



**SHOUGANG FUSHAN RESOURCES
GROUP LIMITED**
首鋼福山資源集團有限公司

Stock Code 股份代號 : 639



2021 中期
報告
INTERIM REPORT

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CORPORATE INFORMATION

BOARD

Ding Rucai (*Chairman*)
Fan Wenli (*Managing Director*)
Chen Zhaoqiang (*Deputy Managing Director*)
Liu Qingshan (*Deputy Managing Director*)
Wang Dongming (*Executive Director*)
Chang Cun (*Non-executive Director*)
Shi Yubao (*Non-executive Director*)
Choi Wai Yin (*Independent Non-executive Director*)
Japhet Sebastian Law (*Independent Non-executive Director*)
Chen Jianxiong (*Independent Non-executive Director*)
Shen Zongbin (*Independent Non-executive Director*)

EXECUTIVE COMMITTEE

Ding Rucai (*Chairman*)
Fan Wenli
Chen Zhaoqiang
Liu Qingshan
Wang Dongming

AUDIT COMMITTEE

Choi Wai Yin (*Chairman*)
Japhet Sebastian Law
Shen Zongbin

NOMINATION COMMITTEE

Ding Rucai (*Chairman*)
Choi Wai Yin
Japhet Sebastian Law
Chen Jianxiong
Shen Zongbin

公司資料

董事會

丁汝才(主席)
范文利(董事總經理)
陳兆強(副董事總經理)
劉青山(副董事總經理)
王冬明(執行董事)
常存(非執行董事)
時玉寶(非執行董事)
蔡偉賢(獨立非執行董事)
羅文鈺(獨立非執行董事)
陳建雄(獨立非執行董事)
沈宗斌(獨立非執行董事)

執行委員會

丁汝才(主席)
范文利
陳兆強
劉青山
王冬明

審核委員會

蔡偉賢(主席)
羅文鈺
沈宗斌

提名委員會

丁汝才(主席)
蔡偉賢
羅文鈺
陳建雄
沈宗斌

CORPORATE INFORMATION (continued)

REMUNERATION COMMITTEE

Japhet Sebastian Law (*Chairman*)
Ding Rucai
Shi Yubao
Choi Wai Yin
Chen Jianxiong
Shen Zongbin

COMPANY SECRETARY

Kong Ling Yan

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants and Registered PIE Auditor

SHARE REGISTRAR

Tricor Tengis Limited
Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS

6th Floor
Bank of East Asia Harbour View Centre
56 Gloucester Road
Wanchai
Hong Kong

STOCK CODE

639

WEBSITE

www.shougang-resources.com.hk

公司資料(續)

薪酬委員會

羅文鈺 (*主席*)
丁汝才
時玉寶
蔡偉賢
陳建雄
沈宗斌

公司秘書

江領恩

核數師

羅兵咸永道會計師事務所
執業會計師及註冊公眾利益實體核數師

股份過戶登記處

卓佳登捷時有限公司
香港
皇后大道東183號
合和中心54樓

註冊辦事處及主要營業地點

香港
灣仔
告士打道56號
東亞銀行港灣中心
6樓

股份代號

639

網址

www.shougang-resources.com.hk

FINANCIAL HIGHLIGHTS

(HK\$'000)
(千港元)

Revenue	收益
Gross profit	毛利
Gross profit margin	毛利率
Adjusted gross profit margin ¹	經調整毛利率 ¹
Profit for the period	期內溢利
Profit attributable to owners of the Company ("Owners")	本公司擁有人(「擁有人」)應佔溢利
EBITDA ²	EBITDA ²
Basic earnings per Share (HK cents)	每股公司股份基本盈利(港仙)
Interim dividend per Share (HK cents)	每股公司股份中期股息(港仙)

Notes:

- Adjusted gross profit margin is computed after exclusion of the effect of purchase of clean coking coal from outsiders.
- EBITDA is defined as profit before income tax plus finance costs, depreciation and amortisation.

財務摘要

For the six months ended 30 June
截至六月三十日止六個月

	2021 二零二一年	2020 二零二零年	Percentage change 百分比變化
	2,444,193	1,819,727	+34%
	1,217,762	948,433	+28%
	50%	52%	
	54%	52%	
	773,609	584,935	+32%
	673,389	548,699	+23%
	1,358,323	1,027,292	+32%
	13.33	10.35	+29%
	8.00	7.50	+7%

附註：

- 經調整毛利率乃扣除對外採購精焦煤的影響後計算。
- EBITDA之定義為除所得稅前溢利加財務成本、折舊及攤銷。

FINANCIAL HIGHLIGHTS (continued)

財務摘要(續)

(HK\$'000) (千港元)		As at 30 June 2021 於二零二一年 六月三十日	As at 31 December 2020 於二零二零年 十二月三十一日	Percentage change 百分比變化
Total assets	資產總值	22,751,723	21,433,646	+6%
of which: Cash and cash equivalents and time deposits with original maturity over three months	其中：現金及現金等值物及原存款期超過三個月之定期存款	4,783,938	4,062,115	+18%
Unpledged bills receivables	無抵押應收票據	1,390,373	1,048,729	+33%
Total liabilities	負債總值	(4,753,548)	(4,142,576)	+15%
of which: Total borrowings	其中：借貸總額	(5,900)	-	-
Dividend payables	應付股息	(454,665)	-	-
Total equity	權益總值	17,998,175	17,291,070	+4%
of which: Equity attributable to Owners	其中：擁有人應佔權益	16,408,121	15,387,166	+7%
Net assets per Share attributable to Owners (HK\$)	歸屬於擁有人每股公司股份資產淨值(港元)	3.25	3.13	+4%
Current ratio (times) ¹	流動比率(倍) ¹	2.58	2.77	-7%
Gearing ratio ²	資本負債比率 ²	0.03%	-	-
Adjusted gearing ratio ³	經調整資本負債比率 ³	-	-	-

Notes:

- Current ratio is computed from total current assets divided by total current liabilities.
- Gearing ratio is computed from total borrowings divided by total equity.
- Adjusted gearing ratio is computed from total borrowings (exclusive of discounted bills receivables) divided by total equity.

附註：

- 流動比率以流動資產總值除流動負債總值計算。
- 資本負債比率以借貸總額除權益總值計算。
- 經調整資本負債比率以借貸總額(扣除貼現應收票據)除權益總值計算。

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

中期財務資料審閱報告



羅兵咸永道

TO THE BOARD OF DIRECTORS OF SHOUANG FUSHAN RESOURCES GROUP LIMITED

(incorporated in Hong Kong with limited liability)

致首鋼福山資源集團有限公司董事會

(於香港註冊成立之有限公司)

INTRODUCTION

引言

We have reviewed the interim financial information set out on pages 8 to 44, which comprises the condensed consolidated statement of financial position of Shougang Fushan Resources Group Limited (the “Company”) and its subsidiaries (together, the “Group”) as of 30 June 2021 and the condensed consolidated statement of profit or loss and other comprehensive income, the condensed consolidated statement of changes in equity and the condensed consolidated statement of cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of the interim financial information in accordance with HKAS 34. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

我們已審閱載於第8至44頁之中期財務資料，包括首鋼福山資源集團有限公司（「貴公司」）及其附屬公司（統稱「貴集團」）於二零二一年六月三十日之簡明綜合財務狀況表以及截至該日止六個月期間之簡明綜合損益及其他全面收益表、簡明綜合權益變動表及簡明綜合現金流量表以及主要會計政策概要及其他附註解釋。香港聯合交易所有限公司證券上市規則規定，中期財務資料報告須遵照上市規則內相關條文以及由香港會計師公會頒佈的香港會計準則第34號「中期財務報告」（「香港會計準則第34號」）編製。貴公司董事須負責根據香港會計準則第34號編製及呈列中期財務資料。我們之責任是根據審閱結果對此中期財務資料作出結論。本報告按照我們雙方所協定的應聘條款，僅向作為法人團體的閣下作出報告我們的結論，除此以外，本報告不可作其他用途。我們概不會就本報告的內容，對任何其他人士負責或承擔責任。

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION (continued)

SCOPE OF REVIEW

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

CONCLUSION

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

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 26 August 2021

中期財務資料審閱報告(續)

審閱範圍

我們按照香港會計師公會頒佈之香港審閱委聘準則第2410號「實體之獨立核數師對中期財務資料的審閱」之規定進行審閱工作。審閱中期財務資料包括對主要負責財務及會計事務之人員進行查詢，並進行分析及其他審閱程序。審閱範圍遠小於根據香港核數準則進行審核之範圍，故我們不能保證會知悉在審核中可能發現之所有重大事項。因此，我們不會發表審核意見。

結論

根據我們之審閱工作，我們並沒有發現有任何事項，令我們相信中期財務資料在所有重大方面未有按照香港會計準則第34號編製。

羅兵咸永道會計師事務所
執業會計師

香港，二零二一年八月二十六日

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2021

簡明綜合損益及其他全面收益表

截至二零二一年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
	Notes 附註		
Revenue from contracts with customers	來自客戶合約收益		
Cost of sales	銷售成本	4	2,444,193 (1,226,431)
			1,819,727 (871,294)
Gross profit	毛利		1,217,762
Interest income	利息收入		31,409
Other income and gains, net	其他收入及收益，淨額	5	89,801
Selling and distribution expenses	銷售及分銷開支		(146,478)
General and administrative expenses	一般及行政費用		(93,073)
Other operating expenses	其他營運開支	6	(41,521)
Finance costs	財務成本	7	(690)
Change in fair value of derivative financial instruments	衍生財務工具之公平值變動		-
Share of loss of an associate	應佔一間聯營公司虧損		(841)
			(6,702)
			-
Profit before income tax	除所得稅前溢利	8	1,056,369
Income tax expense	所得稅費用	9	(282,760)
			802,617 (217,682)
Profit for the period	期內溢利		773,609
			584,935
Other comprehensive income for the period	期內其他全面收益		
Item that may be reclassified subsequently to profit or loss:	其後可能重分類至損益的項目：		
Exchange differences on translation of financial statements of foreign operations	換算海外業務財務報表產生之匯兌差額		290,752
Item that will not be reclassified to profit or loss:	將不予重分類至損益的項目：		-
Fair value gain/(loss) on financial assets measured at fair value through other comprehensive income	財務資產按公平值計入其他全面收益之公平值收益／(虧損)		97,409
			(370,652)
Total comprehensive income for the period	期內全面收益總額		1,161,770
			214,283

**CONDENSED CONSOLIDATED STATEMENT
OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME (continued)**

For the six months ended 30 June 2021

**簡明綜合損益及其他全面收益表
(續)**

截至二零二一年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
		Note 附註	
Profit for the period attributable to:	以下人士應佔期內溢利：		
Owners of the Company	本公司擁有人	673,389	548,699
Non-controlling interests	非控股權益	100,220	36,236
Profit for the period	期內溢利	773,609	584,935
Total comprehensive income for the period attributable to:	以下人士應佔期內全面收益總額：		
Owners of the Company	本公司擁有人	1,025,620	178,047
Non-controlling interests	非控股權益	136,150	36,236
Total comprehensive income for the period	期內全面收益總額	1,161,770	214,283
Earnings per share	每股盈利		
- Basic and diluted (HK cents)	- 基本及攤薄(港仙)	11	13.33
			10.35

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2021

簡明綜合財務狀況表

於二零二一年六月三十日

			30 June 2021 二零二一年 六月三十日	31 December 2020 二零二零年 十二月三十一日
	Notes 附註		HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Audited) (經審核)
ASSETS AND LIABILITIES		資產及負債		
Non-current assets		非流動資產		
Property, plant and equipment	12	物業、廠房及設備	3,986,903	3,863,758
Land use rights		土地使用權	64,047	63,365
Right-of-use assets		使用權資產	21,678	21,915
Mining rights		採礦權	7,526,616	7,458,999
Goodwill		商譽	1,310,198	1,277,415
Interest in an associate		於一間聯營公司之權益	11,402	11,918
Financial assets measured at fair value through other comprehensive income	13	按公平值計入其他全面收益之財務資產	1,179,873	1,082,464
Deposits, prepayments and other receivables		按金、預付款項及其他應收款項	739,029	710,182
Deferred income tax assets		遞延所得稅資產	50,168	42,131
Total non-current assets		非流動資產總值	14,889,914	14,532,147
Current assets		流動資產		
Inventories		存貨	157,745	131,170
Trade receivables	14	應收貿易賬項	626,231	666,382
Bills receivables	14	應收票據	1,591,987	1,382,762
Deposits, prepayments and other receivables		按金、預付款項及其他應收款項	336,898	368,772
Pledged bank deposits	15	已抵押銀行存款	365,010	290,298
Time deposits with original maturity over three months	16	原存款期超過三個月之定期存款	2,372,802	656,500
Cash and cash equivalents	16	現金及現金等值物	2,411,136	3,405,615
Total current assets		流動資產總值	7,861,809	6,901,499
Total assets		資產總值	22,751,723	21,433,646

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (continued)

As at 30 June 2021

簡明綜合財務狀況表(續)

於二零二一年六月三十日

			30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current liabilities	流動負債			
Trade and bills payables	應付貿易賬項及應付票據	17	527,570	592,618
Lease liabilities	租賃負債		6,980	5,721
Other financial liability	其他財務負債		180,817	186,300
Other payables and accruals	其他應付款項及應計費用		1,501,220	1,375,271
Dividend payable	應付股息	10	454,665	-
Borrowings	借貸	18	5,900	-
Amounts due to non-controlling interests of subsidiaries	應付附屬公司非控股權益款項		-	52,778
Tax payables	應付稅項		373,590	275,507
Total current liabilities	流動負債總值		3,050,742	2,488,195
Net current assets	流動資產淨值		4,811,067	4,413,304
Total assets less total current liabilities	資產總值減流動負債總值		19,700,981	18,945,451
Non-current liabilities	非流動負債			
Deferred income tax liabilities	遞延所得稅負債		1,683,521	1,635,064
Lease liabilities	租賃負債		19,285	19,317
Total non-current liabilities	非流動負債總值		1,702,806	1,654,381
Net assets	資產淨值		17,998,175	17,291,070
EQUITY	權益			
Equity attributable to owners of the Company	本公司擁有人應佔權益			
Share capital	股本	19	15,156,959	15,156,959
Reserves	儲備		1,251,162	680,207
Total equity attributable to owners of the Company	本公司擁有人應佔權益總值		16,408,121	15,837,166
Non-controlling interests	非控股權益		1,590,054	1,453,904
Total equity	權益總值		17,998,175	17,291,070

CONDENSED CONSOLIDATED STATEMENT
OF CHANGES IN EQUITY

For the six months ended 30 June 2021

簡明綜合權益變動表

截至二零二一年六月三十日止六個月

		Equity attributable to owners of the Company 本公司擁有人應佔權益						Non- controlling interests 非控股權益	Total equity 權益總值	
		Share capital 股本	Statutory reserve 法定儲備	Other reserves 其他儲備	Retained profits 保留溢利	Security investment reserve 證券 投資儲備	Translation reserve 換算儲備	Total		
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	
At 1 January 2021 (Audited)	於二零二一年 一月一日(經審核)	15,156,959	448,439	491,196	897,429	(1,371,244)	214,387	15,837,166	1,453,904	17,291,070
Profit for the period (Unaudited)	期內溢利(未經審核)	-	-	-	673,389	-	-	673,389	100,220	773,609
Other comprehensive income for the period:	期內其他全面收益：									
- Exchange differences on translation of financial statements of foreign operations (Unaudited)	- 換算海外業務財務 報表產生之匯兌 差額(未經審核)	-	-	-	-	-	254,822	254,822	35,930	290,752
- Fair value gain on financial assets measured at fair value through other comprehensive income (Unaudited)	- 財務資產按公平值 計入其他全面收 益之公平值收益 (未經審核)	-	-	-	-	97,409	-	97,409	-	97,409
Total comprehensive income for the period (Unaudited)	期內全面收益總額 (未經審核)	-	-	-	673,389	97,409	254,822	1,025,620	136,150	1,161,770
Transactions with owners in their capacity as owners:	以擁有人身份與擁 有人進行之交易：									
2020 final dividends approved (note 10) (Unaudited)	已批准之二零二零年 末期股息(附註10) (未經審核)	-	-	-	(454,665)	-	-	(454,665)	-	(454,665)
Appropriations to other reserves (Unaudited)	撥款至其他儲備 (未經審核)	-	-	28,917	(28,917)	-	-	-	-	-
At 30 June 2021 (Unaudited)	於二零二一年六月 三十日(未經審核)	15,156,959	448,439	520,113	1,087,236	(1,273,835)	469,209	16,408,121	1,590,054	17,998,175

