上海实业环境控股有限公司
SIIC ENVIRONMENT HOLDINGS LTD.

SIIC ENVIRONMENT HOLDINGS LTD.
上海實業環境控股有限公司

(Incorporated in the Republic of Singapore with limited liability) (於新加坡共和國註冊成立的有限公司)

Stock Code 股份代號：807.HK/BHK.SG



新時代
NEW ERA
2017 年年報
Annual Report

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CORPORATE MISSION
公司使命

Backed by an established corporate track record, technological excellence and strong mergers and acquisitions capabilities, SIIC Environment envisages itself as a leading investor and operator in the environmental industry in the People's Republic of China. In the pursuit of company growth, we remain committed to protecting the planet, conserving the environment and preserving natural resources.

上海實業環境控股有限公司擁有良好的經營業績、出眾的技術服務與強大的併購能力，致力於融產結合的發展模式，是中國環境產業運營與投資領域的領軍者。在謀求企業發展的同時，我們也承擔著維護地球、保護環境、珍惜自然資源的使命。



CORPORATE PROFILE
公司簡介

SIIC Environment Holdings Ltd. ("SIIC Environment", stock code: BHK.SG, 807.HK) is a top-tier integrated player in China's water and environmental markets. It is engaged in wastewater treatment, water supply, solid waste management and other environment-related businesses. It is previously known as Asia Water Technology Ltd ("Asia Water") which was listed on the SGX-ST Catalist in 2005. In 2010, Shanghai Industrial Holdings Ltd. ("SIHL", stock code: 363.HK) acquired a controlling stake and completed debt restructuring in Asia Water. It was renamed SIIC Environment and transferred to the SGX-ST Mainboard in 2012. Since the restructuring, SIIC Environment has shown tremendous growth and continues to increase its market share in China's water and environmental sector.

SIIC Environment is an active investor and operator of environment-related assets and has been operating in China's water sector for over a decade. Currently, it boasts an overall portfolio of 180 water treatment and supply projects and 5 waste incineration projects across 19 municipalities and provinces in China, namely Shandong, Guangdong, Hubei, Hunan, Jiangsu, Shanghai, Zhejiang, Jiangxi, Anhui, Fujian, Guangxi, Ningxia, Henan, Liaoning, Inner Mongolia, Shanxi, Sichuan, Jilin and Heilongjiang.

Leveraging on its scalability and competencies, SIIC Environment will continue to expand its business and explore new markets such as industrial wastewater treatment, seawater desalination, sludge treatment and handling, soil treatment, renewable energy, water technology and pollution control, thereby strengthening its top-tier position in China's water and environmental industry.

上海實業環境控股有限公司(簡稱「上實環境」,股票代碼:BHK.SG、807.HK)是一家在中國水務環保市場具有領先地位的綜合性環境企業,主營業務涉及污水處理、供水、固廢處理及其它環保相關產業。上實環境的前身為2005年在新交所凱利版上市的亞洲水務科技有限公司(簡稱「亞洲水務」)。2010年,上海實業控股有限公司(簡稱「上實控股」,股票代碼:363.HK)收購亞洲水務,並啟動一系列債務重組。2012年,亞洲水務更名為上實環境,並轉新交所主板上市。重組以來,公司高速發展,規模迅速增長,在中國環保市場的佔有份額不斷提高。

上實環境是環保行業積極活躍的投資者與運營者,在中國水務行業有逾十年的經營歷史。目前,公司在中國擁有180個污水處理與供水項目,以及5個固廢焚燒發電項目,業務覆蓋中國19個省及直轄市,即山東、廣東、湖北、湖南、江蘇、上海、浙江、江西、安徽、福建、廣西、寧夏、河南、遼寧、內蒙古、山西、四川、吉林和黑龍江。

上實環境憑借其獨特的戰略定位與商業模式,將繼續壯大水務與固廢業務,並積極尋求其它環保領域的市場機會,如工業廢水處理、海水淡化、污泥處理處置、土壤修復、再生能源、水處理技術與污染防治等領域。集團致力於不斷拓展市場份額,提升規模與效益,鞏固其在中國水務及環保產業第一梯隊的領先位置。



BUSINESS STRUCTURE
業務架構

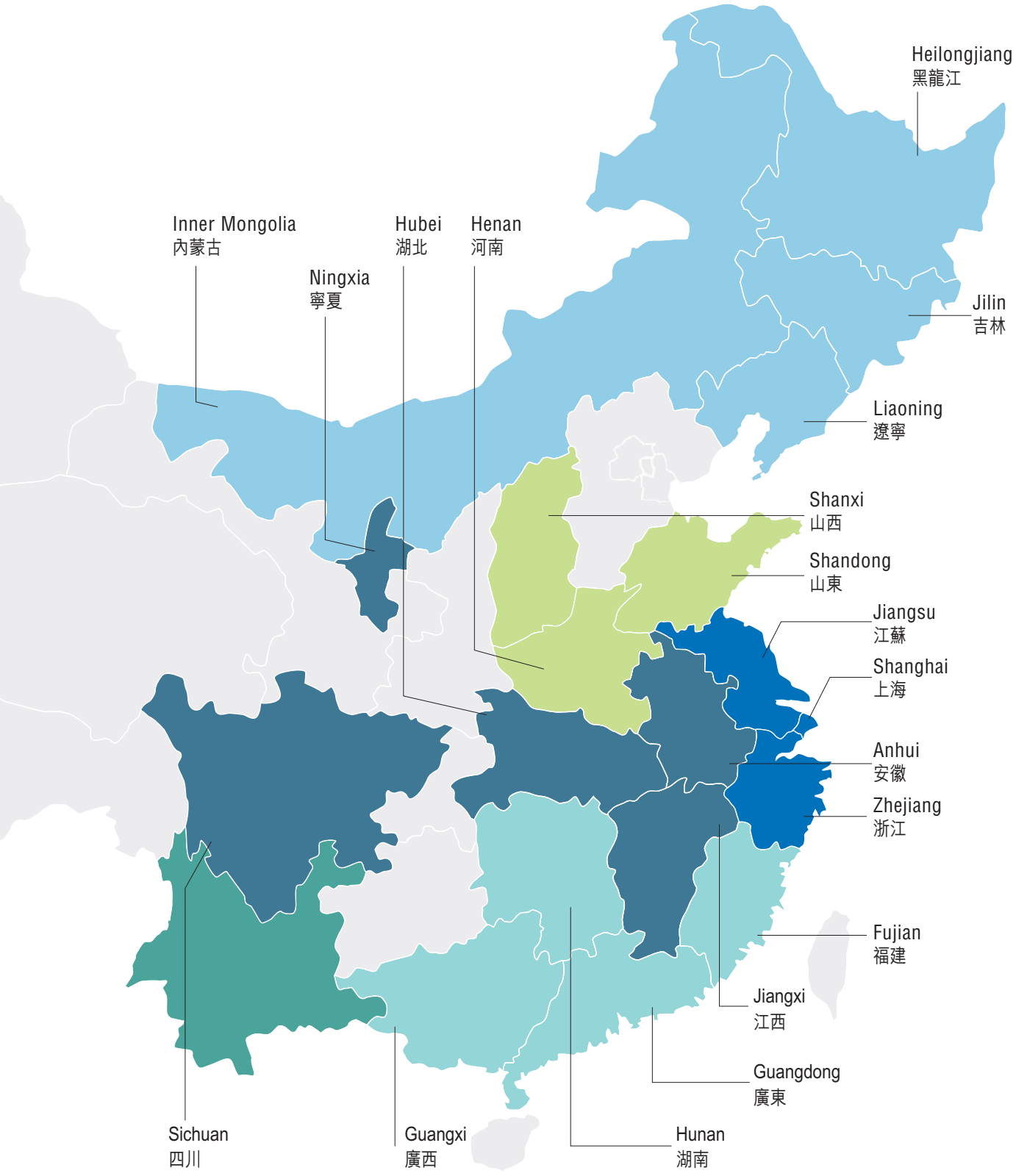
上海实业环境控股有限公司
SIIC ENVIRONMENT HOLDINGS LTD.

Water Treatment and Supply
水務處理

- **Central (Wuhan Business Unit)**
  華中 (武漢分部)
- **South (Nanfang Business Unit)**
  華南 (南方分部)
- **North (Weifang Business Unit)**
  華北 (濰坊分部)
- **Northeast (Longjiang Business Unit)**
  東北 (龍江分部)
- **East (Fudan Business Unit)**
  華東 (復旦分部)

Waste Incineration
固廢發電

PROJECT LOCATION MAP
項目分佈地圖



CHAIRMAN'S STATEMENT
主席致辭

Dear Valued Shareholders,
各位尊敬的股東：

On behalf of the Board of Directors, it gives me great pleasure to inform you that SIIC Environment Holdings Ltd. ("SIIC Environment" or the "Company", together with its subsidiaries, collectively the "Group") has concluded the year with a set of strong results.

我謹代表董事會，很榮幸地向您宣佈上海實業環境控股有限公司（簡稱「「上實環境」或「公司」或連同其附屬公司，連稱「本集團」）錄得成果豐碩的一年。



Scaling New Heights

In FY2017, SIIC Environment continued to reach new heights through a series of growth and expansion activities. Accomplishing multiple corporate and project milestones, the Group has pushed forward our water treatment capacity to an impressive 11.3 million tons/day, making it one of the largest and leading providers of wastewater treatment and related services in China. The Group succeeded in scaling up an additional design capacity of 1.21 million tons/day.

Buoyed by the stellar performance across all business divisions throughout the year, the Group achieved its eighth year of double-digit growth in FY2017 with total revenue up 75.2% to RMB4.6 billion and net profit attributable to shareholders up 17.7% to RMB535.7 million. Both newly acquired and existing entities further strengthened the Group's well-balanced growth.

Our FY2017 results is testament to the strong fundamentals and sound business strategies that SIIC Environment is built on: continuing to expand across the environmental industry value chain, improving our operational efficiency, as well as exploring opportunities to invest in China and overseas.

Entering A New Era of Developments

In the past fiscal year, the Group extended its footprint across China with new project wins and active M&A; scaling up our organic growth and industry consolidation.

Of mention, the Group won the mandates for 14 concessionary water projects in Zhejiang, Henan, Jiangsu, Jiangxi, Guangxi, Heilongjiang and Jilin Provinces and 5 expansion and/or upgrading projects in Shanghai, Zhejiang, Anhui and Jiangxi Provinces, the People's Republic of China (PRC).

There were also significant acquisitions during the financial year. In January 2017, the Group through its 58.0% owned subsidiary, Longjiang Environmental Protection Group Co., Ltd. ("Longjiang Group") completed the acquisition of Citic Envirotech Water Resource (Hegang) Co., Ltd. ("CEW Hegang") 100% equity interest. CEW Hegang is principally involved in the operation of two wastewater treatment plants and one reclaimed water project with total design capacity of 110,000 tons/day, and is based in Hegang City, Heilongjiang Province.

In August 2017, the Group completed the acquisition of 100% equity interest in Jiaohe Jiaxin Water Co., Ltd. ("Jiaohe Jiaxin") through Longjiang Group. Jiaohe Jiaxin is principally engaged in environmental protection, wastewater treatment, technology development, technical services and related business, and is currently undertaking a 30-year-old BOT wastewater treatment project with total design capacity of 30,000 tons/day in Jiaohe City, Jilin Province.

再創新高

在2017財年，上實環境通過開展一系列增長與業務擴張，再創新高。本集團在公司以及項目層面上完成了一個又一個重要的里程碑，在此推動下，集團的水務處理能力大幅提升至每日1,130萬噸，成為中國最大的污水處理及相關服務供應商之一。本集團新增日設計產能121萬噸。

全年各個業務部門表現出色，在2017財年，本集團實現了連續八年的兩位數業績增長。2017財年營業額同比大幅增長75.2%至人民幣46億元，股東應佔淨利達人民幣5.357億元，同比增長17.7%。新進與現有資產貢獻相得益彰，推動本集團均衡發展。

本集團2017財年的業績證明我們的基本面強健，業務策略成效顯着。上實環境將繼續擴大環境產業的價值鏈、改善營運效率，並在中國境內以及海外尋求投資機遇。

踏入發展新時代

在過去的財年裡，本集團積極開拓中國市場，致力爭取新項目和併購機會，集團取得了自然增長，並繼續推進對行業的整合。

本集團成功在中國浙江、河南、江蘇、江西、廣西、黑龍江和吉林等省份中標14個特許經營類別的水務項目，以及5個分別位於上海、浙江、安徽和江西省的污水處理擴建及／或提標項目。

集團在同年還完成了多個重大收購。在2017年1月，集團通過其控股58.0%的子公司龍江環保集團股份有限公司(「龍江集團」)，收購了中信環境水務(鶴崗)有限公司(「中信環境水務(鶴崗)」) 100%股權。中信環境水務(鶴崗)設辦公室於中國黑龍江省鶴崗市，主要運營兩家污水處理廠及一個再生水項目，日設計總產能達11萬噸。

2017年8月，本集團通過龍江集團完成對蛟河市嘉信水務有限公司(「蛟河市嘉信」) 100%股權的收購。蛟河市嘉信主要從事環境保護、污水處理、技術開發、技術服務及相關業務，目前正於中國吉林省蛟河市經營一個為期30年的BOT污水處理項目，設計產能達每日3萬噸。

CHAIRMAN'S STATEMENT
主席致辭

In November, the Group announced the acquisition of 100% equity interest in Dalian Ziguang Water Treatment Co., Ltd. and Dalian Ziguang Lingshui Waste Water Treatment Co., Ltd. through its subsidiaries SIIC Environment Holdings (Weifang) Co., Ltd and Hong Kong Jinhaide Holdings Limited. In April 2018, the Group obtained the Tiger Beach Water Treatment Project and the Lingshui River Wastewater Project in Dalian City, Liaoning Province, PRC. The Tiger Beach Project is under construction of extension and upgrading from 80,000 tons/day to 90,000 tons/day and from grade 1B to grade 1A. The Lingshui River Wastewater Project is under construction of extension and upgrading from 60,000 tons/day to 80,000 tons/day and from grade 1B to grade 1A.

同年11月，集團通過旗下子公司上實環境控股（濰坊）有限公司，以及香港金海德控股有限公司，收購大連紫光水務有限公司和大連紫光凌水污水處理有限公司100%股權。2018年4月集團獲得中國遼寧省大連市老虎灘水處理項目，以及凌水河污水處理項目。現在，老虎灘項目正在進行擴建，日設計總產能從8萬噸增加至9萬噸，並從國家1級B標準提升到1級A；而凌水河污水處理項目擴建也在進行當中，設計總產能從每日6萬噸提高到8萬噸，標準也從1級B提升到1級A。

Augmenting the Group's business efforts is its successful dual primary listing on the Main Board of the Stock Exchange of Hong Kong (HKEX) by way of introduction on 23 March 2018, which marks a milestone in the Company's history and validates our leading position in the water treatment industry. The dual listing in Hong Kong presents an expanded investor pool across both Singapore and Hong Kong markets, which is expected to contribute to superior trading, liquidity and valuation for the Group in the long-term.

在這碩果纍纍的一年後，集團也成功於2018年3月23日以介紹形式在香港聯合交易所（香港交易所）主板完成雙重第一上市，實現了公司發展史上的一個重大里程碑，見證了我們在水處理行業的領導地位。在香港雙重上市讓集團同時接觸新加坡和香港兩個市場的廣泛投資者，預期這長遠將為集團帶來更優質的交易、更強的流動性，以及更高的估值。

Well-Poised for Continuous Expansion

The PRC government's steadfast commitment to environmental protection remains a key priority for SIIC Environment's business going forward.

Following the 13th Five Year Plan and 19th National Congress, the government's Beautiful China initiative and pledge on green development, ecological conservation and water quality improvement continue to be high on the agenda in the near term and foreseeable future, with rigorous implementation of action plans, environmental inspections and new protection targets. These resonate well with the Group's objectives to strengthen the country's water treatment and waste incineration industries.

The sustained incentive from the central and municipal governments is expected to support the Group's performance in the new financial year as it continues to execute its current projects and upgrades and expansion activities in China, which will boost its treatment volume and operating capacity. Among the Group's total waste water treatment capacity, 3.3 million tons daily capacity is estimated to be upgraded into national standards Grade 1A and super Grade 1A in the following 3-4 years.

It is an exciting and dynamic time for the water and environment industry, and we are well-poised to capture the wide array of opportunities ahead, expand our capability, and develop our business in a sustainable manner.

蓄勢待發繼續擴展

中國政府對環境保護許下的堅定承諾，是上實環境業務未來發展的重大政策支持。

繼「十三五」規劃和第19屆全國代表大會之後，在短期及可持續發展的未來，中國政府的重點目標是落實其「美麗中國」的倡議，以及對綠色發展、生態保護和改善水質的誓言。政府也要求認真貫徹落實行動計劃、進行環境檢查和訂立新的環境保護目標。這些政策導向與本集團旨在加強國家水處理和固廢發電行業的目標一致。

本集團將繼續在中國執行現有項目的運營及管理、完成項目的提標擴建以及業務擴張，提高集團的處理規模和運營能力，並預期在中央和各級政府的行業政策支持下，進一步提供集團在新一財年的表現。我們預計，在未來的三至四年，集團的廢水處理總量當中將有330萬噸的日均產能預期會提升至國家1級A及超級1級A標準。

在這個水務及環保行業發展的好時期，我們蓄勢待發、緊抓機遇、擴大規模，讓集團踏在長遠並可持續發展的大道上。

Appreciation

In closing, on behalf of SIIC Environment, I would like to extend our heartfelt gratitude to you – our valued shareholders – for your ongoing trust and support in us. We also want to thank our customers, suppliers, business partners and associates, who are integral to our ambitions today and tomorrow.

Last but not least, I would also like to acknowledge the management and staff for their immeasurable contribution towards the Group's success. It is a privilege to work with such a capable and resourceful team, and I am confident that we will embrace both the challenges and opportunities ahead, and continue to take greater steps forward in a new era.

Mr. Zhou Jun
Non-Executive Chairman

致謝

藉此機會，我謹代表集團，對您－一直以來都信任並支持我們的股東－表示最誠心的感謝。我也要感謝集團的客戶、供應商、商業伙伴及經營伙伴，您們對本集團過去與未來的成功起着重要的作用，感謝您們長期以來的支持。

最後，我想感謝公司的管理層和員工的辛勤奉獻。能與這樣一支勤奮、高效、充滿能量的團隊共事，是一種榮幸。我堅信我們在這個發展新時代將能夠一路應對挑戰、抓住機遇，繼續向前！

周軍先生
非執行主席

FINANCIAL REVIEW
財務回顧

Financial Highlights

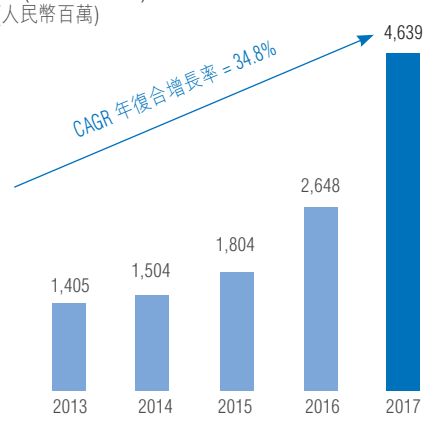
Since FY2013, the Group has seen a CAGR of 34.8%, 37.5% and 37.5% in our revenue, profit for the year attributable to owners of the Company and EBITDA to RMB4.6 billion, RMB535.7 million and RMB1.7 billion for FY2017 respectively. In addition, assets base in terms of both total assets and net assets have also increased significantly over the years to RMB25.6 billion and RMB10.2 billion respectively. Rapid growth in the profitability and strengthening of balance sheet position were attributed mainly to the expansion achieved through M&A as well as organic growth.

財務亮點

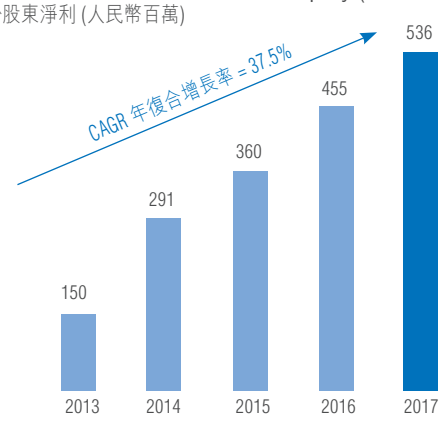
自2013財年起，集團營業額、歸屬於股東淨利、息稅折舊及攤銷前利潤（EBITDA）的年復合增長率（CAGR）分別為34.8%、37.5% 和37.5%；2017財年分別為人民幣46億元、5.36億元和17億元。此外，資產總額和淨資產都大幅增加，分別達人民幣256億元和人民幣102億元。快速增長的集團盈利能力和持續強勁的資產負債表主要是因為通過並購和有機增長擴大了集團的業務規模。

(A) Strong Growth 强勁的增長

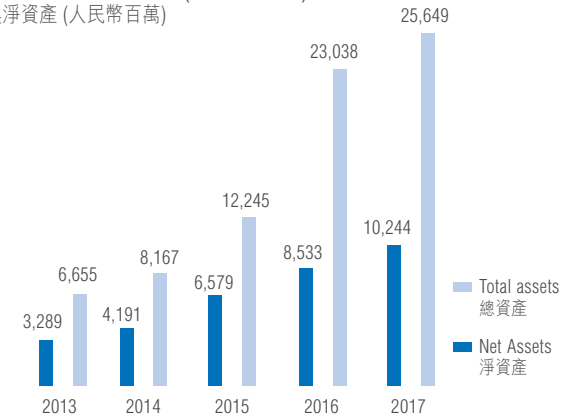
Revenue (RMB Million)
營業額(人民幣百萬)



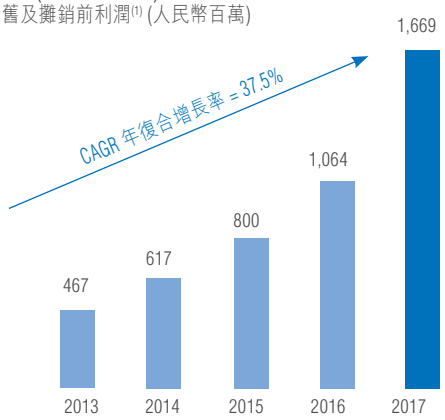
Profit Attributable to Owners of the Company (RMB Million)
歸屬於股東淨利 (人民幣百萬)



Total Assets and Net Assets (RMB Million)
總資產與淨資產 (人民幣百萬)

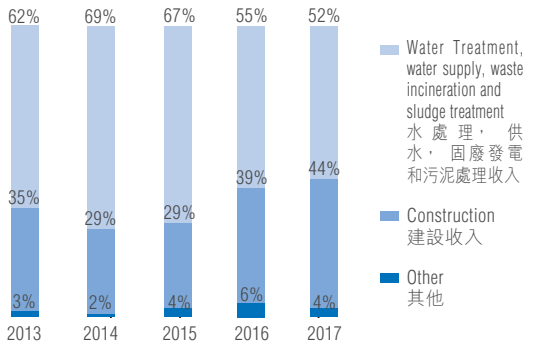


EBITDA[1] (RMB Million)
息稅折舊及攤銷前利潤[1] (人民幣百萬)

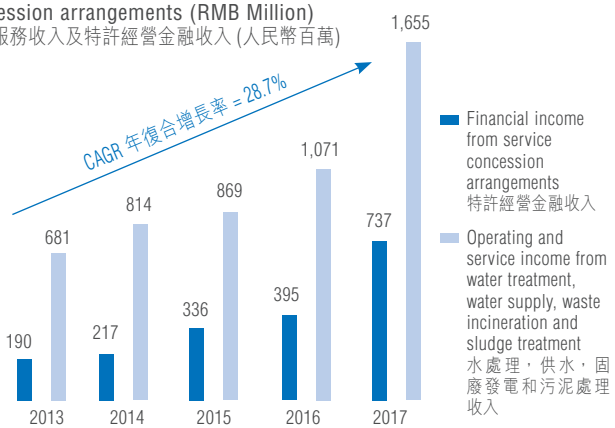


(B) BOT, TOT, BOO and TOO Projects Provide Stable Cash Flow, increasing Visibility of the Group's Future Earnings
BOT, TOT, BOO和TOO項目提供了穩定的現金流，可預見未來的收入增長

Change in revenue composition
營收組合變化



Operating and service income and financial income from service concession arrangements (RMB Million)
經營服務收入及特許經營金融收入 (人民幣百萬)



[1] EBITDA = profit before tax + financial expenses – financial income + depreciation & amortisation
息稅折舊及攤銷前利潤 = 稅前盈利+財務費用-財務收入+折舊攤銷

Key Financial Data For the Financial Year Ended 31 December

截至12月31日財年的主要財務數據

Results (RMB'000)	業績（人民幣：千元）	2017 2017年	2016 2016年	Change % 變動%
Revenue	營業額	**4,639,274**	2,648,097	75.2%
Gross profit	毛利	**1,386,337**	812,296	70.7%
Profit for the year	年度淨利	**684,155**	540,418	26.6%
Profit for the year attributable to owners of the Company	歸屬於股東淨利	**535,653**	454,926	17.7%
Earnings per share (RMB cents)	每股淨利（人民幣分）			
– Basic(a)	– 基本(a)	**21.51**	20.16	6.7%
– Diluted	– 稀釋後	**21.51**	20.16	6.7%

(a) Computed based on weighted average number of ordinary shares outstanding for the respective financial year ended 31 December

(a) 根據各財務年度加權平均股數計算

Financial Position (RMB'000)	財務狀況（人民幣：千元）	2017 2017年	2016 2016年	Change % 變動%
Total assets	總資產	**25,649,296**	23,038,285	11.3%
Net assets (Total equity)	淨資產（總權益）	**10,243,591**	8,533,177	20.0%
Equity attributable to owners of the Company	歸屬於股東權益	**7,512,897**	5,972,733	25.8%
Net assets per share(a) (RMB cents)	每股淨資產(a)（人民幣分）	**288.2**	264.7	8.9%
Number of shares (excluding treasury shares)	股票數量（不包括庫存股）	**2,606,588,726**	2,256,588,726	15.5%

(a) Equity attributable to owners of the Company divided by the outstanding number of ordinary shares (excluding treasury shares)

(a) 可歸屬公司所有人權益除以已發行的普通股數量（不含庫存股）

Overall

The Group recorded an increase in revenue from RMB2.6 billion in FY2016 to RMB4.6 billion in FY2017, representing an increase of 75.2% on the back of yoy increase of water treatment and water supply business segment, resulting from higher treatment and sales volume and newly acquired subsidiaries.

Other income increased 63.7% yoy to RMB264.0 million for FY2017 largely due to the higher amount of government subsidies received by some of the Group's subsidiaries.

The Group recorded a gain on disposal of available-for-sale financial instrument amounting to RMB106.1 million for FY2017.

綜述

2017財年集團通過提高本身的水處理規模及收購新的子公司，在污水處理及供水業務均獲得了同比增長，全年實現銷售收入人民幣46.4億元，同比增長75.2%。

2017財年集團實現其他收入人民幣2.64億元，同比增長63.7%，主要受益於集團部分子公司收到更多的政府補貼。

2017財年，集團確認了人民幣1.06億元出售持有可供出售金融工具的收益。

FINANCIAL REVIEW
財務回顧

Overall, the Group recorded an increase in profit attributable to owners of the Company from RMB454.9 million for FY2016 to RMB535.7 million for FY2017, representing a yoy increase of 17.7%.

2017財年，歸屬於股東淨利從2016財年的人民幣 4.55億元增長至人民幣5.36億元，實現同比增長 17.7%。

Equity

The Group's total equity as at 31 December 2017 amounted to RMB10.2 billion, strengthened significantly from RMB8.5 billion as at 31 December 2016. The increase was due mainly to (i) total comprehensive income of RMB708.9 million recorded for FY2017; and (ii) share placement of RMB1.1 billion completed in FY2017.

權益

截至2017年12月31日，集團總權益達人民幣100.2億元，與2016年12月31日的人民幣85億元相比，實現大幅提升，主要受益於：(i)2017財年實現綜合收益人民幣7.09億元；及(ii)來自於股票配售人民幣11億元。

Cash Flow

During the financial year ended 31 December 2017, the followings were being recorded:

(1) healthy net cash generated from the Group's operating activities amounted to RMB501.2 million, after adjusting the changes in receivables under service concession agreements;

(2) net cash used in the Group's investing activities amounted to RMB480.9 million due mainly to (i) net cash outflow on acquisition of subsidiaries; and (ii) purchase of intangibles; This was partially offset by dividends received from Joint Ventures; and

(3) net cash generated from financing activities of RMB1.4 billion due mainly to the proceed from share placement and the net proceed from bank borrowings and finance leaseback arrangement. This is partially offset by (i) interest paid; and (ii) dividend paid to equity and non-controlling interest shareholders.

As at 31 December 2017, the Group's cash and cash equivalents stood at RMB1.4 billion (31 December 2016: RMB1.6 billion).

現金流

2017財年，集團現金流情況如下：

(1) 集團經營活動保持健康的現金流，經特許經營權相關調整後，實現淨現金流入人民幣5.01億元；

(2) 集團投資活動淨現金流出為人民幣4.81億元，主要用於：(i)收購子公司；及(ii)購買無形資產。集團從合營公司收到的股利部分抵消了上述現金流出影響；及

(3) 集團財務活動實現淨現金流入人民幣14億元，主要來自於股票配售和銀行借款及金融租賃的資金支持。同時，利息支付，股東及少數股東股利支付部分抵消了上述現金流入。

截至2017年12月31日，集團現金和現金等價物達人民幣14億元（2016年12月31日：人民幣16億元）。

Analysis of Key Items in the Consolidated Statement of Profit or Loss

Revenue

Our revenue increased from RMB2,648.1 million in 2016 to RMB4,639.3 million in 2017 as revenue increased in the wastewater treatment, water supply, waste incineration and others business lines. The revenue increase was primarily due to the increase in the number of service concession projects we had as a result of our acquisitions in the fourth quarter of 2016 and 2017. The full year revenue contributions of Longjiang and Ranhill accounted for 48.7% and 7.9%, respectively, of our growth in revenue from 2016 to 2017.

Wastewater treatment

Revenue from our wastewater treatment business line increased from RMB1,979.9 million in 2016 to RMB3,687.5 million in 2017. Construction revenue increased from RMB959.4 million in 2016 to RMB1,967.6 million in 2017; operating revenue increased from RMB634.0 million in 2016 to RMB994.9 million in 2017; and financial income increased from RMB386.3 million in 2016 to RMB725.0 million in 2017. Revenue of this business line increased primarily because of (i) full year contributions to construction revenue, operating revenue and financial income from the wastewater treatment projects of Longjiang and Ranhill and (ii) increased construction revenue from our existing service concession projects.

Water supply

Revenue from our water supply business line increased from RMB406.3 million in 2016 to RMB605.4 million in 2017. Construction revenue decreased from RMB10.0 million in 2016 to RMB5.4 million in 2017 as certain ad hoc construction projects were completed in 2016. Operating revenue increased from RMB396.4 million in 2016 to RMB600.0 million in 2017. Revenue of this business line increased primarily because of our acquisition of water supply service concession projects under Longjiang.

Waste incineration

Revenue from our waste incineration business line increased from RMB93.9 million in 2016 to RMB146.4 million in 2017, with construction revenue increasing from RMB44.0 million to RMB74.0 million, operating revenue increasing from RMB41.1 million to RMB60.0 million, and financial income increasing from RMB8.9 million to RMB12.4 million in 2017. The increase in operating revenue was primarily due to the agreement by the local government in 2017 to pay for the higher cost of processing excavated landfill garbage which had occurred in 2014 and 2015 at the Dazhou Plant. Construction at Wulian, which was acquired in August 2016, contributed to the growth in construction revenue and financial income in 2017.

Others business line

Revenue from our others business line increased from RMB168.0 million in 2016 to RMB200.0 million in 2017. Revenue of this business line increased primarily due to consolidation of results from acquisitions of the consultancy operations of Longjiang and Ranhill.

綜合損益表主要項目分析

收入

我們的收入從2016年的人民幣2,648.1百萬元增至2017年的人民幣4,639.3百萬元，由於污水處理、供水、固廢發電以及其他業務線的收入有所增加。收入增長主要由於因我們於2016年第四季度及2017年進行收購而令我們擁有的服務特許經營項目數量增加。龍江及聯熹全年收入貢獻分別佔我們2016年至2017年收入增長的48.7%及7.9%。

污水處理

污水處理業務線的收入從2016年的人民幣1,979.9百萬元增至2017年的人民幣3,687.5百萬元。建設收入從2016年的人民幣959.4百萬元增至2017年的人民幣1,967.6百萬元；經營收入從2016年的人民幣634.0百萬元增至2017年的人民幣994.9百萬元；及金融收入從2016年的人民幣386.3百萬元增至2017年的人民幣725.0百萬元。該業務線的收入增長主要由於(i)龍江及聯熹污水處理項目的全年建設收入、經營收入和金融收入貢獻；及(ii)來自我們現有服務特許經營項目的建設收入增加。

供水

供水業務線的收入從2016年的人民幣406.3百萬元增至2017年的人民幣605.4百萬元。建設收入從2016年的人民幣10.0百萬元下降至2017年的人民幣5.4百萬元，由於若干特殊建設項目已於2016年完成。經營收入從2016年的人民幣396.4百萬元增至2017年的人民幣600.0百萬元。該業務線收入增加主要由於我們收購龍江的供水服務特許經營項目。

固廢發電

固廢發電業務線的收入從2016年的人民幣93.9百萬元增至2017年的人民幣146.4百萬元，建設收入從人民幣44.0百萬元增至人民幣74.0百萬元；經營收入從人民幣41.1百萬元增至人民幣60.0百萬元；以及金融收入從人民幣8.9百萬元增至2017年的人民幣12.4百萬元。經營收入增加主要由於2017年地方政府同意支付於2014年及2015年達州項目挖掘垃圾填埋場較高的施工費用。而於2016年8月所收購的在五蓮的建造項目，則對2017年的建設收入及金融收入作出了貢獻。

其他業務線

其他業務線的收入從2016年的人民幣168.0百萬元增至2017年的人民幣200.0百萬元。該業務線收入增加主要是因為整合收購龍江及聯熹諮詢業務的業績所致。

Cost of sales

Our cost of sales increased from RMB1,835.8 million in 2016 to RMB3,252.9 million in 2017, reflecting increases in the business of the wastewater treatment, water supply, waste incineration and others business lines. The increase was primarily a result of the consolidation of the results of operations from the subsidiaries we acquired in the fourth quarter of 2016 and in 2017, such as Longjiang and Ranhill, which accounted for, respectively, 41.4% and 7.0% of the growth in cost of sales. Construction at our existing service concession projects also contributed to the increase in cost of sales.

Wastewater treatment

The cost of sales of our wastewater treatment business line increased from RMB1,366.4 million in 2016 to RMB2,648.9 million in 2017. The increase was primarily due to the full year contribution to cost of sales from Longjiang and Ranhill, increased construction activity at our existing service concession projects, and the amortization of premium consideration from the Longjiang acquisition in cost of sales.

Water supply

The cost of sales of our water supply business line increased from RMB262.9 million in 2016 to RMB392.0 million in 2017. The increase was primarily due to the increase in the business of the water supply business line mainly from the acquisition of Longjiang completed in the fourth quarter of 2016.

Waste incineration

The cost of sales of our waste incineration business line increased from RMB60.2 million in 2016 to RMB92.0 million in 2017. The increase was primarily due to construction costs incurred in 2017 at Wulian, which was acquired in August 2016.

Others business line

The cost of sales of our others business line decreased from RMB146.3 million in 2016 to RMB120.0 million in 2017. The decrease was primarily due to the reduction of our business activities in EPC construction in 2017.

Gross profit and gross profit margin

As a result of greater increase in revenue relative to increase in cost of sales, our gross profit increased from RMB812.3 million in 2016 to RMB1,386.3 million in 2017. The increase in gross profit was primarily due to the consolidation of gross profits from the subsidiaries we acquired in the fourth quarter of 2016 and in 2017. Longjiang and Ranhill accounted for 66.7% and 10.3%, respectively, of the growth in gross profits from 2016 to 2017. In addition, construction at existing service concession projects also contributed to our profit growth. Our gross profit margin remained relatively stable at 30.7% in 2016 and 29.9% in 2017.

Wastewater treatment

Gross profit for our wastewater treatment business line increased from RMB613.3 million in 2016 to RMB1,038.6 million in 2017, primarily due to the gross profit contribution from entities acquired in the fourth quarter of 2016 and in 2017 and from construction at existing service concession projects, which offset a decrease in gross profit from operating revenue due to higher cost of sales.

銷售成本

我們的銷售成本從2016年的人民幣1,835.8百萬元增至2017年的人民幣3,252.9百萬元，反映了污水處理、供水、固廢發電業務以及其他業務線的銷售成本有所增加，有關增加主要由於將我們在2016年第四季度及2017年所收購附屬公司（如龍江及聯熹）的經營業績進行整合所致，分別佔銷售成本增加額的41.4%及7.0%。我們現有服務特許經營項目下的工程亦有促進銷售成本的增長。

污水處理

污水處理業務線的銷售成本從2016年的人民幣1,366.4百萬元增至2017年的人民幣2,648.9百萬元。增加主要由於龍江及聯熹的全年銷售成本貢獻、現有服務特許經營項目工程活動增加及銷售成本中龍江收購產生的溢價對價攤銷。

供水

供水業務線的銷售成本從2016年的人民幣262.9百萬元增至2017年的人民幣392.0百萬元。有關增加主要由於大部分來自2016年第四季度完成龍江收購的供水業務線業務增加所致。

固廢發電

固廢發電業務線的銷售成本從2016年的人民幣60.2百萬元增至2017年的人民幣92.0百萬元。該增加主要由於2016年8月所收購的五蓮於2017年產生的建造成本。

其他業務線

其他業務線的銷售成本從2016年的人民幣146.3百萬元減至2017年的人民幣120.0百萬元。有關減少主要由於2017年EPC工程業務活動減少。

毛利及毛利率

由於收入增長的幅度相對於銷售成本增長的幅度較大，我們的毛利從2016年的人民幣812.3百萬元增至2017年的人民幣1,386.3百萬元。毛利增長主要由於將我們在2016年第四季度及2017年所收購附屬公司的毛利進行整合所致。龍江及聯熹分別佔2016年至2017年毛利增長的66.7%及10.3%。此外，現有服務特許經營項目的工程亦有促進利潤增長。我們的毛利率保持相對穩定，於2016年為30.7%及於2017年為29.9%。

污水處理

污水處理業務線的毛利從2016年的人民幣613.3百萬元增至2017年的人民幣1,038.6百萬元，主要是因為來自於2016年第四季度及2017年所收購實體產生的毛利以及現有服務特許經營項目的工程的毛利，該增長抵銷了較高銷售成本造成的經營收入毛利減少。

Over the same periods, the gross profit margin for our wastewater treatment business line decreased from 31.0% to 28.2% primarily reflecting the increase in revenue from construction services performed by third parties to which we attribute 12% margin, and a decrease in gross margin of operating revenue due to higher cost of sales.

同期，污水處理業務線的毛利率從31.0%降至28.2%，主要反映第三方進行的工程服務所得收入有所增加（我們向該等第三方貢獻12%的毛利率）及較高銷售成本造成的經營收入毛利率下降。

Water supply

Gross profit for our water supply business line increased from RMB143.5 million in 2016 to RMB213.4 million in 2017, primarily due to contribution from acquired entities. The gross profit margin for our water supply business line remained stable at 35.3% in 2016 and 35.2% in 2017.

供水

供水業務線的毛利從2016年的人民幣143.5百萬元增至2017年的人民幣213.4百萬元，主要來自所收購實體的貢獻。供水業務線的毛利率保持相對穩定，於2016年為35.3%及於2017年為35.2%。

Waste incineration

Gross profit for our waste incineration business line increased from RMB33.8 million in 2016 to RMB54.4 million in 2017, primarily due to the one-off payment granted by the local government in the first half of 2017 to the Dazhou Plant to cover for the higher cost of excavating landfill garbage for incineration that was performed in 2014 and 2015. The grant of this payment boosted operating revenue relative to cost of sales. Gross profit from construction, which was recorded for this business line in 2017 for the first time during the Track Record Period, also contributed to the increase in gross profit. The gross profit margin for our waste incineration business line remained relatively stable at 36.0% in 2016 and 37.2% in 2017.

固廢發電

固廢發電業務線的毛利從2016年的人民幣33.8百萬元增至2017年的人民幣54.4百萬元，主要由於地方政府於2017年上半年向達州項目發放一次性付款，以彌補焚燒發電垃圾填埋場較高的挖掘成本，該項挖掘工程於2014年及2015年實施。相對於銷售成本，該筆款項的發放提高了經營收入。於往績記錄期間，2017年就該業務線首次錄得的工程毛利亦促進毛利增加。固廢發電業務線的毛利率保持相對穩定，於2016年為36.0%及於2017年為37.2%。

Others business line

Gross profit for our others business line increased from RMB21.7 million in 2016 to RMB80.0 million in 2017, primarily due to the full year profit contribution from the consultancy operations of Longjiang and Ranhill, and the narrowing of losses from EPC construction. Over the Track Record Period, consultancy work and other services generally had higher gross profits and gross margins than EPC construction. From 2016 to 2017, the gross profit margin for our others business line increased from 12.9% to 40.0%, reflecting gross profit growth in consultancy work and reduction of losses from EPC construction.

其他業務線

其他業務線的毛利從2016年的人民幣21.7百萬元增至2017年的人民幣80.0百萬元，主要由於來自龍江和聯熹諮詢業務的全年利潤貢獻及EPC工程虧損縮小。於往績記錄期間，諮詢工作及其他服務的毛利及毛利率通常高於EPC工程。其他業務線的毛利率從2016年的12.9%增至2017年的40.0%，反映諮詢工作的毛利增長及EPC工程的虧損減少。

Other income

Our other income increased from RMB161.3 million in 2016 to RMB264.0 million in 2017. The increase was primarily due to a significant increase in government subsidies, mainly in the form of VAT refunds and water tariff subsidies, as a result of the expansion of our operations through acquisitions.

其他收入

其他收入從2016年的人民幣161.3百萬元增至2017年的人民幣264.0百萬元。該增加主要由於收購令我們的業務擴張，從而使得政府補助（主要以增值稅退稅及水費補助形式）大幅增加。

Other gains and losses

Our other gains and losses decreased from a gain of RMB162.9 million in 2016 to a gain of RMB129.6 million in 2017. The gain in 2016 was mainly from the one-time revaluation gain from previously held interests in an associate of RMB155.4 million when we acquired additional equity interest in Longjiang in the fourth quarter 2016 at a higher valuation. The gain in 2017 was mainly from the one-time gain from the disposal of our available-for-sale investment in Canvest for RMB106.1 million in the fourth quarter of 2017 and a net foreign exchange gain from the revaluation of liabilities denominated in USD and HKD as a result of the RMB's appreciation against the USD and HKD in 2017.

其他收益及虧損

其他收益及虧損從2016年的收益人民幣162.9百萬元降至2017年的收益人民幣129.6百萬元。2016年的收益主要來自我們於2016年第四季度以更高估值進一步收購龍江的權益時自先前於一家聯營公司持有的權益產生一次性重估收益人民幣155.4百萬元。2017年的收益主要來自於2017年第四季度以人民幣106.1百萬元處置我們於粵豐的可供出售投資及由於2017年人民幣兑美元及港元升值令以美元及港元計值的債務重估產生的外匯收益淨額。

Selling and distribution costs

Our selling and distribution costs increased from RMB39.1 million in 2016 to RMB73.1 million in 2017, primarily due to an increase in employee benefit costs mainly caused by the staff headcount growth in water supply projects as a result of the acquisition of the water supply projects of Longjiang.

Administrative expenses

Administrative expenses increased from RMB268.9 million in 2016 to RMB364.5 million in 2017 primarily due to the increase in employee benefits costs, travel and office expenses, legal and professional expenses and other expenses, as a result of the acquisitions in the fourth quarter of 2016 and 2017, particularly Longjiang and Ranhill whose travel and office expenses accounted for higher proportions of administrative expenses compared to the rest of our Group.

Finance costs

Our finance costs increased from RMB234.6 million in 2016 to RMB511.1 million in 2017, was primarily due to increases in interest expenses from (i) debt service of borrowings by subsidiaries which increased with the entities acquired in the fourth quarter of 2016 and in 2017 and (ii) borrowings to finance the 2016 acquisitions.

Share of results of joint ventures

Our share of results of joint ventures decreased from RMB60.1 million in 2016 to RMB49.6 million in 2017. The decrease was primarily the result of the recognition of a one-off government subsidy in the form of VAT refunds by a joint venture in the first half of 2016.

Share of results of associates

Our share of results of associates decreased from a profit of RMB10.6 million in 2016 to a loss of RMB2.3 million in 2017. The decrease was primarily due to (i) our acquisition of additional equity interests in Longjiang in November 2016 after which Longjiang became our subsidiary and was no longer booked as our associate, and (ii) losses from our other associates including Dongguan Sanzhou and Yiliuqing.

Income tax expense

Our income tax expense increased from RMB124.1 million in 2016 to RMB194.4 million in 2017. The increase was primarily a result of higher profit before taxation, from the increase in revenue over the same periods. Our effective income tax rate increased from 18.7% for 2016 to 22.1% for 2017. The increase was primarily because (i) the preferential tax treatment at certain of our existing or newly-acquired subsidiaries expired, and (ii) certain of our investment holding companies have deductible temporary differences that have not been recognized.

Profit for the year and net profit margin

As a result of the foregoing, our profit for the year increased from RMB540.4 million in 2016 to RMB684.2 million in 2017, and our net profit margin decreased from 20.4% in 2016 to 14.7% in 2017 mainly due to higher finance costs, administrative expenses, and income taxes in 2017.

銷售及分銷成本

銷售及分銷成本從2016年的人民幣39.1百萬元增至2017年的人民幣73.1百萬元，主要由於收購龍江供水項目令供水項目員工人數增加導致僱員福利成本增加。

行政開支

行政開支從2016年的人民幣268.9百萬元增至2017年的人民幣364.5百萬元，主要由於2016年第四季度及2017年收購令僱員福利成本、差旅與辦公開支、法律與專業開支以及其他開支增加，具體而言，龍江及聯熹的差旅及辦公開支較本集團的其餘附屬公司佔據了行政開支的較大比例。

融資成本

融資成本從2016年的人民幣234.6百萬元增至2017年的人民幣511.1百萬元，主要由於(i)2016年第四季度及2017年收購實體，令附屬公司借款償債增加及(ii)借款資助2016年收購令利息開支增加。

應佔合資企業業績

應佔合資企業業績從2016年的人民幣60.1百萬元降至2017年的人民幣49.6百萬元。該減少主要由於2016年上半年一家合資企業確認一筆以增值稅退稅形式的一次性政府補助所致。

應佔聯營公司業績

應佔聯營公司業績從2016年的盈利人民幣10.6百萬元下降至2017年的虧損人民幣2.3百萬元。該下降主要由於(i)在2016年11月進一步收購龍江的股權後，龍江成為我們的附屬公司而不再列為聯營公司；及(ii)我們其他聯營公司（包括東莞三洲及一流清）所產生的虧損所致。

所得稅開支

所得稅開支從2016年的人民幣124.1百萬元增至2017年的人民幣194.4百萬元。該增加主要由於同期收入增加令稅前利潤較高。實際所得稅稅率從2016年的18.7%增至2017年的22.1%。該增加主要由於(i)我們若干現有或新收購附屬公司的稅務優惠待遇已屆滿；及(ii)我們若干投資控股公司存在尚未確認的可扣除暫時差異。

年內利潤與純利率

鑒於前述原因，年內利潤從2016年的人民幣540.4百萬元增至2017年的人民幣684.2百萬元，而純利率從2016年的20.4%降至2017年的14.7%，主要由於2017年的融資成本、行政開支及所得稅更高。

Analysis of Key Items of Financial Position

Receivables under service concession arrangements

Our receivables under service concession arrangements were RMB11,152.1 million and RMB13,252.8 million as of December 31, 2016 and 2017, respectively, of which RMB10,948.1 million and RMB12,991.9 million, respectively, were classified as non-current assets. The increase in the non-current portion of receivables under service concession arrangements was primarily due to an increase in construction at service concession projects with guaranteed minimum treatment volumes and our acquisitions in 2017.

Other intangible assets

Our other intangible assets were RMB6,439.2 million and RMB6,466.7 million as of December 31, 2016 and 2017, respectively, of which RMB6,434.8 million and RMB6,462.2 million, respectively, were intangible assets related to operating concessions. The increase in intangible assets related to operating concessions was primarily due to the additions and acquisitions in 2017.

Goodwill

As of each of December 31, 2016 and 2017, the carrying value of our goodwill remained unchanged at RMB457.2 million.

Available-for-sale investments

Our available-for-sale investments decreased from RMB206.3 million for the year ended December 31, 2016 to RMB26.8 million for the year ended December 31, 2017 due to the disposal of our equity investment in Canvest in the fourth quarter of 2017.

Inventories

Our inventories were RMB73.4 million and RMB96.1 million as of December 31, 2016 and December 31, 2017, respectively. The increase was primarily due to our acquisitions and expansion of operations in 2017, especially Longjiang. Our average inventory turnover days remained stable, at 9.4 days and 9.5 days for the years ended December 31, 2016 and December 31, 2017, respectively.

Trade and other receivables

Our trade and other receivables increased from RMB1,628.7 million as of December 31, 2016 to RMB1,832.9 million as of December 31, 2017 primarily reflecting increases due to price adjustment of wastewater treatment fees at certain projects of Longjiang in 2017 and the consolidation of trade and other receivables from subsidiaries we acquired in 2017. Our average trade receivable turnover days decreased from 94.2 days for the year ended December 31, 2016 to 84.3 days for the year ended December 31, 2017 primarily due to the greater increase in revenue relative to the increase in trade receivables in 2017 as a result of a greater proportion of revenue in 2017 from construction at service concession projects, which were not in operation and not generating trade receivables.

財務狀況關鍵項目的分析

服務特許經營安排項下應收款項

截至2016年及2017年12月31日，我們的服務特許經營安排項下應收款項分別為人民幣11,152.1百萬元及人民幣13,252.8百萬元，其中分別有人民幣10,948.1百萬元及人民幣12,991.9百萬元分類為非流動資產。服務特許經營安排項下應收款項非流動部分的增加主要由於具保底處理量的服務特許經營項目建設增加及我們於2017年進行收購。

其他無形資產

截至2016年及2017年12月31日，我們的其他無形資產分別為人民幣6,439.2百萬元及人民幣6,466.7百萬元，其中分別有人民幣6,434.8百萬元及人民幣6,462.2百萬元為特許經營權相關無形資產。特許經營權相關無形資產的增加主要由於於2017年進行添置及收購。

商譽

截至2016年及2017年12月31日，我們商譽的賬面值保持不變，仍為人民幣457.2百萬元。

可供出售投資

我們的可供出售投資從截至2016年12月31日止年度的人民幣206.3百萬元降至截至2017年12月31日止年度的人民幣26.8百萬元，原因為我們於2017年第四季度處置於粵豐的股權投資。

存貨

截至2016年12月31日及2017年12月31日，我們的存貨分別為人民幣73.4百萬元及人民幣96.1百萬元。該增加主要由於我們於2017年進行收購及業務擴張（尤其是龍江）。我們的平均存貨周轉日數保持穩定，截至2016年12月31日止年度及截至2017年12月31日止年度分別為9.4日及9.5日。

貿易及其他應收款項

我們的貿易及其他應收款項從截至2016年12月31日的人民幣1,628.7百萬元增至截至2017年12月31日的人民幣1,832.9百萬元，主要反映2017年調整龍江若干項目污水處理費價格及合併我們於2017年所收購附屬公司的貿易及其他應收款項帶來的增加。我們的平均貿易應收款項周轉日數從截至2016年12月31日止年度的94.2日減至截至2017年12月31日止年度的84.3日，主要由於2017年服務特許經營項目（非投入運營項目，不產生貿易應收款項）的建設收入佔據更大比例，令2017年的收入增幅大於貿易應收款項的增幅。

Prepayments

Our current prepayments increased from RMB34.4 million as of December 31, 2016 to RMB38.7 million as of December 31, 2017. Our non-current prepayments and deposits increased from RMB68.1 million as of December 31, 2016 to RMB390.4 million as of December 31, 2017, mainly as a result of prepayments made in the acquisitions of the First Dalian Project, Second Dalian Project and Weifang Project and for other service concession projects in the fourth quarter of 2017.

預付款項

我們的流動預付款項從截至2016年12月31日的人民幣34.4百萬元增至截至2017年12月31日的人民幣38.7百萬元。我們的非流動預付款項及按金從截至2016年12月31日的人民幣68.1百萬元增至截至2017年12月31日的人民幣390.4百萬元，主要由於於2017年第四季度為收購首個大連項目、第二個大連項目及濰坊項目以及為其他服務特許經營項目作出預付款項。

Held-for-trading investments

Our held-for-trading investments were RMB26.8 million and RMB34.8 million as of December 31, 2016 and 2017, respectively, and were based on quoted market prices for our investments in equity securities on the last market day of the respective financial years.

持作買賣投資

截至2016年及2017年12月31日，我們的持作買賣投資分別為人民幣26.8百萬元及人民幣34.8百萬元（按我們的股本證券投資於各財政年度的最後一個交易日的市場報價計算）。

Trade and other payables

Our trade and other payables increased slightly from RMB2,122.5 million as of December 31, 2016 to RMB2,376.3 million as of December 31, 2017. The increase in trade payables from RMB1,123.4 million as of December 31, 2016 to RMB1,417.3 million as of December 31, 2017 was primarily due to (i) the increase in construction at existing service concession projects and (ii) the payables from subsidiaries we acquired in 2017. Our other payables were RMB999.1 million and RMB958.9 million, respectively, as of those dates. Our average trade payable turnover days remained relatively stable, decreasing slightly from 148.1 days for the year ended December 31, 2016 to 143.7 days for the year ended December 31, 2017.

