



新天绿色能源股份有限公司

China Suntien Green Energy Corporation Limited\*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

Stock Code : 00956



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Any discrepancies that arise from the aggregate amounts indicated in any forms or texts herein are due to rounding.



## Interim Results

The board of directors of China Suntien Green Energy Corporation Limited hereby presents the unaudited interim results of the Group for the six months ended 30 June 2016 prepared in accordance with the International Financial Reporting Standards. The Audit Committee of the Board has also reviewed the 2016 interim results of the Group and relevant financial information.

For the six months ended 30 June 2016, the Group recorded a consolidated operating revenue of RMB2,100 million, down 12.1% over the corresponding period of 2015; profit before tax of approximately RMB487 million; net profit attributable to the owners of the Company of RMB353 million and earnings per share of approximately RMB0.0951. As at 30 June 2016, net assets per share of the Company (excluding the interests held by non-controlling interest holders) amounted to RMB2.08.

# Financial Highlights and Major Operation Data



## I. Financial Highlights

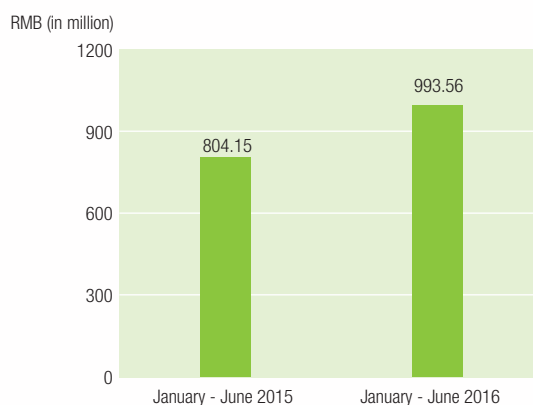
|  | For the six-month<br>period ended 30 June |                                |
|--|---|--------------------------------|
|  | 2016<br>RMB'000<br>(Unaudited)            | 2015<br>RMB'000<br>(Unaudited) |
| <b>Revenue</b>   | <b>2,100,326</b>                          | 2,389,455                      |
| <b>Profit before tax</b>   | <b>486,683</b>                            | 430,695                        |
| Income tax expense   | <b>69,030</b>                             | 70,414                         |
| <b>Profit for the period</b>   | <b>417,653</b>                            | 360,281                        |
| <b>Attributable to:</b>  |   |                                |
| Owners of the Company  | <b>353,229</b>                            | 275,946                        |
| Non-controlling interests  | <b>64,424</b>                             | 84,335                         |
| <b>Total comprehensive income for the period</b>                                     | <b>417,653</b>                            | 360,281                        |
| <b>Earnings per share attributable to ordinary<br/>equity holders of the Company</b> |   |                                |
| Basic (RMB)  | <b>9.51 cents</b>                         | 7.43 cents                     |
| Diluted (RMB)  | <b>9.51 cents</b>                         | 7.43 cents                     |



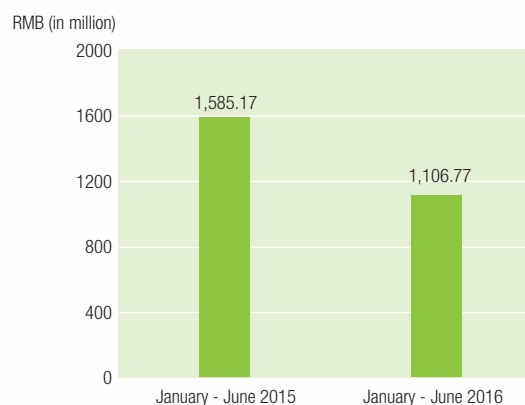
## Financial Highlights and Major Operation Data

### II. Major Operation Data

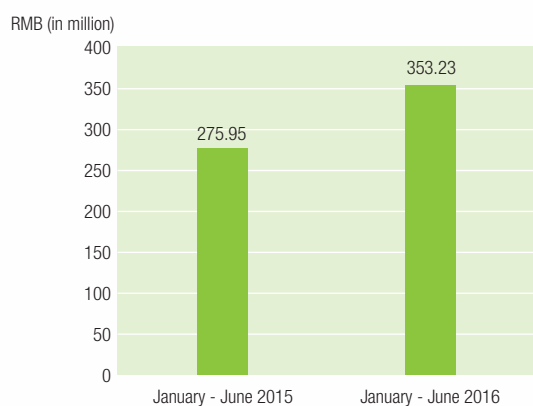
#### Consolidated Revenue of Wind Power and Solar Energy Generation Businesses



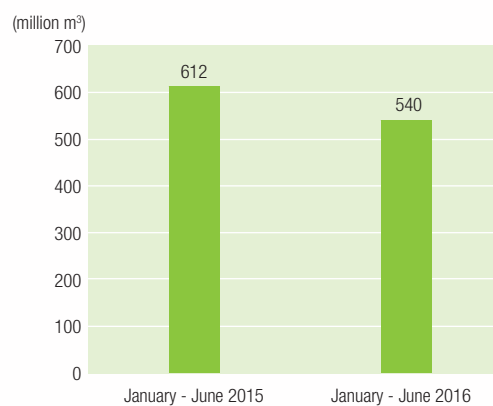
#### Consolidated Revenue of Natural Gas Business



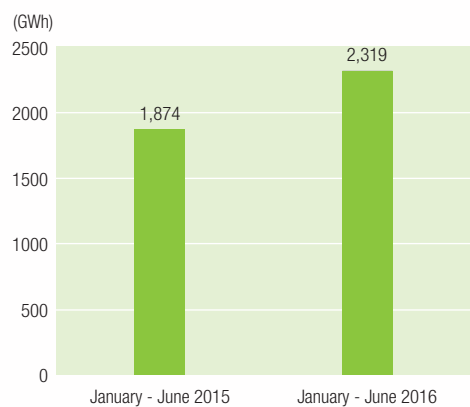
#### Net Profits Attributable to Owners of the Company



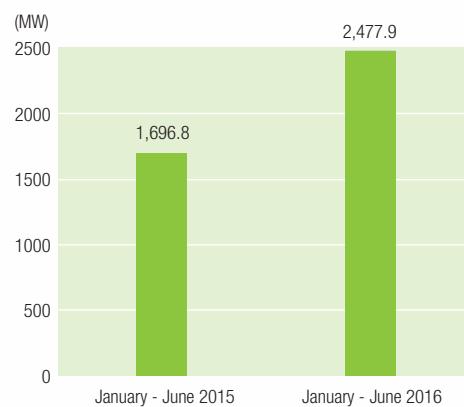
#### Natural Gas Sales Volume



#### Wind Power Consolidated Gross Power Generation



#### Wind Power Consolidated Installed Capacity



# Management Discussion and Analysis



## I. OPERATING ENVIRONMENT

In the first half of 2016, facing with complicated domestic conditions and overseas environment and the pressure from the continuous downturn in economics, the Central Party Committee and the State Council insisted on the principle of making progress amid stability. While expanding the total demand appropriately, supply-side structural reforms were strengthened actively. A stable development trend in the national economic is maintained continuously.

In the first half of 2016, the National Energy Administration has promulgated the Guidance on the Establishment of Renewable Energy Development and Utilization Objective Guidance System (《關於建立可再生能源開發利用目標引導制度的指導意見》), the Administrative Measures on Protection of Purchasing All Electricity Generated from of Renewable Energy (《可再生能源發電全額保障性收購管理辦法》) and its complementary policies respectively. These favorable policies will bring long-term effects to the development of renewable energy.

According to the statistics of the National Energy Administration, during the first half of 2016, the national total electricity consumption amounted to 2.7759 trillion kWh, representing an increase of 2.7% as compared with the same period of last year. From January to June, the nationwide average utilization hours of wind power generation units was 917 hours, 85 hours more than the same period of last year; while the average utilization hours of wind power generation units in Hebei Province was 1,172 hours, which was 147 hours more than the same period of last year. According to the statistics, during the first half of 2016, the national wind curtailment amounted to 32.3 billion kWh, which is near to that of the whole year of 2015. The average wind power curtailment rate increased to 21%, which reached its new record high. The wind power curtailment was moving towards a normal and malignant trend.

According to statistics of the operation report of NDRC, during the first half of 2016, production of natural gas amounted to 67.5 billion cubic meters, representing an increase of 2.9% as compared with the same period of last year. The import of natural gas amounted to 35.6 billion cubic meters, representing an increase of 21.2% as compared with the same period of last year; and the consumption of natural gas amounted to 99.5 billion cubic meters, representing an increase of 9.8% as compared with the same period of last year.



## Management Discussion and Analysis

### II. BUSINESS REVIEW

#### (i) Business review and major financial indicators of wind power segment

##### 1. Business review of wind power segment

- (1) Utilization hours of wind power was increased and its power generation has increased

During the Reporting Period, due to the satisfactory wind resources in the regions where they locates, the wind farms controlled by the Group realized a power generation of 2,319 million kWh, representing an increase of 23.75% as compared with the same period of last year; the utilization hours of the wind farms controlled by the Group was 1,276 hours, representing an increase of 149 hours as compared with the same period of last year, and this is 359 hours higher than the nationwide average utilization hours and 104 hours higher than the average utilization hours in Hebei Province; the average availability factor was 97.31%, representing an increase of 2.6 percentage points over the same period of last year, which was mainly because the transmission circuits in the wind power station broke down in the first half of 2015, while they functioned properly in the first half of 2016.

- (2) Infrastructural construction of projects developed steadily

During the Reporting Period, the Group had projects under construction with a total installed capacity of 853.8MW. Chongli Wang Shan Ba Wind Farm, Shanxi Lingjiu Nandianziliang Wind Farm and Yuxian Jiugongkou Wind Farm had connected to grid, and construction of other projects progressed as scheduled.

During the Reporting Period, the Group further standardised its project management flow and conducted a comprehensive examination of the control over the quality, progress, investment and safety of projects to guarantee the construction of each project as planned.

- (3) Actively expanding wind resource reserves

During the Reporting Period, the Group acquired 118MW newly approved capacity and the accumulative approved reserve capacity amounted to 1,573MW.

In April 2016, the wind power projects of the Group with a total capacity of 649MW were included in the Zhangjiakou Million KW Bases Plan Phase III (張家口百萬千瓦基地三期規劃). By the end of the Reporting Period, the accumulative national approved capacity of the Group reached 5,251.8MW, spreading over 11 provinces.

During the Reporting Period, the Group acquired an agreed volume of new wind power of 400MW resulting in total agreed volume of wind resources of the Group reaching 22,372.5MW in over 20 provinces and cities across the country.



### 2. Major financial indicators of wind power business (including solar energy)

#### (1) Revenue

During the Reporting Period, the Group realized wind power sales revenue of RMB993 million, representing an increase of 23.5% as compared with the same period of last year, which was mainly due to the increase of power delivered to grid as compared with the same period of last year. The increase in power delivered to grid was mainly due to the facts that (i) the wind speed in most regions was better than that of last year; and (ii) a new wind power station commenced operation in the first half of 2016.

#### (2) Operating cost

During the Reporting Period, the operating cost (including cost of sales, marketing and distribution costs, administrative expenses and other expenses) of the Group's wind power business was RMB400 million, representing an increase of 11.0% as compared with the same period of last year. This was mainly due to the corresponding increase in operating cost as a result of the commencement of operation of the new wind farms during the Reporting Period.

#### (3) Profit from operations

During the Reporting Period, profit from operations of the wind power business was RMB616 million, representing an increase of 35.1% as compared with the same period of last year, which was mainly due to an increase in volume of power deliver to grid; the gross profit margin of wind power business was 64.2%, representing an increase of 3.6 percentage points as compared with 60.6% in the same period of last year, which was mainly due to better wind resources in the first half of 2016 and an increase in utilization hours, leading to an increase in gross profit.





## Management Discussion and Analysis

### (ii) Business review and major financial indicators of the natural gas segment

#### 1. Business review of natural gas segment

##### (1) Lower sales volume of natural gas

During the Reporting Period, due to the sliding macro-economy and natural gas price reform, the Group's sales volume of natural gas amounted to 540 million cubic meters, representing a decrease of 11.8% as compared with the same period of last year, of which, wholesale volume amounted to 390 million cubic meters, representing a decrease of 8% as compared with the same period of last year; retail sales volume amounted to 110 million cubic meters, representing a decrease of 26.6% as compared with the same period of last year; and the sales volume of CNG amounted to 40 million cubic meters, representing an increase of 5.7% as compared with the same period of last year.

##### (2) Steadily proceeding with the construction of natural gas pipeline infrastructure projects

As of 30 June 2016, the aggregate length of the Group's pipeline in operation was 1,993.7 kilometers.

The project of pipelines for the ten counties in central Hebei Province (Phase I) (冀中十縣管網工程(一期)) were completed and all stations have commenced operation except for the Suning station. The project of pipelines for ten counties in central Hebei Province (Phase II) has been completed pipeline welding of 73.13 kilometers. Constructions of Luanping Gate station, Anguo Natural Gas Gate Station and Gaoyi County East Industrial Zone natural gas utilization project have been completed. The pipeline welding of Shanxi Licheng-Hebei Shahe Coalbed Methane Pipeline Project accumulated to 124 kilometers. The construction of Licheng first station has been completed. The construction of Shexian distribution station and Wuan distribution station were 80% completed, and the construction of Yongnian terminal was 95% completed.

##### (3) Smooth progress in LNG and CNG projects

By the end of the Reporting Period, five CNG primary refilling stations of the Group were in operation and three were under construction; seven CNG refilling/transmission stations were in operation, four were under construction and two were approved but have yet to begin construction; one LNG refilling station was under operation, five were under construction, and two were approved but have yet to begin construction; and three L-CNG refilling stations were under construction. In particular, CNG primary station of Qinghe Natural Gas Utilization Project (Phase I), Luanping standard gas station, CNG primary station in Ningjin, Huangliangmeng Langtuo LNG-CNG gas station project, Gaoyi County East Industrial Zone natural gas utilization project, Neiqiu LNG gas station and Huabo CNG secondary refilling station were completed; and the main construction structure of Anping compression primary station was completed.



- (4) Striving to explore the end-user market of natural gas

During the Reporting Period, the Group acquired 26,680 residential customers and 120 non-residential customers (69 small traders inclusive). As of 30 June 2016, the Group had an aggregate of 143,092 residential customers and 1,740 non-residential customers (1,162 small traders inclusive).