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued)

For the six months ended 30 June 2021

簡明綜合權益變動表(續)

截至二零二一年六月三十日止六個月

		Equity attributable to owners of the Company 本公司擁有人應佔權益						Non- controlling interests 非控股權益	Total equity 權益總值	
		Share capital 股本	Statutory reserve 法定儲備	Other reserves 其他儲備	Retained profits 保留溢利	Security investment reserve 證券 投資儲備	Translation reserve 換算儲備	Total		
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	
At 1 January 2020 (Audited)	於二零二零年 一月一日(經審核)	15,156,959	448,068	452,060	1,202,043	(1,369,805)	(207,745)	15,681,580	1,364,732	17,046,312
Profit for the period (Unaudited)	期內溢利(未經審核)	-	-	-	548,699	-	-	548,699	36,236	584,935
Other comprehensive income for the period:	期內其他全面收益：									
- Fair value loss on financial assets measured at fair value through other comprehensive income (Unaudited)	- 財務資產按公平價值 計入其他全面收 益之公平價值虧損 (未經審核)	-	-	-	-	(370,652)	-	(370,652)	-	(370,652)
Total comprehensive income for the period (Unaudited)	期內全面收益總額 (未經審核)	-	-	-	548,699	(370,652)	-	178,047	36,236	214,283
Transactions with owners in their capacity as owners:	以擁有人身份與擁有 人進行之交易：									
2019 final dividends approved (note 10) (Unaudited)	已批准之二零一九年 末期股息(附註10) (未經審核)	-	-	-	(461,260)	-	-	(461,260)	-	(461,260)
Appropriations to other reserves (Unaudited)	撥款至其他儲備 (未經審核)	-	-	39,760	(39,760)	-	-	-	-	-
At 30 June 2020 (Unaudited)	於二零二零年六月 三十日(未經審核)	15,156,959	448,068	491,820	1,249,722	(1,740,457)	(207,745)	15,398,367	1,400,968	16,799,335

CONDENSED CONSOLIDATED STATEMENT
OF CASH FLOWS

For the six months ended 30 June 2021

簡明綜合現金流量表

截至二零二一年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Cash flows from operating activities	經營業務之現金流量		
Profit before income tax	除所得稅前溢利	1,056,369	802,617
Adjustments for:	已作下列調整：		
Depreciation of property, plant and equipment	物業、廠房及設備折舊	170,337	121,177
Depreciation of right-of-use assets	使用權資產折舊	822	2,557
Amortisation of land use rights	土地使用權攤銷	987	867
Amortisation of mining rights	採礦權攤銷	129,118	99,462
Interest income	利息收入	(31,409)	(59,429)
Finance costs	財務成本	690	612
Share of loss of an associate	應佔一間聯營公司虧損	841	-
Loss on disposals of property, plant and equipment	出售物業、廠房及設備之虧損	684	749
Change in fair value of derivative financial instruments	衍生財務工具之公平值變動	-	(3,754)
Net foreign exchange (gain)/loss	外幣匯兌(收益)/虧損淨額	(69,320)	3,348
Operating profit before working capital changes	營運資金變動前之經營溢利	1,259,119	968,206
Changes in working capital:	營運資金變動：		
Increase in inventories	存貨增加	(23,153)	(18,164)
(Increase)/Decrease in trade and bills receivables	應收貿易賬項及應收票據(增加)/減少	(115,618)	8,657
Decrease/(Increase) in deposits, prepayments and other receivables	按金、預付款項及其他應收款項減少/(增加)	38,797	(19,823)
Decrease in trade and bills payables	應付貿易賬項及應付票據減少	(69,313)	(24,488)
Increase/(Decrease) in other payables and accruals	其他應付款項及應計費用增加/(減少)	146,749	(86,636)
Decrease in amounts due to non-controlling interests of subsidiaries	應付附屬公司非控股權益款項減少	(2,673)	(13,366)
Cash generated from operations	營運產生之現金	1,233,908	814,386
Income tax paid	已付所得稅	(188,305)	(297,101)
Net cash inflow from operating activities	經營業務之現金流入淨額	1,045,603	517,285

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

For the six months ended 30 June 2021

簡明綜合現金流量表(續)

截至二零二一年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Cash flows from investing activities	投資業務之現金流量		
Payments to acquire property, plant and equipment	購置物業、廠房及設備之款項	(273,338)	(224,061)
Proceeds from disposals of property, plant and equipment	出售物業、廠房及設備之所得款項	129	243
Receipt from redemption of other financial asset	贖回其他財務資產之款項	-	232,500
Increase in pledged bank deposits	已抵押銀行存款增加	(67,139)	(173,193)
Increase in time deposits with original maturity over three months	原存款期超過三個月之定期存款增加	(1,716,302)	(1,620,822)
Interest received	已收利息	23,759	61,201
Net cash outflow from investing activities	投資業務之現金流出淨額	(2,032,891)	(1,724,132)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

For the six months ended 30 June 2021

簡明綜合現金流量表(續)

截至二零二一年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Cash flows from financing activities	融資業務之現金流量	Notes 附註	
Principal elements of lease payments	支付租賃負債本金		-
Interest paid	已付利息		(106)
Proceeds from borrowings	借貸所得款項	18	6,000
Dividends paid to non-controlling interests of subsidiaries	已付附屬公司非控股權益之股息		(52,640)
			(83,697)
<i>Net cash outflow from financing activities</i>	<i>融資業務之現金流出淨額</i>		(46,746)
			(85,575)
Net decrease in cash and cash equivalents	現金及現金等值物減少淨額		(1,034,034)
			(1,292,422)
Cash and cash equivalents at 1 January	於一月一日之現金及現金等值物		3,405,615
			3,712,383
Effect of foreign exchange rates changes on cash and cash equivalents	外幣匯率變動對現金及現金等值物之影響		39,555
			(3,348)
Cash and cash equivalents at 30 June	於六月三十日之現金及現金等值物	16	2,411,136
			2,416,613

NOTES TO THE INTERIM FINANCIAL INFORMATION

1. GENERAL INFORMATION

Shougang Fushan Resources Group Limited (the “Company”) is a limited liability company incorporated and domiciled in Hong Kong. The address of its registered office is 6th Floor, Bank of East Asia Harbour View Centre, No. 56 Gloucester Road, Wanchai, Hong Kong. The Company’s shares are listed on the main board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The principal places of business of the Company and its subsidiaries (collectively referred to as the “Group”) are in Hong Kong and the People’s Republic of China (the “PRC”).

The principal activities of the Group’s subsidiaries comprise coking coal mining, production and sales of coking coal products. There were no significant changes in the Group’s operations during the six months ended 30 June 2021.

2. BASIS OF PREPARATION

The interim financial information for the six months ended 30 June 2021 (the “Interim Financial Information”) has been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34, “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and with the applicable disclosure provisions in Appendix 16 of the Rules Governing the Listing of Securities on the Stock Exchange. The Interim Financial Information does not include all the notes of the type normally included in the annual financial statements. Accordingly, the Interim Financial Information should be read in conjunction with the annual financial statements for the year ended 31 December 2020, which have been prepared in accordance with the Hong Kong Financial Reporting Standards (“HKFRSs”).

中期財務資料附註

1. 一般資料

首鋼福山資源集團有限公司(「本公司」)為在香港註冊成立之有限公司，其註冊辦事處地址位於香港灣仔告士打道56號東亞銀行港灣中心6樓。本公司之股份於香港聯合交易所有限公司(「聯交所」)主板上市。本公司及其附屬公司(統稱為「本集團」)之主要營業地點為香港及中華人民共和國(「中國」)。

本集團附屬公司之主要業務包括焦炭開採、焦炭產品之生產和銷售。截至二零二一年六月三十日止六個月，本集團之營運並無重大變動。

2. 編製基準

截至二零二一年六月三十日止六個月的中期財務資料(「中期財務資料」)乃按照香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」及聯交所證券上市規則附錄16之適用披露規定編製。中期財務資料並不包括年度財務報表中通常包括的所有附註類型，因此，中期財務資料應與根據香港財務報告準則(「香港財務報告準則」)所編製截至二零二零年十二月三十一日止年度之年度財務報表一併閱讀。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

2. BASIS OF PREPARATION (continued)

The preparation of Interim Financial Information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this Interim Financial Information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2020, except for the estimation of income taxes (see note 3).

The Interim Financial Information was approved for issue by the board of directors of the Company on 26 August 2021.

3. SIGNIFICANT ACCOUNTING POLICIES

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings. The Interim Financial Information has been prepared in accordance with the accounting policies adopted in the last financial statements for the year ended 31 December 2020, except for the adoption of the following standards and interpretations as of 1 January 2021:

Amendments to HKFRS 16	COVID-19 Related Rent Concession
Amendments to HKFRS 7, HKFRS 4 and HKFRS 16	Interest Rate Benchmark Reform – Phase 2

The above standards did not have any impact on the Group's accounting policies and did not require retrospective adjustments.

中期財務資料附註(續)

2. 編製基準(續)

編製中期財務資料時，需要管理層對影響會計政策的應用與資產及負債、收入及支出的列報金額作出判斷、估計及假設，其實際結果可能有別於該等估計。

編製此中期財務資料時，由管理層對本集團在會計政策的應用及估計不確定性的主要來源所作出的重要判斷與截至二零二零年十二月三十一日止年度的綜合財務報表所採用者相同，除所得稅估算(見附註3)外。

中期財務資料於二零二一年八月二十六日獲本公司董事會批准刊發。

3. 主要會計政策

中期間之所得稅乃根據預期全年盈利總額按適用之稅率計提。中期財務資料乃根據截至二零二零年十二月三十一日止年度之上一份財務報表所採納之會計政策編製，惟下列於二零二一年一月一日採納之準則及詮釋除外：

香港財務報告準則第16號之修訂	新冠肺炎疫情相關之租金優惠
香港財務報告準則第7號、香港財務報告準則第4號及香港財務報告準則第16號之修訂	利率基準改革 – 第二階段

上述準則對本集團的會計政策並無任何影響，且毋需作出追溯調整。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

3. 主要會計政策(續)

Impact of standards and interpretations issued but not yet applied by the Group

已頒佈但本集團尚未採用之準則及詮釋之影響

The following new standards and amendments to standards have been issued but are not effective for the financial year beginning 1 January 2021 and have not been early adopted by the Group:

以下為已頒佈惟尚未於二零二一年一月一日開始之財政年度生效之新訂準則及準則修訂，且尚未獲本集團提早採納：

		Effective for accounting periods beginning on or after 於下列日期或之後開始之 會計期間生效
Amendments to HKFRS 16	COVID-19 Related Rent Concession Beyond 30 June 2021	1 April 2021
香港財務報告準則第16號之修訂	於二零二一年六月三十日後的 新冠肺炎疫情相關之租金優惠	二零二一年四月一日
Amendments to HKFRS 3	Reference to the Conceptual Framework	1 January 2022
香港財務報告準則第3號之修訂	引用概念框架	二零二二年一月一日
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use	1 January 2022
香港會計準則第16號之修訂	物業、廠房及設備 – 作擬定 用途前的所得款項	二零二二年一月一日
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract	1 January 2022
香港會計準則第37號之修訂	虧損合約 – 履行合約的成本	二零二二年一月一日
Amendments to Accounting Guideline 5	Merger Accounting for Common Control Combinations	1 January 2022
會計指引第5號之修訂	共同控制合併的合併會計法	二零二二年一月一日
Annual improvements to HKFRSs 2018–2020 cycle	Amendments to HKFRS 1, HKFRS 9, HKFRS 16 and HKAS 41	1 January 2022
香港財務報告準則二零一八年至 二零二零年週期之年度改進	香港財務報告準則第1號、 香港財務報告準則第9號、 香港財務報告準則第16號及 香港會計準則第41號之修訂	二零二二年一月一日
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current	1 January 2023
香港會計準則第1號之修訂	分類為流動或非流動負債	二零二三年一月一日

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

3. 主要會計政策(續)

Impact of standards and interpretations issued but not yet applied by the Group (continued)

已頒布但本集團尚未採用之準則及詮釋之影響(續)

		Effective for accounting periods beginning on or after 於下列日期或之後開始之 會計期間生效
Amendments to HKAS 1 and HKFRS Practice Statement 2 香港會計準則第1號及 香港財務報告準則實務聲明 第2號之修訂	Disclosure of Accounting Policies 會計政策之披露	1 January 2023 二零二三年一月一日
Amendments to HKAS 8 香港會計準則第8號之修訂	Definition of Accounting Estimate 會計估計之定義	1 January 2023 二零二三年一月一日
Amendments to HKAS 12 香港會計準則第12號之修訂	Deferred Tax Related to Assets and Liabilities Arising from Single Transaction 與單一交易產生之資產及負債 有關之遞延稅項	1 January 2023 二零二三年一月一日
Revised Hong Kong Interpretation 5 (2020) 經修訂香港詮釋第5號 (二零二零年)	Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause 呈列財務報表 – 借款人對包含 按要求償還條款之有期貨款 之分類	1 January 2023 二零二三年一月一日
HKFRS 17 香港財務報告準則第17號	Insurance Contracts 保險合約	1 January 2023 二零二三年一月一日
Amendments to HKFRS 10 and HKAS 28 香港財務報告準則第10號及 香港會計準則第28號之修訂	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture 投資者與其聯營公司或合營公司 之資產出售或注資	To be determined 待定
None of these is expected to have a significant effect on the Interim Financial Information of the Group.		概無該等準則及修訂預計將對本集團 之中期財務資料造成重大影響。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

4. REVENUE FROM CONTRACTS WITH CUSTOMERS AND SEGMENT INFORMATION

Revenue from contracts with customers, which is also the Group's turnover, represents the sales value of coking coal products in the ordinary course of businesses which are recognised at a point in time. Revenue recognised is as follows:

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Sales of clean coking coal	精焦煤銷售	2,444,193	1,818,861
Sales of raw coking coal	原焦煤銷售	-	866
		2,444,193	1,819,727

The executive directors have been identified as the chief operating decision-maker of the Company. The Group identifies operating segments and prepares segment information based on the regular internal financial information reported to the executive directors for their decisions about resources allocation to the Group's business components and their review of the performance of those components. The business components in the internal financial information reported to the executive directors are determined following the Group's major product lines. The Group has identified one reportable segment as coking coal mining, which represents mining and exploration of coal resources and production of raw and clean coking coal in the PRC.

中期財務資料附註(續)

4. 來自客戶合約收益及分部資料

來自客戶合約收益亦即本集團之營業額，指在特定時間確認於日常業務過程中銷售焦煤產品的銷售價值。收益確認如下：

執行董事為本公司主要營運決策者。本集團根據定期向執行董事報告以供彼等決定本集團業務部門資源分配及審閱該等部門表現之內部財務資料劃分經營分部及編製分部資料。向執行董事報告之內部財務資料內之業務部門，乃按本集團主要產品劃分。本集團劃分一個呈報分部為焦煤開採，指於中國開採及勘探煤炭資源以及生產原焦煤及精焦煤。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

4. REVENUE FROM CONTRACTS WITH CUSTOMERS AND SEGMENT INFORMATION (continued)

The executive directors regard the Group's business as a single operating segment and review financial information accordingly. Therefore, no segment information is presented. The executive directors primarily use a measure of profit before income tax to assess the performance of the operating segment.

