advance received                           |      | 2,595,693       | 1,892,437           |
| Accruals                                   |      | 1,555,619       | 1,490,340           |
| Quality guarantees                         |      | 543,228         | 593,210             |
| Transportation expenses                    |      | 500,826         | 315,605             |
| Equipment or land use rights               |      | 136,633         | 185,777             |
| External commission                        |      | 82,243          | 73,619              |
| Current account with subsidiary's minority | (3)  | 72,786          | 111,054             |
| Insurances                                 |      | 27,483          | 12,732              |
| Royalties                                  |      | 4,452           | 601                 |
| Professional and training fees             |      | 1,712           | 17,897              |
| Housing maintenance fees                   |      | 773             | 5,456               |
| Equity payable on Yangshan services        |      | -               | 23,200              |
| Others                                     |      | 605,931         | 432,145             |
| Total                                      |      | 6,127,379       | 5,154,073           |

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#### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

- 34. Other payables (Continued)
- (2) Significant other payables aged over one year mostly consist of unsettled quality guarantee, vehicle mortgage guarantee and various deposits.
- (3) As at 30 June 2017, there was no other payables owed to shareholders holding more than 5% (including 5%) of the voting rights of the Group. Other payables owed to related parties are as listed follows:

|                                    | 30 June 2               |            | 2017    | 31 December 2016 |            |
|------------------------------------|-------------------------|------------|---------|------------------|------------|
|                                    | Relationship with the   | % of total |         |                  | % of total |
| Company name                       | Group                   | Amount     | balance | Amount           | balance    |
| Gasfin Investment S.A.             | Minority shareholder of |            |         |                  |            |
|                                    | subsidiary              | 45,571     | 0.74%   | 46,990           | 0.91%      |
| Shunde Furi Real Estate Investment | Minority shareholder of |            |         |                  |            |
| Co., Ltd ("Shunde Furi")           | subsidiary              | 27,215     | 0.44%   | 56,794           | 1.10%      |
| Shanghai Fengyang                  | Associate               | 26,390     | 0.43%   | 26,390           | 0.51%      |
| Xiamen CIMC Haitou Container       | Associate               |            |         |                  |            |
| Service Co., Ltd. ("Xiamen CIMC")  |                         | 4,998      | 0.08%   | _                | 0.00%      |
| Lihua Energy                       | Associate               | -          | 0.00%   | 37,690           | 0.73%      |
| Ningxia Changming                  | Associate               | -          | 0.00%   | 11,900           | 0.23%      |
| TSC                                | Associate               | -          | 0.00%   | 6,766            | 0.13%      |
| Inland Services B.V. (Netherlands) | Minority shareholder of |            |         |                  |            |
|                                    | subsidiary              | -          | 0.00%   | 7,270            | 0.14%      |
| Other related parties              |                         | 7,232      | 0.12%   | 11,584           | 0.22%      |
| Total                              |                         | 111,406    | 1.82%   | 205,384          | 3.98%      |

### 35. Provisions

|                              | Note | 31 December<br>2016 | Current<br>period<br>additions | Current<br>period<br>payment | Current<br>period<br>reversal | Exchange<br>differences<br>arising from<br>translating<br>foreign<br>currencies | 30 June<br>2017 |
|------------------------------|------|---------------------|--------------------------------|------------------------------|-------------------------------|---|-----------------|
| Product warranties           | (1)  | 690,574             | 182,393                        | (34,036)                     | (183,149)                     | 1,867   | 657,649         |
| Guarantees for third parties |      | 79,104              | -                              | (79,104)                     | -                             | -   | -               |
| Loss of pending actions      |      | 43,490              | 2,301                          | -                            | (1,883)                       | (903)   | 43,005          |
| Others                       | (2)  | 34,261              | 43,131                         | (10,833)                     | (2,565)                       | 7,515   | 71,509          |
| Total                        |      | 847,429             | 227,825                        | (123,973)                    | (187,597)                     | 8,479   | 772,163         |

(1) The Group provides after-sales repair warranty to the customers, ranging from two to seven years for containers, one year for trailers, one to seven years for tank equipments, one to two years for airport ground facilities and one year for offshore business after delivery of vessels. The Group will provide repair and maintenance services in accordance with sales contracts during the warranty period in the event of any non-accidental breakdown or quality problems. The balance of "Provisions – Warranties for product quality" represents the Group's estimated obligation for such warranties of products sold out during the year and in the previous fiscal years.

(2) HI, one of the subsidiaries, provides the guarantee for the banking loans by which the customers buy vehicle products from HI. HI would accrue a provision for the ending balance of the loan guarantee, considering the credit quality.

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### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 36. Current portion of non-current liabilities

The Group's current portion of non-current liabilities are analysed by categories as follows:

| Note  | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Current portion of long-term borrowings IV.38 |                 |                     |
| – Unsecured                                   | 3,197,042       | 3,401,313           |
| – Guaranteed                                  | 1,694,372       | 124,397             |
|   | 4,891,414       | 3,525,710           |
| Current portion of long-term payables         |                 |                     |
| Finance lease payable                         | 114,537         | 136,571             |
| Less: unrealised financing expense            | (8,826)         | (15,826)            |
| Finance lease payable-net IV.40               | 105,711         | 120,745             |
| Others  | 18,376          | 17,567              |
|   | 124,087         | 138,312             |
| Current portion of other non-current          | -               | 3,850               |
| Total   | 5,015,501       | 3,667,872           |

### 37. Other current liabilities

|                                      | Note | 30 June<br>2017 | 31 December<br>2016 |
|--------------------------------------|------|-----------------|---------------------|
| Commercial paper issued by the Group | (1)  | 2,583,959       | 1,666,966           |
| Others                               |      | 28,321          | 20,796              |
|                                      |      | 2,612,280       | 1,687,762           |

(1) The Commercial paper was issued by CIMC Fortune Holdings Limited ("Fortune") and CIMC HK, the subsidiaries of the Group. As at 20 May 2016, Fortune signed a short-term commercial paper agreement with Bank of New York Mellon, Goldman Sachs and Bank of China (London Branch) on issuing commercial paper at the amount of USD450 million with an expiry period of three years; As at the end of the period, the unexpired amount of the outstanding commercial paper was USD318,000,000 (equivalent to RMB2,154,471,000); As at 21 December 2015, CIMC HK renewed a trilateral cooperation framework agreement with Bank of China and Bank Merril Lynch on issuing commercial paper in the United States within USD600 million. As at 30 June 2017, the unexpired amount of outstanding 3-year commercial paper issued under such framework agreement was USD63,400,000 (equivalent to RMB429,488,000).

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### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 38. Long-term borrowings

#### (1) Classification of long-term borrowings

|   |      | 30 June    | 31 December |
|---|------|------------|-------------|
|   | Note | 2017       | 2016        |
| Bank borrowings                               |      |            |             |
| – Unsecured                                   |      | 10,276,585 | 11,496,937  |
| – Mortgaged                                   | (i)  | 5,772,819  | 6,260,830   |
| – Guaranteed                                  | (ii) | 12,507,099 | 12,791,165  |
|   |      | 28,556,503 | 30,548,932  |
| Less: current portion of long-term borrowings |      |            |             |
| – Unsecured                                   |      | 3,197,042  | 3,401,313   |
| – Guaranteed                                  | (ii) | 1,694,372  | 124,397     |
|   |      | 4,891,414  | 3,525,710   |
| Total   |      | 23,665,089 | 27,023,222  |

(i) As at 30 June 2017, the subject matters of the financial leasing contracts of the subsidiaries of CIMC Financing and Leasing Co., Ltd are mortgaged as collaterals for the Group's mortgaged loan.

(ii) As at 30 June 2017, the Group's long-term guaranteed borrowings were comprised of the following: bank borrowing of Fortune amounted to USD1,489,000,000 (equivalent to RMB10,088,075,000) which were guaranteed by the Company, among which the current portion amounted to USD2,000,000 (equivalent to RMB13,550,000); bank loans of CIMCVL amounted to USD352,157,000 (equivalent to RMB2,385,719,000); guaranteed by the Company and CIMC Hong Kong, among which the current portion amounted to USD248,114,000 (equivalent to RMB1,680,822,000); bank borrowings of Xiamen Hongxin Berg Leasing Co., Ltd amounted to 25,787,000 guaranteed by Tianjin Hongxin Berg Co., Ltd; bank borrowings of Dongguan CIMC Intelligent Technology Co., Ltd amounted to 7,518,000 guaranteed by the Company.

- No amount due to the shareholders who hold 5% or more of the voting rights of the Company or due to related parties is included in the above balance of long-term borrowings.
   (31 December 2016:Nil).
- (3) As at 30 June 2017, the interest rate of long-term borrowing ranged from 1.20% to 6.37% (31 December 2016: 1.45% to 6.77%).

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### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 39. Debentures payable

|                   | 31 December<br>2016 | Current issue | 30 June<br>2017 |
|-------------------|---------------------|---------------|-----------------|
| Medium-term notes | 7,986,500           | _             | 7,986,500       |

#### (1) Related information is as follows:

|           |                                     |  | Issuance  |
|-----------|-------------------------------------|--|---|
| Par value | Issuance date                       | Maturity   | amount  |
| 3,500,000 | 11 August 2016                      | 3 years  | 3,500,000   |
| 2,500,000 | 22 August 2016                      | 3 years  | 2,500,000   |
| 2,000,000 | 17 October 2016                     | 3+N years  | 1,986,500   |
| 8,000,000 |                                     |  | 7,986,500   |
|           | 3,500,000<br>2,500,000<br>2,000,000 | 3,500,00011 August 20162,500,00022 August 20162,000,00017 October 2016 | 3,500,00011 August 20163 years2,500,00022 August 20163 years2,000,00017 October 20163+N years |

i) The Company can issue medium-term notes in the national inter-bank bond market. The company issued medium-term notes (MTN) with amount of 3.5 billion on 11 August 2016 with a ceiling of 6 billion to institutional investors in the national inter-bank bond market; with par value of 100 per note and fixed interest rate of 3.07% per annum. Interest is to be paid on 11 August each year in the arrears until redemption and par value to be paid on 11 August 2019. The notes are unsecured and targets institutional investors in the national inter-bank market. As at 22 August 2016, the Company made the second issue with amount of 2.5 billion with par value of 100 per note and fixed interest rate of 3.15% per annum was successfully issued publicly. Interest is to be paid on 22nd August each year in the arrears until redemption and par value to be paid on 22 August 2019. The notes are unsecured and targets institutional investors in the national inter-bank market.

(ii) As at 17 October 2016, the Company issued medium-term notes with amount of 2 billion at face value. The net amount after deducting the issue fee was 1,986,500,000. The medium-term notes are issued for general corporate finance purposes. The first three interest-bearing years are accrued at an interest rate of 3.89% per annum and are paid annually from October 14, 2017 and the Company can choose a deferred interest payment. From the fourth interest-bearing year, the coupon rate is reset every 3 years. The medium-term notes have no fixed expiry dates and may be redeemed by the Company on or after October 14, 2019 at their nominal value, together with a payment of any accrued, unpaid or deferred interest. Before the settlement of deferred interest(including the interest of deferred interest), the issuer can not distribute dividend, reduce capital or any other payment to securities that are inferior to the midterm notes. As a result of the holder's protection clause, without the waiver of the note holder, the Company is required to repay the principal and interest if the Company and subsidiaries that it hold is more than 80% equity has failed to settle any financial institution loans due or exceed the agreed amount. Therefore, the medium term notes are liabilities.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 40. Long-term payables

|                                     | 30 June<br>2017 | 31 December<br>2016 |
|-------------------------------------|-----------------|---------------------|
| Financial Lease payables            | 303,625         | 323,920             |
| Less: unrealised financing expenses | (41,174)        | (34,723)            |
| Financial Lease payables – net      | 262,451         | 289,197             |
| Payable to minority shareholders    | 120,789         | 120,789             |
| Deposits payable                    | 100,635         | 117,922             |
| Others                              | 21,034          | 1,464               |
| Total                               | 504,909         | 529,372             |

#### (1) Details of financial leasing payables

As at 30 June 2017, the total future minimum lease payments under finance leases, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates current at the balance sheet date), were as follows:

| Minimum lease payments                      | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Within 1 year (inclusive)                   | 114,537         | 136,571             |
| Over 1 year but within 2 years (inclusive)  | 251,829         | 287,267             |
| Over 2 years but within 3 years (inclusive) | 12,352          | 3,564               |
| Over 3 years                                | 39,444          | 33,089              |
| Sub-total                                   | 418,162         | 460,491             |
| Less: unrecognised finance expenses         | (50,000)        | (50,549)            |
| Carrying amounts                            | 368,162         | 409,942             |

The Group had no financial leasing guaranteed by independent third party during the period.

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 40. Long-term payables (Continued)

(2) As at 30 June 2017, there is no amount due to the shareholders who hold 5% or more of the voting rights of the Company. Amount due to related parties is as follows:

| Company name   | Relationship with the Group        | 30 June<br>2017 | 31 December<br>2016 |
|--|------------------------------------|-----------------|---------------------|
| Shunde Furi Real Estate Investment<br>Co., Ltd ("Shunde Furi") | Subsidiaries' minority shareholder | 120,789         | 120,789             |

# 41. Payables for specific projects

|               | 31 December<br>2016 | Current period addition | Current period<br>decrease | 30 June<br>2017 |
|---------------|---------------------|-------------------------|----------------------------|-----------------|
| Project funds | 9,704               | 7,016                   | _                          | 16,720          |

### 42. Deferred income

|                   | Note | 31 December<br>2016 | Current<br>period<br>addition | Current<br>period<br>decrease | 30 June<br>2017 | Reason  |
|-------------------|------|---------------------|-------------------------------|-------------------------------|-----------------|---|
| Government grants | (1)  | 829,742             | 44,700                        | (44,624)                      | 829,818         | Government Grants<br>received, to be<br>recognised in<br>future periods                     |
| Others            |      | 9,996               | _                             | (3,164)                       | 6,832           | Outright sale of operating<br>leasing receivables,<br>to be recognised in<br>future periods |
| Total             |      | 839,738             | 44,700                        | (47,788)                      | 836,650         | -   |

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# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

# 42. Deferred income (Continued)

### (1) Government grants

|  |                     | Current             | Recognised         | Other            | <b>20</b> June  | Deleted to                   |
|--|---------------------|---------------------|--------------------|------------------|-----------------|------------------------------|
| Project name   | 31 December<br>2016 | period<br>additions | as other<br>income | Other<br>changes | 30 June<br>2017 | Related to<br>assets/income  |
| Yantai Raffles National Development and Reform<br>Commission on the release of industrial<br>upgrading project budget report | 200,000             | -                   | _                  | -                | 200,000         | Related to assets            |
| Enric relocation compensation  | 184,253             | _                   | 3,566              | _                | 180,687         | Related to assets            |
| Enric new factory government grants  | 80,396              | _                   | 1,735              | _                | 78,661          | Related to assets            |
| Shanxi CIMC Vehicle Industry Garden<br>construction grants   | 54,052              | -                   | 651                | -                | 53,401          | Related to assets            |
| Ningbo Container Manufacture industry support funds  | 38,000              | -                   | -                  | -                | 38,000          | Related to income            |
| C&C Trucks government build donation   | 30,000              | -                   | -                  | -                | 30,000          | Related to assets            |
| TAS industrial base project  | 28,291              | 4,220               | 803                | -                | 31,708          | Related to assets            |
| Yantai Raffles Seventh Generation Super<br>Deepwater Drilling Platform (Boat) Innovation<br>Special                          | 26,504              | _                   | -                  | -                | 26,504          | Related to income            |
| Taicang CIMC Special Logistics Equipment Co.<br>Ltd.   | 11,396              | -                   | 152                | -                | 11,244          | Related to assets            |
| TCCIMC land compensation   | 9,862               | -                   | 131                | -                | 9,731           | Related to assets            |
| CQLE Land grant fee refund   | 8,021               | -                   | 100                | -                | 7,921           | Related to income            |
| Zhenhua Group Drop and Pull Transport program  | 7,844               | -                   | 450                | -                | 7,394           | Related to assets            |
| Special equipment controller and system<br>industrialisation based on various<br>communication interfaces of CCHQ            | 8,000               | -                   | 917                | -                | 7,083           | Related to assets            |
| TAS information technology development special fund  | 7,348               | -                   | 351                | -                | 6,997           | Related to assets            |
| MEA-other  | 6,301               | -                   | -                  | -                | 6,301           | Related to income            |
| Environmentally friendly mega deepwater<br>floating production storage unit (FPSO) and<br>application of the South China Sea | 6,000               | -                   | -                  | -                | 6,000           | Related to assets            |
| MEA special funds to support industrial innovation   | 5,520               | -                   | 460                | -                | 5,060           | Related to assets            |
| KGR R&D fund   | 4,270               | -                   | 112                | -                | 4,158           | Related to assets            |
| Transformation project of high-tech in Jiangsu<br>Province of Yangzhou Runyang   | 2,256               | -                   | 113                | -                | 2,143           | Related to assets            |
| TAS technology development fund  | 886                 | -                   | 48                 | -                | 838             | Related to assets            |
| Government subsidies of XHCIMCS  | 17,362              | -                   | 17,362             | -                | -               | Related to assets            |
| Government subsidies of Xinhui Modular Building<br>Manufacturing   | 10,764              | -                   | 10,764             | -                | -               | Related to assets            |
| Others   | 82,416              | 40,480              | 6,909              | -                | 115,987         | Related to assets/<br>income |
| Total  | 829,742             | 44,700              | 44,624             | -                | 829,818         |                              |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 43. Other non-current liabilities

|  | Note       | 30 June<br>2017 | 31 December<br>2016 |
|--|------------|-----------------|---------------------|
| Capital increment from strategic investors       | (1)(2)     | 1,549,826       | 1,549,826           |
| Commitment of dividends to minority shareholders | IV.5(7)(i) | 487,632         | 487,632             |
| Platform special inspection fees                 | (3)        | 73,421          | 73,421              |
| Rental advance                                   |            | 11,576          | 12,677              |
| Others   |            | 114,359         | -                   |
| Total  |            | 2,236,814       | 2,123,556           |

(1) As at 18 December 2015, Shanghai Taifuxiangzhong Private Equity Fund (Limited Partnership), Nanshan Dacheng New Material Investing Partnerships (LLP), Sumitomo Corporation and Shenzhen Dragon-Source Harbor City Investing Development Co., Ltd.(together referred to as "new strategic investors") entered an additional investment on CIMC Vehicle (Group) (referred to as "H") contract with the Company, China Resources Shenzhen International Trust Investment Co., Ltd and China International Marine Containers (Hong Kong) Limited (together referred to as "original shareholders"); in January 2016, new strategic investors provide additional investment on HI USD166,173,000 (equivalent to RMB10,09,580,000), USD15,233,000 (equivalent to RMB100,000,000); In December 2015, new strategic investors provide additional investment on HI amounted to USD9,288,117 (equivalent to RMB60,246,000, based on the investing payment date exchange rate) and 100,000,000 respectively; after the additional investing, their shares on HI will be 16.822%, 1.544%, 0.929% and 1.544% of whole HI shares. Also, the contract regulates that if HI cannot launch a valid IPO before 31 December 2020, new strategic investors (except Shenzhen Dragon-Source Harbor City Investing Development Co., Ltd.) would have the right to ask the Company to repurchase their shares on HI in the form of cash. The repurchase price should be the sum of (a) the subscription price that the individual new strategic investor actually paid in this additional investing and (b) the total interest calculated based on 8% single interest per year and the period covered from the date of the subscription price actually paid to the date the controlling shareholders fully pay the repurchase amount.

The equity of HI that the investors have right to ask repurchase should be fully recognised as a liability because of the existence of right of repurchase; As at 30 June 2017, the relevant liability was 1,249,826,000 (31 December 2016: 1,249,826,000).

(2) As at 18 February 2016, 5 new investors signed contract with Shenzhen CIMC Electricity Commerce and Logistics Technology Co., Ltd. (referred to as "CIMC Electricity Commerce"), the subsidiary of the Company. The new investors injected capital to CIMC Electricity Commerce with amount of 300,000,000. Meanwhile, the new investors have the rights to ask the Company to repurchase their shares of CIMC Electricity Commerce in the form of cash under some conditions.

The equity of CIMC Electricity Commerce that the investors have right to ask repurchase should be fully recognised as a liability because of the existence of right of repurchase; As at 30 June 2017, the relevant liability was 300,000,000.

(3) CIMC Leasing, the subsidiary of the Group, is required to pay the platform special inspection fees for its offshore platform and is expected to be paid in 2018.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 44. Share capital

|  | 31 December<br>2016<br>'000 | Current period<br>additions<br>'000 | Current period<br>decrease<br>'000 | Change of<br>shares subject<br>to selling<br>restriction<br>'000 | 30 June<br>2017<br>'000 |
|--|-----------------------------|-------------------------------------|------------------------------------|--|-------------------------|
| Shares subject to trading restriction<br>– Held by domestic natural person   | 699                         | 29                                  | _                                  | _  | 728                     |
| Shares not subject to trading restriction<br>– RMB-denominated ordinary shares<br>– Foreign shares listed overseas | 1,261,301<br>1,716,577      | 1,747                               | -                                  | -  | 1,263,048<br>1,716,577  |
| Total  | 2,978,577                   | 1,776                               | _                                  | -  | 2,980,353               |

|   | 31 December<br>2015<br>'000 | Current year<br>additions<br>'000 | Current year<br>decrease<br>'000 | Change of<br>shares subject<br>to selling<br>restriction<br>'000 | 31 December<br>2016<br>'000 |
|---|-----------------------------|-----------------------------------|----------------------------------|--|-----------------------------|
| Shares subject to trading restriction               |                             |                                   |                                  |  |                             |
| <ul> <li>Held by domestic natural person</li> </ul> | 866                         | 21                                | -                                | (188)  | 699                         |
| Shares not subject to trading restriction           |                             |                                   |                                  |  |                             |
| - RMB-denominated ordinary shares                   | 1,260,377                   | 736                               | -                                | 188  | 1,261,301                   |
| – Foreign shares listed overseas                    | 1,716,577                   | -                                 | -                                | -  | 1,716,577                   |
| Total   | 2,977,820                   | 757                               | -                                | _  | 2,978,577                   |

The par value of the aforesaid shares was RMB1.00.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 45. Other equity instruments

|                 | 31 December<br>2016 | Current<br>period<br>issuance | Other<br>changes in<br>current<br>period | Paid in<br>current | 30 June<br>2017     |
|-----------------|---------------------|-------------------------------|--|--------------------|---------------------|
| Perpetual bonds | 2,049,035           | _                             | 35,908                                   | (103,800)          | 1,981,143           |
|                 | 31 December<br>2015 | Current<br>year<br>issuance   | Other<br>changes in<br>current<br>year   | Paid in<br>current | 31 December<br>2016 |
| Perpetual bonds | 2,033,043           | -                             | 119,792                                  | (103,800)          | 2,049,035           |

As at 16 June 2015, the Group issue unsecured perpetual bond at par value of 2,000 million. The net value amounted to 1,981,143,000 after the deduction of issue expenses. The equity instrument was issued for common corporate financing. The interest rate is 5.19% per annum at the first 3 interest-bearing year. The interest is paid once a year and the Group can choose to defer the payment. As of the fourth interest-bearing year, the coupon rate is reset every 3 years. This instrument has no settled maturity date, and the Group can choose to buy it back at the par value together with any accrued, unpaid or deferred interest after 16 June 2018 or later. Before the settlement of deferred interest (including the interest of deferred interest), the issuer can not distribute dividend, reduce capital or any other payment to securities that are inferior to the midterm notes of current period.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

# 46. Capital surplus

|   | 31 December<br>2016 | Current period<br>additions | Current period<br>decrease | 30 June<br>2017 |
|---|---------------------|-----------------------------|----------------------------|-----------------|
| Share premium   | 3,590,421           | 29,310                      | -                          | 3,619,731       |
| Other capital surplus:  |                     |                             |                            |                 |
| – Exchange reserve on foreign   | (00                 |                             |                            |                 |
| currency capital  | 692                 | -                           | -                          | 692             |
| <ul> <li>Donated non-cash assets reserve</li> </ul>   | 257                 | -                           | -                          | 257             |
| <ul> <li>Equity settled share-based payment</li> <li>Capital surplus due to share option</li> </ul>                                   | 420,004             | 6,778                       | (12,103)                   | 414,679         |
| <ul> <li>– Capital surplus due to share option</li> <li>exercised by subsidiary</li> <li>– Capital surplus due to minority</li> </ul> | 15,967              | 70                          | -                          | 16,037          |
| shareholders' contribution<br>– Decrease in minority interests<br>resulted from disposal of<br>subsidiary (not loss the               | 435,101             | 3,428                       | -                          | 438,529         |
| controlling rights on the subsidiary)   | 900,031             | _                           | _                          | 900,031         |
| <ul> <li>Capital surplus due to corporate<br/>restructuring</li> </ul>  | (42,696)            | -                           | -                          | (42,696)        |
| <ul> <li>Capital surplus due to acquiring<br/>minority shareholders' equity</li> <li>Capital surplus due to minority</li> </ul>       | (246,669)           | -                           | (78,103)                   | (324,772)       |
| shareholders' contributor<br>– Effect of functional currency  | (58,964)            | -                           | -                          | (58,964)        |
| change  | (406,795)           | -                           | -                          | (406,795)       |
| <ul> <li>Capital surplus due to acquisition<br/>or establishment of subsidiary</li> <li>Recognition of buy-back right</li> </ul>      | (51,925)            | -                           | -                          | (51,925)        |
| granted to minority shareholders  | (1,549,826)         | _                           | -                          | (1,549,826)     |
| Others  | 120,987             | -                           | -                          | 120,987         |
| Total   | 3,126,585           | 39,586                      | (90,206)                   | 3,075,965       |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

# 46. Capital surplus (Continued)

|   | 31 December<br>2015    | Current period<br>additions | Current period<br>decrease | 31 December<br>2016    |
|---|------------------------|-----------------------------|----------------------------|------------------------|
| Share premium   | 3,577,648              | 12,773                      | _                          | 3,590,421              |
| Other capital surplus:  |                        |                             |                            |                        |
| <ul> <li>Exchange reserve on foreign</li> </ul>   |                        |                             |                            |                        |
| currency capital  | 692                    | -                           | -                          | 692                    |
| <ul> <li>Donated non-cash assets reserve</li> </ul>   | 257                    | -                           | -                          | 257                    |
| <ul> <li>Equity settled share-based payment</li> <li>Capital surplus due to share option</li> </ul>                     | 402,887                | 22,316                      | (5,199)                    | 420,004                |
| exercised by subsidiary<br>– Capital surplus due to minority  | 14,275                 | 1,692                       | -                          | 15,967                 |
| shareholders' contribution<br>– Decrease in minority interests<br>resulted from disposal of<br>subsidiant (not less the | 207,660                | 227,441                     | -                          | 435,101                |
| subsidiary (not loss the controlling rights on the  |                        |                             |                            |                        |
| subsidiary)   | 899,128                | 903                         | -                          | 900,031                |
| <ul> <li>Capital surplus due to corporate</li> </ul>  |                        |                             |                            |                        |
| restructuring   | (42,696)               | -                           | -                          | (42,696)               |
| <ul> <li>Capital surplus due to acquiring</li> </ul>  |                        |                             |                            |                        |
| minority shareholders' equity   | (224,430)              | -                           | (22,239)                   | (246,669)              |
| <ul> <li>Capital surplus due to minority</li> </ul>   |                        |                             |                            |                        |
| shareholders' contributor   | (58,964)               | -                           | -                          | (58,964)               |
| – Effect of functional currency   |                        |                             |                            | · · · · ·              |
| change  | (406,795)              | -                           | -                          | (406,795)              |
| <ul> <li>Capital surplus due to acquisition</li> </ul>  | (51.005)               |                             |                            |                        |
| or establishment of subsidiary<br>– Recognition of buy-back right   | (51,925)               | _                           | -                          | (51,925)               |
| granted to minority shareholders  | (1 240 924)            |                             | (200,000)                  | (1 E 10 924)           |
| Others  | (1,249,826)<br>113,952 | 7,035                       | (300,000)                  | (1,549,826)<br>120,987 |
|   |                        |                             | (207.420)                  |                        |
| Total   | 3,181,863              | 272,160                     | (327,438)                  | 3,126,585              |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 47. Other Comprehensive Income

|   |                     | For th  | e Period from 1 J   | anuary to 30 June                                 | 2017   |                 |
|---|---------------------|---|---------------------|---|--|-----------------|
|   | 31 December<br>2016 | Pre-tax amount<br>incurred in<br>current period | Less:<br>Income tax | Post-tax amount<br>attributable to<br>the Company | Post-tax amount<br>attributable to<br>the minority | 30 June<br>2017 |
| Item that may be reclassified<br>subsequently to profit<br>and loss:  |                     |   |                     |   |  |                 |
| <ul> <li>Property revaluation<br/>reserve</li> <li>Change in fair value of<br/>available-for-sale</li> </ul>  | 43,754              | -   | -                   | -   | -  | 43,754          |
| financial assets  | (3,344)             | (113)   | (128)               | (241)   | -  | (3,585          |
| <ul> <li>Cash flow hedges</li> <li>Exchange differences<br/>arising from translating</li> </ul>   | 80                  | 7,144   | (1,072)             | 6,072   | -  | 6,15            |
| <ul> <li>Gain/(loss) from the distance of the difference between fair value and book value by converting self-use property to investment properties measured</li> </ul> | (164,200)           | 93,191  | -                   | 66,593  | 26,598   | (97,60)         |
| with fair value   | 481,051             | -   | -                   | -   | -  | 481,05          |
|   | 357,341             | 100,222   | (1,200)             | 72,424  | 26,598   | 429,76          |

|  |  |              | Year       | 2016            |                 |             |
|--|--|--------------|------------|-----------------|-----------------|-------------|
|  | Pre-tax amount Post-tax amount Post-tax amount |              |            |                 |                 |             |
|  | 31 December                                    | incurred in  | Less:      | attributable to | attributable to | 31 December |
|  | 2015   | current year | Income tax | the Company     | the minority    | 2016        |
| Item that may be reclassified            |  |              |            |                 |                 |             |
| subsequently to profit                   |  |              |            |                 |                 |             |
| and loss:                                |  |              |            |                 |                 |             |
| <ul> <li>Property revaluation</li> </ul> |  |              |            |                 |                 |             |
| reserve                                  | 43,754   | _            | -          | -               | _               | 43,754      |
| – Change in fair value of                |  |              |            |                 |                 |             |
| available-for-sale                       |  |              |            |                 |                 |             |
| financial assets                         | (3,240)  | (104)        | -          | (104)           | -               | (3,344      |
| <ul> <li>Cash flow hedges</li> </ul>     | (4,074)  | 4,887        | (733)      | 4,154           | -               | 80          |
| <ul> <li>Exchange differences</li> </ul> |  |              |            |                 |                 |             |
| arising from translating                 |  |              |            |                 |                 |             |
| foreign currencies                       | (554,570)                                      | 462,287      | -          | 390,370         | 71,917          | (164,200    |
| – Gain/(loss) from the                   |  |              |            |                 |                 |             |
| difference between                       |  |              |            |                 |                 |             |
| fair value and book                      |  |              |            |                 |                 |             |
| value by converting                      |  |              |            |                 |                 |             |
| fixed assets/intangible                  |  |              |            |                 |                 |             |
| assets to investment                     |  |              |            |                 |                 |             |
| properties                               | 3,653  | 584,834      | (83,825)   | 477,398         | 23,611          | 481,051     |
|  | (514,477)                                      | 1,051,904    | (84,558)   | 871,818         | 95,528          | 357,341     |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 48. Surplus reserve

|  | 31 December<br>2016    | Current period<br>additions | Current period<br>decrease | 30 June<br>2017        |
|--|------------------------|-----------------------------|----------------------------|------------------------|
| Statutory surplus reserve<br>Discretionary surplus reserve | 1,489,287<br>1,790,092 |                             | -                          | 1,489,287<br>1,790,092 |
| Total  | 3,279,379              | _                           | _                          | 3,279,379              |
|  | 31 December<br>2015    | Current year<br>additions   | Current year<br>decrease   | 31 December<br>2016    |
| Statutory surplus reserve<br>Discretionary surplus reserve | 1,413,486<br>1,790,092 | 75,801                      |                            | 1,489,287<br>1,790,092 |
| Total  | 3,203,578              | 75,801                      | _                          | 3,279,379              |

In accordance with the Company Law and the Company's Articles of Association, the Company should appropriate 10% of net profit for the year (including shareholder and other equity holders of the Company) to the statutory surplus reserve, and the Company can cease appropriation when the statutory surplus reserve accumulated to more than 50% of the registered capital. The statutory surplus reserve can be used to make up for the loss or increase the paid in capital.

The Company appropriates for the discretionary surplus reserve after the shareholders' meeting approves the proposal from the Board of Directors. The discretionary surplus reserve can be used to make up for the loss or increase the paid in capital after approval from the appropriate authorities.