貿易及其他應付款項

我們的貿易及其他應付款項從截至2016年12月31日的人民幣2,122.5百萬元略增至截至2017年12月31日的人民幣2,376.3百萬元。貿易應付款項從截至2016年12月31日的人民幣1,123.4百萬元增至截至2017年12月31日的人民幣1,417.3百萬元，主要由於(i)現有服務特許經營項目的建設增加；及(ii)我們於2017年所收購附屬公司產生的應付款項。截至該等日期，我們的其他應付款項分別為人民幣999.1百萬元及人民幣958.9百萬元。我們的平均貿易應付款項周轉日數保持相對穩定，從截至2016年12月31日止年度的148.1日略減至截至2017年12月31日止年度的143.7日。

Wastewater Treatment/Reclaimed Water Treatment Projects 污水處理／中水回用項目

	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展	Water Quality Required 水質要求
1	Fujian	Anxi County Longmen Town Wastewater Treatment Plant BOT Project 1st Stage	Wastewater Treatment	12,500	91.2%	The project is in operation.	Class I Standard B
	福建	安溪縣龍門鎮污水處理廠BOT項目一期	污水處理	12,500	91.2%	項目已投入營運。	一級B標準
2	Fujian	Anxi County Longmen Town Wastewater Treatment Plant BOT Project 2nd Stage	Wastewater Treatment	12,500	91.2%	Construction of the project has yet to commence.	Class I Standard B
	福建	安溪縣龍門鎮污水處理廠BOT二期項目	污水處理	12,500	91.2%	項目待建。	一級B標準
3	Fujian	Anxi County Longmen Town Wastewater Treatment Plant BOT Forward Project	Wastewater Treatment	25,000	91.2%	Construction of the project has yet to commence.	Class I Standard B
	福建	安溪縣龍門鎮污水處理廠BOT遠期項目	污水處理	25,000	91.2%	項目待建。	一級B標準
4	Guangdong	Dongguan City Dalang Songshanhu Southern Wastewater Treatment Plant Project	Wastewater Treatment	100,000	75.5%	The project is in operation.	Class I Standard B
	廣東	東莞市大朗松山湖南部污水處理廠項目	污水處理	100,000	75.5%	項目已投入營運。	一級B標準
5	Guangdong	Dongguan City Shijie Shayao Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	60,000	75.5%	The project is in operation.	Class I Standard B
	廣東	東莞市石碣鎮沙腰污水處理廠一期工程項目	污水處理	60,000	75.5%	項目已投入營運。	一級B標準
6	Guangdong	Dongguan City Fenggang Yantian Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	50,000	75.5%	The project is in operation.	Class I Standard B
	廣東	東莞市鳳崗雁田污水處理廠二期項目	污水處理	50,000	75.5%	項目已投入營運。	一級B標準
7	Guangdong	Dongguan Sanzhou Wastewater Treatment 1st and 2nd Stage	Wastewater Treatment	150,000	35.5%	The project is in operation.	Class I Standard A
	廣東	東莞市長安三洲BOT一、二期項目	污水處理	150,000	35.5%	項目已投入營運。	一級A標準

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8	Guangdong	Huizhou City Meihu Water Purification Center Project 1st Stage	Wastewater Treatment	100,000	91.2%	The project is in operation.	Class I Standard B
	廣東	惠州市梅湖水質淨化中心一期項目	污水處理	100,000	91.2%	項目期已投入營運。	一級B標準
9	Guangdong	Huizhou City Meihu Water Purification Center Project 2nd Stage	Wastewater Treatment	100,000	91.2%	The project is in operation.	Class I Standard B
	廣東	惠州市梅湖水質淨化中心二期項目	污水處理	100,000	91.2%	項目期已投入營運。	一級B標準
10	Guangdong	Huizhou City Meihu Water Purification Center 1st and 2nd Stages (Advanced Treatment Project)	Wastewater Treatment	200,000	91.2%	The project is in operation.	Superior to Class I Standard A
	廣東	惠州市梅湖水質淨化中心一二期深度處理工程項目	污水處理	200,000	91.2%	項目期已投入營運。	高於一級A標準
11	Guangdong	Huizhou City Meihu Water Purification Center Project 3rd Stage	Wastewater Treatment	100,000	91.2%	The project is under construction.	Superior to Class I Standard A
	廣東	惠州市梅湖水質淨化中心三期工程項目	污水處理	100,000	91.2%	項目在建。	高於一級A標準
12	Guangdong	Pinghu Wastewater Treatment Plant Project (Expansion)	Wastewater Treatment	55,000	91.2%	The project is in operation.	Class I Standard A
	廣東	平湖污水處理廠擴建項目	污水處理	55,000	91.2%	項目已投入營運。	一級A標準
13	Guangdong	Pudixia Wastewater Treatment Plant Project	Wastewater Treatment	50,000	91.2%	The project is in operation.	Class I Standard A
	廣東	埔地嚇污水處理廠項目	污水處理	50,000	91.2%	項目已投入營運。	一級A標準
14	Guangdong	Egongling Wastewater Treatment Plant Project	Wastewater Treatment	50,000	91.2%	The project is in operation.	Class I Standard A
	廣東	鵝公嶺污水處理廠項目	污水處理	50,000	91.2%	項目已投入營運。	一級A標準
15	Guangdong	Henggang Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	100,000	91.2%	The project is in operation.	Class I Standard A
	廣東	橫崗污水處理廠二期項目	污水處理	100,000	91.2%	項目已投入營運。	一級A標準

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16	Guangdong	Pinghu Wastewater Treatment Plant	Wastewater Treatment	25,000	91.2%	The project is in operation.	N/A.
	廣東	平湖污水處理廠項目	污水處理	25,000	91.2%	項目已投入營運。	不適用
17	Guangdong	Henggang Reclaimed Water Plant Project	Reclaimed Water Treatment	50,000	91.2%	The project is in operation.	N/A.
	廣東	橫崗再生水廠項目	中水回用	50,000	91.2%	項目已投入營運。	不適用
18	Guangdong	Banxuegang Wastewater Treatment Plant Project	Wastewater Treatment	40,000	91.2%	The project is in operation.	N/A.
	廣東	坂雪崗污水處理廠項目	污水處理	40,000	91.2%	項目已投入營運。	不適用
19	Guangdong	Shenzhen City Guanlan Wastewater Treatment Plant Project	Wastewater Treatment	260,000	54.7%	The project is in operation.	N/A.
	廣東	深圳市觀瀾污水處理廠（一、二期）項目））	污水處理	260,000	54.7%	項目已投入營運。	不適用
20	Guangdong	Shenzhen Guanlan River Pollution Emergency Operation and Management	Wastewater Treatment	400,000	54.7%	The project is in operation.	The removal rate of COD is more than 55%, removal rate of SS is more than 60%, and the removal rate of TP is more than 90%.
	廣東	深圳市觀瀾河污染治理應急工程委託運營項目	污水處理	400,000	54.7%	項目已投入營運。	COD去除率55%以上，SS去除率60%以上，TP去除率90%以上。
21	Guangdong	Wuchuan City Wastewater Treatment Plant Project	Wastewater Treatment	40,000	91.2%	The project is in operation.	Class I Standard B
	廣東	吳川市污水處理廠項目	污水處理	40,000	91.2%	項目已投入營運。	一級B標準
22	Guangxi	Beiliu City Urban Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	40,000	75.5%	The project is in operation.	Class I Standard B
	廣西	北流市城區污水處理廠工程一期項目	污水處理	40,000	75.5%	項目已投入營運。	一級B標準

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23	Henan	Luohe City Dong Cheng Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	20,000	75.5%	The project is in operation.	Class I Standard A
	河南	漯河市東城污水處理廠一期項目	污水處理	20,000	75.5%	項目已投入營運。	一級A標準
24	Henan	Nanyang City Baihenan Wastewater Treatment Plant Project	Wastewater Treatment	100,000	69.1%	The project is in operation.	Class I Standard A
	河南	南陽市白河南污水處理廠工程	污水處理	100,000	69.1%	項目已投入營運。	一級A標準
25	Henan	Suiping County 1st Wastewater Treatment Plant Project	Wastewater Treatment	30,000	69.1%	The project is in operation.	Class I Standard A
	河南	遂平縣第一污水處理廠項目	污水處理	30,000	69.1%	項目已投入營運。	一級A標準
26	Henan	Suiping County 2nd Wastewater Treatment Plant Project	Wastewater Treatment	10,000	69.1%	The project is in operation.	Class I Standard A
	河南	遂平縣第二污水處理廠項目	污水處理	10,000	69.1%	項目已投入營運。	一級A標準
27	Hubei	Huangshi City Cihu Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	125,000	100.0%	The project is in operation.	Class I Standard B
	湖北	黃石市磁湖污水處理廠二期工程項目	污水處理	125,000	100.0%	項目已投入營運。	一級B標準
28	Hubei	Hanxi Wastewater Treatment Plant Project	Wastewater Treatment	340,000	80.0%	The project is in operation. Upgrading project is under construction.	Class I Standard B
	湖北	漢西污水處理廠項目	污水處理	340,000	80.0%	項目投入營運。項目升級提標在建。	一級B標準
29	Hubei	Hanxi Wastewater Treatment Plant Expansion Project (including Hanxi Sludge Treatment Project)	Wastewater Treatment	260,000	80.0%	The project is in operation. Upgrading project is under construction.	Class I Standard B
	湖北	漢西污水處理廠改擴建工程項目（包括漢西污泥處理項目）	污水處理	260,000	80.0%	項目投入營運。項目升級提標在建。	一級B標準

	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展	Water Quality Required 水質要求
30	Hubei	Wuhan City Huangpi District Qianchuan Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	30,000	100.0%	The project is in operation. Expansion, upgrade and reconstruction projects are under construction.	Class I Standard B
	湖北	武漢市黃陂區前川污水處理廠一期工程	污水處理	30,000	100.0%	項目已投入營運。提標改造及擴建在建。	一級B標準
31	Hubei	Wuhan City Huangpi District Panlongcheng Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	22,500	100.0%	The project is in operation. Upgrading project is under construction.	Class I Standard B
	湖北	武漢市黃陂區盤龍城污水處理廠一期	污水處理	22,500	100.0%	項目已投入營運。提標在建。	一級B標準
32	Hubei	Wuhan City Huangpi District Panlongcheng Wastewater Treatment Plant Project (Continued Construction)	Wastewater Treatment	22,500	100.0%	The project is in operation. Upgrading project is under construction.	Class I Standard B
	湖北	武漢市黃陂區盤龍城污水處理廠續建工程	污水處理	22,500	100.0%	項目已投入營運。提標在建。	一級B標準
33	Hubei	Wuhan Economy and Technology Development Zone Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	60,000	100.0%	The project is in operation.	Class I Standard B
	湖北	武漢經濟技術開發區污水處理廠項目一期	污水處理	60,000	100.0%	項目已投入營運。	一級B標準
34	Hubei	Wuhan City Huangpi District Wuhu Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	25,000	100.0%	The project has completed trial operation.	Class I Standard A
	湖北	武漢市黃陂區武湖污水處理廠一期項目	污水處理	25,000	100.0%	項目完成試運行。	一級A標準
35	Hubei	Suizhou City Cheng Nan Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	50,000	92.2%	The project is in operation.	Class I Standard A
	湖北	隨州市城南污水處理廠（一期）	污水處理	50,000	92.2%	項目已投入營運。	一級A標準
36	Hunan	Chenzhou City Linwu County Wastewater Treatment	Wastewater Treatment	10,000	18.2%	The project is in operation.	Class I Standard B
	湖南	郴州市臨武縣污水處理BOT項目	污水處理	10,000	18.2%	項目已投入營運。	一級B標準

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37	Hunan	Chenzhou City Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	80,000	91.2%	The project is in operation.	Class I Standard B
	湖南	郴州市污水處理廠一期項目	污水處理	80,000	91.2%	項目已投入營運。	一級B標準
38	Hunan	Chenzhou City Wastewater Treatment Plant Project 1st Stage (Expansion)	Wastewater Treatment	40,000	91.2%	The project is in operation.	Class I Standard B
	湖南	郴州市污水處理廠一期擴建項目	污水處理	40,000	91.2%	項目已投入營運。	一級B標準
39	Hunan	Taojiang County Taohuajiang Wastewater Treatment Project	Wastewater Treatment	20,000	75.5%	The project is in operation.	Class I Standard B
	湖南	桃江縣桃花江污水處理項目	污水處理	20,000	75.5%	項目已投入營運。	一級B標準
40	Hunan	Yiyang City Gaoxin District East New District Wastewater Treatment Plant Project	Wastewater Treatment	30,000	75.5%	The project is in operation.	Class I Standard B
	湖南	益陽市高新區東部新區污水處理廠項目	污水處理	30,000	75.5%	項目已投入營運。	一級B標準
41	Hunan	Yiyang City Cheng Bei Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	40,000	75.5%	The project is in operation.	Class II
	湖南	益陽市城北污水處理廠BOT項目	污水處理	40,000	75.5%	項目已投入營運。	二級
42	Hunan	Yiyang City Cheng Bei Wastewater Treatment Plant Project 2nd Stage (Expansion, Upgrade and Reconstruction)	Wastewater Treatment	40,000	75.5%	The project is under construction.	Class I Standard A
	湖南	益陽市城北污水處理廠二期擴建及提標改造項目	污水處理	40,000	75.5%	項目在建。	一級A標準
43	Jiangsu	Jingjiang City Xingang Park Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	20,000	91.2%	The project is in operation.	Class I Standard A
	江蘇	靖江市新港園區污水處理一期項目	污水處理	20,000	91.2%	項目已投入營運。	一級A標準

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44	Jiangsu	Jingjiang City Xingang Park Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	20,000	91.2%	Construction of the project has yet to commence.	Class I Standard A
	江蘇	靖江市新港園區污水處理二期項目	污水處理	20,000	91.2%	項目待建。	一級A標準
45	Jiangsu	Jingjiang City Xingang Park Wastewater Treatment Plant Project 3rd Stage	Wastewater Treatment	40,000	91.2%	Construction of the project has yet to commence.	Class I Standard A
	江蘇	靖江市新港園區污水處理三期項目	污水處理	40,000	91.2%	項目待建。	一級A標準
46	Jiangsu	Shuyang County Cheng Nan Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	30,000	91.2%	The project is in operation.	Class I Standard A
	江蘇	沭陽縣城南污水處理廠一期項目	污水處理	30,000	91.2%	項目已投入營運。	一級A標準
47	Jiangsu	Shuyang County Cheng Nan Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	30,000	91.2%	The project is in operation.	Class I Standard A
	江蘇	沭陽縣城南污水處理廠二期項目	污水處理	30,000	91.2%	項目已投入營運。	一級A標準
48	Jiangsu	Taixing City Huangqiao Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	25,000	91.2%	The project is in operation.	Class I Standard A
	江蘇	泰興市黃橋污水處理廠一期項目	污水處理	25,000	91.2%	項目已投入營運。	一級A標準
49	Jiangsu	Taixing City Huangqiao Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	25,000	91.2%	Construction of the project has yet to commence.	Class I Standard A
	江蘇	泰興市黃橋污水處理廠二期項目	污水處理	25,000	91.2%	項目待建。	一級A標準
50	Jiangsu	Nantong City Guanyinshan Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	25,000	92.2%	The project is in operation.	Class I Standard A
	江蘇	南通市觀音山污水處理廠項目（一期）	污水處理	25,000	92.2%	項目已投入營運。	一級A標準

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51	Jiangsu	Nantong City Guanyinshan Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	48,000	92.2%	The project is in operation.	Class I Standard A
	江蘇	南通市觀音山污水處理廠項目（二期）	污水處理	48,000	92.2%	項目已投入營運。	一級A標準
52	Jiangsu	Huangqiao Industrial Park Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	10,000	91.2%	The project is under construction.	Class I Standard A
	江蘇	黃橋工業園區污水處理廠（一期）項目	污水處理	10,000	91.2%	項目在建。	一級A標準
53	Jiangsu	Huangqiao Industrial Park Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	10,000	91.2%	The project is under construction.	Class I Standard A
	江蘇	黃橋工業園區污水處理廠（二期）項目	污水處理	10,000	91.2%	項目在建。	一級A標準
54	Jiangsu	Huangqiao Industrial Park Wastewater Treatment Plant Project 1st Stage Water Reclamation Program	Reclaimed Water Treatment	3,000	91.2%	Construction of the project has yet to commence.	Reclaimed water quality standards
	江蘇	黃橋工業園區污水處理廠（一期）項目中水回用工程	中水回用	3,000	91.2%	項目待建。	再生水水質標準
55	Jiangsu	Huangqiao Industrial Park Wastewater Treatment Plant Project 2nd Stage Water Reclamation Program	Reclaimed Water Treatment	3,000	91.2%	Construction of the project has yet to commence.	Reclaimed water quality standards
	江蘇	黃橋工業園區污水處理廠（二期）項目中水回用工程	中水回用	3,000	91.2%	項目待建。	再生水水質標準
56	Liaoning	Dalian Puwan New District Sanshilipu Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	30,000	92.7%	The project is under construction.	Class I Standard A
	遼寧	大連普灣新區三十里堡污水處理廠（一期）項目	污水處理	30,000	92.7%	項目在建。	一級A標準

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57	Liaoning	Dalian Puwan New District Houhai Wastewater Treatment Plant Project	Wastewater Treatment	20,000	92.7%	Construction of the project has yet to commence.	Class I Standard A
	遼寧	大連普灣新區後海污水處理廠項目	污水處理	20,000	92.7%	項目待建。	一級A標準
58	Liaoning	Dalian Wan Wastewater Treatment Plant Project	Wastewater Treatment	40,000	75.5%	The project is under construction.	Class I Standard A
	遼寧	大連灣污水處理廠項目	污水處理	40,000	75.5%	項目在建。	一級A標準
59	Liaoning	Dalian Quanshui River Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	105,000	75.5%	Construction of the project has yet to commence.	Class I Standard A
	遼寧	大連泉水河污水處理廠（二期）項目	污水處理	105,000	75.5%	項目待建。	一級A標準
60	Liaoning	Yingkou Economy and Technology Development Zone North Wastewater Treatment Plant	Wastewater Treatment	30,000	60.0%	The project is in operation.	Class I Standard A
	遼寧	營口經濟技術開發區北部污水處理廠	污水處理	30,000	60.0%	項目已投入營運。	一級A標準
61	Liaoning	Dalian Lingshui River Wastewater Treatment Plant Project	Wastewater Treatment	60,000	86.5%	The project is in operation.	This project is currently undergoing upgrading works to upgrade water quality of treated wastewater to Class I Standard A, and the upgrading works are expected to complete by the end of December 31, 2018.
	遼寧	大連凌水河污水處理廠項目	污水處理	60,000	86.5%	項目已投入營運。	該項目目前正在進行升級工程，以將經處理污水的水質提升至一級A標準。升級工程預期將於2018年12月31日前完成。

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62	Liaoning	Dalian Lingshui River Wastewater Treatment Plant Project (Upgrade and Expansion)	Wastewater Treatment	20,000	86.5%	The project is under construction.	This project is currently undergoing upgrading works to upgrade water quality of treated wastewater to Class I Standard A, and the upgrading works are expected to complete by the end of December 31, 2018.
	遼寧	大連凌水河污水處理廠提標改造項目	污水處理	20,000	86.5%	項目在建。	該項目目前正在進行升級工程，以將經處理污水的水質提升至一級A標準。升級工程預期將於2018年12月31日前完成。
63	Liaoning	Dalian Laohutan Wastewater Treatment Plant Project	Wastewater Treatment	80,000	75.5%	The project is in operation.	This project is currently undergoing upgrading works to upgrade water quality of treated wastewater to Class I Standard A, and the upgrading works are expected to complete by the end of June 30, 2018.
	遼寧	大連老虎灘污水處理廠項目	污水處理	80,000	75.5%	項目已投入營運。	該項目目前正在進行升級工程，以將經處理污水的水質提升至一級A標準。升級工程預期將於2018年6月30日前完成。

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64	Liaoning	Dalian Laohutan Wastewater Treatment Plant Project (Upgrade and Expansion)	Wastewater Treatment	10,000	75.5%	The project is under construction.	This project is currently undergoing upgrading works to upgrade water quality of treated wastewater to Class I Standard A, and the upgrading works are expected to complete by the end of June 30, 2018.
	遼寧	大連老虎灘污水處理提標改造廠項目	污水處理	10,000	75.5%	項目在建。	該項目目前正在進行升級工程，以將經處理污水的水質提升至一級A標準。升級工程預期將於2018年6月30日前完成。
65	Ningxia Hui Autonomous Region	Yinchuan Fifth Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	50,000	100.0%	The project is in operation.	Class I Standard B
	寧夏回族自治區	銀川市第五污水處理廠一期項目	污水處理	50,000	100.0%	項目已投入營運。	一級B標準
66	Ningxia Hui Autonomous Region	Yinchuan Fifth Wastewater Treatment Plant Project 2nd Stage (Expansion, Upgrade and Reconstruction)	Wastewater Treatment	50,000	100.0%	The project has completed trial operation.	Class I Standard A
	寧夏回族自治區	銀川市第五污水處理廠二期擴建及提標改造項目	污水處理	50,000	100.0%	項目完成試運行。	一級A標準

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67	Ningxia Hui Autonomous Region 寧夏回族自治區	Yinchuan Binhe District Wastewater Treatment Plant Project 1st Stage 銀川濱河新區污水處理廠一期項目	Wastewater Treatment 污水處理	50,000 50,000	100.0% 100.0%	The project is in operation. 項目已投入營運。	Class I Standard A 一級A標準
68	Ningxia Hui Autonomous Region 寧夏回族自治區	Yinchuan Wastewater Treatment Company Limited Fifth Water Reclamation Plant O&M Project 銀川污水處理有限公司第五中水廠代管項目	Reclaimed Water Treatment 中水回用	50,000 50,000	100.0% 100.0%	The project is in operation. 項目已投入營運。	N/A. 不適用
69	Shandong 山東	Dezhou City Wastewater Treatment Plant Project 德州市污水處理廠項目	Wastewater Treatment 污水處理	100,000 100,000	75.5% 75.5%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
70	Shandong 山東	Weifang City Cheng Xi Wastewater Treatment Plant Project 濰坊市城西污水處理廠項目	Wastewater Treatment 污水處理	40,000 40,000	75.5% 75.5%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
71	Shandong 山東	Weifang City High Technology Industrial Development District Wastewater Treatment Plant Project 1st Stage 濰坊高新技術產業開發區污水處理廠一期項目	Wastewater Treatment 污水處理	50,000 50,000	75.5% 75.5%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
72	Shandong 山東	Weifang City Reclaimed Water Treatment 濰坊市污水處理廠中水回用項目	Reclaimed Water Treatment 中水回用	38,500 38,500	75.5% 75.5%	The project is in operation. 項目已投入營運。	Reclaimed water quality standards 再生水水質標準
73	Shandong 山東	Weifang City Wastewater Treatment Plant Project (Expansion) 濰坊市污水處理廠遷擴建項目	Wastewater Treatment 污水處理	200,000 200,000	75.5% 75.5%	The project is in operation. 項目已投入營運。	Class I Standard A 一級A標準

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74	Shandong	Zaozhuang City Shanting District Wastewater Treatment Center Project	Wastewater Treatment	20,000	75.5%	The project is in operation.	Class I Standard A
	山東	棗莊市山亭區污水處理中心項目	污水處理	20,000	75.5%	項目已投入營運。	一級A標準
75	Shandong	Zaozhuang City Yicheng District Wastewater Treatment Center Project 1st Stage	Wastewater Treatment	20,000	75.5%	The project is in operation.	Class I Standard A
	山東	棗莊市嶧城區污水處理中心一期項目	污水處理	20,000	75.5%	項目已投入營運。	一級A標準
76	Shandong	Zaozhuang City Yicheng District Wastewater Treatment Center Project 2nd Stage	Wastewater Treatment	20,000	75.5%	The project is in operation.	Class I Standard A
	山東	棗莊市嶧城區污水處理中心二期項目	污水處理	20,000	75.5%	項目已投入營運。	一級A標準
77	Shanghai	Qingpu Second Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	15,000	100.0%	The project is in operation.	Class I Standard B
	上海	青浦第二污水處理廠項目一期	污水處理	15,000	100.0%	項目已投入營運。	一級B標準
78	Shanghai	Qingpu Second Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	45,000	100.0%	The project is in operation.	Class I Standard B
	上海	青浦第二污水處理廠項目二期	污水處理	45,000	100.0%	項目已投入營運。	一級B標準
79	Shanghai	Qingpu Second Wastewater Treatment Plant Project 3rd Stage	Wastewater Treatment	60,000	100.0%	The project is in operation.	Class I Standard B
	上海	青浦第二污水處理廠項目三期	污水處理	60,000	100.0%	項目已投入營運。	一級B標準
80	Shanghai	Qingpu Second Wastewater Treatment Plant Project 4th Stage (Expansion)	Wastewater Treatment	60,000	100.0%	The project is under construction.	Class I Standard A
	上海	青浦第二污水處理廠項目擴建四期	污水處理	60,000	100.0%	項目在建。	一級A標準

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81	Shanghai	Fengxian West Wastewater Treatment Plant Project	Wastewater Treatment	100,000	73.7%	The project is in operation.	Class II
	上海	奉賢西部污水處理廠項目	污水處理	100,000	73.7%	項目已投入營運。	二級
82	Shanghai	Fengxian West Wastewater Treatment Plant Project (Expansion)	Wastewater Treatment	50,000	73.7%	The project is in operation.	Class II Standard B
	上海	奉賢西部污水處理廠擴建工程	污水處理	50,000	73.7%	項目已投入營運。	二級B標準
83	Shanghai	Fengxian West Wastewater Treatment Plant Project 3rd Stage (Expansion)	Wastewater Treatment	50,000	73.7%	The project is under construction.	Class I Standard A
	上海	奉賢西部污水處理廠三期擴建項目	污水處理	50,000	73.7%	項目在建。	一級A標準
84	Zhejiang	Zhejiang Province Chemical Raw Material Site Linhai Park Wastewater Treatment Plant Project 1st Stage and Supporting Pipeline Network Project	Wastewater Treatment	12,500	100.0%	The project is in operation.	Integrated Sewage Discharge Standard (GB8978-1996) Class II
	浙江	浙江省化學原料基地臨海園區污水處理廠一期及配套管網工程項目	污水處理	12,500	100.0%	項目已投入營運。	《污水綜合排放標準》(GB8978-1996)二級
85	Zhejiang	Zhejiang Province Chemical Raw Material Site Linhai Park Wastewater Treatment Plant Project 1st Stage and Supporting Pipeline Network Project (Expansion)	Wastewater Treatment	12,500	100.0%	The project was completed in March 2018 and will apply for the revised tariff subsequently.	Integrated Sewage Discharge Standard – Class II
	浙江	浙江省化學原料基地臨海園區污水處理廠一期及配套管網工程項目改擴建工程	污水處理	12,500	100.0%	項目2018年3月底完成效果驗收。	《污水綜合排放標準》(GB8978-1996)二級
86	Zhejiang	Yuyao City (Xiaocaoe) Water Purification Plant Project 1st Stage Batch 1	Wastewater Treatment	60,000	69.1%	The project is in operation.	Class I Standard A
	浙江	余姚市（小曹娥）水質淨化廠一期項目一批	污水處理	60,000	69.1%	項目已投入營運。	一級A標準

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87	Zhejiang	Yuyao City (Xiaocaoe) Water Purification Plant Project 1st Stage Batch 2	Wastewater Treatment	60,000	69.1%	The project is in operation.	Class I Standard A
	浙江	余姚市（小曹娥）水質淨化廠一期項目二批	污水處理	60,000	69.1%	項目已投入營運。	一級A標準
88	Zhejiang	Yuyao City (Xiaocaoe) City Wastewater Treatment Plant Project (Upgrade and Expansion)	Wastewater Treatment	30,000	69.1%	The project is in operation.	Class I Standard A
	浙江	余姚市（小曹娥）城市污水處理廠升級改造及擴建工程	污水處理	30,000	69.1%	項目已投入營運。	一級A標準
89	Zhejiang	Yuyao City (Xiaocaoe) Municipal Wastewater Treatment Plant Project 3rd Stage (Upgrade and Reconstruction)	Wastewater Treatment	75,000	69.1%	The project is under construction.	Class I Standard A
	浙江	余姚市（小曹娥）城市污水處理廠提標改造三期工程	污水處理	75,000	69.1%	項目在建。	一級A標準
90	Zhejiang	Yuyao City Preserved Pickle Preprocess Treatment Project	Wastewater Treatment	3,000	69.1%	The project is in operation.	Municipal Wasterwater Discharge Standard
	浙江	余姚市榨菜廢水預處理工程	污水處理	3,000	69.1%	項目已投入營運。	城鎮污水排污標準
91	Zhejiang	Ningbo Huangjiabu Binhai Wastewater Treatment Plant Project (Upgrade)	Wastewater Treatment	30,000	64.5%	The project is in operation.	Discharge standard for dyeing industry
	浙江	寧波黃家埠濱海污水處理廠提標改造工程	污水處理	30,000	64.5%	項目已投入營運。	印染行業排放標準
92	Zhejiang	Ningbo Hangzhouwan New District Wastewater Treatment Plant Project 1st Stage (Expansion)	Wastewater Treatment	90,000	64.5%	The project is in operation.	Class I Standard A
	浙江	寧波杭州灣新區污水處理廠一期擴建工程	污水處理	90,000	64.5%	項目已投入營運。	一級A標準

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93	Zhejiang	Cixi City North Wastewater Treatment Plant and Artificial Wetland O&M Project	Wastewater Treatment	100,000	59.9%	The project is in operation.	N/A.
	浙江	慈溪市北部污水處理廠及人工濕地委託管理運營項目	污水處理	100,000	59.9%	項目已投入營運。	不適用
94	Zhejiang	Pinghu City Eastern Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	50,000	100.0%	The project is in operation and reconstruction at the same time.	Class I Standard A
	浙江	平湖市東片污水處理廠一期工程	污水處理	50,000	100.0%	項目投入營運並改造。	一級A標準
95	Zhejiang	Pinghu City East District Wastewater Treatment Plant Project 1st Stage (Upgrade and Reconstruction)	Wastewater Treatment	40,000	100.0%	The project is under construction.	Class I Standard A
	浙江	平湖市東片污水處理廠項目一期提標及技術改造工程	污水處理	40,000	100.0%	項目在建。	一級A標準
96	Zhejiang	Pinghu City East District Wastewater Treatment Plant Project 2nd Stage (Expansion)	Wastewater Treatment	45,000	100.0%	The project is under construction.	Class I Standard A
	浙江	平湖市東片污水處理廠項目二期擴建	污水處理	45,000	100.0%	項目在建。	一級A標準
97	Zhejiang	Pinghu City East District Wastewater Treatment Plant Project 3rd Stage (Expansion)	Wastewater Treatment	135,000	100.0%	Construction of the project has yet to commence.	Class I Standard A
	浙江	平湖市東片污水處理廠項目三期擴建	污水處理	135,000	100.0%	項目待建。	一級A標準
98	Jiangxi	Jiangxi Chongren Industrial Park Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	10,000	60.0%	The project has completed trial operations.	Class I Standard B
	江西	江西崇仁工業園區污水處理廠（一期）項目	污水處理	10,000	60.0%	項目已投入試運營。	一級B標準

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99	Jiangxi	Jiangxi Province Yihuang Industrial Park Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	5,000	60.0%	The project is in operation.	Class I Standard B
	江西	江西宜黃工業園區污水處理廠（一期）項目	污水處理	5,000	60.0%	項目已投入營運。	一級B標準
100	Jiangxi	Yongxin County Industry Development Zone Comprehensive Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	10,000	60.0%	The project has completed trial operations.	Class I Standard B
	江西	永新縣工業開發區綜合污水處理廠（一期）項目	污水處理	10,000	60.0%	項目已投入試運營。	一級B標準
101	Jiangxi	Jiangxi Province Nanchang Xiaolan Economic Development Zone Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	25,000	60.0%	The project is in operation.	Class I Standard B
	江西	江西南昌小藍經濟開發區污水處理廠（一期）項目	污水處理	25,000	60.0%	項目已投入營運。	一級B標準
102	Jiangxi	Jiangxi Province Nanchang Xiaolan Economic Development Zone Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	50,000	60.0%	The project is in operation.	Class I Standard B
	江西	江西南昌小藍經濟開發區污水處理廠（二期）項目	污水處理	50,000	60.0%	項目已投入營運。	一級B標準
103	Jiangxi	Jiangxi Province Wanzai Industrial Park Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	5,000	60.0%	The project is in operation.	Class I Standard B
	江西	江西萬載工業園區污水處理廠（一期）項目	污水處理	5,000	60.0%	項目已投入營運。	一級B標準
104	Jiangxi	Jiangxi Province Wanzai Industrial Park Wastewater Treatment Plant Project (Expansion)	Wastewater Treatment	7,500	60.0%	The project is under construction.	Class I Standard B
	江西	江西萬載工業園區污水處理廠擴建項目	污水處理	7,500	60.0%	項目在建。	一級B標準

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105	Jiangxi	Yongfeng County Industrial Park Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	10,000	60.0%	The project is under construction.	Class I Standard B
	江西	永豐縣工業園區污水處理廠（一期）項目	污水處理	10,000	60.0%	項目在建。	一級B標準
106	Anhui	Hefei Chemical Industrial Park Wastewater Treatment Project	Wastewater Treatment	30,000	60.0%	The project is in operation.	Class I
	安徽	合肥化學工業園污水處理項目	污水處理	30,000	60.0%	項目已投入營運。	一級
107	Anhui	Lingbi County Wastewater Treatment Plant Project Southern Wastewater Treatment Plant 1st Stage	Wastewater Treatment	25,000	46.4%	The project is in operation.	Class I Standard A
	安徽	靈璧縣污水處理項目南部污水處理廠一期	污水處理	25,000	46.4%	項目已投入營運。	一級A標準
108	Anhui	Lingbi County Wastewater Treatment Plant Project Southern Wastewater Treatment Plant 2nd Stage	Wastewater Treatment	25,000	46.4%	The project is in operation.	Class I Standard A
	安徽	靈璧縣污水處理項目南部污水處理廠二期	污水處理	25,000	46.4%	項目已投入營運。	一級A標準
109	Anhui	Lingbi County Wastewater Treatment Project Northern Wastewater Treatment Plant	Wastewater Treatment	20,000	46.4%	The project is under construction.	Class I Standard A
	安徽	靈璧縣污水處理項目北部污水處理廠	污水處理	20,000	46.4%	項目在建。	一級A標準
110	Anhui	Lingbi County Wastewater Treatment Project Southern Wastewater Treatment Project Reclaimed Water Treatment Plant 1st Stage	Reclaimed Water Treatment	25,000	46.4%	Construction of the project has yet to commence.	Reclaimed water quality standards
	安徽	靈璧縣污水處理項目南部污水處理廠再生回用一期	中水回用	25,000	46.4%	項目待建。	再生水水質標準

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111	Heilongjiang	Anda City Wastewater Treatment Plant and Reclaimed Water Treatment Project	Wastewater Treatment	45,000	57.7%	The project is in operation.	Class I Standard B
	黑龍江	安達市城市污水處理廠和再生水廠項目	污水處理	45,000	57.7%	項目已投入營運。	一級B標準
112	Heilongjiang	Baoqing County Wastewater Treatment Plant Project	Wastewater Treatment	20,000	58.0%	The project is in operation.	Class I Standard B
	黑龍江	寶清縣污水處理廠項目	污水處理	20,000	58.0%	項目已投入營運。	一級B標準
113	Heilongjiang	Fujin City Municipal Second Wastewater Treatment Plant	Wastewater Treatment	10,000	58.0%	The project is in operation.	N/A.
	黑龍江	富錦市城市第二污水處理廠	污水處理	10,000	58.0%	項目已投入營運。	不適用
114	Heilongjiang	Fujin City Wastewater Treatment Plant Project	Wastewater Treatment	15,000	57.1%	The project is in operation.	Class I Standard A
	黑龍江	富錦市污水處理廠工程	污水處理	15,000	57.1%	項目已投入營運。	一級A標準
115	Heilongjiang	Harbin City Acheng Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	50,000	58.0%	The project is in operation.	Class I Standard B
	黑龍江	哈爾濱市阿城區污水處理廠一期工程項目	污水處理	50,000	58.0%	項目已投入營運。	一級B標準
116	Heilongjiang	Harbin City Acheng Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	50,000	58.0%	The project is in operation.	Class I Standard B
	黑龍江	哈爾濱市阿城區污水處理廠二期工程項目	污水處理	50,000	58.0%	項目已投入營運。	一級B標準
117	Heilongjiang	Harbin City Hulan District Wastewater Treatment Plant O&M Project	Wastewater Treatment	20,000	58.0%	The project is in operation.	N/A.
	黑龍江	哈爾濱市呼蘭老城區污水處理廠委託運營項目	污水處理	20,000	58.0%	項目已投入營運。	不適用
118	Heilongjiang	Harbin City Hulan District Old Town Second Wastewater Treatment Plant Project	Wastewater Treatment	30,000	58.0%	The project is under construction.	Class I Standard A
	黑龍江	哈爾濱市呼蘭區老城區第二污水處理二廠項目	污水處理	30,000	58.0%	項目在建。	一級A標準

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119	Heilongjiang 黑龍江	Harbin City Pingfang Wastewater Treatment Plant 哈爾濱市平房污水處理廠	Wastewater Treatment 污水處理	150,000 150,000	57.3% 57.3%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
120	Heilongjiang 黑龍江	Harbin City Taiping Wastewater Treatment Plant Project 哈爾濱市太平污水處理廠項目	Wastewater Treatment 污水處理	325,000 325,000	58.0% 58.0%	The project is in operation. 項目已投入營運。	Class II 二級
121	Heilongjiang 黑龍江	Harbin City Wenchang Wastewater Treatment Plant Project 哈爾濱市文昌污水處理廠項目	Wastewater Treatment 污水處理	325,000 325,000	58.0% 58.0%	The project is in operation. 項目已投入營運。	Class II 二級
122	Heilongjiang 黑龍江	Harbin City Wenchang Wastewater Treatment Plant Project (Upgrade) 哈爾濱市文昌污水處理廠升級改造工程	Wastewater Treatment 污水處理	650,000 650,000	58.0% 58.0%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
123	Heilongjiang 黑龍江	Harbin City Xinyi Wastewater Treatment Plant 哈爾濱市信義溝污水處理廠	Wastewater Treatment 污水處理	100,000 100,000	57.3% 57.3%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
124	Heilongjiang 黑龍江	Heihe City Wastewater Treatment Plant Project 1st Stage 黑河市污水處理廠一期工程	Wastewater Treatment 污水處理	25,000 25,000	57.6% 57.6%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
125	Heilongjiang 黑龍江	Jixi City Jiguan District Wastewater Treatment Plant Project 1st Stage 雞西市雞冠區污水治理（一期）工程	Wastewater Treatment 污水處理	50,000 50,000	58.0% 58.0%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準

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126	Heilongjiang	Jixi City Jiguan District Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	50,000	58.0%	The project is in operation.	Class I Standard A
	黑龍江	雞西市雞冠區污水處理廠（二期）項目	污水處理	50,000	58.0%	項目已投入營運。	一級A標準
127	Heilongjiang	Jixi Reclaimed Water Treatment	Reclaimed Water Treatment	5,000	58.0%	The project is under construction.	Reclaimed water quality standards
	黑龍江	雞西再生水	中水回用	5,000	58.0%	項目在建。	再生水水質標準
128	Heilongjiang	Jiamusi City East Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	60,000	56.4%	The project is in operation. Upgrading project is under construction.	Class I Standard B
	黑龍江	佳木斯市東區污水處理廠一期工程	污水處理	60,000	56.4%	項目已投入營運。 項目升級改造在建。	一級B標準
129	Heilongjiang	Jiamusi City East Wastewater Treatment Plant 2nd Stage	Wastewater Treatment	40,000	56.4%	The project is under construction. Upgrading project is under construction.	Class I Standard B
	黑龍江	佳木斯市東區污水處理廠（二期）	污水處理	40,000	56.4%	項目在建。 項目升級改造在建。	一級B標準
130	Heilongjiang	Jiamusi City West Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	50,000	56.4%	The project is in operation.	Class I Standard A
	黑龍江	佳木斯市西區污水處理廠一期項目	污水處理	50,000	56.4%	項目已投入營運。	一級A標準
131	Heilongjiang	Jiamusi City West Wastewater Treatment Plant Project 2nd Stage	Wastewater Treatment	50,000	56.4%	Operation of the project has yet to commence.	Class I Standard A
	黑龍江	佳木斯市西區污水處理廠二期項目	污水處理	50,000	56.4%	項目待營運。	一級A標準
132	Heilongjiang	Jiamusi City Eastern Wastewater Treatment and Reclaimed Water Treatment Project	Reclaimed Water Treatment	40,000	56.4%	Operation of the project has yet to commence.	Reclaimed water quality standards
	黑龍江	佳木斯市東區污水處理再生水利用工程	中水回用	40,000	56.4%	項目待營運。	再生水水質標準

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133	Heilongjiang 黑龍江	Mudanjiang City Municipal Wastewater Treatment Project 牡丹江市城市污水處理廠項目	Wastewater Treatment 污水處理	100,000 100,000	58.0% 58.0%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
134	Heilongjiang 黑龍江	Mudanjiang City Wastewater Treatment Plant Project 2nd Stage 牡丹江市污水處理廠二期工程	Wastewater Treatment 污水處理	100,000 100,000	58.0% 58.0%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
135	Heilongjiang 黑龍江	Ningan City Wastewater Treatment Plant Project 寧安市污水處理廠工程項目	Wastewater Treatment 污水處理	20,000 20,000	57.5% 57.5%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
136	Heilongjiang 黑龍江	Shangzhi City Wastewater Treatment Plant Project 尚志市污水處理廠特許經營項目	Wastewater Treatment 污水處理	40,000 40,000	58.0% 58.0%	The project is in operation. 項目已投入營運。	Class I Standard A 一級A標準
137	Heilongjiang 黑龍江	Shuangyashan City Wastewater Treatment Plant Project 1st Stage 雙鴨山市城市污水處理廠一期工程	Wastewater Treatment 污水處理	50,000 50,000	58.0% 58.0%	The project is in operation. Upgrading project is under construction. 項目已投入營運。項目升級改造在建。	Class I Standard A 一級A標準
138	Heilongjiang 黑龍江	Shuangyashan City Municipal Wastewater Treatment Plant Project 2nd Stage 雙鴨山市城市污水處理廠二期工程	Wastewater Treatment 污水處理	50,000 50,000	58.0% 58.0%	The project is in operation. 項目已投入營運。	Class I Standard B 一級B標準
139	Heilongjiang 黑龍江	Youyi County Wastewater Treatment Plant Project 友誼縣污水處理廠項目	Wastewater Treatment 污水處理	10,000 10,000	58.0% 58.0%	The project is in operation. 項目已投入營運。	N/A. 不適用

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140	Heilongjiang	Shuangyashan City Anbang River Basin Municipal Wastewater Treatment Reclaimed Water Treatment Project)	Reclaimed Water Treatment	40,000	29.6%	The project is under construction.	Reclaimed water quality standards
	黑龍江	雙鴨山市安邦河流域城市污水治理再生水利用項目	中水回用	40,000	29.6%	項目在建。	再生水水質標準
141	Heilongjiang	Zhaodong City Municipal Wastewater Treatment Plant Project (1st and 2nd Stages)	Wastewater Treatment	50,000	57.1%	The project is in operation.	Class I Standard A
	黑龍江	肇東市城市污水處理廠工程項目（一期、二期）	污水處理	50,000	57.1%	項目已投入營運。	一級A標準
142	Heilongjiang	Zhaodong City Second Wastewater Treatment Plant Project	Wastewater Treatment	50,000	57.1%	The project is under construction.	Class I Standard A
	黑龍江	肇東市第二污水處理廠項目	污水處理	50,000	57.1%	項目在建。	一級A標準
143	Heilongjiang	Hegang City Wastewater Treatment and Reclaimed Water Treatment Project (West Plant 1st Stage)	Wastewater Treatment	50,000	58.0%	The project is in operation.	Class I Standard B
	黑龍江	鶴崗市污水處理及再生水利用項目（西區一期）	污水處理	50,000	58.0%	項目已投入營運。	一級B標準
144	Heilongjiang	Hegang City Wastewater Treatment and Reclaimed Water Treatment Project (East Plant 1st Stage)	Wastewater Treatment	30,000	58.0%	The project is in operation.	Class I Standard B
	黑龍江	鶴崗市污水處理及再生水利用項目（東區一期）	污水處理	30,000	58.0%	項目已投入營運。	一級B標準

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	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展	Water Quality Required 水質要求
145	Heilongjiang	Hegang City Wastewater Treatment and Reclaimed Water Project (Reclaimed Water Treatment)	Reclaimed Water Treatment	30,000	58.0%	Operation of the project has yet to commence.	Reclaimed water quality standards
	黑龍江	鶴崗市污水處理及再生水利用項目（再生水利用）	中水回用	30,000	58.0%	項目待營運。	再生水水質標準
146	Heilongjiang	Hegang City Wastewater Treatment and Reclaimed Water Treatment Project (East Plant 2nd Stage)	Wastewater Treatment	30,000	58.0%	Construction of the project has yet to commence.	Class I Standard B
	黑龍江	鶴崗市污水處理及再生水利用項目（東區二期）	污水處理	30,000	58.0%	項目待建。	一級B標準
147	Heilongjiang	Hegang City Wastewater Treatment and Reclaimed Water Treatment Project (West Plant 2nd Stage)	Wastewater Treatment	50,000	58.0%	Construction of the project has yet to commence.	Class I Standard B
	黑龍江	鶴崗市污水處理及再生水利用項目（西區二期）	污水處理	50,000	58.0%	項目待建。	一級B標準
148	Heilongjiang	Fuyuan City Wastewater Treatment Plant Project (Fuyuan County Wastewater Treatment Plant and Sludge Disposal Project)	Wastewater Treatment	10,000	58.0%	The project is in operation.	Class I Standard B
	黑龍江	撫遠市污水處理廠項目（撫遠市污水處理廠污泥處理及處置工程）	污水處理	10,000	58.0%	項目已投入營運。	一級B標準
149	Jilin	Changchun City Jiutai District Yingcheng Wastewater Treatment Plant	Wastewater Treatment	15,000	58.0%	The project is under construction.	Class I Standard A
	吉林	長春市九台區營城污水處理廠工程	污水處理	15,000	58.0%	項目在建。	一級A標準

	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展	Water Quality Required 水質要求
150	Jilin	Panshi City Industrial Development Zone Wastewater Treatment	Wastewater Treatment	10,000	58.0%	The project is under construction.	Class I Standard A
	吉林	磐石市工業開發區污水處理工程	污水處理	10,000	58.0%	項目在建。	一級A標準
151	Jilin	Mingchen Economic Development Zone Wastewater Treatment	Wastewater Treatment	2,500	58.0%	The project is under construction.	Class I Standard A
	吉林	吉林明城經濟開發區污水處理工程	污水處理	2,500	58.0%	項目在建。	一級A標準
152	Jilin	Jiaohe City Wastewater Treatment Plant Project 1st Stage	Wastewater Treatment	15,000	58.0%	The project is in operation.	Class I Standard A
	吉林	蛟河市污水處理廠一期項目	污水處理	15,000	58.0%	項目已投入營運。	一級A標準
153	Jilin	Jiaohe City Wastewater Treatment Plant Project (Upgrade)	Wastewater Treatment	10,000	58.0%	The project is in operation.	Class I Standard A
	吉林	蛟河市污水處理廠升級改造工程	污水處理	10,000	58.0%	項目已投入營運。	一級A標準
154	Inner Mongolia	Xilinhaote Dazhuangyuan Meat Processing Plant Wastewater Treatment BOT	Wastewater Treatment	3,500	58.0%	The project is under construction.	Class I Standard A
	內蒙古	錫林浩特市大莊園肉聯廠污水處理BOT	污水處理	3,500	58.0%	項目在建。	一級A標準
155	Inner Mongolia	Xilinhaote Wastewater Treatment BOT	Wastewater Treatment	40,000	58.0%	The project is under construction.	Class I Standard A
	內蒙古	錫林浩特市污水廠BOT項目	污水處理	40,000	58.0%	項目在建。	一級A標準
Subtotal **總計**				**9,084,000** **9,084,000**			

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Water Supply Projects 供水項目

	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展	Water Quality Required 水質要求
1	Hubei	Tianmen City First Water Plant	Water Supply	100,000	100.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	湖北	天門市一水廠	供水	100,000	100.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
2	Hubei	Tianmen City Second Water Plant Project 1st Stage	Water Supply	100,000	100.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	湖北	天門市二水廠第一期工程	供水	100,000	100.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
3	Hubei	Tianmen Kaidi Xinnong Water Supply	Water Supply	N/A	70.0%	The project is in operation.	N/A.
	湖北	天門市新農村供水項目	供水	不適用	70.0%	項目已投入營運。	不適用
4	Hubei	Qianchuan Water Plant Project (Expansion)	Water Supply	40,000	100.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	湖北	前川水廠擴建項目	供水	40,000	100.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
5	Hubei	Qianchuan Water Plant O&M Project	Water Supply	80,000	100.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	湖北	前川水廠存量託管項目	供水	80,000	100.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
6	Hubei	Wuhan City Huangpi District Xinwuhu Water Plant 1st Stage	Water Supply	100,000	100.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	湖北	武漢市黃陂區新武湖水廠一期	供水	100,000	100.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
7	Hunan	Yiyang City Municipal Water Supply Project (Kuailongshan Water Plant)	Water Supply	120,000	90.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	湖南	益陽市城市供水項目會龍山水廠	供水	120,000	90.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)

	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展	Water Quality Required 水質要求
8	Hunan	Yiyang City Municipal Water Supply Project Third Water Plant 1st Stage	Water Supply	100,000	90.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	湖南	益陽市城市供水項目第三水廠一期	供水	100,000	90.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
9	Hunan	Yiyang City Municipal Water Supply Project Third Water Plant 2nd Stage (Expansion)	Water Supply	100,000	90.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	湖南	益陽市城市供水項目第三水廠二期（擴建）	供水	100,000	90.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
10	Hunan	Yiyang City Municipal Water Supply Project Fourth Water Plant	Water Supply	200,000	90.0%	The project is under construction.	Standards for Drinking Water Quality (GB5749-2006)
	湖南	益陽市城市供水項目第四水廠	供水	200,000	90.0%	項目在建。	《生活飲用水衛生標準》(GB5749-2006)
11	Shandong	Hanting Water Purification Plant Project	Water Supply	60,000	26.2%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	山東	濰坊市寒亭區供水項目	供水	60,000	26.2%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
12	Shandong	Weifang City Municipal Water Supply Project (Bailanghe Water Plant Project)	Water Supply	120,000	51.3%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	山東	濰坊市城市供水項目（白浪河水廠項目）	供水	120,000	51.3%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
13	Shandong	Weifang City Municipal Water Supply Project (Gaoxin Water Distribution Plant Project)	Water Supply	200,000	51.3%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	山東	濰坊市城市供水項目（高新配水廠項目）	供水	200,000	51.3%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
14	Shandong	Weifang City Fangzi District Water Supply Project	Water Supply	40,000	26.2%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	山東	濰坊市坊子區自來水總公司項目	供水	40,000	26.2%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)

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	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展	Water Quality Required 水質要求
15	Shanxi	Water Diversion Project from Wenshui to Pingchuan (Southern line)	Water Supply	55,000	100.0%	The project is in operation.	N/A.
	山西	引文入川（南線）供水工程	供水	55,000	100.0%	項目已投入營運。	不適用
16	Heilongjiang	Mudanjiang First Water Plant	Water Supply	80,000	58.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	黑龍江	牡丹江一水廠	供水	80,000	58.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
17	Heilongjiang	Mudanjiang Second Water Plant	Reclaimed Water Treatment	50,000	58.0%	Operation of the project has yet to commence.	Reclaimed water quality standards
	黑龍江	牡丹江二水廠	中水回用	50,000	58.0%	已竣工。未投入營運。	再生水水質標準
18	Heilongjiang	Mudanjiang Fourth Water Plant	Water Supply	170,000	58.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	黑龍江	牡丹江四水廠	供水	170,000	58.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
19	Heilongjiang	Jiamusi City Municipal Water Supply TOT Project (Xijiao Water Resource Water Supply Project)	Water Supply	160,000	58.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	黑龍江	佳木斯市城市供水TOT項目（西郊水源供水工程）	供水	160,000	58.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)

	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展	Water Quality Required 水質要求
20	Henan	Jiamusi City Municipal Water Supply TOT Project (Jiangbei Water Plant)	Water Supply	200,000	58.0%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	黑龍江	佳木斯市城市供水TOT項目（江北水廠）	供水	200,000	58.0%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
21	Henan	Suiping County First Water Supply Plant Project	Water Supply	30,000	69.1%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	河南	遂平縣第一供水廠項目	供水	30,000	69.1%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
22	Henan	Suiping County Second Water Supply Plant Project	Water Supply	10,000	69.1%	The project is in operation.	Standards for Drinking Water Quality (GB5749-2006)
	河南	遂平縣第二供水廠項目	供水	10,000	69.1%	項目已投入營運。	《生活飲用水衛生標準》(GB5749-2006)
23	Henan	Suiping Country Water Supply and Wastewater Treatment Project	Water Supply/ Wastewater Treatment	80,000	69.1%	Under business restructuring	Class I Standard A & Standards for Drinking Water Quality (GB5749-2006)
	河南	遂平縣供水與污水項目	污水處理加供水	80,000	69.1%	業務重組中	一級A標準《生活飲用水標準》(GB5749-2006)
Subtotal **總計**				**2,195,000** **2,195,000**			
Total **水務項目總計**				**11,279,000** **11,279,000**			

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Waste Incineration Projects 固廢發電項目

	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展
1	Shanghai	Pucheng Waste Incineration Thermal Power Generation	Waste Incineration	1,050	50.0%	The project is in operation.
	上海	上海市浦城固廢發電項目	固廢	1,050	50.0%	項目已投入營運。
2	Sichuan	Dazhou City Municipal Household Waste Incineration Power Generation Project 1st Stage	Waste Incineration	700	100.0%	The project is in operation.
	四川	達州市城市生活垃圾焚燒發電項目一階段	固廢	700	100.0%	項目已投入營運。
3	Sichuan	Dazhou City Municipal Household Waste Incineration Power Generation Project 2nd Stage	Waste Incineration	350	100.0%	Construction of the project has yet to commence.
	四川	達州市城市生活垃圾焚燒發電項目二階段	固廢	350	100.0%	項目待建。
4	Zhejiang	Wenling Waste Incineration Power Generation	Waste Incineration	1,100	50.0%	The project is in operation.
	浙江	溫嶺市固廢發電項目	固廢	1,100	50.0%	項目已投入營運。
5	Shandong	Shandong Province Wulian County Household Waste Incineration Power Generation Project	Waste Incineration	600	82.9%	The project is under construction.
	山東	山東五蓮縣生活垃圾焚燒發電工程項目	固廢	600	82.9%	項目在建。
Total 固廢發電項目總計				**3,800 3,800**		

Sludge Treatment Projects 污泥處理項目

	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展
1	Henan	Xinxiang City Sludge Treatment and Disposal Project	Sludge Treatment	300	69.1%	The project is in operation.
	河南	新鄉市污泥處理處置項目	污泥	300	69.1%	項目已投入營運。

	Province/ Municipality 省份	Project Name 上實環境項目名稱	Type 項目類型	Daily Designed Capacity (tons) 日產能（噸）	SIIC Env's Effective Interests 上實環境所佔權益	Project Progress 項目進展
2	Henan	Nanyang City Wastewater Treatment Plant Sludge Treatment and Disposal Project 1st Stage	Sludge Treatment	200	69.1%	The project is in operation.
	河南	南陽市污水處理廠污泥處理處置一期工程	污泥	200	69.1%	項目已投入營運。
3	Henan	Nanyang City Wastewater Treatment Plant Sludge Treatment and Disposal Project 2nd Stage	Sludge Treatment	100	69.1%	The project is in operation.
	河南	南陽市污水處理廠污泥處理處置二期工程	污泥	100	69.1%	項目已投入營運。
4	Heilongjiang	Harbin City Wastewater Treatment Plant and Sludge Disposal Project 1st Stage	Sludge Treatment	650	58.0%	The project is in operation.
	黑龍江	哈爾濱市污水處理廠污泥處置工程項目一期	污泥	650	58.0%	項目已投入營運。
5	Heilongjiang	Harbin City Wastewater Treatment Plant and Sludge Disposal Project 2nd Stage	Sludge Treatment	350	58.0%	The project is in operation.
	黑龍江	哈爾濱市污水處理廠污泥處置工程項目二期	污泥	350	58.0%	項目已投入營運。
6	Heilongjiang	Heihe Sludge Treatment Project	Sludge Treatment	40	57.6%	Operation of the project has yet to commence.
	黑龍江	黑河污泥處置工程	污泥	40	57.6%	項目待營運。
7	Heilongjiang	Jiamusi City Wastewater Treatment Plant Sludge Disposal Project	Sludge Treatment	100	56.4%	The project is under construction.
	黑龍江	佳木斯市污水處理廠污泥處置項目	污泥	100	56.4%	項目在建。
8	Heilongjiang	Mudanjiang City Wastewater Treatment Plant Sludge Treatment Project	Sludge Treatment	150	58.0%	The project is under construction.
	黑龍江	牡丹江污水處理廠污泥處置項目	污泥	150	58.0%	項目在建。
9	Heilongjiang	Ningan City Sludge Treatment Plant Project	Sludge Treatment	40	57.5%	The project is in operation.
	黑龍江	寧安市污泥處理廠項目	污泥	40	57.5%	項目已投入營運。
10	Hubei	Hanxi Sludge Treatment	Sludge Treatment	325	80.0%	The project has completed trial operations.
	湖北	漢西污泥處理項目	污泥	325	80.0%	項目進入試運行。
Total **污泥處理項目總計**				**2,255** **2,255**		

DIRECTORS' AND SENIOR MANAGEMENT'S PROFILE
董事及高級管理人員

Directors

Our Board consists of nine members, including five executive Directors, one non-executive Director and three independent non-executive Directors.