4. 來自客戶合約收益及分部資料(續)

執行董事視本集團業務為單一經營分部，並據此審閱財務資料。因此，並無呈列分部資料。執行董事主要使用除所得稅前溢利來評估經營分部的表現。

5. OTHER INCOME AND GAINS, NET

5. 其他收入及收益，淨額

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 <i>HK\$'000</i> 千港元 (Unaudited) (未經審核)	2020 二零二零年 <i>HK\$'000</i> 千港元 (Unaudited) (未經審核)
Income from sales of by-products	出售副產品之收入	20,029	20,547
Net foreign exchange gain	外幣匯兌收益淨額	69,320	3,653
Others	其他	452	2,372
		89,801	26,572

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

6. OTHER OPERATING EXPENSES

6. 其他營運開支

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Additional depreciation on property, plant and equipment (Note)	物業、廠房及設備之額外 折舊(附註)	36,405	-
Loss on disposals of property, plant and equipment	出售物業、廠房及設備之 虧損	684	749
Others	其他	4,432	5,621
		41,521	6,370

Note: As disclosed in the 2020 Annual Report, according to the plan of transferring the production from upper coal seam to lower coal seam of Xingwu Coal Mine in 2023, the additional part arising from accelerated depreciation on the related underground mining structures of the upper coal seam was charged in the other operating expenses during the six months ended 30 June 2021.

附註： 誠如二零二零年年報披露，根據興無煤礦於二零二三年將生產由上組煤轉移至下組煤的計劃，其上組煤之相關井下礦場建築物因加速折舊而錄得的額外部分計入截至二零二一年六月三十日止六個月的其他營運開支。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

7. FINANCE COSTS

7. 財務成本

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest charged on discounted bills receivables	貼現應收票據之利息費用	106	-
Interest expense on lease liabilities	租賃負債之利息開支	584	612
		690	612

8. PROFIT BEFORE INCOME TAX

8. 除所得稅前溢利

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Profit before income tax is arrived at after charging:	除所得稅前溢利已扣除：		
Cost of inventories sold	銷售存貨成本	1,226,431	871,294
Amortisation of:	攤銷：		
– land use rights	– 土地使用權	987	867
– mining rights	– 採礦權	129,118	99,462
Depreciation of:	折舊：		
– property, plant and equipment	– 物業、廠房及設備	170,337	121,177
– right-of-use assets	– 使用權資產	822	2,557
Staff cost (including directors' emoluments)	員工成本(包括董事酬金)	375,437	284,270

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

9. INCOME TAX EXPENSE

9. 所得稅費用

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Current tax – PRC income tax	即期稅項 – 中國所得稅	277,004	209,837
Deferred tax	遞延稅項	5,756	7,845
		282,760	217,682

No provision for Hong Kong profits tax has been made in the Interim Financial Information as the Group had no assessable profits arising in Hong Kong for the six months ended 30 June 2021 and 2020.

In accordance with the Income Tax Law of the PRC for Enterprises with Foreign Investment, the Group's major operating subsidiaries, namely Shanxi Liulin Xingwu Coal Co., Limited, Shanxi Liulin Jinjiazhuang Coal Co., Limited and Shanxi Liulin Zhaiyadi Coal Co., Limited, all established in the PRC, are subject to 25% enterprise income tax in the PRC.

The Group is also subject to withholding tax at the rate of 5% (Six months ended 30 June 2020: 5%) on the distributions of profits generated from the Group's major PRC subsidiaries which are directly owned by the Group's subsidiaries incorporated in Hong Kong.

由於截至二零二一年及二零二零年六月三十日止六個月本集團在香港並無產生應課稅溢利，故未有於中期財務資料就香港利得稅作出撥備。

根據外資企業之中國所得稅法，本集團於中國成立之主要營運附屬公司(即山西柳林興無煤礦有限責任公司、山西柳林金家莊煤業有限公司及山西柳林寨崖底煤業有限公司)之中國企業所得稅率均為25%。

本集團亦須就由本集團在香港註冊成立之附屬公司直接擁有之本集團主要中國附屬公司所產生之可分派溢利繳納5%(截至二零二零年六月三十日止六個月：5%)之預扣稅。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

10. DIVIDENDS

10. 股息

Dividend payables to shareholders of the Company attributable to the period:

應付本公司股東期內股息：

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Declared and payable after interim period:	於中期期間後宣派及應付：		
2021 interim dividend HK8 cents per ordinary share (Six months ended 30 June 2020: 2020 interim dividend HK7.5 cents per ordinary share)	二零二一年中期股息每股普通股8港仙(截至二零二零年六月三十日止六個月：二零二零年中期股息每股普通股7.5港仙)	404,147	378,888

The interim dividend for six months ended 30 June 2021 totalling HK\$404,147,000 was calculated based on the number of issued ordinary shares as at 30 June 2021. As at 30 June 2021, the number of the issued share capital qualifying for the interim dividend of the Company is 5,051,837,842 (As at 30 June 2020: 5,051,837,842). The interim dividend has not been recognised as liabilities as at 30 June 2021 (Six months ended 30 June 2020: 30 June 2020).

截至二零二一年六月三十日止六個月的中期股息合計404,147,000港元乃根據於二零二一年六月三十日已發行普通股數目計算。於二零二一年六月三十日，本公司符合資格獲得中期股息的已發行股本數目為5,051,837,842股(於二零二零年六月三十日：5,051,837,842股)。中期股息於二零二一年六月三十日(截至二零二零年六月三十日止六個月：二零二零年六月三十日)尚未確認為負債。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

10. DIVIDENDS (continued)

Dividend payables to shareholders of the Company attributable to the previous financial year were approved during the period:

10. 股息(續)

已於期內批准的應付本公司股東過往財政年度股息：

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 <i>HK\$'000</i> 千港元 (Unaudited) (未經審核)	2020 二零二零年 <i>HK\$'000</i> 千港元 (Unaudited) (未經審核)
2020 final dividend HK9 cents per ordinary share (Six months ended 30 June 2020: 2019 final dividend HK8.7 cents per ordinary share)	二零二零年末期股息每股普通股9港仙(截至二零二零年六月三十日止六個月：二零一九年末期股息每股普通股8.7港仙)	454,665	461,260

Final dividend for the years ended 31 December 2020 and 2019 totalling HK\$454,665,000 and HK\$461,260,000 respectively were calculated based on the number of issued ordinary shares as at 31 December 2020 and 2019 respectively, and have been reflected as an appropriation of retained earnings and recognised as liabilities during the periods ended 30 June 2021 and 2020 respectively. Final dividend for the years ended 31 December 2020 and 2019 was paid on 29 July 2021 and 23 July 2020 respectively.

截至二零二零年及二零一九年十二月三十一日止年度的末期股息合共分別為454,665,000港元及461,260,000港元乃分別根據於二零二零年及二零一九年十二月三十一日的已發行普通股數目計算，並分別於截至二零二一年及二零二零年六月三十日止期間已反映為保留溢利分派和確認為負債。截至二零二零年及二零一九年十二月三十一日止年度的末期股息已分別於二零二一年七月二十九日及二零二零年七月二十三日支付。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

11. EARNINGS PER SHARE

The calculations of basic and diluted earnings per share to owners of the Company are based on the following data:

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Profit used to determine basic and diluted earnings per share	用作釐定每股基本及攤薄盈利之溢利	673,389	548,699
		'000 shares 千股	'000 shares 千股
Number of shares	股份數目		
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	計算每股基本及攤薄盈利之普通股加權平均數	5,051,837	5,301,837

本公司擁有人應佔每股基本及攤薄盈利乃按下列數據計算：

The diluted earnings per share for the periods ended 30 June 2021 and 30 June 2020 were the same as the basic earnings per share as there were no dilutive potential ordinary shares during the periods.

由於截至二零二一年六月三十日和二零二零年六月三十日止期間沒有具攤薄潛在的普通股，在此等期間的每股攤薄盈利與每股基本盈利相同。

12. PROPERTY, PLANT AND EQUIPMENT

During the period, the Group acquired property, plant and equipment at a total cost of HK\$193,991,000 (Six months ended 30 June 2020: HK\$93,486,000) mainly in relation to the additions of mining equipment and construction in progress of the mine platforms. Property, plant and equipment with net carrying amount amounting to HK\$813,000 (Six months ended 30 June 2020: HK\$992,000) was disposed during the six months ended 30 June 2021.

12. 物業、廠房及設備

期內，本集團添置總成本193,991,000港元(截至二零二零年六月三十日止六個月：93,486,000港元)之物業、廠房及設備，該等添置主要為採礦設備以及礦山平台之在建工程。於截至二零二一年六月三十日止六個月內出售物業、廠房及設備之賬面淨值為813,000港元(截至二零二零年六月三十日止六個月：992,000港元)。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

12. PROPERTY, PLANT AND EQUIPMENT (continued)

As at 30 June 2021, the Group is still in the process of obtaining the building ownership certificates for certain buildings with net carrying amount of HK\$116,823,000 (As at 31 December 2020: HK\$116,582,000). In the opinion of directors of the Company, the Group has obtained the rights to use the buildings.

13. FINANCIAL ASSETS MEASURED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

中期財務資料附註(續)

12. 物業、廠房及設備(續)

於二零二一年六月三十日，本集團仍在為賬面淨值116,823,000港元(於二零二零年十二月三十一日：116,582,000港元)之若干樓宇申請房屋所有權證。本公司董事認為，本集團已取得有關樓宇之使用權。

13. 按公平值計入其他全面收益之 財務資產

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Equity securities, at fair value	股本證券，按公平值		
– listed in Australia	– 於澳洲上市	904,545	899,629
– listed in Hong Kong	– 於香港上市	275,328	182,835
		1,179,873	1,082,464
Unlisted equity interest *	非上市股本權益*	–	–
		1,179,873	1,082,464

* This represents the cost of 7% equity investment in an unlisted company incorporated in the PRC. As the entity ceased operation during the year ended 31 December 2013, a fair value loss of approximately HK\$8,890,000 was recorded against the full investment cost in 2013.

* 此為一間於中國註冊成立之非上市公司之7%股本投資之成本。由於該實體於截至二零一三年十二月三十一日止年度停止業務，故於二零一三年整項投資成本錄得公平值虧損約8,890,000港元。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

14. TRADE AND BILLS RECEIVABLES

14. 應收貿易賬項及應收票據

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	應收貿易賬項	829,708	864,685
Less: Provision for impairment loss	減：減值虧損撥備	(203,477)	(198,303)
		626,231	666,382
Bills receivables	應收票據	1,591,987	1,382,762
		2,218,218	2,049,144

As at 30 June 2021 and 31 December 2020, ageing analysis of net trade receivables, based on invoice dates, is as follows:

於二零二一年六月三十日及二零二零年十二月三十一日，根據發票日期編製之應收貿易賬項淨額之賬齡分析如下：

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Up to 90 days	90日或以下	626,231	666,382

Trade receivables generally have credit terms ranging from 60 to 90 days (As at 31 December 2020: 60 to 90 days). Bills receivables mature within one year. As at 30 June 2021 and 31 December 2020, all of the trade and bills receivables are denominated in Renminbi ("RMB").

應收貿易賬項信貸期一般介乎於60至90日(於二零二零年十二月三十一日：60至90日)。應收票據於一年內到期。於二零二一年六月三十日及二零二零年十二月三十一日，所有應收貿易賬項及應收票據均以人民幣(「人民幣」)計值。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

14. TRADE AND BILLS RECEIVABLES (continued)

14. 應收貿易賬項及應收票據(續)

Details of pledged bills receivables are as follows:

已抵押應收票據詳情如下：

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Pledged bills receivables	已抵押應收票據	110,105	218,458
Associated bills payables	相關應付票據	(101,488)	(200,339)

The carrying amounts of the bills receivables include receivables which are transferred to financial institutions or creditors by discounting or endorsing these receivables on a full recourse basis. Under these arrangements, the Group has not transferred the significant risks and rewards relating to these receivables. The Group therefore continues to recognise the transferred bills receivables in its consolidated statement of financial position and measure at amortised cost.

應收票據的賬面值包括按全面追索基準通過貼現或背書等方式向金融機構或債權人轉移該等應收款項。根據該等安排，本集團並未轉移與該等應收款項相關的重大風險和報酬。因此，本集團繼續在其綜合財務狀況表確認轉讓的應收票據，並按攤銷成本計量。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

14. TRADE AND BILLS RECEIVABLES (continued)

14. 應收貿易賬項及應收票據(續)

The relevant carrying amounts are as follows:

有關賬面值如下：

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Bills receivables discounted to financial institutions with full recourse:	按全面追索基準已貼現予金融機構之應收票據：		
Transferred bills receivables	轉讓應收票據	5,900	-
Associated secured borrowings	相關已抵押借貸	(5,900)	-
Bills receivables endorsed to creditors with full recourse:	按全面追索基準已背書予債權人之應收票據：		
Transferred bills receivables	轉讓應收票據	85,609	115,575
Associated trade payables	相關應付貿易賬款	(7,670)	(2,185)
Associated other payables	相關其他應付款項	(77,939)	(95,335)
Associated amounts due to non-controlling interests of subsidiaries	相關應付附屬公司非控股權益款項	-	(18,055)

15. PLEDGED BANK DEPOSITS

15. 已抵押銀行存款

As at 30 June 2021, deposits of HK\$365,010,000 (As at 31 December 2020: HK\$290,298,000) were pledged for bills payables of HK\$196,155,000 (As at 31 December 2020: HK\$148,476,000) (note 17). The pledged bank deposits were denominated in RMB.

於二零二一年六月三十日，存款365,010,000港元(於二零二零年十二月三十一日：290,298,000港元)已作為196,155,000港元(於二零二零年十二月三十一日：148,476,000港元)(附註17)之應付票據之抵押。已抵押銀行存款均以人民幣計值。

The directors of the Company consider that the fair value of the pledged bank deposits is not materially different from their carrying amount because of the short maturity period.

本公司董事認為，由於已抵押銀行存款於短期內到期，故其公平值與賬面值並無重大差異。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

16. CASH AND CASH EQUIVALENTS AND TIME DEPOSITS AT BANK

16. 現金及現金等值物以及銀行定期存款

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Cash at banks and on hand	銀行及手頭現金	578,788	630,752
Time deposits at banks	銀行定期存款	4,205,150	3,431,363
Bank balances and cash	銀行結餘及現金	4,783,938	4,062,115
Less: Time deposits with original maturity over three months	減：原存款期超過三個月之定期存款	(2,372,802)	(656,500)
Cash and cash equivalents	現金及現金等值物	2,411,136	3,405,615

17. TRADE AND BILLS PAYABLES

17. 應付貿易賬項及應付票據

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade payables	應付貿易賬項	229,927	243,803
Bills payables	應付票據	297,643	348,815
		527,570	592,618

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

17. TRADE AND BILLS PAYABLES (continued)

The Group was granted by its suppliers credit period ranging between 30 to 180 days (As at 31 December 2020: 30 to 180 days). As at 30 June 2021 and 31 December 2020, all of the trade and bills payables are denominated in RMB.

Based on the invoice dates, ageing analysis of trade payables as at 30 June 2021 and 31 December 2020 is as follows:

Up to 90 days	90日或以下
91 to 180 days	91至180日
181 to 365 days	181至365日
Over 365 days	多於365日

17. 應付貿易賬項及應付票據(續)

本集團獲其供應商授予介乎於30至180日(於二零二零年十二月三十一日: 30至180日)之信貸期。於二零二一年六月三十日及二零二零年十二月三十一日,所有應付貿易賬項及應付票據均以人民幣計值。

根據發票日期,應付貿易賬項於二零二一年六月三十日及二零二零年十二月三十一日之賬齡分析如下:

		30 June 2021 二零二一年 六月三十日 HK\$'000 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 (Audited) (經審核)
		131,765	152,054
		43,835	53,784
		32,641	14,769
		21,686	23,196
		229,927	243,803

As at 30 June 2021, bills payables amounted to HK\$196,155,000 (As at 31 December 2020: HK\$148,476,000) were secured by the pledged bank deposits (note 15). Remaining bills payables amounted to HK\$101,488,000 (As at 31 December 2020: HK\$200,339,000) were secured by bills receivables (note 14).

於二零二一年六月三十日,應付票據196,155,000港元(於二零二零年十二月三十一日: 148,476,000港元)以已抵押銀行存款(附註15)作抵押。餘下應付票據為數101,488,000港元(於二零二零年十二月三十一日: 200,339,000港元)以應收票據(附註14)作抵押。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

17. TRADE AND BILLS PAYABLES (continued)

As at 30 June 2021, trade payables of HK\$7,670,000 (As at 31 December 2020: HK\$2,185,000) were settled by bills receivables endorsed to corresponding creditors which did not meet the de-recognition requirements (note 14).