### 49. Undistributed profits

|  | Note | 30 June<br>2017 | 31 December<br>2016 |
|--|------|-----------------|---------------------|
| Undistributed profits at the beginning of the year         |      | 17,495,053      | 17,805,808          |
| Add: net profit attributable to the shareholders and other |      |                 |                     |
| equity holders of the Company for the current period       |      | 796,898         | 539,660             |
| Less: Influence of issuing perpetual bonds                 |      | (35,908)        | (119,792)           |
| Less: appropriation for surplus reserve                    |      | -               | (75,801)            |
| Less: ordinary share dividends payable                     | (1)  | (179,835)       | (654,822)           |
| Undistributed profits at the end of the period             |      | 18,076,208      | 17,495,053          |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

#### IV NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 49. Undistributed profits (Continued)

#### (1) Dividends of ordinary shares declared during the period

|  | 30 June<br>2017 | 31 December<br>2016 |
|--|-----------------|---------------------|
| Dividends proposed but not declared    | -               | _                   |
| Total proposed dividends in the period | 179,835         | 654,822             |

In accordance with the resolution at the shareholders' general meeting of the Company, as at 9 June 2017, the Company paid a cash dividend in the amount of 0.06 per share to the ordinary shareholders as at 20 July 2017 (2016: 0.22 per share), totalling 179,835,000 (2016: 654,822,000).

#### 50. Revenue and cost of sales

|   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|---|--|--|
| Revenue from main operations<br>Revenue from other operations             | 32,656,928<br>730,224                                  | 22,828,212<br>714,631                                  |
| Total   | 33,387,152   | 23,542,843   |
| Cost of sales from main operations<br>Cost of sales from other operations | 26,911,617<br>329,947                                  | 18,795,869<br>330,627                                  |
| Total   | 27,241,564   | 19,126,496   |

There was no individual construction contract whose revenue amounted to more than 10% of the total revenue.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 50. Revenue and cost of sales (Continued)

#### (1) Revenue and cost of sales from main operations by industries and by products

|                              |  | For the Period from<br>1 January to 30 June 2017 |                      | For the Period from<br>1 January to 30 June 2016 |  |
|------------------------------|--|--|----------------------|--|--|
| Industry                     | RevenueCost of salesRevenuefrom mainfrom mainfrom mainoperationsoperationsoperations |  | Revenue<br>from main | Cost of sales<br>from main<br>operations         |  |
| Containers                   | 9,596,787  | 7,944,171  | 4,403,976            | 4,028,151  |  |
| Road transportation vehicles | 9,456,259  | 7,813,816  | 6,807,849            | 5,586,799  |  |
| Energy and chemical &        |  |  |                      |  |  |
| food equipment               | 4,825,819  | 4,021,439  | 4,180,940            | 3,372,051  |  |
| Offshore business            | 500,245  | 461,813  | 950,752              | 822,464  |  |
| Airport facilities           | 1,147,629  | 932,468  | 1,096,364            | 886,690  |  |
| Logistics services           | 3,725,556  | 3,242,929  | 3,149,543            | 2,763,476  |  |
| Finance                      | 1,145,113  | 498,703  | 1,113,604            | 366,336  |  |
| Real estate                  | 268,322  | 160,685  | 203,751              | 100,269  |  |
| Heavy truck                  | 1,238,678  | 1,166,396  | 790,779              | 771,101  |  |
| Others                       | 752,520  | 669,197  | 130,654              | 98,532   |  |
| Total                        | 32,656,928   | 26,911,617                                       | 22,828,212           | 18,795,869                                       |  |

#### (2) Revenue and cost of sales from main operations by locations

|                             | For the Period from |               | For the Per    | For the Period from |  |
|-----------------------------|---------------------|---------------|----------------|---------------------|--|
|                             | 1 January to        | 30 June 2017  | 1 January to 3 | 0 June 2016         |  |
|                             | Revenue             | Cost of sales | Revenue        | Cost of sales       |  |
|                             | from main           | from main     | from main      | from main           |  |
|                             | operations          | operations    | operations     | operations          |  |
| P.R China                   | 27,745,363          | 22,723,465    | 19,344,042     | 15,845,823          |  |
| Europe                      | 2,752,566           | 2,371,653     | 1,244,670      | 1,041,609           |  |
| America                     | 1,649,559           | 1,394,104     | 1,803,907      | 1,515,328           |  |
| Asia (except for P.R China) | 378,592             | 317,409       | 308,619        | 282,794             |  |
| Others                      | 130,848             | 104,986       | 126,974        | 110,315             |  |
| Total                       | 32,656,928          | 26,911,617    | 22,828,212     | 18,795,869          |  |

The revenue and cost of sale from main operations by locations is determined on the location at which the services were provided or the goods were delivered.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 50. Revenue and cost of sales (Continued)

#### (3) Revenue and cost of sales from other operations

|  | For the Period from<br>1 January to 30 June 2017 |   | For the Pei<br>1 January to 3                             |                    |
|--|--|---|---|--------------------|
|  | Revenue<br>from other<br>operations              | Cost of sales<br>from other<br>operations | RevenueCost of salefrom otherfrom otheoperationsoperation |                    |
| Rendering of services<br>Sale of raw materials | 532,435<br>197,789                               | 239,624<br>90,323                         | 580,116<br>134,515  | 226,095<br>104,532 |
| Total  | 730,224  | 329,947                                   | 714,631   | 330,627            |

### 51. Taxes and surcharges

|  | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 | Tax base  |
|--|--|--|---|
| Business tax                             | 4,412  | 24,768   | 3% – 5% of revenue  |
| City maintenance and<br>construction tax | 44,238   | 85,368   | 7% of VAT and business  |
| Land appreciation tax                    | 17,849   | 12,290   | Appreciation amount in transferring<br>property and applicable tax rate |
| Educational surcharge                    | 35,470   | 62,541   | 3% – 5% of VAT and business tax paid                                    |
| Others                                   | 114,214  | 9,269  |   |
| Total                                    | 216,183  | 194,236  |   |

### 52. Selling and distribution expenses

|  | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|--|--|--|
| Employ benefit                           | 352,785  | 314,164  |
| Transportation and distribution expenses | 521,157  | 360,914  |
| Selling operation                        | 149,651  | 57,393   |
| Warranty                                 | 44,637   | 25,575   |
| External sales commission                | 27,038   | 30,205   |
| Storage                                  | 5,857  | 14,190   |
| Advertising                              | 17,489   | 15,903   |
| Others                                   | 137,639  | 217,785  |
| Total                                    | 1,256,253  | 1,036,129  |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

# 53. General and administrative expenses

|  | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|--|--|--|
| Employ Benefits                                  | 1,004,200  | 783,266  |
| Technology development costs                     | 288,459  | 230,097  |
| Performance bonus and president bonus            | 165,200  | 49,872   |
| Depreciation                                     | 134,408  | 149,922  |
| Amortisation                                     | 113,415  | 99,409   |
| Agency fees                                      | 110,796  | 97,258   |
| Rental   | 75,806   | 63,119   |
| Low-value consumables and materials consumed     | 49,006   | 30,969   |
| Taxes and surcharges                             | 34,293   | 127,122  |
| Share-based payment expenses                     | 9,583  | 19,889   |
| Office expenditure, entertainment fee and others | 382,873  | 331,378  |
| Total  | 2,368,039  | 1,982,301  |

### 54. Financial expenses-net

|                                   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|-----------------------------------|--|--|
| Interest expenses                 | 779,849  | 594,185  |
| Less: capitalised borrowing costs | 257,584  | 279,103  |
| Less: interest income             | 117,661  | 97,294   |
| Exchange (gains)/losses           | 111,742  | (29,461)   |
| Others                            | 77,905   | 116,617  |
| Total                             | 594,251  | 304,944  |

# <sup>206</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 55. Expenses by nature

Costs of services, selling expenses, general administrative expenses and financial expenses in income statement by nature are analysed as follows:

|   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|---|--|--|
| Finished goods and work-in-process movement                               | (741,628)  | (244,984)  |
| Consumption of raw materials and low priced and easily worn articles, etc | 24,492,423   | 16,685,627   |
| Salary and wages  | 3,216,847  | 2,129,005  |
| Depreciation and amortisation   | 1,152,911  | 1,242,346  |
| Shipping and handling charges   | 560,202  | 411,149  |
| Financial expenses  | 594,251  | 304,944  |
| Rental  | 130,874  | 130,385  |
| Technology development costs  | 288,459  | 230,097  |
| Processing and repairing expense  | 294,912  | 211,604  |
| Power expenses  | 283,549  | 180,553  |
| Selling operation expenses  | 149,651  | 57,393   |
| Other expenses – other manufacturing expenses                             | 164,295  | 234,324  |
| Other expenses – other selling and distribution expenses                  | 209,567  | 291,869  |
| Other expenses – other general and administrative expenses                | 663,795  | 585,558  |
|   | 31,460,108   | 22,449,870   |

### 56. Profit/(Loss) from changes in fair value

|  | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|--|--|--|
| Financial assets at fair value through profit or loss  |  |  |
| <ul> <li>Changes in fair value during the year</li> <li>Profit from changes in fair value of equity instrument held for trading</li> <li>Profit/(Loss) from changes in fair value of derivative financial</li> </ul> | 29,834   | 944  |
| instrument<br>– Profit/(Loss) for derecognised financial assets at fair value through  | (73,769)   | (136,647)  |
| profit or loss   | 1,830  | 141,409  |
| Sub-total  | (42,105)   | 5,706  |
| Financial liabilities at fair value through profit or loss<br>– Changes in fair value during the year<br>1. Profit/(Loss) from changes in fair value of derivative financial   |  |  |
| instrument   | 9,479  | 131,398  |
| Total  | (32,626)   | 137,104  |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 57. Investment income

### Investment income by categories

|   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|---|--|--|
| (Loss)/income from disposal of financial assets at fair value through profit<br>Income earned during the holding period of available-for-sale financial | (1,830)  | (141,409)  |
| assets  | 4,106  | 8,855  |
| Income earned from disposal of available-for-sale financial assets  | 533  | 7,714  |
| Income from long-term equity investment under equity method   | 2,538  | 13,800   |
| Income from disposal of long-term equity investment   | (25,460)   | 23,712   |
| Others  | 9,485  | -  |
| Total   | (10,628)   | (87,328)   |

### 58. Asset impairment losses

|                                       | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|---------------------------------------|--|--|
| Accounts receivable                   | 25,988   | 14,445   |
| Advance to suppliers                  | 6,675  | -  |
| Other receivables                     | 141,923  | 343,501  |
| Inventories                           | (3,521)  | 6,962  |
| Current portion of non-current assets | 97,401   | 153,029  |
| Long-term receivables                 | (35,563)   | (129,164)  |
| Other non-current assets              | -  | 178,634  |
| Fixed assets                          | 1,534  | 94   |
| Restricted cash at bank               | -  | 700,000  |
| Total                                 | 234,437  | 1,267,501  |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 59. Other Income

|                     | For the<br>Period from<br>1 January to<br>30 June 2017 |
|---------------------|--|
| Financial subsidies | 57,088   |
| Tax return          | 27,472   |
| Others              | 6,472  |
| Total               | 91,032   |

# 60. Non-operating income

### (1) Non-operating income by categories:

|  | For the Period<br>from 1 January<br>to 30 June 2017 | For the Period<br>from 1 January<br>to 30 June 2016 | Amount<br>recognised In<br>non-recurring<br>profit or loss<br>from 1 January<br>to 30 June 2017 |
|--|---|---|---|
| Gains on disposal of non-current assets      | 31,127  | 6,153   | 31,127  |
| Including: gains on disposal of fixed assets | 24,192  | 3,598   | 24,192  |
| gains on disposal of intangible assets       | 6,935   | 2,555   | 6,935   |
| Compensation income                          | 5,868   | 203   | 5,868   |
| Penalty income                               | 7,348   | 1,786   | 7,348   |
| Government grants                            | -   | 135,375   | -   |
| Others                                       | 40,000  | 23,772  | 40,000 84,343   |
| Total  | 84,343  | 167,289   |   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 61. Non-operating expenses

|   |                 |                 | Amount          |
|---|-----------------|-----------------|-----------------|
|   |                 |                 | recognised In   |
|   |                 |                 | non-recurring   |
|   | For the Period  | For the Period  | profit or loss  |
|   | from 1 January  | from 1 January  | from 1 January  |
|   | to 30 June 2017 | to 30 June 2016 | to 30 June 2017 |
| Losses on disposal of non-current assets      | 17,388          | 9,485           | 17,388          |
| Including: Losses on disposal of fixed assets | 17,388          | 9,485           | 17,388          |
| Losses on disposal of intangible assets       | -               | -               | -               |
| Donations                                     | 352             | 393             | 352             |
| Penalty expenses                              | 1,699           | 380             | 1,699           |
| Compensation expenses                         | 11,486          | 989             | 11,486          |
| Abnormal losses                               | 679             | 664             | 679             |
| Others  | 800             | 2,234           | 800             |
| Total   | 32,404          | 14,145          | 32,404          |

### 62. Income tax expenses

|  | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|--|--|--|
| Current income tax calculated based on tax law and related regulations Deferred income tax | 499,609<br>10.024                                      | 262,989<br>112.327                                     |
| Total  | 509,633  | 375,316  |

# <sup>210</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 62. Income tax expenses (Continued)

Reconciliation between income tax expenses and accounting profits is as follows:

|  | For the      | For the      |
|--|--------------|--------------|
|  | Period from  | Period from  |
|  | 1 January to | 1 January to |
|  | 30 June 2017 | 30 June 2016 |
| Profit before tax                                      | 1,576,142    | (165,844)    |
| Income tax expenses calculated at applicable tax rates | 395,233      | 338,676      |
| Effect of tax incentive                                | (63,499)     | (46,248)     |
| Expenses not deductible for tax purposes               | 20,714       | 32,243       |
| Other income not subject to tax                        | (90,621)     | (74,525)     |
| Utilisation of previously unrecognised tax losses      | (5,941)      | (7,695)      |
| Tax effect of unrecognised tax losses                  | 112,902      | 38,339       |
| Deductible temporary differences for which             |              |              |
| no deferred tax asset was recognised in previous years | 142,126      | 95,650       |
| Effect of tax rate change on deferred tax              | (735)        | -            |
| Tax refund for income tax annual filing                | (546)        | (1,124)      |
| Income tax expenses                                    | 509,633      | 375,316      |

#### 63. Earnings per share

### (1) Basic earnings per share

Basic earnings per share is calculated by dividing consolidated net profit attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding:

|   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|---|--|--|
| Consolidated profit attributable to ordinary shareholders and |  |  |
| other equity holders of the Company                           | 796,898  | (378,034)  |
| Influence of the issuing of perpetual bonds                   | (35,908)   | (51,900)   |
| Consolidated profit (adjusted) attributable to                |  |  |
| ordinary shareholders of the Company                          | 760,990  | (429,934)  |
| Weighted average number of ordinary shares outstanding ('000) | 2,979,059  | 2,978,120  |
| Basic earnings per share (RMB/share)                          | 0.2554   | (0.1444)   |
| Including:Going concern basic earnings per share              | 0.2554   | (0.1444)   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 63. Earnings per share (Continued)

#### (2) Diluted earnings per share

Diluted earnings per share is calculated by dividing net profit attributable to ordinary shareholders of the Company adjusted based on the dilutive potential ordinary shares by the adjusted weighted average number of ordinary shares outstanding:

|   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|---|--|--|
| Consolidated profit attributable to ordinary shareholders and |  |  |
| other equity holders of the Company                           | 796,898  | (378,034)  |
| Influence of the issuing of perpetual bonds                   | (35,908)   | (51,900)   |
| Effect of subsidiaries' share option program                  | (1,371)  | _  |
| Consolidated profit (adjusted) attributable to                |  |  |
| ordinary shareholders of the Company                          | 759,619  | (429,934)  |
| Weighted average number of ordinary shares                    |  |  |
| outstanding (diluted) ('000) (adjusted)                       | 2,986,410  | 2,978,120  |
| Diluted earnings per share (RMB/share)                        | 0.2544   | (0.1444)   |

(a) Calculation of weighted average number of ordinary shares outstanding (diluted):

|  | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|--|--|--|
| Weighted average number of ordinary shares out-standing ('000)<br>Effect of share options ('000) | 2,979,059<br>7,351                                     | 2,978,120  |
| Weighted average number of ordinary shares out-standing (diluted) ('000)                         | 2,986,410  | 2,978,120  |

The board of directors the Company was authorised to grant 60,000,000 shares (2.01% of the total issued shares 2,980,352,786) to the senior management and other staffs. Refer to Note IX for details.

# <sup>212</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 64. Notes to the consolidated cash flow statement

#### (1) Cash received related to other operating activities

|  | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|--|--|--|
| Cash received from government grants related to assets | 44,200   | 37,362   |
| Cash received from government grants related to income | 551,055  | 150,440  |
| Cash received from penalty income                      | 24,192   | 1,786  |
| Cash received from compensation income                 | 6,935  | 203  |
| Others   | 83,278   | 62,262   |
| Total  | 709,660  | 252,053  |

#### (2) Cash paid related to other operating activities

|   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|---|--|--|
| Cash paid for transportation and distribution expenses                      | 520,417  | 360,914  |
| Cash paid for rental, insurance and other selling and distribution expenses | 75,806   | 63,119   |
| Cash paid for technical development costs                                   | 288,459  | 230,097  |
| Cash paid for warranty  | 44,543   | 25,741   |
| Cash paid for external sales commission                                     | 24,163   | 30,205   |
| Cash paid for office expenditure,entertainment fee and other expenses       | 422,873  | 331,378  |
| Others  | 146,851  | 285,339  |
| Total   | 1,523,112  | 1,326,793  |

#### (3) Cash received related to other investing activities

|   | For the      | For the      |
|---|--------------|--------------|
|   | Period from  | Period from  |
|   | 1 January to | 1 January to |
|   | 30 June 2017 | 30 June 2016 |
| Cash received from share option exercised by subsidiary | 4,506        | 2,428        |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

### 64. Notes to the consolidated cash flow statement (Continued)

#### (4) Cash received related to other financing activities

|   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|---|--|--|
| Cash paid for acquiring minority interest<br>Cash paid for borrowing expenses | 81,616<br>_  | 22,272<br>98,104                                       |
| Total   | 81,616   | 120,376  |

# 65. Information to cash flow statement

#### (1) Supplementary information to the consolidated cash flow statement

#### (a) Reconciliation from net profit to cash flows from operating activities

|   | For the      | For the      |
|---|--------------|--------------|
|   | Period from  | Period from  |
|   | 1 January to | 1 January to |
|   | 30 June 2017 | 30 June 2016 |
| Net profit  | 1,066,509    | (541,160)    |
| Add: Provisions for asset impairment                      | 234,437      | 1,267,501    |
| Depreciation of fixed assets                              | 916,498      | 1,056,717    |
| Amortisation of intangible assets                         | 175,734      | 121,062      |
| Amortisation of investment properties and                 |              |              |
| long-term prepaid expenses                                | 60,679       | 64,902       |
| Losses on disposal of fixed assets, intangible assets and |              |              |
| other long-term assets                                    | (13,739)     | 3,332        |
| (Gain) /losses on change in fair value                    | 32,626       | (137,104)    |
| Financial cost  | 404,604      | 217,788      |
| Investment income   | 10,628       | 87,328       |
| Share-based payment expenses                              | 9,583        | 19,889       |
| Increase in deferred tax assets                           | (19,246)     | 59,293       |
| Increase in deferred tax liabilities                      | 30,470       | 1,491,247    |
| (Increase)/decrease in inventories                        | 922,591      | 644,176      |
| Decrease in operating receivables                         | (6,337,636)  | (5,172,278)  |
| Increase/(decrease) in operating payables                 | 1,838,046    | 1,751,039    |
| Net cash flows from operating activities                  | (668,216)    | 933,732      |

# <sup>214</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 65. Information to cash flow statement (Continued)

### (1) Supplementary information to the consolidated cash flow statement (Continued)

#### (b) Net increase in cash and cash equivalents

|  | For the      | For the      |
|--|--------------|--------------|
|  | Period from  | Period from  |
|  | 1 January to | 1 January to |
|  | 30 June 2017 | 30 June 2016 |
| Cash and cash equivalents at the end of the period           | 5,940,423    | 4,310,559    |
| Less: cash and cash equivalents at the beginning of the year | 6,338,667    | 3,259,123    |
| Net increase/(decrease) in cash and cash equivalents         | (398,244)    | 1,051,436    |

#### (2) Information on acquisition of subsidiaries and other business units during the period

|    |  | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|----|--|--|--|
| Ι. | Information on acquisition of subsidiaries and other business units:<br>Cash and cash equivalents paid for acquisition<br>Less: Cash and cash equivalents held by subsidiaries and<br>other business units on acquisition date | 5,000  | 965,028<br>200,451                                     |
|    | Net cash paid/(receive) for the acquisition  | 5,000  | 764,577  |

#### (3) Cash and cash equivalents

|   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 |
|---|--|--|
| I. Cash   |  |  |
| Including: Cash on hand                                     | 155,947  | 3,420  |
| Cash at bank that can be readily drawn on demand            | 4,686,435  | 4,074,994  |
| Other monetary fund that can be readily drawn on demand     | 77,875   | 232,145  |
| II. Redemptory monetary capital for sale by Finance Company | 1,020,166  | _  |
| III. Cash and cash equivalents at the end of the period     | 5,940,423  | 4,310,559  |

Note: Aforesaid"Cash at bank and on hand" excluded restricted cash.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 66. Monetary items denominated in foreign currency

|                         | The state of the state     | 30 June 2017 |            |
|-------------------------|----------------------------|--------------|------------|
|                         | Functional                 | Evolution    |            |
|                         | currency<br>(in thousands) | Exchange     | in DMD     |
|                         | (III thousanus)            | Rate         | in RMB     |
| Monetary fund –         |                            |              |            |
| USD                     | 120,552                    | 6.7744       | 816,665    |
| HKD                     | 289,640                    | 0.8679       | 251,384    |
| AUD                     | 15,237                     | 5.2099       | 79,381     |
| THB                     | 12,960                     | 5.0155       | 65,000     |
| GBP                     | 16,912                     | 8.8144       | 149,070    |
| EUR                     | 198,198                    | 7.7496       | 1,535,952  |
| JPY                     | 403,637                    | 0.0605       | 24,414     |
| Others                  |                            |              | 138,215    |
|                         |                            |              | 3,060,081  |
| Accounts receivable –   |                            |              |            |
| USD                     | 1,830,416                  | 6.7744       | 12,399,969 |
| HKD                     | 38,799                     | 0.8679       | 33,674     |
| JPY                     | 439,547                    | 0.0605       | 26,586     |
| AUD                     | 8,411                      | 5.2099       | 43,820     |
| EUR                     | 102,610                    | 7.7496       | 795,188    |
| Others                  |                            |              | 722,795    |
|                         |                            |              | 14,022,032 |
| Other receivables –     |                            |              |            |
| USD                     | 152,854                    | 6.7744       | 1,035,494  |
| HKD                     | 36,344                     | 0.8679       | 31,544     |
| EUR                     | 8,620                      | 7.7496       | 66,804     |
| Others                  |                            |              | 120,305    |
|                         |                            |              | 1,254,147  |
| Long-term receivables – |                            |              |            |
| USD                     | 1,495,164                  | 6.7744       | 10,128,838 |
| GBP                     | 27,827                     | 8.8144       | 245,276    |
| Others                  |                            |              | 22,092     |
|                         |                            |              | 10,396,206 |

# <sup>216</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## IV. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

#### 66. Monetary items denominated in foreign currency (Continued)

|                         |                | 30 June 2017 |            |
|-------------------------|----------------|--------------|------------|
|                         | Functional     |              |            |
|                         | currency       | Exchange     |            |
|                         | (in thousands) | Rate         | in RMB     |
| Short-term borrowings – |                |              |            |
| USD                     | 1,430,476      | 6.7744       | 9,690,618  |
| EUR                     | 95,026         | 7.7496       | 736,415    |
| GBP                     | 1,999          | 8.8144       | 17,621     |
| AUD                     | 63             | 5.2099       | 329        |
|                         |                |              | 10,444,983 |
| Accounts payable –      |                |              |            |
| USD                     | 237,138        | 6.7744       | 1,606,467  |
| HKD                     | 49,007         | 0.8679       | 42,534     |
| EUR                     | 83,320         | 7.7496       | 645,695    |
| AUD                     | 8,929          | 5.2099       | 46,517     |
| THB                     | 2,532          | 5.0155       | 12,700     |
| Others                  |                |              | 709,653    |
|                         |                |              | 3,063,566  |
| Other payables –        |                |              |            |
| USD                     | 190,769        | 6.7744       | 1,292,347  |
| HKD                     | 13,687         | 0.8679       | 11,879     |
| JPY                     | 98,008         | 0.0605       | 5,928      |
| EUR                     | 8,211          | 7.7496       | 63,630     |
| AUD                     | 1,004          | 5.2099       | 5,233      |
| THB                     | 367            | 5.0155       | 1,840      |
| Others                  |                |              | 257,379    |
|                         |                |              | 1,638,236  |
| Long-term borrowings –  |                |              |            |
| USD                     | 3,267,834      | 6.7744       | 22,137,615 |
| HKD                     | 248,000        | 0.8679       | 215,244    |
| Others                  |                |              | 397,237    |
|                         |                |              | 22,750,096 |
| Long-term payables –    |                |              |            |
| USD                     | 29,264         | 6.7744       | 198,246    |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

#### V. CHANGES IN THE SCOPE OF CONSOLIDATION

#### 1. Business combinations involving enterprises not under common control

There is no significant business combination involving enterprises not under common control for the current period.

#### 2. Disposal of subsidiaries

There is no loss of control of subsidiaries by disposal of equity interest for the current period.

#### VI. EQUITY IN OTHER ENTITIES

#### 1. Equity in subsidiaries

All subsidiaries of the Group were established or acquired through combination not under common control. There is no acquisition of subsidiaries through combination under common control.

As at 30 June 2017, the numbers of companies included in the scope of consolidation added up to 621. Except for the important subsidiaries listed as below, the number of other subsidiaries held by the Group was 360, with paid-in capital amounting to 758,912,000.Other subsidiaries mainly included those engaged in manufacturing or service provision, which have relatively small scale of operation and the paid-in capital was below 20 million or USD3 million. Other subsidiaries also included those investment holding companies with no operating activities registered in Hong Kong, British Virgin Islands or other overseas countries.

# <sup>218</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination

(i) Domestic subsidiaries

|   |  |                 | Registration           | Main                   |  | Share capital<br>issued and<br>information | Shareholding percentage (%) |          |
|---|--|-----------------|------------------------|------------------------|--|--|-----------------------------|----------|
|   | Name   | Category        | Place                  | Premises               | Business scope   | of bonds                                   | Direct                      | Indirect |
| 1 | Shenzhen Southern CIMC Containers<br>Manufacture Co., Ltd. (SCIMC)                 | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Manufacture, repair and sale of container,<br>container stockpiling business                                   | RMB137,698,700                             | 100.00%                     | _        |
| 2 | Shenzhen Southern CIMC Logistics<br>Equipment Manufacturing Co., Ltd.<br>(SCIMCEL) | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Manufacture and repair of container,<br>design and manufacture of new-style<br>special road and port           | USD80,000,000                              | -                           | 100.00%  |
| 3 | Xinhui CIMC Container Co., Ltd.<br>(XHCIMC)  | Business entity | Jiangmen,<br>Guangdong | Jiangmen,<br>Guangdong | Manufacture, repair and sale of containers   | USD24,000,000                              | 20.00%                      | 50.00%   |
| 4 | Nantong CIMC Shunda Containers<br>Co., Ltd. (NTCIMC)                               | Business entity | Nantong,<br>Jiangsu    | Nantong,<br>Jiangsu    | Manufacture, repair and sale of containers   | USD7,700,000                               | -                           | 71.00%   |
| 5 | Tianjin CIMC Containers Co., Ltd.<br>(TJCIMC) Shenzhen Southern CIMC               | Business entity | Tianjin                | Tianjin                | Manufacture and sale of container as well<br>as relevant technical advisory, container<br>stockpiling business | USD50,000,000                              | -                           | 100.00%  |
| 6 | Dalian CIMC Containers Co., Ltd.<br>(DLCIMC)                                       | Business entity | Dalian, Liaoning       | Dalian, Liaoning       | Manufacture and sale of container as well<br>as relevant technical advisory, container<br>stockpiling business | USD17,400,000                              | 42.53%                      | 57.47%   |
| 7 | Ningbo CIMC Logistics Equipment<br>Co., Ltd. (NBCIMC)                              | Business entity | Ningbo, Zhejiang       | Ningbo, Zhejiang       | Manufacture and sales of containers<br>and related technological consultancy;<br>container storage             | USD15,000,000                              | -                           | 100.00%  |
| 8 | Taicang CIMC Containers Co., Ltd.<br>(TCCIMC)                                      | Business entity | Taicang, Jiangsu       | Taicang, Jiangsu       | Manufacture and repair of container  | USD31,000,000                              | 50.00%                      | 50.00%   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    |   |                 | Registration           | Main                   |  | Share capital<br>issued and<br>information | Shareho<br>percenta | -        |
|----|---|-----------------|------------------------|------------------------|--|--|---------------------|----------|
|    | Name  | Category        | Place                  | Premises               | Business scope   | of bonds                                   | Direct              | Indirect |
| 9  | Yangzhou Runyang Logistics<br>Equipments Co., Ltd. (YZRYL)                          | Business entity | Yangzhou,<br>Jiangsu   | Yangzhou,<br>Jiangsu   | Manufacture, repair and sales of container   | USD20,000,000                              | _                   | 100.00%  |
| 10 | Shanghai CIMC Yangshan Logistics<br>Equipments Co., Ltd. (SHYSLE)                   | Business entity | Shanghai               | Shanghai               | Manufacture and sale of container as well<br>as relevant technical advisory  | USD29,480,000                              | -                   | 100.00%  |
| 11 | Shanghai CIMC Reefer Containers<br>Co., Ltd. (SCRC)                                 | Business entity | Shanghai               | Shanghai               | Manufacture and sale of refrigeration<br>and heat preservation device of reefer<br>container, refrigerator car and Heat;<br>Preservation car                           | USD31,000,000                              | 72.00%              | 20.00%   |
| 12 | Nantong CIMC Special Transportation<br>Equipment Manufacture Co., Ltd.<br>(NTCIMCS) | Business entity | Nantong,<br>Jiangsu    | Nantong,<br>Jiangsu    | Manufacture, sale and repair of various<br>trough, tank as well as various special<br>storing and transporting equipments<br>and parts                                 | USD10,000,000                              | -                   | 71.00%   |
| 13 | Xinhui CIMC Special Transportation<br>Equipment Co., Ltd. (XHCIMCS)                 | Business entity | Jiangmen,<br>Guangdong | Jiangmen,<br>Guangdong | Manufacture and sale of various container,<br>semi-finished container product and<br>relevant components product and<br>relevant components and maintenance<br>service | USD65,499,000                              | 19.01%              | 80.99%   |
| 14 | Nantong CIMC Tank Equipment<br>Co., Ltd (NTCIMCT)                                   | Business entity | Nantong,<br>Jiangsu    | Nantong,<br>Jiangsu    | Manufacture and sale of various container,<br>semi-finished container product and<br>relevant components product and<br>relevant components and maintenance<br>service | USD35,000,000                              | -                   | 70.79%   |
| 15 | Dalian CIMC Railway Equipment<br>Co., Ltd (DLCIMCS)                                 | Business entity | Dalian, Liaoning       | Dalian, Liaoning       | Design, manufacture and sale of various railway freight equipment products   | USD20,000,000                              | 55.00%              | 45.00%   |
| 16 | Nantong CIMC Large-sized Tank<br>Co., Ltd.  | Business entity | Nantong,<br>Jiangsu    | Nantong,<br>Jiangsu    | Design, production and sale of tanks and<br>relevant parts; undertaking tank-related<br>general contracting projects   | USD47,700,000                              | -                   | 70.79%   |
| 17 | Shenzhen CIMC Special Vehicle<br>Co., Ltd. (CIMCSV)                                 | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Development, production and sales of<br>various special-use vehicles, as well as<br>relevant components and parts  | RMB200,000,000                             | -                   | 63.33%   |