Our Board oversees our overall policies, strategies and objectives, key operational initiatives, performance and measurement, internal controls and risk management, major funding and investment proposals, financial performance reviews and corporate governance practices. Approval of our Board is required for such matters including but not limited to corporate restructuring, mergers and acquisitions, major investments and divestments, material acquisitions and disposals of assets, major corporate policies on key areas of operations, share issuance, dividend and other returns to shareholders, acceptances of bank facilities, annual budget and release of our Group's financial results.

The following table sets out certain information regarding our Directors:

董事

董事會由九名成員組成，包括五名執行董事、一名非執行董事及三名獨立非執行董事。

董事會監督我們的整體方針、戰略及目標、關鍵運營計劃、表現及指標、內部控制及風險管理、主要融資及投資方案、財務表現審核及企業管理實踐。須獲得董事會批准的事宜包括但不限於企業重組、併購、主要投資及撤資、重大資產收購及處置、重點業務領域的主要企業政策、股份發行、給予股東的股息及其他回報、銀行貸款承兑、年度預算及本集團財務業績的發佈。

下表載列有關董事的若干資料：

Name	Age	Position	Date of Appointment as Director	Date of joining our Group	Principal duties	Relationship with other Directors or other senior management members
姓名	年齡	職位	委任為董事日期	加入本集團日期	主要職責	與其他董事或高級管理層成員的關係
Mr. Zhou Jun (周軍)	49	Non-executive Director, chairman of our Board	April 7, 2010 (redesignated as a non- executive Director on March 12, 2018)	April 7, 2010	Managing the overall corporate strategies, strategic planning and development of our Group	None
周軍先生	49歲	非執行董事兼董事長	2010年4月7日（於2018年3月12日獲重選為非執行董事）	2010年4月7日	管理本集團的整體企業策略、戰略規劃及發展	無
Mr. Feng Jun (馮駿)	54	Executive Director	December 15, 2009	December 15, 2009	Overseeing the human resources related matters of our Group	None
馮駿先生	54歲	執行董事	2009年12月15日	2009年12月15日	監督本集團的人力資源相關事宜	無
Mr. Yang Changmin (楊長民)	55	Executive Director	February 17, 2012	February 17, 2012	Overseeing the project operations and engineering technology matters of our Group	None
楊長民先生	55歲	執行董事	2012年2月17日	2012年2月17日	監督本集團的項目運營及工程技術事宜	無

Name	Age	Position	Date of Appointment as Director	Date of joining our Group	Principal duties	Relationship with other Directors or other senior management members
姓名	年齡	職位	委任為董事日期	加入本集團日期	主要職責	與其他董事或高級管理層成員的關係
Mr. Li Zengfu (李增福)	53	Executive Director	May 12, 2016	May 12, 2016	Coordinating the relationships of our Group with government authorities	None
李增福先生	53歲	執行董事	2016年5月12日	2016年5月12日	協調本集團與政府部門的關係	無
Mr. Xu Xiaobing (徐曉冰)	51	Executive Director	November 5, 2014	October 26, 2010	Overseeing the merger and acquisition related matters of the Group	None
徐曉冰先生	51歲	執行董事	2014年11月5日	2010年10月26日	監督本集團的兼併收購相關事宜	無
Mr. Xu Zhan (許瞻)	47	Executive Director	November 5, 2014	November 5, 2014	Overseeing the financial related matters and capital market affairs of our Group	None
許瞻先生	47歲	執行董事	2014年11月5日	2014年11月5日	監督本集團的財務相關事宜及資本市場事宜	無
Mr. Yeo Guat Kwang (楊木光)	57	Independent non-executive Director	September 23, 2009	September 23, 2009	Providing independent advice on the operation and management of our Group	None
楊木光先生	57歲	獨立非執行董事	2009年9月23日	2009年9月23日	就本集團的運營及管理提供獨立意見	無
Mr. An Hongjun (安紅軍)	48	Independent non-executive Director	March 1, 2018	March 1, 2018	Providing independent advice on the operation and management of our Group	None
安紅軍先生	48歲	獨立非執行董事	2018年3月1日	2018年3月1日	就本集團的運營及管理提供獨立意見	無
Mr. Zhong Ming (鍾銘)	31	Independent non-executive Director	March 1, 2018	March 1, 2018	Providing independent advice on the operation and management of our Group	None
鍾銘先生	31歲	獨立非執行董事	2018年3月1日	2018年3月1日	就本集團的運營及管理提供獨立意見	無

DIRECTORS' AND SENIOR MANAGEMENT'S PROFILE
董事及高級管理人員

Chairman of our Board and non-executive Director

Mr. Zhou Jun (周軍), aged 49, is our non-executive Director and the chairman of our Board. He is mainly responsible for the overall corporate strategies, strategic planning and development of our Group. Mr. Zhou was first appointed as our non-executive Director on April 7, 2010, was re-designated as our executive Director on March 5, 2012 and was last re-elected on April 27, 2015. Mr. Zhou was re-designated as a non-executive Director on March 12, 2018. He has been the chairman of our Company since May 2012.

Mr. Zhou has over 20 years of professional experience in securities, merger and acquisition, finance, real estate, project planning and corporate management. He is currently the chairman of the board and a non-executive director of the Shanghai Pharmaceuticals Holding Co., Ltd., a company listed on the Hong Kong Stock Exchange (stock code: 2607) and the Shanghai Stock Exchange (stock code: 601607). He has been a president and an executive director of Shanghai Industrial Investment (Holdings) Co., Ltd. ("SIIC") since November 2007. He has also been the vice chairman and the chief executive officer since August 2016, and the executive director of SIHL Holdings, a company listed on the Hong Kong Exchange (stock code: 363), since April 2009, respectively. He has been the independent non-executive director of Zhejiang Expressway Co., Ltd., a company listed on the Hong Kong Stock Exchange (stock code: 576), since June 2012. He had been the executive director of Shanghai Industrial Urban Development Group Limited formerly known as Neo-China Land Group (Holdings) Ltd. a company listed on the Hong Kong Stock Exchange (stock code: 563) from July 2010 to June 2017. He is the chairman of Shanghai Shen-Yu Development Co., Ltd., the chairman of Shanghai Galaxy Investments Co., Ltd., the chairman of Shanghai Hu-Ning Expressway (Shanghai Section) Co., Ltd. and Shanghai Luqiao Development Co., Ltd., respectively.

Mr. Zhou is a member of the executive committee of the Chinese People's Political Consultative Conference in Shanghai. Mr. Zhou had held the positions of a deputy general manager of SIIC Real Estate Holdings (Shanghai) Co., Ltd. from April 1996 to March 2000, deputy general manager of Shanghai United Industrial Co., Ltd. from July 1997 to December 1997, managing director of Shanghai Galaxy Investments Co., Ltd from March 2000 to December 2006, and general manager of investment planning department of SIIC from December 2003 to December 2005, respectively.

Mr. Zhou obtained a Bachelor of Arts from Nanjing University in July 1991. He also obtained a Master of Economics in International Finance from Fudan University in July 1994.

董事長兼非執行董事

周軍先生，49歲，擔任非執行董事兼董事長，主要負責本集團的整體企業策略、戰略規劃及發展。周先生於2010年4月7日首次被任命為非執行董事，於2012年3月5日獲重選為執行董事，並於2015年4月27日獲選連任。周先生於2018年3月12日獲重選為非執行董事。自2012年5月起，其一直擔任本公司的董事長。

周先生於證券、併購、金融、房地產、項目規劃及企業管理方面擁有逾20年的專業經驗。其目前擔任上海醫藥集團股份有限公司(一家於香港聯交所(股份代號：2607)及上海證券交易所(證券代碼：601607)上市的公司)的董事長兼非執行董事。其自2007年11月起擔任上海實業(集團)有限公司的總裁及執行董事。其亦自2016年8月及2009年4月起分別擔任上實控股(一家於香港聯交所上市的公司(股份代號：363))的副董事長兼行政總裁及執行董事。其自2012年6月起擔任浙江滬杭甬高速公路股份有限公司(一家於香港聯交所上市的公司(股份代號：576))的獨立非執行董事。其自2010年7月至2017年6月擔任上海實業城市開發集團有限公司(前稱為中新地產集團(控股)有限公司，一家於香港聯交所上市的公司(股份代號：563))的執行董事。其分別擔任上海申渝公路建設發展有限公司董事長、上海星河數碼投資有限公司董事長、上海滬寧高速公路(上海段)發展有限公司及上海路橋發展有限公司董事長。

周先生為中國人民政治協商會議上海市常務委員會委員。周先生歷任多個職位：自1996年4月至2000年3月擔任上實置業集團(上海)有限公司副總經理，自1997年7月至1997年12月擔任上海聯合實業股份有限公司副總經理，自2000年3月至2006年12月擔任上海星河數碼投資有限公司董事總經理，以及自2003年12月至2005年12月擔任上實投資策劃部總經理。

周先生於1991年7月獲得南京大學文學學士學位。其亦於1994年7月獲得復旦大學國際金融專業經濟學碩士學位。

Executive Directors

Mr. Feng Jun (馮駿), aged 54, is our executive Director. He is mainly responsible for overseeing the human resources related matters of our Group. Mr. Feng was first appointed to our Board on December 15, 2009 and was last re-elected on April 27, 2016.

Mr. Feng joined our Group in December 2009 as a non-executive Director and was subsequently appointed as an executive Director in April 2010. Mr. Feng is the director and general manager of SIIC Management (Shanghai) Limited. He has taken on senior positions with major investment companies such as being a director and deputy general manager in SIIC Investment (Shanghai) Co., Ltd from July 2002 to August 2004. Mr. Feng had previously served as a board member of SIIC Investment Co., Ltd. from August 2004 to December 2008, Tien Chu (Hong Kong) Co., Ltd. from August 2004 to December 2008, SIIC Management (Shanghai) Limited from December 2008 to June 2013. Mr. Feng had been the assistant chief executive officer and chief investment officer of SIHL Holdings, a company listed on the Hong Kong Stock Exchange (stock code: 363), from June 2013 to December 2016. Mr. Feng has been an non-executive director of Canvest, a company listed on the Hong Kong Stock Exchange (stock code: 1381) since March 31, 2017.

Mr. Feng obtained a master's degree in economics from Wuhan University in the PRC in August 1987.

Mr. Yang Changmin (楊長民), aged 55, is our executive Director. He is mainly responsible for overseeing the project operations and engineering technology related matters of our Group. Mr. Yang was first appointed to our Board on February 17, 2012 and was last re-elected on April 27, 2016.

Mr. Yang joined our Group in February 2012 as an executive Director. Mr. Yang had served as the chairman and general manager of Shenzhen Longgang Guotong Industrial Co., Ltd from May 1998 to September 2002. Mr. Yang founded SIIC Environment Holdings (Weifang) Co., Ltd (previously known as United Environment Co., Ltd.) in January 2003 and has been its chairman and general manager since January 2003. He has over 20 years of experience in the operation and management of water and environmental protection investment as well as project and administrative management.

Mr. Yang graduated from Tongji University in the PRC in July 1987 with a bachelor's degree in environmental engineering and obtained a Master of Business Administration from Tsinghua University in the PRC in January 2011.

執行董事

馮駿先生，54歲，為執行董事，主要負責監督本集團的人力資源相關事宜。馮先生於2009年12月15日首次被任命為董事，並於2016年4月27日獲選連任。

馮先生於2009年12月加入本集團，擔任非執行董事，隨後於2010年4月獲委任為執行董事。馮先生為上實管理（上海）有限公司董事及總經理。其一直擔任大型投資公司高級職位，例如於2002年7月至2004年8月期間擔任上實投資（上海）有限公司董事兼副總經理。馮先生於2004年8月至2008年12月期間曾擔任上海實業投資有限公司董事，於2004年8月至2008年12月期間擔任香港天廚有限公司董事，於2008年12月至2013年6月期間擔任上實管理（上海）有限公司董事。自2013年6月至2016年12月，馮先生為上實控股（一家於香港聯交所上市的公司（股份代號：363））的助理行政總裁兼投資總監。馮先生自2017年3月31日起擔任粵豐（一家於香港聯交所上市的公司（股份代號：1381））的非執行董事。

馮先生於1987年8月獲得中國武漢大學經濟學碩士學位。

楊長民先生，55歲，為執行董事，主要負責監督本集團的項目運營及工程技術相關事宜。楊先生於2012年2月17日首次被任命為董事，並於2016年4月27日獲選連任。

楊先生於2012年2月加入本集團，擔任執行董事。楊先生自1998年5月至2002年9月擔任深圳龍崗國通實業有限公司董事長及總經理。楊先生於2003年1月創立上實環境水務股份有限公司（前身為聯合潤通水務有限公司），並自2003年1月起擔任該公司董事長及總經理。其在水務及環保投資運營管理、項目及行政管理方面擁有逾20年工作經驗。

楊先生於1987年7月畢業於中國同濟大學，獲環境工程學士學位，並於2011年1月獲中國清華大學工商管理碩士學位。

Mr. Li Zengfu (李增福), aged 53, is our executive Director. He is mainly responsible for coordinating the relationships of our Group with government authorities. Mr. Li was first appointed to our Board on May 12, 2016, and was last re-elected on April 25, 2017.

李增福先生，53歲，為執行董事，主要負責協調本集團與政府部門的關係。李先生於2016年5月12日首次被任命為董事，並於2017年4月25日獲選連任。

Mr. Li joined our Group in May 2016 as an executive Director. Mr. Li is the director of the Capital Operations Department of CECEP. Mr. Li started his career with the Management Office of State Infrastructure Materials Supply Bureau as a staff member in July 1986. In 1999, he joined CECEP Group and was appointed as deputy director of the Capital Operation Department of CECEP in May 2003 and a director of the Infrastructure Management Department of CECEP in August 2008. He was also appointed as the chief economist of China National Environmental Protection Group under CECEP Group in September 2004.

李先生於2016年5月加入本集團，擔任執行董事。李先生為中國節能環保資本運營部主任。李先生的職業生涯始於1986年7月，在國家物資局基建物資局經營處擔任科員。於1999年，其加入中節能集團，並於2003年5月獲委任為中國節能環保資本運營部副主任，並於2008年8月獲委任為中國節能環保基建管理部主任。其亦於2004年9月獲委任為中節能集團下屬中國環境保護公司的總經濟師。

Mr. Li obtained a bachelor's degree in economics from Shanghai University of Finance and Economics in the PRC in July 1986, and a master's degree in business administration from the Open University of Hong Kong in June 2011, respectively.

李先生於1986年7月取得中國上海財經大學的經濟學學士學位，並於2011年6月取得香港公開大學的工商管理碩士學位。

Mr. Xu Xiaobing (徐曉冰), aged 51, is our executive Director. He is mainly responsible for overseeing the merger and acquisition related matters of our Group. Mr. Xu was first appointed to our Board on November 5, 2014 and was last re-elected on April 25, 2017.

徐曉冰先生，51歲，為執行董事，主要負責監督本集團的兼併收購相關事宜。徐先生於2014年11月5日首次被任命為董事，並於2017年4月25日獲選連任。

Mr. Xu joined our Group in October 2010 as a director of SIIC Environment Holdings (Weifang). Mr. Xu started his career as a manager of the business development department in Shenzhen Hong Hua Co., Beijing Subsidiary in January 1992 before he joined Beijing New Horizon Computer Image Ltd as a manager in December 1992. He had been an investment and financial analyst in Beijing Jingfang Investment Management & Consultant Co. Ltd. from October 1996 to June 1999. From February 2000 to December 2016, he had held various senior positions in SIIC Management (Shanghai) Limited such as deputy head of investment planning department from February 2000 to January 2002, the head of integrated management department from January 2002 to June 2004, the assistant general manager and head of integrated management department from June 2004 to March 2006, deputy general manager from March 2006 to December 2008 and the general manager from December 2008 to December 2016. He is currently the deputy chief executive officer of SIHL Holdings, a company listed on the Hong Kong Exchange (stock code: 363).

徐先生於2010年10月加入本集團，擔任上實環境水務董事。徐先生的職業生涯始於1992年1月擔任深圳鴻華公司北京分公司業務開發部經理，後於1992年12月加入北京新視界計算機影像有限公司擔任經理。其於1996年10月至1999年6月期間擔任北京京放投資管理顧問有限責任公司投資及財務分析師。自2000年2月至2016年12月，其曾在上實管理（上海）有限公司擔任多個高級職位，例如自2000年2月至2002年1月擔任投資策劃部副部長、自2002年1月至2004年6月擔任綜合管理部部長、自2004年6月至2006年3月擔任助理總經理兼綜合管理部部長、自2006年3月至2008年12月擔任副總經理及自2008年12月至2016年12月擔任總經理。其目前擔任上實控股（一家於香港聯交所上市的公司（股份代號：363））副行政總裁。

Mr. Xu graduated from Peking University in the PRC in July 1989 with a bachelor's degree in economics and a master's degree in business administration in July 1998, respectively.

徐先生於1989年7月畢業於中國北京大學，獲經濟學學士學位，並於1998年7月獲工商管理碩士學位。

Mr. Xu Zhan (許瞻), aged 47, is our executive Director. He is mainly responsible for the financial related matters and capital market affairs of our Group. Mr. Xu was first appointed to our Board on November 5, 2014 and was last re-elected on April 25, 2017.

Mr. Xu joined our Group in November 2014 as an executive Director. Mr. Xu has worked in SIIC for over 20 years. He has extensive experience in financial investment. Mr. Xu served as the assistant manager for the Investment Department of SIIC Real Estate Holdings (Shanghai) Co., Ltd from March 1997 to April 2000. He had served as the manager for Finance Department and the assistant general manager from April 2000 to April 2006 for Shanghai Cyber Galaxy Investment Co., Ltd. From April 2006 to November 2009, he had served as the assistant general manager of the finance planning department of SIIC. He has been an executive director of SIHL Holdings, a company listed on the Hong Kong Stock Exchange (stock code: 363), since November 17, 2016. He had been the director and general manager of Shanghai Cyber Galaxy Investment Co., Ltd from December 2006 to February 2017.

Mr. Xu graduated from the Shanghai Jiao Tong University in the PRC in July 1992 with a bachelor's degree in engineering and the Norwegian School of Management in Norway in January 2000 with a master's degree in management, respectively. He is also a fellow of the Association of the Chartered Certified Accountants in the United Kingdom.

許瞻先生，47歲，為執行董事，主要負責本集團的財務相關事宜及資本市場事宜。許先生於2014年11月5日首次被任命為董事，並於2017年4月25日獲選連任。

許先生於2014年11月加入本集團，擔任執行董事。許先生已在上實工作逾20年。其在金融投資方面擁有豐富經驗。許先生於1997年3月至2000年4月擔任上實置業集團（上海）有限公司投資部助理經理。其於2000年4月至2006年4月擔任上海星河數碼投資有限公司財務部經理及副總經理。從2006年4月至2009年11月，其擔任上實計劃財務部助理總經理。其自2016年11月17日起擔任上實控股（一家於香港聯交所上市的公司（股份代號：363））執行董事，於2006年12月至2017年2月擔任上海星河數碼投資有限公司董事及總經理。

許先生於1992年7月畢業於中國上海交通大學並獲工程學學士學位，並於2000年1月畢業於挪威的挪威管理學院並獲管理學碩士學位。此外，其亦為英國特許公認會計師公會資深會員。

Independent Non-executive Directors

Mr. Yeo Guat Kwang (楊木光), aged 57, is our independent non-executive Director. He is mainly responsible for providing independent advice on the operation and management of our Group. Mr. Yeo was first appointed to our Board on September 23, 2009 and was last re-elected on April 27, 2016.

Mr. Yeo was appointed the non-executive chairman of our Company in September 2009 and has been our independent non-executive Director since April 2010. He has been an independent non-executive director of Koyo International Ltd., a company listed on the SGX-ST (stock code: 50C), since July 2009. He was an independent non-executive director of HLH Group Limited, a company listed on the SGX-ST (stock code: H27), since September 2010 to April 2012. Mr. Yeo had also served as an independent director of several companies listed on SGX-ST, namely United Envirotech Ltd. (stock code: CEE) from August 2009 to November 2011, Neo Group Limited (stock code: 5UJ) from June 2012 to May 2014, and China Gaoxian Fibre Fabric Holdings Ltd. (stock code: AZZ) from September 2013 to April 2014, respectively.

Mr. Yeo had been a Member of the Parliament of Singapore from January 1997 to August 2015. He is also the president of the Consumers Association of Singapore and a member of the Workplace Safety and Health Council.

獨立非執行董事

楊木光先生，57歲，為本集團的獨立非執行董事，主要負責就本集團的運營及管理提供獨立意見。楊先生於2009年9月23日首次被任命為董事，並於2016年4月27日獲選連任。

楊先生於2009年9月獲委任為本公司非執行主席，並自2010年4月起擔任獨立非執行董事。其自2009年7月起擔任Koyo International Ltd.（一家於新交所上市的公司（股票代號：50C））的獨立非執行董事。其自2010年9月至2012年4月擔任HLH Group Limited（一家於新交所上市的公司（股票代號：H27））的獨立非執行董事。楊先生亦曾自2009年8月至2011年11月、自2012年6月至2014年5月及自2013年9月至2014年4月分別擔任聯合環境技術有限公司（股票代號：CEE）、先科滙有限公司（股票代號：5UJ）及中國高纖控股有限公司（股票代號：AZZ）幾家新交所上市公司的獨立董事。

楊先生曾於1997年1月至2015年8月擔任新加坡國會議員。其亦為新加坡消費者協會會長、工作場所安全與衛生理事會會員。

Mr. Yeo obtained a bachelor's degree in arts from the National University of Singapore in June 1986 and a Master degree in Public Administration and Management in Lee Kuan Yew School of Public Policy of NUS in Feb 2013.

楊先生於1986年6月獲得新加坡國立大學文學士學位，並於2013年2月獲得新加坡國立大學李光耀公共政策學院高級公共行政與管理碩士學位。

Mr. An Hongjun (安紅軍), aged 48, is our independent non-executive Director. He is mainly responsible for providing independent advice on the operation and management of our Group. Mr. An was first appointed to our Board on March 1, 2018.

安紅軍先生，48歲，為獨立非執行董事，主要負責就本集團的運營及管理提供獨立意見。安先生於2018年3月1日首次被任命為董事。

Mr. An has around 10 years of working experience in the environmental industry, where he served different roles at Shanghai Chengtou Holding Co., Ltd. ("Shanghai Chengtou"), a company listed on the Shanghai Stock Exchange (stock code: 600649) and a member of the SSE Corporate Governance Index, from April 2007 to September 2016. Mr. An was a general manager of the company from April 2007 to June 2008 and a president from June 2008 to September 2016. He was a director from June 2007 to September 2016 and was the chairman of the company, the chairman of the strategy committee as well as a member of the remuneration committee from June 2014 to September 2016. Shanghai Chengtou is principally engaged in the businesses of real estate, environmental and venture capital services. Environmental services which Shanghai Chengtou provides include municipal waste transfer, landfill and waste-to-energy services.

安先生於環保行業擁有約10年的工作經驗，曾自2007年4月至2016年9月擔任上海城投控股股份有限公司(「城投控股」)(一家於上海證券交易所上市(股份代號：600649)並入選上證公司治理指數的公司)不同職位。安先生自2007年4月至2008年6月擔任本公司總經理並自2008年6月至2016年9月擔任總裁。其自2007年6月至2016年9月擔任董事並自2014年6月至2016年9月擔任本公司董事長、戰略委員會主席及薪酬委員會成員。城投控股主要從事房地產、環保及風險投資服務業務。城投控股提供的環保服務包括城市垃圾轉運、垃圾填埋及將垃圾轉化為能源等服務。

As the president/general manager of Shanghai Chengtou for nearly 10 years, Mr. An was responsible for, among others, overseeing and managing the financial affairs of Shanghai Chengtou. He was also the person-in-charge for the accounting related matters of Shanghai Chengtou between 2007 and 2013, during which he was responsible for reviewing and approving the financial statements of Shanghai Chengtou.

擔任城投控股的總裁／總經理近10年，安先生負責(其中包括)監督及管理城投控股的財務事宜。其亦曾於2007年至2013年擔任城投控股會計相關事宜的負責人，負責審閱及批准城投控股的財務報表。

Mr. An obtained a bachelor's degree in Finance from Nankai University in July 1992. He graduated from Fudan University with a master's degree in World Economics in July 2001 and a doctor's degree in World Economics in January 2005. He received a doctor's degree in Global Finance Business Administration from Shanghai Advanced Institute of Finance of Shanghai Jiaotong University in 2016. He was ranked 30th among the Best CEOs of China's Listed Companies by Jiemian News and Jinri Toutiao in 2017. Mr. An is a member of the private equity professional committee of the Asset Management Association of China.

安先生於1992年7月獲得南開大學金融學學士學位。其畢業於復旦大學，並於2001年7月獲得世界經濟學碩士學位及於2005年1月獲得世界經濟學博士學位。其於2016年獲得上海交通大學上海高級金融學院全球金融工商管理博士學位。2017年，其名列界面新聞與今日頭條出品的中國上市公司最佳CEO排行榜第30位。安先生為中國證券投資基金業協會私募股權專業委員會成員。

Mr. Zhong Ming (鍾銘), aged 31, is our independent non-executive Director. He is mainly responsible for providing independent advice on the operation and management of our Group. Mr. Zhong was first appointed to our Board on March 1, 2018.

鍾銘先生，31歲，為獨立非執行董事，主要負責就本集團的運營及管理提供獨立意見。鍾先生於2018年3月1日首次被任命為董事。

Mr. Zhong has been an executive director of Yanlord Land Group Limited, a real estate development company listed on the SGX-ST (stock code: Z25) since October 2016 and is responsible for the investment and project operation of the company.

鍾先生自2016年10月起一直擔任仁恒置地集團有限公司(一家於新交所上市的房地產開發公司(股票代號：Z25))的執行董事，負責該公司的投資及項目運營。

In addition, Mr. Zhong Ming has held directorships in various subsidiaries of Yanlord Land Group Limited, including Shanghai Renan Property Development Co., Ltd. since July 2016, Tianjin Yanlord Beiyang Real Estate Co., Ltd. since July 2016, Tianjin Yanlord Hehai Real Estate Co., Ltd. since April 2016 and Tianjin Shenglin Property Development Co., Ltd. since July 2016. He served as an assistant manager of Shanghai Yanlord Property Management Co., Ltd. from August 2013 to December 2013 and an assistant to general manager of Shanghai Renpin Property Development Co., Ltd. from January 2014 to September 2016.

Mr. Zhong graduated from The University of Melbourne with a bachelor's degree in Commerce in December 2012.

此外，鍾銘先生曾擔任仁恒置地集團有限公司多個附屬公司的董事職位，包括自2016年7月、2016年7月、2016年4月及2016年7月起分別於上海仁安房地產開發有限公司、天津仁恒北洋置業有限公司、天津仁恒和海置業有限公司及天津市晟林房地產開發有限公司擔任董事。其自2013年8月至2013年12月擔任上海仁恒物業管理有限公司副經理，自2014年1月至2016年9月擔任上海仁品房地產開發有限公司總經理助理。

鍾先生於2012年12月畢業於墨爾本大學並取得商學學士學位。

DIRECTORS' AND SENIOR MANAGEMENT'S PROFILE
董事及高級管理人員

Senior Management

The following table sets out certain information regarding the senior management members of our Company:

高級管理層

下表載列有關本公司高級管理人員的若干資料：

Name 姓名	Age 年齡	Position 職位	Date of appointment to current position 擔任現職日期	Date of joining our Group 加入本集團日期	Principal duties 主要職責	Relationship with Directors or other senior management members 與董事或其他高級管理人員的關係
Mr. Tan Kai Teck (陳開德)	48	Chief financial officer	February 3, 2017	February 2017	Responsible for the overall financial and accounting related matters of our Group	None
陳開德先生	48歲	首席財務官	2017年2月3日	2017年2月	負責本集團的整體財務及會計相關事宜	無
Mr. Huang Hanguang (黃漢光)	55	General manager	July 2010	July 2010	Responsible for the project operations of our Group	None
黃漢光先生	55歲	總經理	2010年7月	2010年7月	負責本集團的項目運營	無
Mr. Wang Peigang (王培剛)	55	Deputy general manager	July 2010	July 2010	Responsible for liaisons with government bodies on the regulatory matters of our Group	None
王培剛先生	55歲	副總經理	2010年7月	2010年7月	負責就本集團的監管事宜與政府機構聯絡	無
Mr. Wu Bin (吳斌)	44	Deputy general manager and general manager (solid waste division)	October 2017	January 2013	Responsible for the management and operation of waste incineration business of our Group	None
吳斌先生	44歲	副總經理兼總經理（固廢業務部）	2017年10月	2013年1月	負責管理及運營本集團的固廢發電業務	無
Mr. Yang Anyuan (楊安源)	42	Deputy general manager	October 2017	December 2010	Responsible for the legal and compliance management of our Group	None
楊安源先生	42歲	副總經理	2017年10月	2010年12月	負責本集團的法律及合規管理	無

Mr. Tan Kai Teck (陳開德), aged 48, has been the chief financial officer of our Company since February 3, 2017. He is mainly responsible for the overall financial and accounting related matters of our Group.

Prior to joining our Group, Mr. Tan had been the chief financial officer of China Medical (International) Group Limited from May 2016 to January 2017, Auric Pacific Group Limited from November 2013 to January 2016, Midas Holdings Limited from March 2003 to August 2013 and financial controller of Raffles Education Corporation Ltd from October 1999 to March 2003, respectively. Mr. Tan has over 20 years of experience in finance and accounting. He is a fellow member of The Institute of Singapore Chartered Accountants. Mr. Tan obtained a bachelor's degree in accountancy (Second Upper Class Honours) from the Nanyang Technological University in Singapore in May 1993.

陳開德先生，48歲，自2017年2月3日起一直擔任本公司首席財務官，主要負責本集團的整體財務及會計相關事宜。

加入本集團之前，陳先生分別自2016年5月至2017年1月擔任中國醫療（國際）集團有限公司首席財務官，自2013年11月至2016年1月擔任金利太平洋集團有限公司首席財務官，自2003年3月至2013年8月擔任麥達斯控股有限公司首席財務官及其自1999年10月至2003年3月擔任Raffles Education Corporation Ltd的財務總監。陳先生在財務及會計方面擁有逾20年經驗。陳先生為新加坡註冊會計師協會的資深會員。其於1993年5月取得新加坡南洋理工大學會計學學士學位（二級甲等榮譽）。

Mr. Huang Hanguang (黃漢光), aged 55, has been the general manager of our Company since July 2010. He is mainly responsible for the project operations of our Group.

From April 2003, he has been the chairman of SIIC Environment Holdings (Wuhan) Co., Ltd. He has also been the managing director of SIIC Environment Holdings (Wuhan) Co., Ltd. since July 2010. He was the chief executive officer and executive Director of our Company when it was previously known as Asia Water Technology Limited and listed on the SGX-ST Catalist in 2005. From May 2011, he has been the director and chairman of board in Wuhan Huangpi Kaidi Water Co. Ltd., Wu Han Xin Waste Water Treatment, Huang Shi Kaidi Water Co., Ltd., and Tian Men Kaidi Water Co., Ltd.. He has also been the director and chairman of the board of Yinchuan SIIC Sewage Treatment Co. Ltd. from November 2014. He has been a chairman of board of directors of Ranhill since November 2016.

Mr. Huang has more than 20 years of experience in the water treatment industry. From August 1984 to December 1988, Mr. Huang had been employed by the Ministry of Water Resources and Electric Power of the PRC as a specialist engineer in chemistry and environmental protection. From January 1989 to December 1992, he had worked in the China Electricity Council as a specialist engineer in chemistry and environmental protection. He served as the vice chairman of Wuhan Kaidi Electric Power Co., Ltd. since October 1998 and he stepped down from this position in November 2004. For the period between January 1993 and September 2002, Mr. Huang had also worked as a director and general manager of several other companies in the power generation industry. From February 2003 to September 2009, he had been our executive Director and the chief executive officer of our Company.

Mr. Huang obtained a bachelor's degree in power plant chemistry engineering from Wuhan University in the PRC in July 1984.

黃漢光先生，55歲，自2010年7月起一直擔任本公司總經理，主要負責本集團的項目運營。

自2003年4月起，其一直擔任上實環境控股（武漢）有限公司的董事長。自2010年7月起，其亦一直擔任上實環境控股（武漢）有限公司的董事總經理。其曾為本公司前身亞洲水務科技有限公司（於2005年在新交所凱利板上市）的行政總裁及執行董事。自2011年5月起，其一直擔任武漢黃陂凱迪水務有限公司、武漢新城污水處理有限公司、黃石凱迪水務有限公司及天門凱迪水務有限公司的董事兼董事長。自2014年11月起，其亦一直擔任銀川上實環境濱河污水處理有限公司的董事兼董事長。其自2016年11月起擔任聯熹董事長。

黃先生在水處理行業擁有逾20年的經驗。自1984年8月至1988年12月，黃先生一直受僱於中國水利電力部，擔任化學環境保護專業工程師。自1989年1月至1992年12月，其於中國電力企業聯合會擔任化學及環境保護領域的專業工程師。自1998年10月起，其擔任武漢凱迪電力股份有限公司的副董事長，而於2004年11月起不再擔任此職務。於1993年1月至2002年9月期間，黃先生亦於電力行業若干其他公司擔任董事及總經理。自2003年2月至2009年9月，其一直擔任本公司執行董事及行政總裁。

黃先生於1984年7月獲得中國武漢大學電廠化學工程專業的學士學位。

Mr. Wang Peigang (王培剛), aged 55, has been the deputy general manager of the Company since July 2010. He is mainly responsible for liaising with government bodies on regulatory matters of our Group. He has sat on the boards of the various subsidiaries of our Company. He has been the director of SIIC Environment Holdings (Wuhan) Co., Ltd. since July 2010 and the director of the board of Wuhan Hanxi Sewage Treatment Co. Ltd. since October 2011.

Mr. Wang started his career in the Ministry of Water Resources and Electric Power of the PRC in August 1984. From January 1993 to May 2007, he had taken on managerial roles at several energy resource companies such as Beijing Geely Energy Co., Ltd., Ertan Hydropower Development Co., Ltd., Huaibei Guoan Power Co., Ltd., Tianjin SDIC Jinneng Electric Power Co., Ltd and SDIC Xuancheng Electric Power Co., Ltd. He was the director for the reorganisation of our Company from May 2007 to February 2010 when it was previously known as Asia Water Technology Limited and listed on the SGX-ST Catalist in 2005.

Mr. Wang obtained a bachelor's degree in technology from Wuhan University in the PRC in July 1984 and a master's degree in management science from Renmin University of China in January 2001. He also obtained a senior engineer certification issued by China Development Bank in December 1997.

Mr. Wu Bin (吳斌), aged 44, has been the deputy general manager of our Company since October 2017 and general manager (solid waste division) since January 2013. He is responsible for the management and operation of waste incineration business of our Group.

Mr. Wu started his career in September 1994 as a civil engineer and project manager at China Shenzhen Construction Group. He joined China Shenzhen Special Zone Security Company as the operation manager in the integrated department in August 1997. He was the deputy general manager for Te Zheng Estate Management Company Ltd.. Mr. Wu entered into the environmental protection industry in June 2001 as the deputy president of Shenzhen Hanyang Investment Holdings Ltd. He also cofounded Wenling in September 2006 and served as a director and the general manager of Wenling until December 2012.

Mr. Wu obtained a bachelor's degree in engineering from Nanjing Dongnan University in the PRC in June 1994 and master's degree in business and administration from Guang Hua Economic and Management College of Peking University in the PRC in June 2005.

王培剛先生，55歲，自2010年7月起一直擔任本公司副總經理，主要負責就本集團的監管事宜與政府機構聯絡。其擔任本公司多家附屬公司的董事會成員。自2010年7月起，其一直擔任上實環境控股（武漢）有限公司的董事，而自2011年10月起，其一直擔任武漢漢西污水處理有限公司的董事。

王先生於1984年8月在中國水利電力部開始其職業生涯。自1993年1月至2007年5月，其曾在北京三吉利能源有限公司、二灘水電開發有限公司、淮北國安電力有限公司、天津國投津能發電有限公司及國投宣城發電有限公司等若干能源資源公司擔任管理職務。自2007年5月至2010年2月，其擔任本公司前身亞洲水務科技有限公司（於2005年在新交所凱利板上市）重組董事。

王先生於1984年7月獲得中國武漢大學工學學士學位，並於2001年1月獲得中國人民大學管理科學碩士學位，其亦於1997年12月獲國家開發銀行授予高級工程師職稱。

吳斌先生，44歲，自2017年10月起一直擔任本公司副總經理及自2013年1月起擔任總經理（固廢業務部）。其負責管理及運營本集團的固廢發電業務。

吳先生於1994年9月在深圳建設集團擔任土木工程師及項目經理，開始其職業生涯。於1997年8月，其加入中國深圳特區證券公司任綜合管理部經營經理，及深圳（珠海）特證物業有限公司的副總經理。吳先生於2001年6月進入環保行業，任深圳瀚洋投資控股有限公司副總裁。其亦於2006年9月聯合創辦溫岭，並於2012年12月前一直擔任溫岭董事及總經理。

吳先生於1994年6月獲得中國南京東南大學工學士學位及於2005年6月獲得中國北京大學光華管理學院工商管理碩士學位。

Mr. Yang Anyuan (楊安源), aged 42, has been the deputy general manager of our Company since October 2017. He is responsible for the legal and compliance management of our Group. He joined our Group as a director of SIIC Environment Holdings (Weifang) Co., Ltd. in December 2010 and has held the position since then. In addition, he has served as a board member of Nanfang Water since July 2012, SIIC Environment Holding (Shenzhen) Co., Ltd., and Yiyang City Tap Water Co., Ltd. since December 2015. He has also been a general manager of SIIC Environment Holding (Shenzhen) Co., Ltd. since September 2016.

Mr. Yang joined the SIIC Group in July 2004, since when he had held several management positions in SIIC Management (Shanghai) Co., Ltd. from July 2004 to May 2016. He has held the positions of administrative director and supervisor of SIIC Management (Shanghai) Co., Ltd. since May 2016.

Mr. Yang obtained a master's degree in laws (economic law) from Hunan University in the PRC in June 2003, and a master's degree in professional accountancy from The Chinese University of Hong Kong in November 2014. Mr. Yang obtained a lawyer's practicing certificate issued by the Ministry of Justice of the PRC in August 1996 and a legal professional certificate issued by the Ministry of Justice of the PRC in September 2002.

楊安源先生，42歲，自2017年10月起一直擔任本公司副總經理，負責本集團的法律及合規管理。自2010年12月加入本集團，其後其一直擔任上實環境水務股份有限公司董事。此外，自2012年7月起，其亦擔任南方水務董事會成員；自2015年12月起，其為上實環境水務（深圳）有限公司、益陽市自來水有限公司董事會成員；自2016年9月起，其亦一直擔任上實環境水務（深圳）有限公司總經理。

楊先生於2004年7月加入上實集團，其後其自2004年7月至2016年5月一直擔任上實管理（上海）有限公司的若干管理職務。自2016年5月起，其擔任上實管理（上海）有限公司的行政總監兼監事。

楊先生於2003年6月獲得中國湖南大學法學碩士學位（經濟法），並於2014年11月獲得香港中文大學專業會計學碩士學位。楊先生於1996年8月取得中華人民共和國司法部頒發的律師資格及於2002年9月取得中華人民共和國司法部頒發的法律職業資格。

Business Units Senior Management

Mr. Piao Yongjian
Vice Chairman and President of Longjiang Environment Protection Group Co.,Ltd.

Mr. Piao, aged 55, has more than 30 years of operation and management experience in water and environmental protection sectors. He started his career with the third Harbin Tap Water Plant in 1985 and was promoted to the General Production Scheduling Controller and the Director of the Production Department in Harbin Tap Water Group Co., Ltd.

In 1997, he was transferred to Harbin Drainage Co., Ltd. as the Chief Engineer and the Vice General Manager. From 2004 to 2010, Mr. Piao successively held the posts of Director, Vice General Manager, and General Manager of Tongfang (Harbin) Water Engineering Co., Ltd. Mr. Piao served as Director and Vice President of Long Jiang Environment Protection Group Co., Ltd. from April 2010. He was appointed as the Vice Chairman and President in August 2014.

Mr. Piao holds a Bachelor Degree in Water Supply and Drainage from the Harbin Institute of Technology and is a qualified engineer (with a rank of researcher).

Mr.Wu Qiang
Chairman of Fudan Water Engineering and Technology Co., Ltd.

Mr.Wu Qiang, aged 48, joined Fudan Water Engineering and Technology Co., Ltd. in August 2017.

Prior to joining the Group, Mr.Wu served as an assistant of general manager in Investment Banking Division of Shanghai International Trust Corp.,Ltd. Mr. Wu also held position as General Manager of Asset Management in Shanghai City Construction Investment and Development Corporation, Vice President of Shanghai Chengtou Holding Co., Ltd. and Executive Director of Shanghai Environment Investment Co., Ltd. He also appointed as the General Manager of Jiangsu WELLE Environmental Co., Ltd.

Mr. Wu obtained a Bachelor Degree in Economics from Shanghai University of International Business and Economics in 1993. In 2000, Mr.Wu obtained a Master's Degree from IMBA Programme of Fudan University – Hong Kong University. He received a Master's Degree in Economics from University of Nottingham in 2004.

區域分部高級管理人員

朴庸健先生
龍江環保副董事長及總裁

朴先生，55歲，擁有超過30年的水務及環保投資、運營管理、項目及行政管理方面的經驗。1985年，朴先生在哈爾濱自來水三廠參加工作，並最終提升為哈爾濱自來水集團有限責任公司總生產調度長、生產處處長。

1997年調至哈爾濱排水有限責任公司，職位為公司總工程師、副總經理。2004年4月至2010年9月歷任同方（哈爾濱）水務有限公司董事、副總經理、總經理。2010年4月龍江環保集團股份有限公司成立，擔任董事、總裁。2014年8月當選為副董事長、總裁，現任至今。

朴先生擁有哈爾濱工業大學給排水專業碩士學位，是研究員級工程師。

吳強先生
上海復旦水務工程技術有限公司董事長

吳強先生，48歲，自2017年8月起加入上海復旦水務工程技術有限公司。

吳先生曾任上海國際信託投資公司投資銀行部總經理助理、上海市城市建設投資開發總公司資產管理部總經理、上海城投控股股份有限公司副總裁兼上海環境投資有限公司執行董事、江蘇維爾利環保科技股份有限公司總經理。

吳先生於1993獲得上海對外經貿大學經濟學學士，2000年獲得復旦大學－香港大學工商管理碩士（在職），2004年諾丁漢大學經濟學碩士。

CORPORATE INFORMATION
公司信息

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One Temasek Avenue
#37-02 Millenia Tower
Singapore 039192

Place of Business in Hong Kong Registered under Part 16 of the Companies Ordinance

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Two Harbourfront
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Hunghom, Kowloon
Hong Kong

Company's website

www.siicenv.com

Joint company secretaries

Ms. Shirley Tan Sey Liy *(ACS)*
Six Battery Road #10-01
Singapore 049909

Mr. Man Yun Wah *(HKICS)*
Unit 912, 9/F
Two Harbourfront
22 Tak Fung Street
Hunghom, Kowloon
Hong Kong

Executive Committee

Mr. Zhou Jun *(Chairman)*
Mr. Feng Jun
Mr. Yang Changmin
Mr. Xu Xiaobing
Mr. Xu Zhan

Audit Committee

Mr. An Hongjun *(Chairman)*
Mr. Yeo Guat Kwang
Mr. Zhong Ming

Nominating Committee

Mr. Yeo Guat Kwang *(Chairman)*
Mr. Zhong Ming
Mr. An Hongjun

總部、註冊辦事處及新加坡主要營業地點

One Temasek Avenue
#37-02 Millenia Tower
Singapore 039192

根據《公司條例》第16部註冊的香港營業地點

香港
九龍紅磡
德豐街22號
海濱廣場二座
9樓912室

公司網站

www.siicenv.com

聯席公司秘書

陳雪莉女士 *(ACS)*
Six Battery Road #10-01
Singapore 049909

文潤華先生*(HKICS)*
香港
九龍紅磡
德豐街22號
海濱廣場二座
9樓912室

執行委員會

周軍先生 *（主席）*
馮駿先生
楊長民先生
徐曉冰先生
許瞻先生

審計委員會

安紅軍先生 *（主席）*
楊木光先生
鍾銘先生

提名委員會

楊木光先生 *（主席）*
鍾銘先生
安紅軍先生

Remuneration Committee

Mr. Zhong Ming *(Chairman)*
Mr. Zhou Jun
Mr. Yeo Guat Kwang
Mr. An Hongjun

Risk and Investment Management Committee

Mr. Feng Jun *(Chairman)*
Mr. Xu Zhan
Mr. Xu Xiaobing
Mr. Wu Qiang
Mr. Huang Hanguang
Mr. Yang Anyuan

Singapore principal share registrar and transfer office

RHT Corporate Advisory Pte. Ltd.
9 Raffles Place #29-01
Republic Plaza Tower 1
Singapore 048619

Hong Kong Share Registrar

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

Auditors

Deloitte & Touche LLP
6 Shenton Way, #33-00
OUE Downtown 2
Singapore 068809
Partner-in-charge: Ms. Seah Gek Choo
(appointed since 31 October 2017)

Principal bankers

Standard Chartered Bank (Singapore) Limited
Level 23, Marina Bay Financial Centre (Tower 1)
8 Marina Boulevard
Singapore 018981

United Overseas Bank Limited (Singapore)
80 Raffles Place #05-00 UOB Plaza 1
Singapore 048624

薪酬委員會

鍾銘先生 *（主席）*
周軍先生
楊木光先生
安紅軍先生

風險及投資管理委員會

馮駿先生 *（主席）*
許瞻先生
徐曉冰先生
吳強先生
黃漢光先生
楊安源先生

新加坡股份過戶登記總處

瑞信德企業咨詢私人有限公司
9 Raffles Place #29-01
Republic Plaza Tower 1
Singapore 048619

香港證券登記處

香港中央證券登記有限公司
香港
灣仔
皇后大道東183號
合和中心
17樓1712-1716室

核數師

德勤有限責任合夥人制
6 Shenton Way, #33-00
OUE Downtown 2
Singapore 068809
受委合夥人：佘玉珠女士
2017年10月31日委任

主要往來銀行

渣打銀行（新加坡）有限公司
Level 23, Marina Bay Financial Centre (Tower 1)
8 Marina Boulevard
Singapore 018981

大華銀行有限公司（新加坡）
80 Raffles Place #05-00 UOB Plaza 1
Singapore 048624

CORPORATE INFORMATION
公司信息

Bank of China (Hong Kong) Limited 9/F Bank of China Tower 1 Garden Road Hong Kong	中國銀行(香港)有限公司 香港 花園道1號 中銀大廈9樓
Agricultural Bank of China (Huizhou Branch) No. 15 Jiangbei Section Huizhou Road Huicheng District Huizhou Guangdong Province China	中國農業銀行(惠州分行) 中國 廣東省 惠州市 惠城區 惠州大道 江北段15號
Bank of Communications (Wuchang Sub-branch) No. 80 Zhongnan Road Wuchang District Wuhan Hubei Province China	交通銀行(武昌支行) 中國 湖北省 武漢市 武昌區 中南路80號
Bank of Weifang (Xincheng Sub-branch) No. 336 Dongming Road Developmental Zone Weifang Shandong Province China	濰坊銀行(新城支行) 中國 山東省 濰坊市 開發區 東明路336號
China Citic Bank (Haerbin Branch) No. 260 Zhongshan Road Nangang District Haerbin Heilongjiang Province China	中信銀行(哈爾濱分行) 中國 黑龍江省 哈爾濱市 南崗市區 中山路260號
China Merchants Bank (Shanghai Nanxi Sub-branch) F1 Yongxin Plaza No. 128 Nanjingxi Road Huangpu District Shanghai China	招商銀行(上海南西支行) 中國 上海市 黃浦區 南京西路128號 永新廣場1層

Huaxia Bank (Donghu Sub-branch)	華夏銀行(東湖支行)
No. 1 Youkeyuan	中國
Wujiawan, Luoyu Road	湖北省
Wuhan	武漢市
Hubei Province	珞喻路吳家灣
China	郵科院特1號
Industrial and Commercial Bank of China (Shenzhen Longgang Sub-branch)	中國工商銀行(深圳龍崗支行)
Business Street, Block 10	中國
Xinyayazhou Garden	廣東省
Zhongxincheng	深圳市
Longgang District	龍崗區
Shenzhen	中心城
Guangdong Province	新亞洲花園
China	10區商業街
Nanyang Commercial Bank (Dalian Branch)	南洋商業銀行(大連分行)
F1, Liyuan Building	中國
No. 16-18 Mingze Street	遼寧省
Dalian	大連市
Liaoning Province	明澤街16-18號
China	麗苑大廈1層
Industrial Bank Co., Ltd. (Haerbin Nangang Sub-branch)	興業銀行(哈爾濱南崗支行)
No. 169, Gexin Street	中國
Nangang District	黑龍江省
Haerbin City	哈爾濱市
Heilongjiang Province	南崗區
China	革新街169號
Shanghai Pudong Development Bank (Shanghai Branch)	浦發銀行(上海分行)
F6, Pu Fa Building	中國
No. 588 Pudongnan Road	上海市
Shanghai	浦東南路588號
China	浦發大廈6樓

CORPORATE GOVERNANCE REPORT
企業管治報告

Good corporate governance ensures that the interests of shareholders are protected and enhances corporate performance and accountability.

SIIC Environment Holdings Ltd. ("**Company**") and its subsidiaries (collectively, "**Group**") are committed to set corporate governance practices in place which are in line with the recommendations of the Code of Corporate Governance 2012 ("**Code**") and the applicable code provisions of the Corporate Governance Code ("**HK CG Code**") as set out in Appendix 14 to the Rules ("**Hong Kong Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**SEHK**") to provide the structure through which the objectives of protection of shareholders' interest and enhancement of long term shareholders' value are met.

In the event of any conflict between the Code and the HK CG Code, the Group will comply with the more onerous provisions. This report sets out the Group's main corporate governance practices that were in place throughout and/or during the financial year or which will be implemented and where appropriate, we have provided explanations for deviation from the Code and the HK CG Code.

良好的企業管治確保股東權益得以保障及提升企業表現與問責。

上海實業環境控股有限公司(「**本公司**」)及其附屬公司(統稱「**本集團**」)致力建立符合《2012年企業管治守則》(「《**守則**》」)之推薦建議及《香港聯合交易所有限公司(「**香港聯交所**」)證券上市規則》(「**香港《上市規則》**」)附錄十四所載之《企業管治守則》(「《**香港企業管治守則**》」)適用守則條文之企業管治常規,以為滿足保障股東權益及提升長期股東價值等目標提供相關結構。

倘《守則》與《香港企業管治守則》有任何衝突,本集團將遵守條文更加嚴苛者。本報告載列本集團於財政年度內實施或將付諸實施之主要企業管治常規。我們亦對《守則》及《香港企業管治守則》的偏離情況(如適用)加以解釋。

(A) BOARD MATTERS

Board's Conduct of its Affairs

Principle 1: Every company should be headed by an effective Board to lead and control the company. The Board is collectively responsible for the long-term success of the company. The Board works with Management to achieve this objective and Management remains accountable to the Board.

The Board ("**Board**") of Directors ("**Directors**") of the Company oversees the business and corporate affairs of the Group. The principal duties of the Board include the following:

- Protecting and enhancing long-term value and return to its shareholders;
- Providing leadership and guidance on corporate strategy, business directions, risk management policy and implementation of corporate objectives;
- Establishing, reviewing and approving the annual budget, corporate policies, strategies and objectives for the Group;
- Establishing a framework of prudent and effective controls which enables risks to be assessed and managed, including safeguarding of shareholders' interests and the Company's assets;
- Identifying the key stakeholder groups and recognise that their perceptions affect the Company's reputation;
- Ensuring the effectiveness and integrity of Management;

(A) 董事會事宜

董事會處理其事務之操守

原則1:每家公司均需設有有效的董事會領導及控制公司。董事會應共同負責公司的長遠發展。董事會與管理層協同達至此目標,但管理層仍需向董事會負責。

本公司董事(「**董事**」)會(「**董事會**」)監督本集團的業務及企業事務。董事會的主要職責載列如下:

- 保障及提升股東長期價值及回報;
- 領導及指引企業策略、業務方向、風險管理政策及執行企業目標;
- 制定、審閱及批准本集團年度預算、企業政策、策略及目標;
- 建立審慎有效的監控框架以評估及管理風險,包括保障股東權益及本公司資產;
- 識別主要利益相關者群體及認識到彼等的觀點影響本公司聲譽;
- 確保管理層有效性及完整性;

- Monitoring the Management's achievement of these goals;
- Conducting periodic reviews of the Group's financial performance, internal controls and reporting compliance;
- Approving nominations to the Board and appointment of key executives;
- Ensuring the Group's compliance with all relevant and applicable laws and regulations;
- Considering sustainability issues; and
- Assuming responsibility for the corporate governance of the Group.

- 監督管理層如何達致該等目標；
- 定期審閱本集團的財務表現、內部監控及報告合規情況；
- 批准董事會任命及委任主要執行人員；
- 確保本集團遵守所有相關及適用法律及法規；
- 考慮可持續發展事宜；及
- 履行本集團企業管治責任。

All Directors exercise due diligence and independent judgment in dealing with the business affairs of the Group and are obliged to act in good faith and to take objective decisions in the interest of the Group.

全體董事於處理本集團業務事宜時行使審慎及獨立判斷力，並須秉誠行事及作出符合本集團利益的客觀決策。

To assist the Board in the execution of its responsibilities, the Board is supported by five committees, namely the Audit Committee ("**AC**"), the Nominating Committee ("**NC**"), the Remuneration Committee ("**RC**"), the Risk and Investment Management Committee ("**RIMC**") and the Executive Committee ("**EC**") (collectively "**Board Committees**"). The Board Committees operate within clearly defined terms of reference or scope and they play an important role in ensuring good corporate governance in the Company and within the Group. The terms of reference of the Board Committees are reviewed on a regular basis to ensure their continued relevance.

為協助董事會履行其責任，董事會設有五個委員會，即審計委員會(「**審計委員會**」)、提名委員會(「**提名委員會**」)、薪酬委員會(「**薪酬委員會**」)、風險及投資管理委員會(「**風險及投資管理委員會**」)及執行委員會(「**執行委員會**」)(統稱「**董事委員會**」)。董事委員會根據明確界定的職權範圍或範疇運作，於確保本公司及本集團內良好的企業管治扮演重要角色。董事委員會的職權範圍乃定期審閱，確保持續相關。

Formal Board meetings are held at least four times a year to approve the quarterly, interim and full year results announcements and to oversee the business affairs of the Group. The schedule of all the Board and Board Committees meetings for the calendar year is usually given to all the Directors well in advance in accordance with the Terms of Reference, the Code and the Hong Kong Listing Rules. The Board is free to seek clarification and information from Management of the Company ("**Management**") on all matters within their purview. Ad hoc meetings are convened at such other times as may be necessary to address any specific significant matters that may arise. Important matters concerning the Group are also put to the Board for its decision by way of written resolutions. Meetings via telephone or video conference are permitted by the Company's Constitution.