- (5) Actively developing city gas projects

During the reporting period, the Group intended to build a joint venture company together with a third party for construction of natural gas resource pipelines which connect Shanxi, Hebei and Tianjin. Currently, the name of the joint venture company has been pre-approved and the preliminary work of the pipelines construction has been commenced. The Group has successfully bid the Fengning Manzu Autonomous County Gas PPP project; and to secure the gas supply in Chengde area, the Group has actively introduced new gas sources.

## 2. Major financial information of natural gas

- (1) Revenue

During the Reporting Period, the Group recorded a natural gas sales revenue of RMB1,107 million, representing a decrease of 30.2% as compared with the same period of last year, which was mainly due to the facts that (i) as the macro economy continued to slow down, some customers of the Group uses the lower-cost energy instead, leading to a significant decrease in sales volume of natural gas during the first half of 2016; and (ii) the selling price of natural gas has been adjusted during the first half of 2016, resulting as a decrease in the average selling price of natural gas as compared with the same period of last year. In particular, the pipeline wholesale business recorded a sales revenue of RMB738 million, representing 66.7% of the Group's sales revenue from natural gas; the retail business, such as the sales of city natural gas, recorded a sales revenue of RMB249 million, representing 22.5% of the Group's sales revenue from natural gas. The CNG business recorded a sales revenue of RMB90 million, representing 8.1% of the Group's sales revenue from natural gas. Other income amounted to RMB30 million, representing 2.7% of the Group's sales revenue from natural gas.

- (2) Operating cost

During the Reporting Period, the operating cost (including cost of sales, marketing and distribution costs, administrative expenses and other expenses) of the Group's natural gas business amounted to RMB1,016 million, representing a decrease of 26.8% as compared to RMB1,388 million in the same period of last year, which was mainly due to a decrease in the gas purchasing cost as compared with the same period of last year as a result of the decrease in purchasing volume and the reduction of the unit purchasing price of gas.



## Management Discussion and Analysis

### (3) Profit from operations

During the Reporting Period, profit of the Group from operations of the natural gas business was RMB94 million, representing a decrease of 53.7% as compared with the same period of last year. The decrease was mainly due to a decrease in the sales volume of natural gas as compared with the same period of last year and the reduction of the unit price of natural gas. The gross profit margin was 12.2%, representing a decrease of 3 percentage points as compared with the same period of last year, which mainly due to the price adjustment in the first half of 2016, leading to a decrease in gross profit of natural gas.

### (iii) Solar energy generation project

In the first half of 2016, the agreed capacity of the new photovoltaic projects amounted to 400MW, which was distributed among six provinces including Heilongjiang, Liaoning, Hebei, Jiangxi, Shanxi and Shandong, and the accumulated agreed capacity amounted to 4,299MW.

During the Reporting Period, the Group had two photovoltaic projects under construction, namely Lulong Shimen Photovoltaic Power Station (盧龍石門光伏電站) and Chaoyang Nanshuangmiao Photovoltaic Power Station (朝陽縣南雙廟光伏電站), with a total installed capacity of 30MW. Both had commenced power generation and connected to grid.

## III. DISCUSSION AND ANALYSIS ON OPERATING RESULTS

### (1) Overview

During the Reporting Period, the Group realized a net profit of RMB418 million, representing an increase of 15.9% as compared with the same period of last year. The net profit attributable to owners of the Company was RMB353 million, representing an increase of 28.0% as compared with the same period of last year, which was mainly due to an increase in operating profits and decrease in income tax expenses of the Group as compared with the same period of last year.

### (2) Revenue

During the Reporting Period, the Group recorded a revenue of approximately RMB2,100 million, representing a decrease of 12.1% as compared with the same period of last year, which was mainly attributable to a decrease in revenue of natural gas of the Group in the first half of 2016 as compared with the same period of last year, of which:

1. revenue from the wind power and solar energy businesses amounted to approximately RMB993 million, representing an increase of 23.5%, which was mainly due to an increase in sales volume of wind power during the Reporting Period.
2. revenue from the natural gas business amounted to approximately RMB1,107 million, representing a decrease of 30.2% as compared with the same period of last year. This was mainly attributable to a decrease in the Group's sales volume and average selling price of natural gas in the first half of 2016.



### (3) Other income and net gains

During the Reporting Period, the Group recorded other income and net gains of RMB61.50 million, representing an increase of RMB36.89 million as compared with the same period of last year.

### (4) Operating costs

During the Reporting Period, the Group's operating costs (including cost of sales, marketing and distribution costs, administrative expenses and other expenses) amounted to RMB1,440 million, representing a decrease of 18.5% as compared with the same period of last year, of which:

1. cost of sales was RMB1,329 million, representing a decrease of 20.1% as compared with the same period of last year, which was mainly because the purchase costs of natural gas represented the major sales costs of the Group, and the gas purchase volume and unit price decreased which resulted as a decrease in gas purchase costs.
2. administrative expenses were RMB111 million, representing an increase of 6.3% as compared with the same period of last year, which was mainly due to a corresponding increase in administration cost as a result of the expansion of the production scale.

### (5) Finance costs

During the Reporting Period, the Group's finance costs were RMB266 million, representing a decrease of 2.2% as compared with RMB272 million in the same period of last year. This was mainly due to the People's Bank of China decreased the lending rates in the last year, and during the first half of the year, the Group further enhanced its fund management, which lowered the finance costs..

### (6) Share of profit of associates

During the Reporting Period, the Group's share of profit of associates was RMB31 million, representing a decrease of RMB26 million as compared with RMB57 million in the same period of last year. This was mainly due to a decrease in operation profit of the associate companies.

### (7) Income tax expenses

During the Reporting Period, the Group's net income tax expense was RMB69 million, representing a decrease of 1.4% as compared with RMB70 million in the same period of last year. The main reason for this decrease was due to a significant decrease in profit before tax of Hebei Natural Gas, leading to a decrease in income tax expenses as compared with the same period of last year.



## Management Discussion and Analysis

### (8) Net profit

During the Reporting Period, the Group recorded a net profit of RMB418 million, representing an increase of RMB58 million as compared with RMB360 million in the same period of last year, which was mainly due to an increase of the Group's operation profit and a decrease in income tax expense as compared with the same period of last year.

### (9) Profit attributable to owners of the Company

During the Reporting Period, the profit attributable to owners of the Company was RMB353 million, representing an increase of RMB77 million as compared with RMB276 million in the corresponding period of last year. This was primarily attributable to an increase in net profit of the Group as compared with the same period of last year.

The basic earnings per share attributable to shareholders of the Company was RMB0.0951.

### (10) Profit attributable to non-controlling interests

During the Reporting Period, the profit attributable to non-controlling interests was RMB64 million, representing a decrease of RMB20 million as compared with RMB84 million in the corresponding period of last year. This was primarily attributable to a significant decrease in net profit of Hebei Natural Gas as compared with the same period of last year.

### (11) Trade and bills receivables

As at 30 June 2016, the Group's trade and bills receivables amounted to RMB1,520 million, representing an increase of RMB136 million as compared with that as at 31 December 2015, which was mainly attributable to an increase in the receivables caused by the renewable energy subsidies yet to be received by certain wind farms.

### (12) Bank and other borrowings

As at 30 June 2016, the Group's long-term and short-term borrowings totaled RMB16,064 million, representing an increase of RMB238 million as compared with RMB15,826 million as at 31 December 2015. Among all borrowings, short-term borrowings (including current portion of long-term borrowings) amounted to RMB3,362 million and long-term borrowings amounted to RMB12,702 million. Among all borrowings, fixed-rate borrowings amounted to RMB2,885 million.

During the reporting period, the Group optimized the debt structure scientifically and developed multi-channels for financing to reduce the capital cost, including: (1) grabbing the opportunity of rate cuts in China and maintaining close ties with various domestic and foreign financial institutions to early replace the high-interest loans, reduce the lending rate, obtain better lending terms for new loans to lower the capital cost actively; (2) further strengthening capital management to reduce capital precipitation, enhance capital utilization efficiency and lower the proportion of capital cost used; and (3) expanding the horizon on capital management and developing new channels for financing. HECIC New-energy and Huihai Financial Leasing Company jointly conducted the first leaseback business and successfully introduced a low-cost funding of RMB270 million and the composite interest rate was reduced by 8%.



### (13) Liquidity and capital resources

As at 30 June 2016, the Group's net current liabilities value was RMB1,577 million. The net cash and cash equivalents decreased by RMB822 million. The Group had consolidated banking facilities of RMB45.592 billion granted by various domestic banks, of which RMB16.064 billion was utilized. During the Reporting Period, the total amount of borrowings repaid by the Group was RMB2.132 billion.

### (14) Capital expenditures

During the Reporting Period, capital expenditures mainly included construction costs for new wind power projects, natural gas pipeline, additions to property, plant and equipment and prepayment for leased land. Capital resources mainly included self-owned fund, bank borrowings and cash flow from the Group's operating activities. During the Reporting Period, the Group's capital expenditures were RMB1,895 million, representing a decrease of 0.7% from RMB1,907 million over the corresponding period of last year. Segment information of capital expenditures is as follows:

|                                  | Six-month period ended 30 June   |                                  |                             |
|----------------------------------|----------------------------------|----------------------------------|-----------------------------|
|                                  | 2016<br>(RMB'000)<br>(Unaudited) | 2015<br>(RMB'000)<br>(Unaudited) | Percentage<br>change<br>(%) |
| Natural gas                      | 178,426                          | 214,042                          | -16.6%                      |
| Wind power and solar energy      | 1,715,520                        | 1,692,706                        | 1.3%                        |
| Unallocated capital expenditures | 559                              | 403                              | 38.7%                       |
| Total                            | 1,894,505                        | 1,907,151                        | -0.7%                       |

### (15) Net gearing ratio

As at 30 June 2016, the net gearing ratio (net liabilities divided by the sum of net liabilities and equity) of the Group was 63.6%, representing an increase of 1.1 percentage points as compared with 62.5% as at 31 December 2015.

### (16) Foreign exchange risk

The Group maintained some of the capital denominated in foreign currency, mainly the Hong Kong dollar raised from additional issuance of shares that has not been settled and exchanged. Fluctuations in exchange rate would influence our reserve in foreign currencies to a certain extent and the Company has implemented the following measures to avoid foreign exchange risk: (1) promptly settle and exchange the amount into RMB for project construction; (2) actively follow the state foreign exchange policy and study the trend of foreign exchange rate; and (3) lock the exchange rate by forward swap to avoid foreign exchange rate and to guarantee the appreciation of fund.



## Management Discussion and Analysis

### (17) Material acquisitions and disposals

On 24 March 2016, the Company entered into the Laoting Capital Contribution Agreement with HECIC and Jointo Energy, whereby each of the Company, HECIC and Jointo Energy agreed to contribute capital into Laoting Wind Energy, which is a wholly-owned subsidiary of the Company. According to the terms of the Laoting Capital Contribution Agreement, the Company, HECIC and JEI shall contribute approximately RMB475 million, RMB40 million and RMB500 million, respectively, into Laoting Wind Energy in phases by the end of 2018. After the completion of the Laoting Capital Contribution, the registered capital of Laoting Wind Energy will increase from RMB96 million to approximately RMB1,111 million. The Company, HECIC and JEI will hold approximately 51.4%, 3.6% and 45% equity interests in Laoting Wind Energy, respectively. Laoting Wind Energy will remain a subsidiary of the Company after the completion of the Laoting Capital Contribution. This Capital Contribution has approved by the shareholders at the 2015 AGM held on 13 June 2016. Currently, the change of registration with the administration of industry and commerce by Laoting Wind Energy is still in progress.

Save as the disclosed above, the Group had no material acquisitions and disposals during the Reporting Period.

### (18) Material charge on assets of the Group

During the Reporting Period, the Group had no material charges on its assets.

### (19) Contingent liabilities

As at 30 June 2016, the guarantee of RMB200 million provided by the Company to Handan Branch of China Minsheng Banking Corp., Ltd. (中國民生銀行股份有限公司邯鄲分行) for Hebei Suntien Guohua Gas Co., Ltd. (河北新天國化燃氣有限責任公司), a joint venture of the Company, for its application of credit line, has been fully utilized.

### (20) Material litigation

During the Reporting Period, the Group was not involved in any material litigation.



### IV. PROSPECTS FOR THE SECOND HALF OF 2016

Although the economics in China maintained in a stable trend in the first half of 2016, both domestic and foreign environment were still complicated and pressure from economic downturn were still high. Being affected by the constraints of resource environmental, there exist more potential risks in the economics. However, with implementation of structural reforms of China's power industry, renewable energy industry still has high developing potentials. The missions of the Group to be launched in the second half year are as follows:

1. Paying close attention to the development of new technology of wind turbines, broadening the scope and depth of development of wind resource and emphasizing on development of low-wind-speed resource in the central and eastern areas of China; rapidly adjusting the development path of the gas market, seeking for low-cost gas resource from all sides, building multi gas resources protection, exploring the market frequently and seeking for potential customers.
2. Further improving the construction project system, optimizing project management and ensuring the construction of each project is on schedule.
3. Further improving the mode of financing and funding, optimizing the debt structure and taking a balance between long term and short term liabilities reasonably; and optimizing capital management, enhancing utilization efficiency of capital, reducing capital precipitation and lowering capital cost.
4. Improving internal managing mechanism of "science, high efficiency and smoothness" and innovating the mode of work; further enhancing the overall managing level of the Group through setting up a mobile information platform and strengthening the risk management and control system.
5. Reinforcing the information management of production and operation maintenance, strengthening safe production, increasing the standard of operation maintenance and assuring the safe production.





# Corporate Governance

## 1. COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Board confirms that the Company has strictly complied with the principles and code provisions, and some of the recommended best practices in the Corporate Governance Code as set out in the Listing Rules from 1 January 2016 to 30 June 2016. The Company has also established a modern and balanced corporate governance structure which comprises a number of independently operated bodies including shareholders' meeting, the Board of Directors, the Board of Supervisors and senior management.