18. BORROWINGS

Borrowings	借貸
- Discounted bills receivables (note 14)	- 已貼現應收票據 (附註14)

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
		5,900	-
		HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)
Movements in borrowings are analysed as follows:	借貸變動分析如下：		
At 1 January	於一月一日	-	-
Addition of discounted bills receivables with recourse	附追索權的已貼現應收票據增加	6,000	-
Exchange differences	匯兌差額	(100)	-
At 30 June	於六月三十日	5,900	-

中期財務資料附註(續)

17. 應付貿易賬項及應付票據(續)

於二零二一年六月三十日，應付貿易賬項7,670,000港元(於二零二零年十二月三十一日：2,185,000港元)已由背書予相應債權人之應收票據結清，該等應收票據並不符合取消確認之規定(附註14)。

18. 借貸

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

19. SHARE CAPITAL

19. 股本

		Number of shares 股份數目 '000 shares 千股	Amount 金額 HK\$'000 千港元
Issued and fully paid: At 1 January 2020 (audited)	已發行及已繳足： 於二零二零年一月一日 (經審核)	5,301,837	15,156,959
Buy-back and cancellation of shares (Note)	回購及註銷股份(附註)	(250,000)	-
At 31 December 2020 (audited)	於二零二零年十二月 三十一日(經審核)	5,051,837	15,156,959
At 1 January 2020 (audited)/ 30 June 2020 (unaudited)	於二零二零年一月一日 (經審核)/二零二零年 六月三十日(未經審核)	5,301,837	15,156,959
At 1 January 2021 (audited)/ 30 June 2021 (unaudited)	於二零二一年一月一日 (經審核)/二零二一年 六月三十日(未經審核)	5,051,837	15,156,959

Note: Pursuant to the resolutions passed by the shareholders of the Company on 3 September 2020, the Company bought-back 250,000,000 ordinary shares at the offer price of HK\$2.00 per share and those bought-back shares were then cancelled on 28 September 2020. Thus, the number of issued shares was reduced by 250,000,000. The total consideration of HK\$500,000,000 and the related expense of approximately HK\$5,000,000 were debited the retained profits upon the completion of this transaction on 28 September 2020.

附註：根據本公司股東於二零二零年九月三日通過之決議案，本公司已按要約價每股股份2.00港元回購250,000,000股普通股，然後於二零二零年九月二十八日註銷該等回購之股份。因此，已發行股份數目減少250,000,000股。總代價500,000,000港元及相關開支約5,000,000港元已於二零二零年九月二十八日完成是次交易後自保留溢利扣除。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

20. SUMMARY OF FINANCIAL ASSETS AND LIABILITIES BY CATEGORY

Set out below is an overview of the carrying amount and fair value of financial assets and liabilities held by the Group:

20. 按類別劃分之財務資產及負債 概要

下表呈列本集團持有之財務資產及負債之賬面值及公平值概覽：

		30 June 2021	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Financial assets measured at fair value through other comprehensive income	按公平值計入其他全面收益之財務資產	1,179,873	1,082,464
Financial assets measured at amortised cost:	按攤銷成本計量之財務資產：		
– Trade receivables	– 應收貿易賬項	626,231	666,382
– Bills receivables	– 應收票據	1,591,987	1,382,762
– Deposits and other receivables	– 按金及其他應收款項	435,644	371,946
– Pledged bank deposits	– 已抵押銀行存款	365,010	290,298
– Time deposit with original maturity over three months	– 原存款期超過三個月之定期存款	2,372,802	656,500
– Cash and cash equivalents	– 現金及現金等值物	2,411,136	3,405,615
Total	總額	8,982,683	7,855,967

**NOTES TO THE INTERIM
FINANCIAL INFORMATION (continued)**

中期財務資料附註(續)

**20. SUMMARY OF FINANCIAL ASSETS AND
LIABILITIES BY CATEGORY (continued)**

**20. 按類別劃分之財務資產及負債概
要(續)**

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Financial liabilities measured at amortised cost:	按攤銷成本計量之財務負債：		
- Trade and bills payables	- 應付貿易賬項及 應付票據	527,570	592,618
- Lease liabilities	- 租賃負債	26,265	25,038
- Other financial liability	- 其他財務負債	180,817	186,300
- Other payables and accruals	- 其他應付款項及 應計費用	1,039,487	993,023
- Dividend payable	- 應付股息	454,665	-
- Borrowings	- 借貸	5,900	-
- Amounts due to non-controlling interests of subsidiaries	- 應付附屬公司 非控股權益款項	-	52,778
Total	總額	2,234,704	1,849,757

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

20. SUMMARY OF FINANCIAL ASSETS AND LIABILITIES BY CATEGORY (continued)

Fair value estimation

The following table provides an analysis of financial instruments carried at fair value by level of fair value hierarchy:

- Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level in the fair value hierarchy within which the financial asset or liability is categorised in its entirety is based on the lowest level of input that is significant to the fair value measurement.

中期財務資料附註(續)

20. 按類別劃分之財務資產及負債概要(續)

公平值估計

下表提供按公平值列賬之財務工具根據公平值層級之分析：

- 第1層：相同資產及負債於活躍市場的報價(未作調整)；
- 第2層：就資產或負債而直接(即價格)或間接(即從價格推衍)可觀察的資料輸入(不包括第1層所包含的報價)；及
- 第3層：並非根據可觀察的市場數據而有關資產或負債的資料輸入(無法觀察的資料輸入)。

整項財務資產或負債所歸入之公平值層級，乃基於對公平值計量具有重大意義之最低層次資料輸入。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

20. SUMMARY OF FINANCIAL ASSETS AND LIABILITIES BY CATEGORY (continued)

Fair value estimation (continued)

The financial assets measured at fair value in the consolidated statement of financial position are grouped into the fair value hierarchy as follows:

		30 June 2021 二零二一年六月三十日			
		Level 1 第1層	Level 2 第2層	Level 3 第3層	Total 總額
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
		(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)
Financial assets measured at fair value through other comprehensive income	按公平值計入其他全面收益之財務資產				
- Listed equity securities	- 上市股本證券 (a)	1,179,873	-	-	1,179,873
- Unlisted equity securities	- 非上市股本證券 (b)	-	-	-	-
		1,179,873	-	-	1,179,873

		31 December 2020 二零二零年十二月三十一日			
		Level 1 第1層	Level 2 第2層	Level 3 第3層	Total 總額
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
		(Audited) (經審核)	(Audited) (經審核)	(Audited) (經審核)	(Audited) (經審核)
Financial assets measured at fair value through other comprehensive income	按公平值計入其他全面收益之財務資產				
- Listed equity securities	- 上市股本證券 (a)	1,082,464	-	-	1,082,464
- Unlisted equity securities	- 非上市股本證券 (b)	-	-	-	-
		1,082,464	-	-	1,082,464

中期財務資料附註(續)

20. 按類別劃分之財務資產及負債概要(續)

公平值估計(續)

於綜合財務狀況表內按公平值計量之財務資產乃劃分為以下公平值層級：

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

20. SUMMARY OF FINANCIAL ASSETS AND LIABILITIES BY CATEGORY (continued)

Fair value estimation (continued)

There was no transfer between levels during the six months ended 30 June 2021 (Year ended 31 December 2020: nil).

The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to previous reporting periods.

(a) Listed equity securities

The listed equity securities are denominated in Australian Dollars and HK\$. Fair values have been determined by reference to their quoted prices at the reporting date and have been translated using the spot foreign currency rates at the end of the reporting period where appropriate.

(b) Unlisted equity securities

The fair value of unlisted equity securities included in level 3 approximates zero.

Financial instruments not measured at fair value include trade and bill receivables, other receivables, bank balances and cash, amounts due to non-controlling interests of subsidiaries, trade and bill payables, other financial liability, borrowings, other payables and accruals and dividend payable.

The fair value of these financial instruments measured at amortised cost approximate their carrying amounts.

中期財務資料附註(續)

20. 按類別劃分之財務資產及負債概要(續)

公平值估計(續)

於截至二零二一年六月三十日止六個月，層級之間概無轉移(截至二零二零年十二月三十一日止年度：無)。

用於計量公平值之方法及估值技術與以往報告期間相比並無改變。

(a) 上市股本證券

上市股本證券乃以澳元及港元計值。公平值乃參考彼等於報告日期之報價而釐定，並以報告期末之現貨匯率換算(如適用)。

(b) 非上市股本證券

包含在第3層之非上市股本證券之公平值接近零。

不按公平值計量之財務工具包括應收貿易賬項及應收票據、其他應收款項、銀行結餘及現金、應付附屬公司非控股權益款項、應付貿易賬項及應付票據、其他財務負債、借貸、其他應付款項及應計費用以及應付股息。

該等按攤銷成本計量之財務工具之公平值接近其賬面值。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

中期財務資料附註(續)

21. CAPITAL COMMITMENTS

21. 資本承擔

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Commitments for the:	下列各項之承擔：		
- Acquisition of property, plant and equipment	- 購入物業、廠房及 設備	294,498	254,210
- Exploration and design fees for a potential mining project	- 可能進行之採礦 項目之勘查及 設計費用	8,826	8,602
		303,324	262,812

22. RELATED PARTY TRANSACTIONS

22. 關聯人士交易

Except as disclosed elsewhere in the Interim Financial Information, the following transactions for the six months ended 30 June 2021 and 2020 were carried out with related parties:

除中期財務資料另有披露外，截至二零二一年及二零二零年六月三十日止六個月與關聯人士進行之交易如下：

- (a) During the period, the Group sold clean coking coal amounted to HK\$1,117,845,000 (Six months ended 30 June 2020: HK\$666,345,000) to Shougang Group Co., Ltd., being Shougang Holding (Hong Kong) Limited ("Shougang Holding")'s ultimate holding company, and its group companies (collectively referred to as the "Shougang Group"). Shougang Holding is a substantial shareholder of Shoucheng Holdings Limited ("Shoucheng Holdings"). Shoucheng Holdings is a substantial shareholder of the Company.
- (a) 期內，本集團向首鋼集團有限公司(乃首鋼控股(香港)有限公司(「首鋼控股」)之最終控股公司)及其集團公司(統稱「首鋼集團」)出售1,117,845,000港元(截至二零二零年六月三十日止六個月：666,345,000港元)之精焦煤。首鋼控股為首程控股有限公司(「首程控股」)之主要股東，而首程控股為本公司之主要股東。

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

22. RELATED PARTY TRANSACTIONS (continued)

- (b) During the period, the Group purchased raw materials amounted to HK\$1,564,000 (Six months ended 30 June 2020: HK\$1,564,000) from Shougang Group. Furthermore, the Group had construction contracts amounted to HK\$5,700,000 (Six months ended 30 June 2020: nil) to Shougang Group.
- (c) During the period, the Group made office rental payments of HK\$1,800,000 (Six months ended 30 June 2020: HK\$1,878,000) to a wholly-owned subsidiary of Shougang Holding.
- (d) During the period, the Group paid management and consultancy fees of HK\$1,500,000 (Six months ended 30 June 2020: HK\$1,500,000) to Shougang Holding.
- (e) Included in staff costs are key management personnel compensation, which represents the remuneration to executive directors of the Company during the period was as follows:

中期財務資料附註(續)

22. 關聯人士交易(續)

- (b) 期內，本集團向首鋼集團採購原材料1,564,000港元(截至二零二零年六月三十日止六個月：1,564,000港元)。此外，本集團向首鋼集團提供工程合約5,700,000港元(截至二零二零年六月三十日止六個月：無)。
- (c) 期內，本集團向首鋼控股一間全資附屬公司支付辦公室租金款項1,800,000港元(截至二零二零年六月三十日止六個月：1,878,000港元)。
- (d) 期內，本集團向首鋼控股支付管理及顧問費1,500,000港元(截至二零二零年六月三十日止六個月：1,500,000港元)。
- (e) 已計入員工成本的主要管理人員(即本公司執行董事)於期內之酬金如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Salaries, wages and allowances	薪金、工資及津貼	6,299	7,850
Retirement benefits scheme contributions	退休福利計劃供款	198	202
		6,497	8,052

NOTES TO THE INTERIM FINANCIAL INFORMATION (continued)

23. STATEMENT REQUIRED BY SECTION 436(3) OF THE HONG KONG COMPANIES ORDINANCE (CAP. 622) IN RELATION TO THE PUBLICATION OF THE NON-STATUTORY ACCOUNTS FOR THE COMPARATIVE FINANCIAL YEAR INCLUDED IN THIS INTERIM FINANCIAL INFORMATION

The financial information relating to the year ended 31 December 2020 that is included in this Interim Financial Information as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Companies Ordinance (Cap. 622) is as follows:

The Company has delivered the financial statements for the year ended 31 December 2020 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance (Cap. 622).

The Company's auditor has reported on those financial statements. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or 407(3) of the Companies Ordinance (Cap. 622).

中期財務資料附註(續)

23. 香港《公司條例》(第622章)第436(3)條就本中期財務資料所載比較財政年度非法定賬目的公佈所需的聲明

本中期財務資料所載有關截至二零二零年十二月三十一日止年度的財務資料作為比較資料，惟該等資料並不構成本公司在該年度的法定年度綜合財務報表，而只是取自該等財務報表。與該等法定財務報表有關而根據《公司條例》(第622章)第436條須予披露之進一步資料如下：

本公司已根據《公司條例》(第622章)第662(3)條及附表6第3部之要求，向公司註冊處處長提交截至二零二零年十二月三十一日止年度之財務報表。

本公司之核數師已就該等財務報表發表報告。該核數師報告並無保留意見；並無載有該核數師在不就其報告作保留的情況下以強調的方式促請注意的任何事宜；亦無載有根據《公司條例》(第622章)第406(2)、407(2)或407(3)條所作出的陳述。

INTERIM DIVIDEND

The Board has declared an interim dividend of HK8 cents per ordinary share for the six months ended 30 June 2021 (2020 interim dividend: HK7.5 cents per ordinary share) payable to shareholders whose names appear on the register of members of the Company at the close of business on 30 September 2021 (Thursday). In order to qualify for the interim dividend, all transfer forms accompanied by the relevant share certificates must be lodged with the share registrar of the Company, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on 30 September 2021 (Thursday) for registration. The interim dividend is expected to be paid on 28 October 2021 (Thursday).

中期股息

董事會宣派截至二零二一年六月三十日止六個月之中期股息每股普通股8港仙(二零二零年中期股息：每股普通股7.5港仙)予於二零二一年九月三十日(星期四)營業時間結束時名列本公司股東名冊內之股東。為符合資格獲派發中期股息，所有過戶文件連同相關股票必須於二零二一年九月三十日(星期四)下午四時三十分前，交回本公司之股份過戶登記處卓佳登捷時有限公司，地址為香港皇后大道東183號合和中心54樓，以辦理股份過戶登記。中期股息預期於二零二一年十月二十八日(星期四)派發。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層論述與分析

Business Review

The key operational data of our three premium operating coking coal mines in Liulin County, Shanxi Province (Xingwu Coal Mine, Jinjiazhuang Coal Mine and Zhaiyadi Coal Mine, collectively referred to as the “Three Mines”) for the six months ended 30 June 2021 (the “Period Under Review”) together with that of the same period of 2020 (the “Last Period”) is summarised as follows:

業務回顧

本集團位於山西省柳林縣三座在產的優質焦煤礦(興無煤礦、金家莊煤礦和寨崖底煤礦，統稱「三礦」)截至二零二一年六月三十日止六個月(「回顧期」)連同其截至二零二零年同期(「去年同期」)的主要營運資料撮要如下：

	Unit 單位	Six months ended 30 June 截至六月三十日止六個月		Change 變化	
		2021 二零二一年	2020 二零二零年	Quantity/ Amount 數量/金額	Percentage 百分比
<i>Production volume:</i> 產量：					
Raw coking coal 原焦煤	Mt 百萬噸	2.61	2.25	+0.36	+16%
Clean coking coal 精焦煤	Mt 百萬噸	1.45	1.50	-0.05	-3%
<i>Sales volume:</i> 銷量：					
Raw coking coal (Note) 原焦煤(附註)	Mt 百萬噸	–	0.00	-0.00	-100%
Clean coking coal 精焦煤	Mt 百萬噸	1.63	1.47	+0.16	+11%
<i>Average realised selling price (inclusive of VAT):</i> 平均實現售價(含增值稅)：					
Raw coking coal 原焦煤	RMB/tonne 人民幣/噸	N/A 不適用	725	N/A 不適用	N/A 不適用
Clean coking coal 精焦煤	RMB/tonne 人民幣/噸	1,415	1,267	+148	+12%

Note: No sales of raw coking coal for the six months ended 30 June 2021 while sales volume of raw coking coal was 1,227 tonnes for the Last Period.