本公司每年召開至少四次董事會正式會議，以批准季度、中期及全年業績公告，並監督本集團業務事宜。各曆年的所有董事會及董事委員會會議安排通常會根據《職權範圍》、《守則》及香港《上市規則》提前通知全體董事。董事會有權要求本公司管理層(「**管理層**」)對其權限範圍內的所有事項進行澄清及提供資料。本公司會於處理可能產生的任何特定重大事項所需其他時間召開臨時會議。有關本集團的重大事宜亦將以決議案形式提呈董事會決策。本公司組織章程亦允許召開電話或視訊會議。

The following table sets out the attendance of each Director at the Board and Board Committees meetings held during the financial year ended 31 December 2017 ("**FY2017**"):

下表載列各董事出席截至2017年12月31日止財政年度(「**2017財政年度**」)舉行之董事會及董事委員會會議的情況:

			Board Committee Meetings 董事委員會會議		
Name of Director	**董事姓名**	**Board Meetings 董事會會議**	**AC 審計委員會**	**NC 提名委員會**	**RC 薪酬委員會**
Zhou Jun	周軍	5	–	1*	1
Feng Jun	馮駿	5	7*	–	1*
Yang Changmin	楊長民	5	1*	–	–
Li Zengfu	李增福	5	4*	–	–
Xu Xiaobing	徐曉冰	5	3*	–	–
Xu Zhan	許瞻	5	6*	–	–
Yeo Guat Kwang	楊木光	5	5	1	2
Tay Ah Kong Bernard (1)	鄭桠光(1)	5	8	1	2
Tan Gim Soo (2)	陳錦書(2)	5	8	1	2*
Tan Chong Huat (3)	陳聰發(3)	4	5	–	1
An Hongjun (4)	安紅軍(4)	–	–	–	–
Zhong Ming (5)	鍾銘(5)	–	–	–	–
No. of Meetings Held	**舉行會議次數**	**5**	**8**	**1**	**2**

* By invitation

(1) Mr. Tay Ah Kong Bernard had retired as the Independent Director of the Company on 8 March 2018.

(2) Mr. Tan Gim Soo had retired as the Independent Director of the Company on 8 March 2018.

(3) Mr. Tan Chong Huat had resigned as the Independent Director of the Company on 22 December 2017.

(4) Mr. An Hongjun has been appointed as the Independent Non-Executive Director of the Company on 1 March 2018.

(5) Mr. Zhong Ming has been appointed as the Independent Non-Executive Director of the Company on 1 March 2018.

* 應邀

(1) 鄭桠光先生於2018年3月8退任本公司獨立董事。

(2) 陳錦書先生於2018年3月8退任本公司獨立董事。

(3) 陳聰發先生於2017年12月22日辭任本公司獨立董事。

(4) 安紅軍先生於2018年3月1日獲委任為本公司獨立非執行董事。

(5) 鍾銘先生於2018年3月1日獲委任為本公司獨立非執行董事。

The Group had adopted a set of internal guidelines setting forth financial authorisation and approval limits for investments, acquisitions and disposals. Transactions falling outside the ordinary course of business and where the value of a transaction exceeds these limits have to be approved by the Board. Matters requiring the Board's decision and approval include the following:

- Material acquisitions and disposal of assets;
- Group's major investments/divestments and funding decisions;
- Group's announcements or press releases released via SGXNet and HKExnews, including financial results announcements;
- Agreements which are not in the ordinary course of business;
- Major borrowings or corporate guarantees in relation to borrowings;
- Entry into any profit-sharing arrangement;
- Issuance of shares or declaration of dividends;
- Operating budgets, annual report, Directors' statement and audited financial statements;
- Convening of general meetings; and
- Change in corporate business strategy and direction.

The Directors are also updated regularly with changes to the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual and the Hong Kong Listing Rules, risk management, corporate governance, insider trading and the key changes in the relevant regulatory requirements and financial reporting standards and the relevant laws and regulations to facilitate effective discharge of their fiduciary duties as Board or Board Committees members.

New releases issued by the SGX-ST, Accounting and Corporate Regulatory Authority ("**ACRA**") and the SEHK which are relevant to the Directors are circulated to the Board. The Company Secretaries informed the Directors of upcoming conferences and seminars relevant to their roles as Directors of the Company. Annually, the external auditors update the AC and the Board on the new and revised financial reporting standards that are applicable to the Company or the Group.

本集團已採納一套內部指引，載列有關投資、收購及出售的財務授權及審批限制。並非於一般業務過程中進行的交易及交易價值超出該等限額者，必須取得董事會批准。須經董事會決策及批准的事宜載列如下：

- 重大資產收購及出售；
- 本集團主要投資／撤資及融資決定；
- 本集團於SGXNet及HKExnews發佈的公告或新聞稿，包括財務業績公告；
- 並非於一般業務過程中簽署的協議；
- 主要借款或有關借款的企業擔保；
- 訂立任何分成協議；
- 發行股份或宣派股息；
- 經營預算、年度報告、董事報告及經審核財務報表；
- 召開股東大會；及
- 更改企業業務策略及方針。

董事亦定期獲更新有關新加坡證券交易所有限公司(「**新交所**」)《上市手冊》及香港《上市規則》之變動、風險管理、企業管治、內幕交易及有關規定、財務報告準則及有關法律法規的主要變動，促使彼等有效履行擔任董事會或董事委員會成員的受信職責。

新交所、會計與企業管制局(「**會企管制局**」)及香港聯交所發出的有關董事的新聞稿將提交董事會傳閱。公司秘書向董事通知即將召開的與彼等擔任本公司董事有關的會議及研討會。每年，外部核數師告知審計委員會及董事會適用於本公司或本集團的新或經修訂財務報告準則。

Appropriate briefing and orientation will be arranged for newly appointed Directors to familiarise them with the Group's business operations, strategic directions, Directors' duties and responsibilities and corporate governance practices. They will also be given opportunities to visit the Group's operational facilities and meet the Management so as to gain a better understanding of the Group's business.

本公司會為新任董事組織適當的簡介會及入職培訓，讓彼等熟悉本集團的業務運營、戰略決策、董事職責及責任以及企業管治常規。彼等亦將有機會參觀本集團的營運設施及與管理層會面，以深入了解本集團業務。

The Directors are encouraged to attend seminars and receive training to improve themselves in discharge of Directors' duties and responsibilities. Changes to regulations and accounting standards are monitored closely by the Management. To keep pace with such regulatory changes, the Company provides opportunities for ongoing education and training on Board processes and best practices as well as updates on changes in legislation and financial reporting standards, regulations and guidelines from the SGX-ST Listing Manual and the Hong Kong Listing Rules that affect the Company and/or the Directors in discharging their duties.

本公司鼓勵董事參與研討會及接受培訓，提升彼等履行董事職責及責任的能力。管理層密切關注規定及會計準則的變動。為適應該等監管變化，本公司提供有關董事會工作流程及最佳常規的持續教育及培訓機會，以及影響本公司及／或董事履行職責的有關立法及財務報告準則的變化、新交所《上市手冊》及香港《上市規則》的規定及指引的更新情況。

During FY2017, the Directors were provided updates and informative news of the, among other things, the SGX-ST Listing Manual and the Code. The shares of the Company have been dual listed on the SEHK for trading on 23 March 2018, and the Company is required to fully comply with the Hong Kong Listing Rules. In order to comply with Rule A6.5 of Appendix 14 to the Hong Kong Listing Rules after the dual listing of the Company on the SEHK, the Company shall arrange for sufficient training of continuous professional development to the Directors to develop and refresh their knowledge and skills in relation to the Hong Kong Listing Rules and the Listing Manual for the financial year ending 31 December 2018. The above training will be at the Company's costs.

於2017財政年度，董事獲提供有關（其中包括）新交所《上市手冊》及《守則》的更新及信息類新聞。於2018年3月23日，本公司股份於香港聯交所雙重上市以進行買賣，故本公司須全面遵守香港《上市規則》。本公司於香港聯交所雙重上市後，為遵守香港《上市規則》附錄十四第A6.5條之規定，本公司須於截至2018年12月31日止財政年度為股東安排充足的連續專業發展培訓，培養及更新彼等有關香港《上市規則》及《上市手冊》的知識及技能。上述培訓成本將由本公司承擔。

Newly appointed Directors receive appropriate training, if required. The Group provides background information about its history, mission and values to its Directors. In addition, the Management regularly updates and familiarises the Directors on the business activities of the Company during Board meetings.

新任董事可接受適當培訓（如需）。本集團向其董事介紹有關公司歷史、使命及價值觀的背景資料。此外，管理層定期於董事會會議上向董事更新及使其熟悉本公司的業務活動。

A formal letter of appointment would be furnished to every newly-appointed Director upon their appointment explaining, among other matters, their roles, obligations, duties and responsibilities as member of the Board.

新任董事一經委任將獲提供正式委任函，說明（其中包括）彼等作為董事會成員的角色、義務、職責及責任。

Board Composition and Guidance

Principle 2: There should be a strong and independent element on the Board, which is able to exercise objective judgment on corporate affairs independently, in particular, from Management and 10% shareholders. No individual or small group of individuals should be allowed to dominate the Board's decision making.

Presently, the Board comprises one Non-Executive Director, five Executive Directors and three Independent Non-Executive Directors:–

董事會組成及指引

原則2：董事會應具備穩固的獨立執行董事人數（尤其是應由管理層及10%的股東組成），以就公司事務獨立作出客觀判斷。概無個人或少數人可主導董事會決策。

現時，董事會包括一名非執行董事，五名執行董事及三名獨立非執行董事：

Name of Director 董事姓名	Designation 職位	AC 審計委員會	NC 提名委員會	RC 薪酬委員會	EC 執行委員會
Zhou Jun[1] 周軍[1]	Non-Executive Chairman 非執行主席	–	–	Member 成員	Chairman 主席
Feng Jun 馮駿	Executive Director 執行董事	–	–	–	Member 成員
Yang Changmin 楊長民	Executive Director 執行董事	–	–	–	Member 成員
Li Zengfu 李增福	Executive Director 執行董事	–	–	–	–
Xu Xiaobing 徐曉冰	Executive Director 執行董事	–	–	–	Member 成員
Xu Zhan 許瞻	Executive Director 執行董事	–	–	–	Member 成員
Yeo Guat Kwang 楊木光	Lead Independent Non-Executive Director 首席獨立非執行董事	Member 成員	Chairman 主席	Member 成員	–
An Hongjun[2] 安紅軍[2]	Independent Non-Executive Director 獨立非執行董事	Chairman 主席	Member 成員	Member 成員	–
Zhong Ming[3] 鍾銘[3]	Independent Non-Executive Director 獨立非執行董事	Member 成員	Member 成員	Chairman 主席	–

Notes:

(1) Mr. Zhou Jun has been re-designated from Executive Chairman to Non-Executive Chairman on 12 March 2018.

(2) Mr. An Hongjun has been appointed as the Independent Non-Executive Director of the Company on 1 March 2018.

(3) Mr. Zhong Ming has been appointed as the Independent Non-Executive Director of the Company on 1 March 2018.

附註：

(1) 周軍先生於2018年3月12日由執行主席調任為非執行主席。

(2) 安紅軍先生於2018年3月1日獲委任為本公司獨立非執行董事。

(3) 鍾銘先生於2018年3月1日獲委任為本公司獨立非執行董事。

Executive Committee

The EC comprises the following members:

Mr. Zhou Jun (Chairman)
Mr. Feng Jun
Mr. Yang Changmin
Mr. Xu Xiaobing
Mr. Xu Zhan

The EC is primarily responsible for assisting the Board to manage and oversee the Group's operational and business expansion matters. To discharge its role and responsibility, the EC is supported by the head office, functional departments of the various business units and Senior Management of the Group.

The EC had adopted a set of delegation of authority ("**DOA**") setting forth financial authorisation and approval limits for investments, acquisitions and disposals. Transactions falling outside the scope of DOA and where the value of a transaction exceeds these limits have to be approved by the Board. All material and significant matters are reported to the Board by the EC.

Independent Non-Executive Directors

The criteria for independence are determined based on the definition as provided in the Code and the Hong Kong Listing Rules and the independence of each Independent Non-Executive Director is reviewed annually by the NC. The NC considers an Independent Non-Executive Director as one who has no relationship with the Company, its related companies or its Officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Directors' independent judgment of the Group's affairs.

The NC has reviewed the independence of each Independent Non-Executive Director and received annual confirmation of independence pursuant to Rule 3.13 of the Hong Kong Listing Rules, and is of the view that these Non-Executive Directors are independent.

The Independent Non-Executive Directors participate actively during Board meetings. The Company has benefited from Management's access to its Directors for guidance and exchange of views both within and outside of the meetings of the Board and Board Committees. The Independent Non-Executive Directors communicate amongst themselves and with the Company's auditors and Senior Management. The chairman of the Board should pursuant to Rule A.2.7 of the Hong Kong Listing Rules at least annually hold meetings with the Non-Executive Directors (including Independent Non-Executive Directors) without the Executive Directors present.

執行委員會

執行委員會由下列成員組成：

周軍先生 （主席）
馮駿先生
楊長民先生
徐曉冰先生
許瞻先生

執行委員會主要協助董事會管理及監督本集團的運營及業務擴張事宜。執行委員會在本集團總辦事處、各業務單位職能部門及高級管理層的協助下履行其職責及責任。

執行委員會已採納一套授權（「**授權**」），載列投資、收購及出售的財務權利及審批限制。授權範圍以外的交易及倘交易價值超出該等限制，則須經由董事會批准。執行委員會向董事會報告所有重大及重要事項。

獨立非執行董事

獨立性標準乃根據《守則》及香港《上市規則》內的釋義確定，各獨立非執行董事的獨立性由提名委員會每年審閱。提名委員會認為，獨立非執行董事應為與本公司、其關聯公司或其高級職員並無關係（該關係可能會干涉或有理由認為會干涉董事對本集團事務作出獨立判斷）的人士。

提名委員會已根據香港《上市規則》第3.13條審閱各獨立非執行董事的獨立性及接獲年度獨立身份確認書，並認為該等非執行董事均屬獨立。

獨立非執行董事積極參與董事會會議。本公司受益於管理層與其董事於董事會及董事委員會會議上及會議之外積極溝通獲取指引及交流意見。獨立非執行董事彼此之間及與本公司核數師及高級管理層溝通。董事會主席應根據香港《上市規則》第A.2.7條至少每年與非執行董事（包括獨立非執行董事）舉行執行董事避席的會議。

There is no Independent Non-Executive Director who has served on the Board beyond nine years from the date of his first appointment.

概無獨立非執行董事自首次委任日期起計於董事會任職逾九年。

Presently, the Company has three (3) Independent Non-Executive Directors on the Board, which make up at least one-third of the Board. The NC has reviewed the size and composition of the Board. The Non-Executive Chairman, Mr. Zhou Jun is not considered as an Independent Non-Executive Director. The NC is satisfied that after taking into account the scope and nature of operations of the Group in the year under review, the current Board size is appropriate and effective. It is not necessary to have Independent Non-Executive Directors make up at least half of the Board at present. Nonetheless, the Company is constantly on the lookout for suitable candidates to join the Board as Independent Non-Executive Directors as part of its review process.

目前，本公司董事會有三(3)名獨立非執行董事，佔董事會人數的至少三分之一。提名委員會已審閱董事會規模及組成。非執行主席周軍先生並不視為獨立非執行董事。提名委員會經考慮回顧年度本集團的營運範疇及性質後認為，現有董事會規模適當有效。目前獨立非執行董事不一定須佔董事會人數之至少二分之一。然而，作為其檢討程序的一部分，本公司持續物色合適人選加入董事會擔任獨立非執行董事。

The Board comprises Directors who as a whole, have core competencies and diversity of experience to enable them to lead and control the Group effectively. Such competencies and experiences include industry knowledge, strategic planning, business and general management, legal and finance, and at least one Independent Non-Executive Director possesses appropriate qualifications or accounting or related financial management expertise pursuant to Rule 3.10(2) of the Hong Kong Listing Rules.

組成董事會的董事具備核心競爭力及擁有各行業經驗，有助於彼等有效領導及控制本集團。該等能力及經驗包括行業知識、策略規劃、業務及一般管理、法律及財務，且至少有一名獨立非執行董事具備香港《上市規則》第3.10(2)條規定的合適資質或會計或有關財務管理專業知識。

Non-Executive Directors and Independent Non-Executive Directors exercise no Management functions in the Group. Although all the Directors have equal responsibility for the performance of the Group, the role of the Non-Executive Director and Independent Non-Executive Directors is particularly important in ensuring that the strategies proposed by Management are fully discussed and rigorously examined and take into account the long-term interests of not only the shareholders, but also of the employees, customers, suppliers and the communities in which the Group conducts its business and reviewing the performance of Management in achieving agreed goals and objectives and monitor the reporting of performance. The NC considers its Independent Non-Executive Directors to be of sufficient calibre and size and their views to be of sufficient weight such that no individual or small group of individuals dominates the Board's decision-making process.

非執行董事及獨立非執行董事於本集團並不行使管理層職能。儘管全體董事對本集團表現負有同等責任，非執行董事及獨立非執行董事的角色尤其側重於確保管理層提出的策略獲充分討論及嚴格檢驗，且不僅考慮到股東，亦考慮到僱員、客戶、供應商及本集團業務所在社區的長遠利益，及檢討管理層達致協定目標及目標的表現，以及監督表現報告。提名委員會認為其獨立非執行董事具備相當才能及規模，以及彼等的觀點具備足夠分量，因此沒有個人或少數人可主導董事會決策。

The Company co-ordinates informal meeting sessions for the Non-Executive Directors and Independent Non-Executive Directors to meet on a need-basis without the presence of the Management to discuss matters such as the Group's financial performance, corporate governance initiatives, Board processes, succession planning as well as leadership development and the remuneration of the Executive Directors.

本公司在需要時為非執行董事及獨立非執行董事協調無管理層在場的非正式會見，以討論本集團的財務表現、企業管治措施、董事會工作流程、繼任計劃以及領導力發展及執行董事薪酬等事宜。

Chairman and Chief Executive Officer

Principle 3: There should be a clear division of responsibilities between the leadership of the Board and the executives responsible for managing the company's business. No one individual should represent a considerable concentration of power.

Mr. Zhou Jun is the Non-Executive Chairman of the Company. He ensures effective and comprehensive Board discussion on matters brought to the Board including strategic issues as well as business planning and provides executive leadership and supervision to the Executive Directors and the Senior Management team of the Company and the Group.

The responsibilities of the Non-Executive Chairman include:

(1) Scheduling of meetings to enable the Board to perform its duties responsibly while not interfering with the flow of the Group's operations;

(2) Ensuring that Directors receive accurate, timely and clear information, and ensuring effective communication with shareholders;

(3) Ensuring the Group's compliance with the Code;

(4) Acting in the best interest of the Group and of the shareholders;

(5) Ensuring that all directors are properly briefed on issues arising at board meetings;

(6) Providing leadership for the Board. The chairman should ensure that the Board works effectively and performs its responsibilities, and that all key and appropriate issues are discussed by it in a timely manner. The chairman should be primarily responsible for drawing up and approving the agenda for each Board meeting. He should take into account, where appropriate, any matters proposed by the other Directors for inclusion in the agenda. The chairman may delegate this responsibility to a designated director or the company secretary;

(7) Taking primary responsibility for ensuring that good corporate governance practices and procedures are established;

主席及首席執行官

原則3：董事會與執行董事之間在管理公司事務上應有清晰的責任劃分。個人概不應佔有相當大的一部分權力。

周軍先生為本公司非執行主席。彼確保董事會有效及全面討論獲提呈的事宜，包括策略事宜和業務規劃，並行政領導及監督執行董事以及本公司及本集團高級管理層。

非執行主席的責任包括：

(1) 安排會議時間，在不影響本集團營運的前提下幫助董事會妥善履行其職責；

(2) 確保董事獲取準確、及時及清晰的資料，以及確保與股東有效溝通；

(3) 確保本集團遵守《守則》規定；

(4) 按本集團及股東的最佳利益行事；

(5) 確保全體董事適當了解董事會會議議事概要；

(6) 領導董事會。主席應確保董事會的工作行之有效及履行責任，以及所有重要適當事宜得以及時討論。主席主要負責起草及審批各董事會會議議程。彼應考慮其他董事建議的任何事項（如適用）以納入議程。主席可將該責任委派予指定董事或公司秘書；

(7) 承擔確保建立良好的企業管治常規及程序的主要責任；

(8) Encouraging all Directors to make a full and active contribution to the Board's affairs and taking the lead to ensure that it acts in the best interests of the Company. The chairman should encourage Directors with different views to voice their concerns, allow sufficient time for discussion of issues and ensure that Board decisions fairly reflect Board consensus;

(8) 鼓勵全體董事充分及踴躍參與董事會事務，帶頭確保其秉承本公司最佳利益行事。主席應鼓勵董事各抒己見，表達彼等的擔憂，並給予充裕的討論時間，確保董事會決策合理反映董事會共識；

(9) Holding meetings annually with the Non-Executive Directors (including Independent Non-Executive Directors) without the Executive Directors present;

(9) 每年與非執行董事（包括獨立非執行董事）召開執行董事避席的會議；

(10) Ensuring that appropriate steps are taken to provide effective communication with shareholders and that their views are communicated to the Board as a whole; and

(10) 確保採取適當措施與股東有效溝通及股東意見得以整體傳達給董事會；及

(11) Promoting a culture of openness and debating by facilitating the effective contribution of Non-Executive Directors in particular and ensuring constructive relations between Executive and Non-Executive Directors.

(11) 提倡公開及討論文化，促使（尤其是）非執行董事作出有效貢獻及確保執行董事與非執行董事的建設性關係。

The Company Secretaries may be called to assist the Non-Executive Chairman in any of the above.

非執行主席可要求公司秘書協助處理上述任何事宜。

Although the Chief Executive Officer ("**CEO**") position is still vacant, the Board and EC are responsible for overseeing the overall management and strategic development of the Group.

儘管首席執行官（「**首席執行官**」）職位仍然空缺，董事會及執行委員會負責監督本集團整體管理及策略發展。

The Board had appointed Mr. Yeo Guat Kwang as the Lead Independent Non-Executive Director to co-ordinate and to lead the Independent Non-Executive Directors to provide a non-executive perspective and contribute to a balance of viewpoints on the Board. He is the main liaison on Board issues between the Independent Non-Executive Directors and the Non-Executive Chairman. He is available to shareholders where they have concerns which contact through the normal channels of the Non-Executive Chairman or Chief Financial Officer has failed to resolve or is inappropriate.

董事會已委任楊木光先生為首席獨立非執行董事，協調及領導獨立非執行董事提供非執行意見，促使董事會觀點維持平衡。彼為獨立非執行董事及非執行主席有關董事會事宜的主要聯絡人。倘股東有任何疑慮，而透過正常渠道與非執行主席或首席財務官的聯絡未能解決有關疑慮或解決不當，則可與彼聯絡。

The Independent Non-Executive Directors, led by the Lead Independent Non-Executive Director, meet amongst themselves without the presence of the other Directors, where necessary, and the Lead Independent Non-Executive Director will provide feedback to the Non-Executive Chairman after such meetings.

在首席獨立非執行董事的領導下，獨立非執行董事可舉行其他董事避席的會議（如需），首席獨立非執行董事將於會後向非執行主席提供有關反饋。

Board Membership

Principle 4: There should be a formal and transparent process for the appointment and reappointment of directors to the Board.

The NC comprises the following members:

Nominating Committee

Mr. Yeo Guat Kwang (Chairman)
Mr. Zhong Ming
Mr. An Hongjun

The NC's role is to establish a formal and transparent process for:

(1) Reviewing and making recommendations to the Board on all candidates nominated for appointment to the Board of the Company and of its subsidiaries;

(2) Reviewing and recommending to the Board on an annual basis, the Board structure, size and composition, taking into account, the balance between Executive Directors, Non-Executive Directors and Independent Non-Executive Directors to ensure that the Board as a whole possesses the right blend of relevant experiences and core competencies to effectively manage the Company;

(3) Procuring that at least one-third of the Board shall comprise of Independent Non-Executive Directors;

(4) Identifying and making recommendations to the Board as to which Directors are to retire by rotation and to be put forward for re-election at each Annual General Meeting ("**AGM**") of the Company, having regard to the Directors' contribution and performance, including the Independent Non-Executive Directors;

(5) Determining whether a Director is independent; and

(6) Proposing a set of objective performance criteria to the Board for approval and implementation, to evaluate the effectiveness of the Board as a whole and the contribution of each Director to the effectiveness of the Board.

The NC is responsible for identifying and recommending new Directors to the Board, after considering the necessary and desirable competencies. In selecting potential new Directors, the NC will seek to identify the competencies required to enable the Board to fulfil its responsibilities.

The NC may engage consultants to undertake research on, or assess, candidates applying for new positions on the Board, or to engage such other independent experts, as it considers necessary to carry out its duties and responsibilities. Recommendations for new Directors are put to the Board for its consideration.

董事會成員

原則4：董事會應制定正式透明的董事委任及續聘程序。

提名委員會由下列成員組成：

提名委員會

楊木光先生 （主席）
鍾銘先生
安紅軍先生

提名委員會負責就下列事項制定正式透明的程序：

(1) 審閱及向董事會推薦提名入選本公司及其附屬公司董事會的所有候選人；

(2) 經考慮執行董事、非執行董事及獨立非執行董事的平衡性，每年審閱及向董事會推薦董事會架構、規模及組成，確保董事會整體兼具有效管理本公司的相關經驗及核心能力；

(3) 促使董事會人數的至少三分之一為獨立非執行董事；

(4) 經考慮董事貢獻及表現，識別及向董事會推薦行將於本公司股東週年大會（「**股東週年大會**」）輪值退任及重選連任的董事（包括獨立非執行董事）；

(5) 釐定董事是否獨立；及

(6) 提出一套客觀表現標準供董事會審批執行，以評估董事會整體效力及每名董事對董事會效力作出之貢獻。

提名委員會負責於考慮必要及所需能力後，物色及向董事會推薦新董事。於遴選潛在新董事時，提名委員會將努力識別有助於董事會履行職責的能力。

提名委員會可聘請顧問對應徵董事會新席位的候選人加以調查或評估，或委聘其認為就履行其職責及責任必要的其他獨立專家。有關新董事的推薦建議將提呈董事會考量。

New Directors are appointed by way of a Board resolution following which they are subject to re-election at the next AGM.

新董事透過董事會決議案的方式委任，其後彼等將於下屆股東週年大會上重選連任。

The Company's Constitution requires one-third of the Board (except for the Managing Director) to retire by rotation at every AGM. Directors who retire are eligible to offer themselves for re-election. Pursuant to Regulation 97 of the Company's Constitution, Directors of the Company who were newly appointed by the Board since the last AGM will have to retire at the forthcoming AGM.

本公司組織章程規定董事會人數（董事總經理除外）的三分之一須於每屆股東週年大會上輪值退任。退任董事符合資格重選連任。根據本公司組織章程第97條，董事會於上屆股東週年大會以來所委任的本公司新董事須於應屆股東週年大會退任。

Each member of the NC shall abstain from voting on any resolutions in respect to his re-nomination as a Director.

提名委員會各成員須就彼重選董事的任何決議案放棄投票。

For the financial year under review, the NC is of the view that the Independent Non-Executive Directors of the Company are independent (as defined in the Code and the Hong Kong Listing Rules) and are able to exercise judgment on the corporate affairs of the Group independent of the Management.

於回顧財政年度，提名委員會認為，本公司獨立非執行董事均屬獨立（定義見《守則》及香港《上市規則》），能夠就本集團企業事務作出獨立於管理層的判斷。

The NC has recommended to the Board that Mr. Zhou Jun, Mr. Feng Jun, Mr. Yang Changming, Mr. An Hongjun and Mr. Zhong Ming, be nominated for re-election at the forthcoming AGM. The Board had accepted the NC's recommendations.

提名委員會已向董事會推薦周軍先生、馮駿先生、楊長民先生、安紅軍先生及鍾銘先生於應屆股東週年大會上提名重選連任。董事會已接納提名委員會的推薦建議。

Mr. An Hongjun and Mr. Zhong Ming, being members of the NC who are retiring at the AGM abstained from voting on the resolution in respect of their re-nomination as a Director.

安紅軍先生及鍾銘先生作為將於股東週年大會上退任董事的提名委員會成員，須就彼等重選董事的決議案放棄投票。

Despite some of the Directors having other Board representations, the NC is satisfied that these Directors are able to and have adequately carried out their duties as Directors of the Company. Currently, the Board has not determined the maximum number of listed Board representations which any Director may hold. The NC and the Board will review the requirement to determine the maximum number of listed Board representations as and when it deemed fit.

儘管部分董事身兼其他董事會職位，提名委員會信納該等董事能夠且已經充分履行其作為本公司董事應盡的職責。現時，董事會尚未釐定董事可擔任上市公司董事會職位的最高數目。提名委員會及董事會將於其認為適當時檢討釐定上市公司董事會職位最高數目的規定。

There is no alternate director being appointed to the Board.

概無候補董事獲委任加入董事會。

The key information regarding the Directors such as academic and professional qualifications, Board Committees served, directorships or chairmanships both present and past held over the preceding three years in other listed companies and other major appointments, whether the appointment is executive or non-executive are set out on pages 99 to 104 of this Annual Report.

有關董事的諸如學歷及專業資格、現在及過往三年在其他上市公司所任職的董會委員會、董事或主席職位以及其他重要委任情況（無論是執行或非執行）的重要資料載於本年報第99至104頁。

Board Performance

Principle 5: There should be a formal annual assessment of the effectiveness of the Board as a whole and its board committees and the contribution by each Director to the effectiveness of the Board.

While the Code recommends that the NC be responsible for assessing the Board as a whole and its Board Committees and also assessing the individual evaluation of each Directors' contribution, the NC is of the view that it is more appropriate and effective to assess the Board as a whole and its Board Committees, bearing in mind that each member of the Board and the Board Committee contributes in different ways to the success of the Company and Board and Board Committee decisions are made collectively.

The NC has implemented a process for assessing the effectiveness of the Board as a whole and each Board Committee respectively. Each Director was required to complete the Board Evaluation Forms adopted by the NC and the Board Committees' Evaluation Forms adopted by the AC, NC and RC, which would be collated by the NC Chairman for review or discussion. The NC focuses on a set of performance criteria which includes the evaluation of the size and composition of the Board and its Board Committees, the access to information, processes and accountability, performance in relation to discharging its principle responsibilities and the Directors' standards of conduct in assessing the Board's performance as a whole and the performance of the Board Committees. Following the review, the Board is of the view that the Board and Board Committees operate effectively and each Director is contributing to the effectiveness of the Board and the Board Committees due to the active participation of each member during each meeting. No external facilitator was used during the evaluation process in FY2017.

The Board and the NC have endeavored to ensure that the Directors appointed to the Board possess the relevant experience, knowledge and expertise critical to the Group's business.

Although the Directors are not evaluated individually, the performance of the Directors is evaluated using agreed criteria, aligned as far as possible with appropriate corporate objectives. The criteria include short-term and long-term measures and cover financial and non-financial performance indicators such as the strength of his experience and stature, and his contribution to the proper guidance of the Group and its businesses.

董事會表現

原則5：應每年正式整體評估董事會整體及其董事委員會的效力以及各董事對董事會效力作出的貢獻。

儘管《守則》建議提名委員會負責評估董事會整體及其董事委員會，以及對各董事貢獻的個人評估，提名委員會認為評估董事會整體及其董事委員會更加適當有效，因為董事會及其董事委員會的每名成員以不同方式為本公司發展作貢獻，而董事會及董事委員會決策乃全體人員共同作出。

提名委員會已執行程序分別評估董事會整體及各董事委員會的效力。其要求每名董事填妥提名委員會採納的董事會評估表以及審計委員會、提名委員會及薪酬委員會採納的董事委員會評估表，並由提名委員會整理以供審閱或討論。於評估董事會整體表現及董事委員會表現時，提名委員會專注考慮一套表現標準，包括評估董事會及其董事委員會規模及組成、董事會獲取信息的情況、董事會工作流程及責任、董事會履行主要責任的表現及董事行為準則。經審核，董事會認為，董事會及其董事委員會有效運轉，且由於各成員積極參與各項會議，各董事均為董事會及董事委員會的整體效力貢獻力量。於2017財政年度，並無外部輔助人士參與估值程序。

董事會及提名委員會努力確保獲委任加入董事會的董事具備對本集團業務至關重要的相關經驗、知識及專業技能。

儘管沒有對董事進行逐個評估，但董事表現已盡可能根據適當企業目標使用協定標準加以評估。有關標準包括短期及長期考量，涵蓋財務及非財務表現指標，例如董事經驗及水平實力、對正確引導本集團及其業務發展的貢獻等。

Access to Information

Principle 6: In order to fulfill their responsibilities, directors should be provided with complete, adequate and timely information prior to board meetings and on an on-going basis so as to enable them to make informed decisions to discharge their duties and responsibilities.

To enable the Board to fulfil its responsibility, the Management strives to provide Board members with adequate and timely information for Board and Board Committees meetings on an on-going basis. The Board and Board Committees papers are prepared for each meeting and are disseminated to the members before the meetings. The Board and Board Committees papers include financial, business and corporate matters of the Group so as to enable the Directors to be properly briefed on matters to be considered at the Board and Board Committees meetings. Directors are given separate and independent access to the Group's Management and Company Secretaries to address any enquiries.

The Company Secretaries or their representative administer, attend and prepare minutes of Board and Board Committees meetings and assist the Chairman of the Board and/or the Board Committees in ensuring that proper procedures at such meetings are followed and reviewed so that the Board and the Board Committees function effectively and the relevant requirements of the Companies Act, Chapter 50 ("**Companies Act**"), SGX-ST Listing Manual and Hong Kong Listing Rules are complied with. Directors may seek professional advice in furtherance of their duties and the costs will be borne by the Company. The appointment and removal of the Company Secretaries are subject to the approval of the Board.

取閱資料

原則6：為履行責任，董事應於董事會議前持續獲提供完整、充足以及及時資料，令其作出知情決定以履行其職責及責任。

為幫助董事會履行其責任，管理層持續努力向董事會成員及時提供充足資料，供董事會及董事委員會會議使用。董事會及董事委員會的每次會議均需準備有關文件，並於會議舉行前分發給成員。董事會及董事委員會文件載列本集團財務、業務及企業事宜，旨在幫助董事妥善了解將於董事會及董事委員會會議上考量的事宜。董事可單獨及獨立聯絡本集團管理層及公司秘書進行任何查詢。

公司秘書或其代表管理人出席所有董事會及董事委員會會議並負責編寫會議記錄，以及協助董事會主席及／或董事委員會確保該等會議遵守及檢討適當程序，從而令董事會及董事委員會有效履行其職能，以及《公司法》(第50章)(「**《公司法》**」)、新交所《上市手冊》及香港《上市規則》的相關規定得以遵守。董事可尋求專業意見以促進其履行職務，有關費用由本公司承擔。委任及罷免公司秘書須獲董事會批准。

(B) REMUNERATION MATTERS

Procedures for Developing Remuneration Policies

Principle 7: There should be a formal and transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual directors. No director should be involved in deciding his own remuneration.

The RC comprises the following members:

Remuneration Committee

Mr. Zhong Ming (Chairman)
Mr. Zhou Jun
Mr. Yeo Guat Kwang
Mr. An Hongjun

All members of the RC are Non-Executive Directors and the majority of whom, including the Chairman of the RC is independent.

The RC recommends to the Board a framework for the remuneration for the Board and key management personnel and to determine specific remuneration packages for each Executive Director, which is based on transparency and accountability.

The key duties of the RC, *inter alia*, are:

1. To review and submit its recommendations for endorsement by the Board, a framework of remuneration and the specific remuneration packages and terms of employment (where applicable) for each Director (including CEO) and key management personnel;

2. To review and approve annually the total remuneration of the Directors and key management personnel; and

3. To review and submit its recommendations for endorsement by the Board, any long term incentive schemes which may be set up from time to time and to do all acts necessary in connection therewith.

No Director will be involved in determining his own remuneration.

The RC has full authority to engage any external professional advice on matters relating to remuneration as and when the need arises. The expense of such services shall be borne by the Company.

In reviewing the service agreements of the Executive Directors and key management personnel of the Company, the RC will review the Company's obligations arising in the event of termination of these service agreements, to ensure that such service agreements contain fair and reasonable termination clauses which are not overly generous. The RC aims to be fair and avoids rewarding poor performance.

(B) 薪酬事宜

制定薪酬政策的程序

原則7：董事會應制定正式透明的程序以制定執行人員薪酬政策及釐定個別董事的薪酬待遇。董事不得參與釐定其本身的薪酬。

薪酬委員會由下列成員組成：

薪酬委員會

鍾銘先生 （主席）
周軍先生
楊木光先生
安紅軍先生

薪酬委員會全體成員均為非執行董事，且多數人（包括薪酬委員會主席）乃屬獨立。

薪酬委員會基於透明度及問責制向董事會建議董事及主要管理人員的薪酬框架及確定各執行董事的特定薪酬待遇。

薪酬委員會的主要職責包括：

1. 審閱及向董事會建議以批准董事（包括首席執行官）及主要管理人員的薪酬框架以及該等每名人士的特定薪酬待遇及僱傭條款（如適用）；

2. 每年審閱及批准董事及主要管理人員的薪酬總額；及

3. 審閱及向董事會建議以批准不時可能制定的任何長期激勵計劃及作出與之相關的所有行動。

董事一概不得參與釐定其本身薪酬。

薪酬委員會可全權於必要時就薪酬相關事宜尋求任何外部專業意見。有關服務的開支由本公司承擔。

於審閱本公司執行董事及主要管理人員的服務協議時，薪酬委員會將審閱本公司因終止此等服務協議而產生的責任，以確保該等服務合約所載的終止條款屬公平合理，不會過於優厚。薪酬委員會以公平為宗旨及避免獎勵表現不佳者.

Level and Mix of Remuneration

Principle 8: The level and structure of remuneration should be aligned with the long- term interest and risk policies of the company, and should be appropriate to attract, retain and motivate (a) the directors to provide good stewardship of the company and (b) key management personnel to successfully manage the company. However, companies should avoid paying more than is necessary for this purpose.

The RC will take into account the industry norms, the Group's performance as well as the contribution and performance of each Director when determining remuneration packages.

The remuneration for the Executive Directors and certain key management personnel comprises a fixed and variable component. The variable component is performance related and is linked to the Group's performance as well as the performance of each individual Executive Director and key management personnel.

The Company has adopted the SIIC Environment Share Option Scheme 2012 ("**ESOS 2012**") and SIIC Environment Share Award Scheme ("**ESAS**"). The Executive Directors, Independent Non-Executive Directors, Non-Executive Directors and key management personnel are eligible to participate in the ESOS 2012 and ESAS in accordance with the rules for ESOS 2012 and ESAS.

Directors' fees will be paid or payable to the Independent Non-Executive Directors and certain Executive Directors in accordance with their contributions, taking into account factors such as effort and time spent, responsibilities of the Directors and the need to pay competitive fees to attract, retain and motivate the Directors. The Independent Non-Executive Directors shall not be over-compensated to the extent that their independence may be compromised. The Directors' fees are endorsed by the RC and recommended by the Board for shareholders' approval at the AGM of the Company.

The Company does not use contractual provisions to allow the Company to reclaim incentive components of remuneration from Executive Directors and key management personnel in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss to the Company. The Executive Directors owe a fiduciary duty to the Company. The Company should be able to avail itself to remedies against the Executive Directors in the event of such breach of fiduciary duties.

薪酬水平及構成

原則8：薪酬水平及架構應與本公司長遠利益及風險政策一致，並應達到適當水平，可以招攬、挽留及激勵(a)董事向本公司提供優質管理；及(b)主要管理層人員成功管理本公司。然而，就此目的而言，公司應避免支付過多酬金。

於確定薪酬待遇時，薪酬委員會考慮業內標準、本集團表現及各董事的貢獻及表現。

執行董事及若干主要管理人員薪酬包括固定及浮動部分。浮動薪酬與表現有關，並與本集團表現以及各執行董事及主要管理人員的個人表現掛鈎。

本公司已採納2012年上實環境購股權計劃(「**2012年上實環境購股權計劃**」)及上實環境股份獎勵計劃(「**上實環境股份獎勵計劃**」)。根據2012年上實環境購股權計劃及上實環境股份獎勵計劃規則，執行董事、獨立非執行董事、非執行董事及主要管理人員均符合資格參與2012年上實環境購股權計劃及上實環境股份獎勵計劃。

本公司根據獨立非執行董事及若干執行董事的貢獻向或須向彼等支付董事袍金，並計及董事付出之精力及時間、董事責任以及支付富競爭力薪酬以招攬、挽留及激勵董事的需要等因素。不得向獨立非執行董事過度支付影響彼等獨立性的薪酬。董事袍金經薪酬委員會批准，由董事會推薦，以供股東於本公司股東週年大會上批准。

於財務業績失實陳述或行為失當導致本公司蒙受財務損失的特殊情況下，本公司並無利用合約條文以使本公司向執行董事及主要管理人員索回酬金中的激勵部分。執行董事應向本公司承擔受信職責。於發生有關違反受信責任的情況下，本公司應獲得可能向執行董事提出訴訟之機會。

Disclosure on Remuneration

Principle 9: Each company should provide clear disclosure of its remuneration policies, level and mix of remuneration, and the procedure for setting remuneration in the company's Annual Report. It should provide disclosure in relation to its remuneration policies to enable investors to understand the link between remuneration paid to directors and key management personnel, and performance.

(a) The details of the remuneration of Directors of the Company disclosed in bands for services rendered during FY2017 are as follows:

薪酬披露

原則9：各公司應在公司年報中明確披露其薪酬政策、薪酬水平及構成以及設定薪酬待遇的程序。其應提供有關其薪酬政策的披露資料，以便投資者瞭解董事及主要管理層成員的薪酬與其各自的表現掛鈎。

(a) 於2017財政年度，本公司董事就其所提供服務收取的薪酬以金額範圍披露的詳情如下：

Remuneration Band 薪酬範圍	Number of Directors of the Company 本公司董事數目
Below S$250,000 低於250,000新元	12

Directors	董事	Fees 袍金 %	Salary 薪金 %	Bonus 花紅 %	Benefits 福利 %	Total 合計 %
Below S$250,000	**低於250,000新元**					
Zhou Jun	周軍	100	–	–	–	100
Feng Jun	馮駿	100	–	–	–	100
Yang Changmin	楊長民	–	80	20	–	100
Li Zengfu	李增福	100	–	–	–	100
Xu Xiaobing	徐曉冰	100	–	–	–	100
Xu Zhan	許瞻	100	–	–	–	100
Yeo Guat Kwang	楊木光	100	–	–	–	100
Tay Ah Kong Bernard (1)	鄭桠光(1)	100	–	–	–	100
Tan Gim Soo (2)	陳錦書(2)	100	–	–	–	100
Tan Chong Huat (3)	陳聰發(3)	100	–	–	–	100
An Hongjun (4)	安紅軍(4)	–	–	–	–	–
Zhong Ming (5)	鍾銘(5)	–	–	–	–	–

(1) Mr. Tay Ah Kong Bernard had retired as the Independent Director of the Company on 8 March 2018.

(2) Mr. Tan Gim Soo had retired as the Independent Director of the Company on 8 March 2018.

(3) Mr. Tan Chong Huat had resigned as the Independent Director of the Company on 22 December 2017.

(4) Mr. An Hongjun has been appointed as the Independent Non-Executive Director of the Company on 1 March 2018.

(5) Mr. Zhong Ming has been appointed as the Independent Non-Executive Director of the Company on 1 March 2018.

(1) 鄭桠光先生於2018年3月8日退任本公司獨立董事。

(2) 陳錦書先生於2018年3月8日退任本公司獨立董事。

(3) 陳聰發先生於2017年12月22日辭任本公司獨立董事。

(4) 安紅軍先生於2018年3月1日獲委任為本公司獨立非執行董事。

(5) 鍾銘先生於2018年3月1日獲委任為本公司獨立非執行董事。

(b) The details of the remuneration of 5 key management personnel identified by the Company disclosed in bands for services rendered during FY2017 are as follows:

(b) 於2017財政年度，本公司五名主要管理層成員就其所提供服務收取的薪酬以金額範圍披露的詳情如下：

Relevant Key Management Personnel of the Company	本公司有關主要管理層成員	Fees 袍金 %	Salary 薪金 %	Bonus 花紅 %	Benefits 福利 %	Total 合計 %
Above S$250,000	**高於250,000新元**					
Tan Kai Teck	陳開德	–	94	–	6	100
Below S$250,000	**低於250,000新元**					
Huang Hanguang	黃漢光	–	72	18	10	100
Wang Peigang	王培剛	–	89	11	–	100
Wu Bin	吳斌	–	80	20	–	100
Yang Anyuan	楊安源	–	100	–	–	100

For FY2017 the aggregate total remuneration paid/payable to the relevant key management personnel (who are not Directors or the CEO) amounted to S$800,000.

於2017財政年度，已付／應付有關主要管理層成員（並非董事或首席執行官）的薪酬總額為800,000新元。

In view of confidentiality of remuneration matters, the Board is of the opinion that it is in the best interests of the Group not to disclose the exact remuneration of Directors and key management personnel in the Annual Report and that the disclosure based on the above remuneration bands is appropriate.

鑒於薪酬事宜的保密性，董事會認為於年報中不予披露董事及主要管理層成員的確切薪酬乃符合本集團的最佳利益及按上述薪酬範圍披露乃屬恰當。

For FY2017, there were no terminations, retirement or post-employment benefits granted to Directors and relevant key management personnel other than the standard contractual notice period and termination payment in lieu of service.

於2017財政年度，除標準合約通知期的終止款項外，董事及有關主要管理層成員並無獲授終止、退任或離職福利以代替服務。

There were no employees who were immediate family members of a Director or CEO whose remuneration exceeds S$50,000 in the Group's employment during the financial year under review.

於回顧財政年度，概無身為董事或首席執行官的直系親屬的本集團僱員的薪酬超過50,000新元。

(C) ACCOUNTABILITY AND AUDIT ACCOUNTABILITY

Principle 10: The Board should present a balanced and understandable assessment of the company's performance, position and prospects.

Accountability to our shareholders is demonstrated through the presentation of our annual financial statements, quarterly results announcements and all announcements on the Group's business and operations.

The Management provides the Board with appropriately detailed Management accounts of the Company's performance, position and prospects on a quarterly basis and when deemed appropriate by particular circumstances.

In line with the SGX-ST Listing Manual and the Hong Kong Listing Rules, the Board provides a negative assurance statement to the shareholders in respect of the interim financial statements. For the financial year under review, the EC and the Chief Financial Officer have provided assurance to the Board on the integrity of the Group's financial statements.

The Management maintains regular contact and communication with the Board by various means including the preparation and circulation to all Board members of quarterly and full year financial statements of the Group. This allows the Board to monitor the Group's performance and position as well as the Management's achievements of the goals and objectives determined and set by the Board.

Risk Management and Internal Controls

Principle 11: The Board is responsible for the governance of risk. The Board should ensure that the management maintains a sound system of risk management and internal controls to safeguard the shareholders' interests and the company's assets, and should determine the nature and extent of the significant risks which the Board is willing to take in achieving its strategic objectives.

The Board is responsible for the governance of risk and the overall internal control framework, but acknowledges that no cost-effective internal control system will preclude all errors and irregularities. The system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against material misstatement or loss. The internal controls in place will address the financial, operational, compliance and information technology risks and the objectives of these controls are to provide reasonable assurance that there are no material financial misstatements or material loss, there are maintenance of proper accounting records, financial information are reliable, and assets are safeguarded.

The Company has established a RIMC to oversee the Group's overall risk management framework and to advise the Board on the Group's risk related matters as well as investment management. The RIMC reports directly to the Board.

(C) 問責與審計問責

原則10：董事會應就公司的表現、狀況及前景提供均衡及易於理解的評估。

本集團透過呈列其年度財務報表、季度業績公告及所有與本集團業務及運營有關的公告履行對股東的責任。

管理層每季度及於認為適當的特殊情況下向董事會提供有關本公司表現、狀況及前景的適宜管理賬目明細。

根據新交所《上市手冊》及香港《上市規則》，董事會向股東提供有關中期財務報表的消極核證聲明。於回顧財政年度，執行委員會及首席執行官已就本集團財務報表的完整性向董事會提供核證。

管理層通過多種方式（包括編製及向所有董事會成員寄發本集團季度及全年財務報表）與董事會保持定期聯繫與溝通。藉此董事會得以監管本集團表現及狀況以及管理層達成董事會所釐定及設定的目的及目標的狀況。

風險管理及內部控制

原則11：董事會負責風險管治。董事會應確保管理層維持完善的風險管理及內部控制系統，保障股東權益及公司資產，並應釐定董事會就達致策略目標願意承受的重大風險之性質及程度。

董事會負責風險管治及整體內部控制框架，但確認具成本效益的內部控制系統並不會排除所有錯誤及不合常規事宜。該系統旨在管理而非消除無法達成業務目標的風險及就重大失實陳述或遺漏提供合理而非絕對之保證。實施的內部控制將解決財務、運營、合規及資訊技術風險，及該等控制的目標乃合理保證並無重大財務失實陳述或重大遺漏、所保存的適當會計記錄及財務資料真實可靠以及資產得以保障。

本公司已成立風險及投資管理委員會以監察本集團整體風險管理框架並就本集團風險相關事宜及投資管理向董事會提供意見。風險及投資管理委員會直接向董事會匯報。

Risk and Investment Management Committee

The RIMC comprises the following members:

Mr. Feng Jun (Chairman)
Mr. Xu Zhan
Mr. Xu Xiaobing
Mr. Wu Qiang
Mr. Huang Hanguang
Mr. Yang Anyuan

The RIMC and Management are responsible for designing, implementing and monitoring the risk management and internal control systems within the Group. Management regularly reviews the Group's business and operational activities to identify areas of significant risks as well as appropriate measures to control and mitigate these risks. Any significant matters are highlighted to the Board and the AC for their deliberation.

During the year under review, in addition to the work carried out by external auditors and internal auditors, the Group has processes in place supporting the framework that enables Management to address the financial, operational, compliance and information technology controls of the key business units. The processes involve the identification of major risks through risk discussion sessions and control self-assessments by the Group's major business units, where the business units' key financial, operational, compliance and information technology control risks, as well as mitigation measures, were summarised for review by the Management, the internal auditors and the Board. The conduct of risk discussion sessions also serves to heighten the risk awareness for staff at the middle management level. The documentation provided an overview of the Group's key risks, how they are managed, and the key personnel responsible for each identified risk type and the various assurance mechanisms in place. In relation to the key risks being identified, the Company has taken steps to address and implement the relevant controls and mitigating measures where applicable and necessary to ensure that the Group's key risks are being managed adequately and effectively. The Group is currently working with its appointed consultants, PricewaterhouseCoopers Risk Services Pte Ltd, to perform an Enterprise Risk Management framework review.

Key initiatives will be progressively implemented.

To ensure that internal controls are adequate and effective, the AC is assisted by various independent professional service providers. The assistance of the internal auditors enabled the AC to carry out assessments of the effectiveness of key internal controls during the year. Any material non-compliance or weaknesses in internal controls or recommendations from the internal auditors and external auditors to further improve the internal controls were reported to the AC. The AC will also follow up on the actions taken by the Management on the recommendations made by the internal auditors and external auditors. Based on the reports submitted by the internal and external auditors received by the AC and the Board, nothing material has come to the attention of the AC and the Board to cause the AC and the Board to believe that the internal controls are not satisfactory for the type and size of business conducted.

風險及投資管理委員會

風險及投資管理委員會由以下成員組成：

馮駿先生 （主席）
許贍先生
徐曉冰先生
吳強先生
黃漢光先生
楊安源先生

風險及投資管理委員會及管理層負責設計、實施及監察本集團風險管理及內部控制系統。管理層定期審閱本集團業務及運營活動，以識別存在重大風險的領域，並採取適當措施控制及降低該等風險。任何重大事宜均會向董事會及審計委員會呈報供其考慮。

於回顧年度，除外聘核數師及內部審計師進行的工作外，本集團設有支持可令管理層解決主要業務單位財務、運營、合規及資訊技術控制的框架的程序。該程序涉及透過本集團主要業務單位舉行風險討論會議及控制自我評估識別重大風險。而業務單位的主要財務、運營、合規及資訊技術控制風險以及降低風險措施將於舉行風險討論會議及控制自我評估時綜述以供管理層、內部審計師及董事會審閱。舉行風險討論會議亦有助於提高中層管理人員的風險意識。有關文件概述本集團主要風險、本集團主要風險管理以及各類型已識別風險負責人員的主要責任及已實施的各類核證機制。就已識別主要風險而言，本公司已採取措施，在適當及必要的情況下，解決及實施有關控制及降低風險措施以確保本集團主要風險得到充分及有效的管理。本集團目前正與其委任的顧問PricewaterhouseCoopers Risk Services Pte Ltd合作審閱企業風險管理框架。

主要舉措將逐步落實。

多個獨立專業服務供應商協助審計委員會確保內部控制充足有效。內部審計師的協助可令審計委員會對年內主要內部控制的有效性進行評估。凡內部控制或內部審計師及外聘核數師就進一步提升內部控制作出之推薦意見存在重大不合規之處或不足，均會直接向審計委員會匯報。審計委員會亦將跟進管理層就內部審計師及外聘核數師提出的推薦意見採取的行動。根據內部及外聘核數師提交予審計委員會及董事會的報告，審計委員會及董事會概不知悉任何事件致使審計委員會及董事會認為內部控制對已開展業務的類型及規模而言並不適用。

The Directors have received the representation letters from the EC, Chief Financial Officer and Management of the key business units in relation to the financial information for the year. Associates and joint ventures which the Company does not control are not dealt with for the purposes of this statement. The EC and the Chief Financial Officer have assured the Board that:

a. The financial records have been properly maintained and the financial statements for the FY2017 give a true and fair view in all material respects, of the Company's operations and finances; and

b. The Group's internal control and risk management systems are operating effectively in all material respects given its current business environment.

Based on the internal controls established and maintained by the Group, work performed by the internal auditors and external auditors, reviews performed and representations made by Management, and the documentation on the Group's key risks referred to above, the Board with the concurrence of the AC, is of the opinion that the Group's internal controls and risk and investment management systems are adequate in addressing the financial, operational, compliance and information technology control risks of the Group as at 31 December 2017.

董事已收到執行委員會、首席執行官及管理層就年內財務資料發出之主要業務單位聲明函件。就此聲明而言，並無涉及不受本公司控制的聯營公司及合資企業。執行委員會及首席執行官已向董事會確認：

a. 財務記錄已妥為保管，且2017財政年度的財務報表乃於所有重大方面真實公平地反映本集團的運營及財務事宜；及

b. 於目前業務環境下，本集團內部控制及風險管理系統乃於所有重大方面均有效運作。

基於本集團設計及維持的內部控制、內部審計師及外聘核數師開展的工作、管理層進行的審閱及作出的聲明以及有關上述本集團主要風險的文件，董事會認為及審計委員會同意本集團內部控制以及風險及投資管理系統於2017年12月31日在解決本集團財務、運營、合規及資訊科技控制風險方面乃屬充分。

Audit Committee

Principle 12: The Board should establish an Audit Committee with written terms of reference which clearly set out its authority and duties.