## 2. DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND EMPLOYEES

### (1) Changes in Directors, Supervisors and Senior Management of the Company

1. On 13 June 2016, upon the approval of the 2015 AGM, Dr. Cao Xin, Dr. Li Lian Ping, Mr. Qin Gang, Ms. Sun Min and Mr. Wu Hui Jiang have been appointed as non-executive directors of the third session of the Board; Mr. Gao Qing Yu and Mr. Wang Hong Jun have been appointed as executive directors of the third session of the Board; and Mr. Qin Hai Yan, Mr. Ding Jun, Mr. Wang Xiang Jun and Mr. Yue Man Yiu Matthew have been appointed as independent non-executive directors of the third session of the Board. The former non-executive director, Dr. Liu Zheng ceased to be a director upon the expiry of his term. The term of the directors of the third session of the Board will end on the expiry of the term of the third session of the board of directors and the directors are eligible for re-election upon expiry of their term according to the articles of association of the Company. Dr. Cao Xin has been elected as the chairman of the third session of the Board at the first meeting of the third session of the Board.
2. On 13 June 2016, upon the approval of the 2015 AGM, Mr. Yang Hong Chi and Mr. Liu Jin Hai have been appointed as supervisors and Mr. Xiao Yan Zhao and Mr. Liang Yong Chun have been appointed as independent supervisors of the third session of the board of supervisors of the Company, respectively. They form the third session of the board of supervisors of the Company together with Mr. Qiao Guo Jie and Ms. Ma Hui who were elected as the employee representative supervisors of the third session of the board of supervisors of the Company in an employee representatives meeting of the Company. The term of the supervisors of the third session of the board of supervisors will end on the expiry of the term of the third session of the board of supervisors. They are eligible for re-election upon expiry of their term according to the articles of association of the Company.



### **(2) NUMBER OF EMPLOYEES**

As at 30 June 2016, the Company had 1,847 employees in total. The Group will further strengthen management of professionals and technical talents, expanding the career path for the talents, continue to standardize the managing policy, continue the employee recruitment, staff promotion and performance management, and drive the specialization and refinement levels of the human resources management work of the Company and establishing harmonious labour relationships actively base on a comprehensive system.

### **(3) INTERESTS AND SHORT POSITIONS OF THE DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT IN THE SHARES, UNDERLYING SHARES AND DEBENTURES**

As at 30 June 2016, none of the Directors, supervisors or senior management of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be recorded in the register referred to therein, or which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (for this purpose, the relevant provisions of the SFO will be interpreted as if they were also applicable to the supervisors).

### **(4) COMPLIANCE WITH MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS AND SUPERVISORS**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Companies set out in Appendix 10 to the Listing Rules as the code of conduct regarding securities transactions by all Directors, supervisors and relevant employees of the Company (as defined under the Corporate Governance Code). After making specific enquiries to all of the Directors and supervisors of the Company, all Directors and supervisors confirmed that during the Reporting Period, they had strictly complied with the Model Code for Securities Transactions by Directors of Listed Companies.

The Directors will review the corporate governance and the operation of the Company from time to time in order to comply with the related requirements of the Listing Rules and protect the interests of the shareholders.



## Corporate Governance

### 3. THE BOARD

The Board is responsible for leading and overseeing the Company. Under the leadership of the Chairman, the Board is responsible for approving and monitoring the overall strategies and policies of the Company, executing the resolutions of shareholders' meetings, evaluating the performance of the Company and supervising the work of the management.

During the Reporting Period, four Board meetings, one Audit Committee meeting, one Remuneration and Appraisal Committee meeting, two Nomination Committee meetings, one Board of Supervisors meeting and one annual general meeting were held by the Company. Save for Dr. Liu Zheng, the remaining Directors of the Company have attended all the Board meetings and meetings of the relevant Committees. Dr. Cao Xin, Mr. Gao Qing Yu, Mr. Wang Hong Jun and Mr. Wang Xiang Jun attended the annual general meeting and answered questions from shareholders.

#### (1) AUDIT COMMITTEE

During the Reporting Period, the Audit Committee of the Company consisted of three Directors, namely Mr. Wang Xiang Jun (王相君, an independent non-executive Director), Mr. Qin Gang (秦刚, a non-executive Director) and Mr. Yue Man Yiu Matthew (余文耀, an independent non-executive Director). Mr. Wang Xiang Jun serves as the chairman of the Audit Committee.

During the Reporting Period, the Audit Committee convened one meeting, at which various resolutions (including the Resolution of Audit Results of 2015 Combined Financial Statements) were reviewed and approved.

#### (2) REMUNERATION AND APPRAISAL COMMITTEE

During the Reporting Period, the Remuneration and Appraisal Committee of the Company consisted of three Directors, namely Mr. Qin Hai Yan (秦海岩, an independent non-executive Director), Dr. Cao Xin (曹欣, the chairman and a non-executive Director) and Mr. Ding Jun (丁军, an independent non-executive Director). Mr. Qin Hai Yan serves as the chairman of the Remuneration and Appraisal Committee.

During the Reporting Period, the Remuneration and Appraisal Committee convened one meeting to determine the remuneration of Directors of the third session of the Board.



### (3) NOMINATION COMMITTEE

During the Reporting Period, the Nomination Committee consisted of five Directors, namely Dr. Cao Xin (a non-executive Director), Dr. Liu Zheng (劉錚, a non-executive Director who has retired on 13 June 2016), Dr. Li Lian Ping (李連平, a non-executive Director who was appointed as a member of the Nomination Committee on 13 June 2016), Mr. Qin Hai Yan (an independent non-executive Director), Mr. Ding Jun (an independent non-executive Director) and Mr. Yue Man Yiu Matthew (an independent non-executive Director). Dr. Cao Xin serves as the chairman of the Nomination Committee.

During the Reporting Period, the Nomination Committee convened two meetings, at which candidates of Directors of the third session of the Board and candidate of the Chairman of the third session of the Board were nominated respectively and such nomination were submitted to the Shareholders' meeting and the Board for consideration.

### (4) STRATEGIC AND INVESTMENT COMMITTEE

During the Reporting Period, the Strategic and Investment Committee of the Company consisted of three Directors, including Dr. Cao Xin (a non-executive Director), Dr. Liu Zheng (a non-executive Director who has retired on 13 June 2016), Dr. Li Lian Ping (a non-executive Director who was appointed as a member of the Strategic Investment Committee on 13 June 2016) and Mr. Gao Qing Yu (高慶余, an executive Director). Dr. Cao Xin serves as the chairman of the Strategic and Investment Committee.

During the Reporting Period, no meeting was convened by the Strategic and Investment Committee. Members maintain close and effective communication amongst themselves through channels such as e-mails and electronic communications to ensure the discharge of their duties properly.

## 4. INTERNAL CONTROL

The Board has the responsibility to maintain and review the Company's internal control system to protect the Company's assets and shareholders' interests. The Board also reviews the internal control and risk management systems to ensure their effectiveness.

The Company has set up an audit and compliance department. As a standing body under the Audit Committee, it is responsible for the Company's internal control under the leadership of the Audit Committee.

The Company, under the assistance of a professional consulting firm, established a sound and effective internal control system against the governance and business structure of the Company.

The Board considers that, during the Reporting Period, the existing internal control system has been operating in a healthy and effective manner in the financial, operational, compliance and risk management aspects.



### V. ARTICLES OF ASSOCIATION

During the reporting period, the Company amended the Articles of Association to reflect the change on shareholding structure of the holders of domestic shares as follows (amendments are in bold and with underlines):

“After the Company has been established and subject to the approval by the China Securities Regulatory Commission, the Company is allowed to issue 1,238,435,000 shares of foreign listed shares, including over-placing of 161,535,000 shares. At the same time of issuance of foreign listed shares, the state-owned shareholder of the Company has transferred not more than 123,844,000 state-owned shares to the National Social Security Fund Council in accordance with the relevant national requirement in relation to reduction of holding of state-owned shares.

After completion of the issuance of the aforesaid foreign invested shares listed overseas, the Company’s equity capital structure is: Hebei Construction & Investment Group Co., Ltd. holds 1,500,924,800 shares, accounting for 46.35% of all the ordinary shares, HECIC Water Investment Co., Ltd. holds 375,231,200 shares, accounting for 11.59% of all the ordinary shares, the National Social Security Fund Council holds 123,844,000 shares, accounting for 3.82% of all the ordinary shares, shareholders of H shares hold 1,238,435,000 shares, accounting for 38.24% of all ordinary shares.

In January 2014, as approved by the China Securities Regulatory Commission, the Company issued additional 476,725,396 foreign invested shares listed overseas to no more than 10 foreign investors by way of private placing. After completion of such issuance of shares, the Company’s equity capital structure is: Hebei Construction & Investment Group Co., Ltd. holds 1,500,924,800 shares, accounting for 40.40% of all the ordinary shares; HECIC Water Investment Co., Ltd. holds 375,231,200 shares, accounting for 10.10% of all the ordinary shares; the National Social Security Fund Council holds 123,844,000 shares, accounting for 3.33% of all the ordinary shares; shareholders of H shares hold 1,715,160,396 shares, accounting for 46.17% of all ordinary shares.

**In July 2015, as approved by the State-owned Assets Supervision and Administration Commission of the State Council, HECIC Water Investment Co., Ltd. transferred 375,231,200 domestic shares of the Company to its controlling shareholder Hebei Construction & Investment Group Co., Ltd. by administrative allocation at nil consideration. After completion of such transfer of shares, the Company’s equity capital structure is: Hebei Construction & Investment Group Co., Ltd. holds 1,876,156,000 shares, accounting for 50.50% of all the ordinary shares; shareholders of H shares hold 1,839,004,396 shares, accounting for 49.50% of all ordinary shares.”**



### 1. SHARE CAPITAL AND USE OF PROCEEDS OF PLACING OF H SHARES

As at 30 June 2016, the total number of shares of the Company was 3,715,160,396, comprising of 1,876,156,000 domestic shares and 1,839,004,396 H shares. As at 30 June 2016, out of the net proceeds of the placing of H shares by the Company in January 2014 of approximately HK\$1,564 million, the Company has applied approximately HK\$719 million in the investment in its wind power generation projects in the PRC, approximately HK\$260 million in the development of the Group's natural gas business in the PRC and approximately HK\$168 million as replenishing the Company's working capital. The remaining net proceeds of the placing of approximately HK\$417 million are currently deposited in the bank account of the Company. It is expected that approximately HK\$379 million of the remaining net proceeds will be applied in the Company's investment in the wind power generation projects in the PRC and approximately HK\$38 million will be used as the Company's working capital.

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

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2016.

### 3. AUDIT COMMITTEE

The Audit Committee is mainly responsible for reviewing and supervising the procedures for financial reporting and internal control. The Audit Committee has reviewed the unaudited interim results for the six months ended 30 June 2016 of the Group and considered that the Group has adopted applicable accounting policies in relation to preparation of relevant results and made adequate disclosures.

### 4. INTERIM DIVIDEND

The Board did not make any recommendation on the distribution of an interim dividend for the six months ended 30 June 2016.



## Other Information

### 5. SUBSTANTIAL SHAREHOLDERS AND OTHER PARTIES' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 June 2016, to the best knowledge of the Directors, the following persons (other than Directors, supervisors and senior management of the Company) had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

| Name of Shareholder                               | Class of Shares | Capacity  | Number of shares/<br>underlying shares held | Percentage in the<br>Relevant Class of<br>Share Capital (%) | Percentage in<br>the Total Share<br>Capital (%) |
|---|-----------------|---|---|---|---|
| HECIC <sup>(1)</sup>                              | Domestic shares | Beneficial owner and interest in controlled corporation | 1,876,156,000 (Long position)               | 100%  | 50.5%   |
| Citigroup Inc. <sup>(1)</sup>                     | H shares        | Others  | 328,987,081 (Long position)                 | 17.88%  | 8.86%   |
|   |                 |   | 321,212,883 (Lending pool)                  | 17.46%  | 8.65%   |
| GIC Private Limited                               | H Shares        | Investment Manager                                      | 296,116,000 (Long position)                 | 16.10%  | 7.97%   |
| Hillhouse Capital Management, Ltd. <sup>(2)</sup> | H Shares        | Investment Manager                                      | 131,103,000 (Long position)                 | 7.13%   | 3.53%   |
| Gaoling Fund, L.P.                                | H Shares        | Beneficial owner  | 129,074,000 (Long position)                 | 7.02%   | 3.47%   |
| National Social Security Council                  | H Shares        | Beneficial owner  | 122,844,000 (Long position)                 | 6.68%   | 3.31%   |
| FMR LLC <sup>(3)</sup>                            | H Shares        | Investment Manager                                      | 110,056,000 (Long position)                 | 5.98%   | 2.96%   |

Note: (1) Citigroup Inc, directly and indirectly through the companies it controls, held 328,987,081 H Shares of the Company, including 7,774,198 H Shares held by Citigroup Global Markets Limited and 321,212,883 H Shares held by Citibank N.A. Among 328,987,081 H Shares, 321,212,883 shares are the lendable shares as referred to Rule 5(4) of "Securities and Futures (Disclosure of Interests-Securities Borrowing and Lending)".

(2) Hillhouse Capital Management, Ltd. indirectly holds Gaoling Fund L.P. and YHG Investment, LP. Therefore, Hillhouse Capital Management, Ltd. is deemed to have the equity interests in the Company held by Gaoling Fund L.P. and YHG Investment, LP

(3) FMR LLC directly holds 100% equity interests of FMR CO., INC, therefore, FMR LLC is deemed to have the equity interest in the Company held by FMR CO., INC.

### 6. CONTACT PERSON FOR THE EXTERNAL JOINT COMPANY SECRETARY

During the Reporting Period, the main contact person of the Company for Ms. Lam Yuen Ling, Eva, the external joint company secretary, is Mr. Ban Ze Feng, the internal joint company secretary. Mr. Ban Ze Feng has reported to the chairman of the Board in respect of the material matters.



## 7. CONTINUING CONNECTED TRANSACTIONS

Two categories of related party transactions as set out in note 36 to the financial statements contained in the 2015 Annual Report of the Company are continuing connected transactions under Chapter 14A of the Listing Rules:

- (a) transactions with HECIC: such transactions still continued in the first half of 2016, please refer to note 20 to “Notes to the Interim Condensed Consolidated Financial Statements” of this Interim Report for details; and
- (b) transactions with subsidiaries of HECIC: these include transactions with HECIC Group Finance Company Limited (such transactions still continued in the first half of 2016, please refer to note 20 to “Notes to the Interim Condensed Consolidated Financial Statements” of this Interim Report for details) and transactions with other subsidiaries of HECIC.

The above mentioned transactions are in compliance with the requirements of Chapter 14A of the Listing Rules.