附註： 截至二零二一年六月三十日止六個月沒有原焦煤銷售，而去年同期原焦煤銷售量為1,227噸。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Business Review (continued)

For the six months ended 30 June 2021, the Group produced approximately 2.61 million tonnes ("Mt") (Six months ended 30 June 2020: approximately 2.25 Mt) of raw coking coal, representing a year-on-year ("YoY") increase of 16% and also produced approximately 1.45 Mt (Six months ended 30 June 2020: approximately 1.50 Mt) of clean coking coal, representing a YoY slightly decrease of 3%.

As the lower coal seam of Jinjiazhuang Coal Mine has been gradually operating smoothly since the resumption of production in August 2019, the raw coking coal production volume of Jinjiazhuang Coal Mine sharply increased by 89% YoY. As planned, the total production volume of raw coking coal of approximately 2.61 Mt for the six months ended 30 June 2021 represented 50% of total annual approved production volume even though Three Mines had temporarily suspended production in the late of June 2021. An incident has occurred in Zhaiyadi Coal Mine in the late of June 2021 in which one person died. According to the preliminary investigation being performed by the third party, this incident would be classified as a general incident. According to the relevant rules and regulations in the Mainland China, Zhaiyadi Coal Mine had suspended production for comprehensive checking and it had already passed all checking and resumed its normal production in the early of August 2021. In addition, according to the notice of the local industry management department on 22 June 2021, all domestic mines, including Xingwu Coal Mine and Jinjiazhuang Coal Mine, had temporarily closed for safety inspection. Xingwu Coal Mine and Jinjiazhuang Coal Mine have already resumed their normal production in the early of July 2021 after closed for approximately 10 days. As the aforesaid events happened in the late of June 2021 and the Group has also adjusted its production plan for the second half of 2021, there is neither significant economic loss nor significant negative effect on the operation and production of the Group for the Period Under Review and for the year ending 31 December 2021. Eventually, our raw coking coal production volume was increased by 16% YoY for the Period Under Review. The slight decrease in production volume of clean coking coal by 3% YoY is mainly due to the temporary drop in clean coking coal washing yield resulting from the different qualities of raw coking coal produced during the Period Under Review.

管理層論述與分析(續)

業務回顧(續)

截至二零二一年六月三十日止六個月，本集團的原焦煤產量約261萬噸(截至二零二零年六月三十日止六個月：約225萬噸)，同比增幅16%；而精焦煤產量則約145萬噸(截至二零二零年六月三十日止六個月：約150萬噸)，同比微跌3%。

金家莊煤礦下組煤自二零一九年八月復產後逐步運作正常，其原焦煤產量同比大幅增加89%。按既定計劃，截至二零二一年六月三十日止六個月，完成原焦煤產量約261萬噸相等於年核准總產能的50%，即使二零二一年六月下旬三礦曾暫時停產。寨崖底煤礦於二零二一年六月下旬發生一宗造成一人遇難的事故，根據第三方初步調查，該事故被認定為一般事故，根據中國內地有關規定，寨崖底煤礦已於當時停產進行全面檢查，並已於二零二一年八月上旬通過所有檢測並恢復正常生產。另外，根據二零二一年六月二十二日當地行業管理部門通知所有當地煤礦(包括與無煤礦和金家莊煤礦)須暫時關閉進行安全檢查，與無煤礦和金家莊煤礦關閉約10天後於二零二一年七月初恢復正常生產。由於上述事件均發生在二零二一年六月下旬且本集團已重新調整二零二一年下半年生產計劃，對本集團回顧期內和預計將對截至二零二一年十二月三十一日止年度未有造成顯著經濟損失，也不會對本集團生產經營產生顯著不利影響。最終，於回顧期內我們的原焦煤產量同比增加16%。由於回顧期內出產多種不同質量的原焦煤使精焦煤回收率暫時下跌，精焦煤產量同比微跌3%。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Business Review (continued)

Although the production volume of clean coking coal declined slightly, together with the purchase of clean coking coal of approximately 0.13 Mt from outsiders for sales for the purpose of over-quality control and sales of inventory as at 31 December 2020 of approximately 0.07 Mt, the sales volume of clean coking coal increased by 11% YoY for the Period Under Review. For the six months ended 30 June 2021 and the Last Period, sales of clean coking coal accounted for approximately 100% of the Group's turnover. This is in line with the Group's long-term strategy to concentrate on clean coking coal sales.

Benefit from China's economy rebound rapidly and certain policies on restriction of imported coal to China, etc., the average market prices of clean coking coal surged by approximately 19% YoY in the first half of 2021. For the six months ended 30 June 2021, the Group's average realised selling price (inclusive of value added tax "VAT") of clean coking coal also increased by 12% YoY to Renminbi ("RMB") 1,415/tonne (Six months ended 30 June 2020: RMB1,267/tonne), which was in line with the upside trend of market prices. The growth rate in average realised selling price of clean coking coal was less than that of market price because of the reduction in selling proportion of No.1 clean coking coal with higher selling price for the Period Under Review and adjustments of long term contract selling prices quarterly in general. In terms of its sales volume, sales of No.1 and No.2 clean coking coal accounted for 31% and 69% (Six months ended 30 June 2020: 34% and 66%) of the total clean coking coal sales volume respectively for the six months ended 30 June 2021.

管理層論述與分析(續)

業務回顧(續)

於回顧期內，雖然精焦煤產量輕微下跌，但因為控制質量過剩而對外採購精焦煤出售約13萬噸和出售於二零二零年十二月三十日的存貨約7萬噸，精焦煤銷量同比增加11%。截至二零二一年六月三十日止六個月與去年同期，精焦煤的銷售額佔本集團營業額約100%，這符合本集團專注於精焦煤銷售的長期策略。

受惠於中國經濟迅速反彈和若干政策限制煤入口中國等因素，二零二一年上半年精焦煤平均市場價格同比上升約19%。截至二零二一年六月三十日止六個月，本集團精焦煤平均實現售價(含增值稅)同比亦上升12%至人民幣1,415元/噸(二零二零年六月三十日止六個月：人民幣1,267元/噸)，與市場價格上升趨勢一致。於回顧期內，我們銷售的精焦煤平均實現售價升幅低於市場價格，主要是由於減少銷售價格較高的1號精焦煤之銷量比重和一般長協價格按季度作調整。按銷量計算，截至二零二一年六月三十日止六個月，1號及2號精焦煤銷量分別佔總精焦煤銷量的31%及69%(截至二零二零年六月三十日止六個月：34%及66%)。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review

For the six months ended 30 June 2021, the Group recorded a turnover of approximately Hong Kong Dollars (“HK\$”) 2,444 million, representing a sharp increase of approximately HK\$624 million or 34% YoY as compared with that of approximately HK\$1,820 million for the Last Period. The sharp increase in turnover was mainly driven by the increase in average realised selling prices of clean coking coal by 12% YoY, the increase in sales volume of clean coking coal by 11% YoY and the rise in RMB to HK\$ average exchange rate by approximately 9.09% YoY for the Period Under Review. The turnover was solely derived from the Group’s coal business, which RMB is its functional currency, increased with appreciation of RMB.

For the six months ended 30 June 2021, the total turnover to the top five customers accounted for 86% (Six months ended 30 June 2020: 82%) of the Group’s turnover. Of which, the total turnover to the largest customer accounted for 46% (Six months ended 30 June 2020: 37%) of the Group’s turnover.

For the six months ended 30 June 2021, gross profit margin was 50% while 52% for the Last Period. The drop in gross profit margin was due to the purchase of clean coking coal of approximately 0.13 Mt from outsiders for sales. Excluding the effect of the purchase increased both of turnover and cost of sales by approximately HK\$181 million, gross profit margin would be approximately 54%, increased YoY. Gross profit was significantly increased by approximately HK\$270 million or 28% YoY. The rise in gross profit was due to the increase in turnover by approximately 34% for the six months ended 30 June 2021 as explained above.

管理層論述與分析(續)

財務回顧

截至二零二一年六月三十日止六個月，本集團錄得營業額約24.44億港元，較去年同期約18.20億港元同比大幅增加約6.24億港元或34%。營業額大幅增加主要因於回顧期內精焦煤的平均實現售價同比上升12%、精焦煤銷量同比上升11%和平均人民幣兌港元匯率同比上調約9.09%所致。本集團營業額以人民幣為功能貨幣的煤炭業務所得，營業額隨著人民幣升值而增加。

截至二零二一年六月三十日止六個月，前五大客戶的總營業額佔本集團營業額86%（截至二零二零年六月三十日止六個月：82%），其中最大客戶的總營業額佔本集團營業額46%（截至二零二零年六月三十日止六個月：37%）。

截至二零二一年六月三十日止六個月，毛利率為50%，去年同期則為52%。毛利率下跌主要是因對外採購精焦煤出售約13萬噸所影響。扣除此對外採購均增加營業額和銷售成本約1.81億港元的影響，毛利率應為約54%，同比上升。毛利同比大幅增加約2.70億港元或28%，增加是因上文所述截至二零二一年六月三十日止六個月營業額同比增長約34%所致。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review (continued)

For the six months ended 30 June 2021, the Group recorded a net profit of approximately HK\$774 million and profit attributable to the owners of the Company (the “Owners”) of approximately HK\$673 million. The significant increase in the Group’s net profit by 32% YoY is in line with the surge in gross profit by approximately HK\$270 million or 28% YoY. In addition, the increase in net foreign exchange gain by approximately HK\$66 million YoY as a result of the appreciation in RMB to HK\$ exchange rate by approximately 2.61% as at reporting date on 30 June 2021 when compared with that as at 31 December 2020 together with the realised exchange gain of approximately HK\$7 million derived mainly from the exchange of RMB into other currencies at good time during the Period Under Review. Nevertheless, during the Period Under Review, the Group had recognised additional depreciation of approximately HK\$36 million arising from the accelerated depreciation related to the underground mining structures of the upper coal seam of Xingwu Coal Mine, as it was expected that production will be transferred from upper to lower coal seam in 2023 as disclosed in the 2020 Annual Report, and the interest income reduced by approximately HK\$28 million YoY as a result of the drop in market interest rates. As a result of the reasons above for the increases in profit, the Group’s net profit and profit attributable to the Owners were increased by 32% and 23% YoY respectively for the Period Under Review.

For the Period Under Review, basic earnings per share was HK13.33 cents (Six months ended 30 June 2020: HK10.35 cents), representing an increase of 29% YoY as a result of the increase in profit attributable to the Owners by 23% YoY and reduction of number of issued share capital of the Company by approximately 5% YoY resulting from the repurchase of 250 million shares in September 2020 by the Company.

管理層論述與分析(續)

財務回顧(續)

截至二零二一年六月三十日止六個月，本集團錄得淨利潤約7.74億港元及本公司擁有人(「擁有人」)應佔溢利約6.73億港元。本集團淨利潤同比大幅上揚32%主要是隨著毛利同比增加約2.70億港元或28%所致。此外，外幣匯兌淨收益同比增加約6,600萬港元，主要因於二零二一年六月三十日結算日人民幣兌港元匯率較於二零二零年十二月三十一日升值約2.61%及於回顧期內因把握時機將人民幣資金兌換為其他貨幣獲得的實現匯兌收益約700萬港元。然而，於回顧期內，誠如二零二零年年報所披露由於興無煤礦計劃於二零二三年將生產由上組煤轉移至下組煤，本集團對上組煤相關井下礦場建築物加速折舊而產生額外折舊約3,600萬港元及因市場利率下調使利息收入同比減少約2,800萬港元。基於以上增利原因，於回顧期內本集團的淨利潤和擁有人應佔溢利分別同比增长32%和23%。

於回顧期內，每股基本盈利為13.33港仙(截至二零二零年六月三十日止六個月：10.35港仙)，同比增加29%，增加因擁有人應佔溢利同比增长23%和受惠於二零二零年九月公司回購了2.5億股份使公司已發行股份數目同比减少約5%。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review (continued)

For the Period Under Review, the Group recorded EBITDA of approximately HK\$1,358 million (Six months ended 30 June 2020: approximately HK\$1,027 million) and generated a positive cash flow of approximately HK\$1,046 million (Six months ended 30 June 2020: approximately HK\$517 million) from our operating activities.

As at 30 June 2021, the Group continues to maintain a healthy financial position and has free bank balances and cash of approximately HK\$4,784 million (As at 31 December 2020: approximately HK\$4,062 million).

The Group has reviewed its exposure and risks related to COVID-19 and variants of coronavirus but it would not material impact the financial performance for the Period Under Review and financial position of the Group as at 30 June 2021. The Group believed that current healthy financial position and strong cash position had sufficient headroom to serve its operating activities and investments in the foreseeable future.

Cost of Sales

For the Period Under Review, cost of sales was approximately HK\$1,226 million, representing an increase of approximately HK\$355 million or 41% YoY, as compared with that of approximately HK\$871 million for the Last Period. The increase in cost of sales was mainly due to the purchase of approximately 0.13 Mt of clean coking coal from outsiders amounting to approximately HK\$181 million, the increase in actual usage volume of raw coking coal for sales and the appreciation in average exchange rate of RMB to HK\$ by approximately 9.09%. In fact, the unit production costs of raw coking coal in RMB was only slightly increase by 1% YoY.

管理層論述與分析(續)

財務回顧(續)

於回顧期內，本集團錄得EBITDA約13.58億港元(截至二零二零年六月三十日止六個月：約10.27億港元)及從經營業務產生正現金流約10.46億港元(截至二零二零年六月三十日止六個月：約5.17億港元)。

於二零二一年六月三十日，本集團繼續維持穩健財務狀況並持有可動用銀行結餘及現金約47.84億港元(於二零二零年十二月三十一日：約40.62億港元)。

本集團已審閱了新冠肺炎和變種新冠病毒疫情相關的風險，但對本集團回顧期內的財務業績和於二零二一年六月三十日的財務狀況並沒有重大影響。本集團相信目前穩健財務狀況和充裕營運資金為其可見未來營運活動和投資提供足夠支持。

銷售成本

於回顧期內，銷售成本約12.26億港元，較去年同期約8.71億港元，同比上升約3.55億港元或41%。銷售成本增加主要是因對外採購精焦煤約13萬噸增加成本約1.81億港元、銷售所用的實際原焦煤數量增加及平均人民幣兌港元匯率升值約9.09%。實際上以人民幣計值每噸原焦煤生產成本同比僅微增1%。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

管理層論述與分析(續)

Financial Review (continued)

財務回顧(續)

Cost of Sales (continued)

銷售成本(續)

The unit production costs are summarised as follows:

每噸生產成本撮要如下：

Unit: RMB/tonne
單位：人民幣／噸

	Six months ended 30 June 截至六月三十日止六個月		Change 變化		Full Year 2020 二零二零年 全年	Change Percentage 變化 百分比
	2021 二零二一年	2020 二零二零年	Amount 金額	Percentage 百分比		
Production cost of raw coking coal 原焦煤生產成本	325	321	+4	+1%	313	+4%
Less: Depreciation and amortisation 減：折舊及攤銷	(74)	(78)	-4	-5%	(76)	-3%
Cash production cost of raw coking coal 現金原焦煤生產成本	251	243	+8	+3%	237	+6%
Less: Uncontrollable costs – resources tax and levies 減：不可控制成本 – 資源稅和徵費	(50)	(55)	-5	-9%	(48)	+4%
Total 合計	201	188	+13	+7%	189	+6%
Processing cost for clean coking coal 精焦煤加工費	44	40	+4	+10%	47	-6%
of which, depreciation 其中：折舊	(8)	(8)	-	-	(8)	-

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review (continued)

Cost of Sales (continued)

Included in cost of sales, amortisation of mining rights was approximately HK\$129 million for the six months ended 30 June 2021, representing an increase of approximately HK\$30 million or 30% YoY, as compared with that of approximately HK\$99 million for the Last Period. The increase in amortisation of mining rights was mainly due to the increase in actual usage volume of raw coking coal for sales and the increase in the proportion of production volume of raw coking coal from Jinjiazhuang Coal Mine, which incurred higher unit amortisation cost than the other two mines during the Period Under Review.