The AC comprises the following members:

審計委員會

原則12：董事會應成立審計委員會，並以書面訂明職權範圍，明確載明其權利及職責。

審計委員會由以下成員組成：

Audit Committee

Mr. An Hongjun (Chairman)
Mr. Yeo Guat Kwang
Mr. Zhong Ming

審計委員會

安紅軍先生 （主席）
楊木光先生
鍾銘先生

All the members of the AC are Independent Non-Executive Directors. The Company has adopted and has complied with the principles of corporate governance under the Code in relation to the roles and responsibilities of the AC.

所有審計委員會成員均為獨立非執行董事。本公司已採納並遵守守則所載有關審計委員會角色及職責的企業管治原則。

In line with the SGX-ST Listing Manual and the Hong Kong Listing Rules, the Board provides a negative assurance statement to the shareholders in respect of the interim financial statements. For the financial year under review, the EC and the Chief Financial Officer have provided assurance to the Board on the integrity of the Group's financial statements.

根據新交所《上市手冊》及香港《上市規則》，董事會向股東提供有關中期財務報表的消極核證聲明。於回顧財政年度，執行委員會及首席執行官已就本集團財務報表的完整性向董事會提供核證。

The Management provides the Board with a continual flow of relevant information on a timely basis in order that it may effectively discharge its duties. The Management understands its role to provide all members of the Board with a balanced and understandable assessment of the Group's performance, position and prospects.

管理層定期持續向董事會提供有關資料以便董事會有效履行其職責。管理層知悉其就本集團的表現、狀況及前景向全體董事會成員提供均衡及易於理解的評估的職責。

The Board is of the view that the members of the AC are appropriately qualified, having the necessary accounting or related financial management expertise to discharge their responsibilities.

The AC, which has written terms of reference, performs the following delegated functions:

(1) To review with the external auditors:–

(a) the audit plan, including the nature and scope of the audit before the audit commences;

(b) their audit report; and

(c) their management letters and the Management's response.

(2) To discuss with the external auditors any problems or concerns arising from their agreed-upon procedures, interim and final audits, and any other matters which the external auditors may wish to discuss;

(3) To ensure co-ordination where more than one audit firm is involved;

(4) To assess the adequacy and effectiveness of the internal control (including financial, operational, compliance, information technology controls and risk management) systems established by Management to identify, assess, manage, and disclose financial and non-financial risks;

(5) To monitor the scope and results of the external audit, its cost effectiveness and the independence and objectivity of the external auditors annually and give recommendations to the Board and the Company in a general meeting regarding the appointment, re-appointment or removal of the external auditors;

(6) To review and ensure that the assurance has been received from the EC (or equivalent) and the Chief Financial Officer (or equivalent) in relation to the interim/full year unaudited financial statement;

(7) To review the internal audit programme and ensure co-ordination between the internal auditors and external auditors and the Management;

(8) To review the quarterly, half-yearly and full year financial statements of the Company and of the Group, including announcements relating thereto, to shareholders, the SGX-ST and HKExnews, and thereafter to submit them to the Board for approval;

董事會認為審計委員會成員擁有履行其職責必要之會計或相關財務管理專長，故具備審核委員會成員之合適資格。

審計委員會已訂明書面職權範圍，履行以下指定職能：

(1) 與外聘核數師一起審閱：

(a) 審計計劃，包括在審計開始前審閱審計性質及範圍；

(b) 彼等的審計報告；及

(c) 彼等致管理層的函件及管理層的答復。

(2) 與外聘核數師討論彼等的協定程序、中期及期終審計產生的任何問題或疑慮以及外聘核數師可能希望討論的任何其他事項；

(3) 倘有超過一家核數師事務所參與工作，則應確保他們互相協調；

(4) 評估由管理層建立的內部控制系統（包括財務、運營、合規、信息技術控制及風險管理）是否充足及有效，以識別、評估、管理及披露財務及非財務風險；

(5) 每年監察外聘核數師的外部審計範圍及結果、外部審計是否節省成本、外部審計是否具獨立性及是否客觀，並於有關委任、續聘或罷免外聘核數師的股東大會上向董事會及本公司提供推薦建議；

(6) 審閱及確保已自執行委員會（或同等地位）及首席執行官（或同等地位）取得與中期／全年未經審核財務報表有關的核證；

(7) 審閱內部審計計劃及確保內部審核師及外聘核數師與管理層之間的工作得到協調；

(8) 審閱本公司及本集團致股東、新交所及HKExnews的季度、半年及全年財務報表（包括相關公告），其後將之提交董事會以供批准；

(9) To review interested person transactions (as defined in Chapter 9 of the Listing Manual of the SGX-ST) and report its findings to the Board;

(10) To undertake such other reviews and projects as may be requested by the Board or as the Committees may consider appropriate;

(11) To undertake such other functions and duties as may be required by law or by the Listing Manual of the SGX-ST or by the Hong Kong Listing Rules, as amended from time to time; and

(12) To evaluate the external auditor's independence.

Apart from the duties listed above, the AC is given the task of commissioning investigations into matters where there is suspected fraud or irregularity, or failure of internal controls or infringement of any law, rule or regulation which has or is likely to have a material impact on the Company's operating results or financial position, and to review its findings.

In July 2010, SGX-ST and ACRA launched the "Guidance to Audit Committees on Evaluation of Quality of Work performed by External Auditors" which aims to facilitate the AC in evaluating the external auditors. Accordingly, the AC had evaluated the performance of the external auditors based on the key indicators of audit quality set out in the said Guidance.

The AC has full access to and has the co-operation of the Management, and has been given the resources required for it to discharge its function properly. It has full discretion to invite any Director or Executive Officer to attend its meetings.

The AC recommends to the Board on the proposals to the shareholders on the appointment, re-appointment and removal of the external auditors and approves the remuneration of the external auditors. The AC has recommended to the Board that Deloitte & Touche LLP be nominated for the re-appointment as external auditors of the Company at the forthcoming AGM.

The AC will meet with the external auditors and internal auditors without the presence of the Management to discuss audit fees, review the adequacy of audit arrangement, with emphasis on the scope and quality of their audit, the independence, objectivity and observations of the external auditors and internal auditors, and any other matters the auditors may wish to raise.

In the review of the financial statements for FY2017, the AC had discussed with the Management and the external auditors on changes to accounting standards and significant issues and assumptions that impact the financial statements. The most significant matters had also been included in the Independent Auditor's Report to the members of the Company under "Key Audit Matters". Following the review, the AC is satisfied that those matters, including service concession arrangements and revenue recognition, purchase price allocation of acquisitions of companies and impairment review of goodwill, had been properly dealt with. The Board had approved the financial statements.

(9) 審閱有利益關係人士交易(定義見新交所《上市手冊》第9章)並向董事會匯報結果;

(10) 承擔董事會可能指派或委員會可能認為適宜的有關其他審查任務及項目;

(11) 承擔法律、新交所《上市手冊》或香港《上市規則》規定(可不時修訂)的有關其他職能及職責;及

(12) 評估外聘核數師的獨立性。

除上文所列職責外,審計委員會亦負責就已經或可能對本公司經營業績或財務狀況造成重大影響的嫌疑欺詐或違規或內部監控失誤或觸犯任何法律、規則或規例的事宜展開調查,並檢討其結果。

於2010年7月,新交所與會企管制局頒佈「審計委員會評估外聘核數師開展工作質量之指引」,旨在便於審計委員會評估外聘核數師。因此,審計委員會已根據上述指引所載主要審核質量指標評估外聘核數師之表現。

審計委員會可全面接觸管理層及獲管理層合作,以及獲取資源以令其可妥為履行其職能。其亦可全權酌情邀請任何董事及高級人員列席會議。

審計委員會就建議股東委任、續聘及撤換外聘核數師以及批准外聘核數師的薪酬向董事會提出建議。審計委員會已向董事推薦提名Deloitte & Touche LLP於應屆年度股東大會上續聘為本公司的外聘核數師。

審計委員會在管理層缺席的情況下與內部審計師及外聘核數師會面,以討論審核費用,審查審核安排是否屬充分,並強調外聘核數師及內部審計師審核的範圍及質量、獨立性、客觀性及結果以及核數師可能希望提出的任何其他事宜。

在審閱2017財政年度財務報表時,審計委員會已與管理層及外聘核數師討論對財務報表有影響的會計準則、重大事項及假設的變動。最重大事項亦已載於致本公司股東之獨立核數師報告之「主要審核事項」。於審閱後,審計委員會信納該等事項(包括服務特許經營安排及收入確認、收購公司的購買價分配及商譽減值評估)已妥為處理。董事會已批准財務報表。

Annually, the AC meets with the external auditors without the presence of the Management and conducts a review of all non-audit services provided by the auditors and is satisfied that the nature and extent of such services will not prejudice the independence and objectivity of the external auditors. Fees paid or payable by the Group to the external auditors (and member firms) of the Company for non-audit services and audit services for FY2017 amounted to S$162,000 and S$3,421,000 respectively. The Company has complied with Rules 712 and 715 of the SGX-ST Listing Manual and Rule 13.88 of the Hong Kong Listing Rules in relation to the engagement of its auditors.

審計委員會每年在管理層缺席的情況下與外聘核數師會面，審閱核數師提供之所有非審計服務，信納該等服務性質及範圍並未損害外聘核數師之獨立性及客觀性。於2017財政年度，本集團向本公司外聘核數師（及成員公司）已付或應付之非審計服務及審計服務費用分別為162,000新元及3,421,000新元。本公司就委聘其核數師已遵守新交所《上市手冊》第712及715條以及香港《上市規則》第13.88條。

The Group has implemented a fraud and whistle blowing policy whereby accessible channels are provided for employees to raise concerns about possible improprieties in matters of financial reporting or other matters which they become aware and to ensure that:

本集團已制定欺詐及舉報政策，據此為僱員提供可用渠道，對彼等獲悉的財務報告事項或其它事項方面的不當行為提出關注，確保：

(i) independent investigations are carried out in an appropriate and timely manner;

(i) 適當及及時地展開獨立調查；

(ii) appropriate action is taken to correct the weakness in internal controls and policies which allowed the perpetration of fraud and/or misconduct and to prevent a recurrence; and

(ii) 採取適當行動以糾正導致欺詐及／或不當行為犯罪的內部控制及政策方面的不足，並防止再犯；及

(iii) administrative, disciplinary, civil and/or criminal actions that are initiated following the completion of investigations are appropriate, balance and fair, while providing reassurance that employees will be protected from reprisals or victimisation for whistle blowing in good faith and without malice.

(iii) 調查完成後提起的行政、紀律、民事及／或刑事訴訟屬適當、公正及公平，同時確保僱員不會因其真誠且無惡意的舉報行為而遭到報復或傷害。

As of to-date, there were no reports received through the whistle blowing mechanism.

至今，在該舉報機制下並無接獲任何通報。

The AC is kept updated annually or from time to time on any changes to the accounting and financial reporting standards by the external auditors. No former partner or director of the Company's existing auditing firm has acted as a member of the AC.

審計委員會按年更新或不時就外聘核數師之會計及財務報告準則作出變動。概無本公司現有審核公司之前任合夥人或董事擔任審計委員會之成員。

Internal Audit

Principle 13: The Company should establish an effective internal audit function that is adequately resourced and independent of the activities it audits.

The Group outsources its internal audit functions to Messrs PricewaterhouseCoopers Risk Services Pte Ltd ("**Internal Auditor**"). In accordance with the annual internal audit plan approved by the AC, the Internal Auditor conducts internal audit reviews of the Group to assist the Board and the AC to assess the effectiveness of key internal controls, covering financial, operational and compliance risks on an ongoing basis. Procedures are in place for the Internal Auditor to report independently their findings and recommendations to the AC for review. The Management will update the AC on the implementation status of the remedial action plans.

The Board recognises that it is responsible for maintaining a system of internal control to safeguard shareholders' investments and the Group's businesses and assets, while the Management is responsible for establishing and implementing the internal controls procedures in a timely and appropriate manner.

The role of the Internal Auditor is to assist the AC in assessing if the internal controls are adequate, effective and functioning as intended, to undertake investigations as directed by the AC and to conduct regular risk-based audits covering higher risk areas. The AC approves the hiring, removal, evaluation and compensation of the internal audit function. The Internal Auditor have unfettered access to all the Company's documents, records, properties and personnel, including access to the AC. The AC is satisfied that the internal auditor has adequate resources to perform its function effectively.

The AC is satisfied that the internal audit function is staffed by suitably qualified and experienced professionals with the relevant experience.

The Internal Auditor is a member of the Institute of Internal Auditors Singapore ("**IIA**"), an internal professional association for internal auditors which has its headquarters in the United States. The internal audit work carried out is guided by the International Standards for the Professional Practice of Internal Auditing ("**IIA Standards**") laid down in the International Professional Practices Framework issued by the IIA.

The AC would annually review the adequacy and effectiveness of the internal audit function of the Group.

內部審計

原則13：本公司應設立有效內部審計職能，確保其審計活動具有充分資源，並獨立於其審計活動。

本集團已向PricewaterhouseCoopers Risk Services Pte Ltd(「**內部審計師**」)外包其內部審計職能。根據審計委員會批准的年度內部審計計劃，內部審計師對本集團展開內部審計審閱，協助董事會及審計委員會持續評估涵蓋財務、營運及合規風險的關鍵內部控制的有效性。本集團訂有程序供內部審計師獨立地向審計委員會報告其發現及推薦意見以供審閱。管理層將向審計委員會提供有關補救措施計劃實施情況的最新資料。

董事會確認其負責維持內部控制系統以保障股東的投資及本集團的業務及資產，而管理層則負責及時及適當地設立及實施內部控制程序。

內部審計師的職責是協助審計委員會評估內部控制是否充足、有效及按設定履行職能，按審計委員會的指示進行調查及定期進行涵蓋高風險領域的以風險為基礎的審計。審計委員會批准內部審計職能部的聘用、罷免、評估及補償。內部審計師可不受約束地審閱所有本公司之文件、記錄、財產及接觸任何人員(包括審計委員會)。審計委員會信納內部審計師擁有充足資源可有效履行其職能。

審計委員會信納，履行內部審計職能之職員乃為擁有相關經驗之合資格且經驗豐富之專業人員。

內部審計師為新加坡內部審計師協會(「**內核協會**」)成員，該協會為一個專業內部審計師協會，總部位於美國。內部審計工作乃受內核協會刊發之國際內部審計實務框架內有關國際內部審計實務標準(「**內核協會標準**」)之指引。

審計委員會每年審查本公司內部審計職能之充分性及有效性。

(D) COMMUNICATION WITH SHAREHOLDERS

SHAREHOLDER RIGHTS

Principle 14: Companies should treat all shareholders fairly and equitably, and should recognise, protect and facilitate the exercise of shareholders' rights, and continually review and update such governance arrangements.

The Company does not practise selective disclosure. In line with the continuous obligations of the Company under the SGX-ST Listing Manual, Hong Kong Listing Rules and the Companies Act, Chapter 50, the Board's policy is that all shareholders should equally and on a timely basis be informed of all major developments that impact the Group.

Shareholders are informed of general meetings through the announcement released to the SGXNet, HKExnews and notices contained in the Annual Report or circulars sent to all shareholders. These notices are also advertised in a national newspaper in Singapore. All shareholders are entitled to attend the general meetings and are provided the opportunity to participate in the general meetings. The shareholders are also informed on the poll voting procedures at the general meetings. If any shareholder is unable to attend, he/she/it is allowed to appoint up to two proxies to vote on his/her/its behalf at the general meeting through proxy forms sent in advance. The Company's Constitution does not include the nominee or custodial services to appoint more than two proxies.

On 3 January 2016, the legislation was amended, among other things to allow certain members, defined as "Relevant Intermediary" to attend and participate in general meetings without being constrained by the two-proxy requirement. Relevant Intermediary includes corporations holding licenses in providing nominee and custodial services and CPF Board which purchases shares on behalf of the CPF investors.

Principle 15: Companies should actively engage their shareholders and put in place an investor relations policy to promote regular, effective and fair communication with shareholders.

The Company believes in high standards of transparent corporate disclosure and is committed to disclose to its shareholders, the information in a timely and fair manner via SGXNet and the HKExnews. Where there is inadvertent disclosure made to a selected group, the Company will make the same disclosure publicly to all others as soon as practicable. Communication is mainly made through:–

- Annual Report that are prepared and sent to all shareholders. The Board ensures that the Annual Report includes all relevant material information about the Company and the Group, including future developments and other disclosures required by the Singapore Companies Act, Singapore Financial Reporting Standards, Companies Ordinance of the Laws of Hong Kong and the Hong Kong Listing Rules;

- Quarterly announcements containing a summary of the financial information and affairs of the Group for that period; and

(D) 與股東溝通

股東權利

原則14：公司應公平公正對待所有股東，並須確認、保障及促進股東權利之行使，持續審查及更新有關管治安排。

本公司並未施行選擇性披露。為符合本公司於新交所《上市手冊》、香港《上市規則》及《公司法》(第50章)項下之持續義務，董事會政策乃全體股東平等並及時獲告知影響本集團之所有重大發展。

股東乃透過向SGXNet及HKExnews刊發的公告及向全體股東寄發的年報或通函中所載的通告獲告知股東大會情況。該等通告亦於新加坡國家報刊上登載。全體股東有權出席股東大會，並獲提供參與本公司股東大會之機會。於股東大會上，股東亦獲告知投票表決程序。若任何股東無法出席，彼獲許透過事先寄發代表委任表格之方式委任最多兩名代表代其於股東大會上投票。本公司組織章程並無規定需委任兩名以上代表提供代理或託管服務。

於2016年1月3日，修訂後法律允許若干股東(「相關中間機構」)在不受雙重代理條款限制下，出席及參與股東大會。相關中間機構包括獲許可提供代理及託管服務的公司以及代公積金投資者購買股份的公積金局。

原則15：公司應積極聯絡股東，實施投資者關係政策，定期促進與股東之有效及公平溝通。

本公司信奉高標準的透明公司披露，致力按時透過SGXNet及HKExnews以公平之方式向其股東披露有關資料。若已不慎洩露予某一特定群體，本公司將保證在可行情況下盡快向所有其他人士公開披露此等消息。溝通乃主要透過以下方式進行：

- 編製並向全體股東寄發年報。董事會確保年報包括有關本公司及本集團之所有相關資料，包括新加坡《公司法》、《新加坡財務報告準則》、香港法例之《公司條例》及香港《上市規則》規定之未來發展及其他披露；

- 季度公告，包括本集團該期間之財務資料及事宜概要；及

- Notices of explanatory memoranda for AGMs and Extraordinary General Meetings ("**EGMs**"). The notice of AGM and EGM are also advertised in a national newspaper in Singapore.

The Company's website at www.siicenv.com at which our shareholders can access financial information, corporate announcements, press releases, Annual Reports and profile of the Group.

By supplying shareholders with reliable and timely information, the Company is able to strengthen the relationship with its shareholders based on trust and accessibility. The Company has a team of investor relations ("**IR**") personnel who focus on facilitating the communications with all stakeholders – shareholders, analysts and media – on a regular basis, to attend to their queries or concerns as well as to keep the investors public apprised of the Group's corporate developments and financial performance.

The Company does not practice selective disclosure. Price sensitive information is first publicly released through SGXNet and the HKExnews, before the Company meets with any investors or analysts. All shareholders of the Company will receive the Annual Report with an accompanying notice of AGM by post. The notice of AGM is also published in the newspaper in Singapore within the mandatory period, the AGM is to be held within four months after the close of the financial year.

The Group does not have a formal dividend policy at present. The form, frequency and amount of dividends declared each year will take into consideration the Group's profit growth, cash position, positive cash flow generated from operations, projected capital requirements for business growth and other factors as the Board may deem appropriate.

No dividend were declared or paid for FY2017 as the Company requires cash to fund its capital expenditure and investment in projects.

CONDUCT OF SHAREHOLDER MEETING

Principle 16: Companies should encourage greater shareholder participation at general meetings of shareholders, and allow shareholders the opportunity to communicate their views on various matters affecting the company.

The shareholders are encouraged to attend the Company's general meetings to ensure a high level of accountability and to stay informed of the Group's strategies and growth plans. Notice of the general meeting is dispatched to shareholders, together with explanatory notes or a circular on items of special businesses (if necessary), at least 20 clear business days for any AGM and any EGM at which it is proposed to pass a special resolution or a resolution of which special notice has been given to the Company; and 14 clear business days' notice for all other EGMs before the meeting. The Board welcomes questions from shareholders who wish to raise issues, either informally or formally before or during the general meetings. The Company will make available minutes of general meetings to shareholders upon their requests.

- 股東週年大會及股東特別大會(「**股東特別大會**」)法律草案通告。股東週年大會及股東特別大會通告亦於新加坡國家報刊上登載。

本公司網站為www.siicenv.com，我們的股東可於該網站查閱本集團之財務資料、公司公告、新聞稿、年報及集團概況。

透過向股東提供可靠及時的資料，本公司能基於信任及接觸加強與其股東的關係。本公司設有投資者關係(「**投資者關係**」)團隊，團隊員工專注於促進定期與股東、分析師及媒體等所有利益相關者的溝通，處理彼等的疑問或關切，以及確保公眾投資者知悉本集團的公司發展及財務表現。

本公司不會實行選擇性披露。價格敏感資料會於本公司與任何投資者或分析師會面之前首先透過SGXNet及HKExnews公開刊發。本公司全體股東均會以郵遞方式收到年報及隨附之股東週年大會通告。股東週年大會通告亦於強制期間於新加坡報刊上登載，而股東週年大會則於財政年度結束後四個月內召開。

本集團現時並無正式股息政策。各年度所宣派股息之形式、頻度及金額將計及本集團溢利增長、現金狀況、營運產生之積極現金流量、業務增長之預計資金要求以及董事會可能視作適當之其他因素。

由於本公司需要現金為資本開支及項目投資提供資金，故於2017財政年度並無宣派或派付股息。

開展股東會議

原則16：公司應鼓勵更多股東參加股東週年大會，給予股東機會對影響公司之若干事宜之觀點進行交流。

本公司鼓勵股東參與股東週年大會，確保高水平的問責性，並隨時告知股東本集團戰略及發展計劃。股東大會通告會聯同解釋性附註或有關特殊事宜事項之通函(若必要)至少於本公司接獲提議通過特別決議案或發出特別通知的決議案的任何股東週年大會或任何股東特別大會前20個完整營業日；及所有其他股東特別大會前14個完整營業日寄發予股東。董事會歡迎擬於股東大會之前或過程中提問之股東正式或非正式地提出疑問。本公司將應股東要求向其提供股東大會之會議記錄。

Each item of special business included in the notice of the general meetings will be accompanied by explanation of the effects of a proposed resolution. Separate resolutions are proposed for each substantially separate issue at general meetings.

All Directors including the chairman of the AC, NC, RC, EC and RIMC are normally present and available to address questions relating to the work of their respective Board Committees at general meetings. In the absence of the chairman of the AC, NC, RC, EC and RIMC, the Chairman should invite another member of the committees or failing this his duly appointed delegate, to attend. Furthermore, the external auditors are present to assist the Board in addressing any relevant queries raised by the shareholders.

The Company acknowledges that voting by poll in all its general meetings is integral in the enhancement of corporate governance. The Company adheres to the requirements of the Listing Manual of the SGX-ST, the Code and the Hong Kong Listing Rules, all resolutions at the Company's general meetings held on or after 1 August 2015, are put to vote by poll. The detailed results of each resolution are announced via SGXNet and the HKExnews after the general meetings. The Company had adopted electronic poll for all the resolutions voted at the AGM held in FY2017.

(E) DEALINGS IN COMPANY'S SECURITIES

In compliance with Rule 1207(19) of the SGX-ST Listing Manual and the Model Code for Securities Transactions by Directors of Listed Issuers ("**Model Code**") as set out in Appendix 10 to the Hong Kong Listing Rules, the Company had adopted a Code of Best Practices to provide guidance to its officers on securities transactions by the Company and its officers.

The Company and its Officers are not allowed to deal in the Company's shares during the period commencing 30 days immediately before the announcement of the Company's quarterly and interim results and 60 days immediately before the announcement of the Company's full year results, and ending on the date of the announcement of the relevant results.

The Directors, Management and executives of the Group are also expected to observe relevant insider trading laws at all times, even when dealing in securities within permitted trading period or they are in possession of unpublished price-sensitive information of the Company and they are not allowed to deal in the Company's securities on short-term considerations.

Specific enquiry was made of all the Directors and the Directors confirmed that they had complied with the Listing Manual and Model Code throughout the year ended 31 December 2017.

載於股東大會通告之各特殊事項將隨附建議決議案影響之解釋。股東大會上將提呈各重大單獨事宜之獨立決議案。

全體董事(包括審計委員會、提名委員會、薪酬委員會、執行委員會以及風險及投資管理委員會主席)通常會出席股東大會,並於會上解決有關各自董事委員會工作之問題。倘審計委員會、提名委員會、薪酬委員會、執行委員會以及風險及投資管理委員會主席缺席,則主席應邀請委員會的另一成員或未能邀請則其正式委任的代表出席。此外,外聘核數師會出席股東大會,協助董事會解決股東提出之任何相關問題。

本公司確認於其所有股東大會上以投票方式表決乃提升企業管治之組成部分。本公司遵守新交所《上市守冊》、《守則》及香港《上市規則》之規定,凡於2015年8月1日或之後舉行之本公司股東大會上提呈之所有決議案,均以投票方式予以表決。有關各決議案結果之詳情會於股東大會後透過SGXNet及HKExnews公佈。本公司就2017財政年度舉行的股東週年大會上提呈的所有決議案採用電子投票方式進行表決。

(E) 公司之證券交易

根據新交所《上市手冊》第1207(19)條及香港《上市規則》附錄十所載之上市公司董事進行證券交易的標準守則(「**標準守則**」),本公司已採納一套最佳規例為其高級職員對本公司及其本身進行證券交易提供指引。

本公司及其高級職員不得於緊接本公司季度及中期業績公告前30日及緊接本公司全年業績公告前60日開始至相關業績公告日期結束之期間買賣本公司股份。

本集團董事、管理層及行政人員亦須隨時遵守相關內幕交易法,即使於允許交易期間買賣證券或管有尚未刊發之本公司價格敏感資料時,其亦於短期內不得買賣本公司證券。

本公司已向全體董事作出具體查詢,而董事已確認,於截至2017年12月31日止整個年度,彼等已遵守《上市手冊》及標準守則。

(F) INTERESTED PERSON TRANSACTIONS

The Company has established a procedure for recording and reporting interested person transactions ("**IPTs**"). All IPTs are subjected to review by the AC to ensure that they were conducted on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders.

There were no IPTs between the Group and any of its interested persons (namely, Directors, Executive Officers or controlling shareholders (as defined in the Hong Kong Listing Rules) of the Group or the associates of such Directors, Executive Officers or controlling shareholders) subsisting for FY2017, save for the following:

(F) 有利益關係人士交易

本公司已建立一套用於記錄及呈報有利益關係人士交易(「**有利益關係人士交易**」)的程序。全部有利益關係人士交易須經審計委員會審計,以確保該等交易乃按正常商業條款進行,且不會損害本公司及其大多數股東之利益。

於整個2017財政年度本集團與其任何有利益關係人士(即本集團董事、行政人員或控股股東(定義見香港《上市規則》)或該等董事、行政人員或控股股東的聯繫人)之間概無進行任何有利益關係人士交易,惟下列人士除外:

Name of interested person 有利益關係人士名稱	Name of entity at risk[1] 在險實體名稱[1]	Nature of transaction 交易性質	Aggregate value of all IPTs during the financial year under review (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) RMB'000 於回顧財政年度的全部有利益關係人士交易(不包括交易價值低於100,000新元的交易及股東授權項下根據第920條進行的交易)的總價值 人民幣千元	Aggregate value of all IPTs conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000) RMB'000 股東授權項下根據第920條進行的全部有利益關係人士交易(不包括交易價值低於100,000新元的交易)的總價值 人民幣千元
SIHL Finance Limited ("**SIHLFL**")[2] SIHL Finance Limited (「**SIHLFL**」)[2]	Rise Thrive Limited ("**RTL**") 昂興有限公司(「**昂興**」)	Extension of repayment period of existing loan to RTL 延長償還昂興現有貸款的期限	27,118[5]	–[6]
Shanghai Shen-Yu Expressway (Shanghai Section) Co., Ltd. ("**Shanghai Shen-Yu**")[4] 上海申渝高速公路(上海段)有限公司(Shanghai Shen-Yu Expressway (Shanghai Section) Co., Ltd.)(「**上海申渝**」)[4]	SIIC Environment (Shenzhen) Co., Ltd. ("**SIIC Shenzhen**") 上實環境控股(深圳)有限公司(「**上實深圳**」)	Loan to SIIC Shenzhen 貸款予上實深圳	4,405[5]	–[6]

Name of interested person 有利益關係人士名稱	Name of entity at risk[1] 在險實體名稱[1]	Nature of transaction 交易性質	Aggregate value of all IPTs during the financial year under review (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) RMB'000 於回顧財政年度的全部有利益關係人士交易（不包括交易價值低於100,000新元的交易及股東授權項下根據第920條進行的交易）的總價值 人民幣千元	Aggregate value of all IPTs conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000) RMB'000 股東授權項下根據第920條進行的全部有利益關係人士交易（不包括交易價值低於100,000新元的交易）的總價值 人民幣千元
Shanghai Luqiao Development Co., Ltd. ("**Shanghai Luqiao**")[3] 上海路橋發展有限公司（「**上海路橋**」）[3]	SIIC Environment (Shenzhen) Co., Ltd. ("**SIIC Shenzhen**") 上實環境控股（深圳）有限公司（「**上實深圳**」）	Extension of repayment period of existing loan to SIIC Shenzhen 延長償還上實深圳現有貸款的期限	475[5]	–[6]
Shanghai Luqiao Development Co., Ltd. ("**Shanghai Luqiao**")[3] 上海路橋發展有限公司（「**上海路橋**」）[3]	Nanfang Water Co., Ltd. ("**Nanfang Water**") 南方水務有限公司（「**南方水務**」）	Extension of repayment period of existing loan to Nanfang Water 延長償還南方水務現有貸款的期限	10,060[5]	–[6]
SIHL Finance Limited ("**SIHLFL**")[2] SIHL Finance Limited (**SIHLFL**)[2]	Rise Thrive Limited ("**RTL**") 昂興有限公司（「**昂興**」）	Extension of repayment period of existing loan to RTL 延長償還昂興現有貸款的期限	14,009[5]	–[6]
S.I. Infrastructure Holdings Limited ("**SII**")[2] 上實基建控股有限公司（「**上實基建**」）[2]	Thrive Key Limited ("**TKL**") 鍵盛有限公司（「**鍵盛**」）	Extension of repayment period of existing loan to TKL 延長償還鍵盛現有貸款的期限	9,635[5]	–[6]
Shanghai Luqiao Development Co., Ltd. ("**Shanghai Luqiao**")[3] 上海路橋發展有限公司（「**上海路橋**」）[3]	SIIC Environment (Shenzhen) Co., Ltd. ("**SIIC Shenzhen**") 上實環境控股（深圳）有限公司（「**上實深圳**」）	Extension of repayment period of existing loan to SIIC Shenzhen 延長償還上實深圳現有貸款的期限	17,602[5]	–[6]

Name of interested person 有利益關係人士名稱	Name of entity at risk[1] 在險實體名稱[1]	Nature of transaction 交易性質	Aggregate value of all IPTs during the financial year under review (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) RMB'000 於回顧財政年度的全部有利益關係人士交易(不包括交易價值低於100,000新元的交易及股東授權項下根據第920條進行的交易)的總價值 人民幣千元	Aggregate value of all IPTs conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000) RMB'000 股東授權項下根據第920條進行的全部有利益關係人士交易(不包括交易價值低於100,000新元的交易)的總價值 人民幣千元
Shanghai Luqiao Development Co., Ltd. ("**Shanghai Luqiao**")[3] 上海路橋發展有限公司(「**上海路橋**」)[3]	Fudan Water Engineering and Technology Co., Ltd. ("**Fudan Water**") 上海復旦水務工程技術有限公司(「**復旦水務**」)	Loan to Fudan Water 貸款予復旦水務	1,307[5]	–[6]
Shanghai Luqiao Development Co., Ltd. ("**Shanghai Luqiao**")[3] 上海路橋發展有限公司(「**上海路橋**」)[3]	Fudan Water Engineering and Technology Co., Ltd. ("**Fudan Water**") 上海復旦水務工程技術有限公司(「**復旦水務**」)	Loan to Fudan Water 貸款予復旦水務	1,343[5]	–[6]
Shanghai Luqiao Development Co., Ltd. ("**Shanghai Luqiao**")[3] 上海路橋發展有限公司(「**上海路橋**」)[3]	Dazhou Jiajing Environment Renewable Resource Co., Ltd. ("**Dazhou Jiajing**") 達州佳境環保再生資源有限公司(「**達州佳境**」)	Extension of repayment period of existing loan to Dazhou Jiajing 延長償還達州佳境現有貸款的期限	4,002[5]	–[6]
Shanghai Luqiao Development Co., Ltd. ("**Shanghai Luqiao**")[3] 上海路橋發展有限公司(「**上海路橋**」)[3]	SIIC Environment (Shenzhen) Co., Ltd. ("**SIIC Shenzhen**") 上實環境控股(深圳)有限公司(「**上實深圳**」)	Loan to SIIC Shenzhen 貸款予上實深圳	2,305[5]	–[6]
SIHL Finance Limited ("**SIHLFL**")[2] SIHL Finance Limited(「**SIHLFL**」)[2]	Rise Thrive Limited ("**RTL**") 昂興有限公司(「**昂興**」)	Loan to RTL 貸款予昂興	24,902[5]	–[6]

Name of interested person	Name of entity at risk[1]	Nature of transaction	Aggregate value of all IPTs during the financial year under review (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) RMB'000 於回顧財政年度的全部有利益關係人士交易（不包括交易價值低於100,000新元的交易及股東授權項下根據第920條進行的交易）的總價值 人民幣千元	Aggregate value of all IPTs conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000) RMB'000 股東授權項下根據第920條進行的全部有利益關係人士交易（不包括交易價值低於100,000新元的交易）的總價值 人民幣千元
有利益關係人士名稱	**在險實體名稱[1]**	**交易性質**		
SIHL Finance Limited ("**SIHLFL**")[2]	Rise Thrive Limited ("**RTL**")	Loan to RTL	906[5]	–[6]
SIHL Finance Limited (「**SIHLFL**」)[2]	昂興有限公司（「**昂興**」）	貸款予昂興		
Total IPTs 有利益關係人士交易總額			**118,069**	

(1) The entities listed are subsidiaries of the Group.

(2) SIHLFL and SII are wholly-owned subsidiaries of the Company's intermediate holding company, Shanghai Industrial Holdings Limited. ("**SIHL**").

(3) Shanghai Luqiao is a wholly-owned subsidiary of SIHL. The loans were entered into through an intermediary bank, Bank of Ningbo.

(4) Shanghai Shen-Yu is a wholly-owned subsidiary of SIHL. The loan was entered into through an intermediary bank, China Merchants Bank.

(5) Refer to the interest payable in relation to the loans.

(6) There is no IPT mandate obtained from shareholders.

(1) 列表中實體為本集團附屬公司。

(2) SIHLFL及上實基建為本公司中介控股公司上海實業控股有限公司（「**上海控股**」）的全資附屬公司。

(3) 上海路橋為上海控股的全資附屬公司。貸款乃透過中介銀行寧波銀行訂立。

(4) 上海申渝為上海控股的全資附屬公司。貸款乃透過中介銀行中國招商銀行訂立。

(5) 指與貸款有關的應付利息。

(6) 概無任何已取得股東授權的有利益關係人士交易。

(G) RISK MANAGEMENT

The Company regularly reviews and improves its business and operational activities to identify areas of significant business risks as well as to take appropriate measures to control and mitigate these risks supported by the AC and RIMC. The Company reviews all significant control policies and procedures and highlights significant matters to the AC and the Board. The significant risk management policies are disclosed in the audited financial statements of this Annual Report.

(G) 風險管理

本公司定期檢討及改善其業務及營運活動，以識別重大業務風險範圍並採取適當措施控制及減輕該等由審計委員會及風險及投資管理委員會引致的風險。本公司檢討所有重大控制政策及程序並向審計委員會及董事會強調重大事宜。重大風險管理政策於本年報的經審核財務報表內披露。

(H) MATERIAL CONTRACTS

Except as disclosed in Note 43 of the accompanying financial statements, Section (F) above, and the total amount of fees paid to the affiliates of Mr. Tan Chong Huat, the former Independent Director, namely, RHTLaw Taylor Wessing LLP ("**RHTLaw**") for legal work done and RHT Corporate Advisory Pte. Ltd. ("**RHT Corporate Advisory**") and RHT Corporate Advisory (HK) Limited for corporate secretarial work done respectively for FY2017, there were no material contracts entered into by the Company or its subsidiaries during FY2017, or still subsisting as at 31 December 2017, which involved the interests of any Director or controlling shareholders (as defined in the Hong Kong Listing Rules) of the Company.

(H) 重大合約

除隨附之財務報表附註43、上文(F)節所披露者及本公司就前獨立董事陳聰發先生的聯屬公司(即瑞信德泰樂信律師事務所(「**瑞信**」))之已完成法律工作以及瑞信德企業咨詢私人有限公司(「**瑞信德企業咨詢**」)及瑞信德企業咨詢(香港)有限公司分別於2017財政年度完成之公司秘書工作而應付之總費用外，本公司或其附屬公司概無訂立於2017財政年度或於2017年12月31日仍然有效的涉及本公司任何董事或控股股東(定義見香港《上市規則》)的重大合約。

(I) NON-CONFLICT OF INTERESTS

Mr. Tan Chong Huat, the former Independent Director of the Company has declared to the Directors that he is the Managing Partner of RHTLaw Taylor Wessing LLP ("**RHTLaw Taylor Wessing**"). Mr. Tan Chong Huat has also declared to the Directors that he is a Director and Shareholder of RHT Lex Ultra Pte. Ltd., the legal and beneficial shareholder of RHT Group of Companies ("**RHT GOC**") which includes RHT Corporate Advisory Pte. Ltd. ("**RHT Corporate Advisory**") and RHT Capital Pte. Ltd. ("**RHT Capital**"). We are not presently aware of any conflict of interest arising from his aforesaid roles. He abstained from any voting on any resolution where it relates to the appointment of RHTLaw Taylor Wessing or RHT Corporate Advisory and their related companies prior his resignation as the Independent Director of the Company on 22 December 2017.

Mr. Tay Ah Kong Bernard, who has ceased as the chairman of the AC of the Company on 8 March 2018, has declared to the Directors that he is a non-executive director of RHT Rajan Menon Foundation Limited and RHT Capital. Mr. Tay Ah Kong Bernard is appointed as the Independent Non-Executive Chairman of the Board and a member of the Risk Committee of RHT Capital which, inter-alia, oversees and advises on all risk, independence and conflict of interest aspects of RHT Capital's activities. Mr. Tay Ah Kong Bernard is not a shareholder of RHT Capital. The NC with the concurrence of the Board is of the view that there is no conflict of interest arising from his aforesaid roles. He abstains from any voting on any resolution where it relates to the appointment of RHTLaw Taylor Wessing or RHT Corporate Advisory or any companies related to RHT GOC.

(I) 無利益衝突

本公司前獨立董事陳聰發先生已向董事申報彼為瑞信德泰樂信律師事務所(「**瑞信德泰樂信**」)的執行事務合夥人。陳聰發先生亦已向董事申報彼為RHT Group of Companies(「**RHT集團公司**」，包括瑞信德企業咨詢私人有限公司(「**瑞信德企業咨詢**」)及RHT Capital Pte. Ltd.(「**RHT Capital**」))的法定及實益擁有人RHT Lex Ultra Pte. Ltd.的董事及股東。我們目前並不知悉因其上述職務而引致之任何利益衝突。彼已就其於2017年12月22日辭任本公司獨立董事前與瑞信德泰樂信或瑞信德企業咨詢及彼等的關連公司的委任有關的任何決議案放棄投票。

鄭桓光先生(於2018年3月8日不再擔任本公司審計委員會主席)已向董事申報，彼為RHT Rajan Menon Foundation Limited及RHT Capital的非執行董事。鄭桓光先生獲委任為董事會獨立非執行主席及RHT Capital的風險委員會((其中包括)監督RHT Capital業務方面的所有風險、獨立性及利益衝突並作出建議)的成員。鄭桓光先生並非RHT Capital的股東。提名委員會與董事會一致認為概無存在因其上述職務而引致之任何利益衝突。彼已就與瑞信德泰樂信或瑞信德企業咨詢或RHT集團公司的任何關連公司的委任有關的任何決議案放棄投票。

(J) UTILISATION OF PROCEEDS

The Company has progressively announced via SGXNet on the utilisation of the net proceeds raised from the FY2017 Share Placement amounted to S$220.5 million in May 2017. As at the date of this report, the balance of net proceeds from FY2017 Share Placement amounted to approximately S$46.7 million. The Company will continue to provide periodic updates through SGXNet as and when the proceeds are being materially disbursed.

(J) 動用所得款項

本公司透過SGXNet逐步公佈於2017年5月自2017財政年度股份配售所籌集的所得款項淨額220.5百萬新元的動用情況。於本報告日期，2017財政年度股份配售所得款項淨額之結餘約為46.7百萬新元。本公司將於所得款項發生大額支銷時繼續透過SGXNet定期提供更新資料。

(k) COMPANY SECRETARIES

Ms. Shirley Tan Sey Liy and Mr. Man Yun Wah have been nominated by RHT Corporate Advisory Pte. Ltd. and RHT Corporate Advisory (HK) Limited, respectively, to act as the Company Secretaries, and they have complied with the requirements of the Listing Manual and the Hong Kong Listing Rules respectively. They have been contacting with the Board and Mr. Tan Kai Teck, Chief Financial Officer of the Company directly in respect of company secretarial matters.

(k) 公司秘書

陳雪莉女士及文潤華先生已分別由瑞信德企業咨詢私人有限公司及瑞信德企業諮詢（香港）有限公司提名為公司秘書，並已分別遵守《上市手冊》及香港《上市規則》。彼等一直就公司秘書事務直接與本公司董事會及首席財務官陳開德先生聯繫。

Particulars of Directors Pursuant to the Code of Corporate Governance

根據《企業管治守則》披露的董事詳情

Name of Director 董事姓名	Academic/ Professional Qualifications 學術／專業資格	Board Appointment Executive/ Non-Executive 董事會委任執行／非執行董事	Board Committees as Chairman or Member 作為董事委員會主席或成員	Directorship Date First Appointed 首次獲委任董事職務之日期	Date of Last Re-election 上一次獲重選之日期	Directorships in Other Listed Companies and Other Major Appointments 於其他上市公司擔任董事職務及其他主要委任情況	Past Directorships in Other Listed Companies and Other Major Appointments Over the Preceding 3 Years 於過去3年曾在其他上市公司擔任董事職務及其他主要委任情況
Mr. Zhou Jun	Master's Degree in Economics (International Finance) from the Fudan University	Non-Executive Chairman	Chairman of Board, Member of Remuneration Committee and Chairman of the Executive Committee	7 April 2010	27 April 2015	• Shanghai Industrial Investment (Holdings) Co., Ltd. • Shanghai Industrial Holdings Limited • Shanghai Industrial Urban Development Group Limited • Shanghai Pharmaceuticals Holding Co., Ltd.	Nil
周軍先生	復旦大學國際金融專業經濟學碩士學位	非執行主席	董事會主席、薪酬委員會成員及執行委員會主席	2010年4月7日	2015年4月27日	• 上海實業（集團）有限公司 • 上海實業控股有限公司 • 上海實業城市開發集團有限公司 • 上海醫藥集團股份有限公司	無

Name of Director 董事姓名	Academic/ Professional Qualifications 學術／專業資格	Board Appointment Executive/ Non-Executive 董事會委任執行／非執行董事	Board Committees as Chairman or Member 作為董事委員會主席或成員	Directorship Date First Appointed 首次獲委任董事職務之日期	Date of Last Re-election 上一次獲重選之日期	Directorships in Other Listed Companies and Other Major Appointments 於其他上市公司擔任董事職務及其他主要委任情況	Past Directorships in Other Listed Companies and Other Major Appointments Over the Preceding 3 Years 於過去3年曾在其他上市公司擔任董事職務及其他主要委任情況
Mr. Feng Jun 馮駿先生	Master's Degree in Economics from the Wuhan University School of Management, Enterprise Management 武漢大學經濟與管理學院企業管理碩士學位	Executive Director 執行董事	Board Member and Member of the Executive Committee 董事會成員及執行委員會成員	15 December 2009 2009年12月15日	27 April 2016 2016年4月27日	Nil 無	Nil 無
Mr. Yang Changmin 楊長民先生	Master's Degree in Executive MBA from Tsinghua University School of Economics and Management 清華大學經濟管理學院行政工商管理碩士學位	Executive Director 執行董事	Board Member and Member of the Executive Committee 董事會成員及執行委員會成員	17 February 2012 2012年2月17日	27 April 2016 2016年4月27日	Nil 無	Nil 無
Mr. Li Zengfu 李增福先生	Bachelor's Degree in Economics from Shanghai University of Finance and Economics 上海財經大學的經濟學學士學位	Executive Director 執行董事	Board Member 董事會成員	12 May 2016 2016年5月12日	– –	• Xi'an Qiuyuan Mechanical and Electrical Equipment Co., Ltd. • CECEP Solar Energy Technology Co., Ltd. • 西安秋源機電設備有限公司 • 中節能太陽能科技有限公司	Nil 無

Name of Director 董事姓名	Academic/ Professional Qualifications 學術／專業資格	Board Appointment Executive/ Non-Executive 董事會委任執行／非執行董事	Board Committees as Chairman or Member 作為董事委員會主席或成員	Directorship Date First Appointed 首次獲委任董事職務之日期	Date of Last Re-election 上一次獲重選之日期	Directorships in Other Listed Companies and Other Major Appointments 於其他上市公司擔任董事職務及其他主要委任情況	Past Directorships in Other Listed Companies and Other Major Appointments Over the Preceding 3 Years 於過去3年曾在其他上市公司擔任董事職務及其他主要委任情況
Mr. Xu Xiaobing	Bachelor's Degree in Economics and Master Degree in Business Administration from Peking University	Executive Director	Board Member	5 November 2014	27 April 2015	Nil	Nil
徐曉冰先生	北京大學經濟學學士學位及工商管理碩士學位	執行董事	董事會成員	2014年11月5日	2015年4月27日	無	無
Mr. Xu Zhan	Bachelor's Degree in Engineering from Shanghai Jiao Tong University and Master Degree in Business Administration from Norwegian School of Management. He is also a Fellow of the Association of the Chartered Certified Accountants	Executive Director	Board Member	5 November 2014	27 April 2015	• Shanghai Industrial Investment (Holdings) Co., Ltd. • Shanghai Industrial Holdings Limited	Nil
許瞻先生	上海交通大學工程學學士學位及挪威管理學院工商管理碩士學位。彼亦為特許公認會計師公會資深會員	執行董事	董事會成員	2014年11月5日	2015年4月27日	• 上海實業（集團）有限公司 • 上海實業控股有限公司	無

Name of Director 董事姓名	Academic/ Professional Qualifications 學術／專業資格	Board Appointment Executive/ Non-Executive 董事會委任執行／非執行董事	Board Committees as Chairman or Member 作為董事委員會主席或成員	Directorship Date First Appointed 首次獲委任董事職務之日期	Date of Last Re-election 上一次獲重選之日期	Directorships in Other Listed Companies and Other Major Appointments 於其他上市公司擔任董事職務及其他主要委任情況	Past Directorships in Other Listed Companies and Other Major Appointments Over the Preceding 3 Years 於過去3年曾在其他上市公司擔任董事職務及其他主要委任情況
Mr. Yeo Guat Kwang	• Bachelor of Arts (2nd Upper Honours) from the National University of Singapore Post graduate Diploma in Education (with Merit) from the National Institute of Education • Master in Public Administration and Management, NUS Business School and LKY School of Public Policy • Doctor of Business Administration, United Business Institutes, Brussels	Lead Independent Non-Executive Director	Board Member, Member of Nominating Committee, Member of Audit Committee and Member of Remuneration Committee	23 September 2009	27 April 2016	• Koyo International Limited	• China Gaoxian Fibre Fabric Holdings Ltd. • Neo Group Ltd.
楊木光先生	• 新加坡國立大學文學士（二級甲等榮譽）學位，國家教育學院教育學（成績優異）研究生文憑 • 新加坡國立大學李光耀公共政策學院高級公共行政與管理碩士學位 • 布魯塞爾聯合商學院工商管理博士	首席獨立非執行董事	董事會成員、提名委員會成員、審計委員會成員及薪酬委員會成員	2009年9月23日	2016年4月27日	• Koyo International Limited	• 中國高纖控股有限公司 • 先科滙有限公司

Name of Director 董事姓名	Academic/ Professional Qualifications 學術／專業資格	Board Appointment Executive/ Non-Executive 董事會委任執行／非執行董事	Board Committees as Chairman or Member 作為董事委員會主席或成員	Directorship Date First Appointed 首次獲委任董事職務之日期	Date of Last Re-election 上一次獲重選之日期	Directorships in Other Listed Companies and Other Major Appointments 於其他上市公司擔任董事職務及其他主要委任情況	Past Directorships in Other Listed Companies and Other Major Appointments Over the Preceding 3 Years 於過去3年曾在其他上市公司擔任董事職務及其他主要委任情況
Mr. An Hongjun	• Bachelor Degree in Finance from Nankai University • Master Degree and Doctorate in World Economics from Fudan University • Doctorate Degree in Global Finance Business Administration from Shanghai Advanced Institute of Finance of Shanghai Jiaotong University • Member of the Private Equity Professional Committee of the Asset Management Association of China	Independent Non-Executive Director	Board member, Chairman of the Audit Committee and Member of the Nominating Committee and Remuneration Committee	1 March 2018	–	Nil	Shanghai Chengtou Holdings Co., Ltd.
安紅軍先生	• 南開大學金融學學士學位 • 復旦大學世界經濟學碩士學位及博士學位 • 上海交通大學上海高級金融學院全球金融工商管理博士學位 • 中國證券投資基金業協會私募股權專業委員會成員	獨立非執行董事	董事會成員、審計委員會主席以及提名委員會及薪酬委員會成員	2018年3月1日	–	無	上海城投控股股份有限公司

Name of Director 董事姓名	Academic/ Professional Qualifications 學術／專業資格	Board Appointment Executive/ Non-Executive 董事會委任執行／非執行董事	Board Committees as Chairman or Member 作為董事委員會主席或成員	Directorship Date First Appointed 首次獲委任董事職務之日期	Date of Last Re-election 上一次獲重選之日期	Directorships in Other Listed Companies and Other Major Appointments 於其他上市公司擔任董事職務及其他主要委任情況	Past Directorships in Other Listed Companies and Other Major Appointments Over the Preceding 3 Years 於過去3年曾在其他上市公司擔任董事職務及其他主要委任情況
Mr. Zhong Ming	Degree in Accounting and Finance from The University of Melbourne	Independent Non-Executive Director	Board member, Chairman of the Remuneration Committee and Member of the Audit Committee and Nominating Committee	1 March 2018	–	Yanlord Land Group Limited	–
鍾銘先生	墨爾本大學會計及金融學位	獨立非執行董事	董事會成員、薪酬委員會主席以及審計委員會及及提名委員會成員	2018年3月1日	–	仁恒置地集團有限公司	–

DIRECTORS' STATEMENT
董事報告

The Directors present their statement together with the audited consolidated financial statements of SIIC Environment Holdings Ltd. (the "Company") and its subsidiaries (the "Group") and the statement of financial position and statement of changes in equity of the Company for the financial year ended 31 December 2017.

董事呈列截至2017年12月31日止財政年度的董事報告連同上海實業環境控股有限公司(「本公司」)及其附屬公司(「本集團」)經審計綜合財務報表及本公司財務狀況表及權益變動表。

In the opinion of the Directors, the consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company as set out on pages 117 to 242 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2017, and the financial performance, changes in equity and cash flows of the Group and changes in equity of the Company for the financial year then ended and at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts when they fall due.

董事認為，起草載於第117至242頁的本集團綜合財務報表、本公司財務狀況表及權益變動表乃為真實及公正地反映本集團及本公司於2017年12月31日的財務狀況，以及截至該日止財政年度及於本報告日期的本集團財務表現、權益變動及現金流量情況及本公司的權益變動情況，有合理理由相信本公司將有能力在債務到期時作出償還。

1 Directors

The Directors of the Company in office at the date of this statement are:

Zhou Jun	–	Non-Executive Chairman
Feng Jun	–	Executive Director
Yang Changmin	–	Executive Director
Xu Xiaobing	–	Executive Director
Xu Zhan	–	Executive Director
Li Zengfu	–	Executive Director
Yeo Guat Kwang	–	Independent Non-Executive Director (Lead)
Zhong Ming	–	Independent Non-Executive Director (Appointed on 1 March 2018)
An Hongjun	–	Independent Non-Executive Director (Appointed on 1 March 2018)

1 董事

於本報告日期，本公司在職董事如下：

周軍	–	非執行主席
馮駿	–	執行董事
楊長民	–	執行董事
徐曉冰	–	執行董事
許瞻	–	執行董事
李增福	–	執行董事
楊木光	–	獨立非執行董事(首席)
鍾銘	–	獨立非執行董事(於2018年3月1日獲委任)
安紅軍	–	獨立非執行董事(於2018年3月1日獲委任)

2 Arrangements to Enable Directors to Acquire Benefits by Means of the Acquisition of Shares and Debentures

Neither at the end of the financial year nor at any time during the financial year did there subsist any arrangement whose object is to enable the Directors of the Company to acquire benefits by means of the acquisition of shares or debentures in the Company or any other body corporate, except for the options mentioned in Section 3 of the Directors' Statement.

2 董事可透過購入股份及債權證而獲益的安排

於財政年度末及財政年度任何時間均無存續任何安排，致使本公司董事可透過購入本公司或任何其他法人團體的股份或債權證而獲益，除董事報告第3節所述之購股權外。

3 Directors' Interests in Ordinary Shares, Share Options and Debentures

The Directors of the Company holding office at the end of the financial year had no interests in the share capital and debentures of the Company and related corporations as recorded in the Register of Directors' Shareholdings kept by the Company under Section 164 of the Act except as follows:

3 董事於普通股、購股權及債權證中的權益

於財政年度末任職的本公司董事於本公司及相聯法團的股本及債權證中並無擁有本公司根據《公司法》第164條存置的董事持股權登記冊所記錄的權益，除下文所述者外：

Name of Directors and companies in which interests are held	董事姓名及其擁有權益的公司名稱	Direct interest 直接權益 At beginning of year 於年初	Direct interest 直接權益 At end of year 於年末
SIIC Environment Holdings Ltd.	**上海實業環境控股有限公司**		
Ordinary shares	普通股		
Yang Changmin	楊長民	11,083,694	11,083,694
Shanghai Industrial Holdings Limited	**上海實業控股有限公司**		
Ordinary shares	普通股		
Zhou Jun	周軍	195,000	195,000
Shanghai Industrial Urban Development Group Limited	**上海實業城市開發集團有限公司**		
Options to subscribe for ordinary shares	認購普通股的購股權		
Zhou Jun	周軍	7,000,000	7,000,000

There were no changes in any of the above mentioned interests between the end of the financial year and 21 January 2018.

上述權益在財政年度末至2018年1月21日期間概無變動。

4 Equity Compensation Plans of the Company

The Company has in place, the SIIC Environment Share Option Scheme 2012 ("ESOS 2012") and SIIC Environment Share Award Scheme ("ESAS"), as approved by the shareholders of the Company at the extraordinary general meeting held on 27 April 2012. The ESOS 2012 and ESAS shall continue to be in force at the discretion of the Remuneration Committee, subject to a maximum period of ten years commencing 27 April 2012.