# Interim Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six-month period ended 30 June 2016

|  | Notes | Six-month period ended 30 June |                                |
|--|-------|--------------------------------|--------------------------------|
|  |       | 2016<br>RMB'000<br>(Unaudited) | 2015<br>RMB'000<br>(Unaudited) |
| <b>REVENUE</b>   | 4     | <b>2,100,326</b>               | 2,389,455                      |
| Cost of sales  | 5     | <b>(1,328,664)</b>             | (1,662,229)                    |
| Gross profit   |       | <b>771,662</b>                 | 727,226                        |
| Other income and gains, net  | 4     | <b>61,500</b>                  | 24,607                         |
| Selling and distribution expenses  |       | <b>(27)</b>                    | (343)                          |
| Administrative expenses  |       | <b>(111,428)</b>               | (104,779)                      |
| Other expenses   |       | <b>(337)</b>                   | (434)                          |
| <b>PROFIT FROM OPERATIONS</b>  |       | <b>721,370</b>                 | 646,277                        |
| Finance costs  | 6     | <b>(266,036)</b>               | (272,226)                      |
| Share of profits of associates   |       | <b>31,349</b>                  | 56,644                         |
| <b>PROFIT BEFORE TAX</b>   | 5     | <b>486,683</b>                 | 430,695                        |
| Income tax expense   | 7     | <b>(69,030)</b>                | (70,414)                       |
| <b>PROFIT FOR THE PERIOD</b>   |       | <b>417,653</b>                 | 360,281                        |
| Attributable to:   |       |                                |                                |
| Owners of the Company  |       | <b>353,229</b>                 | 275,946                        |
| Non-controlling interests  |       | <b>64,424</b>                  | 84,335                         |
|  |       | <b>417,653</b>                 | 360,281                        |
| <b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>                                     |       | <b>417,653</b>                 | 360,281                        |
| Total comprehensive income for the period attributable to:                           |       |                                |                                |
| Owners of the Company  |       | <b>353,229</b>                 | 275,946                        |
| Non-controlling interests  |       | <b>64,424</b>                  | 84,335                         |
|  |       | <b>417,653</b>                 | 360,281                        |
| <b>EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY<br/>EQUITY HOLDERS OF THE COMPANY</b> |       |                                |                                |
| Basic  | 9     | <b>9.51 cents</b>              | 7.43 cents                     |
| Diluted  | 9     | <b>9.51 cents</b>              | 7.43 cents                     |

# Interim Condensed Consolidated Statement of Financial Position

30 June 2016



|  | Notes | 30 June 2016<br>RMB'000<br>(Unaudited) | 31 December 2015<br>RMB'000<br>(Audited) |
|--|-------|--|--|
| <b>NON-CURRENT ASSETS</b>                    |       |  |  |
| Property, plant and equipment                | 10    | 16,829,495                             | 14,970,566                               |
| Investment properties                        |       | 33,291                                 | 32,620                                   |
| Prepaid land lease payments                  |       | 326,649                                | 253,449                                  |
| Goodwill                                     |       | 38,198                                 | 38,198                                   |
| Intangible assets                            |       | 2,020,804                              | 2,062,660                                |
| Investments in associates                    |       | 1,105,334                              | 1,073,985                                |
| Investments in joint ventures                |       | 78,600                                 | 75,600                                   |
| Held-to-maturity investments                 |       | 7,500                                  | 7,500                                    |
| Available-for-sale investments               |       | 103,400                                | 103,400                                  |
| Deferred tax assets                          |       | 78,582                                 | 78,693                                   |
| Trade receivables                            | 11    | 537,435                                | 142,848                                  |
| Prepayments and other receivables            | 12    | 2,449,709                              | 2,851,956                                |
| Total non-current assets                     |       | 23,608,997                             | 21,691,475                               |
| <b>CURRENT ASSETS</b>                        |       |  |  |
| Prepaid land lease payments                  |       | 9,442                                  | 7,900                                    |
| Inventories                                  |       | 65,846                                 | 48,342                                   |
| Trade and bills receivables                  | 11    | 982,635                                | 1,240,806                                |
| Prepayments, deposits and other receivables  | 12    | 792,501                                | 566,315                                  |
| Available-for-sale investments               |       | –                                      | 230,000                                  |
| Pledged deposits                             | 13    | 65                                     | 65                                       |
| Cash and cash equivalents                    | 13    | 2,316,112                              | 3,138,606                                |
| Total current assets                         |       | 4,166,601                              | 5,232,034                                |
| <b>CURRENT LIABILITIES</b>                   |       |  |  |
| Trade and bills payables                     | 14    | 440,284                                | 553,362                                  |
| Other payables and accruals                  | 15    | 1,922,387                              | 1,540,440                                |
| Interest-bearing bank and other borrowings   | 16    | 3,361,964                              | 2,440,313                                |
| Tax payable                                  |       | 19,417                                 | 20,672                                   |
| Total current liabilities                    |       | 5,744,052                              | 4,554,787                                |
| <b>NET CURRENT ASSETS/(LIABILITIES)</b>      |       | <b>(1,577,451)</b>                     | 677,247                                  |
| <b>TOTAL ASSETS LESS CURRENT LIABILITIES</b> |       | <b>22,031,546</b>                      | 22,368,722                               |
| <b>NON-CURRENT LIABILITIES</b>               |       |  |  |
| Interest-bearing bank and other borrowings   | 16    | 12,702,014                             | 13,385,805                               |
| Other payables and accruals                  | 15    | 77,736                                 | 82,397                                   |
| Total non-current liabilities                |       | 12,779,750                             | 13,468,202                               |
| Net assets                                   |       | 9,251,796                              | 8,900,520                                |
| <b>EQUITY</b>                                |       |  |  |
| Equity attributable to owners of the Company |       |  |  |
| Issued share capital                         |       | 3,715,160                              | 3,715,160                                |
| Reserves                                     |       | 3,995,558                              | 3,698,056                                |
|  |       | 7,710,718                              | 7,413,216                                |
| Non-controlling interests                    |       | 1,541,078                              | 1,487,304                                |
| Total equity                                 |       | 9,251,796                              | 8,900,520                                |



# Interim Condensed Consolidated Statement of Changes in Equity

For the six-month period ended 30 June 2016

|  | Attributable to owners of the Company |                 |               |                        |           |           | Non-controlling interests | Total equity |
|--|---------------------------------------|-----------------|---------------|------------------------|-----------|-----------|---------------------------|--------------|
|  | Share capital                         | Capital reserve | Reserve funds | Retained profits       | Total     |           |                           |              |
|  | RMB'000                               | RMB'000         | RMB'000       | RMB'000                | RMB'000   | RMB'000   |                           |              |
| As at 1 January 2016 (audited)                                   | 3,715,160                             | 2,134,854*      | 164,861*      | 1,398,341*             | 7,413,216 | 1,487,304 | 8,900,520                 |              |
| Total profit and comprehensive income for the period (unaudited) | -                                     | -               | -             | 353,229                | 353,229   | 64,424    | 417,653                   |              |
| Final 2015 dividend declared (note 8) (unaudited)                | -                                     | -               | -             | (55,727)               | (55,727)  | -         | (55,727)                  |              |
| Dividends declared to non-controlling shareholders (unaudited)   | -                                     | -               | -             | -                      | -         | (12,650)  | (12,650)                  |              |
| Contribution by a non-controlling shareholder (unaudited)        | -                                     | -               | -             | -                      | -         | 2,000     | 2,000                     |              |
| As at 30 June 2016 (unaudited)                                   | 3,715,160                             | 2,134,854*      | 164,861*      | 1,695,843*             | 7,710,718 | 1,541,078 | 9,251,796                 |              |
| As at 1 January 2015 (audited)                                   | 3,715,160                             | 2,134,395       | 137,627       | 1,372,392 <sup>#</sup> | 7,359,574 | 1,402,818 | 8,762,392                 |              |
| Total profit and comprehensive income for the period (unaudited) | -                                     | -               | -             | 275,946                | 275,946   | 84,335    | 360,281                   |              |
| Final 2014 dividend declared (note 8) (unaudited)                | -                                     | -               | -             | (115,170)              | (115,170) | -         | (115,170)                 |              |
| Dividends declared to non-controlling shareholders (unaudited)   | -                                     | -               | -             | -                      | -         | (79,535)  | (79,535)                  |              |
| Contributions by non-controlling shareholders (unaudited)        | -                                     | -               | -             | -                      | -         | 66,050    | 66,050                    |              |
| Others (unaudited)   | -                                     | 280             | -             | -                      | 280       | 228       | 508                       |              |
| As at 30 June 2015 (unaudited)                                   | 3,715,160                             | 2,134,675       | 137,627       | 1,533,168              | 7,520,630 | 1,473,896 | 8,994,526                 |              |

\* These reserve accounts comprise the consolidated reserves of RMB3,995,558,000 (31 December 2015: RMB3,698,056,000) in the interim condensed consolidated statement of financial position as at 30 June 2016.

<sup>#</sup> Retained profits have been adjusted for the proposed final 2014 dividend in accordance with the current period's presentation.

# Interim Condensed Consolidated Statement of Cash Flows

For the six-month period ended 30 June 2016



|  | Notes | Six-month period ended 30 June |                                |
|--|-------|--------------------------------|--------------------------------|
|  |       | 2016<br>RMB'000<br>(Unaudited) | 2015<br>RMB'000<br>(Unaudited) |
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>  |       |                                |                                |
| Profit before tax  |       | 486,683                        | 430,695                        |
| Adjustments for:   |       |                                |                                |
| Finance costs  | 6     | 266,036                        | 272,226                        |
| Foreign exchange gain, net   | 5     | (6,401)                        | (110)                          |
| Share of profits of associates   |       | (31,349)                       | (56,644)                       |
| Depreciation of items of property, plant and equipment   | 5     | 307,951                        | 274,146                        |
| Depreciation of investment properties  | 5     | 750                            | 367                            |
| Amortisation of prepaid land lease payments  | 5     | 4,550                          | 3,915                          |
| Amortisation of intangible assets  | 5     | 52,227                         | 51,700                         |
| Gain on available-for-sale investments   | 5     | (26,418)                       | (4,114)                        |
| Other adjustments  |       | (14,598)                       | (14,112)                       |
|  |       | <b>1,039,431</b>               | 958,069                        |
| Increase in inventories  |       | (17,504)                       | (9,671)                        |
| Increase in trade and bills receivables  |       | (285,765)                      | (477,577)                      |
| Decrease/(increase) in prepayments, deposits and other receivables   |       | (180,545)                      | 112,468                        |
| Increase/(decrease) in trade and bills payables  |       | (132,614)                      | 27,218                         |
| Decrease in other payables and accruals  |       | (62,139)                       | (85,935)                       |
| Cash generated from operations   |       | <b>360,864</b>                 | 524,572                        |
| Income tax paid  |       | (70,174)                       | (96,373)                       |
| Net cash flows from operating activities   |       | <b>290,690</b>                 | 428,199                        |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>  |       |                                |                                |
| Payments for acquisition of items of property, plant and equipment   |       | (1,204,067)                    | (1,911,072)                    |
| Additions to prepaid land lease payments   |       | (61,230)                       | (2,035)                        |
| Capital contributions to joint ventures  |       | (3,000)                        | (5,100)                        |
| Capital contributions to associates  |       | –                              | (84,726)                       |
| Decrease in non-pledged time deposits with original maturity of three months or more than three months when acquired |       | 23,321                         | 328,390                        |
| Decrease in pledged bank balances for letters of guarantee   |       | –                              | 30,332                         |
| Proceeds from disposal of available-for-sale investments   |       | 230,000                        | –                              |
| Interest from available-for-sale investments   |       | 26,418                         | 4,114                          |
| Other cash flows from investing activities   |       | 15,222                         | 11,720                         |
| Other cash flows used in investing activities  |       | (328)                          | (6,151)                        |
| Net cash flows used in investing activities  |       | <b>(973,664)</b>               | (1,634,528)                    |



## Interim Condensed Consolidated Statement of Cash Flows (Continued)

For the six-month period ended 30 June 2016

|  | Note | Six-month period ended 30 June |                                |
|--|------|--------------------------------|--------------------------------|
|  |      | 2016<br>RMB'000<br>(Unaudited) | 2015<br>RMB'000<br>(Unaudited) |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>                  |      |                                |                                |
| New bank and other borrowings                                |      | 2,368,567                      | 2,638,774                      |
| Repayment of bank and other borrowings                       |      | (2,132,090)                    | (928,559)                      |
| Dividends paid to non-controlling shareholders               |      | (7,078)                        | (7,615)                        |
| Capital contributions by non-controlling shareholders        |      | 2,000                          | 66,050                         |
| Interest paid  |      | (354,056)                      | (331,632)                      |
| Net cash flows from/(used in) financing activities           |      | (122,657)                      | 1,437,018                      |
| <b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>  |      |                                |                                |
| Cash and cash equivalents at beginning of period             |      | 3,026,940                      | 2,839,029                      |
| Effect of exchange rate changes on cash and cash equivalents |      | 6,458                          | 670                            |
| <b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>            | 13   | <b>2,227,767</b>               | 3,070,388                      |

# Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016



## 1. CORPORATE AND GROUP INFORMATION

China Suntien Green Energy Corporation Limited (the “Company”) was established as a joint stock company with limited liability on 9 February 2010 in the People’s Republic of China (the “PRC” or Mainland China). The registered office of the Company is located at 9th Floor, Block A, Yuyuan Plaza, No. 9 Yuhua West Road, Shijiazhuang, Hebei Province, the PRC.

The Company’s H shares were issued and listed on the main board of The Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”) in the last quarter of 2010.

The Company and its subsidiaries (hereinafter collectively referred to as the “Group”) are principally engaged in the investment, development, management and operation of wind power and solar energy generation, sale of natural gas and gas appliances, and connection and construction of natural gas pipelines.

In the opinion of the directors of the Company (the “Directors”), the holding company and the ultimate holding company of the Company is Hebei Construction & Investment Group Co., Ltd. (河北建設投資集團有限責任公司, “HECIC”), a state-owned enterprise in the PRC.

## 2. BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES

### 2.1 Basis of preparation

The interim condensed consolidated financial statements for the six-month period ended 30 June 2016 have been prepared in accordance with International Accounting Standard (“IASs”) 34 *Interim Financial Reporting* and the disclosure requirements of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (“Listing Rules”).

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2015.

The interim condensed consolidated financial statements are presented in Renminbi (“RMB”) and all values are rounded to the nearest thousand, except when otherwise indicated.