Nevertheless, the Group faced the rising concern in cost pressure, among other things, because of the implementation and the strengthen of various environmental protection policies and safety standards and also inflation, the unit production cost of raw coking coal only slightly raised by 1% when compare with that for the Last Period. This was mainly resulted from the increase in labour cost due to the reduction of social insurances under the central government relief policies as a result of the outbreak of COVID-19 for the Last Period. During the Period Under Review, there is no such reduction and thus unit labour cost increased by approximately RMB8/tonne.

In addition, the unit processing cost of clean coking coal also increased by 10% YoY mainly as a result of the increase in labour cost due to the reason mentioned above and the increase in drainage fee for gangue.

管理層論述與分析(續)

財務回顧(續)

銷售成本(續)

截至二零二一年六月三十日止六個月，包括在銷售成本內的採礦權攤銷約1.29億港元，較去年同期約9,900萬港元，同比增加約3,000萬港元或30%。於回顧期內，採礦權攤銷增加主要是銷售所用的實際原焦煤數量增加及單位攤銷成本較其他兩礦為高的金家莊煤礦產量佔比增加所致。

雖然本集團一直因其中包括實施和加強多項環保政策和安全標準以及物價上漲而面對成本上漲壓力，但原焦煤每噸生產成本較去年同期僅微升1%。上升主要是去年同期因應新冠肺炎疫情爆發獲減免社會保險費，於回顧期內未有此減免，使單位人工成本同比增加約人民幣8元/噸。

此外，每噸精焦煤加工費同比亦上調10%，主要是上述原因使人工成本增加及增加排矸費所致。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review (continued)

Gross Profit and Gross Profit Margin

As a result of the reasons above, gross profit was approximately HK\$1,218 million for the six months ended 30 June 2021, representing a sharp increase of approximately HK\$270 million or 28% YoY as compared with that of approximately HK\$948 million for the Last Period. Gross profit margin was 50% for the Period Under Review and 52% for Last Period. As mentioned above, excluding the effect of the purchase of clean coking coal for sales, gross profit would be approximately 54%, increased YoY.

Interest Income

During the Period Under Review, interest income was approximately HK\$31 million, representing a significant decrease of approximately HK\$28 million or 47% YoY as compared with approximately HK\$59 million for the Last Period. The significant decrease in interest income was mainly the result of the decrease in market interest rates for the Period Under Review.

Other Income and Gains, Net

During the Period Under Review, other income and gains, net was approximately HK\$90 million, representing a significant increase of approximately HK\$63 million YoY as compared with approximately HK\$27 million for the Last Period. This significant increase is mainly attributable to the increase of net foreign exchange gain by approximately HK\$66 million YoY as a result of the appreciation in RMB to HK\$ exchange rate by approximately 2.61% as at reporting date on 30 June 2021 when compared with that as at 31 December 2020 (Six months ended 30 June 2020: remained the same) and additional exchange gain mainly derived from the exchange of RMB in other currencies at the good time during the Period Under Review.

管理層論述與分析(續)

財務回顧(續)

毛利及毛利率

基於上述原因，截至二零二一年六月三十日止六個月，毛利約12.18億港元，較去年同期約9.48億港元同比大幅增加約2.70億港元或28%。於回顧期內，毛利率為50%，而去年同期則為52%。如上文所述，扣除對外採購煤出售的影響，毛利率應為約54%，同比上升。

利息收入

於回顧期內，利息收入約3,100萬港元，較去年同期約5,900萬港元同比大幅下跌約2,800萬港元或47%。於回顧期內，利息收入大減乃主要由於市場利率下降。

其他收入及收益，淨額

於回顧期內，其他收入及收益，淨額約9,000萬港元，較去年同期約2,700萬港元同比大幅增加約6,300萬港元。於回顧期內，此大幅增加乃主要由於外幣匯兌收益淨額同比增加約6,600萬港元，因於二零二一年六月三十日結算日人民幣兌港元匯率較於二零二零年十二月三十一日升值約2.61%（二零二零年六月三十日止六個月：持平）及因把握時機將主要為人民幣資金兌換其他貨幣獲得額外匯兌收益。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review (continued)

Selling and Distribution Expenses

For the Period Under Review, selling and distribution expenses were approximately HK\$146 million, representing an increase of approximately HK\$9 million or 7% YoY as compared with that of approximately HK\$137 million for the Last Period. Selling and distribution expenses mainly included the trucking fee for short distance to train stations and transportation costs by trucks for sales of clean coking coal, of which are usually re-charged to customers. The increase was mainly due to the rise in average exchange rate of RMB to HK\$ by approximately 9.09% YoY for the Period Under Review.

General and Administrative Expenses

For the Period Under Review, general and administrative expenses were approximately HK\$93 million, representing an increase of approximately HK\$12 million or 15% YoY as compared with that of approximately HK\$81 million for the Last Period. The increase was mainly resulted from the rise in average exchange rate of RMB to HK\$ by approximately 9.09% YoY and the increase in office and business related expenses after resumed normal business activities from the second half of 2020 during the Period Under Review.

Other Operating Expenses

During the Period Under Review, other operating expenses were approximately HK\$42 million, representing a significant increase of approximately HK\$36 million YoY as compared with approximately HK\$6 million for the Last Period. The significant increase in other operating expenses is mainly attributable from the additional depreciation arising from the accelerated depreciation related to the underground mining structures of the upper coal seam of Xingwu Coal Mine amounted to approximately HK\$36 million, as it was expected that production will be transferred from upper to lower coal seam in 2023 as disclosed in the 2020 Annual Report.

管理層論述與分析(續)

財務回顧(續)

銷售及分銷開支

於回顧期內，銷售及分銷開支約1.46億港元，較去年同期約1.37億港元，同比增加約900萬港元或7%，銷售及分銷開支主要包括銷售精焦煤所產生的火車短倒費及貨車運費，一般有關運費會向客戶收取，其增加主要是於回顧期內平均人民幣兌港元匯率同比升值約9.09%所致。

一般及行政費用

於回顧期內，一般及行政費用約9,300萬港元，去年同期約8,100萬港元，同比增加約1,200萬港元或15%，一般及行政費用增加主要是於回顧期內平均人民幣兌港元匯率同比上升約9.09%及自二零二零年下半年恢復正常業務活動後的辦公及業務相關費用同比增加所致。

其他營運開支

於回顧期內，其他營運開支約4,200萬港元，較去年同期約600萬港元同比大幅上升約3,600萬港元。其他營運開支大幅增加主要是誠如二零二零年年報所披露由於興無煤礦計劃於二零二三年將生產由上組煤轉移至下組煤，因此將其上組煤相關井下礦場建築物加速折舊增加額外折舊費用約3,600萬港元。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review (continued)

Finance Costs

For the Period Under Review, finance costs were approximately HK\$0.7 million (Six months ended 30 June 2020: approximately HK\$0.6 million), of which approximately HK\$0.6 million (Six months ended 30 June 2020: approximately HK\$0.6 million) was the interest expense on lease liabilities recognised under the adoption of HKFRS 16 and the remaining balance was interest derived from the early redemption of bills receivables of the Group for the short-term financing. For the Period Under Review, no borrowing costs (Six months ended 30 June 2020: nil) were capitalised in the construction in progress.

Income Tax Expense

For the Period Under Review, income tax expense amounted to approximately HK\$283 million (Six months ended 30 June 2020: approximately HK\$218 million). Income tax expense mainly includes the enterprise income tax calculated at a tax rate of 25% for the Group's major PRC subsidiaries incorporated in the People's Republic of China (the "PRC") ("major PRC Subsidiaries") and the provision of withholding tax of 5% on the dividend to be declared from the major PRC Subsidiaries in accordance with the relevant tax regulations in the PRC.

Owner's Attributable Profit

By reasons of the foregoing, the Group's profit attributable to the Owners during the Period Under Review was approximately HK\$673 million, an increase of approximately HK\$124 million or 23% YoY, while approximately HK\$549 million for the six months ended 30 June 2020.

Material Investments and Acquisitions

During the six months ended 30 June 2021, the Group had no material investments and acquisitions.

管理層論述與分析(續)

財務回顧(續)

財務成本

於回顧期內，財務成本約70萬港元(截至二零二零年六月三十日止六個月：約60萬港元)，其中約60萬港元(截至二零二零年六月三十日止六個月：約60萬港元)為根據香港財務報告準則第16號確認之租賃負債之利息支出和餘額為本集團利用貼現票據之短期融資所產生的財務成本。於回顧期內未有借貸成本(截至二零二零年六月三十日止六個月：無)撥充於在建工程中。

所得稅費用

於回顧期內，錄得所得稅費用約2.83億港元(截至二零二零年六月三十日止六個月：約2.18億港元)。所得稅費用主要包括本集團於中國成立的主要附屬公司(「主要國內附屬公司」)以稅率25%計算之企業所得稅和主要國內附屬公司之預計股利分配根據中國有關適用稅法收取5%預扣稅項作出之撥備。

擁有人應佔溢利

基於上述原因，於回顧期內本集團錄得的擁有人應佔溢利約6.73億港元，同比增長約1.24億港元或23%，而截至二零二零年六月三十日止六個月則約5.49億港元。

重大投資及收購

截至二零二一年六月三十日止六個月內，本集團並無進行任何重大投資及收購。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review (continued)

Material Disposals

During the six months ended 30 June 2021, the Group had no material disposals.

Safety Production and Environmental Protection

The Group has always been paying great attention to production safety and environmental protection while achieving stable coal production. Thus, the Group makes great efforts in promoting safety management and strengthening measures for environmental protection, aiming to build itself into a safety-oriented and environmentally-friendly enterprise. The Group has complied with the relevant environmental protection rules and regulations. The Group fulfilled our responsibility of energy saving, emission reduction and environmental protection by strictly managing production procedures, eliminating discharge of waste water and waste gas and controlling vegetation damage, etc. in material aspects. All coal mines of the Group have obtained necessary permission and approval from the relevant Chinese regulators.

For the Period Under Review, except for the events as mentioned in “Business Review” above, all coal mines of the Group operated smoothly.

Charges on Assets

As at 30 June 2021, save for disclosed below, none of the Group’s assets was charged or subject to any encumbrance.

As at 30 June 2021, bank deposits of approximately HK\$365 million and bills receivables of approximately HK\$110 million were used for securing bills facilities of approximately HK\$298 million.

管理層論述與分析(續)

財務回顧(續)

重大出售

截至二零二一年六月三十日止六個月內，本集團並無進行任何重大出售事項。

安全生產及環保

在保持穩定煤炭生產同時，本集團一直非常重視生產安全及環保。為此，本集團作出極大努力，推廣安全標準管理及強化環境保護措施，目標是成為安全為本及注重環保之企業。本集團一向遵守相關的環保法則與法規，通過嚴控生產流程、消除污水廢氣排放、保護礦山植物等重大方面，將節能減排和保護環境落實到位。本集團所有煤礦均取得中國有關監管機構的必要許可證及批文。

於回顧期內，除上文「業務回顧」提及之事件外，本集團所有煤礦運作良好。

資產抵押

於二零二一年六月三十日，除下文所披露者外，本集團概無任何資產已抵押或附帶任何產權負擔。

於二零二一年六月三十日，約3.65億港元的銀行存款及約1.10億港元的應收票據乃作為約2.98億港元之應付票據融資的抵押品。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review (continued)

Contingent Liabilities

As at 30 June 2021, there were no guarantees given by the Group and the Group has no material contingent liabilities.

Gearing Ratio

As at 30 June 2021, other than the discounted bills receivables amounting to approximately HK\$6 million, the Group had no other borrowings. Thus, the gearing ratio of the Group was 0.03% (As at 31 December 2020: 0%). Excluding the discounted bills receivables for short-term financing, the gearing ratio would be 0%.

Exposure to Fluctuations in Exchange Rates

As at 30 June 2021, other than assets and liabilities denominated in RMB and Australian Dollars ("AUD"), the Group had no material exposure to foreign exchange fluctuations. As at 30 June 2021, the exchange rate of RMB to HK\$ appreciated by approximately 2.61% and AUD to HK\$ was depreciated by approximately 2.13% when compared to that as at 31 December 2020. As the net assets value of PRC business operations denominated in RMB represented approximately 74% of the Group's net assets value as at 30 June 2021, the appreciation in RMB also led to an exchange gain of approximately HK\$291 million (other than the foreign exchange difference recognised in profit or loss stated above) recognised in the other comprehensive income upon translation of its net assets in the financial statements of coal business operations in the PRC for the six months ended 30 June 2021. Besides, the aggregate carrying amount of assets denominated in AUD represented approximately 5% of the Group's net assets as at 30 June 2021. Thus, such fluctuation in AUD exchange rate is not expected to have any material impact on the financial position and results of the Group. The above exposure to fluctuation in exchange rates did not have any material impact on the financial position of the Group.

管理層論述與分析(續)

財務回顧(續)

或然負債

於二零二一年六月三十日，本集團並無作出任何擔保，以及本集團並無重大或然負債。

資本負債比率

於二零二一年六月三十日，本集團除有已貼現應收票據約600萬港元外，本集團並無任何借貸，因此本集團資本負債比率為0.03% (於二零二零年十二月三十一日：0%)。扣除用作短期融資之已貼現應收票據，資本負債比率應為0%。

匯率波動風險

於二零二一年六月三十日，除以人民幣及澳元計值的資產和負債外，本集團並無其他重大匯率波動風險。於二零二一年六月三十日，人民幣與澳元兌港元匯率較二零二零年十二月三十一日分別升值約2.61%及貶值約2.13%。於二零二一年六月三十日，以人民幣計值的中國業務的資產淨值佔本集團資產淨值約74%，除上文提及該外幣匯兌差異於損益中確認外，因人民幣升值使本集團截至二零二一年六月三十日止六個月換算於中國的煤炭業務財務報表的資產淨值時產生額外匯兌收益約2.91億港元，並於其他全面收益中確認。另外，於二零二一年六月三十日，以澳元計值的資產賬面總值僅佔本集團資產淨值約5%，因此澳元匯率的變動對本集團的財務狀況和業績並沒有重大影響。以上匯率波動沒有對本集團的財務狀況造成任何重大影響。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Financial Review (continued)

Liquidity and Financial Resources

As at 30 June 2021, the Group's current ratio (total current assets divided by total current liabilities) was approximately 2.58 times and the Group's cash and bank deposits amounted to approximately HK\$5,149 million, of which approximately HK\$365 million was deposited to secure bills facilities of approximately HK\$196 million. The Group continued to maintain a healthy net cash balance.

The Group has total bills receivables amounting to approximately HK\$1,592 million (of which approximately HK\$92 million represented discounted and endorsed bills receivables and approximately HK\$110 million was used for securing bills facilities of approximately HK\$101 million) as at 30 June 2021. The free bills receivables were readily convertible into cash, but would be subject to finance cost upon conversion before the maturity. Taking into account for the free bills receivables of approximately HK\$1,390 million, the Group's free cash resources would have approximately HK\$6,174 million as at 30 June 2021.

Capital Structure

Total equity and borrowings are classified as capital of the Group. As at 30 June 2021, the share capital of the Company was approximately HK\$15,157 million, represented approximately 5,052 million shares in number. During the Period Under Review, there is no change in number and amount of issued shares. As at 30 June 2021, all borrowings of the Group are denominated in RMB and are discounted bills receivables.

