

Condensed Interim Financial Statements for the Six Months and Full Year Ended 31 December 2022

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF FULL YEAR RESULTS

1(a)(i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year.

CONDENSED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2022

(RMB'000)	Note	Actual (WITH financial effects of Convertible Bonds)						Actual (WITHOUT financial effects of Convertible Bonds)					
		Six months ended			Full year ended			Six months ended			Full year ended		
		31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change
		(unaudited)	(restated)*		(unaudited)	(restated)*		(unaudited)	(restated)*		(unaudited)	(restated)*	
Continuing operations													
Revenue	5	1,929,242	2,005,202	(3.8)%	3,448,606	2,929,534	17.7%	1,929,242	2,005,202	(3.8)%	3,448,606	2,929,534	17.7%
Cost of sales		(1,673,660)	(1,905,572)	(12.2)%	(2,935,553)	(2,601,555)	12.8%	(1,673,660)	(1,905,572)	(12.2)%	(2,935,553)	(2,601,555)	12.8%
Gross profit		255,582	99,630	156.5%	513,053	327,979	56.4%	255,582	99,630	156.5%	513,053	327,979	56.4%
Other operating income	6	16,182	117,752	(86.3)%	22,415	125,453	(82.1)%	16,182	117,752	(86.3)%	22,415	125,453	(82.1)%
Selling and distribution expenses		(35,146)	(22,273)	57.8%	(60,352)	(40,022)	50.8%	(35,146)	(22,273)	57.8%	(60,352)	(40,022)	50.8%
Administrative expenses		(51,078)	(100,668)	(48.6)%	(92,871)	(131,254)	(29.2)%	(51,078)	(100,668)	(48.6)%	(92,871)	(131,254)	(29.2)%
Foreign exchange (loss)/ gain		(30,945)	10,361	(398.7)%	(72,276)	17,702	(508.3)%	507	250	102.8%	419	-	-
Other operating expenses		(9,090)	(40,674)	(77.7)%	(9,512)	(42,812)	(77.8)%	(9,090)	(40,674)	(77.7)%	(9,512)	(42,812)	(77.8)%
Finance costs		(112,926)	(284,921)	(60.4)%	(232,488)	(638,612)	(63.6)%	(74,442)	(235,360)	(68.4)%	(156,786)	(530,217)	(70.4)%
Gain on disposal of subsidiaries		12,820	358	3,481.0%	12,820	934,334	(98.6)%	12,820	358	3,481.0%	12,820	934,334	(98.6)%
Share of profit of associate		122	733	(83.4)%	1,649	1,939	(15.0)%	122	733	(83.4)%	1,649	1,939	(15.0)%
Fair value changes on convertible bonds		29,262	531,247	(94.5)%	150,656	486,212	(69.0)%	-	-	-	-	-	-
Profit/(Loss) before income tax from continued operations	7	74,153	311,545	(76.2)%	233,094	1,040,919	(77.6)%	114,827	(180,252)	(163.7)%	230,835	645,400	(64.2)%
Income tax expense	8	(21,894)	(5,926)	269.5%	(46,298)	(241,914)	(80.9)%	(21,894)	(5,926)	269.5%	(46,298)	(241,914)	(80.9)%
Profit/(Loss) for the year from continuing operations, net of tax		52,259	305,619	(82.9)%	186,796	799,005	(76.6)%	92,933	(186,178)	(149.9)%	184,537	403,486	(54.3)%
Discontinued operations													
Profit for the period from discontinued operations, net of tax	9	-	1,928	(100.0)%	-	27,559	(100.0)%	-	1,928	(100.0)%	-	27,559	(100.0)%
Profit/(Loss) for the year		52,259	307,547	(83.0)%	186,796	826,564	(77.4)%	92,933	(184,250)	(150.4)%	184,537	431,045	(57.2)%

*The comparative financial statements for the six months and full year ended 31 December 2021 have been restated to reflect the retrospective adoption of Amendments to SFRS(I) 1-16 Property, Plant and Equipment: Proceeds before intended Use.

(RMB'000)	Note	Actual (WITH financial effects of Convertible Bonds)						Actual (WITHOUT financial effects of Convertible Bonds)					
		Six months ended			Full year ended			Six months ended			Full year ended		
		31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change
		(unaudited)	(restated)*		(unaudited)	(restated)*		(unaudited)	(restated)*		(unaudited)	(restated)*	
Other comprehensive income													
<i>Items that may be reclassified subsequently to profit or loss</i>													
		(167)	10	n.m.	190	(41)	(563.4)%	(167)	10	n.m.	190	(41)	(563.4)%
		(179)	(189)	(5.3)%	(179)	(189)	(5.3)%	(179)	(189)	(5.3)%	(179)	(189)	(5.3)%
		(82)	1,900	(104.3)%	(350)	(514)	(31.9)%	(82)	1,900	(104.3)%	(350)	(514)	(31.9)%
		51,831	309,268	(83.2)%	186,457	825,820	(77.4)%	92,505	(182,529)	(150.7)%	184,198	430,301	(57.2)%
<u>Profit/(Loss) for the year attributable to:</u>													
		23,364	309,940	(92.5)%	138,799	816,199	(83.0)%	64,038	(181,857)	(135.2)%	136,540	420,680	(67.5)%
		28,895	(2,393)	n.m.	47,997	10,365	363.1%	28,895	(2,393)	n.m.	47,997	10,365	363.1%
		52,259	307,547	(83.0)%	186,796	826,564	(77.4)%	92,933	(184,250)	(150.4)%	184,537	431,045	(57.2)%
<u>Total comprehensive income/(loss) for the year attributable to:</u>													
		22,952	311,668	(92.6)%	138,492	815,420	(83.0)%	63,626	(180,129)	(135.3)%	136,233	419,901	(67.6)%
		28,879	(2,400)	n.m.	47,965	10,400	361.2%	28,879	(2,400)	n.m.	47,965	10,400	361.2%
		51,831	309,268	(83.2)%	186,457	825,820	(77.4)%	92,505	(182,529)	(150.7)%	184,198	430,301	(57.2)%

n.m. denotes not meaningful

* The comparative financial statements for the six months and full year ended 31 December 2021 have been restated to reflect the retrospective adoption of Amendments to SFRS(I) 1-16 Property, Plant and Equipment: Proceeds before intended Use.

[^] On 16 April 2021, the Group had completed the disposal of the entire M&S business to the Purchaser. As there are no major transactions between 16 April 2021 and 30 April 2021, the accounting cut-off date for the Disposal is taken as 30 April 2021.

Explanatory Notes for WITHOUT financial effects of Convertible Bonds:

Financial effects of Convertible Bonds consist of fair value change, unrealised foreign exchange translation and amortised interest costs of Convertible Bonds.

1(a)(ii) Other information:

Please refer to Notes to Condensed Interim Financial Statements.

1(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement at the end of the immediately preceding financial year.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

		Actual (WITH financial effects of Convertible Bonds)			
		Group		Company	
(RMB'000)	Note	As at 31 December 2022 (Unaudited)	As at 31 December 2021 (Restated)*	As at 31 December 2022 (Unaudited)	As at 31 December 2021 (Audited)
ASSETS					
Current assets:					
Cash and cash equivalents		585,268	398,399	10,141	39,795
Pledged bank deposits		128,742	60,790	-	-
Trade receivables and contract assets	12	638,123	422,864	-	-
Other receivables, deposits and prepayments		349,409	359,803	294,471	303,106
Inventories	13	175,315	122,706	-	-
Financial assets at fair value through other comprehensive income	14	50,458	3,010	-	-
Total current assets		1,927,315	1,367,572	304,612	342,901
Non-current assets:					
Property, plant and equipment		632,439	646,147	-	-
Right-of-use assets		237,483	246,713	-	-
Other receivables, deposits and prepayments		44,722	58,956	129,660	83,660
Financial assets at fair value through other comprehensive income	14	2,445	2,683	-	-
Subsidiaries		-	-	-	-
Associates		53,887	20,762	914,379	914,379
Intangible assets		4,322,808	3,835,046	-	-
Deferred tax assets		31,932	24,301	-	-
Goodwill	15	415,582	415,582	-	-
Total non-current assets		5,741,298	5,250,190	1,044,039	998,039
Total assets		7,668,613	6,617,762	1,348,651	1,340,940
LIABILITIES AND EQUITY					
Current liabilities:					
Trade payables and contract liabilities		496,082	358,475	-	-
Other payables		648,741	490,896	431,104	389,803
Lease liabilities		1,646	1,652	-	-
Borrowings	16	918,485	594,006	-	-
Convertible bonds	17	892,707	-	892,707	-
Income tax payable		6,763	31,445	-	-
Total current liabilities		2,964,424	1,476,474	1,323,811	389,803
Non-current liabilities:					
Deferred tax liabilities		225,666	219,498	-	-
Borrowings	16	2,424,490	2,142,726	-	-
Convertible bonds	14,17	-	909,727	-	909,727
Lease liabilities		4,184	5,506	-	-
Total non-current liabilities		2,654,340	3,277,457	-	909,727
Capital and reserves:					
Share capital		57,662	57,662	57,662	57,662
Share premium		313,653	313,653	313,653	313,653
General reserves		239,681	186,153	-	-
Share option reserve		319	319	319	319
Foreign currency translation reserve		-	(190)	-	-
Revaluation reserve		(1,706)	(1,209)	-	-
Retained earnings (Accumulated losses)		1,120,715	1,035,444	(346,794)	(330,224)
Equity attributable to equity holders of the Company		1,730,324	1,591,832	24,840	41,410
Non-controlling interests		319,525	271,999	-	-
Total equity		2,049,849	1,863,831	24,840	41,410
Total liabilities and equity		7,668,613	6,617,762	1,348,651	1,340,940

* The comparative financial statements for the six months and full year ended 31 December 2021 have been restated to reflect the retrospective adoption of Amendments to SFRS(I) 1-16 Property, Plant and Equipment: Proceeds before intended Use.

		Actual (WITHOUT financial effects of Convertible Bonds)			
		Group		Company	
(RMB'000)	Note	As at 31 December 2022 (Unaudited)	As at 31 December 2021 (Restated*)	As at 31 December 2022 (Unaudited)	As at 31 December 2021 (Audited)
ASSETS					
Current assets:					
		585,268	398,399	10,141	39,795
		128,742	60,790	-	-
	12	638,123	422,864	-	-
		349,409	359,803	294,471	303,106
	13	175,315	122,706	-	-
	14	50,458	3,010	-	-
		<u>1,927,315</u>	<u>1,367,572</u>	<u>304,612</u>	<u>342,901</u>
Non-current assets:					
		632,439	646,147	-	-
		237,483	246,713	-	-
		44,722	58,956	129,660	83,660
	14	2,445	2,683	-	-
		-	-	-	-
		53,887	20,762	914,379	914,379
		4,322,808	3,835,046	-	-
		31,932	24,301	-	-
	15	415,582	415,582	-	-
		<u>5,741,298</u>	<u>5,250,190</u>	<u>1,044,039</u>	<u>998,039</u>
		<u>7,668,613</u>	<u>6,617,762</u>	<u>1,348,651</u>	<u>1,340,940</u>
LIABILITIES AND EQUITY					
Current liabilities:					
		496,082	358,475	-	-
		626,679	472,318	409,048	371,225
		1,646	1,652	-	-
	16	918,485	594,006	-	-
	17	761,944	-	761,944	-
		6,763	31,445	-	-
		<u>2,811,599</u>	<u>1,457,896</u>	<u>1,170,992</u>	<u>371,225</u>
Non-current liabilities:					
		225,666	219,498	-	-
	16	2,424,490	2,142,726	-	-
	14,17	-	773,221	-	773,221
		4,184	5,506	-	-
		<u>2,654,340</u>	<u>3,140,951</u>	<u>-</u>	<u>773,221</u>
Capital and reserves:					
		57,662	57,662	57,662	57,662
		313,653	313,653	313,653	313,653
		239,681	186,153	-	-
		319	319	319	319
		-	(190)	-	-
		(1,706)	(1,209)	-	-
		1,273,540	1,190,528	(193,975)	(175,140)
		<u>1,883,149</u>	<u>1,746,916</u>	<u>177,659</u>	<u>196,494</u>
		319,525	271,999	-	-
		<u>2,202,674</u>	<u>2,018,915</u>	<u>177,659</u>	<u>196,494</u>
		<u>7,668,613</u>	<u>6,617,762</u>	<u>1,348,651</u>	<u>1,340,940</u>

*The comparative financial statements for the six months and full year ended 31 December 2021 have been restated to reflect the retrospective adoption of Amendments to SFRS(I) 1-16 Property, Plant and Equipment: Proceeds before intended Use.