# <sup>220</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    |  |                 | Registration           | Main                   |   | Share capital<br>issued and<br>information | Shareholding percentage (%) |          |
|----|--|-----------------|------------------------|------------------------|---|--|-----------------------------|----------|
|    | Name   | Category        | Place                  | Premises               | Business scope  | of bonds                                   | Direct                      | Indirect |
| 18 | Qingdao CIMC Special Vehicle Co., Ltd.<br>(QDSV)                       | Business entity | Qingdao,<br>Shandong   | Qingdao,<br>Shandong   | Development, production and sales of<br>various special-use vehicles, refitting<br>trailer series as well as relevant<br>components and parts | RMB62,880,000                              | 44.34%                      | 35.25%   |
| 19 | Foshan CIMC logistics equipment Co.,<br>Ltd ("Foshan Logistics")       | Business entity | Foshan,<br>Guangdong   | Foshan,<br>Guangdong   | Design, production, sale and maintenance of logistics and tooling equipment   | RMB3,000,000                               | -                           | 100.00%  |
| 20 | Shanghai CIMC Vehicle Logistics<br>Equipments Co., Ltd. (SHL)          | Business entity | Shanghai               | Shanghai               | Development, construction, operation<br>leasing, sales of warehousing and<br>auxiliary facilities   | RMB90,204,100                              | _                           | 63.33%   |
| 21 | Shenzhen CIMC Wood Co., Ltd.<br>("CIMC Wood")                          | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Production and sales of floors for<br>containers and related products;<br>relevant service  | RMB30,000,000                              | 12.00%                      | 88.00%   |
| 22 | CIMC Vehicle (Liaoning) Co., Ltd.<br>(LNVS)                            | Business entity | Yingkou,<br>Liaoning   | Yingkou,<br>Liaoning   | Development and production of various<br>special-use vehicles as well as<br>components and parts; relevant service                            | RMB60,000,000                              | -                           | 63.33%   |
| 23 | Tianjin Port CIMC Zhenhua Logistics<br>Co., Ltd. ("Tianjin Port CIMC") | Business entity | Tianjin                | Tianjin                | International and domestic freight agency   | RMB100,000,000                             | -                           | 61.50%   |
| 24 | CIMC -SHAC (Xi'An) Special Vehicle<br>Co., Ltd. (XASV)                 | Business entity | Xi'an, Shanxi          | Xi'an, Shaanxi         | Development and production of various<br>trailer, special-use vehicles as well as<br>components and parts; professional<br>services           | RMB50,000,000                              | -                           | 47.50%   |
| 25 | Gansu CIMC Huajun Vehicle Co., Ltd.<br>(GSHJ)                          | Business entity | Baiyin, Gansu          | Baiyin, Gansu          | Refitting of special vehicles, manufacture<br>of trailer and fittings as well as<br>automobile fittings; sales of relevant<br>materials       | RMB25,000,000                              | -                           | 63.33%   |

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## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    |   |                 | Registration           | Main                   |  | Share capital<br>issued and<br>information | Shareho<br>percenta | -        |
|----|---|-----------------|------------------------|------------------------|--|--|---------------------|----------|
|    | Name  | Category        | Place                  | Premises               | Business scope   | of bonds                                   | Direct              | Indirect |
| 26 | Xinhui CIMC Composite Material<br>Manufacture Co., LTD (XHCM) | Business entity | Jiangmen,<br>Guangdong | Jiangmen,<br>Guangdong | Production, development, processing<br>and sales of various composite plate<br>products such as plastics, plastic alloy                                      | RMB129,000,000                             | -                   | 63.33%   |
| 27 | Qingdao CIMC Eco-Equipment Co., Ltd.<br>(QDHB)                | Business entity | Qingdao,<br>Shandong   | Qingdao,<br>Shandong   | Development, manufacture, sales and<br>service for garbage treatment truck and<br>the components and parts   | RMB137,930,000                             | -                   | 63.33%   |
| 28 | Shanghai CIMC Special Vehicle Co., Ltd.<br>(SHCIMCV)          | Business entity | Shanghai               | Shanghai               | Development and production of box trailer,<br>box car as well as relevant mechanical<br>products   | RMB10,000,000                              | -                   | 63.33%   |
| 29 | CIMC Financing and Leasing Co., Ltd.<br>(CIMCVL)              | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Finance lease business; disposal and<br>maintenance for residual value of<br>leased property; advisory and warranty<br>for leasing transaction               | USD70,000,000                              | 75.00%              | 25.00%   |
| 30 | Qingdao Refrigeration Transport<br>Equipment Co., Ltd. (QDRV) | Business entity | Qingdao,<br>Shandong   | Qingdao,<br>Shandong   | Manufacture and sales of various<br>refrigerator truck, insulated truck, other<br>transport equipments and spare parts                                       | USD29,405,000                              | -                   | 76.44%   |
| 31 | Nantong CIMC Tank Equipment<br>Co., Ltd. (NTCY)               | Business entity | Nantong,<br>Jiangsu    | Nantong,<br>Jiangsu    | Production of various pressurization tank<br>car, special pressurization trough, tank<br>and parts   | RMB69,945,600                              | -                   | 70.79%   |
| 32 | Shenzhen CIMC – Tianda Airport<br>Support Ltd. (TAS)          | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Production and operation of various<br>airport-purpose electromechanical<br>equipment products   | USD13,500,000                              | -                   | 54.70%   |
| 33 | Xinhui CIMC Wood Co., Ltd.<br>(XHCIMCW)                       | Business entity | Jiangmen,<br>Guangdong | Jiangmen,<br>Guangdong | Production and sales of container-purpose<br>wood floor and relevant products<br>of various specifications; providing<br>relevant technical advisory service | USD15,500,000                              | -                   | 100.00%  |

# <sup>222</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    |   |                 | Registration           | Main                   |  | Share capital<br>issued and<br>information | Shareho<br>percenta | •        |
|----|---|-----------------|------------------------|------------------------|--|--|---------------------|----------|
|    | Name  | Category        | Place                  | Premises               | Business scope   | of bonds                                   | Direct              | Indirect |
| 34 | Inner Mongolia Holonbuir CIMC Wood<br>Co., Ltd. (NMGW)          | Business entity | Inner Mongolia         | Inner Mongolia         | Production and sales of various container<br>wood floors and wood products for<br>transport equipments                                     | RMB259,520,000                             | -                   | 100.00%  |
| 35 | Jiaxing CIMC Wood Co., Ltd. (JXW)                               | Business entity | Jiaxing, Zhejiang      | Jiaxing, Zhejiang      | Production and sales of container wood<br>floors, wood products for transport<br>equipments and other wood products                        | USD5,000,000                               | -                   | 100.00%  |
| 36 | Shenzhen Southern CIMC Containers<br>Service Co., Ltd. (SCIMCL) | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Engaged in container transshipment,<br>stockpiling, devanning, vanning,<br>maintenance   | USD5,000,000                               | -                   | 100.00%  |
| 37 | Ningbo CIMC Container Service<br>Co., Ltd. (NBCIMCL)            | Business entity | Ningbo, Zhejiang       | Ningbo, Zhejiang       | Goods traffic; goods package, sorting,<br>examination and logistics advisory<br>service  | RMB30,000,000                              | -                   | 100.00%  |
| 38 | CIMC Shenfa Development Co., Ltd.<br>(CIMC SD)                  | Business entity | Shanghai               | Shanghai               | Investment, construction and operation for<br>infrastructure; real estate development<br>and operation                                     | RMB204,123,000                             | 98.53%              | 1.47%    |
| 39 | CIMC Vehicle (Xinjiang) Co., Ltd. (SJ4S)                        | Business entity | Urumqi, Xinjiang       | Urumqi, Xinjiang       | Production and sales of mechanical<br>equipments as well as relevant technical<br>development  | RMB80,000,000                              | -                   | 63.33%   |
| 40 | CIMC Vehicle (Group) Co., Ltd. (HI)                             | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Development, production and sales of<br>various high-tech and high-performance<br>special vehicle and trailer series                       | USD212,225,100                             | 44.33%              | 19.00%   |
| 41 | Qingdao CIMC Special Reefer Co., Ltd.<br>(QDCSR)                | Business entity | Qingdao,<br>Shandong   | Qingdao,<br>Shandong   | Manufacture of various container,<br>semi-finished container product and<br>relevant components and parts                                  | USD39,184,100                              | -                   | 100.00%  |
| 42 | Tianjin CIMC Logistics Equipments Co.,<br>Ltd. (TJCIMCLE)       | Business entity | Tianjin                | Tianjin                | Design, manufacture, sale, maintenance<br>and relevant technical advisory for<br>logistics equipments and relevant<br>components and parts | USD10,000,000                              | -                   | 83.50%   |

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## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    |   | Registration Main |                        | Share capital<br>issued and<br>information | Shareholding percentage (%)  |                |        |          |
|----|---|-------------------|------------------------|--|--|----------------|--------|----------|
|    | Name  | Category          | Place                  | Premises                                   | Business scope   | of bonds       | Direct | Indirect |
| 43 | Dalian CIMC Logistics Equipment<br>Co., Ltd. (DLL)                | Business entity   | Dalian, Liaoning       | Dalian, Liaoning                           | Design, manufacture, sale, maintenance<br>and relevant technical advisory for<br>international trade, entrepot trade,<br>logistics equipment and pressure vessel | USD14,000,000  | -      | 100.00%  |
| 44 | Chongqing CIMC Logistics Equipments<br>Co., Ltd. (CQLE)           | Business entity   | Chongqing              | Chongqing                                  | Design, manufacture, lease, maintenance<br>of container, special container, other<br>logistic equipment and relevant<br>components and parts                     | USD8,000,000   | 75.00% | 25.00%   |
| 45 | Dalian CIMC Heavy Logistics<br>Equipments Co., Ltd.(DLZH)         | Business entity   | Dalian, Liaoning       | Dalian, Liaoning                           | International trade, entrepot trade;<br>design, manufacture, sale, and relevant<br>technical advisory of pressure vessel;  | USD45,170,000  | 62.70% | 37.30%   |
| 46 | Shenzhen CIMC Intelligent Technology<br>Co., Ltd. ("CIMC Tech")   | Business entity   | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong                     | Design, development, sale, surrogate<br>of electron production software and<br>system  | RMB66,388,889  | 62.96% | 9.04%    |
| 47 | CIMC Taicang refrigeration equipment logistics Co., Ltd. (TCCRC)  | Business entity   | Taicang. Jiangsu       | Taicang. Jiangsu                           | Research and development, production<br>and sale of reefer container and special<br>container  | RMB450,000,000 | -      | 100.00%  |
| 48 | Hunan CIMC Bamboo Industry<br>Development Co., Ltd. (HNW)         | Business entity   | Suining, Hunan         | Suining, Hunan                             | Manufacturing and sale of bamboo and wood product  | RMB28,000,000  | -      | 100.00%  |
| 49 | CIMC Jidong (Qinhuangdao) Vehicles<br>Manufacture Co., Ltd (QHDV) | Business entity   | Qinhuangdao,<br>Hebei  | Qinhuangdao,<br>Hebei                      | Sale of car and car components and parts   | RMB70,000,000  | -      | 47.50%   |
| 50 | Shenzhen South CIMC Logistics Co.,<br>LTD ("South Logistics")     | Business entity   | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong                     | Design ans research of energy and<br>chemical & food equipment Technology<br>contract transfer, etc.   | RMB80,000,000  | -      | 100%     |

# <sup>224</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    |   |                 | Registration           | Main                   |   | Share capital<br>issued and<br>information | Shareho<br>percenta | -        |
|----|---|-----------------|------------------------|------------------------|---|--|---------------------|----------|
|    | Name  | Category        | Place                  | Premises               | Business scope  | of bonds                                   | Direct              | Indirect |
| 51 | CIMC Management and Training<br>(Shenzhen) Co., Ltd.<br>("CIMC Training")       | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Design of marketing activities scheme<br>organisation of academic and<br>commercial conference and exhibition                                     | RMB50,000,000                              | 100.00%             | -        |
| 52 | Yangzhou Lijun Industry and Trade<br>Co., Ltd. ("Yangzhou Lijun")               | Business entity | Yangzhou,<br>Jiangsu   | Yangzhou,<br>Jiangsu   | Production and sales of mechanical<br>equipments and relevant components<br>and parts; technical advisory and other<br>service                    | RMB70,000,000                              | -                   | 100.00%  |
| 53 | Yangzhou Taili Special Equipment<br>Co., Ltd. ("Yangzhou Taili")                | Business entity | Yangzhou,<br>Jiangsu   | Yangzhou,<br>Jiangsu   | Design, manufacturing and maintenance<br>of containers, board square cabin and;<br>relevant components and parts relevant<br>advisory and service | RMB70,000,000                              | -                   | 100.00%  |
| 54 | CIMC Marine Engineering Academe<br>Co., Ltd. ("MEA")                            | Business entity | Yantai,<br>Shandong    | Yantai,<br>Shandong    | Research and development of marine operation platform and other marine  | RMB150,000,000                             | 75.00%              | 25.00%   |
| 55 | Shanghai Lifan Container Service<br>Co., Ltd. ("Shanghai Lifan")                | Business entity | Shanghai               | Shanghai               | Refitting and maintenance of containers;<br>providing containers information system<br>management and advisory service                            | RMB1,000,000                               | -                   | 70.00%   |
| 56 | CIMC Wood Development Co., Ltd.<br>("CIMCWD")                                   | Business entity | Dongguan,<br>Guangdong | Dongguan,<br>Guangdong | Development, production and sales of<br>wood products for various modern<br>transportation equipment  | RMB92,249,100                              | 63.71%              | 21.24%   |
| 57 | Shenzhen CIMC Skyspace Real Estate<br>Development Co., Ltd<br>("CIMC Tianyu")   | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Real estate development   | RMB254,634,100                             | -                   | 82.00%   |
| 58 | Yangzhou CIMC grand space Real<br>Estate Development Co., Ltd<br>("CIMC Haoyu") | Business entity | Yangzhou,<br>Jiangsu   | Yangzhou,<br>Jiangsu   | Real Estate Development, sales and leasing  | RMB25,000,000                              | -                   | 89.20%   |
| 59 | Ningbo Runxin Container Co., Ltd<br>("Ningbo Runxin")                           | Business entity | Ningbo, Zhejiang       | Ningbo, Zhejiang       | Cleaning and repair of containers,devanning, vanning  | RMB5,000,000                               | -                   | 60.00%   |

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## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    |   |                 | Registration           | Main                   |  | Share capital<br>issued and<br>information<br>of bonds | Shareho<br>percenta | -        |
|----|---|-----------------|------------------------|------------------------|--|--|---------------------|----------|
|    | Name  | Category        | Place                  | Premises               | Business scope   | of bonds   | Direct              | Indirect |
| 60 | Chengdu CIMC Industrial Park<br>Investment and Development<br>Co., Ltd. ("Chengdu Industrial Park") | Business entity | Chengdu,<br>Sichuan    | Chengdu,<br>Sichuan    | Construction, management and lease of<br>storage and relevant facilities; sales of<br>vehicles and accessories | RMB60,000,000  | -                   | 63.33%   |
| 61 | CIMC Finance Company ("Finance<br>Company")   | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Providing financial service to fellow<br>subsidiaries in the Group   | RMB500,000,000   | 100.00%             | -        |
| 62 | Shenzhen CIMC Investment Holding<br>company ("SZ Investment Holding")                               | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Equity investment; sales and leasing of<br>containers and container property                                   | RMB75,000,000  | 100.00%             | -        |
| 63 | Zhumadian CIMC Huajun Vehicle<br>Trading Co., Ltd. ("HJQM")   | Business entity | Zhumadian,<br>Henan    | Zhumadian,<br>Henan    | Sales and repair of various vehicles, as well as relevant components and parts                                 | RMB10,000,000  | -                   | 63.33%   |
| 64 | Zhumadian CIMC Huajun Casting<br>Co. Ltd. (HJCAST)  | Business entity | Zhumadian,<br>Henan    | Zhumadian,<br>Henan    | Casting manufacturing for vehicle and mining machinery   | RMB297,762,000   | -                   | 63.33%   |
| 65 | Ocean Engineering Design & Research<br>Institute of CIMC (SHOE)                                     | Business entity | Shanghai               | Shanghai               | Design and research of marine operation platform and other ocean engineering                                   | RMB50,000,000  | 80.00%              | 20.00%   |
| 66 | Shenzhen CIMC Investment Co., Ltd<br>("SZ Investment")  | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Equity investment, investment<br>management and related investment<br>business                                 | RMB140,000,000   | 100.00%             | -        |
| 67 | Shenzhen Sky Capital Co., Ltd (SESKYC)  | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Equity investment, investment<br>management and related investment<br>business                                 | RMB100,000,000   | 90.00%              | 10.00%   |
| 68 | Ningbo MRO Trading Co., Ltd. (MRO)  | Business entity | Ningbo, Zhejiang       | Ningbo, Zhejiang       | Production and sales of gas mask and other plastic productions   | RMB10,000,000  | -                   | 100.00%  |

# <sup>226</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    | Namo   |                 | Registration           | issue<br>ation Main inform | Share capital<br>issued and<br>information   | Shareholding percentage (%) |         |          |
|----|--|-----------------|------------------------|----------------------------|--|-----------------------------|---------|----------|
|    | Name   | Category        | Place                  | Premises                   | Business scope   | of bonds                    | Direct  | Indirect |
| 69 | CIMC Container Holding Co., Ltd.<br>("Container Holding")  | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong     | Equity investment and management and related investment business                       | RMB2,736,915,400            | 100.00% | -        |
| 70 | Chengdu CIMC Logistics Equipments<br>Co., Ltd. ("Chengdu Logistics<br>Equipment")                    | Business entity | Chengdu,<br>Sichuan    | Chengdu,<br>Sichuan        | Chemical liquid tank truck and semi-trailer  | RMB15,000,000               | _       | 63.33%   |
| 71 | Shanxi CIMC Vehicle Industry Garden<br>("Shanxi Vehicle Garden")                                     | Business entity | Xianyang,<br>Shanxi    | Xianyang,<br>Shanxi        | Production and sales of various special vehicle  | RMB80,000,000               | -       | 63.33%   |
| 72 | CIMC Holdings (B.V.I.) Limited<br>("CIMC BVI")   | Business entity | Jiangmen,<br>Guangdong | Jiangmen,<br>Guangdong     | Equity investment, property investment and investment management                       | RMB150,000,000              | -       | 100.00%  |
| 73 | CIMC modular building design &<br>Development Co. Ltd.<br>("Modular design")                         | Business entity | Jiangmen,<br>Guangdong | Jiangmen,<br>Guangdong     | Design modular building and decorations  | RMB50,000,000               | -       | 87.40%   |
| 74 | CIMC Cold Chain Research Institute<br>Co., Ltd. ("Cold Chain Research")                              | Business entity | Qingdao,<br>Shandong   | Qingdao,<br>Shandong       | Standard shipping of refrigerated<br>containers and special refrigerated<br>containers | RMB50,000,000               | -       | 100.00%  |
| 75 | CIMC Cold Chain Investment Co. Ltd.<br>("Cold Chain Investment")                                     | Business entity | Qingdao,<br>Shandong   | Qingdao,<br>Shandong       | Property and project investments   | RMB979,000,000              | -       | 100.00%  |
| 76 | Shenyang CIMC Industrial Park<br>Investment and Development Co.,<br>Ltd. ("Shenyang Vehicle Garden") | Business entity | Shenyang,<br>Liaoning  | Shenyang,<br>Liaoning      | Investment management, asset trustee management  | RMB50,000,000               | -       | 63.33%   |
| 77 | Shenzhen Tianda CIMC Logistics<br>System Engineering Co Ltd<br>("Tianda Logistics")                  | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong     | Automatic logistics system<br>engineering,real-time logistics<br>management system     | RMB60,000,000               | -       | 54.70%   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    | Name  | Registration Main |                        |                        | Share capital<br>issued and<br>information   | Shareholding percentage (%) |        |          |
|----|---|-------------------|------------------------|------------------------|--|-----------------------------|--------|----------|
|    | Name  | Category          | Place                  | Premises               | Business scope   | of bonds                    | Direct | Indirect |
| 78 | Dongguan Cimc Innovation Industrial<br>Park Development Co., Ltd.<br>("Dongguan innovation park") | Business entity   | Dongguan,<br>Guangdong | Dongguan,<br>Guangdong | Innovation industrial park investment, real estate development & management                            | RMB50,000,000               | -      | 82.00%   |
| 79 | Zhejiang Teng Long Industry Group<br>Co., Ltd. ("Teng Long industry")                             | Business entity   | Quzhou,<br>Zhejiang    | Quzhou,<br>Zhejiang    | Sale of wood and bamboo<br>products,bamboo and wood technology<br>research and development, consulting | RMB6,000,000                | -      | 51.00%   |
| 80 | Guangdong Xinhui Modular Building<br>Manufacturing Co. Ltd. ("Xinhui<br>Modular")                 | Business entity   | Jiangmen,<br>Guangdong | Jiangmen,<br>Guangdong | Production and sale of integrated houses, prefabricated houses, metal structure                        | RMB80,000,000               | -      | 100.00%  |
| 81 | Shenzhen CIMC new process<br>of Automotive Supply Chain<br>Management Co. Ltd.<br>("New Process") | Business entity   | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Supply Chain Management  | RMB10,000,000               | -      | 60.00%   |
| 82 | Shanghai Xinzhitu Logistics<br>("Shanghai Xinzhitu")  | Business entity   | Shanghai               | Shanghai               | International Freight transport agents, general cargo transport  | RMB10,000,000               | -      | 100.00%  |
| 83 | Qianhai CIMC leasing (Shenzhen)<br>Co., Ltd. ("Qianhai rental")                                   | Business entity   | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Financing lease business Lease transaction advisory  | USD80,000,000               | -      | 100.00%  |
| 84 | Shenyang CIMC logistics equipment<br>Co., Ltd. ("Shenyang Logistics")                             | Business entity   | Shenyang<br>Liaoning   | Shenyang<br>Liaoning   | Manufacturing, R&D. sales, installation and advisory of logistics equipment                            | RMB6,000,000                | -      | 100.00%  |
| 85 | Langfang CIMC airport equipment<br>Limited company ("Langfang")                                   | Business entity   | Langfang Hebei         | Langfang Hebei         | Production and operation of various airport and port mechanical  | RMB10,000,000               | -      | 54.70%   |
| 86 | Yantai Tiezhongbao steel processing<br>Co., Ltd. ("Yantai Tiezhongbao")                           | Business entity   | Yantai,<br>Shandong    | Yantai,<br>Shandong    | R&D, manufacturing leg structure; sales of products  | USD9,150,200                | -      | 65.00%   |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|    |   |                 | Registration           | Main                   |  | Share capital<br>issued and<br>information | Shareho<br>percenta | -        |
|----|---|-----------------|------------------------|------------------------|--|--|---------------------|----------|
|    | Name  | Category        | Place                  | Premises               | Business scope   | of bonds                                   | Direct              | Indirect |
| 87 | Qingdao CIMC Innovation Industrial<br>Park Development Co. Ltd. ("Qingdao<br>Creative Industry Park") | Business entity | Qingdao,<br>Shandong   | Qingdao,<br>Shandong   | Development and management of real<br>estate and property; advisory service for<br>real estate and investment                          | RMB10,000,000                              | -                   | 82.00%   |
| 88 | Anhui United Feicai Vehicle Co., Ltd.<br>("United Feicai")  | Business entity | Xuancheng,<br>Anhui    | Xuancheng,<br>Anhui    | Production and sales of various<br>special-use vehicles and engineering<br>machinery   | RMB158,000,000                             | -                   | 66.24%   |
| 89 | Zhenghua (Tianjin) Container Service<br>Co., Ltd. ("Zhenghua Container<br>Service")                   | Business entity | Tianjin                | Tianjin                | Domestic and international freight<br>transport agents, and relevant advisory<br>service   | RMB85,761,300                              | -                   | 75.00%   |
| 90 | Kunshan CIMC Automatic logistic<br>equipment Co., Ltd. ("Kunshan<br>CIMC")                            | Business entity | Kunshan,<br>Jiangsu    | Kunshan,<br>Jiangsu    | Automatic logistics system,and air cargo<br>handling system  | RMB80,000,000                              | -                   | 54.70%   |
| 91 | CIMC Tianda(Longyan) Investment<br>Development Co., Ltd.  | Business entity | Longyan, Fujian        | Longyan, Fujian        | The parking lot investment, asset<br>management and real estate<br>development business  | RMB20,000,000                              | -                   | 32.82%   |
| 92 | Albert Ziegler GmbH (Beijing) Sales Co.,<br>Ltd. ("Ziegler")  | Business entity | Beijing                | Beijing                | Fire trucks, rescue vehicles and relevant<br>accessories, machinery equipment<br>import-export business and relevant<br>agent business | EUR1,500,000                               | -                   | 60.00%   |
| 93 | Shenzhen CIMC Yuanwang Valley<br>Intelligent Technology Co., LTD<br>("Shenzhen Yuanwang valley")      | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Automatic identification products, radio<br>frequency identification systems and<br>products and relevant advisory business            | RMB10,000,000                              | _                   | 54.72%   |
| 94 | Shenzhen CIMC Electricity Commerce<br>and Logistics Technology Co., LTD                               | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | The development of electric commerce<br>platform and domestic trade  | RMB137,844,600                             | -                   | 50.78%   |
| 95 | Nantong CIMC Sanctum Cryogenic<br>Equipment Co., Ltd ("Sanctum<br>Nantong")                           | Business entity | Nantong,<br>Jiangsu    | Nantong,<br>Jiangsu    | Manufacture and sales of cryogenic<br>equipment and chemical metallurgy<br>equipment, etc.   | RMB20,000,000                              | -                   | 70.73%   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|     |  |                 | Registration           | Main                   |   | Share capital<br>issued and<br>information | issued and Shareho<br>nformation percenta |          |
|-----|--|-----------------|------------------------|------------------------|---|--|---|----------|
|     | Name   | Category        | Place                  | Premises               | Business scope  | of bonds                                   | Direct                                    | Indirect |
| 96  | Dongguan CIMC Special Vehicle<br>Co., Ltd. ("Dongguan CIMC<br>Special Vehicle")                    | Business entity | Dongguan,<br>Guangdong | Dongguan,<br>Guangdong | Development, production and sales of<br>various special-use vehicles, refitting<br>vehicles, special vehicles, trailer series | RMB200,000,000                             | -   | 63.33%   |
| 97  | Guangdong CIMC Vehicle Industry<br>Garden ("Guandong Vehicle Industry<br>Garden")                  | Business entity | Dongguan,<br>Guangdong | Dongguan,<br>Guangdong | Project investment, real estate<br>development, rental and sales of houses<br>and sites                                       | RMB30,000,000                              | 100%                                      | -        |
| 98  | Zhenhua (Tianjin) supply chain<br>management co., LTD ("Zhenhua<br>supply chain management")       | Business entity | Tianjin                | Tianjin                | Warehouse service; Logistic Distribution<br>and loading, unloading, handling<br>services                                      | RMB79,475,000                              | -   | 75.00%   |
| 99  | CIMC Technology Co., LTD ("Jiangmen<br>CIMC technology")   | Business entity | Jiangmen,<br>Guangdong | Jiangmen,<br>Guangdong | Intelligent equipment technology development Industrial investment  | RMB50,000,000                              | -   | 100.00%  |
| 100 | Shenzhen CIMC Vehicle Park<br>Investment Management Co., Ltd.<br>("Shenzhen Vehicle Park")         | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Investment management, assets fiduciary management  | RMB152,500,000                             | -   | 63.33%   |
| 101 | CIMC Modern Logistic Development<br>Co., Ltd. ("Modern Logistic")                                  | Business entity | Tianjin                | Tianjin                | International and domestic freight transport agents,general and CIQ affairs   | RMB1,049,226,700                           | 100.00%                                   | -        |
| 102 | Dongguan Southern CIMC Logistic<br>Equipment Manufacturing Co., Ltd.<br>("Dongguan Southern CIMC") | Business entity | Dongguan,<br>Guangdong | Dongguan,<br>Guangdong | Manufacture and repair container and<br>containers stacking storage operation   | RMB600,000,000                             | -   | 100.00%  |
| 103 | Ningbo CIMC Container Manufacture<br>Co., Ltd. ("Ningbo Container<br>Manufacture")                 | Business entity | Ningbo                 | Ningbo                 | Manufacture, production and sales of containers   | RMB500,000,000                             | -   | 100.00%  |
| 104 | Shenzhen CIMC Peng Feng Venture<br>Investment Co., LTD ("Peng Feng<br>Venture Investment")         | Business entity | Shenzhen               | Shenzhen               | Equity investment   | RMB50,000,000                              | -   | 100.00%  |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|     |   |                 | Registration     | Main             |  | Share capital<br>issued and<br>information | Shareho<br>percenta | -        |
|-----|---|-----------------|------------------|------------------|--|--|---------------------|----------|
|     | Name  | Category        | Place            | Premises         | Business scope   | of bonds                                   | Direct              | Indirect |
| 105 | Shenzhen Three HuaZhuoYue<br>investment Co., LTD ("Shenzhen<br>Three HuaZhuoYue")             | Business entity | Shenzhen         | Shenzhen         | Investment holding   | RMB30,000,000                              | -                   | 66.24%   |
| 106 | Guangdong Hui Zhong Da Laser<br>equipment co., LTD ("Guangdong<br>Laser Equipment")           | Business entity | Jiangmen         | Jiangmen         | Manufacture of laser equipment   | RMB31,800,000                              | 19.01%              | 80.99%   |
| 107 | Yangzhou CIMC Hongyu Real Estate<br>Co., Ltd. ("Yangzhou Hongyu Real<br>Estate")              | Business entity | Yangzhou         | Yangzhou         | Real estate development; sales and lease<br>of properties investment in properties   | RMB25,000,000                              | -                   | 82.00%   |
| 108 | Yangzhou CIMC Dayu Real Estate Co.,<br>Ltd. ("Yangzhou Dayu Real Estate")                     | Business entity | Yangzhou         | Yangzhou         | Real estate development; sales and lease of properties   | RMB25,000,000                              | -                   | 82.00%   |
| 109 | Yangzhou CIMC Huayu Hotel<br>Investment Co., Ltd. ("Yangzhou<br>Huayu Hotel")                 | Business entity | Yangzhou         | Yangzhou         | Food and beverage service, corporate<br>management; advisory and investment<br>management  | RMB35,000,000                              | -                   | 82.00%   |
| 110 | Taicang CIMC Special Logistics<br>Equipment Co. Ltd. (Taicang Special<br>Equipment)           | Business entity | Taicang, jiangsu | Taicang, jiangsu | Production and manufacture of special<br>container equipment   | USD20,000,000                              | 50.00%              | 50.00%   |
| 111 | Zhengzhou Constant Embellish `Energy<br>Co., LTD ("Zhengzhou Constant<br>Energy")             | Business entity | Zhengzhou        | Zhengzhou        | Asset management   | RMB43,000,000                              | -                   | 66.00%   |
| 112 | CIMC Enric Investment Holdings<br>(Shenzhen) Ltd. ("Enric Shenzhen<br>investment holding")    | Business entity | Shenzhen         | Shenzhen         | Investment holding   | USD80,000,000                              | -                   | 70.73%   |
| 113 | Zhangjiagang CIMC Sanctum Cryogenic<br>Equipment Machinery Co., Ltd.<br>("Sanctum Cryogenic") | Business entity | Zhangjiagang     | Zhangjiagang     | Manufacture, process and sales of<br>cryogenic equipment, petroleum<br>chemical equipment mental products<br>and relevant parts; related advisory<br>service | RMB30,000,000                              | -                   | 63.66%   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|     |   |                 | Registration | Main      |   | Share capital<br>issued and<br>information |         | hareholding<br>ercentage (%) |  |
|-----|---|-----------------|--------------|-----------|---|--|---------|------------------------------|--|
|     | Name  | Category        | Place        | Premises  | Business scope                                  | of bonds                                   | Direct  | Indirect                     |  |
| 114 | Tianjin Hongxin Berg Leasing Co. Ltd.<br>("Tianjin Hongxin Berg")                   | Business entity | Tianjin      | Tianjin   | Financial leasing                               | RMB20,000,000                              | -       | 51.00%                       |  |
| 115 | Shenzhen Heben Pesticide &<br>Chemicals Co., Ltd. ("Heben<br>technology")           | Business entity | Shenzhen     | Shenzhen  | Sales and service                               | RMB20,000,000                              | _       | 50.78%                       |  |
| 116 | Guangzhou E-station Information<br>Technology Co., Ltd. ("E-station<br>Technology") | Business entity | Guangzhou    | Guangzhou | Sales and service                               | RMB20,000,000                              | _       | 50.78%                       |  |
| 117 | CIMC Multimodal Transport<br>Development Co. Ltd. ("Multimodal<br>Transport")       | Business entity | Shenzhen     | Shenzhen  | Provide multimodal transport logistics services | RMB100,000,000                             | 80.00%  | -                            |  |
| 118 | CIMC Xinglian Technology Co., Ltd.<br>("Xinglian Technology)                        | Business entity | Shenzhen     | Shenzhen  | Software, IT services                           | RMB100,000,000                             | -       | 81.30%                       |  |
| 119 | Shenzhen CIMC Tongchuang Supply<br>Chain Co., Ltd                                   | Business entity | Shenzhen     | Shenzhen  | Investment holding                              | RMB35,700,000                              | -       | 100.00%                      |  |
| 120 | CIMC Offshore Holdings Co., Ltd<br>("Offshore Holdings")                            | Business entity | Shenzhen     | Shenzhen  | Investment holding                              | RMB2,335,000,000                           | 100.00% | -                            |  |
| 121 | Shenzhen CIMC Tian Da Ji Rong Air<br>Refrigeration Co., Ltd                         | Business entity | Shenzhen     | Shenzhen  | Production of aviation refrigeration equipment  | RMB50,000,000                              | -       | 38.29%                       |  |
| 122 | TianJin YongWang machine equipment<br>leasing Ltd ("TianJin YongWang")              | Business entity | TianJin      | TianJin   | Financial Services                              | RMB6,500,000,000                           | -       | 15.00%                       |  |