管理層論述與分析(續)

財務回顧(續)

流動資金及財務資源

於二零二一年六月三十日，本集團之流動比率(流動資產總值除流動負債總值)約2.58倍，本集團現金及銀行存款合共約51.49億港元，其中約3.65億港元的銀行存款是作為約1.96億港元之應付票據融資之抵押存款。本集團持續維持穩健的現金淨值結餘。

於二零二一年六月三十日，本集團應收票據金額共約15.92億港元(其中約9,200萬港元的應收票據為已貼現及背書之應收票據，另約1.10億港元的應收票據乃作為約1.01億港元之應付票據融資的抵押)，可動用的應收票據可隨時轉換為現金，但於到期前轉換須支付相應財務成本。連同可動用的應收票據金額約13.90億港元計算，於二零二一年六月三十日本集團可動用之自由資金約61.74億港元。

資本結構

權益總值及借貸歸類為本集團的資本。於二零二一年六月三十日，本公司股本約151.57億港元，公司股份股數約50.52億股。於回顧期內，發行股數及金額並無變動。於二零二一年六月三十日，本集團的借貸均以人民幣為單位及為貼現應收票據。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Employees

As at 30 June 2021, the Group had 4,711 PRC and Hong Kong employees. The remuneration packages of the employees are subject to annual review. The Group provides mandatory and voluntary provident fund schemes for its employees in Hong Kong and the state-sponsored retirement plan for its employees in the PRC. The Group also provides training to PRC employees. The Group has a share option scheme. For the Period Under Review, no share option was granted or exercised. As at 30 June 2021, no share options are outstanding.

Future Prospects

In the first half of 2021 ("1H 2021"), China's gross domestic product ("GDP") increased by 12.7% YoY. Since the effective control of the epidemic in China in the first quarter of the last year, China's economy has rebounded rapidly and maintained an upward momentum. After China's economy V-shaped recovery, the growth rate is gradually slowing down, and the GDP growth rate in the second quarter of 2021 was 7.9%, returning to a normal growth regime.

管理層論述與分析(續)

僱員

於二零二一年六月三十日，本集團僱用4,711名中國內地和香港僱員，僱員的酬金待遇每年進行檢討。本集團為香港僱員提供強制性及自願性公積金計劃，並為中國內地僱員提供所屬地方政府管理的界定供款退休計劃，以及向中國內地僱員提供培訓班。本集團設有購股權計劃，於回顧期內，並無任何購股權授出或行使。於二零二一年六月三十日，並無任何購股權未行使。

未來展望

二零二一年上半年，中國國內生產總值（[GDP]）較去年同期增長12.7%，自去年第一季度國內有效控制疫情後，中國經濟迅速反彈，保持持續回升勢頭。中國經濟在V型復蘇後，增長速度逐步趨緩，二零二一年第二季度的GDP增速為7.9%，開始走向常態化。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Future Prospects (continued)

Driven by proactive economic and fiscal measures, the cumulative domestic fixed asset investment growth rate in 1H 2021 reached 12.1%, the growth of fixed asset investment in manufacturing, real estate and infrastructure remained strong and showed resilience. In the coal-coke-steel industry chain, steel price rose in 1H 2021 and hit a historical high. Steel enterprises, driven by large profit margins, were willing to produce more. In 1H 2021, China's crude steel, pig iron and steel production increased by 12%, 4% and 14% YoY respectively. The Group benefited from the strong demand from the downstream steel industry. At the same time, coking coal imports were disrupted by epidemic abroad and the geopolitical issue, drastically reduced by more than 40% YoY. Moreover, a series of local coal mining accidents in recent months have prompted local authorities to temporarily suspend production and carry large scale safety inspection on coal mines, affecting the domestic supply of coking coal. Local coking coal price in 1H 2021, especially in the second quarter increased sharply and hit a historical high. The average price of local benchmark coking coal in 1H 2021 increased by nearly 20% compared to the same period of the last year.

管理層論述與分析(續)

未來展望(續)

在積極的經濟及財政措施拉動下，二零二一年上半年國內累計固定資產投資增長率達12.1%，製造業和房地產固定投資增長仍十分暢旺，基建投資亦有不俗表現。在煤焦鋼產業鏈，鋼價於二零二一年上半年高走並創下歷史新高，高利潤激發鋼企生產動力，二零二一年上半年，中國粗鋼、生鐵及鋼材產量分別同比增長12%、4%及14%。本集團煤炭業務受惠於下游鋼鐵業的強勁需求，同時焦煤進口量受海外疫情及地緣政治影響，較去年同期大減超過四成，加上國內近月多宗煤礦意外，安全整頓及安全大排查等亦影響國內焦煤供應，國內焦煤產品價格在二零二一年上半年尤其是第二季度呈現陡然上升走勢並創下歷史新高，二零二一年上半年國內標杆焦煤平均價格較去年同期上升近兩成。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Future Prospects (continued)

Looking forward to the second half of 2021, variants of coronavirus such as the Delta mutant strain once again bring great uncertainty to the recovery and normalisation of the economy. In addition, risks like the growing tension in geopolitical issues, potential tightening of monetary policy by US Federal Reserve and financial debt risk etc. are all causing volatility and uncertainty in both domestic and international macro-economic environment. The International Monetary Fund also updated its forecast in July to reflect that the recovery may be slower than previously expected, and lowered its latest outlook for China's economic growth this year by 0.3% to 8.1%. For the steel industry, the Ministry of Industry and Information Technology explicitly ordered that this year's steel output should not exceed last year. Since July, several cities and provinces in China have introduced relevant policy and formulated output breakdown table, requiring the actual output of steel enterprises in 2021 shall not exceed 2020. The steel output will be expected to come down in the second half of the year, and hence the demand for coking coal products may reduce. On the macro level, the government has issued a number of policies to maintain economic resilience. For the coal industry, it will continuously be restricted by environmental and safety inspection. The shortage in coal supply, especially coking coal supply, cannot be alleviated in a short period of time. We believe that coking coal will continue to benefit from economic growth, policy stimulus and domestic supply tightening. The coking coal price is expected to continue to fluctuate at a relatively high level in the second half of 2021.

管理層論述與分析(續)

未來展望(續)

展望二零二一年下半年，Delta病毒株等變種新冠病毒再次為經濟的復蘇和常態化帶來巨大不確定性，而日見緊張的地緣政治局勢、美聯儲寬鬆貨幣政策的轉向及金融債務風險等等，都使國內和環球宏觀環境依然多變及不明朗。國際貨幣基金組織也於七月更新預測認為復蘇較之前預測更為緩慢，對中國今年的經濟增速最新展望下調0.3%至8.1%。鋼鐵行業方面，工業和信息化部在年初明令今年鋼鐵產量不得超過去年產量，七月份開始，多個省市陸續出台相關政策，制定粗鋼產量壓減任務分解表，要求鋼企二零二一年實際產量不得超過二零二零年。預期下半年鋼鐵產量將回落，對焦煤產品需求可能有所減少。宏觀方面，政府已發佈多項政策以保持經濟韌性；煤炭行業方面，繼續受環保、安全等因素制約，煤炭供應緊缺，尤其是煉焦煤供應難以在短時間內得以緩解，我們相信煉焦煤將繼續受惠於經濟的上行、政策紅利，及行業供應偏緊，其價格有望於二零二一年下半年繼續維持在相對高位波動。

MANAGEMENT DISCUSSION AND ANALYSIS (continued)

Future Prospects (continued)

The Group will further strengthen safety awareness among all employees to ensure production safety. We will also introduce advanced mining technology and gradually promote Smart Mining to improve mine production efficiency, safety and reduce costs. The operation, financial position, and cash flow of the Group continue to be stable. We will closely monitor the development of the pandemic, economic development, and policy changes to timely adjust our business strategy. We will also continue to maintain rigorous corporate governance and leverage our competitive edge to create greater returns for society, our shareholders and employees.

管理層論述與分析(續)

未來展望(續)

本集團會進一步強化全體職工安全意識以確保生產安全，引進先進採掘技術及逐步推進礦山智慧化，以提升礦井生產效能和安全保障能力並降低成本。本集團生產經營及財務狀況持續穩健，現金流充足，我們將密切跟蹤和關注疫情、經濟發展及政策變化動態，及時調整經營策略，繼續維持嚴謹的企業管治，進一步創造更多價值、發揮競爭優勢從而為社會、股東和員工創造更大的價值回報。

DISCLOSURE OF INTERESTS

Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures

The Directors who held office at 30 June 2021 had the following interests in the Shares as at that day as recorded in the register required to be kept under Section 352 of SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code:

Long positions in the Shares

Name of Director	Capacity in which interests were held	Number of Shares held	Interests as to % of the total number of issued Shares as at 30 June 2021
董事姓名	持有權益之身份	持有之公司股份數目	權益佔於二零二一年六月三十日已發行公司股份總數之百分比
Kee Wah Sze ^{Note} 紀華士 ^{附註}	Beneficial owner 實益擁有人	700,000	0.013%
Choi Wai Yin 蔡偉賢	Beneficial owner 實益擁有人	220,000	0.004%
Ding Rucai 丁汝才	Beneficial owner 實益擁有人	120,000	0.002%

Note: On 30 June 2021, Mr. Kee Wah Sze retired as a Director after the conclusion of the AGM 2021.

權益披露

董事及最高行政人員於股份、相關股份及債權證之權益及淡倉

於二零二一年六月三十日，在任董事於該日在公司股份擁有須記入根據證券及期貨條例第352條須予設存之登記冊，或根據《標準守則》須通知本公司及聯交所之權益如下：

於公司股份之好倉

Name of Director	Capacity in which interests were held	Number of Shares held	Interests as to % of the total number of issued Shares as at 30 June 2021
董事姓名	持有權益之身份	持有之公司股份數目	權益佔於二零二一年六月三十日已發行公司股份總數之百分比
Kee Wah Sze ^{Note} 紀華士 ^{附註}	Beneficial owner 實益擁有人	700,000	0.013%
Choi Wai Yin 蔡偉賢	Beneficial owner 實益擁有人	220,000	0.004%
Ding Rucai 丁汝才	Beneficial owner 實益擁有人	120,000	0.002%

附註：於二零二一年六月三十日，紀華士先生在二零二一年股東週年大會結束後退任董事職務。

DISCLOSURE OF INTERESTS (continued)

Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures (continued)

Long positions in the Shares (continued)

Save as disclosed above, none of the Directors or the chief executive of the Company or any of their associates (as defined in the Listing Rules) had any personal, family, corporate or other interests or short position in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of the SFO) as at 30 June 2021.

Directors' Rights to Acquire Shares or Debentures

None of the Directors or the chief executive of the Company nor their spouses or children under 18 years of age, was granted or had exercised any right to subscribe for any equity or debt securities of the Company or any of its associated corporations (within the meaning of the SFO) during the six months ended 30 June 2021.

權益披露(續)

董事及最高行政人員於股份、相關股份及債權證之權益及淡倉(續)

於公司股份之好倉(續)

除上文所披露者外，於二零二一年六月三十日，概無董事或本公司之主要行政人員或彼等各自之聯繫人(定義見上市規則)於本公司或其任何相聯法團(按證券及期貨條例之定義)之股份、相關股份或債券中擁有任何個人、家屬、法團或其他權益或淡倉。

董事購買股份或債權證之權利

於截至二零二一年六月三十日止六個月期間，概無董事或本公司之主要行政人員或彼等之配偶或未滿十八歲之子女獲授或行使任何權利以認購本公司或其任何相聯法團(按證券及期貨條例之定義)之任何股份或債務證券。

DISCLOSURE OF INTERESTS (continued)

權益披露(續)

Interests and Short Positions of Shareholders Discloseable under the SFO

根據證券及期貨條例須予披露之股東權益及淡倉

As at 30 June 2021, according to the register kept by the Company under Section 336 of the SFO, the following companies and persons had interests of 5% or more in the Shares and/or underlying Shares which fell to be disclosed to the Company under Divisions 2 and 3 of Part XV of the SFO:

於二零二一年六月三十日，根據本公司按證券及期貨條例第336條設存之登記冊所載，下列公司及人士於公司股份及／或相關公司股份持有5%或以上權益，而須根據證券及期貨條例第XV部第2及第3分部向本公司披露：

Long positions in the Shares/underlying Shares

於公司股份／相關公司股份之好倉

Name of shareholder	Capacity in which interests were held	Number of shares/ underlying shares	Interests as to % of the total Issued Shares as at 30 June 2021	Notes
股東名稱／姓名	持有權益之身份	股份／ 相關股份數目	權益佔 於二零二一年 六月三十日 已發行公司股份 總數之百分比	附註
Shougang Group 首鋼集團	Interests of controlled corporations 受控法團之權益	1,671,726,490	33.09%	I
Funde Sino Life 富德生命人壽	Beneficial owner 實益擁有人	1,590,100,000	31.47%	II
Jiang Jinzhi ("Mr. Jiang") 蔣錦志先生(「蔣先生」)	Interests of controlled corporations 受控法團之權益	282,702,904	5.60%	III

DISCLOSURE OF INTERESTS (continued)

Interests and Short Positions of Shareholders Discloseable under the SFO (continued)

Long positions in the Shares/underlying Shares (continued)

Notes:

- I. The data shown in the table is based on the disclosure form dated 18 February 2021 (being the latest disclosure form filed up to 30 June 2021). Shougang Group was interested in the Shares held by its associated companies, namely; (i) Shougang Holding (a company wholly-owned by Shougang Group, holding 15,492,000 Shares); (ii) King Rich Group Limited (a company wholly-owned by Shougang Holding, holding 171,862,000 Shares); (iii) Prime Success Investments Limited (a company wholly owned by Shougang Holding, holding 20,410,000 Shares); (iv) Fair Gain Investments Limited (a company wholly-owned by Shoucheng Holdings which is a company held as to 34.91% interests by Shougang Group indirectly per the latest disclosure form of Shoucheng Holdings filed by Shougang Group, holding 200,043,993 Shares); (v) Fine Power Group Limited (a company wholly-owned by Shoucheng Holdings, holding 663,918,497 Shares); and (vi) Ultimate Capital Limited (a company wholly-owned by Excel Bond Investments Limited, which in turn was wholly owned by Shoucheng Holdings, holding 600,000,000 Shares).
- II. The data shown in the table is based on the disclosure form dated 28 September 2020 (being the latest disclosure form filed up to 30 June 2021).
- III. The data shown in the table is based on the disclosure form dated 28 September 2020 (being the latest disclosure form filed up to 30 June 2021).

權益披露(續)

根據證券及期貨條例須予披露之股東權益及淡倉(續)

於公司股份／相關公司股份之好倉(續)

附註：

- I. 表格顯示之數據乃按二零二一年二月十八日的披露表格(此為截至二零二一年六月三十日止最後呈交的披露表格)所示資料。首鋼集團於其聯屬公司所持有之公司股份中擁有權益，該等公司分別為(i)首鋼控股(由首鋼集團全資擁有之公司，持有15,492,000股公司股份)；(ii) King Rich Group Limited(由首鋼控股全資擁有之公司，持有171,862,000股公司股份)；(iii) Prime Success Investments Limited(由首鋼控股全資擁有之公司，持有20,410,000股公司股份)；(iv) Fair Gain Investments Limited(由首程控股全資擁有之公司而根據首鋼集團提交之首程控股最新披露表格，首程控股由首鋼集團間接持有34.91%權益，持有200,043,993股公司股份)；(v) Fine Power Group Limited(由首程控股全資擁有之公司，持有663,918,497股公司股份)；及(vi) Ultimate Capital Limited(由Excel Bond Investments Limited全資擁有之公司，而Excel Bond Investments Limited則由首程控股全資擁有，持有600,000,000股公司股份)。
- II. 表格顯示之數據乃按二零二零年九月二十八日的披露表格(此為截至二零二一年六月三十日止最後呈交的披露表格)所示資料。
- III. 表格顯示之數據乃按二零二零年九月二十八日的披露表格(此為截至二零二一年六月三十日止最後呈交的披露表格)所示資料。

DISCLOSURE OF INTERESTS (continued)**Interests and Short Positions of Shareholders Discloseable under the SFO (continued)****Long positions in the Shares/underlying Shares (continued)***Notes: (continued)*

Per the information provided by Mr. Jiang, as of 30 June 2021, Mr. Jiang was interested in 279,743,623 Shares (5.54% of the total issued Shares) held by the companies deemed under control by him, namely, (i) Golden China Master Fund (a company deemed under control by Greenwoods Asset Management Hong Kong Limited, which replaced Greenwoods Asset Management Limited as the fund's manager effective from 1 January 2021, holding 114,500,441 Shares); (ii) Greenwoods China Alpha Master Fund (a company deemed under control by Greenwoods Asset Management Hong Kong Limited, which replaced Greenwoods Asset Management Limited as the fund's manager effective from 1 January 2021, holding 115,636,291 Shares, thus, Greenwoods Asset Management Hong Kong Limited, a wholly-owned subsidiary of Invest Partner Group Limited which was held as to 84.5% interests by Mr. Jiang, is deemed to hold a total of 230,136,732 Shares); and (iii) Shanghai Greenwoods Asset Management Limited (a wholly-owned subsidiary of Xizang Jingning Corporate Management Company Limited which was held as to 84.5% interests by Mr. Jiang, holding 49,606,891 Shares on behalf of the funds and unit trusts managed or advised by it).