1(b)(ii) Aggregate amount of group borrowings and debt securities

Please refer to Note 16.

1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE SIX MONTHS AND FULL YEAR ENDED 31 DECEMBER 2022

(RMB'000)	Note	Actual (WITH financial effects of Convertible Bonds)	
		Full year ended	
		31 December 2022 (Unaudited)	31 December 2021 (Restated*)
Operating activities			
Profit before income tax	7	233,094	1,074,213
Adjustments for:			
Depreciation of property, plant and equipment		50,037	61,027
Amortisation of intangible assets		147,086	108,386
Interest expense		232,488	646,736
Depreciation of right-of-use assets		6,512	7,580
Exchange differences arising on foreign currency translation		(419)	(546)
Gain on disposal of subsidiaries		(12,820)	(934,334)
Expenses on disposal of subsidiaries		-	41,075
Share of profit of associate		(1,649)	(1,939)
Impairment allowance on inventories, net		-	1,759
(Reversal of)/ Impairment loss on pledged bank deposits		(3,000)	3,081
Loss/(gain) on disposal of property, plant and equipment		6,036	(72,054)
Interest income		(3,377)	(4,982)
Impairment loss on trade and other receivables subject to ECL, net		2,053	15,142
Exchange loss/(gain) on convertible bonds		72,695	(17,702)
Fair value gain on convertible bonds		(150,656)	(486,212)
Operating cash flows before movements in working capital		578,080	441,230
Trade receivables and contract assets		(216,911)	(574,384)
Financial assets at fair value through other comprehensive income		(47,916)	(247,484)
Other receivables, deposits and prepayments		11,542	(66,470)
Inventories		(52,609)	(428,984)
Trade payables, other payables and contract liabilities		245,358	1,294,637
Cash generated from operations		517,544	418,545
Income tax paid		(69,581)	(83,033)
Interest paid		(146,166)	(133,210)
Interest received		3,377	4,982
Net cash from operating activities		305,174	207,284
Investing activities			
Purchase of property, plant and equipment		(61,321)	(93,486)
Prepayment for build-operate-transfer ("BOT") projects		(56,715)	(36,120)
Acquisition of intangible assets		(474,979)	(853,690)
Proceeds from disposal of property, plant and equipment		6,396	45,314
Proceeds from disposal of right-of-use asset		-	38,043
Acquisition of non-controlling interest		-	(1,502)
Payment of deferred consideration relating to acquisition of subsidiaries		(7,183)	(6,701)
Investment in associate		(31,478)	(6,800)
Proceeds from disposal of subsidiaries		571	1,455,140
Payment for expenses on disposal of subsidiaries		-	(52,070)
Net cash (used in)/from investing activities		(624,709)	488,128

		Actual (WITH financial effects of Convertible Bonds)	
		Full year ended	
(RMB'000)	Note	31 December 2022 (Unaudited)	31 December 2021 (Restated*)
Financing activities			
Proceeds from new borrowings		1,635,050	2,301,473
Repayment of borrowings		(1,028,807)	(1,731,256)
Pledged bank deposits		(64,952)	(14,329)
Proceeds from exercise of share options		-	2,962
Treasury shares re-issued		-	4,521
Payment of dividends to non-controlling interest of a subsidiary		-	(3,026)
Payment of dividend	11	-	(936,609)
Repayments of lease liabilities		(1,465)	(1,888)
Interest paid [^]		(33,612)	(453,311)
Net cash from/(used in) financing activities		<u>506,214</u>	<u>(831,463)</u>
Net increase/(decrease) in cash and cash equivalents		186,679	(136,051)
Cash and cash equivalents at beginning of year		398,399	534,491
Effects of foreign exchange rate changes		190	(41)
Cash and cash equivalents at end of year		<u>585,268</u>	<u>398,399</u>

(RMB'000)	Note	Actual (WITHOUT financial effects of Convertible Bonds)	
		Full year ended	
		31 December 2022 (Unaudited)	31 December 2021 (Restated*)
Operating activities			
Profit/(Loss) before income tax	7	230,835	678,694
Adjustments for:			
Depreciation of property, plant and equipment		50,037	61,027
Amortisation of intangible assets		147,086	108,386
Finance costs		156,786	538,341
Depreciation of right-of-use assets		6,512	7,580
Exchange differences arising on foreign currency translation		(419)	(546)
Gain on disposal of subsidiaries		(12,820)	(934,334)
Expenses on disposal of subsidiaries		-	41,075
Share of profit of associate		(1,649)	(1,939)
Impairment allowance on inventories, net		-	1,759
(Reversal of)/ Impairment loss on pledged bank deposits		(3,000)	3,081
Loss/(gain) on disposal of property, plant and equipment		6,036	(72,054)
Interest income		(3,377)	(4,982)
Impairment loss on trade and other receivables subject to ECL, net		2,053	15,142
Operating cash flows before movements in working capital		578,080	441,230
Trade receivables and contract assets		(216,911)	(574,384)
Financial assets at fair value through other comprehensive income		(47,916)	(247,484)
Other receivables, deposits and prepayments		11,542	(66,470)
Inventories		(52,609)	(428,984)
Trade payables, other payables and contract liabilities		245,358	1,294,637
Cash generated from operations		517,544	418,545
Income tax paid		(69,581)	(83,033)
Interest paid		(146,166)	(133,210)
Interest received		3,377	4,982
Net cash from operating activities		305,174	207,284
Investing activities			
Purchase of property, plant and equipment		(61,321)	(93,486)
Prepayment for build-operate-transfer ("BOT") projects		(56,715)	(36,120)
Acquisition of intangible assets		(474,979)	(853,690)
Proceeds from disposal of property, plant and equipment		6,396	45,314
Proceeds from disposal of right-of-use asset		-	38,043
Acquisition of non-controlling interest		-	(1,502)
Payment of deferred consideration relating to acquisition of subsidiaries		(7,183)	(6,701)
Investment in associate		(31,478)	(6,800)
Proceeds from disposal of subsidiaries		571	1,455,140
Payment for expenses on disposal of subsidiaries		-	(52,070)
Net cash (used in)/from investing activities		(624,709)	488,128
Financing activities			
Proceeds from new borrowings		1,635,050	2,301,473
Repayment of borrowings		(1,028,807)	(1,731,256)
Pledged bank deposits		(64,952)	(14,329)
Proceeds from exercise of share options		-	2,962
Treasury shares re-issued		-	4,521
Payment of dividends to non-controlling interest of a subsidiary		-	(3,026)
Payment of dividend	11	-	(936,609)
Repayments of lease liabilities		(1,465)	(1,888)
Interest paid [^]		(33,612)	(453,311)
Net cash from/(used in) financing activities		506,214	(831,463)
Net increase/(decrease) in cash and cash equivalents		186,679	(136,051)
Cash and cash equivalents at beginning of period		398,399	534,491
Effects of foreign exchange rate changes		190	(41)
Cash and cash equivalents at end of period		585,268	398,399

[^]The excess cash dividends paid to Convertible Bonds holders is treated as interest paid.

*The comparative financial statements for the six months and full year ended 31 December 2021 have been restated to reflect the retrospective adoption of Amendments to SFRS(I) 1-16 Property, Plant and Equipment: Proceeds before intended Use.

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FULL YEAR ENDED 31 DECEMBER 2022

Actual (WITH financial effects of Convertible Bonds)											
<u>Group</u>	Share capital	Treasury shares	Share premium	General reserves	Share option reserve	Foreign currency translation reserve	Fair value reserve	Retained earnings (Restated*)	Equity attributable to equity holders of the Company	Non-controlling interests	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance as at January 1, 2021	57,251	(4,690)	309,061	295,978	1,346	(149)	363	1,011,993	1,671,153	313,318	1,984,471
Adoption of SFRS 1-16*	-	-	-	-	-	-	-	20,351	20,351	9,476	29,827
As restated	57,251	(4,690)	309,061	295,978	1,346	(149)	363	1,032,344	1,691,504	322,794	2,014,298
<u>Total comprehensive income for the year</u>											
Profit for the year	-	-	-	-	-	-	-	816,199	816,199	10,365	826,564
Other comprehensive loss for the year	-	-	-	-	-	(41)	(738)	-	(779)	35	(744)
Total	-	-	-	-	-	(41)	(738)	816,199	815,420	10,400	825,820
<u>Transaction with owners, recognized directly in equity</u>											
Dividends paid	-	-	-	-	-	-	-	(936,609)	(936,609)	-	(936,609)
Dividends paid to non-controlling interest of a subsidiary	-	-	-	-	-	-	-	-	-	(3,026)	(3,026)
Transfer to general reserves	-	-	-	41,070	-	-	-	(41,070)	-	-	-
Acquisition of non-controlling interest of a subsidiary	-	-	-	12,851	-	-	-	-	12,851	(13,483)	(632)
Disposal of discontinued operations	-	-	-	(163,746)	-	-	(834)	164,580	-	(44,686)	(44,686)
Placement of treasury shares	161	4,690	(330)	-	-	-	-	-	4,521	-	4,521
Employee share option expenses	250	-	4,922	-	(1,027)	-	-	-	4,145	-	4,145
Total	411	4,690	4,592	(109,825)	(1,027)	-	(834)	(813,099)	(915,092)	(61,195)	(976,287)
Balance as at December 31, 2021	57,662	-	313,653	186,153	319	(190)	(1,209)	1,035,444	1,591,832	271,999	1,863,831

Actual (WITH financial effects of Convertible Bonds)											
Group	Share capital	Treasury shares	Share premium	General reserves	Share option reserve	Foreign currency translation reserve	Fair value reserve	Retained earnings	Equity attributable to equity holders of the Company	Non-controlling interests	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance as at January 1, 2022	57,662	-	313,653	186,153	319	(190)	(1,209)	1,035,444	1,591,832	271,999	1,863,831
<u>Total comprehensive income for the year</u>											
Profit for the year	-	-	-	-	-	-	-	138,799	138,799	47,997	186,796
Other comprehensive loss for the year	-	-	-	-	-	190	(497)	-	(307)	(32)	(339)
Total	-	-	-	-	-	190	(497)	138,799	138,492	47,965	186,457
<u>Transactions with owners, recognized directly in equity</u>											
Transfer to general reserves	-	-	-	53,528	-	-	-	(53,528)	-	-	-
Disposal of a subsidiary	-	-	-	-	-	-	-	-	-	(439)	(439)
Total	-	-	-	53,528	-	-	-	(53,528)	-	(439)	(439)
Balance as at December 31, 2022	57,662	-	313,653	239,681	319	-	(1,706)	1,120,715	1,730,324	319,525	2,049,849

*The comparative financial statements for the six months and full year ended 31 December 2021 have been restated to reflect the retrospective adoption of Amendments to SFRS(I) 1-16 Property, Plant and Equipment: Proceeds before intended Use.