# <sup>232</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|     |  |                 | Registration     | Main             |  | Share capital<br>issued and<br>information | Shareholding percentage (%) |          |
|-----|--|-----------------|------------------|------------------|--|--|-----------------------------|----------|
|     | Name   | Category        | Place            | Premises         | Business scope   | of bonds                                   | Direct                      | Indirect |
| 123 | Guangdong CIMC building construction<br>Co. Ltd                      | Business entity | Guangdong        | Guangdong        | Module supply  | RMB50,000,000                              | _                           | 100.00%  |
| 124 | CIMC Kaitong Logistics Development<br>Co. Ltd. ("Kaitong Logistics") | Business entity | Nanjing, Jiangsu | Nanjing, Jiangsu | Logistics Services   | RMB80,000,000                              | -                           | 51.00%   |
| 125 | KaiTong Logistics Co., Ltd   | Business entity | Nanjing, Jiangsu | Nanjing, Jiangsu | Logistics Services   | RMB20,000,000                              | -                           | 51.00%   |
| 126 | Enric (Jiangsu) Energy Equipment                                     | Business entity | Jiangsu, Suzhou  | Jiangsu, Suzhou  | Manufacturing and exploiting Energy<br>Equipment as well as consulting<br>services; self-management or agency<br>of import and export of goods and<br>technologies | RMB30,000,000                              | _                           | 70.73%   |

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## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

# (1) Subsidiaries obtained through establishment or business combination (Continued)

(ii) Overseas subsidiaries

|     |   |                 | Registration              | Main                      |  | 100000 0110    |         | areholding<br>centage (%) |  |
|-----|---|-----------------|---------------------------|---------------------------|--|----------------|---------|---------------------------|--|
|     | Name  | Category        | Place                     | Premises                  | Business scope                                   | of bonds       | Direct  | Indirect                  |  |
| 127 | CIMC Holdings (B.V.I.) Limited<br>("CIMC BVI")  | Business entity | British Virgin<br>Islands | British Virgin<br>Islands | Investment holding                               | USD50,000      | _       | 100.00%                   |  |
| 128 | CIMC Tank Equipment Investment<br>Holdings Co., Ltd. ("Tank Equipment<br>Investment") | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Investment holding                               | HKD4,680,000   | -       | 100.00%                   |  |
| 129 | CIMC-SMM Vehicle (Thailand) CO., LTD.<br>("Thailand V")                               | Business entity | Thailand                  | Thailand                  | Production and sales of various special vehicles | THB260,000,000 | -       | 51.93%                    |  |
| 130 | CIMC Vehicle Investment Holding<br>Co., Ltd. ("CIMC Vehicle")                         | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Investment holding                               | USD1           | _       | 63.33%                    |  |
| 131 | CIMC Europe BVBA ("BVBA")   | Business entity | Belgium                   | Belgium                   | Investment holding                               | EUR18,550      | -       | 100.00%                   |  |
| 132 | China International Marine Containers<br>(Hong Kong) Limited ("CIMC Hong<br>Kong")    | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Investment holding                               | HKD2,000,000   | 100.00% | -                         |  |
| 133 | CIMC Burg B.V. ("BV")   | Business entity | Holland                   | Holland                   | Investment holding                               | EUR90,000      | -       | 100.00%                   |  |
| 134 | Charm Wise Limited ("Charm Wise")   | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Investment holding                               | USD50,000      | -       | 100.00%                   |  |
| 135 | Gold Terrain Assets Limited ("GTA")   | Business entity | British Virgin<br>Islands | British Virgin<br>Islands | Investment holding                               | USD50,000      | -       | 100.00%                   |  |
| 136 | Full Medal Holdings Ltd. ("Full Medal")   | Business entity | British Virgin<br>Islands | British Virgin<br>Islands | Investment holding                               | USD50,000      | -       | 70.73%                    |  |

# <sup>234</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|     |   |                 | Registration              | Main                      |                                   | Share capital<br>issued and<br>information | Shareho<br>percenta | -        |
|-----|---|-----------------|---------------------------|---------------------------|-----------------------------------|--|---------------------|----------|
|     | Name  | Category        | Place                     | Premises                  | Business scope                    | of bonds                                   | Direct              | Indirect |
| 137 | Charm Ray Holdings Limited<br>("Charm Ray")         | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Investment holding                | HKD10,000                                  | -                   | 70.73%   |
| 138 | Charm Beat Enterprises Limited<br>("Charm Beat")    | Business entity | British Virgin<br>Islands | British Virgin<br>Islands | Investment holding                | USD50,000                                  | -                   | 63.33%   |
| 139 | Sharp Vision Holdings Limited<br>("Sharp Vision")   | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Investment holding                | HKD1                                       | -                   | 100.00%  |
| 140 | Sound Winner Holdings Limited<br>("Sound Winner")   | Business entity | British Virgin<br>Islands | British Virgin<br>Islands | Investment holding                | USD50,000                                  | -                   | 70.73%   |
| 141 | Grow Rapid Limited ("Grow Rapid")                   | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Investment holding                | HKD1                                       | -                   | 100.00%  |
| 142 | Powerlead Holding Ltd. ("Powerlead")                | Business entity | British Virgin<br>Islands | British Virgin<br>Islands | Investment holding                | USD10                                      | -                   | 100.00%  |
| 143 | Cooperatie Vela U.A.                                | Business entity | Holland                   | Holland                   | Investment holding                | EUR75,000,000                              | -                   | 70.73%   |
| 144 | Vela Holding B.V.                                   | Business entity | Holland                   | Holland                   | Investment holding                | EUR90,000                                  | -                   | 70.73%   |
| 145 | CIMC Financial Leasing (HK) Co Ltd.                 | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Financial Leasing                 | HKD500,000                                 | -                   | 100.00%  |
| 146 | CIMC Offshore Holdings Limited<br>("CIMC Offshore") | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Investment holding                | HKD2,234,855,000                           | -                   | 100.00%  |
| 147 | Cooperatie CIMC U.A. ("COOP")                       | Business entity | Holland                   | Holland                   | Investment holding                | EUR25,500,000                              | 99.00%              | 1.00%    |
| 148 | North Sea Rigs Holdings ("NSR")                     | Business entity | British Virgin<br>Islands | British Virgin<br>Islands | Financial leasing project company | USD6,000                                   | -                   | 91.50%   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|     |   |                 | Registration              | Main                      |                                   | Share capital<br>issued and<br>information | ed and Sharehold<br>nation percentag |          |
|-----|---|-----------------|---------------------------|---------------------------|-----------------------------------|--|--------------------------------------|----------|
|     | Name  | Category        | Place                     | Premises                  | Business scope                    | of bonds                                   | Direct                               | Indirect |
| 149 | Hong Kong CIMC Tianda Airport<br>Support Ltd. ("TAS Hong Kong")   | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Investment holding                | HKD1,000,000                               | -                                    | 54.70%   |
| 150 | CIMC Development (Australia) Pty Ltd<br>("Development Australia") | Business entity | Australia                 | Australia                 | Investment holding                | AUD8,000,000                               | -                                    | 100.00%  |
| 151 | Beacon holdings Group Ltd ("Beacon<br>holdings")                  | Business entity | British Virgin<br>Islands | British Virgin<br>Islands | Financial leasing project company | USD4,900                                   | -                                    | 100.00%  |
| 152 | Lihua Logistics Company Limited<br>("Lihua")                      | Business entity | Hong Kong,<br>China       | Hong Kong,<br>China       | Logistics                         | USD4,850,000                               | -                                    | 75.00%   |
| 153 | Beacon Pacific Group Ltd. ("Beacon<br>Pacific")                   | Business entity | British Virgin<br>Islands | British Virgin<br>Islands | Financial Leasing project company | USD42,500,000                              | -                                    | 100.00%  |
| 154 | CIMC Holdings Australia Pty Ltd<br>("Holdings Aus")               | Business entity | Australia                 | Australia                 | Investment holding                | AUD8,724,000                               | -                                    | 63.33%   |
| 155 | CIMC Trailer Poland SP Zoo ("Trailer<br>Poland SP Zoo")           | Business entity | Poland                    | Poland                    | Investment holding                | EUR3,000,000                               | -                                    | 63.33%   |
| 156 | CIMC FORTUNE HOLDINGS LIMITED<br>("Fortune Holdings")             | Business entity | Hong Kong                 | Hong Kong                 | Financial Services                | USD2,000,000                               | 100.00%                              | -        |
| 157 | CIMC MBS Hong Kong Limited<br>("MBS(HK)")                         | Business entity | Hong Kong                 | Hong Kong                 | Investment holding                | HKD50,000                                  | -                                    | 100.00%  |
| 158 | CIMC Modula Building Systmes<br>(Australia) Pty Ltd ("MBS AU")    | Business entity | Australia                 | Australia                 | Module supply                     | AUD500,000                                 | -                                    | 100.00%  |

# <sup>236</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (1) Subsidiaries obtained through establishment or business combination (Continued)

|     | Name  | Registration Main<br>Category Place Premises Business scope | Share capital<br>issued and<br>information | Shareholding percentage (%) |   |           |        |          |
|-----|---|---|--|-----------------------------|---|-----------|--------|----------|
|     | Name  | Category  | Place                                      | Premises                    | Business scope  | of bonds  | Direct | Indirect |
| 159 | EVERISE CAPITAL PTY LTD ("EVERISE")                 | Business entity   | Australia                                  | Australia                   | Investment holding  | AUD10     | -      | 100.00%  |
| 160 | GLOBAL PLUS PTY LTD ("GLOBAL")                      | Business entity   | Australia                                  | Australia                   | Investment holding  | AUD1      | -      | 100.00%  |
| 161 | HARVEST AVENUE PTY LTD<br>("HARVEST")               | Business entity   | Australia                                  | Australia                   | Investment holding  | AUD1      | -      | 100.00%  |
| 162 | CIMC Intelligent Technology (Hong<br>Kong) Co., Ltd | Business entity   | Hong Kong                                  | Hong Kong                   | R&D terminal intelligent equipment;<br>Provide IOT services | HKD10,000 | -      | 68.00%   |
| 163 | Adventure Explorer Limited<br>("Adventure")         | Business entity   | Hong Kong                                  | Hong Kong                   | Investment holding  | HKD1      | -      | 100.00%  |
| 164 | Glamor East Limited ("Glamor")                      | Business entity   | Hong Kong                                  | Hong Kong                   | Investment holding  | HKD1      | -      | 100.00%  |
| 165 | Innovate Alliance Limited ("Innovate")              | Business entity   | Hong Kong                                  | Hong Kong                   | Investment holding  | HKD1      | -      | 100.00%  |

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## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

- 1. Equity in subsidiaries (Continued)
- (2) The Group does not have subsidiaries obtained through combination under common control
- (3) Subsidiaries acquired through combinations under non-common control
  - *(i) Domestic subsidiaries*

|   |  |                 | Registration           | Main                   |   | Share capital<br>issued and<br>information | d and Shareholdin |          |
|---|--|-----------------|------------------------|------------------------|---|--|-------------------|----------|
|   | Name   | Category        | Place                  | Premises               | Business scope  | of bonds                                   | Direct            | Indirect |
| 1 | Luoyang CIMC Lingyu Automobile<br>CO., LTD. (LYV)              | Business entity | Luoyang, Henan         | Luoyang, Henan         | Production and sales of passenger car,<br>tank car; machining; operation of import<br>and export business   | RMB122,745,700                             | _                 | 45.26%   |
| 2 | Wuhu CIMC Ruiliang Automobile<br>CO LTD (WHVS)                 | Business entity | Wuhu, Anhui            | Wuhu, Anhui            | Development, production and sales of<br>various special vehicles, ordinary<br>mechanical products and metal<br>structure parts  | RMB161,786,100                             | -                 | 45.76%   |
| 3 | Liangshan Dongyue Vehicle Co., Ltd.<br>(LSDYV)                 | Business entity | Liangshan,<br>Shandong | Liangshan,<br>Shandong | Production and sales of mixing truck,<br>special vehicle and components and<br>parts  | RMB90,000,000                              | -                 | 44.39%   |
| 4 | Qingdao CIMC Container Manufacture<br>Co., Ltd (QDCC)          | Business entity | Qingdao,<br>Shandong   | Qingdao,<br>Shandong   | Manufacture and repair of<br>container,processing and manufacture<br>of various mechanical parts, structures<br>and equipment   | USD27,840,000                              | -                 | 100.00%  |
| 5 | Qingdao CIMC Reefer Container<br>Manufacture Co., Ltd. (QDCRC) | Business entity | Qingdao,<br>Shandong   | Qingdao,<br>Shandong   | Manufacture and sale of refrigeration<br>and heat preservation device of reefer<br>container, refrigerator car and heat<br>preservation car, providing maintenance<br>service | USD86,846,680                              | -                 | 100.00%  |
| 6 | Tianjin CIMC North Ocean Container<br>Co., Ltd. (TJCIMC)       | Business entity | Tianjin                | Tianjin                | Manufacture and sales of container,<br>vehicles and ships After-sales service of<br>containers  | USD15,469,300                              | 47.50%            | 52.50%   |
| 7 | Shanghai CIMC Baowell Industries Co.<br>Ltd (SBWI)             | Business entity | Shanghai               | Shanghai               | Manufacture and sale of container as well as relevant   | USD28,500,000                              | -                 | 94.74%   |
| 8 | CIMC Vehicle (Group) (Shandong) Co.<br>Ltd. (KGR)              | Business entity | Zhangqiu,<br>Shandong  | Zhangqiu,<br>Shandong  | Development and manufacture of special cars and other series products   | USD18,930,100                              | -                 | 55.10%   |

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# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### Equity in subsidiaries (Continued) 1.

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

(i) Domestic subsidiaries (Continued)

|    |   |                 | Registration             |                          |  | Share capital<br>issued and<br>information | Shareholding percentage (%) |          |
|----|---|-----------------|--------------------------|--------------------------|--|--|-----------------------------|----------|
|    | Name  | Category        | Place                    | Premises                 | Business scope   | of bonds                                   | Direct                      | Indirect |
| 9  | Zhangzhou CIMC Container Co., Ltd.<br>(ZZCIMC)                                | Business entity | Zhangzhou,<br>Fujian     | Zhangzhou,<br>Fujian     | Manufacture and sale of container as well<br>as relevant technical advisory  | USD23,000,000                              | -                           | 100.00%  |
| 10 | Yangzhou CIMC Tong Hua Special<br>Vehicles Co., Ltd. (YZTH)                   | Business entity | Yangzhou,<br>Jiangsu     | Yangzhou,<br>Jiangsu     | Development, production and sales of<br>various special-use vehicles, refitting<br>vehicles, special vehicles, trailer series                                    | RMB434,300,800                             | -                           | 63.33%   |
| 11 | Zhumadian CIMC Huajun Vehicle Co.<br>Ltd. (HJCIMC)                            | Business entity | Zhumalian,<br>Henan      | Zhumalian,<br>Henan      | Refitting of special vehicles, sales of vehicle related materials  | RMB85,340,000                              | -                           | 63.33%   |
| 12 | Zhangjiagang CIMC Sanctum<br>Cryogenic Equipment Machinery<br>Co., Ltd. (SDY) | Business entity | Zhangjiagang,<br>Jiangsu | Zhangjiagang,<br>Jiangsu | Development, manufacture and installation<br>of deep freezing unit,petrochemical<br>mechanical equipment,tank container,<br>pressure vessel                      | RMB795,532,000                             | -                           | 70.73%   |
| 13 | Donghwa Container Transportation<br>Service Co., Ltd. (DHCTS)                 | Business entity | Shanghai                 | Shanghai                 | Container cargo devanning,<br>vanning;canvass for cargo; allotment<br>and customs declaration; container<br>maintenance and stockpiling; supply of<br>components | USD4,500,000                               | -                           | 70.00%   |
| 14 | Yangzhou Tonglee Reefer Container<br>Co., Ltd. (TLC)                          | Business entity | Yangzhou,<br>Jiangsu     | Yangzhou,<br>Jiangsu     | Manufacture and sale of reefer container<br>and special container;providing relevant<br>technical advisory and maintenance<br>service                            | USD34, 100,000                             | -                           | 100.00%  |
| 15 | Qingdao Kooll Logistics Co., Ltd<br>(QDHFL)                                   | Business entity | Qingdao,<br>Shandong     | Qingdao,<br>Shandong     | Container warehousing,<br>stockpiling,devanning, vanning, load and<br>unload, cleaning, maintenance; goods<br>processing   | RMB20,000,000                              | -                           | 80.00%   |
| 16 | Enric (Bengbu) Compressor Co., Ltd.<br>("Enric Bengbu")                       | Business entity | Bengbu, Anhui            | Bengbu, Anhui            | Manufacturing base of NG compressor<br>and related products  | HKD60,808,400                              | -                           | 70.73%   |

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## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

### 1. Equity in subsidiaries (Continued)

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

|    |   |                 | Registration           | Main                   |  |                  |        | olding<br>ige (%) |
|----|---|-----------------|------------------------|------------------------|--|------------------|--------|-------------------|
|    | Name  | Category        | Place                  | Premises               | Business scope   | of bonds         | Direct | Indirect          |
| 17 | Shijiazhuang Enric Gas Equipment Co.,<br>Ltd. ("Shijiazhuang Enric")              | Business entity | Shijiazhuang,<br>Hebei | Shijiazhuang,<br>Hebei | Manufacturing pressure vessel  | USD32,000,000    | -      | 70.73%            |
| 18 | Enric (Lang fang) Energy Equipment<br>integration Co., Ltd. ("Langfang<br>Enric") | Business entity | Langfang, Hebei        | Langfang, Hebei        | Manufacturing and exploiting Energy<br>Equipment integration   | HKD115,000,000   | _      | 70.73%            |
| 19 | Enric (Beijing) Energy Technology<br>Co., Ltd. ("Beijing Enric")                  | Business entity | Beijing                | Beijing                | Manufacturing and exploiting Energy<br>Equipment integration   | HKD40,000,000    | -      | 70.73%            |
| 20 | CIMC Enric (Jingmen) Energy<br>Equipment  | Business entity | Jingmen, Hubei         | Jingmen, Hubei         | Sales of chemical and gas machineries<br>and equipments as well as after sales<br>services; research and development of<br>energy conservation techniques          | HKD50,000,000    | -      | 70.73%            |
| 21 | Jingmen Hongtu Special Aircraft<br>manufacturing Co., Ltd ("Jingmen<br>Hongtu")   | Business entity | Jingmen, Hubei         | Jingmen, Hubei         | Development and sales of flight vehicle<br>manufacturing techniques, design,<br>production and sales of specialised<br>motor vehicles tanks and pressure<br>vessel | RMB100,000,000   | -      | 56.58%            |
| 22 | Ningguo CIMC Wood Co., Ltd.<br>(NGCIMCW)  | Business entity | Ningguo, Anhui         | Ningguo, Anhui         | Production and sales of plywood floors<br>decorative floors and related bamboo<br>and wood products; wood purchase for<br>production                               | RMB9,884,600     | -      | 60.00%            |
| 23 | Yantai CIMC Raffles offshore Ltd.<br>(YCRO)                                       | Business entity | Yantai,<br>Shandong    | Yantai,<br>Shandong    | Construction of dock;<br>Designation,production of ship;<br>production of equipment of pressure<br>and offshore oil platform                                       | RMB2,291,190,000 | -      | 97.89%            |

# <sup>240</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

|    |  | Registration    |                         | Main                    |  | Share capital<br>issued and<br>information | Shareholding percentage (%) |          |
|----|--|-----------------|-------------------------|-------------------------|--|--|-----------------------------|----------|
|    | Name   | Category        | Place                   | Premises                | Business scope   | of bonds                                   | Direct                      | Indirect |
| 24 | Yantai CIMC Raffles ship Co., Ltd (YCRS)   | Business entity | Yantai,<br>Shandong     | Yantai,<br>Shandong     | Construction of ship as well as<br>component;sales of container and<br>offshore oil platform channel and steel<br>production     | RMB125,980,000                             | -                           | 83.47%   |
| 25 | Haiyang CIMC Raffles offshore Ltd.<br>(HCRO)   | Business entity | Haiyang,<br>Shandong    | Haiyang,<br>Shandong    | Construction of dock; Designation,<br>production of ship; production of<br>equipment of pressure and offshore oil<br>platform    | RMB200,000,000                             | -                           | 97.89%   |
| 26 | Longkou CIMC Raffles offshore<br>engineering Co., Ltd (LCRO)                               | Business entity | Longkou,<br>Shandong    | Longkou,<br>Shandong    | Construction of offshore project and<br>supplement   | RMB290,000,000                             | -                           | 97.89%   |
| 27 | Shandong Master Special Vehicle<br>Manufacturing Co., Ltd (SDMV)                           | Business entity | Jining,<br>Shandong     | Jining,<br>Shandong     | Manufacture and sales of mixing<br>truck,special vehicle and components<br>and parts   | RMB66,000,000                              | -                           | 44.39%   |
| 28 | Xinfa Airport Equipment Ltd. ("Xinfa<br>Airport")  | Business entity | Beijing                 | Beijing                 | Manufacture and sales of airport shuttle buses   | RMB25,000,000                              | -                           | 38.29%   |
| 29 | Yangjiang Shangdong Furi Real Estate<br>Co., Ltd. (YJFR)                                   | Business entity | Yangjiang,<br>Guangdong | Yangjiang,<br>Guangdong | Real estate development and operation<br>planning and consulting,sale of<br>construction materials and inner house<br>decoration | RMB10,000,000                              | -                           | 49.20%   |
| 30 | Nanjing Yangzi Petrochemical Design<br>& Engineering Co., Ltd. ("Yangzi<br>Petrochemical") | Business entity | Nanjing, Jiangsu        | Nanjing, Jiangsu        | Project related to petrochemical industry  | RMB88,000,000                              | -                           | 70.73%   |

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## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

|    |   | Registration    |                      | Main                 |   | Share capital<br>issued and<br>information | Shareholding percentage (%) |          |
|----|---|-----------------|----------------------|----------------------|---|--|-----------------------------|----------|
|    | Name  | Category        | Place                | Premises             | Business scope  | of bonds                                   | Direct                      | Indirect |
| 31 | Zhenhua Logistics Group Co., Ltd.<br>("Zhenhua Group")                                      | Business entity | Tianjin              | Tianjin              | Container and cargo Distribution, freight and repairment              | USD51,596,000                              | _                           | 75.00%   |
| 32 | Xiamen Hongxin Berg Leasing Co. Ltd.<br>("Hongxin Berg")                                    | Business entity | Xiamen, Fujian       | Xiamen, Fujian       | Financial leasing and leasing business                                | USD21,300,000                              | -                           | 51.00%   |
| 33 | Tianjin Zhenhua Haijing Logistics Co.<br>Ltd. ("Zhenhua Haijing")                           | Business entity | Tianjin              | Tianjin              | Construction and operation of warehousing facilities, container depot | RMB145,000,000                             | -                           | 45.00%   |
| 34 | Tianjin Zhenhua International Logistics<br>Co. Ltd. ("Zhenhua IL")                          | Business entity | Tianjin              | Tianjin              | Non-vessel carrier, freight agent                                     | RMB133,970,000                             | -                           | 75.00%   |
| 35 | Shandong Zhenhua Logistics Co., Ltd.<br>("Shandong Zhenhua")                                | Business entity | Qingdao,<br>Shandong | Qingdao,<br>Shandong | Common freight and special freight transport for dangerous goods      | USD9,150,000                               | -                           | 75.00%   |
| 36 | Tianjin Zhenhua Customs Broker<br>Co. Ltd. ("Tianjin CB")                                   | Business entity | Tianjin              | Tianjin              | Customs clearance and related consulting services                     | RMB12,516,400                              | -                           | 75.00%   |
| 37 | Zhenhua International Shipping Agency<br>(Qingdao) Co., Ltd. ("Qingdao<br>Shipping Agency") | Business entity | Qingdao,<br>Shandong | Qingdao,<br>Shandong | International shipping agency business                                | RMB10,000,000                              | -                           | 75.00%   |
| 38 | Tianjin Zhenhua International Shipping<br>Agency Co. Ltd. ("Tianjin Shipping<br>Agency")    | Business entity | Tianjin              | Tianjin              | International shipping agency business                                | RMB10,000,000                              | -                           | 75.00%   |
| 39 | Shanghai Zhenhua International<br>Shipping Agencies Ltd ("Shanghai<br>Shipping Agencies")   | Business entity | Shanghai             | Shanghai             | International shipping agency business                                | RMB10,000,000                              | -                           | 75.00%   |

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# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

|    |   | Registration    |                        | Main                   |   | Share capital<br>issued and<br>information | Shareholding percentage (%) |          |
|----|---|-----------------|------------------------|------------------------|---|--|-----------------------------|----------|
|    | Name  | Category        | Place                  | Premises               | Business scope  | of bonds                                   | Direct                      | Indirect |
| 40 | Zhenhua Dongjiang (Tianjin) Co., Ltd.<br>("Zhenhua Dongjiang (Tianjin)")                      | Business entity | Tianjin                | Tianjin                | Common and special freight transport  | RMB50,000,000                              | _                           | 75.00%   |
| 41 | Tianjin Zhenhua International Trade<br>Bonded Warehousing ("Tianjin<br>Zhenhua Trade Bonded") | Business entity | Tianjin                | Tianjin                | Cargo transport agency services   | RMB5,628,800                               | -                           | 75.00%   |
| 42 | Brigantine Services (Shenzhen)<br>Co., Ltd. ("Shenzhen Brigantine")                           | Business entity | Shenzhen,<br>Guangdong | Shenzhen,<br>Guangdong | Provides a container and ship repair services and related technical   | HKD7,500,000                               | -                           | 70.00%   |
| 43 | Brigantine Services (Shanghai) Co., Ltd.<br>("Shanghai Brigantine")                           | Business entity | Shanghai               | Shanghai               | Container ship and its parts, mechanical repair, maintenance services   | USD513,000                                 | -                           | 70.00%   |
| 44 | Tianjin port free trade zone Kaichang<br>oil marketing Co. Ltd ("Kaichang oil<br>marketing")  | Business entity | Tianjin                | Tianjin                | Sales of petroleum products, warehouse sales  | RMB30,000,000                              | _                           | 45.00%   |
| 45 | C&C Trucks marketing service Co., Ltd<br>("C&C Marketing Service")                            | Business entity | Wuhu, Anhui            | Wuhu, Anhui            | Sale and agency of various kinds of heavy<br>truck special-use vehicles, engineering<br>machinery, automobile chassis engine<br>and relevant components and parts | RMB500,000,000                             | -                           | 70.06%   |
| 46 | Jiajing Technology Co., Ltd ("Jiajing<br>Technology")   | Business entity | Wuhu, Anhui            | Wuhu, Anhui            | Industrial design and new technology<br>development mainly about automobile<br>and its accessories  | RMB10,000,000                              | -                           | 70.06%   |
| 47 | Wuhu Xingfu Real Estate Co., Ltd<br>("Wuhu Xingfu Real Estate")                               | Business entity | Wuhu, Anhui            | Wuhu, Anhui            | Sale and agency of various kinds of heavy<br>truck special-use vehicles, engineering<br>machinery   | RMB25,000,000                              | -                           | 45.69%   |

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# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

|    |  | Registratio     |                      | Main                 |   | Share capital<br>issued and<br>information | Shareholding percentage (%) |          |
|----|--|-----------------|----------------------|----------------------|---|--|-----------------------------|----------|
|    | Name   | Category        | Place                | Premises             | Business scope  | of bonds                                   | Direct                      | Indirect |
| 48 | Ruili Logistics (Wuhu) Co., Ltd<br>("WHRJL")   | Business entity | Wuhu, Anhui          | Wuhu, Anhui          | Sale and agency of various kinds of heavy<br>truck special-use vehicles, engineering<br>machinery                                     | RMB20,492,100                              | -                           | 83.12%   |
| 49 | C&C Trucks Co., Ltd ("C&C Trucks")   | Business entity | Wuhu, Anhui          | Wuhu, Anhui          | Sale and agency of various kinds of heavy<br>truck special-use vehicles, engineering<br>machinery                                     | RMB1,100,000,000                           | 70.06%                      | -        |
| 50 | Anhui FeiCai (Group) co., LTD ("Anhui<br>FeiCai (Group)")  | Business entity | Xuancheng,<br>Anhui  | Xuancheng,<br>Anhui  | Manufacture and sale of agricultural vehicles agricultural machinery and relevant accessories   | RMB158,000,000                             | -                           | 70.06%   |
| 51 | Liaoning Hashenleng Gas liquefaction<br>equipment Co., Ltd ("Hashenleng")                        | Business entity | Liaoning             | Liaoning             | Natural gas liquefaction equipment,<br>CBM liquefaction equipment; design,<br>production and sales of relevant<br>auxiliary equipment | RMB50,000,000                              | -                           | 42.47%   |
| 52 | Sino-Worlink (Beijing) Investment<br>Co., Ltd ("Sino-Worlink (Beijing)<br>Investment")           | Business entity | Beijing              | Beijing              | Investment management; asset<br>management; Investment advisory;<br>corporate management  | RMB35,000,000                              | -                           | 50.00%   |
| 53 | Sino-Worlink (Beijing) International<br>Logistics Co., Ltd ("Sino-Worlink<br>Beijing Logistics") | Business entity | Beijing              | Beijing              | International Freight transport agents, general cargo transport   | RMB30,000,000                              | -                           | 50.00%   |
| 54 | Qingdao Ledar Chemical Co., Ltd<br>("Qingdao Ledar Chemical")                                    | Business entity | Qingdao,<br>Shandong | Qingdao,<br>Shandong | Production and sales of sealant;<br>processing and sales of rubber and<br>plastic parts as well as water-based<br>paint               | RMB30,000,000                              | -                           | 70.00%   |
| 55 | KTlogistex Co., Ltd ("Zhengzhou<br>KTlogistex")  | Business entity | Henan,<br>Zhengzhou  | Henan,<br>Zhengzhou  | Designing and manufacturing automatic sorting machine   | RMB20,000,000                              | -                           | 54.70%   |

# <sup>244</sup> Notes to the Financial Statements

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# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

*(ii) Overseas subsidiaries* 

|    |   |                 | Registration   | Main           |  | Share capital<br>issued and<br>information | Shareho<br>percenta | •        |
|----|---|-----------------|----------------|----------------|--|--|---------------------|----------|
|    | Name  | Category        | Place          | Premises       | Business scope   | of bonds                                   | Direct              | Indirect |
| 56 | CIMC Rolling Stock Australia Pty Ltd.<br>("CIMC Aus") | Business entity | Australia      | Australia      | Sales of vehicles                                      | AUD50,000                                  | _                   | 63.33%   |
| 57 | Enric Energy Equipment Holdings<br>Limited ("Enric")  | Business entity | Cayman Islands | Cayman Islands | Investment holding                                     | HKD1,936,838,008<br>HKD0.01 per share      | -                   | 70.73%   |
| 58 | Burg Industries B.V.                                  | Business entity | Holland        | Holland        | Investment holding                                     | EUR841,267                                 | -                   | 100.00%  |
| 59 | CIMC ENRIC Tank and Process B.V.                      | Business entity | Holland        | Holland        | Investment holding                                     | EUR20,000,000                              | -                   | 70.73%   |
| 60 | Ziemann Holvrieka B.V.                                | Business entity | Holland        | Holland        | Sales of tank equipment                                | EUR136,200                                 | -                   | 70.73%   |
| 61 | Ziemann Holvrieka International B.V.                  | Business entity | Holland        | Holland        | Production, assembly and sale of tank equipment        | EUR682,500                                 | -                   | 70.73%   |
| 62 | Pteris Global Sdn. Bhd ("Pteris Global<br>Sdn. Bhd")  | Business entity | Malaysia       | Malaysia       | Sale service   | MYR8,000,000                               | -                   | 78.14%   |
| 63 | Noordkoel B.V.  | Business entity | Holland        | Holland        | Sales of tank equipment                                | EUR500,000                                 | -                   | 70.73%   |
| 64 | Beheermaatschappij Burg B.V.                          | Business entity | Holland        | Holland        | Investment holding                                     | EUR123,155.95                              | -                   | 100.00%  |
| 65 | Burg Carrosserie B.V.                                 | Business entity | Holland        | Holland        | Production of road transport vehicle                   | EUR18,151,21                               | -                   | 63.33%   |
| 66 | Exploitatiemaatschappij<br>Intraprogres B.V           | Business entity | Holland        | Holland        | Trade, financing and leasing of road transport vehicle | EUR15,925                                  | -                   | 63.33%   |
| 67 | Hobur Twente B.V.                                     | Business entity | Holland        | Holland        | Production and sale of oil and components and parts    | EUR45,378.02                               | -                   | 100.00%  |