At the date of this statement, the Remuneration Committee which administers the ESOS 2012 and ESAS comprises the following Directors:

(i) Zhong Ming – Chairman
(ii) Zhou Jun
(iii) Yeo Guat Kwang
(iv) An Hongjun

4 本公司股權補償計劃

本公司訂有本公司股東於2012年4月27日舉行之股東特別大會上批准的2012年上實環境購股權計劃(「2012年上實環境購股權計劃」)及上實環境股份獎勵計劃(「上實環境股份獎勵計劃」)。2012年上實環境購股權計劃及上實環境股份獎勵計劃可由薪酬委員會酌情決定繼續生效，惟最長期限為自2012年4月27日起計十年。

於本報告日期，管理2012年上實環境購股權計劃及上實環境股份獎勵計劃的薪酬委員會包括下列董事：

(i) 鍾銘－主席
(ii) 周軍
(iii) 楊木光
(iv) 安紅軍

The ESOS 2012 is a share incentive scheme. The ESOS 2012 is proposed on the basis that it is important to retain and to give recognition to the Group full time employees, Group Executive Directors and employees of the ultimate holding company and the holding company of the Company and their subsidiaries ("Parent Group"), and to give recognition to Group Non-Executive Directors and Parent Group Non-Executive Directors who have contributed to the success and development of the Company and/or the Group. The ESOS 2012 will give such persons an opportunity to have a real and personal direct interest in the Company and to align the interests of such persons with those of the shareholders of the Company.

2012年上實環境購股權計劃是一項股份激勵計劃。2012年上實環境購股權計劃乃基於保留及表揚本集團全職僱員、集團執行董事以及本公司最終控股公司和控股公司及其附屬公司(「母公司集團」)的僱員乃十分重要,並表揚為本公司及/或本集團的成功及發展作出貢獻的集團非執行董事及母公司集團非執行董事。2012年上實環境購股權計劃將讓該等人士有機會於本公司擁有真正及個人的直接利益,並讓該等人士的利益與本公司股東的利益一致。

The ESAS is a performance incentive scheme which will form an integral part of the Group's incentive compensation program. The purpose of the ESAS is to provide an opportunity for Group full-time employees, Parent Group employees and Directors of the Group and Parent Group, who have met performance targets to be remunerated not just through cash bonuses but also an equity stake in the Company. The ESAS is also extended to the Group Non-Executive Directors and Parent Group Non-Executive Directors.

上實環境股份獎勵計劃是一項表現激勵計劃,將構成本集團獎勵補償計劃的組成部分。上實環境股份獎勵計劃的目的是為達成表現目標的本集團全職僱員、母公司集團僱員以及本集團及母公司集團董事提供機會,讓彼等不僅通過現金花紅獲得薪酬,亦獲得了本公司的股權。上實環境股份獎勵計劃亦供集團非執行董事及母公司集團非執行董事參與。

For purpose of ESOS 2012 and ESAS, Non-Executive Director refers to a Director other than an Executive Director, including an Independent Non-Executive Director.

就2012年上實環境購股權計劃及上實環境股份獎勵計劃而言,非執行董事指執行董事以外的董事(包括獨立非執行董事)。

No ESOS 2012 options or ESAS awards were granted since the commencement of the two schemes.

自兩個計劃開始起計,2012年上實環境購股權計劃購股權或上實環境股份獎勵計劃獎勵均未授出。

5 Audit Committee

The Audit Committee of the Company, consisting all independent non-executive Directors, is chaired by Mr An Hongjun (previously by Mr. Tay Ah Kong Bernard, prior to his resignation on 8 March 2018) and includes Mr. Yeo Guat Kwang and Mr Zhong Ming (previously Mr. Tan Gim Soo, prior to his resignation on 8 March 2018). The Audit Committee has held five meetings during the financial year ended 31 December 2017 and has performed the following delegated functions:

(1) To review with the external auditors:

    (a) the audit plan, including the nature and scope of the audit before the audit commences;

    (b) their audit report;

    (c) their management letters and Management's response;

(2) To discuss with the external auditors any problems or concerns arising from their agreed-upon procedures, interim and final audits, and any other matters which the external auditors may wish to discuss;

5 審計委員會

本公司的審計委員會由全體獨立非執行董事組成,安紅軍先生擔任主席(先前由鄭桭光先生於2018年3月8日辭職前擔任)及包括楊木光先生及鍾銘先生(先前為於2018年3月8日辭職的陳錦書先生)。審計委員會於截至2017年12月31日止財政年度舉行五次會議並已履行下列委派職能:

(1) 與外聘核數師審閱:

    (a) 於審核工作開始前審閱其審核計劃,包括審核性質及範圍;

    (b) 其審核報告;

    (c) 其管理層函件及管理層之回應;

(2) 與外聘核數師討論彼等協定程序、中期及最終審核結果出現的問題或事項,以及外聘核數師希望討論的任何其他事項;

(3) To ensure co-ordination where more than one audit firm is involved;

(4) To assess the adequacy and effectiveness of the internal control (including financial, operational, compliance, information technology controls and risk management) systems established by Management to identify, assess, manage, and disclose financial and non-financial risks;

(5) To monitor the scope and results of the external audit, its cost effectiveness and the independence and objectivity of the external auditors annually and give recommendations to the Board and the Company in general meeting regarding the appointment, re-appointment or removal of the external auditors;

(6) To review and ensure that the assurance has been received from the Executive Committee (or equivalent) and the Chief Financial Officer (or equivalent) in relation to the interim/full year unaudited financial statements;

(7) To review the internal audit programme and ensure co-ordination between the internal auditors, external auditors and Management;

(8) To review the quarterly, half-yearly and full year financial statements of the Company and of the Group, including announcements relating thereto, to shareholders and the Singapore Exchange Securities Trading Limited ("SGX-ST"), and thereafter to submit them to the Board for approval;

(9) To review interested person transactions (as defined in Chapter 9 of the Listing Manual of the SGX-ST) and report its findings to the Board;

(10) To undertake such other reviews and projects as may be requested by the Board or as the Committees may consider appropriate; and

(11) To undertake such other functions and duties as may be required by law or by the Listing Manual of the SGX-ST, as amended from time to time.

The Audit Committee has full access to and has the co-operation of Management, and has been given the resources required for it to discharge its function properly. It also has full discretion to invite any Director and executive officer to attend its meetings. The external and internal auditors have unrestricted access to the Audit Committee.

The Audit Committee has recommended to the Directors the nomination of Deloitte & Touche LLP for re-appointment as external auditors of the Company at the forthcoming Annual General Meeting of the Company.

(3) 於超過一間核數公司參與時確保協調合作；

(4) 評估管理層設立以識別、評估、管理及披露財務及非財務風險的內部監控（包括財務、營運、合規、信息技術控制及風險管理）體系是否充足有效；

(5) 每年監察外部審核的範圍及結果、其成本效用及外聘核數師獨立性及客觀性，並就外聘核數師之委任、續聘或罷免於股東大會上向董事會及本公司提供推薦建議；

(6) 審閱並確保已收到執行委員會（或相當）及首席財務官（或相當）就中期／年度未經審計財務報表提供的保證；

(7) 檢討內部審核程序並確保內部審計師、外聘核數師及管理層之間的協調；

(8) 審閱本公司及本集團寄發予股東及新加坡證券交易所有限公司（「新交所」）之季度、半年度及全年財務報表，包括相關公告，其後遞交董事會以供批准；

(9) 審閱有利益關係人士交易（定義見新交所《上市手冊》第9章）並向董事會報告結果；

(10) 進行董事會可能要求或委員會可能認為恰當之有關其他審閱及項目；及

(11) 進行法例或新交所《上市手冊》（經不時修訂）可能規定之有關其他職能及職責。

審計委員會可全面接觸管理層及獲管理層合作，以及獲取資源以令其可妥為履行其職能。其亦可全權酌情邀請任何董事及高級人員列席會議。外聘及內部審計師可自由接觸審計委員會。

審計委員會已向董事推薦提名Deloitte & Touche LLP於本公司應屆年度股東大會上續聘為本公司的外聘核數師。

6 Auditors

The auditors, Deloitte & Touche LLP, have expressed their willingness to accept re-appointment.

6 核數師

核數師Deloitte & Touche LLP已表示彼等願意接受續聘。

On Behalf of the Board of Directors

.....

ZHOU JUN
Non-Executive Chairman

.....

XU ZHAN
Director

Singapore
12 March 2018

代表董事會

.....

周軍
非執行主席

.....

許瞻
董事

新加坡
2018年3月12日

INDEPENDENT AUDITOR'S REPORT
獨立核數師報告

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of SIIC Environment Holdings Ltd. (the "Company") and its subsidiaries (the "Group") which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 December 2017, and the consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Group and the statement of changes in equity of the Company for the year then ended, and the notes to the financial statements, including a summary of significant accounting policies, as set out on pages 117 to 242.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Companies Act, Chapter 50 (the "Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2017, and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group and changes in equity of the Company for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

審核財務報表之報告

意見

我們已審核載於第117頁至242頁的上海實業環境控股有限公司(「貴公司」)及其附屬公司(「貴集團」)的隨附財務報表，此財務報表包括於2017年12月31日　貴集團的綜合財務狀況表及　貴公司的財務狀況表、截至該日止年度　貴集團綜合損益及其他全面收入表、權益變動表、現金流量表及　貴公司權益變動表，以及財務報表附註，包括主要會計政策概要。

我們認為，　貴集團隨附綜合財務報表及　貴公司財務狀況表及權益變動表已根據《公司法》(第50章)(「《公司法》」)及新加坡《財務報告準則》(「《財務報告準則》」)妥為編製，以真實而公平地反映於2017年12月31日　貴集團的綜合財務狀況與　貴公司的財務狀況及其截至該日止年度　貴集團綜合財務表現、綜合權益變動及綜合現金流量及　貴公司權益變動。

意見的基礎

我們按照《新加坡審核準則》(「《新加坡審核準則》」)進行審核工作。我們在準則下所盡的責任已於此報告中的*核數師就審核財務報表的責任*部分中詳細載列。我們按照會計與企業管制局(「會企管制局」)*公認會計師及會計主體職業行為準則與道德規範*(「會企管制局守則」)及我們於新加坡審核財務報表的有關道德要求獨立於　貴集團，並按照此要求及會企管制局守則履行我們其他的道德責任。我們相信，我們所獲取充分和恰當的審核憑據，為我們的審核意見提供基礎。

主要審核事項

主要審核事項指的是根據我們專業判斷，在本年度的審核財務報表中最重要的事項。我們在進行審核財務報表期間，會獲得對該事項的整體解決方案，並構成我們的意見，且我們不會對該事項提供個別意見。

Key Audit Matters 主要審核事項	Our Audit Procedures Performed and Responses Thereon 我們進行的審核程序及就此所作的回應

Service concession arrangements and revenue recognition
服務特許經營安排及收入確認

The Group's core business of water and waste water treatment and waste incineration are dependent on the service concession arrangements entered into with the local government authorities in the People's Republic of China. The Group applies INT FRS 112 *Service Concession Arrangements* ("INT FRS 112") in its recognition of revenue from water and waste water treatment services and waste incineration power generation from service concession arrangements.
貴集團的核心業務水及污水處理以及廢物焚燒依賴於與中華人民共和國當地政府機關訂立的服務特許經營安排。 貴集團於確認來自服務特許經營安排的水及污水處理服務以及廢物焚燒發電的收入時應用財務報告準則解釋第112號「服務特許經營安排」(「財務報告準則解釋第112號」)。

We have identified the determination of whether the service concessions arrangements fall under the scope of INT FRS 112 for new service concession contracts as a significant risk. This could mean that the Group may inappropriately recognise the consideration received from the local government authorities in exchange for the construction services as financial asset and/or intangible asset for service concession arrangements within the scope of INT FRS 112 or vice versa. The amounts are material and significant judgement are required, particularly in relation to the identification and application of the appropriate accounting treatment for the recording of revenue and associated assets under INT FRS 112.
我們已識別釐定服務特許經營安排是否在新服務特許經營合約財務報告準則解釋第112號範圍內屬重大風險。這可能意味著 貴集團可能不適當地確認收取當地政府機關的對價以換取建設服務作為財務報告準則解釋第112號範圍內服務特許經營安排的金融資產及／或無形資產，反之亦然。有關金額重大並須作出重大判斷，尤其是有關識別及應用適當會計處理法以記錄收入及財務報告準則解釋第112號項下相關資產。

In addition, the Group allocates the consideration for the services provided under all the concession arrangements by reference to their relative fair values. The determination of the fair values of the receivables under these agreements includes complex calculations and significant estimations required such as discounts rates, future cash flows and other factors used in the determination of the amortised cost of financial asset and corresponding financial income.
此外， 貴集團分配所有特許經營安排下所提供服務的對價，乃經參照其相對公允價值。釐定該等安排項下應收款項的公允價值包括複雜計算方法及須作出重大估計，如用於釐定金融資產的攤銷成本及相應金融收入所用的折現率、未來現金流量及其他因素。

The accounting policies for revenue recognition are set out in Note 2.11 to the financial statements and the disclosure in relation to service concession arrangements for the Group have been disclosed in Note 17 to the financial statements.
收入確認的會計政策載於財務報表附註2.11及有關 貴集團服務特許經營安排的披露載於財務報表附註17。

Our audit approach included both evaluating the design and implementation of the relevant internal controls and performing substantive procedures as follows:
我們的審核程序包括評估設計及行使有關內部控制並執行如下所述的實質性程序：

- We evaluated the Group's process in assessing the applicability of INT FRS 112 and reviewed the associated agreements to assess whether these agreements are properly identified to be service concession arrangement within the scope of INT FRS 112.
- 我們衡量 貴集團評估財務報告準則解釋第112號的適用程度並檢討有關協議以評估該等協議是否妥為確認為財務報告準則解釋第112號範圍內服務特許經營安排。

- We verified the key terms of the significant agreements related to service concession arrangement, by sending confirmations to the grantor.
- 我們透過向授予人寄發確認函核實有關服務特許經營安排重要協議的主要條款。

- We evaluated the design and implementation of the relevant internal controls over the capture and recording of these revenue transactions.
- 我們評估對獲取及記錄該等收入交易的有關內部控制的設計及實施。

- We reviewed the nature of costs of constructions and inspected the underlying documentation including estimated total contract costs approved by management in support of the cost incurred.
- 我們檢討工程成本的性質並檢查包括管理層就支撐已產生成本而批准的估計總合約成本在內的有關文件。

- We reviewed (a) management's computation of amortised cost of financial receivables and intangible assets (b) allocation of consideration between financial receivables and intangible assets and the related revenue recognition and, (c) tested key management estimates including discount rates used by comparing to the relevant market interest rates to identify any inappropriate estimates.
- 我們檢討(a)管理層計算的金融應收款項及無形資產攤銷成本(b)分配金融應收款項及無形資產與有關收入確認對價及(c)測試主要管理層估計，包括比較有關市場利率以識別任何不適當估計所用的折現率。

- We have also assessed and validated the appropriateness of the related accounting entries by management and the related disclosures made in the financial statements.
- 我們亦已評估及確認管理層所用有關會計條目的適當性及財務報表所作的披露。

We have validated and are satisfied with the computations and key management judgements and estimates adopted for the service concession arrangements and noted the service arrangements of the Group are reasonably determined to be within the scope of INT FRS 112 and are properly accounted for in accordance with INT FRS 112.
我們已確認及信納就服務特許經營安排所採納的計算及主要管理層判斷及估計並知悉 貴集團服務安排獲合理釐定為在財務報告準則解釋第112號範圍內並根據財務報告準則解釋第112號妥為入賬。

Key Audit Matters 主要審核事項	Our Audit Procedures Performed and Responses Thereon 我們進行的審核程序及就此所作的回應
Purchase price allocation of acquisitions of companies **收購公司的購買價分配**	
In December 2016, the Group acquired 60% equity interest in Ranhill Water (Hong Kong) Limited ("Ranhill Group") for RMB273.9 million. In January 2017, the Group acquired 100.0% equity interest in Longjiang Environmental Water Resource (Hegang) Co., Ltd. ("Longjiang Hegang") for RMB111.9 million. In August 2017, the Group acquired 100.0% equity interest in Jiaohe Jiaxin Water Co., Ltd. ("Jiaohe Jiaxin") for RMB95.0 million. These acquisitions are significant acquisitions to the Group due to the their significant total considerations in comparison to total equity of the Group as at 31 December 2017. 於2016年12月， 貴集團以人民幣273.9百萬元收購聯熹水務（香港）有限公司（「聯熹集團」）60%股權。於2017年1月， 貴集團以人民幣111.9百萬元收購鶴崗龍江環保水務有限公司（「龍江鶴崗」）100.0%股權。於2017年8月， 貴集團以人民幣95.0百萬元收購蛟河市嘉信水務有限公司（「蛟河市嘉信」）100.0%股權。該等收購事項對 貴集團而言屬重大收購事項，乃由於相較於2017年12月31日 貴集團權益總額而言，彼等之對價總額屬重大。	We have discussed with management and their external independent valuer on the purchase price allocation, and engaged our valuation specialists to assist in the audit of the purchase price allocation, including identification and valuation of the acquired receivables under service concession arrangements, intangible assets and goodwill. We also challenged the reasonableness of the key assumptions of the PPA exercise, such as the discount rates and estimates of future cash flows. 我們已與管理層及彼等的外部獨立估值師討論購買價分配，並聘用估值專家協助審核購買價分配，包括根據服務特許經營安排識別及評估已收購應收款項、無形資產及商譽。我們亦質疑購買價分配工作所用主要假設的合理性，如折現率及未來現金流量的估計。
FRS 103 *Business Combinations* ("FRS 103") requires the purchase price to be allocated between the acquired assets and liabilities, resulting in the recognition of tangible and intangible assets and goodwill or recognition of gain on bargain purchase. This requires a significant amount of judgement in the Purchase Price Allocation ("PPA") Exercise, particularly in relation to the valuation of the service concession arrangements that the acquisitions possess and the assessment of the fair value of the acquired assets and liabilities at acquisition date and the recognition of the related goodwill or intangible asset from the acquisitions. 《財務報告準則》第103號（「《財務報告準則》第103號」）*業務合併*規定分配所收購資產及負債之間的購買價，引致確認有形及無形資產及商譽或確認議價購買收益。這要求對購買價分配（「購買價分配」）工作作出大量判斷，尤其是有關收購事項所有的服務特許經營安排估值及評估於收購日期已收購資產及負債公允價值及確認收購事項有關商譽或無形資產。	We reviewed the qualification of their external independent valuer and are satisfied that their external independent valuer is appropriately qualified and reputable. 我們檢討彼等的外部獨立估值師的質素並信納彼等的外部獨立估值師擁有適當資格且可信賴。 Based on our procedures, we noted that the purchase price allocation has been performed in accordance with FRS 103, including the disclosures thereon, and that the receivables under service concession arrangements, intangible assets and goodwill identified are appropriate and within expectations for the industry. We also noted management's key assumptions applied in the purchase price allocation in arriving at the fair value of the assets acquired and liabilities assumed, including the fair valuation of receivables under service concession arrangements, intangible assets and goodwill, to be within a reasonable range of our audit expectations. 基於我們的程序，我們知悉購買價分配已按照《財務報告準則》第103號進行，包括就此所作的披露，及服務特許經營安排項下應收款項、已確認無形資產及商譽屬適當且在行業預期內。我們亦知悉管理層在達致所收購資產及所承擔負債的公允價值（包括服務特許經營安排項下應收款項、無形資產及商譽的公允估值）的購買價分配所採用的主要假設在我們的審核預期合理範圍內。
The Group's disclosure of the business combination accounting applied to the acquisition of Ranhill Group, Longjiang Hegang and Jiaohe Jiaxin are set out in Notes 2.5 and 40 to the consolidated financial statements. 貴集團就收購聯熹集團、龍江鶴崗及蛟河市嘉信所應用的業務合併會計政策的披露載於綜合財務報表附註2.5及40。	

Key Audit Matters 主要審核事項	Our Audit Procedures Performed and Responses Thereon 我們進行的審核程序及就此所作的回應
Impairment review of goodwill **商譽減值評估** Under FRS 36 *Impairment of Assets*, the Group is required to annually test goodwill for impairment or more frequently when there is an indication that the cash generating unit may be impaired. This assessment requires the exercise of significant judgement about future market conditions, including future cash flows to be generated from the continuing use of waste water treatment plant/waste incineration power generation plant over the service concession period and discount rates, particularly those affecting the business of Fudan Water Engineering and Technology Co., Ltd. ("Fudan Water"). The goodwill in Fudan Water constituted 1.75% of the Group's total assets at 31 December 2017. 根據《財務報告準則》第36號*資產減值*， 貴集團須每年或當有跡象顯示現金產生單位可能出現減值時則更頻繁測試商譽減值。該評估須對未來市場狀況，包括於服務特許經營期間繼續使用污水處理廠／廢物焚燒發電廠產生的未來現金流量及折現率，尤其是該等影響上海復旦水務工程技術有限公司(「復旦水務」)的業務作出重大判斷。於2017年12月31日，復旦水務的商譽構成 貴集團資產總額的1.75%。 The key assumptions to the impairment test and the sensitivity of changes in these assumptions to the risk of impairment are disclosed in Note 29 to the consolidated financial statements. 減值測試的主要假設及該等減值風險假設變動的敏感度披露於綜合財務報表附註29。	Our audit procedures focused on evaluating and challenging the key assumptions used by management in conducting the impairment review. These procedures included: 我們的審核程序重點在於評估及質疑管理層於進行減值檢討時所用的主要假設。有關程序包括： • challenging the appropriateness of the discount rate by assessing the cost of capital for the company and comparable organisations in the industry, and where relevant, using our valuation specialists to independently develop expectations for the discount rate, and comparing the independent expectations to those used by management; • 透過評估業內公司及可資比較組織的資金成本及(倘相關)使用估值專家獨立制定折現率預期，並將獨立預期與管理層所使用折現率預期進行比較，質疑折現率的適當性； • assessing the cash flow forecasts used, with comparison to recent performance, trend analysis and market expectations; • 評估所用現金流量預測，附帶與近來表現之比較、趨勢分析及市場預期； • evaluating management's assessment of the sensitivity of the Group's impairment analysis to reasonably possible changes in the key assumptions; and • 評估管理層對 貴集團作出主要假設可能的合理調整之減值分析的敏感度評估；及 • reviewing historical performance of the business units compared with the original forecasts and assessing whether the Group has achieved them. • 與初始預期作比較，檢討業務單元的過往表現，並評估 貴集團是否已達致預期。 Based on our procedures, we noted management's key assumptions to be within a reasonable range of our expectations. 基於我們的程序，我們知悉管理層的主要假設在我們預期的合理範圍內。 We have also assessed and validated the adequacy and appropriateness of the disclosures made in the consolidated financial statements. 我們亦已評估及確認綜合財務報表所作披露的充分性及適當性。

INDEPENDENT AUDITOR'S REPORT
獨立核數師報告

Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information comprises all the information included in the annual report, including the Directors' Statement set out on pages 105 to 109, but does not include the financial statements and our auditors' report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions in accordance with SSAs.

除財務報表及就此發出的核數師報告以外的資料

管理層對其他資料負責。其他資料包括年報中涵蓋的所有資料(包括載於第105至109頁的董事報告),惟不包括財務報表及就此發出的核數師報告。其他信息預計將於本核數師報告日期後提供予我們。

我們對財務報表的意見並不涵蓋其他資料,我們亦不對其他資料發表任何形式的鑒證結論。

當我們審核財務報表時,我們的責任為閱讀其他資料,在此過程中,會考慮其他資料是否與財務報表或我們在審核過程中瞭解到的情況存在重大不一致或者似乎存在重大錯報。

當我們閱讀年報時,如果我們認為當中存在重大錯誤陳述,我們須遵循《新加坡審核準則》與治理層溝通該事宜並採取適當行動。

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

管理層及董事就財務報表的責任

管理層負責按照《公司法》及《財務報告準則》的條文編製及真實而公平呈列財務報表,並負責設計及維護內部會計監控系統,以合理確保資產不會因擅自使用或處置而遭受損失;交易獲得適當授權及作出必要記錄,以編製真實及公平的財務報表以及保持資產的問責性。

編製財務報表時,管理層負責評估 貴集團持續經營的能力,並在適用情況下披露與持續經營有關的事項,以及使用持續經營為會計基礎,除非管理層有意將 貴集團清盤或停止經營,或別無其他實際的替代方案。

董事的責任包括監督 貴集團財務報告過程。

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

核數師就審核財務報表的責任

我們的目標為合理確定整體財務報表是否不存在由於欺詐或錯誤而導致的任何重大錯報,並發出載有我們意見的核數師報告。合理保證是高水平的保證,但並不能保證按照《新加坡審核準則》執行的審核一定會發現存在的重大錯報。錯報可能由於欺詐或錯誤導致,倘合理預期錯報單獨或匯總起來可能影響財務報表使用者依據財務報表作出的經濟決策,則錯報被認為是重大的。

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

(a) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

(b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

(c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

(d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

(e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

(f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

在按照《新加坡審核準則》執行審計工作的過程中，我們運用專業判斷，並抱持專業懷疑態度。我們亦：

(a) 識別及評估財務報表由於欺詐或錯誤而導致的重大錯報風險，因應此等風險設計及執行審核程序，獲得充足及適當審核憑證為我們的意見提供基礎。由於欺詐行為可能涉及合謀串通、偽造、故意遺漏、誤導性陳述或凌駕內部控制，因此，由於欺詐行為造成的重大錯報不被發現的風險較由於錯誤而導致的重大錯報不被發現的風險更高。

(b) 瞭解與審核有關的內部控制，以設計恰當的審核程序，但並非旨在對　貴集團內部控制的有效程度發表意見。

(c) 評估所用會計政策是否恰當，以及管理層所作會計估算及相關披露是否合理。

(d) 總結管理層採用以持續經營為基礎的會計法是否恰當，並根據已獲取的審核憑證，總結是否有對　貴集團持續經營的能力構成重大疑問的事件或情況等重大不確定因素。倘我們總結認為存在重大不確定因素，我們需於核數師報告中提請注意財務報表內的相關資料披露，或如果相關披露不足，則修訂我們的意見。我們的結論以截至核數師報告日期所獲得的審核憑證為基礎，惟未來事件或情況可能導致　貴集團不再具有持續經營的能力。

(e) 評估財務報表（包括資料披露）的整體列報、架構及內容，以及財務報表是否已公允反映及列報相關交易及事項。

(f) 就　貴集團內各實體或業務活動的財務資料獲得充足的審核憑證，以就財務報表發表意見。我們須負責指導、監督及執行　貴集團的審核工作。我們須為我們的審核意見承擔全部責任。

我們與董事就（其中包括）審核工作的計劃範圍及時間安排及重大審核發現，包括我們於審核期間識別出內部監控的任何重大缺陷溝通。

我們亦向董事提交聲明，說明我們已遵守有關獨立性的道德要求，並就所有被合理認為可能影響我們的獨立性的關係及其他事宜及相關防範措施（如適用）與董事溝通。

INDEPENDENT AUDITOR'S REPORT
獨立核數師報告

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

我們從與董事溝通的事項中，決定哪些事項對本年度的財務報表的審核工作最為重要，因而構成主要審核事項。除非法律或法規不容許公開披露此等事項，或於極罕有的情況下，我們認為披露此等事項可合理預期的不良後果將超越公眾知悉此等事項的利益而不應於報告中披露，否則我們會於核數師報告中描述此等事項。

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by the subsidiary corporation incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this Independent Auditor's Report is Seah Gek Choo.

其他法定及監管規定的報告

我們認為，《公司法》規定　貴公司及於新加坡註冊成立且我們為其核數師的附屬公司須保存的會計及其他記錄已按照《公司法》的條文妥為保存。

負責進行本獨立核數師報告的審核的受委合夥人為Seah Gek Choo。

Deloitte & Touche LLP
Public Accountants and Chartered Accountants
Singapore

12 March 2018

Deloitte & Touche LLP
執業會計師及特許會計師
新加坡

2018年3月12日

CONSOLIDATED STATEMENT OF PROFIT OR LOSS
綜合損益表

Year ended 31 December 2017
截至2017年12月31日止年度

		Note 附註	Group 本集團 2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Revenue	**收入**	4	**4,639,274**	2,648,097
Cost of sales	銷售成本		**(3,252,937)**	(1,835,801)
Gross profit	毛利		**1,386,337**	812,296
Other income	其他收入	5	**263,979**	161,251
Other gains and losses	其他收益及虧損	6	**129,582**	162,901
Selling and distribution costs	銷售及分銷成本		**(73,087)**	(39,114)
Administrative expenses	行政開支		**(336,158)**	(268,907)
Listing expenses	上市開支		**(28,341)**	–
Finance expenses	財務費用	8	**(511,051)**	(234,611)
Share of results of joint ventures	應佔合資企業業績	27	**49,565**	60,122
Share of results of associates	應佔聯營公司業績	28	**(2,298)**	10,579
Profit before tax	**稅前利潤**		**878,528**	664,517
Income tax expense	所得稅開支	9	**(194,373)**	(124,099)
Profit for the year	**年內利潤**	10	**684,155**	540,418
Profit for the year, attributable to:	**下列各項應佔年內利潤：**			
Owners of the Company	本公司擁有人		**535,653**	454,926
Non-controlling interests	非控股權益	26	**148,502**	85,492
Profit for the year	**年內利潤**		**684,155**	540,418
Earnings per share	**每股盈利**			
Basic (RMB cents per share)	基本（每股人民幣分）	11	**21.51**	20.16
Diluted (RMB cents per share)	攤薄（每股人民幣分）	11	**21.51**	20.16

See accompanying notes to financial statements.

見財務報表隨附附註。

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
綜合損益及其他全面收入表

Year ended 31 December 2017
截至2017年12月31日止年度

			Group 本集團	
		Note 附註	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Profit for the year	**年內利潤**		**684,155**	540,418
Other comprehensive income (loss):	**其他全面收入（虧損）：**			
Items that will not be reclassified subsequently to profit or loss	*其後不會重新分類至損益的項目*			
Exchange difference arising from translation	換算產生的匯兑差額		**101,113**	(20,003)
Items that may be reclassified subsequently to profit or loss	*其後可重新分類至損益的項目*			
Exchange differences arising from translation of foreign operations	換算海外業務產生的匯兑差額		**(3,172)**	–
Fair value change on available-for-sale financial instruments	可供出售金融工具的公允價值變動		**32,892**	26,957
Reclassification on disposal of available-for-sale financial instruments	於出售可供出售金融工具時重新分類		**(106,083)**	(10,628)
			(76,363)	16,329
Total other comprehensive income (loss) for the year, net of tax	年內其他全面收入（虧損）總額，税後		**24,750**	(3,674)
Total comprehensive income for the year	**年內全面收入總額**		**708,905**	536,744
Total comprehensive income attributable to:	**以下各項應佔全面收入總額：**			
Owners of the Company	本公司擁有人		**560,403**	451,252
Non-controlling interests	非控股權益	26	**148,502**	85,492
Total comprehensive income for the year	**年內全面收入總額**		**708,905**	536,744

See accompanying notes to financial statements.

見財務報表隨附附註。

STATEMENTS OF FINANCIAL POSITION
財務狀況表

31 December 2017
2017年12月31日

		Note 附註	Group 本集團 2017 2017年 RMB'000 人民幣千元	Group 本集團 2016 2016年 RMB'000 人民幣千元	Company 本公司 2017 2017年 RMB'000 人民幣千元	Company 本公司 2016 2016年 RMB'000 人民幣千元
Current assets	**流動資產**					
Cash and cash equivalents	現金及現金等價物	12	**1,402,104**	1,634,556	**243,860**	8,726
Pledged bank deposits	已抵押銀行存款	12	**130,637**	191,918	**–**	–
Trade and other receivables	貿易及其他應收款項	13	**1,832,883**	1,628,685	**642**	710
Bills receivables	應收票據	14	**7,760**	3,313	**–**	–
Prepayments	預付款項	15	**38,729**	34,387	**1,573**	358
Inventories	存貨	16	**96,066**	73,371	**–**	–
Receivables under service concession arrangements – current portion	服務特許經營安排項下應收款項－流動部分	17	**260,888**	203,993	**–**	–
Amounts due from customers for contract work	應收客戶合約工程款	18	**37,796**	57,581	**–**	–
Amounts due from subsidiaries	應收附屬公司款項	19	**–**	–	**120,753**	2,114,688
Amounts due from joint venture	應收合資企業款項	19	**137**	137	**137**	137
Amounts due from associates	應收聯營公司款項	19	**40,766**	37,894	**–**	–
Held-for-trading investment	持作買賣投資	20	**34,750**	26,795	**–**	–
Total current assets	流動資產總額		**3,882,516**	3,892,630	**366,965**	2,124,619
Non-current assets	**非流動資產**					
Available-for-sale financial instruments	可供出售金融工具	21	**26,803**	206,288	**13,323**	13,189
Prepayments	預付款項	15	**390,364**	68,072	**–**	–
Receivables under service concession arrangements – non-current portion	服務特許經營安排項下應收款項－非流動部分	17	**12,991,865**	10,948,086	**–**	–
Property, plant and equipment	物業、廠房及設備	22	**206,032**	183,580	**1,298**	1,697
Intangible assets	無形資產	23	**6,466,660**	6,439,239	**–**	–
Land use rights	土地使用權	23	**6,459**	6,451	**–**	–
Long term receivable	長期應收款項	24	**361,423**	11,547	**–**	–
Deferred tax assets	遞延稅項資產	25	**48,009**	22,376	**–**	–
Investment in subsidiaries	於附屬公司的投資	26	**–**	–	**5,378,078**	2,565,418
Interest in joint ventures	於合資企業的權益	27	**713,523**	705,256	**536,475**	531,064
Interest in associates	於聯營公司的權益	28	**83,858**	82,976	**–**	–
Goodwill on consolidation	合併商譽	29	**457,241**	457,241	**–**	–
Amounts due from associate	應收聯營公司款項	19	**14,543**	14,543	**–**	–
Total non-current assets	非流動資產總額		**21,766,780**	19,145,655	**5,929,174**	3,111,368
Total assets	**資產總額**		**25,649,296**	23,038,285	**6,296,139**	5,235,987

STATEMENTS OF FINANCIAL POSITION
財務狀況表

31 December 2017
2017年12月31日

			Group 本集團		Company 本公司	
			2017	2016	**2017**	2016
			2017年	2016年	**2017年**	2016年
		Note	**RMB'000**	RMB'000	**RMB'000**	RMB'000
		附註	**人民幣千元**	人民幣千元	**人民幣千元**	人民幣千元
Current liabilities	**流動負債**					
Trade and other payables	貿易及其他應付款項	30	**2,376,262**	2,122,531	**34,069**	23,080
Bills payable to banks	應付予銀行的票據	31	**49,235**	18,342	**–**	–
Tax payable	應納稅款		**69,662**	55,444	**–**	–
Amounts due to customers for contract work	應付客戶合約工程款	18	**16,720**	21,386	**–**	–
Amounts due to subsidiaries	應付附屬公司款項	19	**–**	–	**67,494**	137,132
Bank and other borrowings	銀行及其他借款	32	**3,660,906**	3,838,382	**242,601**	119,026
Finance leases	融資租賃	33	**71,746**	96,988	**–**	–
Total current liabilities	流動負債總額		**6,244,531**	6,153,073	**344,164**	279,238
Non-current liabilities	**非流動負債**					
Bank and other borrowings	銀行及其他借款	32	**6,950,833**	6,275,862	**–**	–
Finance leases	融資租賃	33	**359,700**	331,433	**–**	–
Deferred tax liabilities	遞延稅項負債	25	**1,739,910**	1,602,513	**–**	–
Other non-current liabilities	其他非流動負債	34	**110,731**	142,227	**–**	–
Total non-current liabilities	非流動負債總額		**9,161,174**	8,352,035	**–**	–
Capital, reserves and non-controlling interests	**股本、儲備及非控股權益**					
Share capital	股本	35	**5,951,889**	4,861,138	**5,951,889**	4,861,138
Treasury shares	庫存股份	36	**(96)**	(96)	**(96)**	(96)
Retained earnings	保留盈利		**1,591,879**	1,199,172	**(62,101)**	65,815
Other reserves	其他儲備	37	**(30,775)**	(87,481)	**62,283**	29,892
Equity attributable to owners of the Company	本公司擁有人應佔權益		**7,512,897**	5,972,733	**5,951,975**	4,956,749
Non-controlling interests	非控股權益	26	**2,730,694**	2,560,444	**–**	–
Total equity	權益總額		**10,243,591**	8,533,177	**5,951,975**	4,956,749
Total liabilities and equity	**負債及權益總額**		**25,649,296**	23,038,285	**6,296,139**	5,235,987

See accompanying notes to financial statements.

見財務報表隨附附註。

STATEMENTS OF CHANGES IN EQUITY
權益變動表

Year ended 31 December 2017
截至2017年12月31日止年度

Group 2017	本集團 2017年	Share capital 股本 RMB'000 人民幣千元	Treasury shares 庫存股份 RMB'000 人民幣千元	Retained earnings 保留盈利 RMB'000 人民幣千元	Other reserves, total 其他儲備總計 RMB'000 人民幣千元	General reserve 一般儲備 RMB'000 人民幣千元	Investment revaluation reserve 投資重估儲備 RMB'000 人民幣千元	Translation reserve 匯兌儲備 RMB'000 人民幣千元	Effects of changes in ownership interests in subsidiaries where there is no change in control 控制權不變，附屬公司所有權權益變動的影響 RMB'000 人民幣千元	Merger reserve 合併儲備 RMB'000 人民幣千元	Equity attributable to owners of the Company 本公司擁有人應佔權益 RMB'000 人民幣千元	Non-controlling interests 非控股權益 RMB'000 人民幣千元	Total equity 總權益 RMB'000 人民幣千元
Balance at 1 January 2017	於2017年1月1日結餘	4,861,138	(96)	1,199,172	(87,481)	205,538	73,191	(145,641)	(20,254)	(200,315)	5,972,733	2,560,444	8,533,177
Profit for the year	年內利潤	-	-	535,653	-	-	-	-	-	-	535,653	148,502	684,155
Other comprehensive income	其他全面收入												
Exchange differences arising from translation	換算產生的匯兌差額	-	-	-	101,113	-	-	101,113	-	-	101,113	-	101,113
Exchange differences arising from translation of foreign operations	換算海外業務產生的匯兌差額	-	-	-	(3,172)	-	-	(3,172)	-	-	(3,172)	-	(3,172)
Fair value change on available-for-sale financial instruments	可供出售金融工具之公允價值變化	-	-	-	32,892	-	32,892	-	-	-	32,892	-	32,892
Reclassification upon disposal of available-for-sale financial instruments	於出售可供出售金融工具時重新分類	-	-	-	(106,083)	-	(106,083)	-	-	-	(106,083)	-	(106,083)
Other comprehensive income for the year, net of tax	年內其他全面收入，稅後	-	-	-	24,750	-	(73,191)	97,941	-	-	24,750	-	24,750
Total comprehensive income for the year	年內全面收入總額	-	-	535,653	24,750	-	(73,191)	97,941	-	-	560,403	148,502	708,905

STATEMENTS OF CHANGES IN EQUITY
權益變動表

Year ended 31 December 2017
截至2017年12月31日止年度

	Share capital 股本 RMB'000 人民幣千元	Treasury shares 庫存股份 RMB'000 人民幣千元	Retained earnings 保留盈利 RMB'000 人民幣千元	Other reserves, total 其他儲備總計 RMB'000 人民幣千元	General reserve 一般儲備 RMB'000 人民幣千元	Investment revaluation reserve 投資重估儲備 RMB'000 人民幣千元	Translation reserve 匯兌儲備 RMB'000 人民幣千元	Effects of changes in ownership interests in subsidiaries where there is no change in control 控制權不變，附屬公司所有權權益變動的影響 RMB'000 人民幣千元	Merger reserve 合併儲備 RMB'000 人民幣千元	Equity attributable to owners of the Company 本公司擁有人應佔權益 RMB'000 人民幣千元	Non-controlling interests 非控股權益 RMB'000 人民幣千元	Total equity 總權益 RMB'000 人民幣千元
Transactions with owners recognised directly in equity 於權益中直接確認的所有人交易												
Transfer to general reserve 計提一般儲備	-	-	(31,956)	31,956	31,956	-	-	-	-	-	-	-
Acquisition of subsidiaries 收購附屬公司	-	-	-	-	-	-	-	-	-	-	(28,161)	(28,161)
Non-controlling interest upon proportional capital injection in a subsidiary through capitalisation of its advances to the Group 透過資本化向本集團墊款於附屬公司非控股權益增資款	-	-	-	-	-	-	-	-	-	-	18,000	18,000
Non-controlling interest upon proportional capital injection in a subsidiary 附屬公司非控股權益增資款											41,613	41,613
Issue of shares (Note 35) 發行股份（附註35）	1,090,751	-	-	-	-	-	-	-	-	1,090,751	-	1,090,751
Total 總計	1,090,751	-	(31,956)	31,956	31,956	-	-	-	-	1,090,751	31,452	1,122,203
Others 其他												
Dividend paid (Note 38) 已付股息（附註38）	-	-	(110,990)	-	-	-	-	-	-	(110,990)	-	(110,990)
Dividends declared to non-controlling interests 宣派予非控股權益的股息	-	-	-	-	-	-	-	-	-	-	(9,704)	(9,704)
Total 總計	-	-	(110,990)	-	-	-	-	-	-	(110,990)	(9,704)	(120,694)
Balance at 31 December 2017 於2017年12月31日結餘	5,951,889	(96)	1,591,879	(30,775)	237,494	-	(47,700)	(20,254)	(200,315)	7,512,897	2,730,694	10,243,591

		Share capital 股本 RMB'000 人民幣千元	Treasury shares 庫存股份 RMB'000 人民幣千元	Retained earnings 保留盈利 RMB'000 人民幣千元	Other reserves, total 其他儲備總計 RMB'000 人民幣千元	General reserve 一般儲備 RMB'000 人民幣千元	Investment revaluation reserve 投資重估儲備 RMB'000 人民幣千元	Translation reserve 匯兌儲備 RMB'000 人民幣千元	Effects of changes in ownership interests in subsidiaries where there is no change in control 控制權不變，附屬公司所有權益變動的影響 RMB'000 人民幣千元	Merger reserve 合併儲備 RMB'000 人民幣千元	Equity attributable to owners of the Company 本公司擁有人應佔權益 RMB'000 人民幣千元	Non-controlling interests 非控股權益 RMB'000 人民幣千元	Total equity 總權益 RMB'000 人民幣千元
Group **2016**	**本集團** **2016年**												
Balance at 1 January 2016	於2016年1月1日結餘	4,861,138	(96)	797,571	(147,051)	152,213	56,862	(125,638)	(30,173)	(200,315)	5,511,562	1,067,887	6,579,449
Profit for the year	年內利潤	–	–	454,926	–	–	–	–	–	–	454,926	85,492	540,418
Other comprehensive income	其他全面收入												
Exchange differences arising from translation	換算產生的匯兌差額	–	–	–	(20,003)	–	–	(20,003)	–	–	(20,003)	–	(20,003)
Fair value change on available-for-sale financial instruments	可供出售金融工具之公允價值變化	–	–	–	26,957	–	26,957	–	–	–	26,957	–	26,957
Reclassification upon disposal of available-for-sale financial instruments	於出售可供出售金融工具時重新分類	–	–	–	(10,628)	–	(10,628)	–	–	–	(10,628)	–	(10,628)
Other comprehensive income for the year, net of tax	年內其他全面收入，稅後	–	–	–	(3,674)	–	16,329	(20,003)	–	–	(3,674)	–	(3,674)
Total comprehensive income for the year	年內全面收入總額	–	–	454,926	(3,674)	–	16,329	(20,003)	–	–	451,252	85,492	536,744

STATEMENTS OF CHANGES IN EQUITY
權益變動表

Year ended 31 December 2017
截至2017年12月31日止年度

	Share capital 股本 RMB'000 人民幣千元	Treasury shares 庫存股份 RMB'000 人民幣千元	Retained earnings 保留盈利 RMB'000 人民幣千元	Other reserves, total 其他儲備總計 RMB'000 人民幣千元	General reserve 一般儲備 RMB'000 人民幣千元	Investment revaluation reserve 投資重估儲備 RMB'000 人民幣千元	Translation reserve 匯兑儲備 RMB'000 人民幣千元	Effects of changes in ownership interests in subsidiaries where there is no change in control 控制權不變，附屬公司所有權權益變動的影響 RMB'000 人民幣千元	Merger reserve 合併儲備 RMB'000 人民幣千元	Equity attributable to owners of the Company 本公司擁有人應佔權益 RMB'000 人民幣千元	Non-controlling interests 非控股權益 RMB'000 人民幣千元	Total equity 總權益 RMB'000 人民幣千元
Transactions with owners recognised directly in equity 於權益中直接確認的所有人交易												
Transfer to general reserve 計提一般儲備	–	–	(53,325)	53,325	53,325	–	–	–	–	–	–	–
Acquisition of non-controlling interests 收購非控股權益	–	–	–	9,919	–	–	–	9,919	–	9,919	(35,519)	(25,600)
Acquisition of subsidiaries 收購附屬公司	–	–	–	–	–	–	–	–	–	–	1,413,638	1,413,638
Non-controlling interest upon proportional capital injection in a subsidiary 附屬公司非控股權益增資款	–	–	–	–	–	–	–	–	–	–	46,000	46,000
Total 總計	–	–	(53,325)	63,244	53,325	–	–	9,919	–	9,919	1,424,119	1,434,038
Others 其他												
Dividends declared to non-controlling interests 宣派予非控股權益的股息	–	–	–	–	–	–	–	–	–	–	(17,054)	(17,054)
Total 總計	–	–	–	–	–	–	–	–	–	–	(17,054)	(17,054)
Balance at 31 December 2016 於2016年12月31日結餘	4,861,138	(96)	1,199,172	(87,481)	206,538	73,191	(145,641)	(20,254)	(200,315)	5,972,733	2,560,444	8,533,177

		Attributable to owners of the Company 本公司擁有人應佔				
		Share capital 股本 RMB'000 人民幣千元	Treasury shares 庫存股份 RMB'000 人民幣千元	Retained earnings 保留盈利 RMB'000 人民幣千元	Other reserves 其他儲備 RMB'000 人民幣千元	Total equity 總權益 RMB'000 人民幣千元
Company 2017	**本公司 2017年**					
Balance at 1 January 2017	**於2017年1月1日結餘**	**4,861,138**	**(96)**	**65,815**	**29,892**	**4,956,749**
Loss for the year	年內虧損	**–**	**–**	**(16,926)**	**–**	**(16,926)**
Other comprehensive income	其他全面收入					
Exchange differences arising from translation representing other comprehensive income for the year	換算產生的匯兑差額即年內其他全面收入	**–**	**–**	**–**	**32,391**	**32,391**
Total comprehensive income for the year	年內全面收入總額	**–**	**–**	**(16,926)**	**32,391**	**15,465**
Transactions with owners recognised directly in equity	於權益中直接確認的所有人交易					
Issue of shares	發行股份	**1,090,751**	**–**	**–**	**–**	**1,090,751**
Others	其他					
Dividend paid (Note 38)	已付股息（附註38）	**–**	**–**	**(110,990)**	**–**	**(110,990)**
Balance at 31 December 2017	**於2017年12月31日結餘**	**5,951,889**	**(96)**	**(62,101)**	**62,283**	**5,951,975**

STATEMENTS OF CHANGES IN EQUITY
權益變動表

Year ended 31 December 2017
截至2017年12月31日止年度

		Attributable to owners of the Company 本公司擁有人應佔				
		Share capital 股本 RMB'000 人民幣千元	Treasury shares 庫存股份 RMB'000 人民幣千元	Retained earnings 保留盈利 RMB'000 人民幣千元	Other reserves 其他儲備 RMB'000 人民幣千元	Total equity 總權益 RMB'000 人民幣千元
Company 本公司 **2016 2016年**						
Balance at 1 January 2016	**於2016年1月1日結餘**	4,861,138	(96)	107,746	(205,859)	4,762,929
Loss for the year	年內虧損	–	–	(41,931)	–	(41,931)
Other comprehensive income Exchange differences arising from translation representing other comprehensive income for the year	其他全面收入 換算產生的匯兑差額即年內其他全面收入	–	–	–	235,751	235,751
Total comprehensive income for the year	年內全面收入總額	–	–	(41,931)	235,751	193,820
Balance at 31 December 2016	**於2016年12月31日結餘**	4,861,138	(96)	65,815	29,892	4,956,749

See accompanying notes to financial statements.

見財務報表隨附附註。

CONSOLIDATED STATEMENT OF CASH FLOWS
綜合現金流量表

Year ended 31 December 2017
截至2017年12月31日止年度

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Cash flows from operating activities:	**經營活動產生的現金流：**		
Profit before tax	稅前利潤	**878,528**	664,517
Adjustments:	就下列各項作出調整：		
Allowance for doubtful receivables (trade)	應收呆賬準備（貿易）	**1,295**	2,158
Reversal of allowance for doubtful receivables (trade)	應收呆賬準備撥回（貿易）	**(30,676)**	(1,652)
Reversal of allowance for doubtful receivables (non-trade)	應收呆賬準備撥回（非貿易）	**(2,058)**	(8,307)
Bad debts written off (trade)	壞賬撇銷（貿易）	**2,667**	–
Bad debts written off (non-trade)	壞賬撇銷（非貿易）	**2,038**	170
Reversal for inventories	撥回存貨	**–**	(7)
Reversal of provision for foreseeable loss	可預計虧損撥備撥回	**–**	(11)
Reversal of impairment loss on intangible asset	無形資產減值虧損撥回	**(24,000)**	–
Amortisation of intangible assets	無形資產攤銷	**277,769**	162,235
Amortisation of land use rights	土地使用權攤銷	**355**	256
Depreciation of property, plant and equipment	物業、廠房及設備折舊	**22,235**	13,368
Loss on disposal of property, plant and equipment	出售物業、廠房及設備虧損	**911**	139
Loss (Gain) on disposal of intangible assets	出售無形資產虧損（收益）	**839**	(2,529)
Finance income	金融收入	**(21,120)**	(11,357)
Finance expenses	財務費用	**511,051**	234,611
Gain on disposal of available-for-sale financial instruments	出售可供出售金融工具收益	**(106,083)**	(10,628)
Share of results of joint ventures	應佔合資企業業績	**(49,565)**	(60,122)
Share of results of associates	應佔聯營公司業績	**2,298**	(10,579)
Foreign exchange gain	外匯收益	**(3,351)**	(10,783)
Gain from bargain purchase of investment in a subsidiary	議價購買附屬公司投資的收益	**(7,158)**	–
Gain from revaluation of previously held interest in an associate	重估先前於聯營公司所持權益的收益	**–**	(155,389)
Fair value gain on held-for-trading investments	持作買賣投資的公允價值收益	**(12,753)**	(1,105)
Operating cash flows before working capital changes	**運營資金變動前的經營活動現金流**	**1,443,222**	804,985
(Increase) Decrease in:	（增加）減少：		
Inventories	存貨	**(22,432)**	(30,692)
Amounts due from customers for contract work, net	應收客戶合約工程款，淨額	**14,908**	37,715
Trade receivables, other receivables and prepayments	貿易應收款項、其他應收款項及預付款項	**(774,995)**	303,394
Bills receivables	應收票據	**(4,447)**	(2,374)
Amounts due from associate	應收聯營公司款項	**(130,532)**	(41,943)
Amounts due from joint venture	應收合資企業款項	**1,222**	1,080
Increase (Decrease) in:	增加（減少）：		
Trade and other payables (inclusive of non-current liabilities)	貿易及其他應付款項（包括非流動負債）	**65,082**	104,269
Bills payable	應付票據	**6,192**	5,966
Cash from operating activities before service concession arrangement projects	**於服務特許經營安排項目前經營活動產生的現金**	**598,220**	1,182,400
Change in receivables under service concession arrangements (Note A)	服務特許經營安排項下應收款項變動（附註A）	**(1,663,707)**	(1,208,856)

CONSOLIDATED STATEMENT OF CASH FLOWS
綜合現金流量表

Year ended 31 December 2017
截至2017年12月31日止年度

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Cash used in operating activities after service concession arrangement projects	**於服務特許經營安排項目後經營活動所用的現金**	**(1,065,487)**	(26,456)
Interest received	已收利息	**13,936**	8,485
Income tax paid	已繳所得稅	**(110,947)**	(67,287)
Net cash used in operating activities	**經營活動所用現金淨額**	**(1,162,498)**	(85,258)
Cash flows from investing activities:	**投資活動產生的現金流：**		
Purchase of property, plant and equipment	購買物業、廠房及設備	**(37,132)**	(20,117)
Purchase of intangible assets and land use rights	購買無形資產及土地使用權	**(145,956)**	(72,303)
Increase in prepayment for property, plant and equipment and intangible assets	物業、廠房及設備和無形資產預付款項增加	**(866)**	(445)
Proceeds from disposal of property, plant and equipment	物業、廠房及設備處置所得款項	**738**	438
Net cash outflow on acquisition of subsidiaries (Note 40) (Note C)	收購附屬公司現金流出淨額（附註40）（附註C）	**(212,993)**	(156,365)
Prepayment for investment in a subsidiary	投資附屬公司預付款項	**(129,020)**	–
Proceeds from disposal of available-for-sale financial instruments (Note D)	出售可供出售金融工具所得款項（附註D）	**–**	30,906
Net cash outflow on acquisition of an associate	收購聯營公司現金流出淨額	**(3,500)**	(150)
Dividend received from joint ventures	已收合資企業股息	**47,802**	41,835
Net cash used in investing activities	**投資活動所用現金淨額**	**(480,927)**	(176,201)
Cash flows from financing activities:	**融資活動產生的現金流：**		
Proceeds from bank and other borrowings	銀行及其他借款所得款項	**3,320,936**	5,209,793
Repayment of bank and other borrowings	償還銀行及其他借款	**(2,532,215)**	(2,049,179)
Proceeds from finance leaseback arrangements	融資租回安排所得款項	**120,000**	–
Repayment under finance lease arrangement	融資租賃安排還款	**(116,975)**	(10,902)
Interest paid	已付利息	**(418,110)**	(231,115)
Settlement of payables due to former shareholder	結算應付前股東款項	**–**	(1,698,050)
Dividend paid	已付股息	**(110,990)**	–
Contribution from non-controlling interests upon additional capital injection of a subsidiary	附屬公司注入額外資金後非控股權益出資	**41,613**	–
Acquisition of non-controlling interests in subsidiaries	收購附屬公司非控股權益	**–**	(5,000)
Dividend paid to non-controlling interests in subsidiaries (Note B)	支付附屬公司非控股權益的股息（附註B）	**(14,604)**	(12,154)
Proceeds from share placement	股份配售所得款項	**1,090,751**	–
Decrease (Increase) in pledged bank deposits	已抵押銀行存款減少（增加）	**65,888**	(112,145)
Net cash from financing activities	**融資活動產生的現金淨額**	**1,446,294**	1,091,248
Net (decrease) increase in cash and cash equivalents	**現金及現金等價物（減少）增加淨額**	**(197,131)**	829,789
Cash and cash equivalents at beginning of year	年初現金及現金等價物	**1,634,556**	795,228
Effects of exchange rate changes on cash and cash equivalents	匯率變動對現金及現金等價物的影響	**(35,321)**	9,539
Cash and cash equivalents at end of year	**年末現金及現金等價物**	**1,402,104**	1,634,556

Note A:

In accordance with the application of INT FRS 112 *Service Concession Arrangements* and FRS 7 *Statement of Cash Flows*, the movement in the receivables under service concession arrangements has been classified under operating activities. The movement in the receivables under service concession arrangements was mainly arising from the construction and/or purchase of new or existing water treatment facilities for the financial year ended 31 December 2017 and 2016.