The Group’s net current liabilities amounted to approximately RMB1,577 million as at 30 June 2016, and its net cash inflow from operating activities was approximately RMB291 million, and its net cash outflow from investing activities and financing activities amounted to approximately RMB974 million and RMB123 million, respectively, for the six-month period ended 30 June 2016. The Group recorded a decrease in cash and cash equivalents of approximately RMB806 million for the six-month period ended 30 June 2016.

The liquidity of the Group is primarily dependent on its ability to maintain adequate cash inflows from operations to meet its debt obligations as they fall due, and its ability to obtain adequate external financing to meet its working capital needs and committed future capital expenditure. With regard to its future capital commitments and other financing requirements, the Group had already obtained banking facilities from several PRC banks and HECIC Group Finance Company Limited of an amount up to RMB45,592 million as at 30 June 2016, of which approximately RMB16,064 million has been utilised as at 30 June 2016.

After taking into account the above, the Directors are of the view that the Group is able to meet its debt obligations as they fall due in the normal course of business and continue as a going concern.



# Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016

## 2. BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES (continued)

### 2.2 Impact of new and amended International Financial Reporting Standards

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2015, except for the adoption of the new and revised International Financial Reporting Standards ("IFRSs") as of 1 January 2016, noted below:

#### **Amendments to IFRS 10, IFRS 12 and IAS 28 *Investment Entities: Applying the Consolidation Exception***

The amendments address issues that have arisen in applying the investment entities exception under IFRS 10 *Consolidated Financial Statements*. The amendments to IFRS 10 clarify that the exemption from presenting consolidated financial statements applies to a parent entity that is a subsidiary of an investment entity, when the investment entity measures all of its subsidiaries at fair value.

Furthermore, the amendments to IFRS 10 clarify that only a subsidiary of an investment entity that is not an investment entity itself and that provides support services to the investment entity is consolidated. All other subsidiaries of an investment entity are measured at fair value. The amendments to IAS 28 *Investments in Associates and Joint Ventures* allow the investor, when applying the equity method, to retain the fair value measurement applied by the investment entity associate or joint venture to its interests in subsidiaries.

These amendments must be applied retrospectively and are effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments do not have any impact on the Group as the Group does not apply the consolidation exception.

#### **Amendments to IFRS 11 *Accounting for Acquisitions of Interests in Joint Operations***

The amendments to IFRS 11 require that an acquirer of an interest in a joint operation in which the activity of the joint operation constitutes a business must apply the relevant IFRS 3 *Business Combinations* principles for business combination accounting. The amendments also clarify that a previously held interest in a joint operation is not remeasured on the acquisition of an additional interest in the same joint operation while joint control is retained. In addition, a scope exclusion has been added to IFRS 11 to specify that the amendments do not apply when the parties sharing joint control, including the reporting entity, are under common control of the same ultimate controlling party.

The amendments apply to both the acquisition of the initial interest in a joint operation and the acquisition of any additional interests in the same joint operation and are prospectively effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments do not have any impact on the Group as there has been no interest acquired in a joint operation during the period.



## 2. BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES (continued)

### 2.2 Impact of new and amended International Financial Reporting Standards (continued)

#### **IFRS 14 Regulatory Deferral Accounts**

IFRS 14 is an optional standard that allows an entity, whose activities are subject to rate-regulation, to continue applying most of its existing accounting policies for regulatory deferral account balances upon its first-time adoption of IFRSs. Entities that adopt IFRS 14 must present the regulatory deferral accounts as separate line items on the statement of financial position and present movements in these account balances as separate line items in the statement of profit or loss and other comprehensive income. The standard requires disclosure of the nature of, and risks associated with, the entity's rate-regulation and the effects of that rate-regulation on its financial statements. IFRS 14 is effective for annual periods beginning on or after 1 January 2016. Since the Group is an existing IFRS preparer, this standard does not apply.

#### **Amendments to IAS 1 Disclosure Initiative**

Amendments to IAS 1 include narrow-focus improvements in respect of the presentation and disclosure in financial statements. The amendments clarify:

- the materiality requirements in IAS 1;
- that specific line items in the statement of profit or loss and other comprehensive income and the statement of financial position may be disaggregated;
- that entities have flexibility as to the order in which they present the notes to financial statements; and
- that the share of other comprehensive income of associates and joint ventures accounted for using the equity method must be presented in aggregate as a single line item, and classified between those items that will or will not be subsequently reclassified to profit or loss.

Furthermore, the amendments clarify the requirements that apply when additional subtotals are presented in the statement of financial position and the statement of profit or loss and other comprehensive income. These amendments are effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments do not have any impact on the Group.

#### **Amendments to IAS 16 and IAS 38 Clarification of Acceptable Methods of Depreciation and Amortisation**

The amendments clarify the principle in IAS 16 and IAS 38 that revenue reflects a pattern of economic benefits that are generated from operating a business (of which the asset is a part) rather than the economic benefits that are consumed through use of the asset. As a result, a revenue-based method cannot be used to depreciate property, plant and equipment and may only be used in very limited circumstances to amortise intangible assets. The amendments are effective prospectively for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments do not have any impact on the Group given that the Group has not used a revenue-based method to depreciate its non-current assets.





# Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016

## 2. BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES (continued)

### 2.2 Impact of new and amended International Financial Reporting Standards (continued)

#### **Amendments to IAS 16 and IAS 41 Agriculture: Bearer Plants**

The amendments change the accounting requirements for biological assets that meet the definition of bearer plants. Under the amendments, biological assets that meet the definition of bearer plants will no longer be within the scope of IAS 41 *Agriculture*. Instead, IAS 16 will apply. After initial recognition, bearer plants will be measured under IAS 16 at accumulated cost (before maturity) and using either the cost model or revaluation model (after maturity). The amendments also require that produce that grows on bearer plants will remain in the scope of IAS 41 measured at fair value less costs to sell. For government grants related to bearer plants, IAS 20 *Accounting for Government Grants and Disclosure of Government Assistance* will apply. The amendments are retrospectively effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments do not have any impact on the Group as the Group does not have any bearer plants.

#### **Amendments to IAS 27 Equity Method in Separate Financial Statements**

The amendments will allow entities to use the equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements. Entities already applying IFRSs and electing to change to the equity method in their separate financial statements will have to apply that change retrospectively. First-time adopters of IFRS electing to use the equity method in their separate financial statements will be required to apply this method from the date of transition to IFRS. The amendments are effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments do not have any impact on the Group's consolidated financial statements.

#### **Annual Improvements 2012-2014 Cycle (Amendments to a number of IFRSs)**

- IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations*: Assets (or disposal groups) are generally disposed of either through sale or distribution to owners. The amendments clarify that changing from one of these disposal methods to the other would not be considered a new plan of disposal, rather it is a continuation of the original plan. There is, therefore, no interruption of the application of the requirements in IFRS 5. The amendments must be applied prospectively.
- IFRS 7 *Financial Instruments: Disclosures*: (i) *Servicing contracts*: the amendments clarify that a servicing contract that includes a fee can constitute continuing involvement in a financial asset. An entity must assess the nature of the fee and the arrangement against the guidance for continuing involvement in IFRS 7 in order to assess whether the disclosures are required. The assessment of which servicing contracts constitute continuing involvement must be done retrospectively. However, the required disclosures would not need to be provided for any period beginning before the annual period in which the entity first applies the amendments. (ii) *Applicability of the amendments to IFRS 7 to condensed interim financial statements*: the amendment clarifies that the offsetting disclosure requirements do not apply to condensed interim financial statements, unless such disclosures provide a significant update to the information reported in the most recent annual report. This amendment must be applied retrospectively.



## 2. BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES (continued)

### 2.2 Impact of new and amended International Financial Reporting Standards (continued)

#### **Annual Improvements 2012-2014 Cycle (Amendments to a number of IFRSs) (continued)**

- IAS 19 *Employee Benefits*: The amendment clarifies that market depth of high quality corporate bonds is assessed based on the currency in which the obligation is denominated, rather than the country where the obligation is located. When there is no deep market for high quality corporate bonds in that currency, government bond rates must be used. This amendment must be applied prospectively.
- IAS 34 *Interim Financial Reporting*: The amendment clarifies that the required interim disclosures must either be in the interim financial statements or incorporated by cross-reference between the interim financial statements and wherever they are included within the interim financial report (e.g., in the management commentary or risk report). The other information within the interim financial report must be available to users on the same terms as the interim financial statements and at the same time. This amendment must be applied retrospectively. The amendment does not have any impact on the Group.

## 3. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has two reportable operating segments as follows:

- (a) Natural gas – this segment engages in the sale of natural gas and gas appliances and the provision of construction and connection services of natural gas pipelines.
- (b) Wind power and solar energy – this segment develops, manages and operates wind power and solar energy plants and generates electric power for sale to external power grid companies.

Management monitors the operating results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit or loss, which is a measure of adjusted profit or loss after tax. The adjusted profit or loss after tax is measured consistently with the Group's profit or loss after tax except that interest income, gain from available-for-sale investments and head office and corporate expenses are excluded from measurement.

Segment assets exclude the unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude the unallocated head office and corporate liabilities as these liabilities are managed on a group basis.



## Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016

### 3. OPERATING SEGMENT INFORMATION (continued)

The following tables present revenue, profit and certain asset, liability and expenditure information for the Group's operating segments for the six-month periods ended 30 June 2016 and 2015.

Six-month period ended 30 June 2016

|  | Natural gas<br>RMB'000<br>(Unaudited) | Wind power and<br>solar energy<br>RMB'000<br>(Unaudited) | Total<br>RMB'000<br>(Unaudited) |
|--|---------------------------------------|--|---------------------------------|
| <b>Segment revenue:</b>                              |                                       |  |                                 |
| Sales to external customers                          | 1,106,767                             | 993,559  | 2,100,326                       |
| Intersegment sales                                   | –                                     | –  | –                               |
| <b>Total revenue</b>                                 | <b>1,106,767</b>                      | <b>993,559</b>   | <b>2,100,326</b>                |
| <b>Segment results</b>                               | <b>95,566</b>                         | <b>630,355</b>   | <b>725,921</b>                  |
| Interest income                                      | 1,298                                 | 9,371  | 10,669                          |
| Gain from available-for-sale investments             | 797                                   | –  | 797                             |
| Finance costs  | (36,788)                              | (229,248)  | (266,036)                       |
| Income tax expense                                   | (19,615)                              | (49,415)   | (69,030)                        |
| Profit of segments for the period                    | 41,258                                | 361,063  | 402,321                         |
| Unallocated interest income                          |                                       |  | 4,091                           |
| Unallocated gain from available-for-sale investments |                                       |  | 25,621                          |
| Corporate and other unallocated expenses             |                                       |  | (14,380)                        |
| <b>Profit for the period</b>                         |                                       |  | <b>417,653</b>                  |
| <b>Segment assets</b>                                | <b>4,653,363</b>                      | <b>22,033,919</b>  | <b>26,687,282</b>               |
| Corporate and other unallocated assets               |                                       |  | 1,088,316                       |
| <b>Total assets</b>                                  |                                       |  | <b>27,775,598</b>               |
| <b>Segment liabilities</b>                           | <b>2,850,816</b>                      | <b>15,407,965</b>  | <b>18,258,781</b>               |
| Corporate and other unallocated liabilities          |                                       |  | 265,021                         |
| <b>Total liabilities</b>                             |                                       |  | <b>18,523,802</b>               |
| <b>Other segment information:</b>                    |                                       |  |                                 |
| Reversal of impairment of trade receivables          | 114                                   | –  | 114                             |
| Depreciation and amortisation                        | (41,729)                              | (321,832)  | (363,561)                       |
| Unallocated depreciation and amortisation            |                                       |  | (1,917)                         |
|  |                                       |  | (365,478)                       |
| Share of profits of associates                       | 4,046                                 | 23,765   | 27,811                          |
| Unallocated share of profits of associates           |                                       |  | 3,538                           |
|  |                                       |  | 31,349                          |
| Investments in joint ventures                        | 78,600                                | –  | 78,600                          |
| Investments in associates                            | 572,493                               | 396,125  | 968,618                         |
| Unallocated investments in associates                |                                       |  | 136,716                         |
|  |                                       |  | 1,105,334                       |
| Capital expenditure*                                 | 178,426                               | 1,715,520  | 1,893,946                       |
| Unallocated capital expenditure*                     |                                       |  | 559                             |
|  |                                       |  | 1,894,505                       |

# Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016



## 3. OPERATING SEGMENT INFORMATION (continued)

Six-month period ended 30 June 2015

|   | Natural gas<br>RMB'000<br>(Unaudited) | Wind power and<br>solar energy<br>RMB'000<br>(Unaudited) | Total<br>RMB'000<br>(Unaudited) |
|---|---------------------------------------|--|---------------------------------|
| <b>Segment revenue:</b>                     |                                       |  |                                 |
| Sales to external customers                 | 1,585,172                             | 804,283  | 2,389,455                       |
| Intersegment sales                          | –                                     | –  | –                               |
| <b>Total revenue</b>                        | <b>1,585,172</b>                      | <b>804,283</b>   | <b>2,389,455</b>                |
| <b>Segment results</b>                      |                                       |  |                                 |
| Interest income                             | 220,885                               | 486,096  | 706,981                         |
| Finance costs                               | 3,059                                 | 5,037  | 8,096                           |
| Income tax expense                          | (38,677)                              | (233,549)  | (272,226)                       |
|   | (46,103)                              | (24,311)   | (70,414)                        |
| Profit of segments for the period           | 139,164                               | 233,273  | 372,437                         |
| Unallocated interest income                 |                                       |  | 2,859                           |
| Corporate and other unallocated expenses    |                                       |  | (15,015)                        |
| <b>Profit for the period</b>                |                                       |  | <b>360,281</b>                  |
| <b>Other segment information:</b>           |                                       |  |                                 |
| Reversal of impairment of trade receivables | –                                     | 1,507  | 1,507                           |
| Depreciation and amortisation               | (40,845)                              | (287,398)  | (328,243)                       |
| Unallocated depreciation and amortisation   |                                       |  | (1,885)                         |
|   |                                       |  | (330,128)                       |
| Share of profits of associates              | 21,827                                | 35,099   | 56,926                          |
| Unallocated share of losses of associates   |                                       |  | (282)                           |
|   |                                       |  | 56,644                          |
| Capital expenditure*                        | 214,042                               | 1,692,706  | 1,906,748                       |
| Unallocated capital expenditure*            |                                       |  | 403                             |
|   |                                       |  | 1,907,151                       |

\* Capital expenditure mainly consists of additions to items of property, plant and equipment, prepaid land lease payments, intangible assets as well as the non-current prepayment on acquisition of items of property, plant and equipment.