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## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

|    |  | Registration    |            | Main       |  | Share capital<br>issued and<br>information | Shareholding percentage (%) |          |
|----|--|-----------------|------------|------------|--|--|-----------------------------|----------|
|    | Name   | Category        | Place      | Premises   | Business scope   | of bonds                                   | Direct                      | Indirect |
| 68 | Burg Service B.V.  | Business entity | Holland    | Holland    | Assembly and repair of road transport vehicle and tank equipment   | EUR150,000                                 | _                           | 70.73%   |
| 69 | LAG Trailers N.V.  | Business entity | Belgium    | Belgium    | Manufacturing trailer  | EUR3,245,000                               | -                           | 63.33%   |
| 70 | Ziemann Holvrieka N.V.                                   | Business entity | Belgium    | Belgium    | Production tank equipment  | EUR991,600                                 | -                           | 70.79%   |
| 71 | Imm oburg N.V. Bree                                      | Business entity | Belgium    | Belgium    | Production of road transport vehicles  | EUR248,000                                 | -                           | 63.33%   |
| 72 | Ziemann Holvrieka A/S                                    | Business entity | Denmark    | Denmark    | Production tank equipment  | DKK1,000,000                               | -                           | 70.73%   |
| 73 | Direct Chassis LLC ("DCEC")                              | Business entity | USA        | USA        | Manufacturing and sales of special vehicles  | USD10,000,000                              | -                           | 63.33%   |
| 74 | CIMC TGE Gas Investments SA<br>("TGESA")                 | Business entity | Luxembourg | Luxembourg | Investment holding   | EUR50,000                                  | -                           | 60.00%   |
| 75 | TGE Gas Engineering GmbH<br>("TGE Gas")                  | Business entity | Germany    | Germany    | Provide EP+CS (Design, Purchase and<br>Construction Supervision) or other<br>technical project services in LNG, LPG<br>and storage and disposal of other | EUR1,000,000                               | -                           | 60.00%   |
| 76 | CIMC Raffles Offshore (Singapore)<br>Limited ("Raffles") | Business entity | Singapore  | Singapore  | Production of various ship for offshore<br>oil and gas, including jack-up drilling<br>platforms, semi- submersible drilling<br>Platforms, FPSOs, FSOs    | SGD594,416,915<br>and<br>USD303,122,013    | -                           | 100.00%  |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VI. EQUITY IN OTHER ENTITIES (CONTINUED)

#### 1. Equity in subsidiaries (Continued)

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

|    |  |                 | Registration        | Main                |   | Share capital<br>issued and<br>information | Shareho<br>percenta |          |
|----|--|-----------------|---------------------|---------------------|---|--|---------------------|----------|
|    | Name   | Category        | Place               | Premises            | Business scope  | of bonds                                   | Direct              | Indirect |
| 77 | CIMC Raffles Investments Limited                                 | Business entity | Hong Kong,<br>China | Hong Kong,<br>China | Investment holding  | HKD2                                       | -                   | 100.00%  |
| 78 | CIMC Raffles Leasing Pte. Ltd.                                   | Business entity | Singapore           | Singapore           | Leasing of marine ship                                    | SGD2                                       | -                   | 100.00%  |
| 79 | Caspian Driller Pte. Ltd.  | Business entity | Singapore           | Singapore           | Leasing of marine ship                                    | USD30,000,000                              | -                   | 100.00%  |
| 80 | Technodyne International Limited<br>("Technodyne")               | Business entity | United Kingdom      | United Kingdom      | Research and development of energy equipment              | GBP100                                     | -                   | 60.00%   |
| 81 | Gadidae AB.  | Business entity | Sweden              | Sweden              | Investment holding  | SEK1,000,000                               | -                   | 100.00%  |
| 82 | Perfect Victor Investments Limited<br>("Perfect Victor")         | Business entity | Hong Kong,<br>China | Hong Kong,<br>China | Investment holding  | USD1                                       | -                   | 100.00%  |
| 83 | Ziemann International GmbH<br>("Ziemann Group")                  | Business entity | Germany             | Germany             | Design, production and sales of beer fermentation machine | EUR16,000,000                              | -                   | 70.73%   |
| 84 | Albert Ziegler GmbH ("Ziegler")                                  | Business entity | Germany             | Germany             | Designation of Marine engineering                         | EUR13,543,000                              | -                   | 60.00%   |
| 85 | Bassoe Technology AB ("Bassoe")                                  | Business entity | Sweden              | Sweden              | Designation of Marine engineering                         | SEK1,000,000                               | -                   | 90.00%   |
| 86 | CIMC MBS LIMITED ("CML")   | Business entity | United Kingdom      | United Kingdom      | Module supply   | GBP3,884,303                               | -                   | 100.00%  |
| 87 | Zhenhua logistics (Hong Kong) Co., Ltd.<br>("Zhenhua Hong Kong") | Business entity | Hong Kong,<br>China | Hong Kong,<br>China | Logistics   | USD6,600,000                               | -                   | 75.00%   |

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## VI. EQUITY IN OTHER ENTITIES (CONTINUED)

### 1. Equity in subsidiaries (Continued)

#### (3) Subsidiaries acquired through combinations under non-common control (Continued)

|    |   |                 | Registration        | Main                |   | Share capital<br>issued and<br>information | Shareho<br>percenta | •        |
|----|---|-----------------|---------------------|---------------------|---|--|---------------------|----------|
|    | Name  | Category        | Place               | Premises            | Business scope  | of bonds                                   | Direct              | Indirect |
| 88 | CIMC Australia Road Transport<br>Equipment Pty Ltd ("CARTE")                          | Business entity | Australia           | Australia           | Investment holding  | AUD8,300,000                               | -                   | 63.33%   |
| 89 | Brigantine International Holdings<br>Limited ("Brigantine International<br>Holdings") | Business entity | Hong Kong,<br>China | Hong Kong,<br>China | Investment holding  | HKD10,000,000                              | -                   | 70.00%   |
| 90 | Brigantine Services Limited<br>("Hong Kong Brigantine Services")                      | Business entity | Hong Kong,<br>China | Hong Kong,<br>China | Container repair and renovation, container trade  | HKD5,000,000                               | -                   | 70.00%   |
| 91 | Pteris Global Ltd   | Business entity | Singapore           | Singapore           | Investment holding  | SGD322,947,152                             | -                   | 78.14%   |
| 92 | Verbus International Limited ("VIL")  | Business entity | United Kingdom      | United Kingdom      | Investment holding  | GBP1,108                                   | -                   | 100.00%  |
| 93 | CIMC Developments Limited ("CDL")   | Business entity | United Kingdom      | United Kingdom      | Project total package   | GBP1                                       | -                   | 100.00%  |
| 94 | Verbus Systems Ltd ("VSL")  | Business entity | United Kingdom      | United Kingdom      | Module supply   | GBP1                                       | -                   | 100.00%  |
| 95 | Briggs Group Limited  | Business entity | United Kingdom      | United Kingdom      | Beer, distillation, pharmaceutical,<br>yeast, biofuels and other industries<br>engineering design and some key<br>equipment | GBP3,385,000                               | -                   | 70.73%   |
| 96 | Retlan Manufacturing Limited  | Business entity | United Kingdom      | United Kingdom      | Production semi-trailer   | 692,041 ordinary<br>£ 1 shares             | -                   | 63.33%   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

#### VI. EQUITY IN OTHER ENTITIES (CONTINUED)

- 1. Equity in subsidiaries (Continued)
- (4) There is no significant partial disposal of subsidiary equity in current period (not losing control).
- (5) There is no acquisition of significant minority interests in the current period.
- 2. Equity in associates and joint ventures
- (1) Basic information of major associates and joint ventures

|                      |              |                |   | Strategic for |              |                |
|----------------------|--------------|----------------|---|---------------|--------------|----------------|
|                      | Main         | Registration   | Nature of   | the group     | Shareholding | Shareholding   |
|                      | Premises     | Place          | business  | or not        | ratio-Direct | ratio-Indirect |
| Joint ventures –     |              |                |   |               |              |                |
| NKY Zhenhua          | Tianjin      | Tianjin        | Logistics support business  | No            | -            | 38.25%         |
| Y&C Engine           | Wuhu, Anhui  | Wuhu, Anhui    | Manufacture and sales of heavy-duty<br>engines and components and parts | Yes           | -            | 33.12%         |
| Associates –         |              |                |   |               |              |                |
| LiHua Energy         | Bazhou,Hebei | Bazhou,Hebei   | Gas warehousing and transportation business                             | No            | -            | 15.58%         |
| Shanghai Fengyang    | Shanghai     | Shanghai       | Real estate development   | Yes           | -            | 40.00%         |
| TSC                  | Houston(USA) | Cayman Islands | Land and sea drilling platform business                                 | Yes           | -            | 13.42%         |
| Jiahua Shipping      | Hong Kong    | Hong Kong      | Logistics support business  | No            | -            | 30.00%         |
| China fire safety    | Chengdu      | Cayman Islands | Fire equipment  | Yes           | -            | 30.00%         |
| Shouzhong Investment | Beijing      | Beijing        | Investment management   | No            | -            | 45.00%         |

The equity mentioned above is measured by equity method.

#### (2) Excess deficit of major associates and joint ventures

There is no excess deficit of associates or joint ventures in the period.

### VII. EQUITY OF THE STRUCTURED BODY NOT INCLUDED IN THE CONSOLIDATION RANGE OF THE CONSOLIDATED FINANCIAL STATEMENTS

There is no equity of the structured body not included in the consolidation range of the consolidated financial statements.

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#### VIII. RELATED PARTIES AND RELATED PARTY TRANSACTIONS

- 1. The company does not have any holding company.
- 2. For the information on the subsidiaries of the company, refer to Note VI.1.
- 3. For the information about the joint ventures and associates of the Company, refer to Note VI.2.

In addition to the important the joint ventures and associates have been disclosed in to Note VI, the rest of joint ventures and associates are as follows:

|  | Main place<br>of business | Registered<br>Address | The nature of the business    | The group<br>activity is<br>strategic | Shareholding<br>percentage –<br>direct | -      |
|--|---------------------------|-----------------------|-------------------------------|---------------------------------------|--|--------|
| Joint ventures -                             |                           |                       |                               |                                       |  |        |
| Guangxi Southern Logistic                    | Nanning                   | Nanning               | Logistics service             | No                                    | -                                      | 50.00% |
| 'K'Line Zhenhua Logistics                    | Tianjin                   | Tianjin               | Logistics service             | No                                    | -                                      | 38.25% |
| Qingdao Jiefeng Brigantine                   | Qingdao                   | Qingdao               | Container maintenance service | No                                    | -                                      | 35.00% |
| Shanghai Weide Brigantine                    | Shanghai                  | Shanghai              | Container maintenance service | No                                    | -                                      | 35.00% |
| Tianjin Jinshi Brigantine                    | Tianjin                   | Tianjin               | Container maintenance service | No                                    | -                                      | 35.00% |
| Associates -                                 |                           |                       |                               |                                       |  |        |
| Xuzhou Wood                                  | Xuzhou                    | Xuzhou                | Wood                          | No                                    | -                                      | 35.00% |
| Run Yu Real Estate                           | Zhenjiang                 | Zhenjiang             | Real estate                   | No                                    | -                                      | 16.40% |
| Qingchen Bamboo                              | Fujian                    | Fujian                | Bamboo wood                   | No                                    | -                                      | 30.00% |
| Xinyang Wood Industry                        | Hong Kong                 | Hong Kong             | Wood                          | No                                    | -                                      | 20.00% |
| Shanghai Shenyi                              | Shanghai                  | Shanghai              | Auto parts                    | No                                    | -                                      | 15.83% |
| Zhejiang Xinlong Bamboo                      | Zhejiang                  | Zhejiang              | Bamboo wood                   | No                                    | -                                      | 30.00% |
| Dalian Jilong Logistics                      | Dalian                    | Dalian                | Logistics service             | No                                    | -                                      | 30.00% |
| Tianjin Sunlon Dongjiang<br>Animal Husbandry | Tianjin                   | Tianjin               | Animal husbandry              | No                                    | -                                      | 39.22% |
| Xiamen CIMC                                  | Xiamen                    | Xiamen                | Container service             | No                                    | -                                      | 45.00% |
| Ningbo Beilun                                | Ningbo                    | Ningbo                | Container service             | No                                    | -                                      | 21.00% |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

#### VIII. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

## 4. Information of other related parties

| Company name  | Relationship with the Group           |
|---|---------------------------------------|
| SUMITOMO CORPORATION                                      | Minority shareholder of subsidiary    |
| Shanxi Heavy Duty Automobile                              | Minority shareholder of subsidiary    |
| Orient International                                      | Subsidiary of significant shareholder |
| FML   | Subsidiary of significant shareholder |
| Gasfin  | Minority shareholder of subsidiary    |
| Asahi Trading Co., Ltd                                    | Minority shareholder of subsidiary    |
| Shunde Furi   | Minority shareholder of subsidiary    |
| China Merchants Shekou Industrial Zone Holdings Co., Ltd. | Subsidiary of significant shareholder |
| Florens Container Corporation S.A.                        | Subsidiary of significant shareholder |
| China COSCO Shipping Corporation Limited                  | Significant Shareholder               |
| Florens Container Services Ltd.                           | Subsidiary of significant shareholder |

Note: Significant shareholders represent shareholders holding more than 5% (inclusive) of the Company's shares.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VIII. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

### 5. Related party transactions

The following transactions with related parties were conducted under normal commercial terms or relevant agreements.

#### (1) Purchase of goods and receiving of services

#### The Group

| Name                         | Nature of the transaction | For the Period<br>from<br>1 January to<br>30 June 2017<br>Amount | For the Period<br>from<br>1 January to<br>30 June 2016<br>Amount |
|------------------------------|---------------------------|--|--|
| Y&C Engine                   | Purchase of goods         | 309,000  | 140,744  |
| Shanxi Heavy Duty Automobile | Purchase of goods         | 49,559   | 28,966   |
| Qingchen Bamboo              | Purchase of goods         | 8,259  | 2,943  |
| Asahi Trading Co., Ltd       | Purchase of goods         | 1,855  | 23,053   |
| Xuzhou Wood                  | Purchase of goods         | 394  | 144  |
| SUMITOMO CORPORATION         | Purchase of goods         | -  | 168  |
| TSC                          | Purchase of goods         | -  | 343  |
| Other related parties        | Purchase of goods         | 1,758  | 2,526  |
| Sub-total                    | Purchase of goods         | 370,825  | 198,887  |
| Other related parties        | Receiving of services     | 15,681   | 10,913   |

#### The Company

Emoluments of the directors, supervisor and senior management of the Company refer to VIII.5(4).

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VIII. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

# 5. Related party transactions (Continued)

## (2) Sales of goods and rendering of services

The Group

| Name                               | Nature of the transaction | For the Period<br>from<br>1 January to<br>30 June 2017<br>Amount | For the Period<br>from<br>1 January to<br>30 June 2016<br>Amount |
|------------------------------------|---------------------------|--|--|
| Shanxi Heavy Duty Automobile       | Sales of goods            | 93,174   | 38,242   |
| Florens Maritime Limited           | Sales of goods            | 63,809   | 66,874   |
| SUMITOMO CORPORATION               | Sales of goods            | 59,136   | 99,554   |
| Florens Container Corporation S.A. | Sales of goods            | 25,676   | 52   |
| Florens Container Services Itd.    | Sales of goods            | 12,624   | -  |
| Oriental International Container   | Sales of goods            | 4,965  | _  |
| NYK Zhenhua                        | Sales of goods            | 228  | 984  |
| Guangxi Southern Logistic          | Sales of goods            | -  | 4,516  |
| Other related parties              | Sales of goods            | 8,298  | 6,119  |
| Sub-total                          | Sales of goods            | 267,910  | 216,341  |
| Other related parties              | Rendering of services     | 20,078   | 10,352   |

### (3) Financing

#### The Group

| Name                   | Amount  | Starting date     | Ending date              | Interest income<br>earned/interest<br>expense<br>recognised from<br>1 January to<br>30 June 2017 | Note                            |
|------------------------|---------|-------------------|--------------------------|--|---------------------------------|
| Financing received     |         |                   |                          |  |                                 |
| Gasfin Investment S.A. | 45,571  | 19 September 2008 | Repayment date not fixed | 522  | Shareholder loans               |
| Shunde Furi            | 27,215  | 12 April 2012     | Repayment date not fixed | -  | Loans for Shareholder operation |
|                        | 72,786  |                   |                          |  |                                 |
| Financing provided     |         |                   |                          |  |                                 |
| Run Yu Real Estate     | 503,568 | 25 December 2007  | Repayment date not fixed | 6,690  | Shareholder loans               |
| Shanghai Fengyang      | 34,204  | 25 December 2007  | Repayment date not fixed | -  | Shareholder loans               |
| Xinyang Wood Industry  | 12,305  | 20 June 2006      | Repayment date not fixed | -  | Shareholder loans               |
|                        | 550,077 |                   |                          |  |                                 |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### VIII. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

### 5. Related party transactions (Continued)

#### (4) Other related party transactions

(*i*) The Company adopted a new share options scheme since 28 September 2010 (see Note IX). Details of unexercised share options granted to key management personnel As at 30 June 2017 are as follows:

| Name          | Position                              | Number of<br>granted share<br>options (in'0000) |
|---------------|---------------------------------------|---|
| Mai Boliang   | President, Chairman                   | 285   |
| Liu Xuebin    | Vice Chairman                         | 99.7  |
| Wu Fapei      | Vice Chairman                         | 75  |
| Li Yinhui     | Vice Chairman                         | 75  |
| Yu Ya         | Vice Chairman                         | 65  |
| Zhang Baoqing | Vice Chairman                         | 75  |
| Gao Xiang     | Vice Chairman                         | 37.5  |
| Yu Yuqun      | Secretary of the Board                | 75  |
| Zeng Han      | General Manager of Finance Department | 28.9  |
| Total         |                                       | 816.1   |

Some key management personnel were not only granted the above share options of the Company but also were granted share options of Enric, the subsidiary of the Company. Details of unexercised share options granted to key management personnel As at 30 June 2017 are as follows:

| Name      | Position                              | Number of<br>granted share<br>options (in'0000) |
|-----------|---------------------------------------|---|
| Wu Fapei  | Vice Chairman                         | 50  |
| Yu Ya     | Vice Chairman                         | 25  |
| Gao Xiang | Vice Chairman                         | 190   |
| Zeng Han  | General Manager of Finance Department | 25  |
| Yu Yuqun  | Secretary of the Board                | 129.8   |
| Total     |                                       | 419.8   |

Note: As at 27 March 2017, approved by the first Shareholders' General Meeting in 2017, Mr. Jin Jianlong, left office due to the expiration of the term while Mr. Zeng Han was appointed as the general manager of finance department. As at 30 June 2017, Mr. Jin still had 640,000 options of the Company and 1,400,000 options of Enric unexercised.

For detailed information for fair value of the granted share options aforesaid, please refer to Note IX.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### VIII. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

### 5. Related party transactions (Continued)

### (4) Other related party transactions (Continued)

#### (ii) Emoluments of the directors, supervisor and senior management of the Company

Directors' and key management personnel's emoluments for the period ended 30 June 2017 are as follows:

|                         | Emoluments for other management service of the Company or subsidiaries |              |            |         |       |       | sidiaries |        |       |
|-------------------------|--|--------------|------------|---------|-------|-------|-----------|--------|-------|
|                         |  |              | Salary and |         |       | Entry | Housing   |        |       |
| Name                    |  | Remuneration | allowance  | Pension | Bonus | Bonus | allowance | Others | Total |
| Directors               |  |              |            |         |       |       |           |        |       |
| Wang Hong               |  | -            | -          | -       | -     | -     | -         | -      | -     |
| Wang Yuhang             |  | -            | -          | -       | -     | -     | -         | -      | -     |
| Mai Boliang             |  | -            | 1,350      | 42      | -     | -     | -         | 223    | 1,615 |
| Wang Zhixian            |  | -            | -          | -       | -     | -     | -         | -      | -     |
| Liu Chong               |  | -            | -          | -       | -     | -     | -         | -      | -     |
| Pan Chengwei            |  | 100          | -          | -       | -     | -     | -         | -      | 100   |
| Wang Guixun             |  | 100          | -          | -       | -     | -     | -         | -      | 100   |
| Pan Zhengqi             |  | 100          | -          | -       | -     | -     | -         | -      | 100   |
| Total                   |  | 300          | 1,350      | 42      | -     | -     | -         | 223    | 1,915 |
| Supervisors             |  |              |            |         |       |       |           |        |       |
| Xiong Bo                |  | -            | 86         | 21      | -     | -     | -         | 6      | 113   |
| Lin Liuwu               | Note (i)   | -            | -          | -       | -     | -     | -         | -      | -     |
| Zhang Mingwen           |  | -            | -          | -       | -     | -     | -         | -      | -     |
| Lv Shengzhou            | Note (i)   | -            | -          | -       | -     | -     | -         | -      | -     |
| Total                   |  | -            | 86         | 21      | -     | -     | -         | 6      | 113   |
| Other Senior Executives |  |              |            |         |       |       |           |        |       |
| Wu Fapei                |  | -            | 661        | 55      | -     | -     | -         | 16     | 732   |
| Li Yinhui               |  | -            | 401        | 54      | -     | -     | -         | 16     | 471   |
| Liu Xuebin              |  | -            | 688        | 55      | -     | -     | -         | 16     | 759   |
| Zhang Baoqing           |  | -            | 661        | -       | -     | -     | -         | -      | 661   |
| Yu Ya                   |  | -            | 375        | -       | -     | -     | -         | -      | 375   |
| Gao Xiang               |  | -            | 718        | 45      | -     | -     | -         | 11     | 774   |
| Jin Jianlong            | Note (ii)  | -            | 330        | -       | -     | -     | -         | -      | 330   |
| Zeng Han                | Note (ii)  | -            | 170        | 22      | -     | -     | -         | 8      | 200   |
| Yang Rong               |  | -            | 568        | 48      | -     | -     | -         | 16     | 632   |
| Yu Yuqun                |  | -            | 660        | 42      | -     | -     | -         | 16     | 718   |
| Sub-total               |  | -            | 5,232      | 321     | -     | -     | -         | 99     | 5,652 |
| Total                   |  | 300          | 6,668      | 384     | -     | -     | -         | 328    | 7,680 |

Note (i): As at 20 December 2016, approved by 2016 first extraordinary general meeting, Mr. Lin Liuwu resigned due to job alteration while Mr. Lv Shengzhou was appointed as the supervisor on behalf of shareholders for the company's eighth board of supervisors.

Note (ii): Approved by the first meeting in 2017 of the eighth board of directors, Mr. Jin Jianlong, left office due to the expiration of the term while Mr. Zeng Han was appointed as the general manager of finance department.

The five individuals who received the highest are included aforesaid from 1 January to 30 June 2017.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# VIII. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

### 5. Related party transactions (Continued)

### (4) Other related party transactions (Continued)

#### (ii) Emoluments of the directors, supervisor and senior management of the Company (Continued)

Directors' and key management personnel's emoluments for the period ended 30 June 2016 are as follows:

|                         |            |              | Emolument  | ts for other man | agement servic | e of the Corr | pany or subsidia | ries   |        |
|-------------------------|------------|--------------|------------|------------------|----------------|---------------|------------------|--------|--------|
|                         |            |              | Salary and |                  |                | Entry         | Housing          |        |        |
| Name                    |            | Remuneration | allowance  | Pension          | Bonus          | Bonus         | allowance        | Others | Total  |
| Directors               |            |              |            |                  |                |               |                  |        |        |
| Wang Hong               |            | -            | -          | -                | -              | -             | -                | -      | -      |
| Zhang Liang             | Note (i)   | -            | -          | -                | -              | -             | -                | -      | -      |
| Wang Yuhang             | Note (ii)  | -            | -          | -                | -              | -             | -                | -      | -      |
| Mai Boliang             |            | -            | 1,310      | 30               | -              | -             | 192              | 15     | 1,547  |
| Wu Shuxiong             | Note (i)   | -            | -          | -                | -              | -             | -                | -      | -      |
| Wang Zhixian            | Note (iii) | -            | -          | -                | -              | -             | -                | -      | -      |
| Liu Chong               | Note (ii)  | -            | -          | -                | -              | -             | -                | -      | -      |
| Pan Chengwei            |            | 100          | -          | -                | -              | -             | -                | -      | 100    |
| Wang Guixun             |            | 100          | -          | -                | -              | -             | -                | -      | 100    |
| Li Kejun                | Note (i)   | -            | -          | -                | -              | -             | -                | -      | -      |
| Pan Zhengqi             | Note (ii)  | 17           | -          | -                | -              | -             | -                | -      | 17     |
| Sub-total               |            | 217          | 1,310      | 30               | -              | -             | 192              | 15     | 1,764  |
| Supervisors             |            |              |            |                  |                |               |                  |        |        |
| He Jiale                | Note(iii)  | -            | -          | -                | -              | -             | -                | -      | -      |
| Xiong Bo                |            | -            | 88         | 19               | 54             | -             | -                | 6      | 167    |
| Lin Liuwu               | Note(iii)  | -            | -          | -                | -              | -             | -                | -      | -      |
| Zhang Mingwen           | Note(iii)  | -            | -          | -                | -              | -             | -                | -      | -      |
| Sub-total               |            | -            | 88         | 19               | 54             | -             | -                | 6      | 167    |
| Other Senior Executives |            |              |            |                  |                |               |                  |        |        |
| Wu Fapei                |            | -            | 662        | 52               | 600            | -             | -                | 15     | 1,329  |
| Li Yinhui               |            | -            | 662        | 51               | 600            | -             | -                | 15     | 1,328  |
| Liu Xuebin              |            | -            | 689        | 52               | 600            | -             | -                | 15     | 1,356  |
| Zhang Baoqing           |            | -            | 662        | 51               | 600            | -             | -                | 15     | 1,328  |
| Yu Ya                   |            | -            | 662        | -                | 600            | -             | -                | -      | 1,262  |
| Gao Xiang               |            | -            | 669        | 45               | -              | -             | -                | 11     | 725    |
| Jin Jianlong            |            | -            | 637        | -                | 600            | -             | -                | -      | 1,237  |
| Zeng Beihua             | Note(iv)   | -            | 317        | -                | 300            | -             | -                | -      | 617    |
| Yang Rong               | Note(iv)   | -            | 200        | 11               | 660            | -             | -                | 7      | 878    |
| Yu Yuqun                |            | -            | 630        | 30               | -              | -             | -                | 7      | 667    |
| Sub-total               |            | -            | 5,790      | 292              | 4,560          | -             | -                | 85     | 10,727 |
| Total                   |            | 217          | 7,188      | 341              | 4,614          | -             | 192              | 106    | 12,658 |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### VIII. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

#### 5. Related party transactions (Continued)

#### (4) Other related party transactions (Continued)

- (ii) Emoluments of the directors, supervisor and senior management of the Company (Continued)
  - Note (i): As at 31 May 2016, approved by Shareholders' General Meeting in 2015, Mr. Zhang Liang, Mr. Wu Shuxiong and Mr. Li Kejun left the office due to the expiration of the term of office.
  - Note (ii): As at 31 May 2016, approved by Shareholders' General Meeting in 2015, Mr. Wang Yuhang was recommended by the board of directors as the vice chairman of the eighth board of directors and non-executive director, Mr. Liu Chong was appointed as the non-executive director of the eighth board of directors and Mr. Pan Zhengqi was appointed as an independent non-executive director of the eighth board of directors.
  - Note (iii): As at 31 May 2016, approved by shareholders' general meeting in 2015, Mr. Wang Zhixian and Mr. He Jiale was expired as a supervisor, Mr. Wang Zhixian was recommended by the board of directors as the non-executive director of the eighth board of directors while Mr. Lin Liuwu and Mr. Zhang Mingwen was recommended by the board of supervisors as the supervisor on behalf of shareholders for the eighth board of supervisors.
  - Note (iv): Approved by the second meeting in 2016 of the seventh board of directors, Mr. Zeng Beihua left company and Ms. Yang Rong was appointed as the general manager if treasury department.

The five individuals who received the highest are included aforesaid period from 1 January to 30 June 2016.

Other benefits mainly consists of housing funds, pensions, medical insurance, etc.

#### (iii) Termination benefits for directors

For the period from 1 January to 30 June in 2017, there was no compensation for directors with terminated appointment from the Company and the subsidiaries. (For the period from 1 January to 30 June in 2016: Nil).

#### (iv) Consideration paid to third parties for service of directors

For the period from 1 January to 30 June 2017, there was no consideration paid to third parties for service of directors (For the period from 1 January to 30 June 2016: Nil).

# (v) Loans, quasi-loans offered and other transactions with directors, legal entities controlled by directors and their related persons

As at 30 June 2017, there were no loans, quasi-loans and guarantees offered to directors, legal entities controlled by directors and their related persons (31 December 2016: Nil).

#### (vi) Significant interest of directors in transactions, arrangement and contracts.

For the period from 1 January to 30 June 2017, the Company did not enter into any agreement that related to the business of the Group, in which the directors have significant interest in transactions, arrangement and contracts directly or indirectly (For the period from 1 January to 30 June 2016: Nil).

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### VIII. RELATED PARTIES AND RELATED PARTY TRANSACTIONS (CONTINUED)

### 6. Receivables due from and payables due to related parties

Refer to Note IV.4 for details of accounts receivable.
Refer to Note IV.5 for details of other receivables.
Refer to Note IV.6 for details of advance to suppliers.
Refer to Note IV.9 for details of current portion of non-current assets.
Refer to Note IV.12 for details of long-term receivables.
Refer to Note IV.22 for details of other non-current assets.
Refer to Note IV.28 for details of accounts payable.
Refer to Note IV.34 for details of other payables.
Refer to Note IV.29 for advance from customers.

### 7. Commitments in relation to related parties

As at 30 June 2017, there are no commitments in relation to related parties contracted for but not yet necessary to be recognised on the balance sheet by the Group.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# IX. SHARE-BASED PAYMENTS

# 1. Information about share-based payments

| Total equity instruments granted during the  | The total number of share options granted by the Company and   |
|--|--|
| year   | Enric was 0 this period.   |
| Total equity instruments exercised during  | The number of exercised share options granted by the Company   |
| the year   | and Enric were 1,776,000 and 1,676,000 respectively this period.   |
| Total equity instruments forfeited during  | The Company has no ineffective or obsolete equity instruments  |
| the year   | and the number of share options forfeited in Enric was 294,000   |
| The exercise price of outstanding share  | <ul> <li>this period.</li> <li>Equity-settled share options granted by Enric in 2009,2011</li></ul>  |
| options at the end of the year and   | and 2014: HKD4, HKD2.48 and HKD11.24 per share   |
| residual life of the share options   | respectively, the residual life of contract is 2.30, 4.32 and  |
| contracts  | 6.93 years respectively;   |
|  | 2. Equity-settled share options granted by the Company<br>in 2010 and 2011: RMB10.49 (after adjustment) and<br>RMB16.02 per share respectively (after adjustment), the<br>residual life of contracts is both 3.24 years. |
| The price of other outstanding equity<br>instruments at the end of the year and<br>residual life of relevant contracts | Nil  |

Expenses recognised for the period arising from share-based payments are as follows

|                                    | For the Period<br>from | For the Period<br>from |
|------------------------------------|------------------------|------------------------|
|                                    | 1 January to           | 1 January to           |
|                                    | 30 June 2017           | 30 June 2016           |
| Equity-settled share-based payment | 9,583                  | 19,889                 |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IX. SHARE-BASED PAYMENTS (CONTINUED)

### 2. Information on equity-settled share-based payment

#### (1) Information on equity-settled share-based payment of Enric

Enric, a subsidiary of the Company, carried out a share options plan (the "Plan I"), which was approved by the shareholders' meeting on 11 November 2009. According to the Plan, the key management personnel and other employees in Enric were granted share options of Enric at nil consideration to subscribe for shares of Enric. The options are 50% exercisable after one year from the date of grant and are then 100% exercisable after two years from the date of grant. Each option gives the holder the right to subscribe for one ordinary share in Enric. The total number of share options granted was 43,750,000, with the exercise price of HKD4 per share.

Enric carried out another share options plan (the "Plan II"), which was approved by the shareholders' meeting on 28 October 2011. According to Plan II, the board of directors of the Company was authorised to grant share options to the key management personnel and other employees of Enric at nil consideration to subscribe for shares of Enric. The options are 40% exercisable after one year from the date of grant and, 70% exercisable after 2 years from the date of grant, and then 100% exercisable after 3 years from the date of grant. Each option gives the holder the right to subscribe for one ordinary share in Enric. The total number of share options granted was 38,200,000, with exercise price of HKD2.48 per share.

Enric, a subsidiary of the Company, carried out a share options plan (the "Plan III"), which was approved by the shareholders' meeting on 5 June 2014. According to the Plan, the key management personnel and other employees in Enric were granted share options of Enric at nil consideration to subscribe for shares of Enric. The options are 40% exercisable after two years from the date of grant, 70% exercisable after three years from the date of grant. Each option gives the holder the right to subscribe for one ordinary share in Enric. The total number of share options granted was 38,420,000, with the exercise price of HKD11.24 per share.