Non-cash transactions

Note B:

During the financial year ended 31 December 2016, the Group's subsidiaries had declared RMB17,054,000 of dividend to non-controlling interests, of which RMB12,154,000 has been paid during the financial year ended 31 December 2016 and the remaining of RMB4,900,000 has been paid during the financial year ended 31 December 2017.

Note C:

During the financial year ended 31 December 2016, the Group acquired Wulian Xinneng and Henan Zhonghui through subscription of new shares issued by Wulian Xinneng and Henan Zhonghui amounted to RMB45 million and RMB74.69 million respectively (Note 40).

Note D:

During the financial year ended 31 December 2017, the Group disposed of its available-for-sale financial instruments for RMB214,303,000 to a wholly-owned subsidiary of the Company's intermediate holding company which was offsetted against the Company's existing loan from the entity.

See accompanying notes to financial statements.

附註A：

根據財務報告準則解釋第112號「服務特許經營安排」和《財務報告準則》第7號「現金流量表」，服務特許經營安排項下應收款項的變動已分類至經營活動項下。服務特許經營安排項下應收款項的變動主要來自於截至2017年及2016年12月31日止財政年度建設及／或購買新的或現有水處理設施。

非現金交易

附註B：

於截至2016年12月31日止財政年度，本集團附屬公司向非控股權益宣派股息人民幣17,054,000元，其中人民幣12,154,000元已於截至2016年12月31日止財政年度支付，而餘下人民幣4,900,000元已於截至2017年12月31日止財政年度支付。

附註C：

於截至2016年12月31日止財政年度，本集團通過認購五蓮新能及河南中匯發行金額分別為人民幣45百萬元及人民幣74.69百萬元的新股收購五蓮新能及河南中匯（附註40）。

附註D：

於截至2017年12月31日止財政年度，本集團將其可供出售金融工具以人民幣214,303,000元出售予本公司中介控股公司的全資附屬公司，抵銷本公司於該實體的現有貸款。

見財務報表隨附附註。

NOTES TO FINANCIAL STATEMENTS
財務報表附註

31 December 2017
2017年12月31日

1. GENERAL

SIIC Environment Holdings Ltd. (the "Company") is a public limited company, incorporated and domiciled in the Republic of Singapore and is listed on the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Group's immediate and ultimate holding companies are S.I. Infrastructure Holdings Limited ("SII") incorporated in British Virgin Islands ("BVI") and Shanghai Industrial Investment (Holdings) Co., Ltd. ("SIIC") incorporated in Hong Kong respectively. The registered office and principal place of business of the Company is located at One Temasek Avenue, #37-02 Millenia Tower, Singapore 039192. Related companies in these financial statements refer to members of the ultimate holding company's group of companies.

The principal activity of the Company is that of investment holding. The principal activities of its principal subsidiaries, joint ventures and associates are set out in Notes 26, 27 and 28 to the financial statements respectively.

The presentation currency of the financial statements is Renminbi ("RMB") as the Group's operations are substantially based in the People's Republic of China ("PRC").

The consolidated financial statements of the Group and statement of financial position and statement of changes in equity of the Company for the year ended 31 December 2017 were authorised for issue by the Board of Directors on 12 March 2018.

1. 一般事項

上海實業環境控股有限公司(「本公司」)為公眾有限公司,於新加坡共和國註冊成立並於新加坡證券交易所有限公司(「新交所」)上市。本集團直接及最終控股公司分別為於英屬維爾京群島(「英屬維爾京群島」)註冊成立的上實基建控股有限公司(「上實基建」)及於香港註冊成立的上海實業(集團)有限公司(「上實」)。本公司的註冊辦事處及主要營業地點位 於One Temasek Avenue, #37-02 Millenia Tower, Singapore 039192。該等財務報表的有關公司指最終控股公司集團公司的成員公司.

本公司的主要業務為投資控股,其主要附屬公司、合資企業及聯營公司的主要業務分別載於財務報表附註26、27及28。

財務報表的呈列貨幣為人民幣(「人民幣」),乃因本集團的經營絕大部分都在中華人民共和國(「中國」)進行。

截至2017年12月31日止年度本集團的綜合財務報表及本公司的財務狀況表及權益變動表於2018年3月12日獲董事會授權刊發。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of accounting

The financial statements have been prepared in accordance with the historical cost basis except as disclosed in the accounting policies below, and are drawn up in accordance with the provisions of the Singapore Companies Act and Singapore Financial Reporting Standards ("FRS").

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability which market participants would take into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of FRS 102 *Share-based Payment*, leasing transactions that are within the scope of FRS 17 *Leases*, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in FRS 2 *Inventories* or value in use in FRS 36 *Impairment of Assets*.

2. 主要會計政策概要

2.1 會計處理基準

財務報表乃按歷史成本基準編製(惟下文會計政策所披露者除外),並根據新加坡《公司法》及《新加坡財務報告準則》(「《財務報告準則》」)的條文匯編。

歷史成本一般基於換取貨品及服務的對價的公允價值。

公允價值是於計量日市場參與者間於有序交易中出售資產所收取或轉讓負債須支付的價格,而不論該價格為可直接觀察取得或可使用其他估值方法估計。於估計資產或負債的公允價值時,本集團會考慮該等市場參與者於計量日對資產或負債定價時所考慮的資產或負債的特點。於該等綜合財務報表中作計量及/或披露用途的公允價值乃按此基準釐定,惟屬於《財務報告準則》第102號*以股份為基礎的付款*範圍內的以股份為基礎的付款交易、屬於《財務報告準則》第17號*租賃*範圍內的租賃交易,以及與公允價值存在一些相似之處但並非公允價值的計量(例如《財務報告準則》第2號*存貨*的可變現淨值或《財務報告準則》第36號*資產減值*的使用價值)除外。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.1 Basis of accounting (continued)

In addition, for financial reporting purposes, 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.

2.2 Adoption of new and revised standards

On 1 January 2017, the Group and the Company adopted all the new and revised FRSs and Interpretations of FRS ("INT FRS") that are effective from that date and are relevant to its operations. The adoption of these new/revised FRSs and INT FRSs does not result in changes to the Group's and the Company's accounting policies and has no material effect on the amounts reported for the current or prior years, except for certain presentation improvements arising from Amendments to FRS 7 *Statement of Cash Flows: Disclosure Initiative*.

2.3 Pronouncements issued but not effective

Adoption of a new financial reporting framework in 2018

In December 2017, the Accounting Standards Council (ASC) has issued a new financial reporting framework – Singapore Financial Reporting Standards (International) ("SFRS(I)"), which is to be adopted by Singapore-incorporated companies listed on the Singapore Exchange (SGX), for annual periods beginning on or after 1 January 2018. SFRS(I) is identical to the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The Group and the Company will be adopting the new framework for the first time for financial year ending 31 December 2018. With reference to SFRS(I) 1 *First-time Adoption of Singapore Financial Reporting Standards (International)*, the Group has assessed that it would be considered as a "transitioning entity" by virtue of the fact that it would be presenting its 2014-2016 annual financial statements in full compliance with International Financial Reporting Standards (IFRSs), for the purpose of lodging its prospectus with the Hong Kong Stock Exchange for its dual listing application. Those financial statements would contain an explicit and unreserved statement of compliance with IFRSs. As such, the Group would not apply SFRS(I) 1, but instead the transition provisions in other SFRS(I).

2. 主要會計政策概要(續)

2.1 會計處理基準(續)

此外,就財務呈報而言,公允價值計量根據公允價值計量的輸入數據可觀察程度及公允價值計量的輸入數據對其整體的重要性分類為第一、第二或第三級,詳情如下:

- 第一級輸入數據為實體於計量日可取得的完全相同的資產或負債於活躍市場的報價(未經調整);
- 第二級輸入數據為資產或負債的可直接或間接觀察的輸入數據(第一級包括的報價除外);及
- 第三級輸入數據為資產或負債的不可觀察輸入數據。

2.2 採納新訂及經修訂準則

於2017年1月1日,本集團及本公司採納所有於該日起生效及有關其營運的新訂及經修訂《財務報告準則》及《財務報告準則解釋》(「財務報告準則解釋」)。採納該等新訂/經修訂《財務報告準則》及財務報告準則解釋並不會導致本集團及本公司的會計政策產生變動,且對本年度或之前年度所申報的金額並無重大影響,惟因《財務報告準則》第7號(修訂本)*現金流量表:披露計劃*導致的若干呈列方面的改進則除外。

2.3 已發行但尚未生效的公佈

於2018年採納新的財務報告框架

於2017年12月,會計準則委員會(「會計準則委員會」)已頒佈一項新的財務報告框架-《新加坡國際財務報告準則》(「《新加坡國際財務報告準則》」),於新加坡註冊成立並於新加坡證券交易所(「新交所」)上市的公司將於2018年1月1日或之後開始的年度期間予以採納。《新加坡國際財務報告準則》與國際會計準則理事會(「國際會計準則理事會」)頒佈的《國際財務報告準則》(「《國際財務報告準則》」)相同。本集團及本公司將於截至2018年12月31日止財政年度首次採納新框架。經參考《新加坡國際財務報告準則》第1號*首次採納《新加坡國際財務報告準則》*,本集團估計,由於其將完全遵照《國際財務報告準則》呈列其2014年至2016年的年度財務報表,以就雙重上市申請向香港聯交所遞交章程,故其將被視為「過渡實體」。該等財務報表將包含有關遵守《國際財務報告準則》情況的明確及無保留聲明。因此,本集團將不會應用《新加坡國際財務報告準則》第1號,惟將應用其他《新加坡國際財務報告準則》內的過渡性條文。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 Pronouncements issued but not effective (continued)

Adoption of a new financial reporting framework in 2018 (continued)

New SFRS(I) that may have impact

The following SFRS(I) pronouncements are expected to have an impact to the group and the company in the periods of their initial application under the new SFRS(I) framework:

Effective for annual periods beginning on or after 1 January 2018

- SFRS(I) 9 *Financial Instruments*
- SFRS(I) 15 *Revenue from Contracts with Customers*

Effective for annual periods beginning on or after 1 January 2019

- SFRS(I) 16 *Leases*

Consequential amendments were also made to various standards as a result of these new/revised standards.

SFRS(I) 9 *Financial Instruments*

SFRS(I) 9 introduces new requirements for (i) the classification and measurement of financial assets and financial liabilities (ii) general hedge accounting and (iii) impairment requirements for financial assets.

Key requirements of SFRS(I) 9:

- All recognised financial assets that are within the scope of SFRS(I) 9 are now required to be subsequently measured at amortised cost or fair value through profit or loss (FVTPL). Specifically, debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent accounting periods. Debt instruments that are held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets, and that have contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are measured at fair value through other comprehensive income (FVTOCI). All other debt investments and equity investments are measured at FVTPL at the end of subsequent accounting periods. In addition, under SFRS(I) 9, entities may make an irrevocable election, at initial recognition, to measure an equity investment (that is not held for trading) at FVTOCI, with only dividend income generally recognised in profit or loss.

2. 主要會計政策概要(續)

2.3 已發行但尚未生效的公佈(續)

於2018年採納新的財務報告框架(續)

可能造成影響的新訂《新加坡國際財務報告準則》

以下《新加坡國際財務報告準則》公佈預期將於其於新的《新加坡國際財務報告準則》框架下首次應用期間對本集團及本公司造成影響：

於2018年1月1日或之後開始的年度期間生效

- 《新加坡國際財務報告準則》第9號*金融工具*
- 《新加坡國際財務報告準則》第15號*客戶合約收入*

於2019年1月1日或之後開始的年度期間生效

- 《新加坡國際財務報告準則》第16號*租賃*

由於該等新訂／經修訂準則，本集團對多項準則作出相應修訂。

《新加坡國際財務報告準則》第9號*金融工具*

《新加坡國際財務報告準則》第9號就(i)金融資產及金融負債的分類及計量；(ii)一般對沖會計；及(iii)金融資產的減值規定引入新規定。

《新加坡國際財務報告準則》第9號的主要規定：

- 於《新加坡國際財務報告準則》第9號範圍內的所有已確認金融資產現須其後按攤銷成本或按公允價值計入損益的方式計量，特別是，目標為收取合約現金流的業務模式中所持有及合約現金流均為本金及尚未償還本金的利息付款的債務投資，一般按後續會計期末的攤銷成本計量。於目標為同時收回合約現金流及出售金融資產的業務模式中持有，以及合約條款令於特定日期產生的現金流純粹為支付本金及未償還本金的利息的債務工具，以按公允價值計入其他全面收入列賬的方式計量。所有其他債務投資及股本投資均於續後會計期間末期按公允價值計入損益的方式計量。此外，根據《新加坡國際財務報告準則》第9號，實體可作出不可撤回的選擇，於初步確認時按公允價值計入損益的方式計量股本投資(並非持作買賣)，惟只有股息收入通常於損益中確認。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 Pronouncements issued but not effective (continued)

Adoption of a new financial reporting framework in 2018 (continued)

SFRS(I) 9 *Financial Instruments* (continued)

- With some exceptions, financial liabilities are generally subsequently measured at amortised cost. With regard to the measurement of financial liabilities designated as at FVTPL, SFRS(I) 9 requires that the amount of change in fair value of such financial liability that is attributable to changes in the credit risk be presented in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch to profit or loss. Changes in fair value attributable to the financial liability's credit risk are not subsequently reclassified to profit or loss.

- In relation to the impairment of financial assets, SFRS(I) 9 requires an expected credit loss model to be applied. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised.

- The new general hedge accounting requirements retain the three types of hedge accounting mechanisms currently available in SFRS(I) 9, greater flexibility has been introduced to the types of transactions eligible for hedge accounting, specifically broadening the types of instruments that qualify for hedging instruments and the types of risk components of non-financial items that are eligible for hedge accounting. In addition, the effectiveness test has been overhauled and replaced with the principle of an 'economic relationship'. Retrospective assessment of hedge effectiveness is also no longer required. Enhanced disclosure requirements about an entity's risk management activities have also been introduced.

SFRS(I) 15 *Revenue from Contracts with Customers*

SFRS(I) 15 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers.

The core principle of SFRS(I) 15 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contracts with a customer.
- Step 2: Identify the performance obligations in the contract.
- Step 3: Determine the transaction price.

2. 主要會計政策概要(續)

2.3 已發行但尚未生效的公佈(續)

於2018年採納新的財務報告框架(續)

《新加坡國際財務報告準則》第9號*金融工具*(續)

- 在若干例外情況下,金融負債其後一般按攤銷成本計量。就指定為按公允價值計入損益的金融負債計量而言,《新加坡國際財務報告準則》第9號規定除非於其他全面收入確認該項負債信貸風險變動的影響會導致或擴大損益的會計錯配,否則該項負債的信貸風險變動引致的金融負債公允價值變動金額須於其他全面收入呈列。因金融負債的信貸風險而導致其公允價值變動其後不會重新分類至損益。

- 就金融資產的減值而言,《新加坡國際財務報告準則》第9號規定按預期信貸虧損模式計算。預期信貸虧損模式規定實體於各報告日期將預期信貸虧損及該等預期信貸虧損的變動入賬,以反映信貸風險自初步確認以來的變動。換言之,毋須再待發生信貸事件即可確認信貸虧損。

- 全新的一般對沖會計法規定保留三類《新加坡國際財務報告準則》第9號現時具備的對沖會計法機制,對於合資格使用對沖會計法的交易類別而言,該會計法引入了更大靈活度,尤其是擴闊合資格作為對沖工具的工具類別及合資格採用對沖會計法的非金融項目之風險部分的類別。此外,效用測試已完全改變,並以「經濟關係」原則取而代之。亦不再須要進行對沖成效的追溯評估。另已引入有關實體風險管理活動的披露規定。

《新加坡國際財務報告準則》第15號*客戶合約收入*

《新加坡國際財務報告準則》第15號確立一項單一全面的模式,以供實體對來自客戶合約的收入入賬時使用。

《新加坡國際財務報告準則》第15號的核心原則為實體所確認的收入應指明為向客戶轉移經承諾的商品或服務,而金額為反映實體預期就交換該等商品或服務而有權獲得的代價。具體而言,該項準則引入有關收入確認的5步模式:

- 第1步:識別與客戶訂立的合約。
- 第2步:識別合約內的履約責任。
- 第3步:釐定交易價格。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 Pronouncements issued but not effective (continued)

Adoption of a new financial reporting framework in 2018 (continued)

SFRS(I) 15 *Revenue from Contracts with Customers* (continued)

- Step 4: Allocate the transaction price to the performance obligations in the contract.

- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation.

Under SFRS(I) 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to the customer. Far more prescriptive guidance has been added in SFRS(I) 15 to deal with specific scenarios. Furthermore, extensive disclosures are required by SFRS(I) 15.

SFRS(I) 16 *Leases*

The standard provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessees and lessors. The identification of leases, distinguishing between leases and service contracts, are determined on the basis of whether there is an identified asset controlled by the customer.

Significant changes to lessee accounting are introduced, with the distinction between operating and finance leases removed and assets and liabilities recognised in respect of all leases (subject to limited exemptions for short-term leases and leases of low value assets). The standard maintains substantially the lessor accounting approach under the existing framework.

Management does not plan to early adopt SFRS(I) 16 for the financial year ending 31 December 2018.

Impact assessment

(a) Management has performed a detailed analysis of those new pronouncements relevant to the Group and the Company, which are effective from financial year ending 31 December 2018, and determined that there will be no material adjustments expected from the initial application, other than additional enhanced disclosures, and the following changes to recognition and measurement policies:

- Change in basis of recognising impairment loss under SFRS(I) 9

2. 主要會計政策概要(續)

2.3 已發行但尚未生效的公佈(續)

於2018年採納新的財務報告框架(續)

《新加坡國際財務報告準則》第15號*客戶合約收入*(續)

- 第4步:將交易價格分配至合約內的履約責任。

- 第5步:於實體達成履約責任時(或就此)確認收入。

根據《新加坡國際財務報告準則》第15號,當實體於達成履約責任時(或就此)確認收入,即當與特定履約責任相關的商品或服務的「控制權」轉移予客戶時。《新加坡國際財務報告準則》第15號已加入更為明確的指引以處理特定情況。此外,《新加坡國際財務報告準則》第15號要求更為廣泛的披露。

《新加坡國際財務報告準則》第16號*租賃*

此準則為租賃安排之識別及其承租人及出租人於財務報表內的處理提供全面的模式。租約的識別(租約與服務合約的區分)乃根據客戶是否控制一項可識別資產而決定。

此準則對承租人的會計處理引進重大變更,據此經營租賃與融資租賃之間的劃分已移除,並就一切租約確認資產及負債(只有涉及短期租賃及低價值資產租賃的有限度例外情況)。此準則大致上保留現行框架下的出租人會計法則。

管理層並不計劃於截至2018年12月31日止財政年度提早採納《新加坡國際財務報告準則》第16號。

減值評估

(a) 管理層已對有關本集團及本公司的該等新公佈(自截至2018年12月31日止財政年度起生效)進行詳盡的分析,並確定除因首次應用導致外將不會有重大調整,不包括額外更完善的披露資料以及確認及計量政策的下列變動:

- 根據《新加坡國際財務報告準則》第9號確認減值虧損基準的變動

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 Pronouncements issued but not effective (continued)

Adoption of a new financial reporting framework in 2018 (continued)

Impact assessment (continued)

(b) Management has performed a preliminary analysis of those relevant pronouncements which are effective from annual periods beginning on or after 1 January 2019, and does not expect material adjustments to arise other than:

- Change in the accounting for leases as a lessee under SFRS(I) 16

2.4 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Group:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power over the investee to affect the amount of the returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

2. 主要會計政策概要(續)

2.3 已發行但尚未生效的公佈(續)

於2018年採納新的財務報告框架(續)

減值評估(續)

(b) 管理層已對該等自2019年1月1日或之後開始的年度期間生效的相關公佈進行初步分析，並預期不會產生重大調整，下文一項除外：

- 《新加坡國際財務報告準則》第16號項下租賃(作為承租人)的入賬方式的變動

2.4 合併基準

綜合財務報表包括本公司以及本公司及其附屬公司所控制的實體的財務報表。控制權將獲實現，倘本集團：

- 擁有對投資對象的權力；
- 享有或有權享有因參與投資對象業務而產生的可變收益；及
- 有能力藉行使其對投資對象的權力而影響回報金額。

倘事實及情況表明上述三項控制權因素其中一項或多項有變，則本集團會重估是否仍然控制投資對象。

倘本集團於投資對象的投票權未能佔大多數，但只要投票權足以賦予本集團實際能力可單方面掌控投資對象的相關業務時，本集團即對投資對象擁有權力。在評估本集團於投資對象的投票權是否足以賦予其權力時，本集團考慮所有相關事實及情況，包括：

- 本集團持有投票權的規模相對於其他選票持有人持有投票權的規模及分散性；
- 本集團、其他選票持有人或其他方持有的潛在投票權；
- 其他合約安排產生的權利；及
- 於需要作出決定(包括先前股東大會上的投票模式)時表明本集團當前擁有或並無擁有掌控相關業務的能力的任何額外事實及情況。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 Basis of consolidation (continued)

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interests in subsidiaries are identified separately from the Group's equity therein.

2.4.1 Changes in the Group's ownership interest in existing subsidiaries

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for (i.e. reclassified to profit or loss or transferred directly to retained earnings as specified/permitted by applicable FRSs) in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under FRS 39 *Financial Instruments: Recognition and Measurement* or, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

2. 主要會計政策概要(續)

2.4 合併基準(續)

本集團於獲得附屬公司控制權時將附屬公司進行合併，並於失去附屬公司控制權時終止合併。具體而言，於本年購入或出售的附屬公司的收入及支出，按自本集團獲得控制權當日起至本集團失去附屬公司控制權當日止，計入綜合損益及其他全面收入表內。

損益及其他全面收入的各部分乃歸屬於本公司擁有人及非控股權益。附屬公司的全面收入總額乃歸屬於本公司擁有人及非控股權益，即使此舉引致非控股權益餘額為負數。

附屬公司的財務報表於有需要情況下作出調整，以使其會計政策與本集團會計政策一致。

凡與本集團各成員公司間的交易有關的集團內公司間的資產及負債、權益、收入、支出及現金流均已於合併時悉數抵銷。

於附屬公司的非控股權益乃與本集團所持該附屬公司的權益分開確認。

2.4.1 本集團於現有附屬公司的所有權權益變動

倘本集團於附屬公司的權益變動不會導致失去控制權，則作為權益交易入賬。對本集團權益及非控股權益的賬面價值作出調整，以反映其於附屬公司相關權益的變動。就非控股性權益作出調整的金額與已付或已收對價公允價值間的差額直接於權益確認，且歸屬於本公司擁有人。

當本集團失去對附屬公司的控制權，則出售收益或虧損按以下兩者的差額計算：(i)已收對價的公允價值與任何保留權益的公允價值的總額；及(ii)該附屬公司的資產(包括商譽)及負債以及任何非控股權益先前的賬面價值。所有先前於其他全面收入確認的有關該附屬公司的金額，將按猶如相關資產或負債已售出而要求的相同方式入賬(即按適用《財務報告準則》所規定／許可者重新分類至損益或直接轉撥至保留盈利)。於失去控制權當日於前附屬公司保留的任何投資的公允價值將根據《財務報告準則》第39號*金融工具：確認及計量*，於其後入賬時被列作初步確認的公允價值，或(如適用)於初步確認時於聯營公司或合資企業的投資成本。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 Basis of consolidation (continued)

2.4.1 Changes in the Group's ownership interest in existing subsidiaries (continued)

In the Company's financial statements, investments in subsidiaries, interest in associates and interest in joint ventures are carried at cost less any impairment in net recoverable value that has been recognised in profit or loss.

2.5 Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition date fair values of assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree, and equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with FRS 12 *Income Taxes* and FRS 19 *Employee Benefits* respectively;
- liabilities or equity instruments related to share-based payment transactions of the acquiree or the replacement of an acquiree's share-based payment awards transactions with share-based payment awards transactions of the acquirer in accordance with the method in FRS 102 *Share-based Payment* (see the accounting policy in respect of "Employee benefits" below) at the acquisition date; and
- assets (or disposal groups) that are classified as held for sale in accordance with FRS 105 *Non-current Assets Held for Sale and Discontinued Operations* are measured in accordance with that standard.

Goodwill is measured as the excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities. In instances where the latter amount exceeds the former, the excess is recognised as "Gain from bargain purchase" in profit or loss on the acquisition date.

2. 主要會計政策概要(續)

2.4 合併基準(續)

2.4.1 本集團於現有附屬公司的所有權權益變動(續)

於本公司的財務報表內,於附屬公司的投資、於聯營公司的權益及於合資企業的權益乃按成本減已於損益確認的任何可收回淨值的減值列賬。

2.5 業務合併

業務收購採用收購法入賬。業務合併中所轉讓的對價按公允價值計量,而該公允價值為本集團獲轉讓資產於收購日期的公允價值、本集團向被收購方前擁有人承擔的負債及本集團為交換被收購方的控制權而發行的股本權益的總和。收購相關成本於產生時在損益確認。

於收購日期,所收購可辨別資產及所承擔負債按其公允價值確認,惟:

- 遞延稅項資產或負債以及與僱員福利安排有關的資產或負債分別按《財務報告準則》第12號*所得稅*及《財務報告準則》第19號*僱員福利*予以確認及計量;
- 與被收購方以股份為基礎的付款交易或於收購日期按《財務報告準則》第102號*以股份為基礎的付款*(請參閱下文有關「僱員福利」的會計政策)將被收購方以股份為基礎的付款獎勵交易替換為收購方以股份為基礎的付款獎勵交易有關的負債或股本工具;及
- 已按《財務報告準則》第105號*持作出售的非流動資產及已終止經營業務*分類為持作出售的資產(或出售組別)乃按該準則予以計量。

商譽乃按業務合併中所轉讓對價的公允價值、於被收購方的非控股權益(如有)金額及本集團先前於被收購方所持股本權益(如有)的公允價值的總額超出被收購方可識別資產及負債的公允價值淨值的差額計量。在後者金額超出前者的情況下,超出金額乃於收購日期於損益內確認為「議價購買收益」。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 Business combinations (continued)

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another FRS.

Where the consideration transferred by the Group in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and considered as part of the consideration transferred in business combination. Subsequent changes in such fair values are adjusted retrospectively against the cost of acquisition where they qualify as measurement period adjustments. Measurement period adjustments are adjustments that arise from additional information obtained during the "measurement period" (which cannot exceed one year from the acquisition date) about the facts and circumstances that existed as of the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at subsequent reporting dates in accordance with FRS 39 *Financial Instruments: Recognition and Measurement*, or FRS 37 *Provisions, Contingent Liabilities and Contingent Assets,* as appropriate, with the corresponding gain or loss being recognised in profit or loss.

Where a business combination is achieved in stages, the Group's previously held interests in the acquired entity are remeasured to fair value at the acquisition date (i.e. the date the Group attains control) and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquired entity prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest were disposed of.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

2. 主要會計政策概要(續)

2.5 業務合併(續)

屬現時所有權權益且於清盤時賦予其持有人按比例應佔相關實體資產淨額的非控股權益可初步按公允價值或非控股權益按比例應佔被收購方可識別資產淨額的公允價值計量。計量基準視乎個別交易作出選擇。其他類別的非控股權益按公允價值或(如適用)按其他《財務報告準則》訂明的基準計量。

倘本集團於業務合併中轉讓的對價包括或有對價安排產生的資產或負債,則或有對價按其於收購日期的公允價值計量,並視為於業務合併所轉讓的對價的一部分。倘符合資格為計量期間調整,則有關公允價值的其後變動將就收購成本予以追溯調整。計量期間調整為於「計量期間」(不可超過自收購日期起計一年)取得有關於截至收購日期已存在的事實及情況的額外資料產生的調整。

不合資格為計量期間調整的或有對價公允價值變動之後續會計處理取決於如何將或有對價分類。分類為權益的或有對價不會於後續報告日期重新計量,其後續結算亦於權益內入賬。分類為資產或負債的或有對價將於後續報告日期根據《財務報告準則》第39號*金融工具:確認及計量*或《財務報告準則》第37號*撥備、或有負債及或有資產*(如適用)重新計量,相應的收益或虧損於損益內確認。

倘業務合併乃分階段進行,則本集團先前持有的被收購實體的權益乃按收購日期(即本集團獲得控制權當日)的公允價值重新計量,而由此產生的任何收益或虧損(如有)則會於損益確認。倘出售於被收購實體的權益,則此前在其他全面收入中確認的於收購日期前從該等權益產生的金額將重新分類至損益(倘此處理方法屬合適)。

倘業務合併的初步會計處理於合併產生的報告期末仍未完成,則本集團會就仍未完成會計處理的項目呈報暫定金額。該等暫定金額於計量期間內作出調整(請參閱上文),或確認額外資產或負債,以反映獲得有關截至收購日期已存在事實及情況的新資料,而倘知悉該等資料,將會影響截至當日確認的金額。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.6 Merger accounting for business combination involving entities under common control

Business combinations involving entities or businesses under common control are excluded from FRS 103 *Business Combinations*, and are accounted for in the following manner:

- recording of assets and liabilities at previous carrying values; and
- recognition of the difference between purchase consideration and net assets transferred as an adjustment to equity via merger reserve.

The consolidated financial statements incorporate the financial statements items of the combining entities or business in which the common control combination occurs as if they had been combined from the date when the combining entities or businesses first came under the control of the controlling party.

The consolidated statement of profit or loss includes the results of each of the combining entities or business from the earliest date presented or since the date when the combining entities or businesses first came under the common control, where this is a shorter period.

The comparative amounts in the consolidated financial statements are presented as if the entities or business had been combined at the beginning of previous reporting period or when they first came under common control, whichever is shorter.

2.7 Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business (see the accounting policy above) less accumulated impairment losses, if any.

For the purpose of impairment testing, goodwill is allocated to each of the cash-generating unit ("CGU"), or groups of CGUs, that are expected to benefit from the synergies of the combination.

A CGU to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the CGU may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. If the recoverable amount of the CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the CGU and then to the other assets of the CGU pro-rata on the basis of the carrying amount of each asset in the CGU. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant CGU, the attributed amount of goodwill is included in the determination of the amount of profit or loss on disposal.

2. 主要會計政策概要(續)

2.6 涉及共同控制下實體的業務合併的合併會計法

涉及共同控制下實體或業務的業務合併不計入《財務報告準則》第103號*業務合併*內，並按以下方式列賬：

- 按原有賬面值將資產及負債入賬；及
- 將收購對價與所轉讓資產淨額的差額經由合併儲備確認為權益調整。

綜合財務報表納入發生共同控制合併的合併實體或業務的財務報表項目，猶如合併實體或業務從首次受控制方控制當日已被合併。

綜合損益表包括各合併實體或業務由所呈列最早日期或該等合併實體或業務首次受共同控制起(以較短者為準)的業績。

綜合財務報表的比較金額乃按猶如該等實體或業務於先前報告期初或於首次受共同控制時(以較短者為準)已合併的方式呈列。

2.7 商譽

因業務收購產生的商譽乃按於業務收購日期確定的成本(請參閱上述會計政策)減累計減值虧損(如有)列賬。

為進行減值測試，商譽會被分配至預期因合併的協同效應而得益的各個現金產生單位(「現金產生單位」)或現金產生單位組別。

獲分配商譽的現金產生單位會每年進行減值測試，或於現金產生單位出現可能減值的跡象時更頻密地進行測試。商譽減值乃透過評估商譽涉及的各現金產生單位(或現金產生單位組別)的可收回金額進行釐定。倘現金產生單位的可收回金額少於其賬面值，則減值虧損會先分配以扣減被分配至現金產生單位的任何商譽的賬面值，其後按現金產生單位內各資產的賬面值的比例分配至現金產生單位的其他資產。商譽的任何減值虧損直接於損益內確認。就商譽確認的減值虧損不可於其後期間撥回。

出售有關現金產生單位後，商譽的應佔金額乃計入釐定出售損益金額內。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.7 Goodwill (continued)

The Group's policy for goodwill arising on the acquisition of an associate or a joint venture is described below.

2.8 Interest in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control have rights to the net assets, relating to the arrangement. Joint control is a contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of associates or joint ventures are incorporated in the consolidated financial statements using the equity method of accounting, except when the investment is classified as held for sale, in which case it is accounted for under FRS 105 *Non-current Assets Held for Sale and Discontinued Operations*. The financial statements of associates and joint ventures used for equity accounting purposes are prepared using uniform accounting policies as those of the Group for like transactions and events in similar circumstances. Under the equity method, investment in an associate or a joint venture is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. When the Group's share of losses of an associate or a joint venture equals or exceeds its interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses.

Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

2. 主要會計政策概要(續)

2.7 商譽(續)

本集團因收購聯營公司或合資企業而產生的商譽的政策概述如下。

2.8 於聯營公司及合資企業的權益

聯營公司為本集團對其有重大影響力的實體。重大影響力指參與投資對象財務及經營政策決定的權力,但對該等政策並無控制或共同控制權。

合資企業為合營安排,擁有共同控制權的各方擁有安排涉及的淨資產的權利。共同控制乃以合約協議攤分對安排的控制權,僅於相關業務決策須攤分控制權各方一致同意時存在。

聯營公司或合資企業的業績及資產與負債以權益會計法計入綜合財務報表內,惟倘投資分類為持有作銷售則除外,在此情況下,投資乃根據《財務報告準則》第105號*持作出售的非流動資產及已終止經營業務*入賬。用於權益會計法的聯營公司及合資企業財務報表,乃使用與本集團就類似交易及類似情況下的事件的財務報表的相同會計政策編製。根據權益法,於聯營公司或合資企業的投資於初始時乃按成本於綜合財務狀況表確認,並於其後調整,以確認本集團應佔該聯營公司或合資企業的損益及其他全面收入。當本集團應佔聯營公司或合資企業的虧損等於或超出其於該聯營公司或合資企業的權益(其包括任何長期權益,而該長期權益實質上構成本集團於該聯營公司或合資企業的投資淨額一部分),則本集團不再確認應佔的進一步虧損。

額外虧損確認僅以本集團已產生法律或推定責任或代表該聯營公司或合資企業付款的金額為限。

於聯營公司或合資企業的投資,自投資對象成為聯營公司或合資企業之日起,按權益法入賬。收購聯營公司或合資企業投資時,投資成本超出本集團應佔投資對象可識別資產及負債的公平淨值的任何差額確認為商譽,並計入該投資的賬面值。本集團應佔可識別資產及負債的公平淨值超出投資成本的差額(重估後),即時於收購投資期間的損益確認。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Interest in associates and joint ventures (continued)

The requirements of FRS 39 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment in an associate or a joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with FRS 36 *Impairment of Assets* as a single asset by comparing its recoverable amount (higher of value in use and fair value less cost to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with FRS 36 to the extent that the recoverable amount of the investment subsequently increases.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture, or when the investment is classified as held for sale. When the Group retains an interest in the former associate or joint venture and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with FRS 39. The difference between the carrying amount of the associate or joint venture at the date the equity method was discontinued and the fair value of any retained interest and any proceeds from the disposal of a part interest in the associate or joint venture is included in the determination of the gain and loss on disposal of the associate or joint venture. In addition, the Group accounts of all amounts previously recognised in other comprehensive income in relation to that associate or joint venture on the same basis as would be required if that associate or joint venture had directly disposed of the related assets and liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate or joint venture would be reclassified to profit or loss on the disposal of the related assets and liabilities, the Group reclassifies the gain or loss from the equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

The Group continues to use equity method when an investment in an associate becomes an investment in joint venture or an investment in a joint venture becomes an investment in an associate. There is no remeasurement to fair value upon such changes in ownership interests.

When the Group reduces its ownership interest in an associate or a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

When a Group entity transacts with its associate or joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Group's consolidated financial statements only to the extent of interests in the associate or joint venture that are not related to the Group.

2. 主要會計政策概要(續)

2.8 於聯營公司及合資企業的權益(續)

採納《財務報告準則》第39號以釐定是否需要確認有關本集團投資於聯營公司或合資企業的任何減值虧損。倘為需要，投資的全部賬面值(包括商譽)通過比較其可收回金額(使用價值及公允價值減出售成本的較高者)與其賬面值，根據《財務報告準則》第36號*資產減值*，作為單一資產進行減值測試。被確認的任何減值虧損均形成投資賬面值的一部分。該減值虧損的任何回撥根據《財務報告準則》第36號獲得確認，惟受隨後增加的可收回投資金額所規限。

本集團自投資不再屬聯營公司或合資企業或投資分類為持作出售當日起停用權益法。倘保留前聯營公司或合資企業權益，而所保留權益為金融資產，則根據《財務報告準則》第39號，本集團將所保留權益會按當日的公允價值計量，並以此為初步確認的公允價值。聯營公司或合資企業於終止採用權益法當日的賬面值，與出售於聯營公司或合資企業部分權益的任何所得款項的公允價值的差額，乃於釐定出售該聯營公司或合資企業的收益及虧損時計入。此外，本集團將先前於其他全面收入就該聯營公司或合資企業確認的所有金額入賬，基準與倘該聯營公司或合資企業直接出售相關資產及負債時所規定的基準相同。因此，倘該聯營公司或合資企業先前於其他全面收入確認的收益或虧損將於出售相關資產及負債時重新分類至損益，則當停用權益法時，本集團將收益或虧損由權益重新分類至損益(作為重新分類調整)。

倘於聯營公司的投資變為於合資企業的投資，或於合資企業的投資變為於聯營公司的投資，本集團續用權益法。擁有權權益如此變更時，無須重計公允價值。

當本集團減低於聯營公司或合資企業的擁有權權益但續用權益法時，而關於減低擁有權權益的收益或虧損先前於其他全面收入中確認的部分，於出售相關資產或負債時轉為分類至損益，則將相關部分重新分類至損益。

倘本集團實體與本集團聯營公司或合資企業交易，與該聯營公司或合資企業交易所產生的損益只會在於聯營公司或合資企業的權益與本集團無關的情況下，才會在本集團的綜合財務報表內確認。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.9 Service concession arrangements

Consideration given by the grantor

A financial asset (receivable under service concession arrangement) is recognised to the extent that the Group has an unconditional right to receive cash or another financial asset from or at the direction of the grantor for the construction services rendered and/or the consideration paid and payable by the Group for the right to manage and operate the infrastructure for public service. The Group has an unconditional right to receive cash if the grantor contractually guarantees to pay the Group (a) specified or determinable amounts or (b) the shortfall, if any, between amounts received from users of the public service and specified or determinable amounts, even if the payment is contingent on the Group ensuring that the infrastructure meets specified quality of efficiency requirements. The financial asset (receivable under service concession arrangement) is accounted for in accordance with the policy set out for "Financial instruments" below.

An intangible asset (operating concession) is recognised to the extent that the Group receives a right to charge users of the public service. The intangible assets (operating concession) are stated at cost less accumulated amortisation and any accumulated impairment loss and are amortised on a straight-line basis over the operation phase of the concession periods.

If the Group is paid for the construction services partly by a financial asset and partly by an intangible asset, then each component of the consideration is accounted for separately and is recognised initially at the fair value of the consideration.

Construction of service concession related infrastructure

Revenue and costs relating to construction phase of a concession arrangement is accounted for in accordance to FRS 11 *Construction Contracts*. The Group recognised the construction revenue with reference to the fair value of the construction service delivered in the construction phase. The fair value of such service is estimated on a cost-plus basis with reference to the prevailing market rate of gross margin and borrowing rates. Consequently, the Group recognised a profit margin on the construction work by reference to the stage of completion and in accordance with the policy for "Construction contracts" below.

Operating services

Revenue relating to operating services is accounted for in accordance with the policy for "Revenue recognition (operating and maintenance income)" below.

Contractual obligations to restore the infrastructure to a specified level of serviceability

When the Group has contractual obligations that it must fulfil as a condition of its licence for operating concessions, that is (a) to maintain the infrastructure to a specified level of serviceability and/or (b) to restore the infrastructure to a specified condition before they are handed over to the grantor at the end of the service concession arrangement, these contractual obligations to maintain or restore the infrastructure are recognised and measured in accordance with the policy set out for "Provisions" below.

2. 主要會計政策概要(續)

2.9 服務特許經營安排

授予人給予的對價

所確認金融資產(服務特許經營安排項下應收款項)限於本集團有無條件權利就提供建築服務向授予人或按其指示收取現金或其他金融資產及／或本集團就管理及經營公共服務的基礎設施的權利而支付及應付的對價。倘授予人以合約方式擔保向本集團支付(a)指定或待定金額或(b)已收公共服務用戶的款項與指定或待定金額兩者間的差額(如有),而儘管付款須以本集團確保基礎設施符合規定效率要求為條件,本集團仍擁有無條件權利收取現金。金融資產(服務特許經營安排項下應收款項)根據下文「金融工具」所載的政策列賬。

無形資產(特許經營權)於本集團獲得向公共服務用戶收費的權利時確認。無形資產(特許經營權)按成本減累計攤銷及任何累計減值虧損列賬,並以直線法於特許經營期間的經營階段攤銷。

倘本集團獲分別以金融資產及無形資產支付施工服務費用,各對價部分會分開列賬,並按對價的公允價值初步確認。

興建與服務特許經營相關的基礎設施

與特許經營安排的建設階段有關的收益及成本乃根據《財務報告準則》第11號*建造合約*入賬。本集團參考於建設階段交付的施工服務的公允價值確認建設收入。有關服務的公允價值乃按成本加成基準並參考毛利率及借款利率的現行市場利率估計。因此,本集團參考完工階段及根據下文「建造合約」所載政策確認建造工程的利潤率。

經營服務

與經營服務有關的收入及成本按下文「收入確認(經營及保養收入)」所載的政策列賬。

修復基礎設施至可提供一定服務水平的合約責任

於本集團須承擔合約責任,作為獲取特許經營執照所須符合的條件,即(a)維護基礎設施至可提供一定服務水平;及／或(b)於服務特許經營安排結束時,在移交基礎設施予授予人之前,將所經營的基礎設施修復至指定狀況。維護或修復基礎設施的合約責任按下文「撥備」所載的政策予以確認及計量。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.9 Service concession arrangements (continued)

Contractual obligations to restore the infrastructure to a specified level of serviceability (continued)

Repair and maintenance and other expenses that are routine in nature are expensed and recognised in profit or loss as incurred.

2.10 Construction contracts

Where the outcome of a construction contract including construction or upgrade services of the infrastructure under a service concession arrangement, can be estimated reliably, revenue and costs are recognised by reference to the stage of completion of the contract activity at the end of the reporting period, as measured by the proportion that contract costs incurred for work performed to date relative to the estimated total contract costs, except where this would not be representative of the stage of completion. Variations in contract work, claims and incentive payments are included to the extent that the amount can be measured reliably and its receipt is considered probable.

Where the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred that it is probable will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

2.11 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods sold and services provided in the normal course of business, net of discounts and sales related taxes.

Sale of goods

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- the Group has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Group; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

2. 主要會計政策概要(續)

2.9 服務特許經營安排(續)

修復基礎設施至可提供一定服務水平的合約責任(續)

性質上屬常規項目的維修及保養以及其他開支乃於產生時支銷並於損益中確認。

2.10 建造合約

倘能夠可靠估計建造合約(包括根據服務特許經營安排進行基礎設施的建造或升級服務)的結果,建造合約的收益及成本參考於報告期末的合約活動完工階段確認(依照直至當日已實施工程產生的合約成本佔估計合約成本總額的比例計算),惟該比例不代表完工階段。合約工程、索償及獎金的變更乃僅當相關金額能夠可靠地計量並認為有可能收回時予以列賬。

倘未能可靠估計建造合約的結果,合約收益僅按可能收回的已產生合約成本確認。合約成本於發生期間確認為開支。

於總合約成本有可能超逾總合約收益時,預期虧損乃即時確認為開支。

2.11 收入確認

收入按已收或應收對價的公允價值計量,指於正常業務過程中就已出售貨品及所提供服務應收的金額(扣除折讓及銷售相關稅項)。

貨品銷售

貨品銷售的收入於付運貨品及轉讓所有權,並符合下列所有條件時確認:

- 本集團已將貨品所有權的重大風險及回報轉讓予買方;
- 本集團既不保留與所有權一般相關程度之持續管理,亦不保留對貨品銷售的實際控制權;
- 收入金額能可靠地計量;
- 與交易相關之經濟利益可能流入本集團;及
- 有關交易所產生或將產生之成本能可靠地計量。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.11 Revenue recognition (continued)

Construction revenue

Income from construction contracts is recognised as set out in the accounting policy for "Construction contracts" and "Service concession arrangements" above.

Operating and maintenance income/Service income

Operating and maintenance income relates to the income derived from managing and operating of infrastructure under service concession arrangements. All other income derived from the managing and operating of infrastructure under non-service concession arrangements is classified as service income.

Both operating and maintenance income and service income are recognised when services are rendered.

Other revenue

Other revenue is accounted for on a straight-line basis over the service period as services are rendered.

Revenue from the installation of water meters is recognised to the extent of the expenses recognised that are recoverable or when the service is completed.

Financial income

Financial income from service concession arrangement is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Financial income is accrued on a time basis, by reference to the principal outstanding and at the applicable effective interest rate, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.12 Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Subsequent to recognition, property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment loss. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group recognises such parts as individual assets with specific useful lives and depreciation respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

2. 主要會計政策概要(續)

2.11 收入確認(續)

建造收入

來自建造合約的收入按上文有關「建造合約」及「服務特許經營安排」中的會計政策所載者確認。

經營及保養收入／服務收入

經營及保養收入涉及來自管理及經營服務特許經營安排下基礎設施的收入。來自管理及經營非服務特許經營安排下基礎設施的所有其他收入被分類為服務收入。

經營及保養收入及服務收入乃於提供服務時確認。

其他收入

其他收入乃就提供服務的服務期間採用直線法列賬。

來自安裝水錶的收入乃按可收回或於完成服務時的已確認費用確認。

金融收入

來自服務特許經營安排的金融收入於經濟利益可能將流入本集團且收入金額能可靠計量時確認。金融收入乃參照未償還本金額及實際適用利率按時間基準累計，實際利率為將於金融資產的預期可用年期內的估計未來所收現金準確折現至初步確認該資產時的賬面淨值的比率。

2.12 物業、廠房及設備

所有物業、廠房及設備項目初步按成本入賬。有關成本包括更替部分物業、廠房及設備的成本以及收購、建造或生產一項合資格物業、廠房及設備直接應佔的借款成本。當且僅當與一項物業、廠房及設備項目相關的未來經濟利益很可能流入本集團且該項目的成本能可靠計量時，該項目的成本乃確認為資產。

於確認後，物業、廠房及設備乃按成本減累計折舊及任何累計減值虧損計量。當物業、廠房及設備的重大部分須間隔一段時間予以重置，本集團將該等部分確認為分別具有特定使用年期及折舊的個別資產。同樣地，當進行重大檢查時，其成本會在達成確認標準時作為重置於物業、廠房及設備的賬面值中確認。所有其他維修及保養成本於產生時在損益內確認。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.12 Property, plant and equipment (continued)

Depreciation of an asset begins when it is available for use and is computed on a straight-line basis to write off the cost of property, plant and equipment less estimated residual value over their estimated useful lives. Assets under construction included in property, plant and equipment are not depreciated as these assets are not available for use.

The estimated useful lives of the assets are as follows:

Plants and machinery	–	5 to 25 years
Furniture, fittings and equipment	–	4 to 8 years
Motor vehicles	–	5 to 10 years
Leasehold buildings and improvement	–	5 to 35 years

Fully depreciated assets still in use are retained in the financial statements.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset is included in profit or loss in the year the asset is derecognised.

2.13 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Group as lessor

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense over the lease term on the same basis as the lease income.

2. 主要會計政策概要(續)

2.12 物業、廠房及設備(續)

資產的折舊於其可供使用時開始，並按直線法基準撇銷物業、廠房及設備的成本減於其估計可使用年期的估計剩餘價值計算。由於物業、廠房及設備所包含的建造中資產尚不可使用，故該等資產並無折舊。

資產的估計可使用年期如下：

廠房及機器	–	5至25年
傢俬、 裝置及設備	–	4至8年
汽車	–	5至10年
租賃樓宇裝修	–	5至35年

悉數折舊的尚在使用中資產乃於財務報表內保留。

估計可使用年期、剩餘價值及折舊方法乃於各報告期末覆核，並計算未來任何估計變動的影響。

倘有事件或情況變動顯示賬面值可能不可收回，則須檢討物業、廠房及設備賬面值的減值。

物業、廠房及設備項目於處置時或預期繼續使用該資產不能產生未來經濟利益的情況下終止確認。資產的解除確認所產生的任何收益或虧損在資產解除確認的年度於損益確認。

2.13 租賃

當租賃的條款將所有權相關的絕大部分風險及回報轉讓予承租方時，該等租賃應分類為融資租賃。所有其他租賃應分類為經營租賃。

本集團作為出租方

經營租賃的租金收入於相關租賃期內按直線法確認，除非另一系統基準更能顯示租約資產消除經濟利益的時間模式，則作別論。協商及安排經營租賃所產生的初始直接成本會添至該租賃資產的賬面價值，並於租期內按與租約收入相同基準確認為開支。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.13 Leases (continued)

The Group as lessee

Assets held under finance leases are recognised as assets of the Group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Group's general policy on borrowing costs (see below). Contingent rentals are recognised as expenses in the periods in which they are incurred.

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

2.14 Foreign currencies

The Group's consolidated financial statements are presented in RMB as the Group's operations are substantially based in the PRC. The functional currency of the Company is Singapore Dollars ("S$"). Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

Transactions and balances

In preparing the financial statements of each individual Group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recorded in the respective functional currency (i.e. the currency of the primary economic environment in which the entity operates) at the rates of exchange prevailing on the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency translated using the exchange rates as at the dates of the initial transactions.

2. 主要會計政策概要(續)

2.13 租賃(續)

本集團作為承租方

根據融資租賃持有的資產按租賃開始時的公允價值或(倘為較低者)按最低租賃付款的現值確認為本集團資產。出租人的相應負債於財務狀況表內列作財務費用。租賃付款按比例於財務費用及減少租賃承擔之間作出分配，從而使負債餘額的息率固定。財務費用直接計入損益，除非直接歸屬於合資格資產，在此情況下，財務費用依據本集團有關借款成本的一般政策(請參閱下文)撥充資本。或有租金於產生期間確認為開支。

經營租賃下的應付租金於相關租賃期內按直線法計入損益，惟另有系統性基準較時間模式更具代表性，租賃資產的經濟利益據此被消耗則除外。經營租賃下的或有租金在其產生期間確認為開支。

為鼓勵訂立經營租賃而收取的租賃獎勵應確認為負債。獎勵的利益總額按直線法確認為租金開支減少額，惟另有系統性基準較時間模式更具代表性，租賃資產的經濟利益據此被消耗則除外。

2.14 外幣

由於本集團的業務絕大部分位於中國，故本集團的綜合財務報表以人民幣呈列。本公司的功能貨幣為新加坡元(「新元」)。本集團各實體會自行決定其功能貨幣，且各實體財務報表內所包含項目乃使用該功能貨幣計量。

交易及結餘

在編製本集團各個別實體的財務報表時，以該實體的功能貨幣以外的貨幣(外幣)進行的交易會以各自的功能貨幣(即該實體經營業務所在經濟環境的貨幣)按交易日的現行匯率入賬。於報告期末，以外幣計值的貨幣項目應按當日的現行匯率換算。以公允價值列賬的以外幣計值的非貨幣項目應按公允價值確定日的現行匯率換算。歷史成本以外幣計量的非貨幣項目使用於初次換算日期的匯率進行換算。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.14 Foreign currencies (continued)

Transactions and balances (continued)

Exchange differences arising on the settlement of monetary items, or on the translation of monetary items, are recognised in profit or loss in the period in which they arise, except for exchange differences arising on a monetary item that forms part of the Group's net investment in a foreign operation, in which case, such exchange differences are recognised in other comprehensive income and accumulated under "translation reserve" in equity and will be reclassified from equity to profit or loss on disposal of the foreign operation.

Consolidated financial statements

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations (including comparatives) are translated into the presentation currency of the Group (i.e. RMB) using exchange rates prevailing at the end of the reporting period. Income and expense items (including comparatives) are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in a separate component of equity under the header of "translation reserve".

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, loss of joint control over a joint venture that includes a foreign operation, or loss of significant influence over an associate that includes a foreign operation), all of the accumulated exchange differences in respect of that operation attributable to the Group are reclassified to profit or loss. Any exchange differences that have previously been attributed to non-controlling interests are derecognised, but they are not reclassified to profit or loss.

In the case of a partial disposal (i.e. no loss of control) of a subsidiary that includes a foreign operation, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. partial disposals of associates or joint venture that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

On consolidation, exchange differences arising from the translation of the net investment in foreign entities (including monetary items that, in substance, form part of the net investment in foreign entities), and of borrowings and other currency instruments designated as hedges of such investments, are recognised in other comprehensive income and accumulated in a separate component of equity under the header of "translation reserve". Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

2. 主要會計政策概要(續)

2.14 外幣(續)

交易及結餘(續)

結算或換算貨幣項目時產生的匯兑差額於彼等產生期間內於損益中確認,惟構成本集團於海外業務投資淨額的一部分的貨幣項目所產生的匯兑差額除外。在此情況下,有關匯兑差額於其他全面收入中確認,及累計於權益的「換算儲備」下,並將於出售該項海外業務時從權益重新分類至損益。

綜合財務報表

為呈列綜合財務報表,本集團境外業務的資產及負債(包括可資比較者)採用於報告期末的現行匯率換算為本集團的列賬貨幣(即人民幣)。收入及支出項目(包括可資比較者)均按期內平均匯率換算,除非匯率於該期間內出現大幅波動則作別論,在此情況下,則採用於交易當日的匯率。所產生的匯兑差額(如有)均於其他綜合收益內確認,並累計計入「換算儲備」項下的權益的單獨部分。

處置海外業務時(即處置本集團在海外業務中的所有權益,或者處置涉及失去對包含海外業務的附屬公司的控制權、失去對包含海外業務的合資公司的共同控制權,或失去對包含海外業務的聯營公司的重大影響力),則與該業務相關的歸屬於本集團的所有累計匯兑差額重新分類至損益。非控股權益先前應佔的任何匯兑差額會終止確認,惟不會重新分類至損益。

對於包含海外業務的附屬公司的部分處置(即並無失去控制權),按比例應佔的累計匯兑差額應重新歸屬於非控股權益,且不於損益確認。對於所有其他部分處置(即未導致本集團失去重大影響力或共同控制權的對聯營公司或合資公司的部分處置),按比例應佔的累計匯兑差額應重新分類至損益。

於合併賬目時,換算海外實體投資淨額(包括實質上構成海外實體投資淨額的貨幣項目)及指定為對沖有關投資的借款及其他貨幣工具所產生的匯兑差額,乃於其他全面收入確認,並累計計入「換算儲備」項下的權益的單獨部分。於收購海外業務時產生的商譽及公允價值調整乃作為該海外業務的資產及負債處理,並按期末匯率換算。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.15 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.16 Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with.

Government grants are recognised in profit or loss on a systematic basis over the period in which the Group recognises as expenses the related costs for which the grants are intended to compensate.

Specially, government grants whose condition is that the Group should purchase, construct or otherwise acquire non-current assets are recognised as grants received in advance in the first instance. Subsequently, the government grant is recognised as a deduction from the carrying amount of the relevant asset in the consolidated statement of financial position when assets are available for use and transferred to profit or loss on a systematic and rational over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss as government subsidies in the period in which they become receivable.