### Geographical information

No further geographical segment information is presented as the Group's revenue is derived from customers based in Mainland China, and the Group's non-current assets are located in Mainland China.



## Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016

### 4. REVENUE, OTHER INCOME AND GAINS

Revenue represents: (1) the net invoiced value of natural gas and electricity sold, net of value-added tax and government surcharges; and (2) the value of services rendered.

An analysis of the Group's revenue, other income and gains is as follows:

|  | <b>Six-month period ended 30 June</b> |             |
|--|---------------------------------------|-------------|
|  | <b>2016</b>                           | 2015        |
|  | <b>RMB'000</b>                        | RMB'000     |
|  | <b>(Unaudited)</b>                    | (Unaudited) |
| <b>Revenue</b>                                       |                                       |             |
| Sale of natural gas                                  | <b>1,076,982</b>                      | 1,541,440   |
| Sale of electricity                                  | <b>993,304</b>                        | 803,967     |
| Construction and connection of natural gas pipelines | <b>18,670</b>                         | 28,128      |
| Natural gas transportation                           | <b>9,579</b>                          | 15,319      |
| Wind power services                                  | <b>159</b>                            | 182         |
| Others   | <b>1,632</b>                          | 419         |
|  | <b>2,100,326</b>                      | 2,389,455   |
| <b>Other income and gains, net</b>                   |                                       |             |
| Government grants:                                   |                                       |             |
| – Wire subsidy                                       | –                                     | 3,812       |
| – Value-added tax refunds                            | <b>12,853</b>                         | –           |
| Bank interest income                                 | <b>14,760</b>                         | 10,955      |
| Foreign exchange gain, net                           | <b>6,401</b>                          | 110         |
| Gain from available-for-sale investments             | <b>26,418</b>                         | 4,114       |
| Others   | <b>1,068</b>                          | 5,616       |
|  | <b>61,500</b>                         | 24,607      |

## Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016



### 5. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

|  | <b>Six-month period ended 30 June</b> |             |
|--|---------------------------------------|-------------|
|  | <b>2016</b>                           | 2015        |
|  | <b>RMB'000</b>                        | RMB'000     |
|  | <b>(Unaudited)</b>                    | (Unaudited) |
| Cost of goods sold   | <b>1,317,050</b>                      | 1,645,319   |
| Cost of services rendered  | <b>11,614</b>                         | 16,910      |
| <b>Total cost of sales</b>   | <b>1,328,664</b>                      | 1,662,229   |
| Depreciation of items of property, plant and equipment   | <b>307,951</b>                        | 274,146     |
| Depreciation of investment properties  | <b>750</b>                            | 367         |
| Amortisation of prepaid land lease payments  | <b>4,550</b>                          | 3,915       |
| Amortisation of intangible assets  | <b>52,227</b>                         | 51,700      |
| <b>Total depreciation and amortisation</b>   | <b>365,478</b>                        | 330,128     |
| Minimum lease payments under operating leases of land and buildings                                | <b>4,441</b>                          | 4,717       |
| Employee benefit expenses (including directors', supervisors' and chief executive's remuneration): |                                       |             |
| Wages, salaries and allowances   | <b>54,700</b>                         | 49,181      |
| Pension scheme contributions (defined contribution scheme)   | <b>8,805</b>                          | 7,511       |
| Welfare and other expenses   | <b>29,568</b>                         | 30,316      |
|  | <b>93,073</b>                         | 87,008      |
| Gain from held-to-maturity investments   | <b>(173)</b>                          | (221)       |
| Gain from available-for-sale investments   | <b>(26,418)</b>                       | (4,114)     |
| Gain from derivative instruments   | <b>–</b>                              | (523)       |
| Loss on disposal of items of property, plant and equipment, net                                    | <b>450</b>                            | 429         |
| Rental income on investment properties   | <b>(96)</b>                           | (134)       |
| Foreign exchange gain, net   | <b>(6,401)</b>                        | (110)       |
| Reversal of impairment of trade receivables  | <b>(114)</b>                          | (1,507)     |



## Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016

### 6. FINANCE COSTS

|  | Six-month period ended 30 June |             |
|--|--------------------------------|-------------|
|  | 2016                           | 2015        |
|  | RMB'000                        | RMB'000     |
|  | (Unaudited)                    | (Unaudited) |
| Interest expense on bank loans and other borrowings                  | 383,091                        | 342,400     |
| Less: Interest capitalised to items of property, plant and equipment | (117,055)                      | (70,174)    |
|  | <b>266,036</b>                 | 272,226     |

### 7. INCOME TAX EXPENSE

Pursuant to Caishui [2008] No. 46 *Notice on the Execution of the Catalogue of Public Infrastructure Projects Entitled for Preferential Tax Treatment* (財政部、國家稅務總局關於執行公共基礎設施項目企業所得稅優惠目錄有關問題的通知), certain subsidiaries of the Company, which were set up after 1 January 2008 and are engaged in public infrastructure projects, are entitled to a tax holiday of a three-year full exemption followed by a three-year 50% exemption commencing from their respective first years generating operating income (the "3+3 tax holiday").

Under the relevant PRC Corporate Income Tax Law and respective regulations, except for certain preferential treatment available to certain subsidiaries of the Company as mentioned above, the PRC entities within the Group were subject to corporate income tax at a rate of 25% during the six-month periods ended 30 June 2016 and 2015.

No Hong Kong profits tax has been provided because the Group did not generate any assessable profits in Hong Kong for the six-month periods ended 30 June 2016 and 2015.

|                                     | Six-month period ended 30 June |             |
|-------------------------------------|--------------------------------|-------------|
|                                     | 2016                           | 2015        |
|                                     | RMB'000                        | RMB'000     |
|                                     | (Unaudited)                    | (Unaudited) |
| Current income tax – Mainland China | 69,001                         | 70,414      |
| Deferred income tax                 | 29                             | –           |
| Tax charge for the period           | <b>69,030</b>                  | 70,414      |

## Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016



### 8. DIVIDENDS

The dividends for the six-month periods ended 30 June 2016 and 2015 are set out below:

|  | <b>Six-month period ended 30 June</b> |             |
|--|---------------------------------------|-------------|
|  | <b>2016</b>                           | 2015        |
|  | <b>RMB'000</b>                        | RMB'000     |
|  | <b>(Unaudited)</b>                    | (Unaudited) |
| Dividends:   |                                       |             |
| Declared final 2015 dividend – RMB1.5 cents<br>(final 2014 dividend: RMB3.1 cents) per share | <b>55,727</b>                         | 115,170     |

At the annual general meeting held on 13 June 2016, the Company's shareholders approved the payment of the final dividend for the year ended 31 December 2015 of RMB0.015 per share, which amounted to RMB55,727,000 and was settled in full in July 2016.

At the annual general meeting held on 5 June 2015, the Company's shareholders approved the payment of the final dividend for the year ended 31 December 2014 of RMB0.031 per share, which amounted to RMB115,170,000 and was settled in full in July 2015.

The Directors did not recommend the payment of an interim dividend for the six-month period ended 30 June 2016 (six-month period ended 30 June 2015: Nil).

### 9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of the basic earnings per share amounts for the six-month periods ended 30 June 2016 and 2015 is based on the profit attributable to ordinary equity holders of the Company for those periods, and the weighted average number of ordinary shares in issue during those periods.

|   | <b>Six-month period ended 30 June</b> |             |
|---|---------------------------------------|-------------|
|   | <b>2016</b>                           | 2015        |
|   | <b>RMB'000</b>                        | RMB'000     |
|   | <b>(Unaudited)</b>                    | (Unaudited) |
| <b>Earnings:</b>  |                                       |             |
| Profit attributable to ordinary equity holders of the Company, used in the basic earnings per share calculation | <b>353,229</b>                        | 275,946     |

|   | <b>Number of shares</b>               |               |
|---|---------------------------------------|---------------|
|   | <b>Six-month period ended 30 June</b> |               |
|   | <b>2016</b>                           | 2015          |
|   | <b>(Unaudited)</b>                    | (Unaudited)   |
| <b>Shares:</b>  |                                       |               |
| Weighted average number of ordinary shares in issue during the periods used in the basic earnings per share calculation | <b>3,715,160,396</b>                  | 3,715,160,396 |

The Company did not have any dilutive potential ordinary shares during the six-month periods ended 30 June 2016 and 2015.





## Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016

### 10. PROPERTY, PLANT AND EQUIPMENT

During the six-month period ended 30 June 2016, the Group acquired property, plant and equipment at an aggregate cost amounting to approximately RMB2,197,149,000 (six-month period ended 30 June 2015: RMB523,909,000).

During the six-month period ended 30 June 2016, items of property, plant and equipment with an aggregate net carrying value of approximately RMB744,000 (six-month period ended 30 June 2015: RMB450,000) were disposed of which resulted in a net loss on disposal of approximately RMB450,000 (six-month period ended 30 June 2015: RMB429,000) and the net loss was recorded as other expenses.

### 11. TRADE AND BILLS RECEIVABLES

The majority of the Group's revenues are generated from the sale of natural gas and electricity. The credit period offered by the Group to customers of natural gas and electricity generally ranges from one month to two months. The Group seeks to maintain strict control over its outstanding receivables and minimise credit risk. Overdue balances are reviewed regularly by senior management. The Group holds collateral or other credit enhancements over certain receivable balances. Trade and bills receivables are non-interest-bearing.

|  | As at<br>30 June 2016<br>RMB'000<br>(Unaudited) | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|--|---|---|
| Trade and bills receivables              | 1,788,139                                       | 1,651,837   |
| Impairment                               | (268,069)                                       | (268,183)   |
|  | <b>1,520,070</b>                                | 1,383,654   |
| Portion classified as non-current assets | (537,435)                                       | (142,848)   |
|  | <b>982,635</b>                                  | 1,240,806   |

Included in the trade receivables as at 30 June 2016 were receivables under two service concession arrangements in an aggregate amount of RMB67,591,000 (31 December 2015: RMB47,860,000).

An aging analysis of trade and bills receivables, based on the invoice date, and net of impairment as at the reporting date is as follows:

|                    | As at<br>30 June 2016<br>RMB'000<br>(Unaudited) | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|--------------------|---|---|
| Within 3 months    | 458,148   | 577,397   |
| 3 to 6 months      | 247,362   | 261,364   |
| 6 months to 1 year | 350,900   | 209,957   |
| 1 to 2 years       | 451,763   | 330,225   |
| 2 to 3 years       | 10,008  | 3,775   |
| More than 3 years  | 1,889   | 936   |
|                    | <b>1,520,070</b>                                | 1,383,654   |

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### 11. TRADE AND BILLS RECEIVABLES (continued)

The movements in provision for impairment of trade receivables are as follows:

|  | <b>Provision for<br/>impairment of<br/>trade receivables<br/>RMB'000</b> |
|--|--|
| At 1 January 2016 (audited)            | <b>268,183</b>   |
| Reversal (unaudited)                   | <b>(114)</b>   |
| At 30 June 2016 (unaudited)            | <b>268,069</b>   |
| At 1 January 2015 (audited)            | 55,368   |
| Impairment losses recognised (audited) | 214,421  |
| Reversal (audited)                     | (99)   |
| Write-off (audited)                    | (1,507)  |
| At 31 December 2015 (audited)          | 268,183  |

Included in the above provision for impairment of trade receivables is a provision for individually impaired trade receivables of RMB268,069,000 (31 December 2015: RMB268,183,000) with an aggregate carrying amount before provision of RMB983,371,000 (31 December 2015: RMB1,030,844,000).

The individually impaired trade receivables relate to customers that were in default in principal payments or were in financial difficulties and only a portion of the receivables is expected to be recovered.

An aging analysis of the trade and bills receivables, that are neither individually nor collectively considered to be impaired, is as follows:

|                               | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|-------------------------------|---|---|
| Neither past due nor impaired | <b>685,263</b>  | 430,396   |
| Less than 3 months past due   | <b>66,057</b>   | 110,027   |
| 3 to 6 months past due        | <b>52,224</b>   | 68,001  |
| 6 months to 1 year past due   | <b>–</b>  | 11,345  |
| More than 3 years past due    | <b>1,224</b>  | 1,224   |
|                               | <b>804,768</b>  | 620,993   |



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### 12. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

|  | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|--|---|---|
| Prepayments to suppliers                 | 2,079,617   | 2,383,783   |
| Deductible VAT                           | 1,049,926   | 948,900   |
| Deposits and other receivables           | 114,102   | 87,023  |
|  | <b>3,243,645</b>  | 3,419,706   |
| Less: Impairment                         | <b>(1,435)</b>  | (1,435)   |
|  | <b>3,242,210</b>  | 3,418,271   |
| Portion classified as non-current assets | <b>(2,449,709)</b>  | (2,851,956)                                       |
| Current portion                          | <b>792,501</b>  | 566,315   |

The amounts due from related parties included in the prepayments, deposits and other receivables are as follows:

|                     | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|---------------------|---|---|
| Fellow subsidiaries | <b>9,208</b>  | 9,739   |

The above amounts are unsecured, non-interest-bearing and have no fixed terms of repayment.