Movement of share options of Enric:

|                             | 30 June<br>2017<br>'000 | 31 December<br>2016<br>'000 |
|-----------------------------|-------------------------|-----------------------------|
| Beginning balance           | 83,572                  | 86,599                      |
| Granted in current period   | -                       | -                           |
| Exercised in current period | (1,676)                 | (1,211)                     |
| Cancelled in current period | (162)                   | (1,776)                     |
| Forfeited in current period | (132)                   | (40)                        |
| Ending balance              | 81,602                  | 83,572                      |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IX. SHARE-BASED PAYMENTS (CONTINUED)

#### 2. Information on equity-settled share-based payment (Continued)

#### (2) Information on equity-settled share-based payment of the Company

A share options scheme (the "Scheme") was approved in the shareholders' meeting of the Company held on 28 September 2010. According to the Scheme, the board of directors of the Company was authorised to grant share potions to the key management personnel and other employees to subscribe for the shares of the Company. The effective period of the Scheme is ten years from the first grant date of share options. The options are exercisable in two periods. The options are 25% exercisable from the first transaction date after 24 months since the grant date to the last transaction date after 48 months since grant date. The remaining 75% are exercisable from the first transaction date of the Scheme. Each option gives the holder the right to subscribe for one ordinary share in the Company. In addition, the holder must simultaneously satisfactory all the condition as follows:

- (a) The holder should pass the previous year's evaluation.
- (b) The increase of net profit attributable to ordinary shareholders of the Company after deducting nonrecurring profit or loss should not be lower than the 6% and the average return on net assets after deducting non-recurring profit or loss should not be lower than 10% for the previous year of the exercise date.
- (c) During the waiting period, the net profit attributable to ordinary shareholders of the Company and the net profit attributable to ordinary shareholders of the Company after deducting non-recurring profit or loss should not be lower than the average figures of the three fiscal years before the grant day or negative.

The total number of share options granted was 60,000,000, 54,000,000 among which were for the initial grant with exercise price of 12.39 per share while the remaining 6,000,000 options were for reservation.

The Company distributed a cash dividend of 0.35 per share, 0.46 per share, 0.23 per share, 0.27, 0.31 per share, 0.22 per share and 0.06 per share as at 31 May 2011, 21 June 2012, 28 June 2013, 27 June 2014, 29 July 2015, 20 July 2016 and 20 July 2017 respectively to ordinary shareholders. In accordance with the Scheme, upon the implementation of the annual dividend distribution plan for 2010, 2011, 2012, 2013, 2014, 2015 and 2016, the Board of Directors adjusted the exercise price of the aforementioned 54,000,000 share options granted on 28 September 2010. After the adjustment, the exercise price is 10.49 per share.

According to the resolution approved by the shareholders' meeting on 22 September 2011, the aforementioned 6,000,000 share options for reservation in the Scheme on 28 September 2010 were granted with exercise price of 17.57 per share. With the implementation of annual dividend distribution plan for 2011, 2012, 2013, 2014,2015 and 2016 to ordinary shareholders with cash dividend of 0.46, 0.23, 0.27, 0.31,0.22 and 0.06 respectively, the exercise price for the reserved share options was adjusted to 16.02 per share.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### IX. SHARE-BASED PAYMENTS (CONTINUED)

### 2. Information on equity-settled share-based payment (Continued)

#### (2) Information on equity-settled share-based payment of the Company (Continued)

Movement of share options of the Company:

|                             | 30 June     | 31 December |
|-----------------------------|-------------|-------------|
|                             | 2017        | 2016        |
|                             | <b>'000</b> | '000        |
| Beginning balance           | 25,229      | 25,986      |
| Exercised in current period | (1,776)     | (757)       |
| Cancelled in current period | -           | -           |
| Forfeited in current period | -           | -           |
| Ending balance              | 23,453      | 25,229      |

# (3) Basis of the best estimate of the number of equity instruments expected to vest is as follows:

At each balance sheet date during the vesting period, the Company makes the best estimation according to the latest information of the number of employees who are granted to vest and revises the number of equity instruments expected to vest. On vesting date, the estimate shall be equal to the number of equity instruments that ultimately vested.

There was no significant difference of estimation between current period and last year.

| As at 30 June 2017, Accumulated amount recognised in capital reserve for equity-settled share-based payments | 414,679 |
|--|---------|
| Total expenses recognised for equity-settled share-based payments for current period<br>Including:           |         |
| <ul> <li>attributed to the Company</li> <li>attributed to Enric</li> </ul>                                   | 9,583   |
|  | 9,583   |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## X. CONTINGENCIES

### 1. Contingent liabilities

CIMC Raffles, a subsidiary of the Company entered into vessels construction contracts and vessel leasing contracts with relevant purchasers, which involve terms of compensation for delivery postponement and termination. The management of Raffles expected the risk of delivery postponement is high which will incur the compensation, therefore the management decided to accrue a provision amounted USD3,650,000 (equivalent to RMB24,729,000) (31 December 2016:USD3,650,000 (equivalent to RMB25,320,000)) in accordance with both the daily compensation amount written in the contracts and the expected postponed days with highest chance. Also, CIMC Raffles entered into the terms of the warranty agreement with the owner in the construction of the drilling platform. As at 30 June 2017, the balance of the premium pledged for the delivery of the project was USD3,694,000 (equivalent to RMB25,027,000) (31 December 2016: USD5,964,000 (equivalent to RMB28,150,000)).

YZTH, a subsidiary of the Company provided guarantee to the mortgage loans by which some of its clients bought its mixer trucks, but some of the loan repayments have been overdue severely, the management team expected there is possibility for YZTH to repay the loans for the clients, therefore they decided to accrue a provision amounted 9,272,000 (31 December 2016: 19,778,000).

### 2. Guarantees provided for external parties

CIMC Raffles, a subsidiary of the Group, provided the guarantee for the vessel leasing of its clients. As at 30 June 2017, the amount guaranteed by Raffles was about 334,250,000 (31 December 2016: 382,000,000).

CIMC Vehicle (Group), a subsidiary of the Group, signed contracts with HuiShang Bank, China Merchants Bank, Bank of Communications, China Guangfa Bank, Industrial Bank, Industrial and Commercial Bank of China, ZhongYuan Bank and external Finance Company, pursuant to which relevant banks provided guarantees in respect of banking facilities granted to the distributors and customers of CIMC Vehicle (Group) and its subsidiaries arising from purchase of vehicle products. As at 30 June 2017, the aggregate amount of credit facilities in respect of which CIMC Vehicle (Group) and its subsidiaries provided guarantees to the distributors and customers was 786,333,000 (31 December 2016: 1,031,416,000).

ShenYang Vehicle Garden and Shannxi Vehicle Garden, subsidiaries of the Group, signed property loans guarantee contract and cooperated in mortgage facility with China Construction bank and Qindu Rural Commercial bank respectively to provide periodical guarantee for customers' property loan from the two banks. As at 30 June 2017, customers' property loans guaranteed by ShenYang Vehicle Garden and Shannxi Vehicle Garden, was 8,295,000 (31 December 2016: Nil).

Yangzhou Dayu Real Estate,CIMC HaoYu,YJFR and Dongguan Innovation Park,subsidiaries of the Group, provided guarantees to purchasers of commodity homes by the way of secured loans. The amount of guarantees provided by the Group was 714,347,000 as at 30 June 2017 (31 December 2016: 733,443,000).

C&C Trucks and its subsidiaries signed contracts with external banks, pursuant to which relevant banks provided guarantees in respect of banking facilities granted to the distributors and customers of C&C Trucks and its subsidiaries arising from purchase of vehicle products. As at 30 June 2017, the aggregate amount of credit facilities in respect of which C&C Trucks and its subsidiaries provided guarantees to the distributors and customers was 314,477,000 (31 December 2016: 386,879,000).

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### X. CONTINGENCIES (CONTINUED)

# 3. Notes payable issued but not accounted for, outstanding letter of credit issued but undue and outstanding performance guarantees

The Group does not recognise bills payable or letter of credit issued as deposits. Corresponding inventories, advance to suppliers and notes payable are recognised at the earlier of the date of delivery of goods and the maturity date of the bills issued. As at 30 June 2017, the Group had bills issued but not accounted for RMB330,227,000 and outstanding letters of credit RMB88,443,000, totalling RMB418,670,000 (31 December 2016: RMB1,143,013,000).

As at 30 June 2017, the Company had outstanding balance of guarantees for its subsidiaries RMB915,000,000 and USD20,000,000 (equivalent to RMB135,501,000) respectively, totaling RMB1,050,501,000.

As at 30 June 2017, CMIC Raffles had outstanding balance of guarantees issued by relevant banks totalling USD53,753,000 (equivalent to RMB364,183,000), of which the balance of advance payment guarantees, and quality guarantees were USD32,000,000 (equivalent to RMB216,802,000), USD21,753,000 (equivalent to RMB147,381,000) respectively (31 December 2016: RMB905,730,000).

As at 30 June 2017, CIMC Enric had outstanding balance of guarantees issued by relevant banks totalling RMB698,752,000 of which the balance of performance and advance payment guarantees were RMB342,096,000, the balance of advance prepayment guarantees were RMB356,656,000 (31 December 2016: RMB779,018,000,).

As at 30 June 2017, TLC, the subsidiary of the group, had outstanding balance of guarantees issued by relevant banks totalling USD115,000 (equivalent to RMB799, 000). (31 December 2016: RMB2, 844,000).

As at 30 June 2017, QDCRC, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks totalling RMB32,537,000 (31 December 2016: RMB10,478,000).

As at 30 June 2017, TAS had outstanding balance of guarantees issued by relevant banks totalling 684,748,000, of which the balance of performance guarantees, quality guarantees, bid guarantees, payment guarantees were RMB375,133,000, RMB20,540,000, RMB32,669,000 and RMB256,406,000 respectively (31 December 2016: RMB682,818,000).

As at 30 June 2017, CIMC Finance Company, the subsidiary of the Group, had outstanding balance of guarantees for the subsidiary of the Group, of which the balance of performance guarantees, quality guarantees, margin guarantees and payment guarantees were RMB23,493,000, RMB1,593,000, RMB5,600,000 and RMB9,000,000 respectively, totaling RMB39,916,000 (31 December 2016: RMB28,396,000).

As at 30 June 2017, Zhenhua Logistics Group, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks totalling RMB12,970,000 (31 December 2016: RMB42,125,000).

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### X. CONTINGENCIES (CONTINUED)

# 3. Notes payable issued but not accounted for, outstanding letter of credit issued but undue and outstanding performance guarantees (Continued)

As at 30 June 2017, QDHFL, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks totalling RMB83,000 (31 December 2016: Nil).

As at 30 June 2017, LYV, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks totalling RMB1,702,000 (31 December 2016: Nil).

As at 30 June 2017, ZZCIMC, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks totalling RMB18,392,000 (31 December 2016: Nil).

As at 30 June 2017, YanTai Tiezhongbao, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks was RMB255,000 and USD868,000 (totally equivalent to RMB6,136,000). (31 December 2016:Nil).

As at 30 June 2017, QDCSR, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks totalling RMB3,200,000 (31 December 2016: Nil).

As at 30 June 2017, QDCC, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks totaling RMB59,734,000 (31 December 2016: Nil).

As at 30 June 2017, Ziegler, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks totaling EUR1,295,000 (equivalent to RMB10,039,000). (31 December 2016: Nil).

As at 30 June 2017, Verbus, the subsidiary of the Group, had outstanding balance of performance guarantees issued by relevant banks totaling GBP 5,947,000 (equivalent to RMB52,395,0000).(31 December 2016: Nil).

### 4. Significant pending litigations

CIMC Raffles, a subsidiary of the Company entered into drilling platform construction contracts, and the platform had been delivered to the purchasers in 2015. The purchasers believed that the deliverables cannot fulfill the technical requirements written in the construction contract, hence they asked Raffles to pay them compensation amounted to USD2,000,000. As at the report date, the final result of the litigation has not been reached. The management team of Raffles expected there is high risk to pay the compensation, hence they decided to accrue a provision valued USD2,000,000 (equivalent to RMB13,550,000) at 30 June 2017 (31 December 2016: RMB13,874,000).

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# XI. COMMITMENTS

# 1. Significant commitments

### (1) Capital commitments

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Significant fixed assets purchase contracts entered into under performance or preparation of performance  | 147,173         | 108.730             |
| Investment contracts entered into but not performed or performed partially<br>Significant contracts entered into for Ships to be manufactured for |                 | 129,423             |
| sales or lease  | 119,598         | 179,633             |
| Total   | 494,514         | 417,786             |

### (2) Operating lease commitments

The future minimum lease payments due under the signed irrevocable operating leases contracts at the period end are summarised as follows:

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Within 1 year (inclusive)                   | 62,558          | 45,683              |
| Over 1 year but within 2 years (inclusive)  | 25,403          | 26,155              |
| Over 2 years but within 3 years (inclusive) | 10,835          | 20,690              |
| Over 3 years                                | 44,276          | 49,420              |
| Total                                       | 143,072         | 141,948             |

Operating lease recognised as expenses in the period amounted to RMB50,717,000 (For the period from 1 January to 30 June 2016: RMB44,177,000).

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### XII. EVENTS AFTER THE BALANCE SHEET DATE

- 1. On 5 July 2017, EIHL (Shenzhen) entered into the relevant agreement with SOE and SOE Bankruptcy and Liquidation Team (南通太平洋破產清算組) to propose to purchase the major assets of SOE through acquiring the entire equity interests in SOE. On 4 August 2017, the SOE Restructuring Plan was approved at the creditors' meeting of SOE and approved by the court. On 16 August 2017, SOE has become an indirect wholly-owned subsidiary of CIMC Enric and an indirect non-wholly-owned subsidiary of the Group. SOE has renamed as "南 通中集太平洋海洋工程有限公司" (Nantong CIMC SinoPacific Offshore & Engineering Co., Ltd.). For relevant information, please refer to the announcements dated 6 July 2017, 4 August 2017 and 16 August 2017 disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo. com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC]2017-036, [CIMC]2017-047 and [CIMC]2017-054) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).
- 2. On 17 July 2017, CIMC Skyspace Real Estate and CGRE entered into a capital increase agreement, pursuant to which CGRE injected an amount of RMB926,322,300 into the capital of CIMC Skyspace Real Estate and held as to 25% of its equity after the completion while the Company held 61.5% equity interest in CIMC Skyspace Real Estate though CIMC Shenfa. For relevant information, please refer to the announcements dated 17 July 2017 disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo. com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC] 2017-040) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).
- 3. On 3 August 2017, Shenzhen Southern CIMC Containers Manufacture Co., Ltd. (深圳南方中集集裝箱製造有限公司) ("Southern CIMC"), a wholly-owned subsidiary of the Company, and China Merchants Shekou Industrial Zone Holdings Co., Ltd. (招商局蛇口工業區控股股份有限公司) ("China Merchants Shekou") entered into a relocation compensation agreement for the land in Prince Bay, Shekou, pursuant to which Southern CIMC agreed to relocate and return the leasehold land in Prince Bay, Shekou to China Merchants Shekou and China Merchants Shekou agreed to pay compensation based on the appraised value of RMB494,894,588. Such matter still needs to be approved by shareholder's meeting. For relevant information, please refer to the announcements dated 3 August and 11 August 2017 and the notice of general meeting disclosed in China Securities Journal, Shanghai Securities News, Securities Times, Cninfo website (www.cninfo.com.cn), the Company's website (www.cimc.com) (Notice No.: [CIMC] 2017-045) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

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### XIII. SEGMENT REPORTING

In accordance with the Group's internal organisation structure, management requirement and internal reporting process, nine reportable segments are identified by the Group including: Containers, Road transportation vehicles, Energy and chemistry & food equipment, Offshore business, Airport facilities, Logistic services, Finance, Property development and Heavy trucks. Each reportable segment is an independent business segment providing different products and services. Independent management is applied to individual business segment as different technical and market strategy are adopted. The Group reviews the financial information of individual segment regularly to determine resources allocation and performance assessment.

#### 1. Segment profits, losses, assets and liabilities

In order to assess the segment performance and resources allocation, the Group's management review segment revenue, expenses, assets and liabilities of each segment regularly. The preparation basis of such information is detailed as follows:

Segment assets include tangible assets, intangible assets, other long-term assets and accounts receivable, etc, but exclude deferred tax assets and other un-allocated headquarter assets. Segment liabilities include payables, bank loans, provision, special payables and other liabilities, while deferred tax liabilities are exclude.

Segment profit represents revenue (including external revenue and inter-segment revenue), offsetting segment expenses, depreciation and amortisation, impairment losses, interest expenses and income attributable to individual segment. Transactions conducted among segments are under normal non-related party transaction commercial terms.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# XIII. SEGMENT REPORTING (CONTINUED)

### 1. Segment profits, losses, assets and liabilities (Continued)

Information to be disclosed on each of the Group's reportable segment (including management's periodically reviewed information and disclosure required by accounting standard) that the Group uses in measuring segments' profit/(loss), assets and liabilities is set out as follows:

| Item                                       | Containers<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Road<br>transportation<br>vehicles<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Energy and<br>chemistry &<br>food<br>equipment<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Offshore<br>business<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Airport<br>facilities<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Logistic<br>services<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Finance<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Property<br>development<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Heavy trucks<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Others<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Elimination<br>between<br>segments<br>For the<br>Period from<br>1 January to<br>30 June 2017 | Total<br>For the<br>Period from<br>1 January to<br>30 June 2017 |
|--|--|--|--|--|---|--|---|---|--|--|--|---|
| External transaction                       | 9,887,481  | 9,626,148  | 4,981,930  | 537,143  | 1,180,919   | 3,737,122  | 1,148,040   | 268,459   | 1,250,276  | 769,634  | -  | 33,387,152  |
| Inter segment transaction                  | 161,574  | 93,453   | 78,581   | 677,366  | -   | 14,080   | -   | 29,205  | 32,925   | 624,543  | (1,711,727)  | -   |
| Cost of sales from main operations         | 8,044,284  | 7,907,269  | 4,100,021  | 1,325,117  | 932,468   | 3,351,524  | 498,703   | 161,286   | 1,199,321  | 1,159,432  | (1,767,808)  | 26,911,617  |
| Investment income/(loss) in joint ventures |  |  |  |  |   |  |   |   |  |  |  |   |
| and associates                             | (739)  | 1,185  | (1,225)  | -  | -   | (2,787)  | 2,592   | -   | 6,149  | (2,637)  | -  | 2,538   |
| Impairment loss for the year               | 13,753   | 37,921   | 117,644  | (290)  | 545   | 1,821  | 62,000  | (141)   | (43)   | 1,652  | (425)  | 234,437   |
| Depreciation and amortisation expenses     | 191,681  | 139,505  | 218,251  | 270,460  | 33,707  | 48,507   | 94,243  | 5,604   | 68,783   | 82,170   | -  | 1,152,911   |
| Interest income                            | 59,361   | 34,139   | 25,883   | 31,978   | 1,104   | 7,530  | 109,934   | 8,802   | 1,530  | 674,061  | (836,661)  | 117,661   |
| Interest expenses                          | 38,065   | 52,448   | 56,079   | 249,726  | 6,036   | 15,047   | 65,219  | 5,628   | 38,641   | 690,237  | (694,861)  | 522,265   |
| Segment operating profit/(loss)            | 904,024  | 716,090  | 115,972  | (549,219)  | 1,912   | 89,396   | 551,309   | 73,097  | (43,117)   | (385,962)  | 102,640  | 1,576,142   |
| Income tax expenses                        | 222,922  | 148,074  | 63,709   | 1,202  | 6,085   | 32,056   | 35,212  | 8,062   | (303)  | 6,584  | (13,970)   | 509,633   |
| Net profit/(loss)                          | 681,102  | 568,016  | 52,263   | (550,421)  | (4,173)   | 57,340   | 516,097   | 65,035  | (42,814)   | (392,546)  | 116,610  | 1,066,509   |
| Segment total assets                       | 18,705,203   | 15,766,465   | 13,731,880   | 33,175,397   | 3,894,988   | 4,212,124  | 36,093,645  | 3,248,466   | 4,287,682  | 40,611,475   | (44,228,471)   | 129,498,854   |
| Segment total liabilities                  | 10,242,842   | 8,147,509  | 9,127,079  | 31,811,543   | 2,416,166   | 2,714,511  | 28,524,362  | 1,616,268   | 3,872,629  | 44,880,485   | (53,726,423)   | 89,626,971  |
| Supplementary information:                 | -  | -  | -  | -  | -   | -  | -   | -   | -  | -  | -  |   |
| – Segment expenditures/(income) other      |  |  |  |  |   |  |   |   |  |  |  |   |
| than depreciation and amortisation         | 121,423  | 82,465   | 128,878  | (60,348)   | 4,745   | 7,411  | 58,820  | (141)   | 213  | 129,992  | (178,406)  | 295,052   |
| – Long-term equity investment of joint     |  |  |  |  |   |  |   |   |  |  |  |   |
| ventures and associates                    | 29,470   | 122,966  | 9,162  | 33,289   | 533,598   | 493,166  | 402,522   | 104,191   | 202,304  | 318,762  | -  | 2,249,430   |
| – Segment expenditures raising from        |  |  |  |  |   |  |   |   |  |  |  |   |
| additions of non-current assets            | 162,230  | 106,945  | 304,593  | 113,416  | 61,185  | 46,283   | 252,235   | 18,152  | 24,105   | 178,622  | 1,020,953  | 2,288,719   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# XIII. SEGMENT REPORTING (CONTINUED)

### 1. Segment profits, losses, assets and liabilities (Continued)

Information to be disclosed on each of the Group's reportable segment (including management's periodically reviewed information and disclosure required by accounting standard) that the Group uses in measuring segments' profit/(loss), assets and liabilities is set out as follows: (Continued)

| ltem  | Containers<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Road<br>transportation<br>vehicles<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Energy and<br>chemistry &<br>food<br>equipment<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Offshore<br>business<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Airport<br>facilities<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Logistic<br>services<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Finance<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Property<br>development<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Heavy trucks<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Others<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Elimination<br>between<br>segments<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Unallocated<br>items<br>For the<br>Period from<br>1 January to<br>30 June 2016 | Total<br>For the<br>Period from<br>1 January to<br>30 June 2016 |
|---|--|--|--|--|---|--|---|---|--|--|--|--|---|
| External transaction                                    | 4,604,375  | 6,957,207  | 4,180,802  | 1,108,446  | 1,128,444   | 3,183,410  | 1,114,356   | 315,698   | 795,514  | 154,591  | -  | -  | 23,542,843  |
| Inter segment transaction                               | 294,243  | 56,147   | 157,307  | 2,595,243  | -   | 35,207   | -   | -   | 64,845   | 142,732  | (3,345,724)  | -  | -   |
| Cost of sales from main operations                      | 4,059,329  | 5,628,816  | 3,529,358  | 3,316,300  | 886,690   | 2,798,683  | 366,336   | 100,269   | 833,364  | 196,168  | (2,919,444)  | -  | 18,795,869  |
| Investment income/(loss) in joint ventures              | (4.000)  | 07/  |  |  |   | 40.047   | 4 (00   | 700   | 005  |  |  |  | 40.000  |
| and associates  | (1,008)  | 876  | -  | -  | -   | 10,816   | 1,638   | 729   | 285  | 464  | -  | -  | 13,800  |
| Impairment loss for the year                            | 2,777  | 5,957  | 1,243,256  | (74)   | (5,611)   | 3,003  | 18,193  | -   | -  | -  | -  | -  | 1,267,501   |
| Depreciation and amortisation expenses                  | 209,275  | 254,554  | 149,758  | 308,335  | 39,122  | 78,255   | 85,057  | 4,913   | 65,959   | 13,706   | -  | 33,747   | 1,242,681   |
| Interest income   | 101,117  | 35,774   | 27,336   | 51,829   | 1,476   | 6,149  | 104,947   | 7,358   | 1,722  | 563,003  | (825,427)  | 22,010   | 97,294  |
| Interest expenses                                       | 23,844   | 47,735   | 58,941   | 123,596  | 10,075  | 18,951   | 71,008  | 10,655  | 48,240   | 16,749   | (652,781)  | 538,069  | 315,082   |
| Segment operating profit/(loss)                         | (111,321)  | 481,392  | (946,223)  | (3,315)  | 19,751  | 108,555  | 490,441   | 60,771  | (96,906)   | (14,346)   | (56,312)   | (98,331)   | (165,844)   |
| Income tax expenses                                     | 28,311   | 119,499  | 75,354   | 673  | 9,046   | 40,121   | 36,733  | 17,996  | (383)  | 677  | -  | 47,289   | 375,316   |
| Net profit/(loss)                                       | (139,632)  | 361,893  | (1,021,577)  | (3,988)  | 10,705  | 68,434   | 453,708   | 42,775  | (96,523)   | (15,023)   | (56,312)   | (145,620)  | (541,160)   |
| Segment total assets                                    | 17,397,726   | 14,247,786   | 14,321,362   | 32,436,954   | 3,601,739   | 3,782,472  | 26,209,657  | 3,978,965   | 3,854,489  | 6,346,909  | (16,845,957)   | 5,467,815  | 114,799,917   |
| Segment total liabilities                               | 9,770,436  | 7,739,888  | 9,853,675  | 32,138,731   | 2,285,789   | 2,786,536  | 22,213,077  | 2,805,512   | 3,768,664  | 3,010,122  | (53,106,584)   | 37,180,383   | 80,446,229  |
| Supplementary information:                              | -  |  |  |  |   |  |   |   |  |  |  |  |   |
| <ul> <li>Segment expenditures/(income) other</li> </ul> |  |  |  |  |   |  |   |   |  |  |  |  |   |
| than depreciation and amortisation                      | (14,050)   | 7,947  | 1,225,737  | 2,716  | 1,699   | 2,313  | 30,740  | -   | (318)  | 39,767   | -  | (187,384)  | 1,109,167   |
| – Long-term equity investment of joint                  |  |  |  |  |   |  |   |   |  |  |  |  |   |
| ventures and associates                                 | 54,358   | 78,521   | 4,678  | -  | -   | 532,944  | 192,774   | 100,217   | 194,566  | 842,949  | -  | -  | 2,001,007   |
| - Segment expenditures raising from                     |  |  |  |  |   |  |   |   |  |  |  |  |   |
| additions of non-current assets                         | 331,544  | 739,497  | 155,752  | 967,801  | 177,076   | 229,971  | 3,603,214   | 1,917   | 17,927   | 326,734  | -  | 6,456  | 6,557,889   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XIII. SEGMENT REPORTING (CONTINUED)

### 2. Geographic information

The following table sets out information about the geographical information of the Group's revenue from external customers and the Group's non-current assets (excluding financial assets and deferred tax assets, same for the below). The geographical locations of customers are based on the location at which the services were provided or the goods were delivered. The geographical locations of the specified non-current assets are based on the physical location of the assets (for fixed assets), or the location of the business to which they are allocated (for intangible assets and goodwill), or the location of operations of the associates and joint ventures.

#### *Geographic information (according to the receiving party division)*

|                           |                              | om external<br>omers | Total non-current<br>assets |             |  |
|---------------------------|------------------------------|----------------------|-----------------------------|-------------|--|
|                           | For the For the              |                      |                             |             |  |
|                           | Period from                  | Period from          |                             |             |  |
|                           | 1 January to                 | 1 January to         | 30 June                     | 31 December |  |
|                           | 30 June 2017                 | 30 June 2016         | 2017                        | 2016        |  |
| P.R.China                 | 14,794,349                   | 8,454,654            | 53,714,927                  | 53,280,989  |  |
| Asia (exclusive of China) | 3,384,378                    | 1,838,387            | 797,571                     | 714,570     |  |
| America                   | 6,645,230                    | 3,503,214            | 371,495                     | 391,179     |  |
| Europe                    | 7,341,001                    | 8,283,362            | 1,587,871                   | 1,544,659   |  |
| Others                    | <b>1,222,194</b> 1,463,226   |                      | 82,901                      | 85,495      |  |
| Total                     | <b>33,387,152</b> 23,542,843 |                      | 56,554,765                  | 56,016,892  |  |

### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES

The Group has exposure to the following risks from its use of financial instruments in the normal course of the Group's operations, which mainly include:

- Credit risk
- Liquidity risk
- Interest rate risk
- Foreign exchange risk

This note presents information about the Group's exposure to each of the above risks and their sources, the Group's objectives, policies and processes for measuring and managing risks and etc.

The Group aims to seek the appropriate balance between the risks and benefits from its use of financial instruments and to mitigate the adverse effects that the risks of financial instruments have on the Group's financial performance. Based on such objectives, the Group's risk management policies are established to identify and analyses the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The internal audit department of the Group undertakes both regular and adhoc reviews of risk management controls and procedures.

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

### 1. Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Group's credit risk is primarily attributable to cash at bank, receivables, debt investments and derivative financial instruments entered into for hedging purposes and etc. Exposure to these credit risks are monitored by management on an ongoing basis.

The cash at bank of the Group is mainly held with well-known financial institutions. Management does not foresee any significant credit risks from these deposits and does not expect that these financial institutions may default and cause losses to the Group.

In respect of receivables, the risk management committee of the Group has established a credit policy under which individual credit evaluations are performed on all customers to determine the credit limit and terms applicable to the customers. These evaluations focus on the external ratings of the customers and their bank credit records where available and previous payment records (if available). Receivables are due within from 30 to 90 days from the date of billing. Normally, the Group does not obtain collateral from customers, but earnest or prepayment money is requested sometimes due to the customer's situation.

The management team of the Group had made the plan for financial leasing receivable risk management, based on the research on its own industries, the credit rating of counterparties and the knowledge of the counterparties' businesses and financial standings. If the default of contract occurs, the management team of the Group may ask for returning, withdrawing or selling leased property, depending on the applicableness in individual cases. If the delay of repayment occurs, the management team keeps the right to collect the default interest based on the amount of overdue repayment and default interest rate, until the overdue payment will have been paid. In addition, the management team may ask for the deposit which can be paid for the money owed by the leasee, depending on individual cases. When the Group assesses the credit risk, its strategy is to manage, restrict and control the over-concentration of the credit risk, especially, regularly assessing leasee's ability to make the repayment.

Based on the indicators such as assets conditions and profit forecast of the associates and joint ventures, the Group provide funds to them and continuously monitor the project progress and business condition, to ensure the recoverability of fund.

In addition, the receivables of the Group that are neither overdue nor impaired mainly due from a wide range of customers for whom there was no recent history of default.

The Group's exposure to credit risk is influenced mainly by the individual characteristics and industries of each customer rather than country or area in which the customers operate. And therefore significant concentrations of credit risk arise primarily when the Group has significant exposure to individual customers. At the balance sheet date, the Group and the Company had a certain concentration of credit risk, as 29.12% (2016: 30.89%) of the total accounts receivable and other receivables were due from the five largest customers of the Group.

Investments are normally made only to liquid securities quoted on a recognised stock exchange(except for investments for long-term strategic purposes). Besides, the credit rating of counterparty should be the same or above the Group. For transactions involving derivative financial instruments, counterparties should have sound credit ratings and with whom the Group has a signed netting ISDA agreement (International Swap Derivative Association). Given their high credit ratings, management does not expect any investment counterparty to fail to meet its obligations.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset, including derivative financial instruments, as in the balance sheet. Except for the financial guarantees given by the Group as set out in Note X, the Group and the Company do not provide any other guarantees which would expose the Group or the Company to credit risk. The maximum exposure to credit risk in respect of these financial guarantees at the balance sheet date is disclosed in Note X.

# <sup>272</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

### 2. Liquidity risk

Liquidity risk is the risk that an enterprise may encounter deficiency of funds in meeting obligations associated with financial liabilities. The Company is responsible for the cash management, including short term investment of cash surpluses and the raising of loans to cover expected cash demands, for individual subsidiaries subject to approval by the Company's board when the borrowings exceed certain predetermined levels of authority. The Group's policy is to regularly monitor its short-term and long-term liquidity requirements and its compliance with lending covenants, to ensure that it maintains sufficient reserves of cash and readily realisable marketable securities.