Actual (WITHOUT financial effects of Convertible Bonds)

<u>Group</u>	Share capital	Treasury shares	Share premium	General reserves	Share option reserve	Foreign currency translation reserve	Fair value reserve	Retained earnings	Equity attributable to equity holders of the Company	Non-controlling interests	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance as at January 1, 2021	57,251	(4,690)	309,061	295,978	1,346	(149)	363	1,562,596	2,221,756	313,318	2,535,074
Adoption of SFRS 1-16*	-	-	-	-	-	-	-	20,351	20,351	9,476	29,827
As restated	57,251	(4,690)	309,061	295,978	1,346	(149)	363	1,582,947	2,242,107	322,794	2,564,901
<u>Total comprehensive income for the year</u>											
Profit for the year	-	-	-	-	-	-	-	420,680	420,680	10,365	431,045
Other comprehensive loss for the year	-	-	-	-	-	(41)	(738)	-	(779)	35	(744)
Total	-	-	-	-	-	(41)	(738)	420,680	419,901	10,400	430,301
<u>Transactions with owners, recognized directly in equity</u>											
Dividends paid	-	-	-	-	-	-	-	(936,609)	(936,609)	-	(936,609)
Dividends paid to non-controlling interest of a subsidiary	-	-	-	-	-	-	-	-	-	(3,026)	(3,026)
Transfer to general reserves	-	-	-	41,070	-	-	-	(41,070)	-	-	-
Acquisition of non-controlling interests	-	-	-	12,851	-	-	-	-	12,851	(13,483)	(632)
Disposal of discontinued operations	-	-	-	(163,746)	-	-	(834)	164,580	-	(44,686)	(44,686)
Placement of treasury shares	161	4,690	(330)	-	-	-	-	-	4,521	-	4,521
Employee share option expenses	250	-	4,922	-	(1,027)	-	-	-	4,145	-	4,145
Total	411	4,690	4,592	(109,825)	(1,027)	-	(834)	(813,099)	(915,092)	(61,195)	(976,287)
Balance as at December 31, 2021	57,662	-	313,653	186,153	319	(190)	(1,209)	1,190,528	1,746,916	271,999	2,018,915

Actual (WITHOUT financial effects of Convertible Bonds)

<u>Group</u>	Share capital	Treasury shares	Share premium	General reserves	Share option reserve	Foreign currency translation reserve	Fair value reserve	Retained earnings	Equity attributable to equity holders of the Company	Non-controlling interests	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance as at January 1, 2022	57,662	-	313,653	186,153	319	(190)	(1,209)	1,190,528	1,746,916	271,999	2,018,915
<u>Total comprehensive income for the year</u>											
Profit for the year	-	-	-	-	-	-	-	136,540	136,540	47,997	184,537
Other comprehensive loss for the year	-	-	-	-	-	190	(497)	-	(307)	(32)	(339)
Total	-	-	-	-	-	190	(497)	136,540	136,233	47,965	184,198
<u>Transactions with owners, recognized directly in equity</u>											
Transfer to general reserves	-	-	-	53,528	-	-	-	(53,528)	-	-	-
Disposal of a subsidiary	-	-	-	-	-	-	-	-	-	(439)	(439)
Total	-	-	-	53,528	-	-	-	(53,528)	-	(439)	(439)
Balance as at December 31, 2022	57,662	-	313,653	239,681	319	-	(1,706)	1,273,540	1,883,149	319,525	2,202,674

*The comparative financial statements for the six months and full year ended 31 December 2021 have been restated to reflect the retrospective adoption of Amendments to SFRS(I) 1-16 Property, Plant and Equipment: Proceeds before intended Use

Actual (WITH financial effects of Convertible Bonds)

<u>Company</u>	Share capital	Treasury shares	Share premium	Share option reserve	Retained earnings	Equity attributable to equity holders of the Company	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance as at January 1, 2021	57,251	(4,690)	309,061	1,346	(699,520)	(336,552)	(336,552)
Profit for the period, representing total comprehensive income for the year	-	-	-	-	1,305,905	1,305,905	1,305,905
<u>Transactions with owners, recognised directly in equity</u>							
Employee share option expenses	250	-	4,922	(1,027)	-	4,145	4,145
Placement of treasury shares	161	4,690	(330)	-	-	4,521	4,521
Dividends paid	-	-	-	-	(936,609)	(936,609)	(936,609)
Total	411	4,690	4,592	(1,027)	(936,609)	(927,943)	(927,943)
Balance as at December 31, 2021	57,662		313,653	319	(330,224)	41,410	41,410
Loss for the period, representing total comprehensive income for the year	-	-	-	-	(16,570)	(16,570)	(16,570)
Balance as at December 31, 2022	57,662	-	313,653	319	(346,794)	24,840	24,840

Actual (WITHOUT financial effects of Convertible Bonds)

<u>Company</u>	Share capital	Treasury shares	Share premium	Share option reserve	Retained earnings	Equity attributable to equity holders of the Company	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance as at January 1, 2021	57,251	(4,690)	309,061	1,346	(148,923)	214,045	214,045
Profit for the period, representing total comprehensive income for the year	-	-	-	-	910,392	910,392	910,392
<u>Transactions with owners, recognised directly in equity</u>							
Employee share option expenses	250	-	4,922	(1,027)	-	4,145	4,145
Placement of treasury shares	161	4,690	(330)	-	-	4,521	4,521
Dividends paid	-	-	-	-	(936,609)	(936,609)	(936,609)
Total	411	4,690	4,592	(1,027)	(936,609)	(927,943)	(927,943)
Balance as at December 31, 2021	57,662	-	313,653	319	(175,140)	196,494	196,494
Loss for the period, representing total comprehensive income for the year	-	-	-	-	(18,835)	(18,835)	(18,835)
Balance as at December 31, 2022	57,662	-	313,653	319	(193,975)	177,659	177,659

Notes to Condensed Interim Financial Statements

1. Corporate Information

The Company is incorporated in Bermuda, under the Companies Act 1981 of Bermuda, with its registered office at Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM 10, Bermuda and principal place of business at No. 2111 Chengxin Road, Nanjing Jiangning Science Park, Nanjing, China 211112. The Company is listed on the Singapore Exchange Securities Trading Limited. The condensed interim financial statements are presented in Chinese Renminbi (“RMB”), which is the functional currency of the Company, and all figures are expressed in thousands unless stated otherwise.

The Company is an environmental protection specialist involved in the investment, development and operation of Green Investments (“GI”) projects in the anti-smog sector. As the Group’s value creator and growth driver, GI business invests in and operates centralised facilities that supply industrial steam, electricity and heating.

2. Basis of Preparation

The condensed interim financial statements for the six months and full year ended 31 December 2022 have been prepared in accordance with SFRS(I) 1-34 Interim Financial Reporting issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance since the last annual financial statements for the year ended 31 December 2021.

The Group has consistently applied the same accounting policies and methods of computation for the current reporting period compared with the audited financial statements for the year ended 31 December 2021.

2.1. Adoption of New and Revised Financial Standards

The Group has adopted SFRS(I) 1-34 *Interim Financial Reporting* on 30 June 2021 for the preparation of the condensed interim financial statements for the six months and full year ended 31 December 2022, in accordance with SGX Listing Rule 705(3A) which is effective for any interim financial period or any financial year ending on or after 30 June 2021.

Effective for annual periods beginning on or after 1 January 2023

- Amendments to SFRS(I) 1-1 *Presentation of Financial Statements: Classification of liabilities as Current or Non-current*

Effective date is deferred indefinitely

- Amendments to SFRS(I) 10 *Consolidated Financial Statements and SFRS(I) 1-28 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between Investor and its Associate or Joint Venture*

Management anticipates that the adoption of the above amendments to SFRS(I) in future periods will not have a material impact on the financial statements in the period of their initial adoption.

2. Basis of Preparation (Cont'd)

2.2. Critical Accounting Judgements and Key Sources of Estimation Uncertainty

In the application of the Group's accounting policies, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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 audited financial statements for the year ended 31 December 2021.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the Group's accounting policies

There are no critical judgements in applying the Group's accounting policies, apart from those involving estimations.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing material adjustments to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Note 12 - Calculation of loss allowance
- Note 17 - Fair value measurement of derivative liabilities

3. Seasonality of Interim Operations

Demand for industrial steam is not impacted significantly by cyclical factors while central heating is affected by seasonal differences in the weather. In general, peak sales of central heating occur in the winter months. Please note that the Company's financial results should be viewed on a 12-month basis to arrive at a balances perspective.

4. Segment Information

The Group determines its operating segments based on components of the Group's business which are reviewed by the chief operating decision maker in order to allocate resources to the segments and to assess their performance.

The Group has the following business segments with the segmental analysis used to allocate resources and to assess performance:

- 1) Manufacturing & services ("M&S") - this segment includes highly efficient heat exchangers and pressure vessels, heat pipes and heat pipe exchangers, pipeline energy saving products and related environmental protection products. This segment also provide solutions for flare and flare gas recovery system, desulphurisation and denitrification system, zero liquid discharge system, petrochemical engineering and energy saving system.
- 2) GI - this segment focus on the development and operation of centralised heat, steam and electricity generation plants and investment.

Following the disposal of the entire M&S business on 16 April 2021, the Group's remaining core business relates to the GI business. As there are no major transactions between 16 April 2021 and 30 April 2021, the accounting cut-off date for the Disposal is taken as 30 April 2021.

Segment information about the Group's operating segments are presented below:

	Six months ended		Full year ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
	RMB'000	RMB'000	RMB'000	RMB'000
CONTINUING OPERATIONS – GI				
Revenue	1,929,242	2,005,202	3,448,606	2,929,534
RESULT FOR CONTINUING OPERATIONS				
Segment result	178,689	99,834	375,942	294,037
Unallocated corporate expenses	-	224,350	-	(15,319)
Gain on disposal of subsidiaries	12,820	358	12,820	934,334
Financial effects of convertible bonds	(45,192)	491,794	(2,259)	395,517
Expenses on disposal of subsidiaries	-	(41,075)	-	(41,075)
Dividend to convertible bond holders	-	(403,315)	-	(403,315)
Interest expense	(74,442)	(63,478)	(156,786)	(126,901)
Interest income	2,278	3,077	3,377	3,641
Profit before income tax	74,153	311,545	233,094	1,040,919
Income tax expense	(21,894)	(5,926)	(46,298)	(241,914)
Profit for the year for continuing operations	52,259	305,619	186,796	799,005
DISCONTINUED OPERATIONS – M&S				
Revenue	-	25,436	-	556,533
RESULT FOR DISCONTINUED OPERATIONS				
Segment result	-	3,192	-	40,077
Interest expense	-	-	-	(8,124)
Interest income	-	1	-	1,341
Profit before income tax	-	3,193	-	33,294
Income tax expense	-	(1,265)	-	(5,735)
Profit for the year for discontinued operations	-	1,928	-	27,559

5. Disaggregation of Revenue

A disaggregation of the Group's revenue is presented below as follows:

	Six months ended 31 December 2022			Six months ended 31 December 2021		
	Continuing operations – GI	Discontinued operations – M&S	Total	Continuing operations – GI	Discontinued operations – M&S	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Types of goods or service:						
Sales of goods	-	-	-	-	-	-
Construction contracts	-	-	-	-	17,624	17,624
Revenue from service concession arrangements	407,557	-	407,557	855,024	-	855,024
Provision of utilities	1,466,592	-	1,466,592	1,107,559	-	1,107,559
Provision of other services	55,093	-	55,093	42,619	7,812	50,431
Total revenue	1,929,242	-	1,929,242	2,005,202	25,436	2,030,638
Timing of revenue recognition:						
At a point of time:						
- Sales of goods	-	-	-	-	-	-
- Provision of utilities	1,466,592	-	1,466,592	1,107,559	-	1,107,559
Over time:						
- Construction contracts	-	-	-	-	17,624	17,624
- Provision of other services	55,093	-	55,093	42,619	7,812	50,431
- Revenue from service concession arrangements	407,557	-	407,557	855,024	-	855,024
Total revenue	1,929,242	-	1,929,242	2,005,202	25,436	2,030,638
Geographical information:						
PRC	1,929,242	-	1,929,242	2,005,202	25,436	2,030,638
Total revenue	1,929,242	-	1,929,242	2,005,202	25,436	2,030,638

5. Disaggregation of Revenue (Cont'd)

	Full year ended 31 December 2022			Full year ended 31 December 2021		
	Continuing operations – GI	Discontinued operations – M&S	Total	Continuing operations – GI	Discontinued operations – M&S	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Types of goods or service:						
Sales of goods	-	-	-	-	250,493	250,493
Construction contracts	-	-	-	-	153,307	153,307
Revenue from service concession arrangements	567,778	-	567,778	855,024	144,921	999,945
Provision of utilities	2,806,319	-	2,806,319	1,997,256	-	1,997,256
Provision of other services	74,509	-	74,509	77,254	7,812	85,066
Total revenue	3,448,606	-	3,448,606	2,929,534	556,533	3,486,067
Timing of revenue recognition:						
At a point of time:						
- Sales of goods	-	-	-	-	250,493	250,493
- Provision of utilities	2,806,319	-	2,806,319	1,997,256	-	1,997,256
Over time:						
- Construction contracts	-	-	-	-	153,307	153,307
- Provision of other services	74,509	-	74,509	77,254	7,812	85,066
- Revenue from service concession arrangements	567,778	-	567,778	855,024	144,921	999,945
Total revenue	3,448,606	-	3,448,606	2,929,534	556,533	3,486,067
Geographical information:						
PRC	3,448,606	-	3,448,606	2,929,534	513,796	3,443,330
USA	-	-	-	-	2,142	2,142
Asia	-	-	-	-	8,881	8,881
South East Asia	-	-	-	-	-	-
Europe	-	-	-	-	31,714	31,714
North America	-	-	-	-	-	-
Total revenue	3,448,606	-	3,448,606	2,929,534	556,533	3,486,067