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### 13. CASH AND CASH EQUIVALENTS AND PLEDGED DEPOSITS

|  | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|--|---|---|
| Cash and bank balances   | <b>2,227,232</b>  | 2,973,205   |
| Time deposits  | <b>88,945</b>   | 165,466   |
|  | <b>2,316,177</b>  | 3,138,671   |
| Less: Pledged deposits for letters of guarantee  | <b>(65)</b>   | (65)  |
| Cash and cash equivalents in the consolidated statement of financial position                                  | <b>2,316,112</b>  | 3,138,606   |
| Less: Non-pledged time deposits with original maturity of three months or more than three months when acquired | <b>(88,345)</b>   | (111,666)   |
| Cash and cash equivalents in the consolidated statement of cash flows  | <b>2,227,767</b>  | 3,026,940   |
| Cash and bank balances and time deposits denominated in:   |   |   |
| – RMB  | <b>1,985,659</b>  | 2,812,284   |
| – Hong Kong dollar   | <b>330,518</b>  | 326,387   |
|  | <b>2,316,177</b>  | 3,138,671   |

### 14. TRADE AND BILLS PAYABLES

Trade and bills payables are non-interest-bearing and are normally settled within six months.

|                | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|----------------|---|---|
| Trade payables | <b>371,528</b>  | 504,142   |
| Bills payable  | <b>68,756</b>   | 49,220  |
|                | <b>440,284</b>  | 553,362   |

An aging analysis of the Group's trade and bills payables, based on the invoice date, as at the reporting date is as follows:

|                    | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|--------------------|---|---|
| Within 6 months    | <b>213,830</b>  | 431,453   |
| 6 months to 1 year | <b>151,870</b>  | 41,073  |
| 1 to 2 years       | <b>50,218</b>   | 61,218  |
| 2 to 3 years       | <b>11,075</b>   | 7,569   |
| More than 3 years  | <b>13,291</b>   | 12,049  |
|                    | <b>440,284</b>  | 553,362   |



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### 15. OTHER PAYABLES AND ACCRUALS

|  | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|--|---|---|
| Retention money payables                         | <b>461,339</b>  | 397,005   |
| Dividend payable to owners of the Company        | <b>55,727</b>   | –   |
| Dividend payable to non-controlling shareholders | <b>5,572</b>  | –   |
| Wind turbine and related equipment payables      | <b>721,826</b>  | 585,067   |
| Advances from customers                          | <b>168,665</b>  | 167,599   |
| Construction payables                            | <b>313,711</b>  | 180,409   |
| Accrued salaries, wages and benefits             | <b>17,760</b>   | 57,692  |
| Other taxes payable                              | <b>14,120</b>   | 25,552  |
| Interest payable                                 | <b>111,703</b>  | 84,049  |
| Others   | <b>129,700</b>  | 125,464   |
|  | <b>2,000,123</b>  | 1,622,837   |
| Portion classified as non-current liabilities    | <b>(77,736)</b>   | (82,397)  |
| Current portion                                  | <b>1,922,387</b>  | 1,540,440   |

For retention money payables in respect of warranties granted by the suppliers, the due dates usually range from one to three years after the completion of the construction work or the preliminary acceptance of equipment.

The amounts due to related parties included in the other payables and accruals are as follows:

|                     | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|---------------------|---|---|
| HECIC               | <b>72,662</b>   | 40,733  |
| Fellow subsidiaries | <b>686</b>  | 1,119   |
|                     | <b>73,348</b>   | 41,852  |

The amounts due to HECIC included dividend payable, the prepaid capital injection by HECIC to one of the subsidiaries of the Company and the fee charged by HECIC for providing guarantee to the issue of corporate bonds of the Company, which should be repaid annually (note 20(a)) and accrued rental expenses.

Except for the amount due to HECIC and retention money payables which have fixed repayment terms, other payables and accruals are non-interest-bearing and have no fixed terms of repayment.

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## 16. INTEREST-BEARING BANK AND OTHER BORROWINGS

|  | As at 30 June 2016 |                        | As at 31 December 2015 |                      |
|--|--------------------|------------------------|------------------------|----------------------|
|  | Maturity           | RMB'000<br>(Unaudited) | Maturity               | RMB'000<br>(Audited) |
| <b>Current</b>                           |                    |                        |                        |                      |
| Short term bank loans:                   |                    |                        |                        |                      |
| – Unsecured                              | 2016-2017          | 1,190,500              | 2016                   | 1,370,000            |
| Current portion of long term bank loans: |                    |                        |                        |                      |
| – Unsecured                              | 2016-2017          | 541,042                | 2016                   | 611,202              |
| – Secured                                | 2016-2017          | 331,564                | 2016                   | 459,111              |
|  |                    | 872,606                |                        | 1,070,313            |
| Current portion of other borrowing:      |                    |                        |                        |                      |
| – Unsecured                              | 2017               | 1,298,858              |                        | –                    |
| Total current portion                    |                    | 3,361,964              |                        | 2,440,313            |
| <b>Non-current</b>                       |                    |                        |                        |                      |
| Long term bank loans:                    |                    |                        |                        |                      |
| – Unsecured                              | 2017-2031          | 5,987,701              | 2017-2030              | 5,058,857            |
| – Secured                                | 2017-2030          | 4,714,988              | 2017-2030              | 5,030,148            |
|  |                    | 10,702,689             |                        | 10,089,005           |
| Long term other borrowing:               |                    |                        |                        |                      |
| – Unsecured                              |                    | –                      | 2017                   | 1,298,286            |
| Corporate bonds:                         |                    |                        |                        |                      |
| – Unsecured                              | 2017-2018          | 1,999,325              | 2017-2018              | 1,998,514            |
| Total non-current portion                |                    | 12,702,014             |                        | 13,385,805           |
|  |                    | 16,063,978             |                        | 15,826,118           |



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### 17. OPERATING LEASE ARRANGEMENTS

#### As lessor

The Group leases its investment properties under operating lease arrangements, with leases negotiated for terms ranging from two to six years. The terms of the leases generally also require the tenants to pay security deposits and provide for periodic rent adjustments according to the then prevailing market conditions.

As at 30 June 2016, the Group had total future minimum lease receivables under non-cancellable operating leases with its tenants falling due as follows:

|   | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|---|---|---|
| Within one year                         | <b>2,085</b>  | 1,988   |
| In the second to fifth years, inclusive | <b>3,688</b>  | 4,538   |
|   | <b>5,773</b>  | 6,526   |

#### As lessee

The Group leases certain of its properties and equipment under operating lease arrangements, with leases negotiated for terms ranging from two to twenty years.

As at 30 June 2016, the Group had the following total future minimum lease payments under non-cancellable operating leases in respect of land and buildings:

|   | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|---|---|---|
| Within one year                         | <b>3,654</b>  | 3,873   |
| In the second to fifth years, inclusive | <b>2,801</b>  | 4,619   |
| After five years                        | <b>92</b>   | 101   |
|   | <b>6,547</b>  | 8,593   |

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### 18. COMMITMENTS

In addition to the operating lease commitments detailed above, the Group had the following capital commitments as at 30 June 2016:

|                                  | <b>As at<br/>30 June 2016<br/>RMB'000<br/>(Unaudited)</b> | As at<br>31 December 2015<br>RMB'000<br>(Audited) |
|----------------------------------|---|---|
| Contracted, but not provided for |   |   |
| – Property, plant and equipment  | <b>4,650,819</b>  | 5,760,083   |
| – Capital contributions          | <b>21,000</b>   | 21,000  |
|                                  | <b>4,671,819</b>  | 5,781,083   |

### 19. CONTINGENT LIABILITIES

As at 30 June 2016, the banking facility of RMB200,000,000 granted to a joint venture subject to a guarantee given to a bank by the Group was fully utilised (31 December 2015: RMB200,000,000).





## Notes to the Interim Condensed Consolidated Financial Statements

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### 20. RELATED PARTY TRANSACTIONS

- (a) The Group had the following material transactions with related parties during the six-month periods ended 30 June 2016 and 2015:

(i) **Transactions with HECIC\***

On 31 March 2010, HECIC, China Pacific Asset Management Co., Ltd. (the "Insurance Lender") and HECIC New-energy Co., Ltd. ("HECIC New-energy", a subsidiary of the Company) entered into a secured insurance loan investment agreement pursuant to which the Insurance Lender agreed to syndicate and lend to HECIC New-energy an amount of RMB1.3 billion for a term of seven years and HECIC irrevocably agreed to guarantee the payment obligations of HECIC New-energy under the insurance loan investment agreement (the "Insurance Loan Guarantee"). No fee was payable or charged by HECIC in relation to its provision of the Insurance Loan Guarantee to HECIC New-energy. On 18 June 2010, HECIC New-energy fully drew down the syndicated loan of RMB1.3 billion from the Insurance Lender.

On 19 September 2010, the Company entered into an agreement with HECIC which governed the use of trademarks granted by HECIC to the Group.

On 19 September 2010, the Company and HECIC entered into a master tenancy agreement, pursuant to which HECIC leased office space at Yu Yuan Plaza, Shijazhuang, to the Group. On 9 June 2013, the Company and HECIC renewed the master tenancy agreement. In September and October 2014, the Company and two of its subsidiaries entered into individual lease agreements with HECIC according to the terms and conditions set out in the new master tenancy agreement. The total rental expense for the six-month period ended 30 June 2016 was RMB2,013,000 (six-month period ended 30 June 2015: RMB2,013,000).

On 30 August 2011, the Company entered into an agreement with HECIC pursuant to which HECIC agreed to provide a guarantee to the Company for the issuance of domestic corporate bonds with an aggregate nominal value of up to RMB2.0 billion. The guarantee was unconditional and irrevocable with an annual charge of 0.3% of the nominal value of the corporate bonds to the Company by HECIC. On 18 November 2011, the Company issued domestic corporate bonds with an aggregate nominal value of RMB2.0 billion. A guarantee fee of approximately RMB3,000,000 (six-month period ended 30 June 2015: RMB3,000,000) was payable to or charged by HECIC for the six-month period ended 30 June 2016.

(ii) **Transactions with fellow subsidiaries\***

*Transactions with HECIC Group Finance Company Limited*

The Company and HECIC Group Finance Company Limited (河北建投集團財務有限公司, "Group Finance Company"), a fellow subsidiary of the Company, entered into financial service framework agreements in 2013 and 2015, pursuant to which the Group will, on a voluntary and non-compulsory basis, utilise the financial services provided by Group Finance Company, including (i) the deposit service, (ii) the loan service and (iii) other financial services.

The Company directly holds 10% equity interest in Group Finance Company.



## 20. RELATED PARTY TRANSACTIONS (continued)

- (a) The Group had the following material transactions with related parties during the six-month periods ended 30 June 2016 and 2015: (continued)

### (ii) Transactions with fellow subsidiaries\* (continued)

*Transactions with HECIC Group Finance Company Limited (continued)*

The Group had certain of its cash and time deposits and outstanding interest-bearing loans with Group Finance Company as at 30 June 2016 as summarised below:

|                        | <b>30 June<br/>2016<br/>RMB'000<br/>(Unaudited)</b>                        | 31 December<br>2015<br>RMB'000<br>(Audited) |
|------------------------|--|---|
| Cash and time deposits | <b>1,489,591</b>   | 1,330,746                                   |
| Short term loans       | <b>478,500</b>   | 487,000                                     |
| Long term loans        | <b>330,000</b>   | 364,000                                     |
|                        | <b>Six-month period ended 30 June<br/>2016<br/>RMB'000<br/>(Unaudited)</b> | 2015<br>RMB'000<br>(Unaudited)              |
| Interest income        | <b>14,166</b>  | 248   |
| Interest expense       | <b>19,931</b>  | 23,889                                      |

As at 30 June 2016, the Group had total loan facilities of RMB1,321 million (31 December 2015: RMB1,663 million) granted by Group Finance Company, of which RMB809 million (31 December 2015: RMB968 million) was utilised.

### (iii) Transaction with the Company's joint venture

The Company had guaranteed a bank facility given to a joint venture of up to RMB200,000,000 as at 30 June 2016 (31 December 2015: RMB200,000,000) (note 19).



## Notes to the Interim Condensed Consolidated Financial Statements

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### 20. RELATED PARTY TRANSACTIONS (continued)

- (a) The Group had the following material transactions with related parties during the six-month periods ended 30 June 2016 and 2015: (continued)

#### (iv) Transactions with other state-owned enterprises in the PRC

The Group is indirectly controlled by the PRC government and operates in an economic environment predominated by entities directly or indirectly owned or controlled by the government through its agencies, affiliates or other organisations (collectively “State-owned Enterprises” (“SOEs”)). During the period, the Group had transactions with other SOEs other than HECIC and its subsidiaries, including, but not limited to, the sale of electricity, depositing and borrowing money and purchase of natural gas, and entering into service concession arrangements, in the normal course of business terms.

The individually significant transactions with SOEs are as follows:

|   | Six-month period ended 30 June |                                |
|---|--------------------------------|--------------------------------|
|   | 2016<br>RMB'000<br>(Unaudited) | 2015<br>RMB'000<br>(Unaudited) |
| <b>Continuing transactions</b>                |                                |                                |
| Sale of electricity                           |                                |                                |
| – Jibei Electric Power Company Limited (note) | 584,118                        | 495,044                        |
| – Hebei Electric Power Corporation (note)     | 330,200                        | 314,852                        |
| – Shanxi Electric Power Corporation (note)    | 53,584                         | 59,599                         |
| – Xinjiang Electric Power Corporation (note)  | 34,038                         | 34,240                         |
|   | <b>1,001,940</b>               | 903,735                        |
| <b>Purchase of natural gas</b>                |                                |                                |
| – PetroChina Company Limited                  | 851,459                        | 1,120,083                      |
| – Sino Petroleum Corporation                  | 15,081                         | 110,504                        |
|   | <b>866,540</b>                 | 1,230,587                      |

Note: These transactions included sale of electricity generated during the construction and testing period, the revenue from which was not included in the revenue from sale of electricity, but offset against the cost of property, plant and equipment.



## 20. RELATED PARTY TRANSACTIONS (continued)

- (a) The Group had the following material transactions with related parties during the six-month periods ended 30 June 2016 and 2015: (continued)

### (iv) Transactions with other state-owned enterprises in the PRC (continued)

The Group had certain of its cash and time deposits and outstanding interest-bearing bank loans with certain state-owned banks in the PRC as at 30 June 2016 as summarised below:

|   | <b>As at 30 June<br/>2016<br/>RMB'000<br/>(Unaudited)</b> | As at 31 December<br>2015<br>RMB'000<br>(Audited) |
|---|---|---|
| Cash and time deposits                  | <b>814,051</b>  | 1,756,893   |
| Short term bank loans                   | <b>715,000</b>  | 735,000   |
| Current portion of long term bank loans | <b>735,100</b>  | 988,207   |
| Long term bank loans                    | <b>9,995,544</b>  | 9,563,430   |
|   | <b>11,445,644</b>   | 11,286,637  |

\* These related party transactions also constitute connected transactions or continuing connected transactions as defined in Chapter 14A of the Listing Rules.

- (b) Outstanding balances with related parties

Except for the Group's cash and time deposits and outstanding interest-bearing loans with Group Finance Company set out in note 20(a)(ii) above, details of the outstanding balances with related parties are set out in notes 12 and 15 to these interim condensed consolidated financial statements.