The following tables show the remaining contractual maturities at the balance sheet date of the Group's financial assets and financial liabilities, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or if floating, based on prevailing interest rates at 30 June) and the earliest date the Group can be required to pay:

|                                     |                                  | cioooun      |              |              |              | Carrying                           |
|-------------------------------------|----------------------------------|--------------|--------------|--------------|--------------|------------------------------------|
|                                     | Within<br>1 year or<br>on demand | 1 to 2 years | 2 to 5 years | Over 5 years | Total        | amount<br>at balance<br>sheet date |
| Financial assets                    |                                  |              |              |              |              |                                    |
| Cash at bank and on hand            | 5,737,102                        | -            | -            | -            | 5,737,102    | 5,737,102                          |
| Financial assets at fair value      |                                  |              |              |              |              |                                    |
| through profit or loss              | 187,117                          | -            | 249,034      | -            | 436,151      | 436,151                            |
| Accounts receivable and other       |                                  |              |              |              |              |                                    |
| receivables                         | 28,068,602                       | -            | -            | -            | 28,068,602   | 28,068,602                         |
| Current portion of non-current      |                                  |              |              |              |              |                                    |
| assets                              | 5,713,273                        | -            | -            | -            | 5,713,273    | 4,118,028                          |
| Available-for-sale financial        |                                  |              |              |              |              |                                    |
| assets                              | 20,000                           | -            | 36,405       | 411,970      | 468,375      | 461,762                            |
| Interest receivable                 | 8,580                            | -            | -            | -            | 8,580        | 8,580                              |
| Dividends receivable                | 42,055                           | -            | -            | -            | 42,055       | 42,055                             |
| Long-term receivables               | -                                | 2,306,274    | 6,769,078    | 12,501,833   | 21,577,185   | 13,499,327                         |
| Sub-total                           | 39,776,729                       | 2,306,274    | 7,054,517    | 12,913,803   | 62,051,323   | 52,371,607                         |
| Financial liabilities               |                                  |              |              |              |              |                                    |
| Financial liabilities at fair value |                                  |              |              |              |              |                                    |
| through profit or loss              | 134,772                          | -            | 57,718       | -            | 192,490      | 192,490                            |
| Short-term borrowings               | 17,945,748                       | -            | -            | -            | 17,945,748   | 17,945,748                         |
| Notes payable                       | 1,253,175                        | -            | -            | -            | 1,253,175    | 1,253,175                          |
| Debentures payable                  | 189,000                          | 189,000      | 8,175,500    | -            | 8,553,500    | 7,986,500                          |
| Accounts payable and other          |                                  |              |              |              |              |                                    |
| payables                            | 17,472,557                       | -            | -            | -            | 17,472,557   | 17,472,557                         |
| Interest payable                    | 533,428                          | -            | -            | -            | 533,428      | 533,428                            |
| Dividends payable                   | 253,412                          | -            | -            | -            | 253,412      | 253,412                            |
| Current portion of non-current      |                                  |              |              |              |              |                                    |
| liabilities                         | 5,015,501                        | -            | -            | -            | 5,015,501    | 5,015,501                          |
| Other current liabilities           | 2,583,959                        | -            | -            | -            | 2,583,959    | 2,612,280                          |
| Long-term borrowings                | 735,724                          | 4,954,569    | 16,058,290   | 2,812,230    | 24,560,813   | 23,665,089                         |
| Long-term payables                  | -                                | 251,518      | 243,530      | 19,263       | 514,311      | 504,909                            |
| Other non-current liability         | 314,210                          | 314,210      | 314,210      | 1,685,812    | 2,628,442    | 2,037,458                          |
| Sub-total                           | 46,431,486                       | 5,709,297    | 24,849,248   | 4,517,305    | 81,507,336   | 79,472,547                         |
| Net total                           | (6,654,757)                      | (3,403,023)  | (17,794,731) | 8,396,498    | (19,456,013) | (27,100,940)                       |

#### 30 June 2017 Undiscounted contractual cash flow

As at 30 June 2017, the Group has got commitments from main financial institutions to provide enough reserve funds, in order to satisfy short-term and long-term demands of working capital.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

# 2. Liquidity risk (Continued)

|  |                                  | Undiscour    | ited contractual c | Undiscounted contractual cash flow |              |  |  |  |  |  |  |  |
|--|----------------------------------|--------------|--------------------|------------------------------------|--------------|--|--|--|--|--|--|--|
|  | Within<br>1 year or<br>on demand | 1 to 2 years | 2 to 5 years       | Over 5 years                       | Total        | Carrying<br>amount<br>at balance<br>sheet date |  |  |  |  |  |  |
| Financial assets                         |                                  |              |                    |                                    |              |  |  |  |  |  |  |  |
| Cash at bank and on hand                 | 6,325,998                        | -            | -                  | -                                  | 6,325,998    | 6,325,998                                      |  |  |  |  |  |  |
| Financial assets at fair value           |                                  |              |                    |                                    |              |  |  |  |  |  |  |  |
| through profit or loss                   | 141,160                          | -            | 325,187            | -                                  | 466,347      | 466,347  |  |  |  |  |  |  |
| Accounts receivable and other            | 04 (40 000                       |              |                    |                                    | 04 (40 000   | 04 (40 000                                     |  |  |  |  |  |  |
| receivables                              | 24,619,828                       | -            | -                  | -                                  | 24,619,828   | 24,619,828                                     |  |  |  |  |  |  |
| Current portion of non-current<br>assets | E E10 0E0                        |              |                    |                                    |              | 2 0 4 1 7 9 0                                  |  |  |  |  |  |  |
| Available-for-sale financial             | 5,513,253                        | -            | -                  | -                                  | 5,513,253    | 3,941,689                                      |  |  |  |  |  |  |
| assets                                   | _                                | _            | 36,803             | 412,240                            | 449,043      | 442,726  |  |  |  |  |  |  |
| Interest receivable                      | 9,250                            | _            |                    | 412,240                            | 9,250        | 9,250  |  |  |  |  |  |  |
| Dividends receivable                     | 41,959                           | _            | _                  | _                                  | 41,959       | 41,959   |  |  |  |  |  |  |
| Long-term receivables                    | _                                | 3,997,923    | 5,268,322          | 12,907,684                         | 22,173,929   | 13,220,242                                     |  |  |  |  |  |  |
| Sub-total                                | 36,651,448                       | 3,997,923    | 5,630,312          | 13,319,924                         | 59,599,607   | 49,068,039                                     |  |  |  |  |  |  |
| Financial liabilities                    |                                  |              | .,,.               |                                    |              | 1 1  |  |  |  |  |  |  |
| Financial liabilities at fair value      |                                  |              |                    |                                    |              |  |  |  |  |  |  |  |
| through profit or loss                   | 199,225                          | _            | 3,816              | _                                  | 203,041      | 203,041  |  |  |  |  |  |  |
| Short-term borrowings                    | 15,729,787                       | _            | _                  | _                                  | 15,729,787   | 15,729,787                                     |  |  |  |  |  |  |
| Notes payable                            | 1,551,582                        | _            | _                  | _                                  | 1,551,582    | 1,551,582                                      |  |  |  |  |  |  |
| Debentures payable                       | 189,000                          | 189,000      | 8,175,500          | _                                  | 8,553,500    | 7,986,500                                      |  |  |  |  |  |  |
| Accounts payable and other               |                                  |              |                    |                                    |              |  |  |  |  |  |  |  |
| payables                                 | 15,315,024                       | -            | -                  | -                                  | 15,315,024   | 15,315,024                                     |  |  |  |  |  |  |
| Interest payable                         | 303,375                          | -            | -                  | -                                  | 303,375      | 303,375  |  |  |  |  |  |  |
| Dividends payable                        | 16,746                           | -            | -                  | -                                  | 16,746       | 16,746   |  |  |  |  |  |  |
| Current portion of non-current           |                                  |              |                    |                                    |              |  |  |  |  |  |  |  |
| liabilities                              | 3,667,872                        | -            | -                  | -                                  | 3,667,872    | 3,667,872                                      |  |  |  |  |  |  |
| Other current liabilities                | 1,666,966                        | -            | -                  | -                                  | 1,666,966    | 1,687,762                                      |  |  |  |  |  |  |
| Long-term borrowings                     | 1,056,608                        | 10,819,611   | 16,387,132         | 3,464,214                          | 31,727,565   | 27,023,222                                     |  |  |  |  |  |  |
| Long-term payables                       | -                                | 520,988      | 4,767              | 23,220                             | 548,975      | 529,372  |  |  |  |  |  |  |
| Other non-current liability              | 314,210                          | 314,210      | 314,210            | 1,685,812                          | 2,628,442    | 2,037,458                                      |  |  |  |  |  |  |
| Sub-total                                | 40,010,395                       | 11,843,809   | 24,885,425         | 5,173,246                          | 81,912,875   | 76,051,741                                     |  |  |  |  |  |  |
| Net total                                | (3,358,947)                      | (7,845,886)  | (19,255,113)       | 8,146,678                          | (22,313,268) | (26,983,702)                                   |  |  |  |  |  |  |

31 December 2016

Bank and other borrowings are analysed by repayment terms as follows:

|               | 30 June            | 2017                | 31 December 2016   |                     |  |
|---------------|--------------------|---------------------|--------------------|---------------------|--|
|               | Bank<br>borrowings | Other<br>borrowings | Bank<br>borrowings | Other<br>borrowings |  |
| Within 1 year | 23,546,054         | -                   | 19,255,497         | _                   |  |
| 1 to 2 years  | 4,773,878          | -                   | 9,763,003          | _                   |  |
| 2 to 5 years  | 15,472,650         | -                   | 14,362,508         | -                   |  |
| over 5 years  | 2,709,669          | -                   | 2,897,711          | -                   |  |
|               | 46,502,251         | -                   | 46,278,719         | _                   |  |

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

#### 3. Interest rate risk

Fixed and floating interest-bearing financial instruments exposed the Group to interest rate risk of fair value and cash flow, respectively. The interest rate policy is to ensure the exposure of interest rate risk of borrowing is within a reasonable scope. The Group had entered into interest rate swap contracts, which were made based on the currencies of the borrowings. Hence the Group set up appropriate fixed and floating interest rate risk portfolio, to meet the policy.

### (1) As at 30 June 2017, the Group held the following interest-bearing financial instruments:

|  | 30 June 2         | 017         | 31 December 2016  |             |  |
|--|-------------------|-------------|-------------------|-------------|--|
|  | Interest rate (%) | Amount      | Interest rate (%) | Amount      |  |
| Fixed rates interest-bearing                 |                   |             |                   |             |  |
| financial instruments                        |                   |             |                   |             |  |
| Financial asset                              |                   |             |                   |             |  |
| – Long-term receivables                      | 2.58%-17.53%      | 13,499,327  | 2.58%-17.53%      | 13,220,242  |  |
| – Current portion of non-current assets      | 2.58%-17.53%      | 4,118,028   | 2.58%-17.53%      | 3,941,689   |  |
| Financial liabilities                        |                   |             |                   |             |  |
| – Short-term borrowings                      | 1.30%~6.09%       | 8,103,587   | 0.65%-16.41%      | 6,280,953   |  |
| <ul> <li>Debentures payable</li> </ul>       | 3.07%-3.89%       | 7,986,500   | 3.07%-3.89%       | 7,986,500   |  |
| – Current portion of non-current liabilities | 2.38%~3.35%       | 995,408     | 2.65%-2.90%       | 800,000     |  |
| – Long-term borrowings                       | 1.20%~6.37%       | 1,936,946   | 1.45%-6.37%       | 1,043,007   |  |
| – Other current liabilities                  | 0.01%-1.00%       | 2,583,959   | 0.01%-1.00%       | 1,666,966   |  |
| - Other non-current liabilities              | 4.99%-12.00%      | 2,037,458   | 4.99%-12.00%      | 2,037,458   |  |
| Total  |                   | (6,026,503) |                   | (2,652,953) |  |

|   | 30 June 2         | 017          | 31 December 2016  |              |  |
|---|-------------------|--------------|-------------------|--------------|--|
|   | Interest rate (%) | Amount       | Interest rate (%) | Amount       |  |
| Floating rates interest-bearing           |                   |              |                   |              |  |
| financial instruments                     |                   |              |                   |              |  |
| Financial asset                           |                   |              |                   |              |  |
| – Cash at bank and on hand                | 0.30%-2.75%       | 5,737,102    | 0.30%-2.75%       | 6,325,998    |  |
| Financial liabilities                     |                   |              |                   |              |  |
| – Current portion of long-term borrowings | 3M Libor+165bps~  | 3,896,006    | 1.15%+1M Libor~   | 2,725,710    |  |
|   | 3MLibor+240bps    |              | 3M Libor+240bps   |              |  |
| – Long-term borrowings                    | 1.15%+1M Libor~   | 21,728,143   | 1.15%+1M Libor~   | 25,980,215   |  |
| 6   | 6M Libor+195bps   |              | 6M Libor+310bps   |              |  |
| – Short-term borrowing                    | 1M Libor+150bps~  | 9,842,161    | 1M Libor+180bps~  | 9,448,834    |  |
|   | 6M Libor+70bps    |              | 6M Libor+230bps   |              |  |
| – Long-term payables                      | 8.02%~12.86%      | 504,909      | 8.02%~12.86%      | 529,372      |  |
| - Current portion of long-term payables   | 8.02%~12.86%      | 124,087      | 8.02%~12.86%      | 138,312      |  |
| Total                                     |                   | (30,358,204) |                   | (32,496,445) |  |

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## XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

### 3. Interest rate risk (Continued)

#### (2) Sensitivity analysis

As at 30 June 2017, it is estimated that a general increase/decrease of 25 basis points (31 December 2016: 25 basis points) in interest rates, with all other variables held constant, would increase/decrease the Group's net profit by 56,922,000 and equity by 56,922,000 (2016: 60,931,000 and 60,931,000, respectively).

The sensitivity analysis above indicates the instantaneous change in the net profit and equity that would arise assuming that the change in interest rate had occurred at the balance sheet date and had been applied to remeasure those financial instruments held by the Group which expose the Group to fair value interest rate risk at the balance sheet date. In respect of the exposure to cash flow interest rate risk arising from floating rate nonderivative instruments held by the Group at the balance sheet date, the impact on the net profit and equity is estimated as an annualised impact on interest expense or income of such a change in interest rates. The analysis was performed on the same basis for the previous year.

### 4. Foreign exchange risk

The major currency received by the Group is USD and the major currency paid out is RMB. In order to avoid the risks resulting from the fluctuation of the exchange rate of RMB, in respect of accounts receivable and payables denominated in foreign currencies, the Group ensures that its net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates when necessary to address short-term imbalances.

(1) Besides the exposure to currency risk arising from financial assets at fair value through profit or loss and financial liabilities at fair value through profit or loss disclosed in Note IV.2 and IV.26, the Group's exposure as at 30 June to currency risk arising from recognised assets or liabilities denominated in foreign currencies is follows. For presentation purposes, the amounts of the exposure are shown in RMB, translated using the spot rate at the balance sheet date. Differences resulting from the translation of the financial statements denominated in foreign currency are excluded.

|  |              | 30 June   | 2017      |        |              | 31 Decembe | er 2016   |         |
|--|--------------|-----------|-----------|--------|--------------|------------|-----------|---------|
|  | USD          | EUR       | HKD       | JPY    | USD          | EUR        | HKD       | JPY     |
| Cash at bank and on hand                   | 677,567      | 1,513,464 | 32,959    | 24,414 | 823,367      | 1,169,615  | 40,023    | 44,700  |
| Receivables                                | 7,480,210    | 165,053   | 18,293    | 26,586 | 3,612,395    | 254,069    | 18,353    | 82,916  |
| Short-term borrowings                      | (6,949,798)  | (623,954) | -         | -      | (5,759,019)  | (61,487)   | -         | (7,169) |
| Long-term borrowings                       | (12,385,960) | -         | (215,244) | -      | (14,736,500) | -          | (132,386) | -       |
| Payables                                   | (487,959)    | (113,654) | (614)     | -      | (1,023,302)  | (118,003)  | (30,414)  | -       |
| Current portion of non-current liabilities | (13,549)     | -         | -         | -      | (2,710,684)  | -          | -         | -       |
| Gross balance sheet exposure               | (11,679,489) | 940,909   | (164,606) | 51,000 | (19,793,743) | 1,244,194  | (104,424) | 120,447 |

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

- 4. Foreign exchange risk (Continued)
- (2) The following are the exchange rates for RMB against foreign currencies applied by the Group and the Company:

|     | Average exc     | change rate  | Benchmark<br>exchang | -           |
|-----|-----------------|--------------|----------------------|-------------|
|     | For the For the |              |                      |             |
|     | Period from     | Period from  |                      |             |
|     | 1 January to    | 1 January to | 30 June              | 31 December |
|     | 30 June 2017    | 30 June 2016 | 2017                 | 2016        |
| USD | 6.8871          | 6.5359       | 6.7744               | 6.6312      |
| EUR | 7.4349          | 7.2993       | 7.7496               | 7.3750      |
| HKD | 0.8857          | 0.8418       | 0.8679               | 0.8547      |
| JPY | 0.0616          | 0.0590       | 0.0605               | 0.0645      |

#### (3) Sensitivity analysis

Assuming all other risk variables remained constant, 2.80%, 2.80%, 2.70% and 1.90% weakening of the RMB against the USD, EUR, HKD and JPY respectively at 30 June 2017 (2.80%, 2.80%, 2.70% and 1.90% strengthening of the RMB against the USD, EUR, HKD, and JPY respectively at 31 December 2016) would have increased (decreased) equity and net profit by the amount shown below; whose effect is in RMB and translated using the spot rate at the balance sheet date:

|                  | Equity    | Net profit |
|------------------|-----------|------------|
| 30 June 2017     |           |            |
| USD              | (245,269) | (245,269)  |
| EUR              | 19,759    | 19,759     |
| HKD              | (3,333)   | (3,333)    |
| JPY              | 727       | 727        |
| Total            | (228,116) | (228,116)  |
| 31 December 2016 |           |            |
| USD              | (415,669) | (415,669)  |
| EUR              | 26,128    | 26,128     |
| HKD              | (2,115)   | (2,115)    |
| JPY              | 1,716     | 1,716      |
| Total            | (389,940) | (389,940)  |

2.80%, 2.80%, 2.70% and 1.90% strengthening of the RMB against USD, EUR, HKD and JPY respectively at 30 June 2017 (2.80%, 2.80%, 2.70% and 1.90% weakening of the RMB against the USD, EUR, HKD, and JPY respectively at 31 December 2016) would have had the equal but opposite effect on the amounts shown above, on the basis that all other variables remain constant.

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

#### 4. Foreign exchange risk (Continued)

#### (3) Sensitivity analysis (Continued)

The sensitivity analysis above assumes that the change in foreign exchange rates had been applied to re-measure those financial instruments held by the Group which expose the Group to foreign currency risk at the balance sheet date, the analysis excludes differences that would result from the translation of the financial statements denominated in foreign currency. The analysis is performed on the same basis for the previous year.

The above sensitive analysis does not include exposure to currency risk arising from foreign future contracts, Japanese Yen exchange option and swap contact for interest rate disclosed in Note IV.2 and IV.26 about financial assets at fair value through profit or loss and financial liabilities at fair value through profit or loss, but the change in exchange rate may have effect on shareholders' equity and net profit.

### 5. Other price risks

Other price risks are stock price risk. As at 30 June 2017, the Group held 40,414,000 tradable shares of Qingdao Port International Co., Ltd., 2,996,500 tradable shares of Sinotrans Shipping Limited, etc.

As at 30 June 2017, it is estimated that a general increase/decrease of the comprehensive index of shares 5.00% (31 December 2016: 5.00%), with all other variables held constant, would increase/decrease the Group's shareholders' equity by 9,158,000 (31 December 2016: 6,651,000).

The sensitivity analysis above arise assuming that the change in the comprehensive index of shares occurred at the balance sheet date in the reasonable range and had been applied to remeasure all those investments in securities held by the Group. The sensitivity analysis is also based on another assumption, namely, the fair value of the investments in securities held by the Group is relevant to composite index of stock market, and available-for-sales securities investment has same risk factor as trading securities investment, and all other variables held constant. 20.00% change in the comprehensive index of shares is a reasonable expectation of the Group for the period from the balance date to the next balance sheet date.

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

#### 6. Fair value estimates

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices);
- Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

#### (1) Assets measured at fair value on a recurring basis

The following table presents the Group's assets and liabilities that are measured at fair value in the above three levels As at 30 June 2017:

| Assets                              | Note  | Level 1 | Level 2 | Level 3   | Total     |
|-------------------------------------|-------|---------|---------|-----------|-----------|
| Financial assets                    |       |         |         |           |           |
| Financial assets at fair value      |       |         |         |           |           |
| through profit or loss              |       |         |         |           |           |
| Investments in equity instrument    |       |         |         |           |           |
| held for trading                    | IV.2  | 180,357 | -       | -         | 180,357   |
| Derivative financial assets         | IV.2  | -       | 251,402 | -         | 251,402   |
| Hedging instruments                 | IV.2  | -       | 4,392   | -         | 4,392     |
| Available-for-sale financial assets | IV.11 | 1,761   | 51,086  | -         | 52,847    |
| Financial assets total              |       | 182,118 | 306,880 | -         | 488,998   |
| Non-financial assets                |       |         |         |           |           |
| Investment properties               | IV.14 | -       | -       | 1,722,065 | 1,722,065 |
| Total                               |       | 182,118 | 306,880 | 1,722,065 | 2,211,063 |
| Liabilities                         | Note  | Level 1 | Level 2 | Level 3   | Total     |
| Financial liabilities at fair value |       |         |         |           |           |
| through profit or loss              |       |         |         |           |           |
| Derivative financial liabilities    | IV.26 | -       | (6,359) | -         | (6,359)   |
| Hedging Instrument                  | IV.26 | -       | (186)   | -         | (186)     |
| Financial guarantee contracts       | IV.26 | -       | -       | (55,980)  | (55,980)  |
| Contingent considerations           | IV.26 | -       | -       | (129,965) | (129,965) |
| Total                               |       | _       | (6,545) | (185,945) | (192,490) |

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

### 6. Fair value estimates (Continued)

#### (1) Assets measured at fair value on a recurring basis (Continued)

The following table presents the Group's assets and liabilities that are measured at fair value in the above three levels as at 31 December 2016:

| Assets                              | Note  | Level 1 | Level 2  | Level 3   | Total     |
|-------------------------------------|-------|---------|----------|-----------|-----------|
| Financial assets                    |       |         |          |           |           |
| Financial assets at fair value      |       |         |          |           |           |
| through profit or loss              |       |         |          |           |           |
| Investments in equity instrument    |       |         |          |           |           |
| held for trading                    | IV.2  | 138,072 | -        | _         | 138,072   |
| Derivative financial assets         | IV.2  | -       | 326,969  | _         | 326,969   |
| Hedging instruments                 | IV.2  | -       | 1,306    | _         | 1,306     |
| Available-for-sale financial assets | IV.11 | 2,441   | 30,803   | -         | 33,244    |
| Financial assets total              |       | 140,513 | 359,078  | _         | 499,591   |
| Non-financial assets                |       |         |          |           |           |
| Investment properties               | IV.14 | _       | _        | 1,752,608 | 1,752,608 |
| Total                               |       | 140,513 | 359,078  | 1,752,608 | 2,252,199 |
| Liabilities                         | Note  | Level 1 | Level 2  | Level 3   | Total     |
| Financial liabilities at fair value |       |         |          |           |           |
| through profit or loss              |       |         |          |           |           |
| Derivative financial liabilities    | IV.26 | -       | (15,838) | _         | (15,838)  |
| Hedging Instrument                  | IV.26 | -       | (4,244)  | -         | (4,244)   |
| Financial guarantee contracts       | IV.26 | -       | -        | (57,419)  | (57,419)  |
| Contingent considerations           | IV.26 | _       | _        | (125,540) | (125,540) |
| Total                               |       | -       | (20,082) | (182,959) | (203,041) |

The Group make the date when matters occurred which result in significant transfers between instruments in the three levels as the point of transfer. During the year ended 31 December 2016, there were no significant transfers between instruments in Level 1 and Level 2 neither nor Level 2 and Level 3.

For traded in active markets financial instruments, the group measures its fair value at an active market price; for not traded in active markets financial instruments, the group uses valuation techniques to determine the fair value. Valuation model mainly used are the discounted cash flow model and market comparable company model etc. Input values of the valuation techniques include the risk free interest rate, benchmark interest rate, exchange rate, credit spreads, liquidity premium, EBITDA multiplier, the lack of liquidity discount etc.

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

### 6. Fair value estimates (Continued)

#### (1) Assets measured at fair value on a recurring basis (Continued)

The Group has appointed qualified valuer to conduct valuation for the fair value of the investment properties. The methods used include income model and cost model. The key assumptions include rental growth rates, capitalisation rates and unit prices.

The following table presents the movement of the non-financial assets in Level 3:

|   | Investment<br>properties |
|---|--------------------------|
| 1 January 2017  | 1,752,608                |
| Purchase  | -                        |
| Transferred from fixed assets, intangible assets and construction in progress | 1,287                    |
| Transferred out to the the assets classified as held for sale                 | -                        |
| Total gains for the current period  | -                        |
| Gains recognised in profit or loss  | -                        |
| Gains/(losses)recognised in other comprehensive income                        | -                        |
| Transferred out during the period   | (35,389)                 |
| Exchange differences arising from translating foreign currencies              | 3,559                    |
| 30 June 2017  | 1,722,065                |
| 1 January 2016  | 730,168                  |
| Purchase  | 78,176                   |
| Transferred from fixed assets, intangible assets and construction in progress | 310,039                  |
| Transferred out to the the assets classified as held for sale                 | (26,401)                 |
| Total gains for the current period  | 660,626                  |
| Gains recognised in profit or loss  | 75,792                   |
| Gains/(losses)recognised in other comprehensive income                        | 584,834                  |
| 31 December 2016  | 1,752,608                |

Finance Department of the Group is responsible for carrying out the valuation of financial assets and financial liabilities. Meanwhile, external independent valuers are engaged to evaluate the fair value of the Group's investment properties. The above valuation results are independently verified and accounted for by the Finance Department of the Group, and disclosure information in relation to fair value is prepared based on the verified valuation results.

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

### 6. Fair value estimates (Continued)

#### (1) Assets measured at fair value on a recurring basis (Continued)

The following table presents the information of the assets measured at fair value in Level 3:

|                        | Significant unobservable inputs |                      |   |                |                 |              |  |
|------------------------|---------------------------------|----------------------|---|----------------|-----------------|--------------|--|
|                        | Fair value as at                |                      |   | Scope/weighted | Relationship    | Observable/  |  |
|                        | 30 June 2017                    | Valuation techniques | Name                                      | average        | with fair value | Unobservable |  |
| Investment properties- | 1,126,654                       |                      | Rate of return/capitalisation rate        | 6%-8%          |                 |              |  |
| Completed investment   |                                 | Income model         | Monthly rental (RMB/square meter/month)   | 7-95           | (a)             | Unobservable |  |
| properties             |                                 | Cost model           | Budgeted construction cost to be incurred |                |                 |              |  |
|                        |                                 |                      | (RMB/square meter)                        | 650-4,600      |                 |              |  |
|                        |                                 |                      | Anticipated developer's profit margin     | 9%-12%         | (a)             | Unobservable |  |
| Land use rights        | 595,411                         | Direct comparison    | Market price (RMB/square meter)           | 450-2200       | (a)             | Unobservable |  |

(a) The relationship of unobservable inputs to fair value are as follows:

- The higher of the rate of return/capitalisation rate, the lower of fair value;
- The higher of the expected vacancy rate, the lower of fair value;
- The higher of the monthly rental, the higher of the fair value;
- The higher of the market price, the higher of the fair value;
- The higher of the budgeted construction cost to be incurred, the lower of the fair value;
- The higher of the anticipated developer's profit margin, the lower of the fair value.

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

### 6. Fair value estimates (Continued)

#### (1) Assets measured at fair value on a recurring basis (Continued)

|                        |                                   | S                 |   |           |                           |                                 |                             |
|------------------------|-----------------------------------|-------------------|---|-----------|---------------------------|---------------------------------|-----------------------------|
|                        | Fair value as at 31 December 2016 |                   | Valuation techniques                      | Name      | Scope/weighted<br>average | Relationship<br>with fair value | Observable/<br>Unobservable |
| Investment properties- | 1,139,285                         |                   | Rate of return/capitalisation rate        | 6%-8%     |                           |                                 |                             |
| Completed investment   |                                   | Income model      | Monthly rental (RMB/square meter/month)   | 7-95      | (a)                       | Unobservable                    |                             |
| property               |                                   | Cost model        | Budgeted construction cost to be incurred |           |                           |                                 |                             |
|                        |                                   |                   | (RMB/square meter)                        | 650-4,600 |                           |                                 |                             |
|                        |                                   |                   | Anticipated developer's profit margin     | 9%-12%    | (a)                       | Unobservable                    |                             |
| Land use rights        | 613,323                           | Direct comparison | Market price (RMB/square meter)           | 450-2200  | (a)                       | Unobservable                    |                             |

#### (2) Assets measured at fair value on a non-recurring basis

The non-current assets held for sale are measured at the lower of the book value and the fair value less the disposal expenses. As at 30 June 2017, the Group's assets classified as available for sale include investment properties of RMB26,401,000, fixed assets of RMB92,269,000 and intangible assets of RMB85,177,000, measured at fair value less disposal expenses (Note IV.8). The The fair value is estimated based on the present value of estimated future cash flows (RMB26,401,000, RMB115,743,000 and RMB97,563,000), which belongs to the third level.

#### (3) Assets and liabilities not measured at fair value but for which the fair value is disclosed

Financial assets and liabilities in the group measured by the amortised cost method of including: accounts receivable, short-term borrowings, accounts payable, long-term borrowings, debentures payables, long-term payables etc.

As at 30 June 2017, all financial instruments are carried at amounts not materially different from their fair value.

There is an active market for bonds payable and fair value is determined by the quotations in the active market, which belongs to the first level. Fair value of long-term borrowings, long-term payables and debentures payables with no active market is determined by the discounted future cash flow of the contract in accordance with interest that is comparable and offer the same cash flow under the same conditions, which belongs to the third level.

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### XIV. FINANCIAL RISK AND FAIR VALUES ESTIMATES (CONTINUED)

#### 6. Fair value estimates (Continued)

#### (4) Estimation and assumption of fair values

The following summarises the major methods and assumptions used in estimating the fair values of financial assets at fair value through profit or loss and financial liabilities at fair value through profit or loss, available-forsale financial assets on the balance sheet date.

#### (a) Equity investments

Fair value is based on quoted market prices at the balance sheet date for fair values of financial assets at fair value through profit or loss and financial liabilities at fair value through profit or loss (excluding derivatives), and available-for-sale financial assets if there is an active market.

#### (b) Receivables

The fair value is estimated as the present value of the future cash flows, discounted at the market interest rates at the balance sheet date.

#### (c) Borrowings, debentures payable, long-term payables and other non-derivatives financial liabilities

The fair value of borrowings, debentures payable, long-term payables and other non-derivatives financial liabilities is estimated as the present value of future cash flows, discounted at the market rate of interest at the balance sheet date.

#### (d) Derivatives

The fair value of forward exchange contracts is either based on their listed market prices or by discounting the contractual forward price and deducting the current spot rate. The fair value of interest rate swaps is based on broker quotes. The quotes are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar interest rate instrument at the measurement date.

#### (e) Financial guarantees

The fair value of financial guarantees issued is determined by reference to fees charged in an arm's length transaction for similar services, when such information is obtainable, or is otherwise estimated by reference to interest rate differentials, by comparing the actual rates charged by lenders when the guarantee is made available with the estimated rates that the lenders would have charged, had the guarantees not been available, where reliable estimates of such information can be made.

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XV. CAPITAL MANAGEMENT

The Group's objectives of managing capital are to safeguard the group's ability of sustainable development in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Total capital of the group is shareholders' equity shown in the consolidated balance sheet. The group is not subject to external mandatory capital requirements, and use debt to asset ratio to monitor capital.

The Group monitors capital on the basis of Debt-Asset ratio. This ratio is calculated as total liabilities divided by total assets.

In 2017, the Group manages capital status by controlling the Debt-Asset ratio not to exceed 70% (2016: not to exceed 70%). The Debt-Asset ratio as at 30 June 2017 and 31 December 2016 were as follows:

|                  | 30 June<br>2017 | 31 December<br>2016 |
|------------------|-----------------|---------------------|
| Total Liability  | 89,626,971      | 85,479,956          |
| Total Assets     | 129,498,854     | 124,614,748         |
| Debt-Asset Ratio | <b>69</b> %     | 69%                 |

### XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS

### 1. Cash at bank and on hand

|                                      | 30 June<br>2017    | 31 December<br>2016 |
|--------------------------------------|--------------------|---------------------|
| Bank deposits<br>Other cash balances | 2,292,935<br>7,391 | 2,647,574<br>12,648 |
|                                      | 2,300,326          | 2,660,222           |
| Including: cash abroad               | 503                | 519                 |

As at 30 June 2017, restricted cash at bank and on hand of the Company amounted to RMB503,000 (31 December 2016: RMB2,752,000).

As at 30 June 2017, the fixed deposit of the Company in the Financial Company, a subsidiary of the Group, was RMB1,594,000,000 (31 December 2016: RMB942,000,000).