6. Other Operating Income

(RMB'000)	Actual (WITH financial effects of Convertible Bonds)						Actual (WITHOUT financial effects of Convertible Bonds)					
	Six months ended			Full year ended			Six months ended			Full year ended		
	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change
Continuing operations												
Government grants	5,606	2,815	99.1%	9,464	7,181	31.8%	5,606	2,815	99.1%	9,464	7,181	31.8%
Reversal of impairment loss for trade receivable subject to ECL	(167)	461	(136.2)%	-	705	(100.0)%	(167)	461	(136.2)%	-	705	(100.0)%
Reversal of impairment loss for pledged bank deposits	3,000	-	-	3,000	-	-	3,000	-	-	3,000	-	-
Interest income	2,278	2,652	(14.1)%	3,377	3,641	(7.3)%	2,278	2,652	(14.1)%	3,377	3,641	(7.3)%
Government rebates	92	487	(81.1)%	541	1,924	(71.9)%	92	487	(81.1)%	541	1,924	(71.9)%
Gain on debt-forgiveness	-	23,972	(100.0)%	-	23,972	(100.0)%	-	23,972	(100.0)%	-	23,972	(100.0)%
Gain on disposal of property, plant and equipments	22	68,350	(100.0)%	51	68,383	(99.9)%	22	68,350	(100.0)%	51	68,383	(99.9)%
Gain on disposal of right of use asset	-	4,343	(100.0)%	-	4,343	(100.0)%	-	4,343	(100.0)%	-	4,343	(100.0)%
Others	5,351	14,672	(63.5)%	5,982	15,304	(60.9)%	5,351	14,672	(63.5)%	5,982	15,304	(60.9)%
Total	16,182	117,752	(86.3)%	22,415	125,453	(82.1)%	16,182	117,752	(86.3)%	22,415	125,453	(82.1)%
Discontinued operations												
Government grant	-	(66)	(100.0)%	-	2,137	(100.0)%	-	(66)	(100.0)%	-	2,137	(100.0)%
(Impairment loss)/Reversal of impairment loss on trade and other receivables subject to ECL	-	(2,761)	(100.0)%	-	10,343	(100.0)%	-	(2,761)	(100.0)%	-	10,343	(100.0)%
Interest income	-	-	-	-	1,341	(100.0)%	-	-	-	-	1,341	(100.0)%
Government rebates	-	216	(100.0)%	-	208	(100.0)%	-	216	(100.0)%	-	208	(100.0)%
Others	-	-	-	-	957	(100.0)%	-	-	-	-	957	(100.0)%
Total	-	(2,611)	(100.0)%	-	14,986	(100.0)%	-	(2,611)	(100.0)%	-	14,986	(100.0)%

n.m. denotes not meaningful

[^] On 16 April 2021, the Group had completed the disposal of the entire M&S business to the Purchaser. As there are no major transactions between 16 April 2021 and 30 April 2021, the accounting cut-off date for the Disposal is taken as 30 April 2021.

Note: There is no difference for other operating income with and without financial effects of Convertible Bonds for the full year ended 31 December 2022.

7. Profit/(Loss) Before Income Tax

(RMB'000)	Actual (WITH financial effects of Convertible Bonds)						Actual (WITHOUT financial effects of Convertible Bonds)					
	Six months ended			Full year ended			Six months ended			Full year ended		
	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change
Continuing operations												
Depreciation of property, plant and equipment	24,220	23,977	1.0%	50,037	50,318	(0.6)%	24,220	23,977	1.0%	50,037	50,318	(0.6)%
Depreciation of right-of-use assets	4,117	3,195	28.9%	6,512	5,529	17.8%	4,117	3,195	28.9%	6,512	5,529	17.8%
Amortisation of intangible assets	80,303	56,443	42.3%	147,086	111,070	32.4%	80,303	56,443	42.3%	147,086	111,070	32.4%
Impairment loss on trade and other receivables subject to ECL	2,017	19,192	(89.5)%	2,053	20,360	(89.9)%	2,017	19,192	(89.5)%	2,053	20,360	(89.9)%
Impairment loss on inventories, net	-	1,759	(100.0)%	-	1,759	(100.0)%	-	1,759	(100.0)%	-	1,759	(100.0)%
Reversal of impairment loss on trade and other receivables subject to ECL	167	(461)	(136.2)%	-	(705)	(100.0)%	167	(461)	(136.2)%	-	(705)	(100.0)%
Reversal of impairment loss on pledged bank deposits	(3,000)	-	-	(3,000)	-	-	(3,000)	-	-	(3,000)	-	-
Loss/(gain) on disposal of property, plant and equipment and intangible assets	6,065	(72,411)	(108.4)%	6,036	(72,444)	(108.3)%	6,065	(72,411)	(108.4)%	6,036	(72,444)	(108.3)%
Foreign exchange gain on convertible bonds	31,364	(10,362)	(402.7)%	72,695	(17,702)	(510.7)%	(507)	(251)	102.0%	(419)	-	-
Finance costs	112,926	284,921	(60.4)%	232,488	638,612	(63.6)%	74,442	235,360	(68.4)%	156,786	530,217	(70.4)%
Fair value changes on convertible bonds	(29,262)	(531,247)	(94.5)%	(150,656)	(486,212)	(69.0)%	-	-	-	-	-	-

7. Profit/(Loss) Before Income Tax (Cont'd)

(RMB'000)	Actual (WITH financial effects of Convertible Bonds)						Actual (WITHOUT financial effects of Convertible Bonds)					
	Six months ended			Full year ended			Six months ended			Full year ended		
	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change	31 December 2022	31 December 2021 [^]	% change
Discontinued operations												
Depreciation of property, plant and equipment	-	(1,647)	(100.0)%	-	10,709	(100.0)%	-	(1,647)	(100.0)%	-	10,709	(100.0)%
Depreciation of right-of-use assets	-	1,396	(100.0)%	-	2,051	(100.0)%	-	1,396	(100.0)%	-	2,051	(100.0)%
Amortisation of intangible assets	-	-	-	-	113	(100.0)%	-	-	-	-	113	(100.0)%
Impairment loss on trade and other receivables subject to ECL	-	(1,611)	(100.0)%	-	5,830	(100.0)%	-	(1,611)	(100.0)%	-	5,830	(100.0)%
Reversal of impairment loss on trade and other receivables subject to ECL	-	2,761	(100.0)%	-	(10,343)	(100.0)%	-	2,761	(100.0)%	-	(10,343)	(100.0)%
Loss on disposal of property, plant and equipment and intangible assets	-	-	-	-	-	-	-	-	-	-	-	-
Foreign exchange gain on convertible bonds	-	-	-	-	390	(100.0)%	-	-	-	-	390	(100.0)%
Finance costs	-	-	-	-	(697)	(100.0)%	-	-	-	-	(697)	(100.0)%

n.m. denotes not meaningful

[^] On 16 April 2021, the Group had completed the disposal of the entire M&S business to the Purchaser. As there are no major transactions between 16 April 2021 and 30 April 2021, the accounting cut-off date for the Disposal is taken as 30 April 2021.

8. Income Tax Expense

Income tax recognized in profit or loss:

(RMB'000)	Continuing operations		Discontinued operations		Total	
	Six months ended		Six months ended		Six months ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Tax expense comprises:						
Current tax expense	21,403	6,304	-	693	21,403	6,997
Deferred tax	491	(378)	-	572	491	194
Total tax expense	21,894	5,926	-	1,265	21,894	7,191

(RMB'000)	Continuing operations		Discontinued operations		Total	
	Full year ended		Full year ended		Full year ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021	31 December 2022	31 December 2021
Tax expense comprises:						
Current tax expense	47,584	248,153	-	6,417	47,584	254,570
Deferred tax	(1,286)	(6,239)	-	(682)	(1,286)	(6,921)
Total tax expense	46,298	241,914	-	5,735	46,298	247,649

9. Results from Discontinued Operations

The Group had on 16 April 2021 completed the disposal of the entire M&S business to Nanjing Sunpower Holdings Co., Ltd. (the "Purchaser") at the consideration of RMB 2.29 billion (the "Disposal"). As there are no major transactions between 16 April 2021 and 30 April 2021, the accounting cut-off date for the Disposal is taken as 30 April 2021. Results of the disposed M&S business are shown as follows:

(RMB'000)	Note	Actual (WITH financial effects of Convertible Bonds)						Actual (WITHOUT financial effects of Convertible Bonds)					
		Six months ended			Full year ended			Six months ended			Full year ended		
		31 December 2022	31 December 2021 ^	% change	31 December 2022	31 December 2021 ^	% change	31 December 2022	31 December 2021 ^	% change	31 December 2022	31 December 2021 ^	% change
Revenue	5	-	25,436	(100.0)%	-	556,533	(100.0)%	-	25,436	(100.0)%	-	556,533	(100.0)%
Cost of sales		-	(20,933)	(100.0)%	-	(430,440)	(100.0)%	-	(20,933)	(100.0)%	-	(430,440)	(100.0)%
Gross profit		-	4,503	(100.0)%	-	126,093	(100.0)%	-	4,503	(100.0)%	-	126,093	(100.0)%
Other operating income		-	(2,761)	(100.0)%	-	14,985	(100.0)%	-	(2,761)	(100.0)%	-	14,985	(100.0)%
Selling and distribution expenses		-	-	-	-	(17,260)	(100.0)%	-	-	-	-	(17,260)	(100.0)%
Administrative expenses		-	(160)	(100.0)%	-	(76,192)	(100.0)%	-	(160)	(100.0)%	-	(76,192)	(100.0)%
Foreign exchange (loss)/ gain		-	-	-	-	697	(100.0)%	-	-	-	-	697	(100.0)%
Other operating expenses		-	1,611	(100.0)%	-	(6,905)	(100.0)%	-	1,611	(100.0)%	-	(6,905)	(100.0)%
Finance costs		-	-	-	-	(8,124)	(100.0)%	-	-	-	-	(8,124)	(100.0)%
Profit before income tax from continued operations		-	3,193	(100.0)%	-	33,294	(100.0)%	-	3,193	(100.0)%	-	33,294	(100.0)%
Income tax expense		-	(1,265)	(100.0)%	-	(5,735)	(100.0)%	-	(1,265)	(100.0)%	-	(5,735)	(100.0)%
Profit for the period from continuing operations, net of tax		-	1,928	(100.0)%	-	27,559	(100.0)%	-	1,928	(100.0)%	-	27,559	(100.0)%

*The results of discontinued operations for the six months and full year ended 31 December 2021 consist of results up to 30 April 2021 only.

Note: There is no difference for results from discontinued operations with and without financial effects of Convertible Bonds for the full year ended 31 December 2021.

10. Related Party Transactions

Related parties comprise entities over which two of the Company's directors have significant influence or control, and non-controlling shareholders of partially held subsidiaries.

On 16 April 2021, the Group had completed the disposal of the entire M&S business to the Purchaser (see Note 18).

Significant related party transactions:

	Group	
	31 December 2022	31 December 2021
	RMB'000	RMB'000
Rental expense	2,147	1,276
Sale of property, plant and equipment	-	253
Purchase of construction services	432,822	416,882
Sale of services	5,066	4,175
Sale of utilities	-	73
Disposal of M&S Segment	-	2,290,000

11. Dividends

	Full year ended	
	31 December 2022	31 December 2021
	RMB'000	RMB'000
Ordinary dividends paid:		
First and final tax-exempt dividends of S\$0.003 per ordinary share in respect on the financial year ended 31 December 2021	-	11,464
Special dividends paid:		
Net proceeds from the disposal of M&S business	-	925,145
Total dividends	-	936,609

12. Trade Receivables and Contract Assets

	Group	
	As at 31	As at 31
	December 2022	December 2021
	RMB'000	RMB'000
Outside parties	638,994	416,321
Related parties (Note 10)	780	6,637
Contract assets	-	-
Loss allowance	(1,651)	(94)
Total	638,123	422,864

Loss allowance for trade receivables and contract assets has always been measured at an amount equal to lifetime expected credit losses ("ECL"). The ECL on trade receivables and contract assets are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements. Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions.

A trade receivable is written off when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings. None of the trade receivables that have been written off is subject to enforcement activities.

The following table in the next page details the risk profile of trade receivables and contract assets based on the Group's provision matrix. As the Group's historical credit loss experience does not show significantly different loss patterns for different customer segments, the provision for loss allowance based on ageing profile from invoice dates is not further distinguished between the Group's different customer base.