- (c) Compensation of key management personnel of the Group

|                              | <b>Six-month period ended 30 June<br/>2016<br/>RMB'000<br/>(Unaudited)</b> | 2015<br>RMB'000<br>(Unaudited) |
|------------------------------|--|--------------------------------|
| Short term employee benefits | <b>777</b>   | 889                            |
| Pension scheme contributions | <b>148</b>   | 115                            |
|                              | <b>925</b>   | 1,004                          |



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### 21. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows:

|  | <b>30 June<br/>2016<br/>RMB'000<br/>(Unaudited)</b> | 31 December<br>2015<br>RMB'000<br>(Audited) |
|--|---|---|
| <b>Financial assets</b>  |   |   |
| Held-to-maturity investments   | 7,500   | 7,500                                       |
| Available-for-sale investments   | 103,400   | 333,400                                     |
| Loans and receivables:   |   |   |
| Trade and bills receivables  | 1,520,070   | 1,383,654                                   |
| Financial assets included in prepayments, deposits and other receivables | 93,102  | 66,023                                      |
| Pledged deposits   | 65  | 65  |
| Cash and cash equivalents  | 2,316,112   | 3,138,606                                   |
|  | <b>4,040,249</b>                                    | 4,929,248                                   |
| <b>Financial liabilities</b>   |   |   |
| Financial liabilities at amortised cost:                                 |   |   |
| Trade and bills payables   | 440,284   | 553,362                                     |
| Financial liabilities included in other payables and accruals            | 1,799,578   | 1,371,994                                   |
| Interest-bearing bank and other borrowings                               | 16,063,978  | 15,826,118                                  |
|  | <b>18,303,840</b>                                   | 17,751,474                                  |



## 22. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that reasonably approximate to fair values, are as follows:

|   | Carrying amount                           |   | Fair value                                |   |
|---|---|---|---|---|
|   | 30 June<br>2016<br>RMB'000<br>(Unaudited) | 31 December<br>2015<br>RMB'000<br>(Audited) | 30 June<br>2016<br>RMB'000<br>(Unaudited) | 31 December<br>2015<br>RMB'000<br>(Audited) |
| <b>Financial assets</b>                                       |   |   |   |   |
| Available-for-sale investments                                | –   | 230,000                                     | –   | 230,000                                     |
| Trade receivables   | 537,435                                   | 142,848                                     | 537,435                                   | 142,848                                     |
|   | <b>537,435</b>                            | 372,848                                     | <b>537,435</b>                            | 372,848                                     |
| <b>Financial liabilities</b>                                  |   |   |   |   |
| Financial liabilities included in other payables and accruals | 77,736                                    | 82,397                                      | 75,612                                    | 63,230                                      |
| Interest-bearing bank and other borrowings                    | 16,063,978                                | 15,826,118                                  | 16,064,322                                | 15,825,790                                  |
|   | <b>16,141,714</b>                         | 15,908,515                                  | <b>16,139,934</b>                         | 15,889,020                                  |

Management has assessed that the fair values of cash and cash equivalents, pledge deposits, financial assets included in prepayments, deposits and other receivables, the current portion of trade and bills receivables, held-to-maturity investments, trade and bills payables and the current portion of other payables and accruals, approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's finance department headed by the finance manager is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance manager reports directly to the financial controller and the audit committee. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation process and results are discussed with the audit committee twice a year for interim and annual financial reporting.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

The fair values of the non-current portion of interest-bearing bank and other borrowings and the non-current portion of financial liabilities included in other payables and accruals have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The Group's own non-performance risk for interest-bearing bank and other borrowings and financial liabilities included in other payables and accruals as at 30 June 2016 was assessed to be insignificant.



## Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016

### 22. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

Fair value hierarchy:

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

Assets measured at fair value:

|  | Fair value measurement using                                  |   |   | Total<br>RMB'000 |
|--|---|---|---|------------------|
|  | Quoted prices<br>in active<br>markets<br>(Level 1)<br>RMB'000 | Significant<br>observable<br>inputs<br>(Level 2)<br>RMB'000 | Significant<br>unobservable<br>inputs<br>(Level 3)<br>RMB'000 |                  |
| <b>As at 30 June 2016</b>                  |   |   |   |                  |
| Available-for-sale investments (unaudited) | –   | –   | –   | –                |
| <b>As at 31 December 2015</b>              |   |   |   |                  |
| Available-for-sale investments (audited)   | –   | 230,000   | –   | 230,000          |

Assets for which fair values are disclosed:

|                               | Fair value measurement using                                  |   |   | Total<br>RMB'000 |
|-------------------------------|---|---|---|------------------|
|                               | Quoted prices<br>in active<br>markets<br>(Level 1)<br>RMB'000 | Significant<br>observable<br>inputs<br>(Level 2)<br>RMB'000 | Significant<br>unobservable<br>inputs<br>(Level 3)<br>RMB'000 |                  |
| <b>As at 30 June 2016</b>     |   |   |   |                  |
| Trade receivables (unaudited) | –   | 537,435   | –   | 537,435          |
| <b>As at 31 December 2015</b> |   |   |   |                  |
| Trade receivables (audited)   | –   | 142,848   | –   | 142,848          |

## Notes to the Interim Condensed Consolidated Financial Statements

30 June 2016



### 22. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

Liabilities for which fair values are disclosed:

|  | Fair value measurement using                                  |   |   | Total<br>RMB'000 |
|--|---|---|---|------------------|
|  | Quoted prices<br>in active<br>markets<br>(Level 1)<br>RMB'000 | Significant<br>observable<br>inputs<br>(Level 2)<br>RMB'000 | Significant<br>unobservable<br>inputs<br>(Level 3)<br>RMB'000 |                  |
| <b>As at 30 June 2016</b>  |   |   |   |                  |
| Financial liabilities included in<br>other payables and accruals (unaudited) | –   | 75,612  | –   | 75,612           |
| Interest-bearing bank and<br>other borrowings (unaudited)                    | –   | 16,064,322  | –   | 16,064,322       |
|  | –   | 16,139,934  | –   | 16,139,934       |
| <b>As at 31 December 2015</b>  |   |   |   |                  |
| Financial liabilities included in<br>other payables and accruals (audited)   | –   | 63,230  | –   | 63,230           |
| Interest-bearing bank and<br>other borrowings (audited)                      | –   | 15,825,790  | –   | 15,825,790       |
|  | –   | 15,889,020  | –   | 15,889,020       |

### 23. APPROVAL OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

These interim condensed consolidated financial statements were approved and authorised for issue by the Directors of the Company on 16 August 2016.





## Definitions

|                                       |   |
|---------------------------------------|---|
| “availability factor”                 | the amount of time that a power plant is able to produce electricity after it starts commercial operations over a certain period divided by the amount of time in such period   |
| “average utilization hours”           | the consolidated gross power generation in a specified period (in MWh or GWh) divided by the consolidated installed capacity in the same period (in MW or GW)   |
| “CNG”                                 | compressed natural gas  |
| “Company” or “we”                     | China Suntien Green Energy Corporation Limited (新天綠色能源股份有限公司)   |
| “consolidated gross power generation” | for a specified period, the aggregate gross power generation or net power delivered to grid (as the case may be) of the project companies that the Group fully consolidates in its Financial Statements   |
| “consolidated installed capacity”     | the aggregate installed capacity or operating capacity (as the case may be) of the project companies that the Group fully consolidates in its consolidated Financial Statements. This is calculated by including 100% of the installed capacity or operating capacity of the project companies that the Group fully consolidates in its consolidated Financial Statements and are deemed as its subsidiaries. Consolidated installed capacity and consolidated operating capacity do not include the capacity of the Group’s associated companies |
| “Financial Statements”                | the audited financial statements for the year ended 30 June 2016  |
| “gross power generation”              | for a specified period, the total amount of electricity produced by a power plant in that period, including net power delivered to grid, auxiliary electricity and electricity generated during the construction and testing period   |
| “Group”                               | the Company and its wholly-owned, controlling subsidiaries  |
| “GW”                                  | unit of power, 1 GW = 1,000 MW  |



|                                    |   |
|------------------------------------|---|
| “GWh”                              | unit of energy, gigawatt-hour. 1 GWh = 1 million kWh. GWh is typically used for measurement of an annual power production of large wind farm  |
| “HECIC New-energy”                 | HECIC New-energy Co., Ltd., a wholly-owned subsidiary of the Company  |
| “Hebei Natural Gas”                | Hebei Natural Gas Company Ltd. (河北省天然氣有限責任公司), a non-wholly owned subsidiary of the Company   |
| “HECIC”                            | Hebei Construction & Investment Group Co., Ltd. (河北建設投資集團有限責任公司), a state-owned enterprise established in the PRC and the controlling shareholder of the Company, which is primarily engaged in the investment in and development of projects in the foundation, infrastructures and provincial pillar industries, such as energy, transportation, water supply and commercial real estates |
| “HKD”                              | Hong Kong dollars, the lawful currency of Hong Kong   |
| “Hong Kong”                        | Hong Kong Special Administrative Region of the People’s Republic of China   |
| “Hong Kong Stock Exchange”         | The Stock Exchange of Hong Kong Limited   |
| “Huihai Financial Leasing Company” | Shenzhen Suntien Huihai Financial Leasing Co., Ltd., a wholly-owned subsidiary of the Company   |
| “IFRS”                             | International Financial Reporting Standards, including the standards and interpretation announcements approved by the International Accounting Standard Board and its predecessor, the International Accounting Standard Committee  |
| “installed capacity”               | the capacity of the wind turbines that have been completely assembled and erected   |
| “Jointo Energy”                    | Jointo Energy Investment Co. Ltd., a company listed on The Shenzhen Stock Exchange (Stock Code: 000600) controlled by HECIC which was formerly named as Shijiazhuang International Building (Group) Co., Ltd., a connected person of the Company  |
| “kW”                               | unit of power, kilowatt. 1 kW = 1,000 watts   |
| “kWh”                              | unit of energy, kilowatt-hour. The standard unit of energy used in the electric power industry. One kilowatt-hour is the amount of energy that would be consumed by a 1 kW electrical appliance in one hour   |
| “Laoting Wind Energy”              | Laoting CIC Wind Energy Co., Ltd., a company incorporated in Tangshan City, Hebei Province, the PRC with limited liability, and a subsidiary of the Company;  |



## Definitions

|                                  |  |
|----------------------------------|--|
| “Listing Rules”                  | the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited   |
| “LNG”                            | liquefied natural gas  |
| “MW”                             | unit of power, megawatt. 1MW = 1,000 kW. The installed capacity of power plants is generally expressed in MW   |
| “MWh”                            | unit of energy, megawatt-hour. 1 MWh = 1,000 kWh   |
| “National Energy Administration” | National Energy Administration of the People’s Republic of China (中華人民共和國國家能源局)  |
| “NDRC”                           | National Development and Reform Commission of the People’s Republic of China (中華人民共和國國家發展和改革委員會)   |
| “operating capacity”             | the installed capacity of the wind turbines that have been connected to power grids and started generating electricity   |
| “projects under construction”    | projects for which the project company has received approval, detailed engineering and construction blueprints have been completed, and the construction work on the roads, foundations or electrical infrastructure has commenced |
| “Reporting Period”               | the fiscal year from 1 January 2016 to 30 June 2016  |
| “RMB”                            | Renminbi, the lawful currency of the PRC   |

# Corporate Information



## REGISTERED NAME:

新天綠色能源股份有限公司

## NAME IN ENGLISH:

China Suntien Green Energy Corporation Limited

## REGISTERED OFFICE AND HEADQUARTERS:

9th Floor  
Block A  
Yu Yuan Plaza  
No. 9 Yuhua West Road  
Shijiazhuang City  
Hebei Province  
PRC

## PRINCIPAL PLACE OF BUSINESS IN HONG KONG:

Suite 2103, 21st Floor  
Prudential Tower  
The Gateway  
Harbour City  
Kowloon  
Hong Kong

## COMPANY'S WEBSITE:

[www.suntien.com](http://www.suntien.com)

## STOCK CODE:

00956

## LEGAL REPRESENTATIVE OF THE COMPANY:

Dr. Cao Xin

## JOINT COMPANY SECRETARIES:

Mr. Ban Ze Feng  
Ms. Lam Yuen Ling, Eva

## DIRECTORS OF THE COMPANY:

### Non-executive Directors

Dr. Cao Xin  
Dr. Li Lian Ping  
Mr. Qin Gang  
Ms. Sun Min  
Mr. Wu Hui Jiang

### Executive Directors

Mr. Gao Qing Yu  
Mr. Wang Hong Jun

### Independent non-executive Directors

Mr. Qin Hai Yan  
Mr. Ding Jun  
Mr. Wang Xiang Jun  
Mr. Yue Man Yiu Matthew

## SUPERVISORS OF THE COMPANY:

Mr. Yang Hong Chi  
Mr. Liu Jin Hai  
Mr. Qiao Guo Jie  
Mr. Xiao Yan Zhao  
Mr. Liang Yong Chun  
Ms. Ma Hui

## AUTHORIZED REPRESENTATIVES:

Mr. Gao Qing Yu  
Ms. Lam Yuen Ling, Eva



## Corporate Information

### INDEPENDENT AUDITORS:

Ernst & Young  
Certified Public Accountants  
22/F, CITIC Tower  
1 Tim Mei Avenue  
Hong Kong

### LEGAL ADVISERS:

#### As to Hong Kong law

Latham & Watkins  
18th Floor  
One Exchange Square  
Central  
Hong Kong

#### As to PRC law

Jiayuan Law Firm  
F407-F408, Ocean Plaza  
158 Fuxing Men Nei Avenue  
Beijing  
PRC

### H SHARE REGISTRAR:

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716, 17th Floor  
Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

### PRINCIPAL BANKERS:

China Construction Bank  
Shijiazhuang Ping'an Street Sub-branch  
No.30 Ping'an South Street  
Shijiazhuang City, Hebei Province  
PRC

Bank of China  
Shijiazhuang Yuhua Sub-branch  
No.168 Yuhua West Road  
Shijiazhuang City, Hebei Province  
PRC

Agricultural Bank of China  
Shijiazhuang Xicheng Sub-branch  
No.85 Yuhua West Road  
Shijiazhuang City, Hebei Province  
PRC

Bank of Communications  
Hebei Branch,  
Shijiazhuang Yuhua West Sub-branch  
2/F, Block A, Yu Yuan Plaza  
No.9 Yuhua West Road  
Shijiazhuang City, Hebei Province  
PRC