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

### 2. Dividends receivable

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| CIMC Hong Kong                              | 3,333,084       | 3,435,198           |
| SCIMC                                       | 592,706         | 592,706             |
| SCIMCEL                                     | 462,372         | 462,372             |
| SCRC  | 216,000         | -                   |
| TJCIMCLE                                    | 48,915          | 48,915              |
| SCIMCEL                                     | 19,263          | 19,263              |
| Modern Logistic                             | 29,146          | 29,146              |
| CIMC Wood                                   | -               | 874                 |
| CIMCVL                                      | -               | 149,577             |
| QDSV  | 2,468           | 17,356              |
| Tianjin Kangde Logistics Equipment Co., Ltd | 411             | 411                 |
|   | 4,704,365       | 4,755,818           |

# 3. Other receivables

# (1) Other receivables are analysed by categories of customers as follows:

|                                  | 30 June<br>2017 | 31 December<br>2016 |
|----------------------------------|-----------------|---------------------|
| Amounts due from related parties | 12,940,182      | 13,109,464          |
| Deposits and margin              | 14,739          | 15,711              |
| Others                           | 18,233          | 10,821              |
| Sub-total                        | 12,973,154      | 13,135,996          |
| Less: provision for bad debts    | (4,580)         | (4,580)             |
| Total                            | 12,968,574      | 13,131,416          |

# <sup>286</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

### 3. Other receivables (Continued)

#### (2) Other receivables are analysed by aging as follows:

| Aging                         | 30 June<br>2017 | 31 December<br>2016 |
|-------------------------------|-----------------|---------------------|
| Within 1 year (Inclusive)     | 9,525,395       | 9,642,304           |
| 1 to 2 years (Inclusive)      | 1,528,555       | 1,530,022           |
| 2 to 3 years (Inclusive)      | 587,541         | 574,631             |
| Over 3 years                  | 1,331,663       | 1,389,039           |
| Sub-total                     | 12,973,154      | 13,135,996          |
| Less: provision for bad debts | (4,580)         | (4,580)             |
| Total                         | 12,968,574      | 13,131,416          |

The ageing is calculated starting from the date the other receivable is recognised.

As at 30 June 2017 and 31 December 2016, the Company did not have overdue other receivables that were not impaired.

### (3) Other receivables are analysed by categories as follows:

|   | Note |            | 30 June                  | 2017              |                          |            | 31 Decemb                | er 2016            |                          |
|---|------|------------|--------------------------|-------------------|--------------------------|------------|--------------------------|--------------------|--------------------------|
|   |      | Ending b   | alance                   | Prov<br>for doubt | ision<br>ful debts       | Ending ba  | alance                   | Provi<br>for doubt |                          |
|   |      | Amount     | % of<br>total<br>balance | Amount            | % of<br>total<br>balance | Amount     | % of<br>total<br>balance | Amount             | % of<br>total<br>balance |
| Other receivables<br>with amounts that<br>are individually<br>significant<br>Other receivables<br>with amounts that<br>are not individually | (4)  | 12,873,563 | <b>99.23</b> %           | -                 | _                        | 13,066,919 | 99.47%                   | _                  | _                        |
| significant   | (5)  | 99,591     | 0.77%                    | 4,580             | 4.60%                    | 69,077     | 0.53%                    | 4,580              | 6.63%                    |
| Total   |      | 12,973,154 | 100.00%                  | 4,580             | 0.04%                    | 13,135,996 | 100.00%                  | 4,580              | 0.03%                    |

There were no collaterals that the Company held for other receivables that were made impairment aforesaid.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

#### XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

#### 3. Other receivables (Continued)

# (4) Other receivables with amounts that are individually significant and that the related provision for doubtful debts is provided on the individual basis

As at 30 June 2017 and 31 December 2016, the Company has no other receivables with amounts that are individually significant and that the related provision for doubtful debts is provided on the individual basis

# (5) Other receivables with amounts that are not individually significant but that the related provision for doubtful debts is provided on the individual basis

As at 30 June 2017 and 31 December 2016, the Company has no other receivables with amounts that are not individually significant but that the related provision for bad debts is provided on the individual basis.

# (6) Other receivables that the related provision for bad debts is provided on grouping basis using the ageing analysis method are analysed as follows:

|               | 30 June 2017      |  |                    | 31 [              | December 20 <sup>4</sup>     | 16                 |
|---------------|-------------------|--|--------------------|-------------------|------------------------------|--------------------|
|               | Ending            | Provision for<br>Ending doubtful debts |                    | Ending            | Provision for doubtful debts |                    |
|               | balance<br>Amount | Amount                                 | % of total balance | balance<br>Amount | Amount                       | % of total balance |
| Within 1 year | 84,936            | -                                      | -                  | 54,449            | -                            | _                  |
| 1 to 2 years  | 6,120             | -                                      | -                  | 6,120             | _                            | _                  |
| 2 to 3 years  | 3,820             | -                                      | -                  | 3,268             | -                            | _                  |
| 3 to 4 years  | 135               | -                                      | -                  | 660               | -                            | _                  |
| 4 to 5 years  | -                 | -                                      | -                  | _                 | -                            | -                  |
| Over 5 years  | 4,580             | 4,580                                  | 100%               | 4,580             | 4,580                        | 100%               |
| Total         | 99,591            | 4,580                                  | 4.60%              | 69,077            | 4,580                        | 6.63%              |

#### (7) The recovery of provision in current period

There were no other receivables that the related provision for doubtful debts had been provided in full amount or in large proportion in previous years but are collected or reversed in full amount or in large proportion in current period (2016 1-6: Nil).

#### (8) Other receivables that are written off in current period

There were no material other receivables that are written off in current period (2016 1-6: Nil).

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

#### XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

- 3. Other receivables (Continued)
- (9) As at 30 June 2017, the five largest other receivables are analysed as follows:

|                             | Nature         | Amount    | Aging                 | % of total balance | Provision<br>for doubtful<br>debts |
|-----------------------------|----------------|-----------|-----------------------|--------------------|------------------------------------|
| CIMC Hong Kong              | fund transfer, | 3,612,395 | Within 1 year         | 27.85%             | -                                  |
|                             | daily transfer |           |                       |                    |                                    |
| C&C Trucks                  | fund transfer  | 1,421,641 | Within 1 year, 1 to   | 10.96%             | -                                  |
|                             |                |           | 2 years, 2 to 3 years |                    |                                    |
| Hongxin Berg                | fund transfer  | 1,098,758 | Within 1 year         | 8.47%              | -                                  |
| CIMCVL and its subsidiaries | fund transfer  | 849,639   | Within 1 year         | 6.55%              | -                                  |
| Tianjin Hongxin Berg        | fund transfer  | 591,447   | Within 1 year         | 4.56%              | -                                  |
|                             |                | 7,573,880 |                       | 58.39%             | -                                  |

The Company's five largest other receivables as at 31 December 2016 amounted to 7,609,722,000 and accounting for 57.93% of the total other receivables.

# (10) Other receivables from shareholders holding more than 5% (including 5%) of the voting rights of the Company are analysed as follows

As at 30 June 2017, no amount due from shareholders holding more than 5% (including 5%) of the voting rights of the Company is included in the above balance of other receivables.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

#### 3. Other receivables (Continued)

#### (11) Other receivables from related parties

|              | Relationship with<br>the Company | Amount     | % of total balance |
|--------------|----------------------------------|------------|--------------------|
| Associates   | Associates                       | 255,255    | 1.97%              |
| Subsidiaries | Subsidiaries                     | 12,684,927 | 97.78%             |
| Total        |                                  | 12,940,182 | 99.75%             |

#### (12) Other receivables derecognised due to transfer of financial assets

As at 30 June 2017, there were no other receivables derecognised due to transfer of financial assets of the Company (31 December 2016: Nil).

# (13) Amount of assets and liabilities recognised due to the continuing involvement of securitised other receivable

There were no securitised other receivables during this year (31 December 2016: Nil).

#### 4. Available-for-sale financial assets

|  | 30 June<br>2017 | 31 December<br>2016 |
|--|-----------------|---------------------|
| Measured at cost                                     |                 |                     |
| Available-for-sale equity instruments <sup>(1)</sup> | 391,970         | 391,970             |
| Less: provision for impairment                       | (3,065)         | (3,065)             |
|  | 388,905         | 388,905             |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

### 4. Available-for-sale financial assets (Continued)

#### (1) Related information analysis of available-for-sale financial assets is as follows:

Available-for-sale financial assets measured at cost:

|                                | 31<br>December<br>2016 | Increase<br>in current<br>period | Decrease<br>in current<br>period | 30 June<br>2017 | Share<br>holding<br>(%) | Cash<br>dividend<br>declared |
|--------------------------------|------------------------|----------------------------------|----------------------------------|-----------------|-------------------------|------------------------------|
| Available-for-sale equity      |                        |                                  |                                  |                 |                         |                              |
| instruments                    |                        |                                  |                                  |                 |                         |                              |
| – Cost                         |                        |                                  |                                  |                 |                         |                              |
| – BOCM Schroder Stolt Fund     |                        |                                  |                                  |                 |                         |                              |
| Management                     | 8,125                  | _                                | -                                | 8,125           | 5.00%                   | _                            |
| – China Railway United         |                        |                                  |                                  |                 |                         |                              |
| Logistics                      | 380,780                | _                                | -                                | 380,780         | 10.00%                  | 4,000                        |
| – Guangdong Samsung            | 1,365                  | _                                | -                                | 1,365           | 0.09%                   | _                            |
| – Beihai Yinjian               | 1,700                  | -                                | -                                | 1,700           | 1.01%                   |                              |
| Sub-total                      | 391,970                | _                                | _                                | 391,970         |                         | 4,000                        |
| Less: provision for impairment | (3,065)                | -                                | -                                | (3,065)         |                         | _                            |
| Total                          | 388,905                | _                                | -                                | 388,905         |                         | 4,000                        |

(2) Available-for-sale financial assets measured at cost held by the group are mainly unlisted equity investments with no active market price and their reasonable fair value estimates has large variation range; the probability determining the fair value estimate can not be reasonably determined so their fair value cannot be reliably measured. The group has no disposal of the investment plan.

#### 5. Long-term equity investments

(1) Long-term equity investments are analysed by categories as follows:

|                                | 30 June<br>2017 | 31 December<br>2016 |
|--------------------------------|-----------------|---------------------|
| Subsidiaries                   | 9,490,535       | 9,375,276           |
| Less: provision for impairment | -               | -                   |
| Total                          | 9,490,535       | 9,375,276           |

There is no restriction on sale of the long-term equity investments held by the Company.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

# 5. Long-term equity investments (Continued)

#### (2) Subsidiaries:

|                    |                |           |         |         |            |            | Impairment  |          |
|--------------------|----------------|-----------|---------|---------|------------|------------|-------------|----------|
|                    | 31             | Current   |         | Share   |            | Provision  | provided in | Cash     |
|                    | December       | period    | 30 June | holding | Voting     | for        | the current | dividend |
| Investee           | 2016           | movement  | 2017    | (%)     | rights (%) | impairment | period      | declared |
| Cost method – Inve | estment in sub | sidiaries |         |         |            |            |             |          |
| SCIMC              | 110,831        | -         | 110,831 | 100%    | 100%       | _          | _           | -        |
| XHCIMC             | 36,500         | -         | 36,500  | 100%    | 100%       | -          | _           | -        |
| TJCIMC             | 77,704         | -         | 77,704  | 100%    | 100%       | -          | -           | -        |
| DLCIMC             | 48,764         | -         | 48,764  | 100%    | 100%       | -          | -           | -        |
| TCCIMC             | 131,654        | (40,230)  | 91,424  | 100%    | 100%       | -          | -           | 33,642   |
| CQVL               | 39,499         | -         | 39,499  | 100%    | 100%       | -          | -           | -        |
| SCRC               | 200,892        | -         | 200,892 | 92%     | 92%        | -          | -           | 216,000  |
| XHCIMCS            | 82,026         | -         | 82,026  | 100%    | 100%       | -          | -           | -        |
| CIMC Hong Kong     | 1,690          | -         | 1,690   | 100%    | 100%       | -          | -           | -        |
| CIMC SD            | 162,686        | -         | 162,686 | 100%    | 100%       | -          | -           | -        |
| HI                 | 606,912        | -         | 606,912 | 80%     | 80%        | -          | -           | 98,789   |
| CIMC Tech          | 41,526         | -         | 41,526  | 100%    | 100%       | -          | -           | -        |
| CIMCWD             | 54,817         | -         | 54,817  | 100%    | 100%       | -          | -           | -        |
| CIMC Training      | 48,102         | -         | 48,102  | 100%    | 100%       | -          | -           | -        |
| DLZH               | 182,136        | -         | 182,136 | 100%    | 100%       | -          | -           | -        |
| MEA                | 111,703        | -         | 111,703 | 100%    | 100%       | -          | -           | -        |
| CIMC Wood          | 3,472          | -         | 3,472   | 100%    | 100%       | -          | -           | -        |

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For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

# 5. Long-term equity investments (Continued)

#### (2) Subsidiaries: (Continued)

|   |           |          |           |         |            |            | Impairment  |          |
|---|-----------|----------|-----------|---------|------------|------------|-------------|----------|
|   | 31        | Current  |           | Share   |            | Provision  | provided in | Cash     |
|   | December  | period   | 30 June   | holding | Voting     | for        | the current | dividend |
| Investee                                | 2016      | movement | 2017      | (%)     | rights (%) | impairment | period      | declared |
| SZ Investment                           |           |          |           |         |            |            |             |          |
| Holding                                 | 72,401    | -        | 72,401    | 100%    | 100%       | -          | -           | -        |
| Finance Company                         | 482,590   | -        | 482,590   | 100%    | 100%       | -          | -           | -        |
| CIMCVL                                  | 422,363   | -        | 422,363   | 100%    | 100%       | -          | -           | -        |
| QDSV                                    | 26,912    | -        | 26,912    | 80%     | 80%        | -          | -           | -        |
| SHOE                                    | 40,000    | -        | 40,000    | 100%    | 100%       | -          | -           | -        |
| SZ Investment                           | 140,000   | -        | 140,000   | 100%    | 100%       | -          | -           | -        |
| SESKYC                                  | 90,000    | -        | 90,000    | 100%    | 100%       | -          | -           | -        |
| DLCIMCS                                 | 69,806    | -        | 69,806    | 100%    | 100%       | -          | -           | -        |
| Container Holding                       | 4,104,227 | -        | 4,104,227 | 100%    | 100%       | -          | -           | -        |
| COOP                                    | 205,022   | -        | 205,022   | 99%     | 99%        | -          | -           | -        |
| CIMC Modern<br>Logistic<br>Development  |           |          |           |         |            |            |             |          |
| Co., Ltd.                               | 803,904   | -        | 803,904   | 100%    | 100%       | _          | -           | -        |
| C&C Trucks                              | 898,977   | 81,616   | 980,593   | 70%     | 70%        | _          | -           | -        |
| Offshore Holdings                       | 35,000    | -        | 35,000    | 100%    | 100%       | -          | -           | -        |
| Overseas holding                        |           |          |           |         |            |            |             |          |
| company                                 | 13,160    | -        | 13,160    | 100%    | 100%       | -          | -           | -        |
| Guangdong<br>Vehicle Park<br>Investment |           |          |           |         |            |            |             |          |
| Company                                 | 30,000    | -        | 30,000    | 100%    | 100%       | -          | -           | -        |
| Taicang Special                         |           |          |           |         |            |            |             |          |
| Equipment                               | -         | 73,873   | 73,873    | 100%    | 100%       | -          | -           | -        |
| Sub-total                               | 9,375,276 | 115,259  | 9,490,535 |         |            | -          | -           | 348,431  |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

## 6. Short-term borrowings

#### (1) The analysis of the Company's short-term loans is as follows:

|                                | 30 June<br>2017 | 31 December<br>2016 |
|--------------------------------|-----------------|---------------------|
| Bank borrowings<br>– Unsecured | 3,660,000       | 2,710,000           |

## 7. Financial liabilities at fair value through profit or loss

|  | 30 June<br>2017 | 31 December<br>2016 |
|--|-----------------|---------------------|
| Current portion                            |                 |                     |
| <ul> <li>Interest swap contract</li> </ul> | -               | 65                  |
| Non-current portion                        |                 |                     |
| – Interest swap contract                   | 1,738           | 3,296               |

## 8. Taxes payable

|                                   | 30 June<br>2017 | 31 December<br>2016 |
|-----------------------------------|-----------------|---------------------|
| Income tax payable                | 2,834           | 2,042               |
| Withholding individual income tax | 1,067           | 1,120               |
| Others                            | 123             | 484                 |
| Total                             | 4,024           | 3,646               |

# <sup>294</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

#### 9. Interest payable

|   | 30 June<br>2017 | 31 December<br>2016 |
|---|-----------------|---------------------|
| Interest of corporate debentures                            | 218,242         | 70,249              |
| Interest of short-term borrowings with periodic payments of |                 |                     |
| interest and return of principal at maturity                | 5,957           | 3,522               |
| Interest of long-term borrowings with periodic payments of  |                 |                     |
| interest and return of principal at maturity                | 1,365           | 1,984               |
| Total   | 225,564         | 75,755              |

#### 10. Other payable

#### (1) The analysis of the Company's other payables is as follows:

|                                   | 30 June<br>2017 | 31 December<br>2016 |
|-----------------------------------|-----------------|---------------------|
| Current account with subsidiaries | 2,162,672       | 2,948,279           |
| Equipment use rights              | 10,459          | 16,735              |
| Quality guarantees                | 429             | 429                 |
| Accruals                          | -               | 7,592               |
| Others                            | 11,962          | 17,769              |
| Total                             | 2,185,522       | 2,990,804           |

#### (2) Significant other payables aged over one year

As at 30 June 2017, significant other payables aged over one year represented quality guarantee and deposits.

# (3) As at 30 June 2017, no amount due to shareholders who hold 5% or more of the voting rights of the Company is included in the balance of other payables.

#### (4) Other payables to related parties:

|                                  | Relationship with | 30 June   | 31 December |
|----------------------------------|-------------------|-----------|-------------|
| Company name                     | the Company       | 2017      | 2016        |
| Total amount due to subsidiaries | Subsidiaries      | 2,162,672 | 2,948,279   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

#### XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

#### 11. Current portion of non-current liabilities

(1) The analysis of the Company's current portion of non-current liabilities by categories is as follows:

|  | Note | 30 June<br>2017 | 31 December<br>2016 |
|--|------|-----------------|---------------------|
| Current portion of long-term borrowings<br>– Unsecured | (2)  | 995,000         | 800,000             |

(2) As at 30 June 2017, there were no overdue long-term borrowings of which the durations are extended (31 December 2016: Nil).

#### 12. Long-term borrowings

(1) The analysis of the Company's long-term loans is as follows:

|                                | 30 June<br>2017 | 31 December<br>2016 |
|--------------------------------|-----------------|---------------------|
| Bank borrowings<br>– Unsecured | 826,000         | 1,621,000           |

As at 30 June 2017, there were no overdue long-term borrowings of which the durations are extended (31 December 2016: Nil).

As at 30 June 2017, the interest rate of long-term borrowing ranged from 1.20% to 3.35% (31 December 2016: 1.20% to 3.65%).

#### 13. Debentures payable

Information for the Company's debentures payable please refer to Note IV.39.

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### XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

## 14. Deferred tax assets and deferred tax liabilities

(1) The offsetting balances of deferred tax assets and liabilities offset and corresponding deductible or taxable temporary differences

|   | 30 June 2017   |  | 31 Decemb  | per 2016                                 |
|---|--|--|--|--|
|   | Deductible/<br>(taxable)<br>Temporary<br>differences | Deferred<br>tax assets/<br>(liabilities) | Deductible/<br>(taxable)<br>Temporary<br>differences | Deferred tax<br>assets/<br>(liabilities) |
| Deferred tax assets:<br>Employee benefits payable<br>Movement for fair value of financial<br>assets at fair value through | 196,808  | 49,202                                   | 205,760  | 51,440                                   |
| profit or loss  | 1,738  | 434                                      | 3,360  | 840                                      |
| Sub-total   | 198,546  | 49,636                                   | 209,120  | 52,280                                   |
| Offsetting amount   | -  | -  | -  | -  |
| Offsetting balances   | 198,546  | 49,636                                   | 209,120  | 52,280                                   |
| Including:<br>Amount estimated to reverse   |  |  |  |  |
| within 1 year (inclusive)   |  | 49,636                                   |  | 52,280                                   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

# XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

# 15. Capital surplus

|  | 31 December<br>2016 | Increase in<br>current<br>period | Decrease in<br>current<br>period | 30 June<br>2017     |
|--|---------------------|----------------------------------|----------------------------------|---------------------|
| Share premium  | 3,601,855           | 29,311                           | _                                | 3,631,166           |
| Other capital surplus:                                 |                     |                                  |                                  |                     |
| – Exchange reserve on foreign currency capital         | 687                 | -                                | -                                | 687                 |
| <ul> <li>Donated non-cash assets reserve</li> </ul>    | 87                  | _                                | _                                | 87                  |
| <ul> <li>Equity settled share-based payment</li> </ul> | 253,012             | -                                | (12,104)                         | 240,908             |
| Others   | (568,492)           | -                                | -                                | (568,492)           |
| Total  | 3,287,149           | 29,311                           | (12,104)                         | 3,304,356           |
|  | 1 January<br>2016   | Increase in current year         | Decrease in current year         | 31 December<br>2016 |
| Share premium  | 3,589,082           | 12,773                           | _                                | 3,601,855           |
| Other capital surplus:                                 |                     |                                  |                                  |                     |
| – Exchange reserve on foreign currency capital         | 687                 | _                                | _                                | 687                 |
| - Donated non-cash assets reserve                      | 87                  | _                                | _                                | 87                  |
| <ul> <li>Equity settled share-based payment</li> </ul> | 258,211             | -                                | (5,199)                          | 253,012             |
| Others   | (568,492)           | -                                | -                                | (568,492)           |
| Total  | 3,279,575           | 12,773                           | (5,199)                          | 3,287,149           |

# <sup>298</sup> Notes to the Financial Statements

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

## 16. Other comprehensive income

|  | A           |                   | d in current perio | d       |
|--|-------------|-------------------|--------------------|---------|
|  |             | Pre-tax<br>amount | Post-tax           |         |
|  |             | incurred in       | amount             |         |
|  | 31 December | current           | attributable to    | 30 June |
|  | 2016        | period            | the Company        | 2017    |
| Item that may be reclassified subsequently       |             |                   |                    |         |
| to profit and loss:                              |             |                   |                    |         |
| <ul> <li>Property revaluation reserve</li> </ul> | 43,754      | _                 | -                  | 43,754  |
|  | 43,754      | _                 | -                  | 43,754  |

|  | A<br>31 December<br>2015 | Amount incurre<br>Pre-tax<br>amount<br>incurred in<br>current<br>period | d in current perio<br>Post-tax<br>amount<br>attributable to<br>the Company |        |
|--|--------------------------|---|--|--------|
| Item that may be reclassified subsequently to profit and loss: |                          |   |  |        |
| <ul> <li>Property revaluation reserve</li> </ul>               | 43,754                   | _   | -  | 43,754 |
|  | 43,754                   | _   | -  | 43,754 |

#### 17. Revenue and cost of sales

#### (1) Revenue and cost of sales

|                                     | For the period<br>from 1 January<br>to 30 June 2017 | For the period<br>from 1 January<br>to 30 June 2016 |
|-------------------------------------|---|---|
| Revenue from other operations       | 96,917  | 69,104  |
| Cost of sales from other operations | 1,452   | 24,006  |

## (2) Revenue and cost of sales from other operations

|            | from 1     | For the period<br>from 1 January<br>to 30 June 2017 |              | period<br>anuary<br>e 2016 |
|------------|------------|---|--------------|----------------------------|
|            | Revenue    | Cost of sales                                       | Revenue from | Cost of sales              |
|            | from other | from other  | other        | from other                 |
|            | operations | operations  | operations   | operations                 |
| Commission | 95,451     | -   | 45,096       | _                          |
| Others     | 1,466      | 1,452   | 24,008       | 24,006                     |
| Total      | 96,917     | 1,452   | 69,104       | 24,006                     |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

## 18. Profit/(loss) from changes in fair value

|   | For the period<br>from 1 January<br>to 30 June 2017 | For the period<br>from 1 January<br>to 30 June 2016 |
|---|---|---|
| Financial liabilities at fair value through profit or loss for<br>the current period<br>– Changes in fair value during the period | 1,623   | 1,985   |

## 19. Investment income

#### (1) Investment income by projects

|   | For the period<br>from 1 January<br>to 30 June 2017 | For the period<br>from 1 January<br>to 30 June 2016 |
|---|---|---|
| Income from long-term equity investment under cost method     | 348,431   | 110,963   |
| Loss from long-term equity investment under equity method     | -   | -   |
| Income earned during the holding period of available-for-sale | -   | -   |
| financial assets  | 4,000   | 8,000   |
| Loss from disposal of financial assets at fair value through  | -   | -   |
| profit or loss for the current period                         | -   | -   |
| Other investment income                                       | 6,609   | -   |
| Total   | 359,040   | 118,963   |

## 20. Other income

|                     | For the period<br>from 1 January<br>to 30 June 2017 |  |
|---------------------|---|--|
| Financial subsidies | 2,211   |  |

## 21. Non-operating income

#### Non-operating income by categories:

|                   | For the period<br>from 1 January<br>to 30 June 2017 | For the period<br>from 1 January<br>to 30 June 2016 |
|-------------------|---|---|
| Government grants | -   | 1,010   |
| Others            | 21  | 127   |
| Total             | 21  | 1,137   |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

## 22. Non-operating expenses

|                                    | For the period<br>from 1 January<br>to 30 June 2017 | For the period<br>from 1 January<br>to 30 June 2016 |
|------------------------------------|---|---|
| Abnormal losses                    | 396   | _   |
| Losses on disposal of fixed assets | 586   | 1   |
| Others                             | 764   | 248   |
| Total                              | 1,746   | 249   |

#### 23. Income tax expenses

|                               | For the period<br>from 1 January<br>to 30 June 2017 | For the period<br>from 1 January<br>to 30 June 2016 |
|-------------------------------|---|---|
| Change in deferred income tax | 2,644   | 27,968  |

The income tax based on the applicable profit rate is adjusted to income tax expense based on the total profit of the consolidated income statement:

|  | For the period<br>from 1 January<br>to 30 June 2017 | For the period<br>from 1 January<br>to 30 June 2016 |
|--|---|---|
| Total profit before tax  | 31,304  | 153,333   |
| Income tax expenses calculated at applicable tax rates           | 7,826   | 38,333  |
| Expenses not deductible for tax purposes                         | 803   | 1,878   |
| The tax impact of the current loss of deferred income tax assets |   |   |
| unconfirmed  | 82,123  | 17,498  |
| Income not subject to tax  | (88,108)  | (29,741)  |
| Income tax expenses  | 2,644   | 27,968  |

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## XVI.NOTES TO THE HOLDING COMPANY'S FINANCIAL STATEMENTS (CONTINUED)

## 24. Notes to the cash flow statement

#### (1) Supplementary information to the cash flow statement:

(a) Reconciliation from net profit to cash flows from operating activities:

|  | For the period<br>from 1 January<br>to 30 June 2017 | For the period<br>from 1 January<br>to 30 June 2016 |
|--|---|---|
| Net profit   | 28,661  | 125,365   |
| Depreciation of fixed assets                                   | 6,370   | 5,965   |
| Amortisation of intangible assets                              | 129   | 129   |
| Amortisation of long-term prepaid expenses                     | 5,517   | 2,113   |
| The decline in amortization costs                              | 3,000   | -   |
| Accrued expenses increased                                     | (7,592)   | -   |
| (Profit)/Losses on disposal of fixed assets, intangible assets | 586   | (115)   |
| Profit on change in fair value                                 | (1,623)   | (1,985)   |
| Financial expenses   | 300,050   | 50,735  |
| Investment income  | (359,040)   | (118,963)   |
| Decrease/(Increase) in deferred tax assets                     | 2,644   | 27,968  |
| Decrease/(Increase) in operating receivables                   | 185,423   | (501,056)   |
| Decrease/(Increase) in operating payables                      | (1,544,959)   | 44,642  |
| Net cash flows from operating activities                       | (1,380,835)   | (365,202)   |

#### (b) Net change of cash and cash equivalents:

|  | For the period<br>from 1 January<br>to 30 June 2017 | For the period<br>from 1 January<br>to 30 June 2016 |
|--|---|---|
| Cash and cash equivalents at the end of the year<br>Less: cash and cash equivalents at the beginning of the year | 699,840<br>1,715,470                                | 330,140<br>652,865                                  |
| Net change of cash and cash equivalents  | (1,015,630)   | (322,725)   |

#### (2) Composition of cash and cash equivalents

|  | 30 June 2017 | 30 June 2016 |
|--|--------------|--------------|
| I. Cash  |              |              |
| Including: Cash at bank that can be liquidated at any time on    |              |              |
| demand   | 698,935      | 320,261      |
| Other monetary fund that can be readily drawn on demand          | 905          | 9,879        |
| II. Cash and cash equivalents at the end of the year that can be |              |              |
| liquidated at any time on demand                                 | 699,840      | 330,140      |

Note: Aforesaid "Cash at bank and on hand" excluded restricted cash.

# 302 Supplementary Information

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

### I. STATEMENT OF NON-RECURRING PROFIT OR LOSS

|  | For the Period from<br>1 January to<br>30 June 2017 | For the Period from<br>1 January to<br>30 June 2016 |
|--|---|---|
| Profit/(loss) on disposal of non-current assets  | 13,739  | (3,332)   |
| Government grants recognised in profit or loss for<br>the current period   | 91,032  | 135,375   |
| Remeasurement of the fair value of equity interest in the acquiree held prior to the acquisition date recognised in investment income  |   |   |
| Gains from changes in fair value arising from holding financial<br>assets at fair value through profit or loss and financial<br>liabilities at fair value through profit or loss, and<br>investment gains arising from disposal of financial assets at<br>fair value through profit or loss, financial liabilities at<br>fair value through profit or loss and available-for-sale<br>financial assets, except for the effective hedging activities | _   | _   |
| related to the group's ordinary activities<br>Occupation cost from non-financial business recognised in  | (20,332)  | 12,264  |
| profit or loss for the current period  | -   | -   |
| Net gains from disposal of subsidiaries<br>Reversal of accounts receivable provided for bad debts on   | (25,460)  | 23,712  |
| an individual basis  | _   | _   |
| Other non-operating income and expenses other than   |   |   |
| the above items  | 38,201  | 21,101  |
| Other non recurring gains and loss items   | (105,549)   |   |
| Sub-total  | (8,369)   | 189,120   |
| Effect of income tax<br>Effect of minority interests (after tax)   | (30,200)<br>(29,616)                                | (30,604)<br>(34,350)                                |
| Total  | (68,185)  | 124,166   |

Note: Aforesaid non-recurring profit or loss was presented at amount before taxation.

#### Basis for preparation of statement of non-recurring profit or loss

Under the requirements in Explanatory announcement No. 1 on information disclosure by companies offering securities to the public – non-recurring profit or loss [2008] from CSRC, non-recurring profit or loss refer to those arises from transactions and events that are not directly relevant to ordinary activities, or that are relevant to ordinary activities, but are extraordinary and not expected to recur frequently that would have an influence on users of financial statements making economic decisions on the financial performance and profitability of an enterprise.

For the period started from 1 January and ended 30 June 2017 (All amounts in RMB'000 unless otherwise stated) (English Translation for Reference Only)

## II. RETURN ON NET ASSETS AND EARNINGS PER SHARE

In accordance with Interpretive Pronouncement on the Preparation of Information Disclosures of Companies Issuing Public Shares No. 9 – Earnings per share and return on net assets (2010 revised) and relevant requirements of accounting standard, the calculation of earnings per share and return on net assets of the Company is listed as follows:

|   | Weighted average return<br>on net assets(%)            |  | Irn Earnings per share                                 |  |  |  |
|---|--|--|--|--|--|--|
|   |  |  | Basic earning  | Basic earnings per share                               |  | Diluted earnings per share                             |
|   | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to<br>30 June 2016 | For the<br>Period from<br>1 January to<br>30 June 2017 | For the<br>Period from<br>1 January to 30<br>June 2016 |
| Net profit attributable to<br>ordinary shareholders<br>of the Company<br>Net profit attributable to<br>ordinary shareholders<br>of the Company after<br>deducting non-recurring | 2.76%  | (1.64%)  | 0.2554   | (0.1444)   | 0.2544   | (0.1444)   |
| profit or loss  | 3.00%  | (2.11%)  | 0.2783   | (0.1861)   | 0.2772   | (0.1861)   |

# 304 Chapter X Documents Available for Inspection

- I. The original copies of the interim report of the Company for 2017 signed by the Company's legal representative.
- II. The original copies of the unaudited financial report of the Company for the six months ended 30 June 2017 prepared under CASBE duly signed and under the seal of the legal representative of the Company, the person-in charge of accounting affairs, and accounting person-in-charge (General Manager of Financial Management Department).
- III. The original copies of the documents and announcements of the Company published in the newspaper stipulated by the China Securities Regulatory Commission during the Reporting Period.
- Iv. The English and Chinese versions of the 2017 interim report of the Company published on the website of the Hong Kong Stock Exchange.

Wang Hong Chairman China International Marine Containers (Group) Co., Ltd.

September 2017



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