12. Trade Receivables and Contract Assets (Cont'd)

	Group						Total
	< 6 months	7 – 12 months	1 – 2 years	2 – 3 years	3 – 4 years	> 4 years	
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
As at 31 December 2022							
Expected credit loss rate	0%	0% - 5%	0% - 12.50%	1.50% - 50%	12.50% - 75%	50% - 100%	
Estimated total gross carrying amount at default	547,658	54,623	17,869	16,219	2,892	513	639,774
Lifetime ECL	-	-	(310)	(522)	(434)	(385)	(1,651)
							638,123
As at 31 December 2021							
Expected credit loss rate	0%	0% - 5%	0% - 12.50%	1.50% - 50%	12.50% - 75%	50% - 100%	
Estimated total gross carrying amount at default	400,716	801	16,219	4,483	594	145	422,958
Lifetime ECL	-	-	-	-	(81)	(13)	(94)
							422,864

The table below shows the movement in lifetime ECL that has been recognised for trade receivables and contract assets in accordance with the simplified approach set out in SFRS(I) 9:

Group	Lifetime ECL credit-impaired		Total
	Individually assessed	Collectively assessed	
	RMB'000	RMB'000	RMB'000
Balance as at January 1, 2021	91,874	20,019	111,893
Transfer of credit-impaired from collective to individual	60	(60)	-
Amounts recovered	(3,651)	(6,421)	(10,072)
Change in loss allowance due to new trade receivables originated, net of those derecognised due to settlement	15,326	5,615	20,941
Write-off	(24,168)	(139)	(24,307)
Disposal of trade receivables and contract assets due to disposal of M&S business	(79,347)	(19,014)	(98,361)
Balance as at December 31, 2021	94	-	94
Change in loss allowance due to new trade receivables originated, net of those derecognised due to settlement	268	1,383	1,651
Write-off	(94)	-	(94)
Balance as at December 31, 2022	268	1,383	1,651

13. Inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of selling expenses.

Slow moving or aged inventories are identified by management. This is followed by an assessment of sales or usage prospects and a comparison of estimated net realisable values with carrying cost. Allowance is made for cost of inventories which are not expected to be recovered through usage or sales. Physical counts of inventories are carried out on a periodic basis and any identified defective inventory are written off.

	Group	
	As at 31 December 2022	As at 31 December 2021
	RMB'000	RMB'000
Raw materials and consumables	175,315	122,706

Inventories are stated net of allowance.

	Group	
	As at 31 December 2022	As at 31 December 2021
	RMB'000	RMB'000
Movements in allowance for inventories:		
At beginning of year	4,463	17,751
Charge to profit or loss	-	1,759
Disposal of subsidiaries	(2,704)	(15,047)
Total	1,759	4,463

14. Financial Instruments

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

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

The following table presented the financial assets and financial liabilities of the Group measured at fair value:

	Group		Fair value hierarchy
	As at 31 December 2022	As at 31 December 2021	
	RMB'000	RMB'000	
Financial assets at fair value through other comprehensive income - unquoted equity shares	2,445	2,683	Level 3
Financial assets at fair value through other comprehensive income - notes receivables	50,458	3,010	Level 3
Financial liabilities at fair value through profit or loss - convertible bonds - derivative liability component	-	150,656	Level 2

15. Goodwill

Goodwill is allocated to each cash generating units (“CGU”) identified that are expected to benefit from the business combination. The carrying amounts of goodwill of each CGU are as follows:

	Group	
	As at 31	As at 31
	December 2022	December 2021
	RMB’000	RMB’000
Hebei Changrun Environmental Ltd.	5,483	5,483
Qingdao Xinyuan Thermal Power Co., Ltd.	20,423	20,423
Zhangjiagang Yongxing Thermal Power Co., Ltd	309,863	309,863
Changshu Suyuan Thermal Power Co., Ltd	79,813	79,813
Total	415,582	415,582

Goodwill is not amortised but is reviewed for impairment at least annually. For the purpose of impairment testing, goodwill is allocated to each of the Group’s cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

On disposal of a subsidiary or the relevant cash generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

The Group tests goodwill annually for impairment or more frequently if there are indications that goodwill might be impaired. The recoverable amounts of the cash generating units, are determined from value-in-use calculations. The key assumptions for the value-in-use calculations are those regarding the discount rates and expected order book and direct costs during the period. Management estimates discount rates using post-tax rates that reflect current market assessments of the time value of money and the risks specific to the cash generating units. Expected order book and direct costs are based on past practices and expectations of future changes in the market.

The Group has assessed the subsidiaries’ financial performance and based on the impairment testing, the carrying amount of the goodwill as at 31 December 2022 was lower than the recoverable amount.

16. Borrowings

Amount repayable in one year or less, or on demand

(RMB'000)	<u>As at 31 December 2022</u>		<u>As at 31 December 2021</u>	
	<u>Secured</u>	<u>Unsecured</u>	<u>Secured</u>	<u>Unsecured</u>
Borrowings	<u>918,485</u>	<u>-</u>	<u>594,006</u>	<u>-</u>

Amount repayable after one year

(RMB'000)	<u>As at 31 December 2022</u>		<u>As at 31 December 2021</u>	
	<u>Secured</u>	<u>Unsecured</u>	<u>Secured</u>	<u>Unsecured</u>
Borrowings	<u>2,424,490</u>	<u>-</u>	<u>2,142,726</u>	<u>-</u>

Details of any collaterals:

<u>Collaterals</u>	<u>31 December 2022</u>	<u>31 December 2021</u>
	<u>RMB'000</u>	<u>RMB'000</u>
Secured by building, land use rights, and service concession arrangement and equipment, pledged bank deposit of the subsidiary	2,780,128	2,146,456
Guaranteed by the subsidiary	288,000	268,500
Guaranteed by the company	<u>274,847</u>	<u>321,776</u>

17. Convertible Bonds

The Group's convertible bonds comprise a derivative liability component that is measured at fair value for financial reporting purposes. Management engages a third-party qualified valuer to perform the valuation and works closely with the valuer to determine the appropriate valuation techniques and inputs for the valuation. In estimating the fair value of the derivative liability component, market-observable data is used to the extent it is available. Where Level 1 inputs are not available, management establishes inputs that are appropriate to the circumstances.

	<u>Group and Company</u>	
	<u>As at 31 December 2022</u>	<u>As at 31 December 2021</u>
	<u>RMB'000</u>	<u>RMB'000</u>
Debt host liability component, at amortised cost	892,707	759,072
Derivative liability component, at fair value	-	150,655
Total	<u>892,707</u>	<u>909,727</u>

17. Convertible Bonds (Cont'd)

	Group and Company	
	As at 31	As at 31
	December 2022	December 2021
	RMB'000	RMB'000
<u>CB1</u>		
Nominal value of CB issued	757,856	757,856
Less: Transaction Costs	(26,342)	(26,342)
Net value of CB issued	731,514	731,514
Foreign exchange loss/(gain)	15,623	(45,836)
Cumulative interest accrued	512,727	447,993
Fair value gain on CB	(404,025)	(265,977)
Total	855,839	867,694
Less: Interest payables in accruals	(19,424)	(16,470)
Less: Interest paid to bondholders	(82,357)	(72,814)
Debt host and derivative liability component at end of year	754,058	778,410

	Group and Company	
	As at 31	As at 31
	December 2022	December 2021
	RMB'000	RMB'000
<u>CB2</u>		
Nominal value of CB issued	138,285	138,285
Less: Transaction Costs	(15,000)	(15,000)
Net value of CB issued	123,285	123,285
Foreign exchange loss/(gain)	1,976	(9,259)
Cumulative interest accrued	65,388	54,420
Fair value gain on CB	(38,871)	(26,264)
Total	151,778	142,182
Less: Interest payables in accruals	(3,393)	(2,864)
Less: Interest paid to bondholders	(9,736)	(8,001)
Debt host and derivative liability component at end of year	138,649	131,317

1d(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

	GROUP AND COMPANY	
	As at 31 December 2022	As at 31 December 2021
	<u>Number of ordinary shares</u>	
<u>Issued and fully paid up:</u>		
At the beginning of the financial year	795,686,142	791,848,142
Add: Exercise of share options during first quarter	-	2,500,000
Add: Exercise of share options during second quarter	-	1,338,000
At the end of the year	795,686,142	795,686,142
Total number of treasury shares	-	-
Total number of issued shares excluding treasury shares	795,686,142	795,686,142
Total number of issued shares	795,686,142	795,686,142

The number of shares held as treasury shares by the Company represents 0% (31 December 2022: 0%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) of the Company as at 31 December 2022.

Total number of shares that may be issued on conversion of all the outstanding convertibles

On 3 March 2017, the Company had completed the issuance of the first tranche convertible bonds of an aggregate principal amount of US\$ 110 million (“Tranche 1 Convertible Bonds” or “CB1s”) which are convertible into fully paid ordinary shares in the capital of the Company (which will potentially represent approximately 28.2% to 51.4% of share capital on a diluted basis) to Glory Sky Vision Limited (“Glory Sky”) (ultimately indirectly and beneficially owned by CDH Fund V, L. P. (“CDH”).

On 10 January 2018, Glory Sky transferred US\$ 60 million Convertible Bonds to DCP Capital Partners L.P. and DCP Group (together, “DCP”), as a result of which, DCP and CDH (each an “Investor” and collectively, the “Investors”) now hold US\$ 60 million and US\$ 50 million Convertible Bonds of the Company, respectively.

On 6 September 2018, the Company obtained shareholders’ approval for the issuance of a second tranche convertible bonds of an aggregate principal amount of US\$ 70 million (“Tranche 2 Convertible Bonds” or “CB2s”) and warrants exercisable at an aggregate amount of US\$ 30 million (the “Warrants”) to DCP and CDH to fund the Green Investments (“GI”) related business of the Company.

The Company and the Investors have entered into an amendment agreement (the “Amendment Agreement”) on 31 December 2020 to amend certain terms of the purchase agreements of the CB1s and CB2s. Accordingly, the maturity date of CB1s and CB2s which was initially on 3 March 2023, is elected by the Bondholders to be the 15th Business Day after the date on which the Issuer’s audited financial statements for 2022 are issued (for further details, please refer to the circular to shareholders that was released on 31 March 2021).

The Company shall issue up to 57,625,714 Warrants at the exercise price of S\$ 0.70 (if exercised before or on 31 December 2019) or S\$ 0.80 (if exercised between 1 January 2020 to 31 December 2020, both dates inclusive), based on an agreed fixed exchange rate S\$ 1.3446 to US\$ 1. Each Warrant carries the right to subscribe for one (1) common share in the capital of the Company if the Warrants were exercised (“Warrant Share(s”).

Subsequently on 15 October 2018, CB2s of an aggregate amount of US\$ 20 million and 16,464,490 Warrants were issued to Blue Starry and Glory Sky. On 21 December 2018, the remaining 35,281,049 Warrants and 5,880,175 Warrants were issued to Blue Starry and Glory Sky respectively. As of 31 December 2020, none of the Warrants has been exercised and all Warrants have expired on 31 December 2020.

Assuming that all the outstanding CB1s and CB2s have been converted at S\$ 0.50 and S\$ 0.60 respectively and that all the share options granted have been exercised as at 31 December 2022, the maximum number of shares that may be issued as at 31 December 2022 is 359,379,000 ordinary shares (31 December 2021: 359,379,000 ordinary shares). The fully diluted shares (including treasury shares) as at 31 December 2022 and 31 December 2021 were 1,154,156 and 1,152,803 ordinary shares respectively.

1d(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

	<u>As at 31 December 2022</u>	<u>As at 31 December 2021</u>
Total number of issued shares	795,686,142	795,686,142
Less: Total number of treasury shares	-	-
Total number of issued shares excluding treasury shares	795,686,142	795,686,142

1d(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

Not applicable.

1d(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

Not applicable.

2. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

These figures have neither been audited nor reviewed.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

The Group has consistently applied the same accounting policies and methods of computation in the Group's financial statements for the current reporting period and year compared with the audited financial statements for the year ended 31 December 2021.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of the change.

None.

6. Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends:

(a) Based on the weighted average number of ordinary shares on issue; and

	Actual (WITH financial effects of Convertible Bonds)			
	Six months ended		Full year ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
<u>From continuing and discontinued operations:</u>				
Net profit attributable to equity holders of the Group (RMB'000)	23,364	309,940	138,799	816,199
Weighted average number of ordinary shares outstanding ('000)	795,686	793,886	795,686	793,886
/Earnings per share – basic (RMB cents)	2.94	39.04	17.44	102.81
<u>From continuing operations:</u>				
Net profit attributable to equity holders of the Group (RMB'000)	23,364	308,012	138,799	789,760
Weighted average number of ordinary shares outstanding ('000)	795,686	793,886	795,686	793,886
Earnings per share – basic (RMB cents)	2.94	38.80	17.44	99.48
	Actual (WITHOUT financial effects of Convertible Bonds)			
	Six months ended		Full year ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
<u>From continuing and discontinued operations:</u>				
Net profit/(loss) attributable to equity holders of the Group (RMB'000)	64,038	(181,857)	136,540	420,680
Weighted average number of ordinary shares outstanding ('000)	795,686	793,886	795,686	793,886
Earnings/(Loss) per share – basic (RMB cents)	8.05	(22.91)	17.15	52.99
<u>From continuing operations:</u>				
Net profit/(loss) attributable to equity holders of the Group (RMB'000)	64,038	(183,785)	136,540	394,241
Weighted average number of ordinary shares outstanding ('000)	795,686	793,886	795,686	793,886
Earnings/(Loss) per share – basic (RMB cents)	8.05	(23.15)	17.15	49.66

Basic earnings per share for six months and full year ended 31 December 2022 and 31 December 2021 have been calculated based on the weighted average number of ordinary shares issued at 795,686,142 and 793,885,649 ordinary shares respectively.

6(b) On a fully diluted basis (detailing any adjustments made to the earnings)

	Actual (WITH financial effects of Convertible Bonds)			
	Six months ended		Full year ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
<u>From continuing and discontinued operations:</u>				
Net profit/(loss) attributable to equity holders of the Group (RMB'000)	23,364	(181,857)	136,540	420,680
Weighted average number of ordinary shares outstanding ('000)	795,968	1,152,074	1,154,156	1,152,803
Earnings/(Loss) per share – diluted (RMB cents)	2.94	(15.79)	11.83	36.49
<u>From continuing operations:</u>				
Net profit/(loss) attributable to equity holders of the Group (RMB'000)	23,364	(183,785)	136,540	394,241
Weighted average number of ordinary shares outstanding ('000)	795,968	1,152,074	1,154,156	1,152,803
Earnings/(Loss) per share – diluted (RMB cents)	2.94	(15.95)	11.83	34.20
Actual (WITHOUT financial effects of Convertible Bonds)				
	Six months ended		Full year ended	
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
<u>From continuing and discontinued operations:</u>				
Net profit/(loss) attributable to equity holders of the Group (RMB'000)	64,038	(181,857)	136,540	420,680
Weighted average number of ordinary shares outstanding ('000)	795,968	793,886	795,968	794,615
Earnings/(Loss) per share – diluted (RMB cents)	8.05	(22.91)	17.15	52.94
<u>From continuing operations:</u>				
Net profit/(loss) attributable to equity holders of the Group (RMB'000)	64,038	(183,785)	136,540	394,241
Weighted average number of ordinary shares outstanding ('000)	795,968	793,886	795,968	794,615
Earnings/(Loss) per share – diluted (RMB cents)	8.05	(23.15)	17.15	49.61

Diluted earnings per share for the above periods have been calculated by assuming the outstanding convertibles have been converted at S\$ 0.50 and S\$ 0.60 based on exercise prices of convertible bonds issued on 3 March 2017 and 15 October 2018 respectively, and that all share options granted have been exercised as at 31 December 2022. The warrants issued along with the CB2s have expired on 31 December 2020.

7. **Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:**
- (a) **current financial period reported on; and**
- (b) **immediately preceding financial year.**

	Group			
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
	<i>(WITH financial effects of Convertible Bonds)</i>		<i>(WITHOUT financial effects of Convertible Bonds)</i>	
Net asset value per share (RMB cents)	257.62	234.24	276.83	253.73

	Company			
	31 December 2022	31 December 2021	31 December 2022	31 December 2021
	<i>(WITH financial effects of Convertible Bonds)</i>		<i>(WITHOUT financial effects of Convertible Bonds)</i>	
Net asset value per share (RMB cents)	3.12	5.20	22.33	24.69

The net asset value per share for 31 December 2022 and 31 December 2021 have been computed based on shareholders' equity as at these dates and the existing share capital of 795,686,142 ordinary shares as at 31 December 2022 and 31 December 2021 respectively.

8. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:**
- (a) **Any significant factors that affected the turnover, costs and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and**

The Group's performance for the full year ended 31 December 2022 ("FY2022") as compared to that of the full year ended 31 December 2021 ("FY2021")

Based on actual financial performance WITH financial effects of Convertible Bonds

Revenue

The Group's revenue from continuing operations related to revenue generated from GI business. The revenue of GI business increased by approximately RMB 519.1 million or 17.7% from RMB 2,929.5 million in FY2021 to RMB 3,448.6 million in FY2022, which were mainly contributed by:

- Increased steam sales volume and greater activities from expansion of existing customers' already-resilient businesses for existing plants; and
- The rise in sales price of industrial steam based on the price adjustment mechanism.

The above-mentioned factors were offset by:

- A decrease in the construction service revenue from service concession arrangements in accordance with IFRIC 12 Service Concession Arrangements due to the completion of BOT projects in FY2022.

Gross Profit

Gross profit from continuing operations increased from RMB 328.0 million in FY2021 to RMB 513.1 million in FY2022 by approximately RMB 185.1 million or 56.4% which was in line with revenue growth.

Profit Before Income Tax from Continuing Operations

Profit before tax from continuing operations decreased by RMB 807.8 million or 77.6% from RMB 1,040.9 million in FY2021 to RMB 233.1 million in FY2022. The decrease was mainly attributable to the following factors:

- (a) Decrease in gain on disposal of subsidiaries of RMB 921.5 million or 98.6% from RMB 934.3 million in FY2021 to RMB 12.8 million in FY2022, mainly due to the disposal of M&S business of RMB 934.3 million in FY2021;
- (b) Decrease in fair value gain on Convertible Bonds of RMB 335.6 million or 69.0% from RMB 486.2 million in FY2021 to RMB 150.7 million in FY2022, due to the change in zero percent probability of conversion since the Convertible Bonds are maturing in April 2023, and decrease in share price during the financial period from 1 January 2021 to 31 December 2022;
- (c) Decrease in other operating income of RMB 103.1 million from RMB 125.5 million in FY2021 to RMB 22.4 million in FY2022, mainly contributed by compensation received from local government for mandatory relocation plan of RMB 66.0 million and waiver of payable owed to a third-party supplier of RMB 23.0 million in FY2021;
- (d) Increase in foreign exchange loss of RMB 90.0 million from a gain of RMB 17.7 million in FY2021 to a loss of RMB 72.3 million in FY2022, mainly due to the higher appreciation of US dollar against RMB for the USD Convertible Bonds compared to the same period last year; and
- (e) Increase in selling and distribution expenses of RMB 20.4 million from RMB 40.0 million in FY2021 to RMB 60.4 million in FY2022, due to the increase in sales commission in FY2022 resulting from the increase in sales volume.

The above-mentioned factors were offset by:

- (a) Decrease in finance costs of RMB 406.1 million from RMB 638.6 million in FY2021 to RMB 232.5 million in FY2022, mainly from payment of excess cash dividend to Convertible Bond holders of RMB 403.3 million in FY2021;
- (b) Decrease in administrative expenses of RMB 38.4 million from RMB 131.3 million in FY2021 to RMB 92.9 million in FY2022, mainly due to transaction fees incurred on disposal of M&S business of RMB 42.0 million in FY2021; and

Income Tax Expense for Continuing Operations

The income tax expense for continuing operations decreased by RMB 195.6 million or 80.9% from RMB 241.9 million in FY2021 to RMB 46.3 million in FY2022, which was primarily due to PRC withholding tax of RMB 208.9 million relating to the disposal of discontinued operations in FY2021.

Profit for the Financial Year - Continuing Operations

As a result of the above, the net profit from continuing operations decreased by RMB 612.2 million or 76.6% from RMB 799.0 million in FY2021 to RMB 186.8 million in FY2022. Excluding (1) gain on disposal of M&S segment of RMB 934.3 million, (2) adding back the excess cash dividends paid to bondholders of RMB 403.3 million, (3) adding back the transaction costs incurred after tax of RMB 41.1 million relating to the disposal of discontinued operations, (4) adding back the withholding tax and stamp tax of RMB 208.9 million, the net profit from continuing operations for FY2021 was RMB 518.0 million.

Profit for the Financial Year – Discontinued Operations

On 16 April 2021, the Group had completed the disposal of the entire M&S business to the Purchaser. As there are no major transactions between 16 April 2021 and 30 April 2021, the accounting cut-off date for the Disposal was taken as 30 April 2021. Hence, the results of operations for M&S business in FY2022 was nil.

Total Profit for the Financial Year

As a result of the above, the Group's net profit attributable to the equity holders decreased by RMB 677.4 million or 83.0% from RMB 816.2 million in FY2021 to RMB 138.8 million in FY2022.

- (b) **Any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.**

Review of the Group's Financial Position

Based on the statement of financial position WITH financial effects of Convertible Bonds

The Group's total current assets increased by approximately RMB 559.7 million or 40.9% from RMB 1,367.6 million as at 31 December 2021 to RMB 1,927.3 million as at 31 December 2022. The increase was mainly due to:

- (a) Increase in cash and cash equivalents of RMB 186.9 million, mainly due to the cash generated from financing activities, which was offset by the usage of funds for Build-Operate-Transfer ("BOT") and GI projects;
- (b) Increase in pledged bank deposits of RMB 68.0 million as more collaterals were required for the credit facilities granted;
- (c) Increase in trade receivables and contract assets of RMB 215.3 million mainly from the increased sales leading to an aggregate increase in trade receivables from third parties and retention receivables in fourth quarter of the year.

Approximately 91.7% and 39.6% of the trade receivables at 31 December 2021 and 31 December 2022 respectively were collected as at 31 January 2023. Most of the trade receivables are due from customers that are state-owned enterprises. Overall, the Group's customers are credit worthy. Loss allowances for trade receivables and contract assets are based on the expected credit loss model estimated by reference to past default experience of debtors, including historical and forward-looking information.

Collection efforts have been consistently maintained by the management through constant reminder to customers on their obligation including seeking legal action if necessary; and

- (d) Increase in financial assets at fair value through other comprehensive income of RMB 47.4 million resulting mainly from addition in notes receivables held by the GI business.

The Group's total non-current assets increased by RMB 491.1 million or 9.4% from RMB 5,250.2 million as at 31 December 2021 to RMB 5,741.3 million as at 31 December 2022. The increase was mainly due to:

- (a) Increase in intangible assets of RMB 487.8 million due to increase in construction progress relating to Shantou phase 2, Xinjiang projects on hand as at 31 December 2022; and
- (b) Increase in cost of investment in associates of RMB 33.1 million primarily resulting from investment on Jining phase 2 of RMB 21.0 million and a joint venture to supply industrial steam using general solid waste.

The Group's total current liabilities increased by RMB 1,487.9 million or 100.8% from RMB 1,476.5 million as at 31 December 2021 to RMB 2,964.4 million as at 31 December 2022, mainly due to the following:

- (a) Increase in Convertible Bonds of RMB 892.7 million due to the reclassification of Convertible Bonds from non-current liabilities which is expiring within one year. *Please refer to Section 8 Financial Effects of Convertible Bonds;*
- (b) Increase in trade payables and contract liabilities of RMB 137.6 million as in line with the revenue growth;
- (c) Increase in other payables of RMB 157.8 million due to construction payables for BOT projects and receipt of government subsidies for on-going construction projects which will be recognised as revenue once the constructions are completed; and
- (d) Increase in short-term borrowings of RMB 324.5 million due to replenishment of working capital for GI business.

The Group's total non-current liabilities decreased by approximately RMB 623.1 million or 19.0% from RMB 3,277.5 million as at 31 December 2021 to RMB 2,654.4 million as at 31 December 2022. The decrease was due to:

- (a) Decrease in Convertible Bonds of RMB 909.7 million due to the reclassification of Convertible Bonds from non-current liabilities which is expiring within one year.

The above-mentioned factor was offset by:

- (a) Increase in long-term borrowings of RMB 281.8 million due primarily to the financing for the BOT projects of Xinjiang, Shantou etc.