Save as disclosed above, as at 30 June 2021, the Company has not been notified of any other person (other than the Directors and chief executives of the Company) who had an interest or short position in the Shares and/or underlying Shares which fell to be disclosed to the Company under Divisions 2 and 3 of Part XV of the SFO.

權益披露 (續)**根據證券及期貨條例須予披露之股東權益及淡倉 (續)****於公司股份／相關公司股份之好倉 (續)***附註：(續)*

根據蔣先生提供的資料，截至二零二一年六月三十日，蔣先生於被視為受其控制的公司持有的 279,743,623 股公司股份(佔已發行公司股份總數 5.54%)中擁有權益，該等公司分別為 (i) Golden China Master Fund(被視為受 Greenwoods Asset Management Hong Kong Limited(自二零二一年一月一日起代替 Greenwoods Asset Management Limited 作為基金經理)控制的公司，持有 114,500,441 股公司股份)；(ii) Greenwoods China Alpha Master Fund(被視為受 Greenwoods Asset Management Hong Kong Limited(自二零二一年一月一日起代替 Greenwoods Asset Management Limited 作為基金經理)控制的公司，持有 115,636,291 股公司股份，因此 Greenwoods Asset Management Hong Kong Limited (Invest Partner Group Limited 之全資附屬公司，而 Invest Partner Group Limited 由蔣先生持有 84.5% 權益)被視為持有合共 230,136,732 股公司股份)；及 (iii) Shanghai Greenwoods Asset Management Limited (Xizang Jingning Corporate Management Company Limited 之全資附屬公司，而 Xizang Jingning Corporate Management Company Limited 由蔣先生持有 84.5% 權益，代表其所管理或提供諮詢之基金及單位信託持有 49,606,891 股公司股份)。

除上文所披露者外，於二零二一年六月三十日，本公司並無接獲任何其他人士(董事及本公司最高行政人員除外)通知，表示其於公司股份及／或相關公司股份中持有權益或淡倉，而須根據證券條例第 XV 部券第 2 及第 3 分部向本公司披露。

CORPORATE GOVERNANCE AND OTHER INFORMATION

Compliance with Corporate Governance Code

The Company has complied with the code provisions of the Corporate Governance Code as set out in Appendix 14 of the Listing Rules during the six months ended 30 June 2021, save for the deviations from code provision A.4.1 as follows:

Under code provision A.4.1, non-executive directors should be appointed for a specific term and subject to re-election.

None of the existing Non-executive Directors and Independent Non-executive Directors is appointed for a specific term, but according to the Articles, every Director is subject to retirement by rotation at least once every 3 years.

Since all Directors, including the Non-executive Directors and Independent Non-executive Directors, are also subject to retirement by rotation and re-election by shareholders at annual general meeting pursuant to the Articles, the Board therefore considers this requirement is sufficient to meet the underlying objective of the said code provision.

Compliance With Model Code

The Company has adopted the Model Code as its own code of conduct regarding directors' securities transactions. Having made specific enquiry of all Directors, all of them have complied with the required standards set out in the Model Code and the Company's code of conduct regarding Directors' securities transactions throughout the six months ended 30 June 2021.

企業管治及其他資料

遵守《企業管治守則》

本公司於截至二零二一年六月三十日止六個月內已遵守上市規則附錄14所載的《企業管治守則》的守則條文，惟以下守則條文第A.4.1條之偏離則除外：

根據守則條文第A.4.1條，非執行董事之委任應有指定任期，並須接受重選。

各現任非執行董事及獨立非執行董事概無特定任期，但根據細則，每位董事須至少每3年輪值退任一次。

由於所有董事(包括非執行董事及獨立非執行董事)均須根據細則於股東週年大會上輪值退任及由股東重選，董事會因此認為此規定足以達至該條守則條文的相關目的。

遵守《標準守則》

本公司已採納《標準守則》作為其董事在證券交易的行為守則。在向所有董事作出特定查詢後，他們全部於截至二零二一年六月三十日止六個月內均已遵守標準守則及本公司有關董事進行證券交易的行為守則所規定的標準。

CORPORATE GOVERNANCE AND OTHER INFORMATION (continued)

Compliance With Model Code (continued)

Employees who are likely to possess inside information in relation to the Company or its shares are required to prohibit from dealing in Shares during the black-out period.

Directors Re-elected in the AGM 2021

Mr. Ding Rucui, Mr. Kee Wah Sze, Mr. Choi Wai Yin and Mr. Japhet Sebastian Law had retired at AGM 2021 by rotation pursuant to article 102(A) of the Articles, whereas Mr. Wang Dongming (whose appointment as the Executive Director took effect on 30 June 2020) and Mr. Chen Jianxiong, (whose appointment as the Independent Non-executive Director took effect on 30 June 2020) had held office until AGM 2021 pursuant to article 93 of the Articles.

Among them, Mr. Kee Wah Sze, by indicating his intention to devote more time to pursue his other personal business and arrangements, did not offer himself for re-election and retired at the conclusion of AGM 2021, while all the other retiring Directors were re-elected at that AGM.

企業管治及其他資料(續)

遵守《標準守則》(續)

任何可能管有關於本公司或其股份的內幕消息的僱員，均不得於禁售期內買賣公司股份。

於二零二一年股東週年大會獲重選的董事

丁汝才先生、紀華士先生、蔡偉賢先生和羅文鈺先生已根據細則第102(A)條於二零二一年股東週年大會上輪值告退，而王冬明先生(其任命為執行董事自二零二零年六月三十日起生效)及陳建雄先生(其任命為獨立非執行董事自二零二零年六月三十日起生效)亦已根據細則第93條任職至二零二一年股東週年大會。

其中，紀華士先生表示有意投放更多時間於其他個人事務及安排，故未有膺選連任，並已於二零二一年股東週年大會結束後退任，而其他應屆退任董事均已於該股東週年大會上獲連任。

CORPORATE GOVERNANCE AND OTHER INFORMATION (continued)

企業管治及其他資料(續)

Disclosure of Directors' Information under Rule 13.51B(1) of the Listing Rules

根據上市規則第13.51B(1)條作出之董事資料披露

The following are the changes in the information of Directors since the date of the 2020 Annual Report of the Company, which are required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules:

以下是自本公司二零二零年年報刊發日期起須根據上市規則第13.51B(1)條予以披露之董事資料變動：

Director 董事	Date of Changes 變動日期	Details of Changes 變動詳情
Mr. Shi Yubao 時玉寶先生	From 18 May 2021 由二零二一年五月十八日	<ul style="list-style-type: none"> - Appointment: Be appointed as an independent director of Chengdu Haoneng Technology Co., Ltd. (SSE: 603809) - 委任：獲委任為成都豪能科技股份有限公司 (SSE: 603809)之獨立董事
Mr. Kee Wah Sze 紀華士先生	From 30 June 2021 由二零二一年六月三十日	<ul style="list-style-type: none"> - Retirement: retired as an Independent Non-executive Director and a member of the Audit Committee, the Nomination Committee and the Remuneration Committee after the conclusion of the AGM 2021 - 退任：於二零二一年股東週年大會完結後，退任獨立非執行董事、審核委員會、提名委員會及薪酬委員會成員職務
Mr. Shen Zongbin 沈宗斌先生	From 30 June 2021 由二零二一年六月三十日	<ul style="list-style-type: none"> - Appointment: Be appointed in the Board meeting held after the AGM 2021 as an Independent Non-executive Director and a member of the Audit Committee, the Nomination Committee and the Remuneration Committee - 委任：於二零二一年股東週年大會後召開的董事會中獲委任為獨立非執行董事、審核委員會、提名委員會及薪酬委員會成員

CORPORATE GOVERNANCE AND OTHER INFORMATION (continued)

Purchase, Sale or Redemption of the Company's Listed Securities

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities (whether on the Stock Exchange or otherwise) during the six months ended 30 June 2021.

Share Options

On 25 May 2012, the shareholders of the Company adopted a share option scheme (the "Share Option Scheme").

The purpose of the Share Option Scheme is to enable the Company to grant share options to selected participants as incentives or rewards for their contribution or potential contribution to the Company and/or any of its subsidiaries and/or any entity in which any member of the Group holds any equity interest. The Share Option Scheme shall be valid and effective from 29 May 2012, being the date on which the Listing Committee of the Stock Exchange granting its approval to the listing of, and permission to deal in, the Shares which may fall to be issued upon exercise of the options to be granted under the Share Option Scheme, and ending on 25 May 2022, being the tenth anniversary of the date on which the Share Option Scheme was adopted by the shareholders of the Company (both dates inclusive).

No share option has been granted under the Share Options Scheme since its adoption. Accordingly, as at 30 June 2021, there was no share option outstanding under the Share Options Scheme.

企業管治及其他資料(續)

購買、出售或贖回本公司之上市證券

於截至二零二一年六月三十日止六個月內，本公司或其任何附屬公司概無在聯交所或任何其他證券交易所購買、出售或贖回本公司之任何上市證券。

購股權

於二零一二年五月二十五日，本公司股東批准採納了一個購股權計劃(「該購股權計劃」)。

該購股權計劃旨在使本公司能向選定參與者授出購股權，作為激勵或獎勵彼等對本公司及／或任何其附屬公司及／或本集團任何成員公司持有任何股權之任何實體作出之貢獻或潛在貢獻。該購股權計劃自二零一二年五月二十九日(即於聯交所上市委員會授出批准因行使根據該購股權計劃授出之購股權而可能發行之公司股份上市及買賣當日)起至二零二二年五月二十五日(即該購股權計劃獲本公司股東批准採納當日之十週年)止有效及生效(包括首尾兩日)。

自採納該購股權計劃起，概無根據此計劃授出購股權。因此，於二零二一年六月三十日，概無根據該購股權計劃授出之尚未行使購股權。

CORPORATE GOVERNANCE AND OTHER INFORMATION (continued)

Audit Committee Review

The Audit Committee has reviewed the unaudited interim results for the six months ended 30 June 2021 and this interim report. In addition, the independent auditor of the Company, PricewaterhouseCoopers, has reviewed the unaudited interim financial information for the six months ended 30 June 2021 in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants.

APPRECIATION

On behalf of the Board, I would like to extend our sincere thanks to our customers, suppliers and shareholders for their continuous support to the Group. I would also like to extend my gratitude and appreciation to all management and staff for their hard work and dedication throughout the period.

By Order of the Board
Shougang Fushan Resources Group Limited
Ding Rucai
Chairman

Hong Kong, 26 August 2021

企業管治及其他資料(續)

審核委員會審閱

審核委員會已審閱截至二零二一年六月三十日止六個月之未經審核中期業績及本中期報告。此外，本公司獨立核數師羅兵咸永道會計師事務所已按照香港會計師公會所頒佈的香港審閱委聘準則第2410號「實體之獨立核數師對中期財務資料的審閱」進行審閱，審閱截至二零二一年六月三十日止六個月之未經審核中期財務資料。

致謝

本人謹代表董事會對各客戶、供應商及股東一向以來給予本集團支持致以衷心謝意；同時，本人對集團之管理層及員工在期內之努力不懈及齊心協力深表感謝及讚賞。

承董事會命
首鋼福山資源集團有限公司
 主席
 丁汝才

香港，二零二一年八月二十六日

GLOSSARY

Except for the chapters of Report on Review of Interim Financial Information, the Interim Financial Information, or the context indicates otherwise, the definitions below are applicable to the other parts of this interim report.

AGM 2021	the annual general meeting of the Company held on 30 June 2021
Articles	The articles of association of the Company
Audit Committee	the audit committee of the Board
Board	the board of directors of the Company
Company	Shougang Fushan Resources Group Limited (SEHK: 639)
Director(s)	the director(s) of the Company
Executive Committee	the executive committee of the Board
Executive Director(s)	the executive director(s) of the Company
Funde Sino Life	Funde Sino Life Insurance Co., Ltd., a substantial shareholder of the Company
Group	the Company and its subsidiaries
Independent Non-executive Director(s)	the independent non-executive director(s) of the Company
Listing Rules	the Rules Governing the Listing of Securities on the Stock Exchange

詞彙

除中期財務資料審閱報告、中期財務資料的章節或文義另有所指外，下列定義適用於本中期報告其他部份。

二零二一年股東週年大會	於二零二一年六月三十日舉行之本公司股東週年大會
細則	本公司之章程細則
審核委員會	董事會轄下之審核委員會
董事會	本公司董事會
本公司	首鋼福山資源集團有限公司 (SEHK: 639)
董事	本公司董事
執行委員會	董事會轄下之執行委員會
執行董事	本公司執行董事
富德生命人壽	富德生命人壽保險股份有限公司，本公司主要股東
本集團	本公司及其附屬公司
獨立非執行董事	本公司獨立非執行董事
上市規則	聯交所證券上市規則

GLOSSARY (continued)

詞彙 (續)

Model Code	the Model Code for Securities Transactions by Directors of Listed Issuers under Appendix 10 of the Listing Rules	標準守則	上市規則附錄十之上市發行人董事進行證券交易的標準守則
Nomination Committee	the nomination committee of the Board	提名委員會	董事會轄下之提名委員會
Non-executive Director(s)	the non-executive director(s) of the Company	非執行董事	本公司非執行董事
Remuneration Committee	the remuneration committee of the Board	薪酬委員會	董事會轄下之薪酬委員會
SEHK	stock code on the Stock Exchange	SEHK	聯交所股份代號
SFC	the Securities and Futures Commission of Hong Kong	證監會	香港證券及期貨事務監察委員會
SFO	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)	證券及期貨條例	證券及期貨條例(香港法例第571章)
Share(s)	ordinary share (s) of the Company	公司股份	本公司之普通股股份
Shoucheng Holdings	Shoucheng Holdings Limited (SEHK: 697), a substantial shareholder of the Company, is held as to 34.91% interests by Shougang Group through its associated companies pursuant to the information published on the website of the Stock Exchange	首程控股	首程控股有限公司 (SEHK: 697) 為本公司主要股東。根據聯交所網站刊登之資料由首鋼集團透過其聯屬公司持有 34.91% 權益
Shougang Group	Shougang Group Co., Ltd., the current holding company of Shougang Holding	首鋼集團	首鋼集團有限公司，為首鋼控股現時之控股公司

GLOSSARY (continued)

詞彙(續)

Shougang Holding	Shougang Holding (Hong Kong) Limited, a substantial shareholder of Shoucheng Holdings	首鋼控股	首鋼控股(香港)有限公司，為首程控股之主要股東
SSE	stock code on the Shanghai Stock Exchange	SSE	上海證券交易所股份代號
Stock Exchange	The Stock Exchange of Hong Kong Limited	聯交所	香港聯合交易所有限公司
substantial shareholder	has the same meaning ascribed to it under Part XV of the SFO	主要股東	有證券及期貨條例第XV部賦予之涵義
Takeovers Code	the Code on Takeovers and Mergers of Hong Kong	收購守則	香港公司收購及合併守則



SHOUGANG FUSHAN RESOURCES GROUP LIMITED

首鋼福山資源集團有限公司

Stock Code 股份代號: 639