Review of the Group's cash flow statement for the financial year ended 31 December 2022

Based on the cash flow statement WITH financial effects of Convertible Bonds

Net cash generated from operating activities amounted to approximately RMB 305.2 million in FY2022, primarily due to the following factors:

- (a) Increased working capital requirements due to the increase in trade receivables of RMB 216.9 million, increase in financial assets at fair value through other comprehensive income of RMB 47.9 million, decrease in other receivables and prepayments of RMB 11.5 million, increase in inventories of RMB 52.6 million and increase in trade payables and contract liabilities of RMB 245.4 million; and
- (b) Interest and tax paid of RMB 215.7 million in aggregate.

Net cash used in investing activities amounted to RMB 624.7 million mainly due to the purchase of property, plant and equipment of RMB 61.3 million, prepayment on BOT projects of RMB 56.7 million, expenditure on intangible assets of RMB 475.0 million and investment in associate of RMB 31.5 million.

Net cash from financing activities amounted to RMB 506.2 million due to proceeds from banks of RMB 1,635.1 million, offset by repayment of bank loans of RMB 1,028.8 million, refund of pledged bank deposits of RMB 65.0 million and interest paid of RMB 33.6 million.

Use of Proceeds from Convertible Bonds

On 3 March 2017, the Company completed the issuance of first tranche convertible bonds with an aggregate principal amount of US\$ 110 million (“Tranche 1 Convertible Bonds” or “CB1s”), which are convertible into fully paid ordinary shares in the capital of the Company to Glory Sky Vision Limited (“Glory Sky”, ultimately indirectly and beneficially owned by CDH Fund V, L.P.).

On 10 January 2018, Glory Sky transferred US\$ 60 million in principal amount of CB1s to DCP as a result of which, DCP and CDH (each an “Investor” and collectively, the “Investors”) holds US\$ 60 million and US\$ 50 million of CB1s of the Company, respectively.

On 6 September 2018, the Company obtained shareholders’ approval for the issuance of a second tranche of convertible bonds with an aggregate principal amount of US\$ 70 million (“Tranche 2 Convertible Bonds or “CB2s”) and warrants with an aggregate exercisable amount of US\$ 30 million (the “Warrants”) to DCP and CDH to fund the GI related business of the Company. The net proceeds raised from the issuance of CB1s is approximately US\$ 106.2 million after deducting transaction expenses of US\$ 3.8 million, while net proceeds from the issuance of CB2s is expected to be approximately US\$ 67.6 million after the CB2s are fully issued to the Investors, after deducting transaction expenses of approximately US\$ 2.4 million.

Subsequently, the Company completed the issuance of CB2s with an aggregate principal amount of US\$ 20 million on 15 October 2018 and completed the issuance of 57,625,714 Warrants on 21 December 2018. As at 31 December 2020, all 57,625,714 Warrants expired unexercised and ceased to be valid for any purpose. To-date, the Company’s completed issuance of Convertible Bonds (both Tranche 1 and Tranche 2) is an aggregate principal amount of US\$ 130 million, and the net proceeds raised from the issuance of Convertible Bonds is US\$ 123.8 million.

The net proceeds have been and will be utilised for the expansion and further investment into Green Investments business, including by way of BOT/BOO/TOT models of centralised steam and electricity projects and other environmental protection related projects. As at 31 January 2023, the Company has utilised an aggregate of US\$ 123.8 million of the net proceeds from Convertible Bonds as per the schedule at the following page.

Use of Proceeds from Convertible Bonds

Project	Use of Convertible Bonds Proceeds	Amount
Shantou	Project construction and equipment procurement	US\$ 20.4 million (approximately RMB 132.6 million)
Liutuan	Registered capital	US\$ 0.8 million (approximately RMB 5.2 million)
Jining JVC	Installation of steam distribution pipeline	US\$ 1.6 million (approximately RMB 10.3 million)
Xinjiang	Registered capital	US\$ 1.4 million (approximately RMB 9.0 million)
Yingtian ⁽¹⁾	Registered capital	US\$ 0.1 million (approximately RMB 0.5 million)
Shandong Yangguang Institute	Purchase consideration of the acquisition	US\$ 4.3 million (approximately RMB 28.0 million)
Xinyuan Thermal Power	Purchase consideration of the acquisition	US\$ 13.1 million (approximately RMB 85.0 million)
Xintai Zhengda Thermoelectric	Purchase consideration of the acquisition and construction of new facilities	US\$ 22.0 million (approximately RMB 145.0 million)
Yongxing Thermal Power	Purchase consideration of the acquisition	US\$ 50.2 million (approximately RMB 325.5 million)
General	Administrative and general expenses for business expansion of Green Investment related business	US\$ 9.9 million (approximately RMB 64.6 million) ⁽²⁾
Total Convertible Bonds Proceeds utilised		US\$ 123.8 million (approximately RMB 805.7 million)

*Note:

(1) Yingtian Sunpower Clean Energy Co., Ltd. was cancelled after the comprehensive evaluation of the Company.

(2) It consists of (a) RMB42.7 million of remuneration for the development and management teams of GI; (b) RMB20.3 million of pre-development expenses of GI projects, such as costs expended for pre-investment due diligence activities, including project inspection, valuation and audit fees, communication costs and travel expenses etc; (c) RMB1.5 million of purchase of fixed assets for development teams of GI business; and (d) RMB0.1 million of stamp duties for applicable GI transactions.

(3) The exchange rate is based on the actual settlement conditions.

Each of the above utilisation of the proceeds from the Convertible Bonds is consistent with the intended use as disclosed in the Company's circular to shareholders.

Use of Proceeds from Disposal of M&S Business

The Company announced the proposed disposal of the M&S business on 31 December 2020. On 16 April 2021, the proposed disposal was approved by shareholders of the Company at a Special General Meeting.

On 21 May 2021 and 2 July 2021, the Company announced that it has received the Tranche 1 and Tranche 2 Consideration of RMB 1,603.0 million and RMB 687.0 million respectively, for an aggregate amount of RMB 2,290.0 million. After accounting for the expenses incurred by the Company in connection with the disposal, including capital gains tax and stamp duties, of RMB 208.9 million and project adviser fees of RMB 56.7 million, the net proceeds from the proposed disposal of the M&S were RMB 2,024 million.

Unless otherwise defined, all capitalised terms and references used herein shall bear the same meaning ascribed to them in the circular to shareholders dated 3 May 2021.

As of 31 January 2023	Use of Proceeds (RMB'000)
Proposed Special Dividend	(925,144) ⁽¹⁾
Bondholder's Special Dividend	(403,316) ⁽¹⁾⁽²⁾
Capital expenditure on existing projects	(492,521)
Feedstock procurement for operation	(79,943)
Construction costs due	(114,585)
Subtotal of net disposal proceeds used	(2,015,509)
Use of Proceeds balance	8,945

Note:

- (1) On 18 June 2021 and 21 July 2021, a Special Dividend of RMB 925.1 million and RMB 403.3 million was paid to the shareholders and bondholders of the Company respectively.
- (2) Based on the actual exchange rate utilised by the Company to exchange RMB into USD.

Use of Proceeds from Placement of Treasury Shares

On 19 May 2021, the Shareholders in a Special General Meeting approved the proposed placement of 2,542,000 treasury shares (the "Placement Shares") to the Placees at a price of S\$0.368 for each Placement Share, on and subject to the terms of the Placement Letters (the "Proposed Placement"), as stated in the circular to shareholders dated 3 May 2021 (the "Circular").

On 1 June 2021, the Company allotted and issued a total of 2,542,000 treasury shares, being the aggregate number of Placement Shares, to the Placees in the proportion set out in Paragraph 2.4 of the Circular.

The gross proceeds arising from the Proposed Placement are S\$935,456.00, while the amount of actual net proceeds from the Proposed Placement are S\$845,096.37 (the “Net Proceeds”), after deducting expenses of S\$90,359.63 comprising (a) legal and regulatory fees and (b) miscellaneous expenses.

Unless otherwise defined, all capitalised terms and references used herein shall bear the same meaning ascribed to them in the Circular.

As at 31 January 2023, the Net Proceeds have been fully used for procurement of raw materials required for operation of GI plants.

Financial Effects of Convertible Bonds

Convertible Bonds were issued on 3 March 2017 and 15 October 2018 with the carrying amount of the Convertible Bonds currently stated at fair value as at 31 March 2017 and 15 October 2018 respectively. In accordance with SFRS(I), the financial effects on profit or loss associated with the issuance of compound financial instruments are as follows: (i) fair value change arising from fair valuation relating to the conversion option and (ii) amortised interest charge relating to the amortised cost liability component of the Convertible Bonds. The fair value change is an accounting treatment arising from the compliance with the accounting standards and has no cash flow effect and no financial impact on the performance targets in relation to the Convertible Bonds as stipulated in the Convertible Bonds Agreement stated in the circular dated 13 February 2017 and 21 August 2018 respectively.

The fair value change of the Convertible Bonds and the related financial effects to the statement of profit or loss and other statements have no operational effects to the financial performance of the Group. Financial effects of Convertible Bonds consist of unrealised foreign exchange translation, amortised interest expense (inclusive of interest charges) and fair value gain/(loss) of Convertible Bonds. Excluding the financial effects of the Convertible Bonds, total net profit attributable to equity holders of the Company decreased by RMB 284.1 million or 67.5% from net profit of RMB 420.7 million in FY2021 to net profit of RMB 136.6 million in FY2022.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

There is no variance between the actual results and the forecast, or prospect statement previously disclosed to shareholders.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

2022 was the most challenging year ever for Sunpower since the inception of the GI business. Several *force majeure* events affected business operations during the year. The pandemic broke out and spread through the country from the beginning of the year, culminating in the lifting of pandemic control and prevention measures at the end of the year. The geopolitical conflict which broke out in February set off a global energy crisis, caused energy prices to soar globally¹. Further, other related events including power curtailment² due to extreme high temperature³ also took place in 2022. As a result, the operations of the GI projects and their customers were affected throughout the year.

Despite these challenges, demand for steam remained strong and growing. Total steam sales volume rose 9.5% YoY to 8.68 million tons in FY2022, due mainly to the Group's proven business model that is based on exclusive long-term operating concessions and extensive networks of pipelines that enhance its de facto exclusivity to supply clean steam, an essential and non-discretionary input product, to a captive diversified industrial customer base in economically strong areas of China.

Meanwhile, GI recurring revenue⁴ rose 38.9% YoY to RMB2.88 billion, faster than the growth in steam sales volume, mainly due to the significant rise in steam price based on the price adjustment mechanism. Further, GI project profitability improved on the back of the strong demand for industrial steam, the execution of the price adjustment mechanism and the Mitigation Measures⁵. GI recurring EBITDA⁶ rose 32.8% YoY to RMB598.0 million, while GI recurring PATMI⁷ grew 31.2% YoY to RMB158.2 million. Operating cash flow of the GI projects⁸ rose 43.0% YoY to RMB 364.1 million.

Group revenue from continuing operations rose 17.7% YoY to RMB3.45 billion in FY2022 due to the continued ramp-up of the GI business and contributions from services for BOT projects, including EPC services, which are provided by the Group, recognised under IFRIC 12 Service

¹ <https://www.iea.org/commentaries/what-does-the-current-global-energy-crisis-mean-for-energy-investment>

² <https://cj.sina.com.cn/articles/view/1296119181/4d41358d02701348f>

³ <https://baijiahao.baidu.com/s?id=1741379676835456487&wfr=spider&for=pc>

⁴ GI recurring revenue refers to recurring revenue generated by the GI business, including commission fees recognised in accordance with *SFRS(I) INT15*. It excludes one-time contributions from services for BOT projects, including EPC services, that are performed by the Group's internal project management department, recognised under *IFRIC 12 Service Concession Arrangements*.

⁵ Refer to the 1Q 2022 earnings release dated 15 May 2022 for more information.

⁶ GI recurring EBITDA refers to the recurring Earnings before Interest, Tax, Depreciation and Amortisation of the GI Business. It excludes gains or costs incurred by way of the Manufacturing & Services (M&S) business disposal such as excess cash dividends, gain on disposal, withholding tax, etc. in 2021; one-time contributions from services for BOT projects, including EPC services, that are provided by the Group's internal project management department, recognised under *IFRIC 12 Service Concession Arrangements*; as well as expenses incurred by the Company that are not related to the running of the GI Business, such as listing-related expenses and remuneration of the employees at the group level, etc., which reflects the operating results of the GI business.

⁷ GI recurring PATMI refers to the recurring Profit After Tax and Minority Interests of the GI Business which reflects the profit of the GI business attributable to the Group. It excludes gains or costs incurred by way of the M&S disposal such as excess cash dividends, gain on disposal, withholding tax, etc. in 2021; one-time revenue contributions from services for BOT projects, including EPC services, that are provided by the Group's internal project management department, recognised under *IFRIC 12 Service Concession Arrangements*; and expenses incurred by the Company that are not related to the running of the GI Business, such as listing-related expenses and employee remuneration at the group level, etc.

⁸ GI operating cashflow refers to cashflow generated by operating activities of the GI Business.

Concession Arrangements. Profit for the period from continuing operations, net of tax, without financial effects of Convertible Bonds⁹, was RMB184.5 million in FY2022.

As at early 2023, the overall pandemic situation has entered a low level¹⁰ and the Covid-19 virus has been classified as a normal seasonal flu by certain countries.¹¹ Further, pressure on European energy prices has eased as the geopolitical risk premium declines.¹² In addition, following the 20th National Congress, the government is strongly determined to drive an economic recovery with consumption as the main driver¹³. Further, President Xi in the 1st Central Economic Working Conference required domestic focus on improving the capacity of energy and resource security and promoting the green social development.¹⁴

Barring unforeseen circumstances, the Group expects the business trends summarised below to benefit its business in FY2023:

Continued ramp-up and enhancement of each existing GI plant, namely:

- Continued ramp-up of 10 existing projects in operation, driven by the mandatory location and/or relocation of new factories into industrial parks, expansion of coverage area, and/or organic growth of customers and industrial parks.
- Expansion of capacity of certain existing plants, namely Yongxing Project's solid waste JV plant, launch of Shantou Project Phase 2, Jining Project Phase 2, and Shanxi Xinjiang Project.

Continued execution of holistic strategy to further enhance profitability, namely:

- Leverage the price formation mechanism that links feedstock costs to steam prices for more flexibility in raising steam prices.
- Continue to deploy the mitigation measures¹⁵ and differentiation strategies¹⁶.
- Explore new business opportunities in the medium to long term.

Update on negotiations pertaining to Convertible Bonds

The Company has issued US\$130 million of Convertible Bonds ("CBs"). The maturity date of the CBs, as elected by the Bondholders, is currently envisaged to be on or around 17 April 2023, which is the 15th business day after the FY2022 audited financial statements are issued. The Company is currently in advanced negotiations to extend the maturity date by 2 years to April 2025. The extension involves additional requirements including conditions and amendments to other commercial terms on which parties are working with best efforts and cooperation to reach mutual

⁹ "Profit for the period from continuing operations, net of tax" in the "WITHOUT financial effects of Convertible Bonds and Warrants" column of the P&L statement, which adjusts "Profit for the period from continuing operations, net of tax" in the "WITH financial effects of Convertible Bonds and Warrants" column for amortised interest expenses, fair value adjustments and foreign exchange gains or losses associated with the Convertible Bonds and Warrants.

¹⁰ <https://www.channelnewsasia.com/asia/china-says-covid-19-situation-low-level-after-chinese-new-year-holiday-3241321>

¹¹ <https://www.moh.gov.sg/news-highlights/details/singapore-to-exit-acute-phase-of-pandemic>

¹² <https://www.spglobal.com/commodityinsights/en/market-insights/latest-news/natural-gas/011723-ec-president-von-der-leyen-lauds-speed-of-european-gas-price-fall>

¹³ <https://www.globaltimes.cn/page/202301/1284379.shtml>

¹⁴ https://mp.weixin.qq.com/s?__biz=MzAwMzE4MDY3NQ==&mid=2675897130&idx=1&sn=80b013b0ab3b5fc55c2435f0d68c91&chksm=81b542c6b6c2cbd0c75aea79085ce41ec80d1a5bb9d6363c6cab6f5ded5ae3d9d661d3931510&scene=27

¹⁵ Refer to the IQ 2022 earnings release dated 15 May 2022 for more information

¹⁶ Refer to the 2Q 2022 earnings release dated 11 August 2022 for more information.

agreement. There is no assurance at this time that the final agreement may be reached. The Company will provide further updates in due course.

11. If a decision regarding dividend has been made:

(a) Whether an interim (final) ordinary dividend has been declared (recommended)

A first and final ordinary dividend has been recommended.

(b) (i) Amount per share in cents

(ii) Previous corresponding period in cents

	<u>FY2022</u>	<u>FY2021</u>
Dividend Amount Per Share:	S\$ 0.0013 per ordinary share	S\$ 0.2412 per ordinary share
Par Value:	US\$ 0.01	US\$ 0.01
Dividend Type:	Cash	Cash

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

The dividend is tax exempt and is not taxable in the hands of shareholders.

(d) The date the dividend is payable.

To be announced later.

(e) The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.

To be announced later.

12. If no dividend has been declared (recommended), a statement to that effect and the reason(s) for the decision.

Not applicable.

13. If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920 (1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Group has obtained a general mandate from shareholders for IPTs. The IPT mandate shall continue in force until the conclusion of the next annual general meeting in the calendar year 2023. The IPTs for the full year ended 31 December 2022 are outlined as follows:

Name of Entity At Risk	Name of Interested Person	Nature of Relationship	Nature of Transaction	FY2022	
				Aggregate value of all interested person transactions for the full year ended 31 December 2022 (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) RMB'000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of the Listing Manual for the full year ended 31 December 2022 (excluding transactions less than \$100,000) RMB'000
Jiangsu Sunpower Clean Energy Co., Ltd.	Jiangsu Sunpower Technology Co., Ltd.	Associate of controlling shareholders	Lease of office buildings	-	2,147
Hebei Changrun Environmental Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.	Associate of controlling shareholders	Equipment cost for utility facilities for EPC	-	1,458
Xuzhou Sunpower Clean Energy Co., Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.	Associate of controlling shareholders	Construction work for PC Contract Industrial Steam Pipeline Project	-	13,466
Changshu Suyuan Thermal Power Co., Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.	Associate of controlling shareholders	Construction work for Pipeline and Condensation Recovery Project	-	2,777
Lianshui Sunpower Clean Energy Co., Ltd	Jiangsu Sunpower Technology Co., Ltd	Associate of controlling shareholders	Construction work for Industrial Steam Pipeline Project	-	889

Name of Entity At Risk	Name of Interested Person	Nature of Relationship	Nature of Transaction	FY2022	
				Aggregate value of all interested person transactions for the full year ended 31 December 2022 (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) RMB'000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of the Listing Manual for the full year ended 31 December 2022 (excluding transactions less than \$100,000) RMB'000
Jiangsu Sunpower Clean Energy Co., Ltd.	<p>Jiangsu Sunpower Pressure Vessels Equipment Manufacturing Co., Ltd. (Jiangning branch)</p> <p><u>AND</u></p> <p>Sunpower Technology (Jiangsu) Co., Ltd.</p> <p><u>AND</u></p> <p>Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.</p> <p><u>AND</u></p> <p>Jiangsu Sunpower Technology Co., Ltd.</p> <p><u>AND</u></p> <p>Nanjing Shengnuo Heat Pipe Co.,Ltd.</p>	Associate of controlling shareholders	Fee received for providing catering services in staff canteen	5,066	-

Voluntary Disclosure - Non-IPT for the full year ended 31 December 2022 as these contracts entered with respective parties were signed prior to 30 April 2021 (Disposal of MS segment):

Name of Entity At Risk	Name of non-Interested Person	Nature of Relationship	Nature of Transaction	Aggregate value of all non-interested person transactions for the full year ended 31 December 2022 (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) RMB'000
Shantou Sunpower Keying Thermal Power Co., Ltd.	Shandong Yangguang Engineering Design Institute Co., Ltd.	Associate of controlling shareholders	Construction fee paid for Engineering, Procurement and Construction ("EPC") contract	212,860
Hebei Changrun Environmental Ltd.	Shandong Yangguang Engineering Design Institute Co., Ltd.	Associate of controlling shareholders	Equipment cost paid for waste heat utilisation project	1,225
Hebei Changrun Environmental Ltd.	Shandong Yangguang Engineering Design Institute Co., Ltd.	Associate of controlling shareholders	Construction fee paid for steam pipe network project	12,099
Hebei Changrun Environmental Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.	Associate of controlling shareholders	Construction fee paid for EPC contract	526
Hebei Changrun Environmental Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.	Associate of controlling shareholders	Construction fee paid for heating engineering project	17,166
Xinjiang Sunpower Clean Energy Co., Ltd.	Shandong Yangguang Engineering Design Institute Co., Ltd.	Associate of controlling shareholders	Construction fee paid for EPC contract	92,947
Xinjiang Sunpower Clean Energy Co., Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.	Associate of controlling shareholders	Construction fee paid for EPC contract	10,834

Name of Entity At Risk	Name of non-Interested Person	Nature of Relationship	Nature of Transaction	Aggregate value of all non-interested person transactions for the full year ended 31 December 2022 (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) RMB'000
Xintai Zhengda Thermoelectric Co., Ltd.	Shandong Yangguang Engineering Design Institute Co., Ltd.	Associate of controlling shareholders	Equipment cost paid for EPC contract	1,173
Xintai Zhengda Thermoelectric Co., Ltd.	Shandong Yangguang Engineering Design Institute Co., Ltd.	Associate of controlling shareholders	Construction fee paid for EPC contract	1,792
Xintai Zhengda Thermoelectric Co., Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd. <u>AND</u> Shandong Yangguang Engineering Design Institute Co., Ltd.	Associate of controlling shareholders	Construction fee paid for EPC contract	40,720
Xintai Zhengda Thermoelectric Co., Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.	Associate of controlling shareholders	Construction fee paid for EPC Contract Industrial Steam Pipeline Project	6,768
Qingdao Xinyuan Thermal Power Co., Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.	Associate of controlling shareholders	Construction fee paid for heat engineering project	38,483
Zhangjiagang Yongxing Thermal Power Co., Ltd.	Jiangsu Sunpower Pipe-Line Engineering Technology Co., Ltd.	Associate of controlling shareholders	Construction fee paid for EPC contract	1,029

Note:

On 26 July 2022, Jiangsu Sunpower Pipe-line Engineering Technology Co., Ltd. (the "pipeline company") has been disposed by Sunpower Technology (Jiangsu) Co., Ltd. to unrelated third parties, which are not interested person of the Group. As a result, transactions entered between the Group and the pipeline company on and from 26 July 2022 are no longer interested person transactions within the meaning of Chapter 9 of the Listing Manual

14. Negative confirmation pursuant to Rule 705(5). (Not required for announcement on full year results)

Not applicable.

15. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rules 720(1).

The Company has obtained undertakings from all directors and executive officers.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

16. **Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.**

Please refer to Note 4 and 5 of Notes to Condensed Interim Financial Statements.

17. **In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.**

Please refer to Note 8 of Notes to Condensed Interim Financial Statements.

18. **A breakdown of sales**

	Group		% change
	2022	2021	
	RMB'000	RMB'000	
(a) Sales reported for first half year	1,519,364	924,332	6.4%
(b) Operating profit after tax before deducting non-controlling interests reported for first half year	134,537	519,017	(74.1)%
(c) Sales reported for second half year	1,929,242	2,005,202	(3.8)%
(d) Operating profit after tax before deducting non-controlling interests reported for second half year	52,259	307,547	(83.0)%

19. **A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year.**

(a) Ordinary

	FY2022		FY2021	
	S\$	RMB	S\$	RMB
Final tax-exempt dividend paid per share	0.0013	0.0067	0.2442	1.1771
Number of shares	795,686,142	795,686,142	795,686,142	795,686,142
Total	1,034,392	5,331,097	194,306,556	936,609,000

(b) Preference

Not applicable.

(c) Total

Please refer to paragraph 19(a).

20. **Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(10). If there are no such persons, the issuer must make an appropriate negative statement.**

Pursuant to Rule 704(10) of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Company wishes to advise that none of the persons occupying managerial positions in the Company or any of its principal subsidiaries are related to a director, chief executive officer or substantial shareholder of the Company.

For and on behalf of the
Board of Directors of
SUNPOWER GROUP LTD.

Ma Ming
Executive Director and Chief Executive Officer

Yang Zheng
Lead Independent Director

BY ORDER OF THE BOARD

Ma Ming
Executive Director and Chief Executive Officer

26 February 2023