2.17 Income tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are not taxable or tax deductible. The Group's liability for current tax is calculated using tax rates (and tax laws) that have been enacted or substantively enacted in countries where the Company and subsidiaries operate by the end of the reporting period.

2. 主要會計政策概要(續)

2.15 借款成本

直接歸屬於合資格資產(指需要經過相當長時間才能達到擬定用途或可銷售狀態的資產)的購買、建造或生產的借款成本,直至該等資產實質上已達到擬定用途或可銷售狀態前均計入該等資產的成本。特定借款於用於合資格資產的開支前用作暫時投資所賺得的投資收入,乃自合資格資本化的借款成本中扣除。

所有其他借款成本應於其產生期間於損益確認。

2.16 政府補貼

倘合理確定將收到政府補貼且將遵守所有隨附條件,則會按公允價值確認政府補貼。

政府補貼於本集團在將補貼擬補償的相關成本確認為支出期間按系統基準於損益表內確認。

尤其當政府補貼的條件為本集團應購買、建造或以其他方式收購非流動資產時,政府補貼首先確認為預收補貼。其後,當資產於相關資產的可使用年期內按系統及合理基準可供使用及轉換為損益時,政府補貼於綜合財務狀況表內確認為自相關資產賬面值扣減的款項。

作為對已產生的支出或損失的補償,或是為本集團提供即時財務支持,而未來不會產生任何相關成本的政府補貼應收款項在其確定可流入的期間於損益確認為政府補助。

2.17 所得稅

所得稅開支指應付當期稅項及遞延稅項的總和。

應付當期稅項乃按年內應課稅利潤計算。應課稅利潤與損益表所報的利潤不同,乃由於前者不包括其他年度的應課稅收入或可扣稅支出以及毋須課稅或不得扣稅的項目。本集團的當期稅項負債乃按於報告期末前本公司及附屬公司營運所在國家已一直採用或實際採用的稅率(及稅務法例)計算。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.17 Income tax (continued)

Deferred tax is recognised on the temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, interest in associates and interest in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities, when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items credited or debited outside profit or loss (either in other comprehensive income or directly in equity), in which case the tax is also recognised outside profit or loss (either in other comprehensive income or directly in equity, respectively), or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in calculating goodwill or determining the excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over cost.

2. 主要會計政策概要(續)

2.17 所得稅(續)

遞延稅項乃根據綜合財務報表內資產及負債賬面價值與計算應課稅利潤所採用相應稅基的暫時差額確認。遞延稅項負債一般就所有應課稅暫時性差額確認,而遞延稅項資產則於可扣減暫時性差額將有可能用以抵銷應課稅利潤時確認。如暫時性差額由商譽或初次確認不影響應課稅利潤或會計利潤的交易的其他資產及負債(業務合併除外)所產生,則不會確認有關資產及負債。

遞延稅項負債乃就於附屬公司的投資、於聯營公司的權益及於合資企業的權益有關的應課稅暫時性差額確認,惟本集團可控制暫時性差額的撥回及於可預見未來暫時性差額可能不會撥回者除外。與該等投資及權益相關的可扣除暫時差額所產生的遞延稅項資產僅於可能有足夠應課稅利潤以動用暫時差額的利益且預計於可預見未來可予撥回時確認。

遞延稅項資產的賬面價值乃於各報告期末進行覆核,並予以相應扣減,直至並無足夠應課稅利潤可供收回全部或部分資產為止。

遞延稅項乃根據報告期末前已一直採用或實際採用的稅率(及稅務法例),以預期於清償負債或資產變現當期所適用的稅率計算。

當有法定權利可將當期稅項資產與當期稅項負債抵銷,而彼等與同一稅務機關徵收的所得稅有關,且本集團擬按淨額基準結算當期稅項資產及負債,則可將遞延稅項資產與負債抵銷。

當期及遞延稅項於損益表內確認為開支或收入,惟當其與在損益外(在其他全面收入中或直接於權益中)列賬或扣除的項目相關(於該情況下,該稅項亦直接於損益外(分別在其他全面收入中或直接於權益中)確認)或倘若其產生自業務合併的最初會計處理時除外。於業務合併時,於計算收購方的商譽或釐定收購方於被收購公司的可識別資產、負債及或然負債的公允淨值所佔權益超出成本的部分時會考慮稅項影響。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.18 Intangible assets (except for Goodwill)

Intangible assets acquired separately excluding operating concessions

Intangible assets acquired separately and with finite useful lives are carried at costs less accumulated amortisation and any accumulated impairment loss. Amortisation for intangible assets with finite useful lives is provided on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each financial year end, with the effects of any changes in estimate being accounted for on a prospective basis (see the accounting policy in respect of "Impairment of non-financial assets" below).

The following useful lives are used in the calculation of amortisation:

Patent and licensing rights	–	10 years
Computer software	–	3 to 10 years

Intangible assets acquired in a business combination

Intangible assets acquired in a business combination are recognised separately from goodwill and are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets with finite useful lives are carried at costs less accumulated amortisation and any accumulated impairment loss. Amortisation for intangible assets with finite useful lives is provided on a straight-line basis over their estimated useful lives. Alternatively, intangible assets with indefinite useful lives are carried at cost less any subsequent accumulated impairment loss (see the accounting policy in respect of "Impairment of non-financial assets" below).

Operating concessions

Operating concessions represent (i) the rights to charge users of the public service for the water supply contracts, which fall within the scope of INT FRS 112 *Service Concession Arrangements*; (ii) the rights under the service concession arrangements for the waste water treatment allows the Group to receive and treat waste water above the minimum amount of guaranteed volume, at a predetermined tariff rate during the concessionary period acquired in a business combination; and (iii) rights to operate and manage waste water treatment plants acquired in a business combination.

The operating concessions are stated at cost less accumulated amortisation and any accumulated impairment loss. The operating concessions acquired in a business combination are initially recognised at their fair value at the acquisition date (which is regarded as their cost). Amortisation is provided on straight-line basis over the remaining respective periods of the operating concessions granted to the Group of 7 to 50 years.

Research expenditure

Expenditure on research activities (where no internally-generated intangible asset can be recognised) is recognised as an expense in the period in which it is incurred.

2. 主要會計政策概要(續)

2.18 無形資產(商譽除外)

單獨收購的無形資產(不包括特許經營權)

單獨收購的具備有限可使用年期的無形資產按成本減累計攤銷及任何累計減值虧損列賬。具備有限可使用年期的無形資產攤銷乃按其估計可使用年期以直線法確認。於各報告期末檢討估計可使用年期及攤銷方法,而任何估計變動的影響按預期基準入賬(請參閱下文有關「非金融資產減值」的會計政策)。

在計算攤銷時採用下列可使用年期:

專利及許可權	–	10年
電腦軟件	–	3至10年

業務合併中收購的無形資產

業務合併中收購的無形資產與商譽分開確認,並按其於收購日期的公允價值(被視為其成本)初步確認。

於初步確認後,具備有限可使用年期的無形資產按成本減累計攤銷及任何累計減值虧損列賬。具備有限可使用年期的無形資產攤銷乃按其估計可使用年期以直線法確認。相反,具備無限可使用年期的無形資產按成本減任何其後累計減值虧損列賬(請參閱下文有關「非金融資產減值」的會計政策)。

特許經營權

特許經營權指(i)於財務報告準則解釋第112號「服務特許經營安排」範圍內就供水合約向用戶收取公共服務費的權利;(ii)污水處理服務特許經營安排下的權利,允許本集團按業務合併中所獲得於特許經營期間的預定費率收取及處理超過最低擔保數量的污水;及(iii)經營及管理業務合併中所收購的污水處理廠的權利。

特許經營權按成本減累計攤銷及任何累計減值虧損列賬。業務合併中所獲得的特許經營權初步按其於收購日期的公允價值(被視為其成本)確認。本集團獲授的特許經營權乃就其7至50年的各個期限採用直線法予以攤銷。

研究開支

研究活動的開支(倘未能確認內部產生的無形資產)乃於其產生期間內確認為開支。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.18 Intangible assets (except for Goodwill) (continued)

Derecognition

An intangible asset is derecognised on disposal or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are measured at the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss in the period when the asset is derecognised.

2.19 Land use rights

Land use rights are initially measured at cost. Following initial recognition, land use rights are measured at cost less accumulated amortisation. They are amortised on a straight-line basis over the lease terms of 20 to 50 years.

2.20 Inventories

Inventories are stated at the lower of cost and net realisable value. Costs incurred in bringing the inventories to their present location and conditions are accounted for using the weighted average cost basis.

Where necessary, allowance is provided for damaged, obsolete and slow moving items to adjust the carrying values of inventories to the lower of cost and net realisable value.

Net realisable value represents the estimated selling price for the inventories, less all estimated costs of completion and the estimated costs necessary to make the sale.

2.21 Cash and cash equivalents in the consolidated statement of cash flows

Cash and cash equivalents in the consolidated statement of cash flows comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

2.22 Financial instruments

Financial assets and financial liabilities are recognised on the Group's statement of financial position when a group entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at fair value through profit or loss are recognised immediately in profit or loss.

2. 主要會計政策概要(續)

2.18 無形資產(商譽除外)(續)

終止確認

無形資產於出售或預期使用或出售無形資產不會產生未來經濟利益時終止確認。終止確認無形資產產生的收益或虧損乃按出售所得款項淨額與該資產賬面值之間的差額計算，並於終止確認該資產期間在損益內確認。

2.19 土地使用權

土地使用權初步按成本確認。於初步確認後，土地使用權按成本減累計攤銷計量。土地使用權就20至50年的租期採用直線法予以攤銷。

2.20 存貨

存貨按成本及可變現淨值兩者中的較低者入賬。使存貨達致現有位置及狀況而產生的成本乃採用加權平均成本法釐定。

倘需要，可就損壞、陳舊及滯銷項目計提撥備，以將存貨的賬面值調整為成本及可變現淨值兩者中的較低者。

可變現淨值指存貨的估計售價減全部估計竣工成本及進行出售的估計必要成本。

2.21 綜合現金流量表內的現金及現金等價物

綜合現金流量表內的現金及現金等價物包括手頭現金及活期存款及可容易轉換為已知金額現金的其他短期高流動投資，承受的價值變動風險甚微。

2.22 金融工具

倘集團實體成為工具合約條款的一方，則於本集團財務狀況表確認金融資產及金融負債。

金融資產及金融負債初始按公允價值計量。因收購或發行金融資產及金融負債(不包括以公允價值計量並計入損益的金融資產)而直接產生的交易成本，於初步確認時計入金融資產或金融負債之公允價值或自其中扣除(如適用)。因取得以公允價值計量並計入損益的金融資產而直接產生的交易成本立即於損益中確認。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.22 Financial instruments (continued)

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discount estimated future cash receipts or payments (including all fees and points paid or received that form an integral part of the effective interest, transaction costs and other premiums or discounts) through the expected life of debt instrument, or, where appropriate, a shorter period.

Income and expense is recognised on an effective interest basis for debt instruments other than those financial assets classified at fair value through profit or loss ("FVTPL").

Financial assets

The Group's financial assets are classified into one of the three categories, including loans and receivables, available-for-sale financial assets and financial assets at fair value through profit or loss. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. All regular way purchases and sales of financial assets are recognised or derecognised on the trade date. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less impairment (see accounting policy on "Impairment of financial assets" below). Interest is recognised by applying the effective interest method, except for short-term receivables when the recognition of interest is immaterial. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, and through the amortisation process.

The Group classifies the following financial assets as loans and receivables:

- Cash and cash equivalents
- Pledged bank deposits
- Trade and other receivables, including retention monies
- Amounts due from customers for contract work
- Bills receivables
- Receivables under service concession arrangements
- Amounts due from subsidiaries, joint venture and associates

2. 主要會計政策概要(續)

2.22 金融工具(續)

實際利率法

實際利率法乃計算債務工具的攤銷成本及分配有關期間利息收入或開支的方法。實際利率乃按債務工具的預計年期或適用的較短期間,準確將估計未來現金收入或付款(包括構成實際利率不可或缺部分的一切已付或已收費用及利率差價、交易成本及其他溢價或折扣)折現的利率。

債務工具(惟分類為以公允價值計量並計入損益(「以公允價值計量並計入損益」)的金融資產除外)之收入及開支乃按實際利息法確認。

金融資產

本集團金融資產歸類為以下三種類別中的一種,包括貸款及應收款項、可供出售金融資產及以公允價值計量並計入損益的金融資產。分類取決於金融資產的性質及用途,並於初步確認時釐定。所有通過正常方式購買及出售金融資產於交易日期確認或終止確認。正常方式進行的購買或出售為一般按照市場規則或慣例所制定的期間內須交付資產的金融資產購買或銷售。

貸款及應收款項

貸款及應收款項為並無於活躍市場報價且具有固定或待定付款的非衍生金融資產。於初步確認後,貸款及應收款項乃使用實際利息法按攤銷成本減減值計量(請參閱下文有關「金融資產減值」的會計政策)。利息採用實際利率法確認,惟短期應收款項除外,就其確認的利息並不重大。當貸款及應收款項終止確認或減值時,收益及虧損會透過攤銷過程於損益內確認。

本集團將以下金融資產分類為貸款及應收款項:

- 現金及現金等價物
- 已抵押銀行存款
- 貿易及其他應收款項,包括保留金
- 應收客戶合約工程款
- 應收票據
- 服務特許經營安排項下應收款項
- 應收附屬公司、合營企業及聯營公司款項

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.22 Financial instruments (continued)

Available-for-sale financial assets

Available-for-sale financial assets include equity and debt securities. Equity investments classified as available-for-sale are those, which are neither classified as held for trading nor designated at FVTPL. Debt securities in this category are those which are intended to be held for an indefinite period of time and which may be sold in response to needs for liquidity or in response to changes in the market conditions.

Available-for-sale equity investments that are traded in an active market are measured at fair value at the end of the reporting period. Changes in fair value are recognised in other comprehensive income until the financial asset is disposed of or is determined to be impaired, at which time, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss.

Dividends on available-for-sale equity instruments are recognised directly in profit or loss when the Group's right to receive the dividends is established.

For available-for-sale equity investments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured, they are measured at cost less any identified impairment losses at the end of the reporting period.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets are classified as at FVTPL where the financial asset is either held for trading or it is designated as at FVTPL.

A financial asset is classified as held for trading if:

- It has been acquired principally for the purpose of selling in the near future; or
- On initial recognition, it is part of an identified portfolio of financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial asset other than a financial asset held for trading may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or

2. 主要會計政策概要(續)

2.22 金融工具(續)

可供出售金融資產

可供出售金融資產包括股本及債務證券。被分為可供出售類別的權益投資,並無被分為持作買賣或指定以公允價值計量並計入損益的類別。屬於這類別的債務證券均為擬無限期持有,並可能因應流動資金需要而出售或因應市況變動而出售的證券。

於活躍市場上買賣的可供出售股本投資按於報告期末的公允價值計量。公允價值變動於其他全面收入確認,直至金融資產被出售或釐定為已減值為止,在各情況下,先前於其他全面收入確認的累計收益或虧損由權益重新分類至損益。

可供出售權益工具的股息於本集團收取有關股息的權利確立時直接於損益確認。

對並無活躍市場所報市價及公允價值無法可靠計量的可供出售股本投資於報告期末按成本減任何已識別減值虧損計量。

以公允價值計量並計入損益的金融資產

當金融資產為持作買賣或指定為以公允價值計量並計入損益的金融資產,則會分類為以公允價值計量並計入損益的金融資產。

倘金融資產屬下列情況,則歸類為交易性金融資產:

- 主要為於短期內出售而購入;或
- 於初步確認時其為本集團合併管理的已識別金融工具組合一部分,並擁有短期獲利的現時實際模式;或
- 其為並無指定亦非有效作對沖工具的衍生工具。

倘除交易性金融資產以外的金融資產屬下列情況,則可於初步確認時被指定為以公允價值計量並計入損益:

- 有關指定可消除或大幅減低原會出現的計量或確認不一致;或

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.22 Financial instruments (continued)

Financial assets at fair value through profit or loss (FVTPL) (continued)

- The financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or

- It forms part of a contract containing one or more embedded derivatives, and FRS 39 permits the entire combined contract (asset or liability) to be designated as at FVTPL.

Financial assets at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in profit or loss. Fair value is determined in the manner described in Note 20.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

For available-for-sale equity instruments, a significant or prolonged decline in the fair value of the investment below its cost is considered to be objective evidence of impairment.

For all other financial assets, objective evidence of impairment may include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation; or
- disappearance of an active market for that financial asset because of financial difficulties.

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis.

For financial assets that are carried at cost, the amount of the impairment loss is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset.

2. 主要會計政策概要(續)

2.22 金融工具(續)

以公允價值計量並計入損益的金融資產(續)

- 金融資產為一組金融資產或金融負債或兩者的組成部分，並根據本集團的既定風險管理或投資策略按公允價值基準管理及評估其表現，而分組數據則由內部按上述基準提供；或

- 其為包含一種或以上嵌入式衍生工具的合約的組成部分，而《財務報告準則》第39號允許整份合併合約(資產或負債)指定為以公允價值計量並計入損益。

以公允價值計量並計入損益的金融資產按公允價值計量，產生的任何收益或虧損於損益中確認。公允價值按附註20所述的方式釐定。

金融資產減值

以公允價值計量並計入損益的金融資產以外的金融資產於各報告期末評定有否減值跡象。倘有客觀證據顯示，投資的估計未來現金流因一項或多項於初步確認金融資產後發生的事件而減值，則金融資產出現減值。

就可供出售權益工具而言，投資公允價值大幅或長期跌至低於其成本值被視為減值的客觀證據。

就所有其他金融資產而言，減值的客觀證據包括：

- 發行人或對手方出現重大財政困難；或
- 未能繳付或延遲償還利息或本金；或
- 借款人有可能面臨破產或財務重組；或
- 因財務困難導致該金融資產失去活躍市場。

此外，就貿易應收款項等若干金融資產類別而言，個別評估為並無減值的資產其後按集體基準評估減值。

就按成本列值的金融資產而言，減值虧損金額以資產賬面值與以類似金融資產的現行市場回報率折現的估計未來現金流現值間的差額計量。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.22 Financial instruments (continued)

Impairment of financial assets (continued)

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade and other receivables where the carrying amount is reduced through the use of an allowance account. When a trade and other receivable is uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

When an available-for-sale financial asset is considered to be impaired, cumulative gains or losses previously recognised in other comprehensive income are reclassified to profit or loss.

With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

In respect of available-for-sale equity instruments, impairment losses previously recognised in profit or loss are not reversed through profit or loss. Any subsequent increase in fair value after an impairment loss is recognised in other comprehensive income and accumulated under the heading of investment revaluation reserve.

Financial liabilities and equity instruments

Financial liabilities at fair value through profit or loss (FVTPL)

Financial liabilities are classified as at FVTPL where the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- It has been incurred principally for the purpose of repurchasing in the near future; or
- It is a part of an identified portfolio of financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

2. 主要會計政策概要(續)

2.22 金融工具(續)

金融資產減值(續)

除貿易及其他應收款項的賬面值會通過撥備賬作出扣減外，所有金融資產的減值虧損會直接於金融資產的賬面值中扣減。倘一項貿易及其他應收款項無法收回，則於撥備賬核銷。其後收回過往核銷的款項計入撥備賬內。撥備賬賬面值變動確認為損益。

倘可供出售金融資產被視為減值時，則先前於其他全面收入確認的累計收益或虧損重新分類至損益。

除可供出售權益工具外，倘減值虧損金額於往後期間有所減少，而有關減少在客觀上與確認減值虧損後發生的事件有關，則先前已確認的減值將通過損益撥回，惟該投資於減值被撥回當日的賬面值不得超過未確認減值時的攤銷成本。

就可供出售股本工具而言，先前於損益確認的減值虧損不會通過損益撥回。減值虧損後公允價值的任何其後增加於其他全面收入確認，並於投資重估儲備項下累計。

金融負債及權益工具

以公允價值計量並計入損益的金融負債

當金融負債持作交易或被指定為以公允價值計量並計入損益，則金融負債被分類為以公允價值計量並計入損益。

倘金融負債屬下列情況，則歸類為交易性金融負債：

- 主要為於短期內購回而產生；或
- 其為本集團合併管理的已識別金融工具組合的一部分，並擁有短期獲利的現時實際模式；或
- 其為並無指定亦非有效作對沖工具的衍生工具。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.22 Financial instruments (continued)

Financial liabilities and equity instruments (continued)

Financial liabilities at fair value through profit or loss (FVTPL) (Continued)

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- On initial recognition, the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- It forms part of a contract containing one or more embedded derivatives, and FRS 39 permits the entire combined contract (asset or liability) to be designated as at FVTPL.

Financial liabilities at fair value through profit or loss are initially measured at fair value and subsequently stated at fair value, with any resultant gain or loss recognised in profit or loss.

Other financial liabilities

The Group measures the following other financial liabilities initially at fair value, and are subsequently measured at amortised cost, using the effective interest method.

- Trade and other payables (excluding provision and customer advances)
- Bills payable to banks
- Amounts due to subsidiaries
- Bank and other borrowings
- Finance lease
- Other non-current liabilities (excluding provision and government grant received in advance)

In particular, interest-bearing bank and other borrowings are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the Group's accounting policy for borrowing costs (see above).

2. 主要會計政策概要(續)

2.22 金融工具(續)

金融負債及權益工具(續)

以公允價值計量並計入損益的金融負債(續)

在下列情況下,除屬持作買賣的金融負債外,金融負債可在初步確認時被指定為以公允價值計量並計入損益:

- 有關指定消除或大幅減少原會出現的計量或確認不一致;或
- 於初步確認時,金融負債為一組金融資產或金融負債或兩者的組成部分,並根據本集團的既定風險管理或投資策略按公允價值基準管理及評估其表現,而分組數據則由內部按上述基準提供;或
- 其為包含一種或以上嵌入式衍生工具的合約的組成部分,而《財務報告準則》第39號允許整份合併合約(資產或負債)指定為以公允價值計量並計入損益。

以公允價值計量並計入損益的金融負債初步按公允價值計量,其後按公允價值列賬,產生的任何收益或虧損於損益確認。

其他金融負債

本集團使用實際利率法先後按公允價值及攤銷成本計量下列其他金融負債。

- 貿易及其他應付款項(不包括撥備及客戶墊款)
- 應付銀行票據
- 應付附屬公司款項
- 銀行及其他借款
- 融資租賃
- 其他非流動負債(不包括撥備及預收政府補助)

尤其是,計息銀行及其他借款使用實際利率法先後按公允價值及攤銷成本計量。所得款項(扣除交易成本)與償還或贖回借款之間的任何差額根據本集團有關借款成本的會計政策(見上文)於借款期限內確認。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.22 Financial instruments (continued)

Financial liabilities and equity instruments (continued)

Other financial liabilities (continued)

Financial guarantee contract liabilities are measured at their fair value and, if not designated as a FVTPL, subsequently at the higher of the amount of obligation under the contract recognised as a provision in accordance with FRS 37 *Provisions, Contingent Liabilities and Contingent Assets* and the amount initially recognised less cumulative amortisation in accordance with FRS 18 *Revenue*.

Derecognition of financial assets and financial liabilities

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

The Group derecognises a financial liability when the Group's obligation under the liability is discharged, cancelled or expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.23 Treasury shares

When shares are reacquired by the Company, the amount of consideration paid is recognised directly in equity. Reacquired shares are classified as treasury shares and presented as a deduction from total equity. Voting rights related to treasury shares are nullified for the Company and no dividends are allocated to them respectively.

Where the treasury shares are cancelled, a reduction by the total amount of the purchase price paid by the Company for the treasury shares cancelled will be made to the "share capital" or "retained earnings" of the Company where the treasury shares, depending if the treasury shares are purchased out of "capital" or "profits" respectively.

When treasury shares are subsequently sold or reissued pursuant to equity compensation plans, the cost of treasury shares is reversed from the treasury share account and the realised gain or loss on sale or reissue, net of any directly attributable incremental transaction costs, is recognised in the capital reserve.

2. 主要會計政策概要(續)

2.22 金融工具(續)

金融負債及權益工具(續)

其他金融負債(續)

財務擔保合約負債根據《財務報告準則》第18號「收入」按公允價值,及(倘並非為按公允價值計入損益)其後按根據《財務報告準則》第37號「撥備、或有負債及或有資產」確認為撥備的合約責任金額及初始確認金額(以較高者為準)減累計攤銷計量。

終止確認金融資產及金融負債

僅當收取資產現金流量的合約權利到期或其轉讓金融資產及資產所有權的絕大部分風險及回報予其他實體時,本集團方會終止確認金融資產。倘本集團既無轉讓亦無保留所有權的絕大部分風險及回報,並繼續控制所轉讓資產,則本集團確認其於資產的保留權益及其或須支付的相關負債。倘本集團保留所轉讓金融資產所有權的絕大部分風險及回報,則本集團繼續確認該金融資產,並亦就已收取的所得款項確認有抵押借款。

當本集團於金融負債的責任獲解除、註銷或到期時,本集團終止確認該負債。終止確認金融負債的賬面值與已付及應付對價之間的差額於損益確認。

2.23 庫存股份

當本公司重新購回股份時,已付對價金額直接於權益中確認。重新購回的股份分類為庫存股份並呈列為權益總額的扣減項目。對本公司而言與庫存股份有關的投票權被取消且該等庫存股份概無獲分配股息。

倘庫存股份被註銷,將按本公司就已註銷庫存股份支付的購買價總額在歸撥庫存股份的本公司「股本」或「保留盈利」中作出扣減,取決於庫存股份是否分別購自「股本」或「利潤」。

當庫存股份其後根據股權補償計劃被出售或再發行時,庫存股份成本於庫存股份賬中撥回,而出售或再發行的已變現盈虧經扣除任何直接應佔新增交易成本後,於資本儲備中確認。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.24 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as provisions, including those arising from the contractual obligation specified in the service concession arrangement to maintain or restore the infrastructure before it is handed over to the grantor, are measured at the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities acquired in a business combination

Contingent liabilities acquired in business combination are initially measured at fair value at the acquisition date. At the end of the subsequent reporting periods, contingent liabilities accounted for as financial liabilities are remeasured at fair value, with changes in fair value recognised in profit or loss.

2.25 Employee benefits

Defined contribution plans

The Group participates in the national pension schemes as defined by the laws of the countries in which it has operations.

In particular, Singapore companies make contributions to the Central Provident Fund in Singapore, a defined contribution pension scheme. Contributions to pension schemes are recognised as an expense in the period in which the related service is performed.

Certain of the Group's subsidiaries outside Singapore make contributions to their respective countries' pension schemes. Such contributions are recognised as an expense in the period in which the related service is performed.

Benefits to ex-employees

The benefits are payable to certain categories of ex-employees up till their retirement age or death as provided for in the financial statements based on the requirement under the PRC regulations. The obligation is calculated using the staff entitlements at point of termination and is discounted to its present value.

2. 主要會計政策概要(續)

2.24 撥備

有關撥備乃於本集團因過往事項而擁有現時責任(法定或推定),且很有可能須履行該責任,並可對該項責任的金額作出可靠估計時確認。

確認為撥備的金額(包括服務特許經營安排為在移交授予人之前維持或恢復基建而指明的合約責任所產生者)按於報告期末經計入有關責任的風險及不明朗因素後,對履行現有責任的所需對價的最佳估計計量。倘使用履行現時責任的估計現金流計量撥備,其賬面值則為該等現金流的現值。

倘用以償付撥備的部分或全部經濟利益預期將自第三方收回,則當實質上確認將收到償款且應收金額能可靠計量時,應收款項方確認為資產。

業務合併收購的或有負債

業務合併收購的或有負債初步按於收購日期的公允價值計量。於隨後報告期末,入賬列作金融負債的或有負債按公允價值重新計量,公允價值變動於損益確認。

2.25 僱員福利

定額供款計劃

本集團參與其業務所在國家法律所界定的國家退休計劃。

尤其是,新加坡公司向新加坡中央公積金(一項定額供款退休計劃)供款。向退休計劃的供款於提供相關服務的期間確認為開支。

新加坡以外的若干本集團附屬公司向各自國家的退休計劃供款。有關供款於提供相關服務的期間確認為開支。

前僱員福利

根據中國法律的規定,本集團向若干類別前僱員支付福利直至彼等退休或身故(如財務報表所載)。有關義務乃使用員工權益法於離職之時計算,並折現至其現值。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.25 Employee benefits (continued)

Equity-settled share-based payment transactions

Employees (including Directors) of the Group and employees (including Directors) of the ultimate holding company who have contributed to the success and development of the Company and/or the Group are entitled to receive remuneration in the form of share options as consideration for services rendered. The cost of these equity-settled transactions with option holders is measured by reference to the fair value of the options at the date on which the options are granted which takes into account market conditions and non-vesting conditions.

This cost is recognised in profit or loss, with a corresponding increase in the share option reserve, over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of options that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for options that do not ultimately vest, except for options where vesting is conditional upon a market or non-vesting condition, which are treated as vested irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. In the case where the option does not vest as the result of a failure to meet a non-vesting condition that is within the control of the Group or the option holder, it is accounted for as a cancellation. In such case, the amount of the compensation cost that otherwise would be recognised over the remainder of the vesting period is recognised immediately in profit or loss upon cancellation. The share option reserve is transferred to retained earnings upon expiry of the share options. When the options are exercised, the share option reserve is transferred to share capital if new shares are issued, or to treasury shares if the options are satisfied by the reissuance of treasury shares.

2.26 Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment assessment for an asset is required, the Group makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

2. 主要會計政策概要(續)

2.25 僱員福利(續)

股權結算股份付款交易

對本公司及／或本集團成功發展作出貢獻的本集團僱員(包括董事)及最終控股公司僱員(包括董事)有權收取以購股權形式支付的薪酬，作為提供服務的對價。該等與購股權持有人之間的股權結算交易的成本乃參考購股權授出日期購股權的公允價值計量，並計及市況和非歸屬條件。

該成本乃於歸屬期間內在損益中確認，而相應增加則於購股權儲備中確認。於各報告日期至歸屬日期確認的累計支出反映歸屬期間到期的情況及本集團對最終將歸屬的購股權數目的最佳估計。於一段時間在損益扣除或計入損益指於該期間開始及結束時確認的累計支出變動。

最終不會歸屬的購股權並無確認支出，歸屬須待市場條件或非歸屬條件達成後方可作實的購股權(有關購股權被視為已歸屬，而不論市場條件或非歸屬條件是否已達成)除外，惟條件是所有履約及／或服務條件已達成。倘購股權並無因未能滿足屬本集團或購股權持有人控制權範圍內的非歸屬條件而歸屬，則作為註銷入賬。在此情況下，將於歸屬期間內剩餘時間另行確認的補償成本金額，乃於註銷後立即於損益確認。購股權儲備將於購股權到期後轉撥至保留盈利。倘購股權獲行使，購股權儲備將轉撥至股本(倘發行新股)，或轉撥至庫存股份(倘購股權透過重新發行庫存股份而予以行使)。

2.26 非金融資產減值

本集團於各報告日期評估是否有跡象顯示一項資產可能出現減值。倘存在任何有關跡象或倘須對資產進行年度減值評估，本集團會估計資產的可收回金額。

資產的可收回金額為資產或現金產生單位的公允價值減出售成本及其使用減值的較高者，乃就個別資產而釐定，除非有關資產並不產生可大致上獨立於其他資產或資產組別所產生者的現金流入。如資產的賬面值或現金產生單位超逾其可收回金額，則資產被視為出現減值及會撇減至其可收回金額。於評估使用價值時，該資產預期將產生的估計未來現金流，乃按反映當前市場對貨幣的時間價值的評估及該資產特定風險的折現率折現至其現值。

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.26 Impairment of non-financial assets (continued)

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated.

Any impairment losses of continuing operations are recognised in profit or loss through the "Other expenses" line item.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment loss may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised.

If that is the case, the carrying amount of the asset is increased to its recoverable amount. The increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss unless the asset is measured at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

3. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. The following are the key assumptions concerning the future, and key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Critical judgement in applying the Group's accounting policies

Judgement made by management in the application of FRSs that has a significant effect on the financial statements and in arriving at estimates with a significant risk of material adjustment in the next financial year is discussed below.

2. 主要會計政策概要(續)

2.26 非金融資產減值(續)

本集團以詳細預算及預測計算作為其減值計算的基礎,而該等預算及預測計算乃根據本集團獲分配個別資產的各現金產生單位分別編製。

持續經營業務的任何減值虧損乃透過「其他開支」於損益內確認。

就資產(不包括商譽)而言,本集團會於每個報告日期進行評估,以確認是否有跡象顯示先前確認的減值虧損已不存在或可能已經減少。如存在有關跡象,本集團會評估該資產或現金產生單位的可收回金額。過往確認的減值虧損僅在上次確認減值虧損後用以釐定資產可收回金額的估計出現變動時方可收回。

倘出現有關情況,則資產的賬面值將增加至其可收回金額。有關增幅不得超過倘先前並無確認減值虧損時本應釐定的賬面值(扣除折舊)。有關撥回乃於損益確認,除非該資產按重估金額計量,在此情況下,有關撥回被當作重估增加處理。於有關撥回後,折舊開支將於未來期間調整為,按系統性基準於其剩餘可使用年期內分配資產的經修訂賬面值,減任何剩餘價值。

3. 重大會計判斷及估計

於編製本集團財務報表時,管理層須對影響報告日期收益、開支、資產及負債之呈報金額及或有負債之披露作出判斷、估計及假設。以下為很大可能導致須於下一財政年度對資產及負債的賬面值作出重大調整的涉及未來的主要假設及於報告期末估計不確定性的主要來源。

應用本集團會計政策的關鍵判斷

管理層於應用對財務報表產生重大影響的《財務報告準則》及作出很大可能須於下一財政年度作出重大調整之估計時所作判斷討論如下。

3. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES (continued)

Critical judgement in applying the Group's accounting policies (continued)

Service concession arrangements

The Group has entered into a number of service concession arrangements with certain governmental authorities or their agencies ("grantor") in the PRC on a Build-Operate-Transfer ("BOT"), Transfer-Operate-Transfer ("TOT"), Build-Operate-Own ("BOO") or Transfer-Operate-Own ("TOO") basis in respect of its businesses. The Group concluded that these BOT, TOT, BOO and TOO arrangements are service concession arrangements under INT FRS 112, because (i) the grantors control and regulate the services that the Group must provide with the infrastructure, to whom the Group must provide the services and at a pre-determined service charge; and (ii) the grantor controls significant residual interest in the infrastructure at the end of the term of the arrangements. Generally, in respect of BOT and TOT arrangements, upon expiry of service concession arrangements, the infrastructure has to be transferred to the local government authorities or their agencies at no or minimal consideration. Infrastructure in respect of BOO and TOO arrangements is expected to be used for its entire or substantially entire useful life.

As explained in Note 2.9 to the financial statements, the Group recognises the consideration received or receivable in exchange for the construction services as a financial asset and/or an intangible asset under public-to-private concession arrangement. However, if the Group is paid for the construction services partly by a financial asset and partly by an intangible asset, it is necessary to account separately for each component of the operator's consideration. The consideration received or receivable for both components shall be recognised initially at the fair value of the consideration received or receivable (see below).

Determination of functional currency of the entities in the Group

FRS 21 *The Effects of Changes in Foreign Exchange Rates* requires the Company and the entities in the Group to determine its functional currency to prepare the financial statements. When determining its functional currency, the Company and the entities in the Group consider the primary economic environment in which it operates, i.e. the one in which it primarily generates and expends cash. The Company and the entities in the Group may also consider the funding sources. Management applied its judgement and determined that the functional currency of the Company and subsidiary incorporated in Singapore is Singapore dollars.

Determination of material entities (subsidiaries, joint ventures and associates) and non-wholly owned subsidiaries with material non-controlling interest

For purposes of meeting the requirements under FRS 112 *Disclosure of Interests in Other Entities*, the Group has assessed all subsidiaries, joint ventures and associates which the Group has an interest based on (i) quantitative factors (i.e. their individual contribution to the Group's net profit and/or statement of financial position); and (ii) qualitative factors. Management applied its judgement in determining the material subsidiaries, joint ventures and associates; and non-wholly owned subsidiaries with material non-controlling interest. Management had assessed the disclosure requirements of non-wholly owned subsidiaries with material non-controlling interest and determined such disclosure to be made at a sub-group level. Information as required under FRS 112 are disclosed under Notes 26, 27 and 28.

3. 重大會計判斷及估計(續)

應用本集團會計政策的關鍵判斷(續)

服務特許經營安排

本集團已就其業務按建設－運營－移交(「BOT」)、移交－運營－移交(「TOT」)、建設－運營－擁有(「BOO」)或移交－運營－擁有(「TOO」)基準與中國若干政府機關或彼等的機構(「授予人」)訂立多項服務特許經營安排。本集團認為該等BOT、TOT、BOO及TOO安排乃財務報告準則解釋第112號項下的服務特許經營安排，因為(i)授予人控制及監管本集團須向其提供基礎設施的服務，本集團須按預先釐定的服務費向授予人提供服務；及(ii)授予人在安排期限結束時控制基礎設施中的重要剩餘權益。一般而言，就BOT及TOT安排而言，於服務特許經營安排到期後，基礎設施須按零對價或最低對價轉讓予地方政府機構或彼等的機構。BOO及TOO安排的基礎設施預計將於其整個可使用年限或可使用年限的絕大部分時間均可使用。

如財務報表附註2.9所闡述，本集團確認為獲得建設服務而已收或應收對價作為公轉私特許經營安排下的金融資產及／或無形資產。然而，倘本集團就建設服務獲得的支付部分為金融資產而部分為無形資產，則有必要將運營商對價的各個部分單獨列賬。兩個部分的已收或應收對價將初步按已收或應收對價的公允價值確認(見下文)。

確定本集團實體的功能貨幣

《財務報告準則》第21號「匯率變動的影響」要求本公司及本集團實體決定其功能貨幣以編製財務報表。當決定其功能貨幣時，本公司及本集團實體考慮其經營所在及其主要產生並支出現金的主要經濟環境。本公司及本集團實體亦可考慮資金來源。管理層應用彼等的判斷並確定本公司及在新加坡註冊成立的附屬公司的功能貨幣為新元。

確定重大實體(附屬公司、合資企業及聯營公司)及擁有重大非控股權益的非全資附屬公司

為符合《財務報告準則》第112號「披露其他實體權益」的規定，本集團已根據(i)數量因素(即彼等各自對本集團純利及／或財務狀況表的貢獻)；及(ii)質量因素評估本集團於其中擁有權益的所有附屬公司、合資企業及聯營公司。管理層應用其判斷以確定重大附屬公司、合資企業及聯營公司；以及擁有重大非控股權益的非全資附屬公司。管理層已評估擁有重大非控股權益的非全資附屬公司的披露規定，並決定有關披露於分組級別作出。《財務報告準則》第112號所要求的資料於附註26、27及28內披露。

3. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES (continued)

Key sources of estimation uncertainty

Construction contracts

The Group recognises contract revenue by reference to the stage of completion of the contract activity at the end of each reporting period, when the outcome of a construction contract can be estimated reliably. The stage of completion is measured by reference to the proportion of contract costs incurred for work performed to date to the estimated total contract costs.

Significant assumptions are required in determining the stage of completion, the extent of the contract costs incurred, the estimated total revenue and estimated total contract cost, as well as the recoverability of the contract costs incurred. Total contract revenue may include an estimation of the variation works recoverable from the customers. In making these estimates, management has relied on past experience and knowledge of project engineers.

The stage of completion of each construction contract is assessed on a cumulative basis in each accounting year. Changes in estimate of contract revenue or contract costs, or the effect of a change in the estimate of the outcome of a contract could impact the amount of revenue and expense recognised in profit or loss in the year in which the change is made and in subsequent years. Such impact could potentially be significant.

The carrying amounts of assets and liabilities arising from construction contracts at the end of each reporting period are disclosed in Note 18 to the financial statements.

The Group has recognised revenue amounting to RMB2,053,541,000 (2016: RMB1,030,663,000) from construction contracts, of which RMB1,909,050,000 (2016: RMB982,808,000) relates to revenue recognised for the third party constructed infrastructure in relation to service concession arrangements. The overall gross profit margin for construction contracts is at 14.7% (2016: 11.5%), of which the gross profit margin recognised for third party constructed infrastructure in relation to service concession arrangements is 12% (2016: 12%).

Service concession arrangements

Where the Group performs more than one service under the concession arrangements, the consideration for the services provided under the concession arrangements is allocated to the components by reference to their relative fair values.

3. 重大會計判斷及估計(續)

估計不明朗因素的主要來源

建造合約

本集團參考各報告期末合約活動的完工進度並在建造合約的結果可被可靠估計時確認合約收入。完工進度乃參照至今已實施工程而產生的合約成本佔估計合約成本總額的比例而計量。

釐定完工進度、所產生的合約成本金額、估計總收入及估計總合約成本,以及已產生合約成本的可收回性須作出重大假設。總合約收入可能包括應收客戶變更工程估計費用。在釐定該等估計費用時,管理層倚賴過往經驗及項目工程師的常識。

每份建造合約的完工進度在每個會計年度均會以累計的形式進行評估。對合約收入或合約成本估計的變動或對合約產出值的估計的變動影響均會對出現變動的年度及其後年度的損益確認的收入與開支金額造成影響。該影響可能極為巨大。

於各報告期末自建造合約產生的資產及負債賬面值於財務報表附註18披露。

本集團已確認建造合約產生的收入人民幣2,053,541,000元(2016年:人民幣1,030,663,000元),其中人民幣1,909,050,000元(2016年:人民幣982,808,000元)與就有關服務特許經營安排確認的第三方建設的基礎設施收入有關。建造合約的整體毛利率為14.7%(2016年:11.5%),其中就有關服務特許經營安排確認的第三方建設的基礎設施毛利率為12%(2016年:12%)。

服務特許經營安排

倘本集團根據特許經營安排提供不止一種服務,根據特許經營安排提供服務的對價會參考有關服務各自的公允價值分配到組成部分。

3. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES (continued)

Key sources of estimation uncertainty (continued)

Service concession arrangements (continued)

Estimation is exercised in determining the fair values of the receivables under service concession arrangements as well as impairment of the receivables under service concession arrangements and intangible assets subsequent to initial recognition. Discount rates (reflecting the grantor's incremental borrowing rates), estimates of future cash flows and other factors are used in the determination of the amortised cost of financial asset and corresponding finance income. The Group has considered the relevant sources of the discount rate and due to limited publicly available information on the borrowing rates across the various municipalities and cities in PRC, the Group assessed that the use of the People's Bank of China basic lending rate for loans greater than five years as the discount rate reflects the long-term borrowing cost in PRC which is a reasonable proxy of the grantor's incremental borrowing rate for the Group as a whole.

The assumptions used and estimates made can materially affect the fair value estimates. The carrying amount of the Group's financial receivables and intangible assets arising from service concession arrangements at the end of the reporting period is disclosed in Notes 17 and 23 to the financial statements respectively.

During the financial year, the Group has also recognised operating and maintenance revenue from service concession arrangements amounting to RMB1,528,403,000 (2016: RMB952,752,000).

Provision for major overhauls

Pursuant to the service concession agreements, the Group has contractual obligations to maintain the waste water and water treatment plants to a specified level of serviceability and/or to restore the plants to a specified condition before they are handed over to the grantors at the end of the service concession periods. These contractual obligations to maintain or restore the waste water and water treatment plants, except for any upgrade element, are recognised and measured in accordance with FRS 37 *Provision, Contingent Liabilities* and *Contingent Assets*, i.e., at the best estimate of the expenditure that would be required to settle the present obligation at the end of the reporting period. The future expenditure on these maintenance and restoration costs is collectively referred to as "major overhauls". The estimation basis is reviewed on an ongoing basis, and revised where appropriate.

As at 31 December 2017, the provision for major overhauls amounted to RMB28,280,000 (2016: RMB28,233,000).

Impairment of loans and receivables

During the financial year, the Group has written back allowance for doubtful receivables (net of allowance during the year) amounting to RMB31,439,000 (2016: Net write-back of RMB7,801,000).

3. 重大會計判斷及估計(續)

估計不明朗因素的主要來源(續)

服務特許經營安排(續)

於釐定服務特許經營安排項下應收款項的公允價值，以及初步確認後於服務特許經營安排項下應收款項和無形資產減值時會使用估計。在釐定金融資產的攤銷成本和相關金融收入時會使用折現率(反映了授予人的增量借款利率)、未來現金流估計及其他因素。本集團已考慮折現率的相關來源，且由於有關中國各直轄市及城市借款利率的公開資料有限，本集團認為，採用中國人民銀行五年期以上的貸款基準利率作為折現率反映了於中國的長期借款成本情況(此乃本集團整體的授予人增量借款利率的合理參照)。

所用的假設及作出的估計可嚴重影響對公允價值的估計。本集團來自服務特許經營安排的金融應收款項及無形資產於報告期末的賬面值分別披露於財務報表附註17及23。

於財政年度內，本集團亦確認來自服務特許經營安排的運營和維護收入人民幣1,528,403,000元(2016年：人民幣952,752,000元)。

重大檢修撥備

根據服務特許經營協議，本集團根據合約責任使污水及水處理廠維持可提供特定水平的服務及／或在服務特許經營期間結束時將該等廠房移交予授予人之前修復廠房至特定狀態。除有關升級者，該等保養或修復污水及水處理廠的合約責任在報告期末根據《財務報告準則》第37號「撥備、或有負債及或有資產」按對需用於支付現有責任的開支的最佳估計確認及計量。日後用作該等保養及修復成本的開支一併稱為「重大檢修」。估計基準會持續檢討，並於適當時作出修改。

於2017年12月31日，重大檢修撥備為人民幣28,280,000元(2016年：人民幣28,233,000元)。

貸款及應收款項減值

於財政年度內，本集團已撥回應收呆賬準備(扣除年內撥備)人民幣31,439,000元(2016年：撥回淨額人民幣7,801,000元)。

3. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES (continued)

Key sources of estimation uncertainty (continued)

Impairment of loans and receivables (continued)

The Group assesses at the end of each reporting period whether there is objective evidence of impairment. To determine whether there is objective evidence of impairment, the Group considers factors such as probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

Where there is objective evidence of impairment, management makes an assessment as to whether any impairment loss should be recorded. In determining this, management uses estimates based on historical loss experience for assets with similar credit risk characteristics. The methodology and assumptions used for estimating both the amount and timing of future cash flows are reviewed regularly to reduce any differences between the estimated loss and actual loss experience. Where the expectation is different from the original estimate, such difference will impact the carrying amount of loans and receivables.

The carrying amount of the Group's loan and receivables at the end of each reporting period is disclosed in Notes 12, 13, 14, 17, 18, 19 and 24 to the financial statements.

Impairment of non-financial assets and available-for-sale financial instruments

The Group assesses whether there is any indicator of impairment for all available-for-sale financial instruments and non-financial assets including investment in subsidiaries, interest in joint ventures and associates, property, plant and equipment, intangible assets, land use rights and goodwill, at each reporting date. Goodwill is tested for impairment at least annually and at other times when such indicators exist. Other non-financial assets and available-for-sale financial instruments are tested for impairment when there are indicators that the carrying amounts may not be recoverable.

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the asset or cash generating unit for 5 years or for the remaining concession period, whichever applicable, and do not include restructuring activities that the Group has yet to commit or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The Group uses all readily available information in determining an amount that is a reasonable approximation of recoverable amount, including estimates based on reasonable assumptions and projections of revenue and amount of operating costs. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model, the expected future cash inflows and the growth rate used for extrapolation purposes. Further details of the key assumptions applied in the impairment assessment of goodwill, are given in Note 29 to the financial statements. The carrying amounts of the available-for-sale financial instruments and non-financial assets are disclosed in Notes 21, 22, 23, 26, 27, 28 and 29 to the financial statements.

3. 重大會計判斷及估計(續)

估計不明朗因素的主要來源(續)

貸款及應收款項減值(續)

本集團於各報告期末評估是否存在減值客觀證據。為釐定是否存在減值客觀證據，本集團會考慮債務人可能無力償債或出現重大財政困難及違約或嚴重推遲付款等因素。

倘出現減值客觀證據，管理層會評估是否應將任何減值虧損入賬。於釐定時，管理層會使用根據過往具相似信貸風險特徵的資產虧損經驗作出的估計。管理層會定期檢討用以估計未來現金流數額及時間的方法及假設，以減少估計虧損與實際虧損經驗之間的任何差異。當預期金額與原估計金額有差異時，則有關差異將影響貸款及應收款項賬面值。

本集團於各報告期末的貸款及應收款項賬面值披露於財務報表附註12、13、14、17、18、19及24。

非金融資產及可供出售金融工具減值

本集團於各報告日期評估是否有任何跡象顯示所有可供出售金融工具及非金融資產(包括於附屬公司的投資、於合資企業及聯營公司的權益、物業、廠房及設備、無形資產、土地使用權及商譽)出現減值。至少每年及於出現減值跡象的其他時候測試商譽減值。其他非金融資產及可供出售金融工具在有跡象顯示賬面值可能無法收回時作出減值測試。

如資產的賬面值或現金產生單位超逾其可收回金額，即公允價值減出售成本及使用價值兩者的較高者，則存在減值。公允價值減出售成本的計算乃按類似資產的公平磋商交易中的具約束力銷售交易或可得市場價格減出售資產增量成本計算。使用價值乃根據折現現金流模式計算。現金流來自五年內或剩餘特許經營期內資產或現金產生單位的預算(倘適用)，不包括本集團尚未進行的重組活動或日後進行的重大投資(將提升進行測試的現金產生單位的資產表現)所涉及的預算。本集團會運用一切現有資料來確定可收回金額的合理約數，包括按照合理假設和對收入及運營成本金額所作預測得出的估計數額。可收回金額對於折現現金流模型使用的折現率以及預計未來現金流入及用作推算的增長率至為敏感。商譽減值評估中所採用的主要假設的進一步詳情載於財務報表附註29。可供出售金融工具及非金融資產的賬面值披露於財務報表附註21、22、23、26、27、28及29。

3. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES (continued)

Key sources of estimation uncertainty (continued)

Deferred tax

The Group reviews the carrying amount of deferred tax at the end of each reporting period. Deferred tax is recognised to the extent that it is probable that the temporary differences can be utilised, including taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future, or there is future taxable profit available against which the temporary differences can be utilised. This involves judgement regarding the future performance and tax laws. The carrying amounts of the deferred tax assets and liabilities are disclosed in Note 25 to the financial statements.

Income tax

The Group is subjected to income taxes in Singapore and PRC. Significant estimates are required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the course of business. The Group recognises liabilities for anticipated tax based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax provision in the period in which such determination is made. The carrying amount of the Group's income tax payable at 31 December 2017 is RMB69,662,000 (2016: RMB55,444,000).

Purchase price allocation

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities (including contingent liabilities) assumed in a business combination are measured initially at their fair values at the acquisition date. Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities (including contingent liabilities) is recorded as goodwill.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

The determination of the identifiable assets and liabilities (including contingent liabilities) fair value is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows.

The fair value of the identifiable assets and liabilities at the acquisition date is disclosed in Note 40 to the financial statements.

3. 重大會計判斷及估計(續)

估計不明朗因素的主要來源(續)

遞延稅項

本集團於各報告期末審閱遞延稅項賬面值。倘可能動用暫時差額(包括於附屬公司及聯營公司投資及於合資企業的權益所產生的應課稅暫時差額),則確認遞延稅項,惟本集團能夠控制暫時差額撥回及暫時差額可能於可預見未來無法撥回或存在可用於抵扣暫時差額的未來應課稅利潤則除外。此乃涉及有關日後表現及稅法的判斷。遞延稅項資產及負債賬面值披露於財務報表附註25。

所得稅

本集團須在新加坡及中國繳納所得稅。釐定所得稅撥備時須作出重大估計。日常業務過程中有若干難以確定最終稅項的交易及計算方法。本集團按照會否出現額外應繳稅項的估計為準而確認預期稅務事宜所產生的負債。倘該等事宜的最終稅務結果與最初確認的金額不同,有關差額將會影響作出有關決定期內的所得稅撥備。於2017年12月31日,本集團應付所得稅賬面值為人民幣69,662,000元(2016年:人民幣55,444,000元)。

購買價分配

業務合併乃採用收購法入賬。於業務合併時所收購的可識別資產及所承擔的負債(包括或有負債),初步按收購日期的公允價值計量。業務合併中所轉讓對價的公允價值總額,即被收購者的非控股權益(如有)及本集團過往持有被收購者股本權益的公允價值金額(如有),超過被收購者可識別資產及負債(包括或有負債)的公允價值淨額的任何部分,將入賬記作商譽。

倘業務合併的初步會計處理於合併的報告期末尚未完成,則本集團就未完成會計處理的項目呈報撥備數額。該等撥備金額會於計算期間予以調整,或確認額外資產或負債,以反映所獲取的有關於收購日期存在的會影響當日所確認金額(如已知)的事實與情況的最新資料。

可識別資產及負債(包括或有負債)公允價值的釐定對折現現金流模式所採用的折現率及預期未來現金流入最為敏感。

收購日期的可識別資產及負債的公允價值披露於財務報表附註40。

4. REVENUE

4. 收入

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Construction revenue	建設收入	**2,053,541**	1,030,663
Operating and maintenance income from service concession arrangements	來自服務特許經營安排的運營和維護收入	**1,528,403**	952,752
Financial income from service concession arrangements	來自服務特許經營安排的金融收入	**737,367**	395,187
Service income	服務收入	**126,481**	118,671
Others	其他	**193,482**	150,824
		4,639,274	2,648,097

5. OTHER INCOME

5. 其他收入

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Interest income on bank balances	銀行結餘利息收入	**11,206**	8,452
Other interest income	其他利息收入	**9,914**	2,905
		21,120	11,357
Compensation for relocation of a water treatment plant	污水處理廠搬遷的補償	**5,651**	21,150
Government subsidies	政府補助	**171,129**	74,967
Installation of water meters	安裝水錶	**31,864**	22,028
Others	其他	**34,215**	31,749
		263,979	161,251

6. OTHER GAINS AND LOSSES

6. 其他收益及虧損

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Fair value gain on held-for-trading investments	持作買賣投資的公允價值收益	12,753	1,015
Gain from revaluation of previously held interest in an associate	對先前持有聯營公司權益重新評估的收益	–	155,389
Gain on disposal of available-for-sale financial instruments	出售可供出售金融工具的收益	106,083	10,628
Net foreign exchange gain (loss)	外匯收益(虧損)淨額	10,746	(4,131)
		129,582	162,901

7. PERSONNEL EXPENSES

7. 人事開支

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Wages, salaries and bonuses	工資、薪金及花紅	386,660	260,147
Defined contribution plans	定額供款計劃	100,878	59,051
Others	其他	47,726	32,434
		535,264	351,632

This includes amounts shown as compensation of Directors and key management personnel in Note 44.

此乃包括附註44所載董事及主要管理人員薪酬金額。

8. FINANCE EXPENSES

8. 融資開支

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Interest expense on interest-bearing loans and borrowings	計息貸款及借款的利息開支	507,872	230,920
Financial expense on amortisation of retention monies	保留金攤銷的融資開支	429	493
Financial expense on amortisation of benefits to ex-employees	前僱員福利攤銷的融資開支	1,412	1,548
Others	其他	1,338	1,650
		511,051	234,611

9. INCOME TAX EXPENSE

9. 所得稅開支

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Current tax	本期稅項		
– Current year	– 本年度	122,056	79,765
– Overprovision in respect of prior years	– 過往年度超額撥備	(779)	(245)
Deferred tax	遞延稅項		
– Current year	– 本年度	73,688	45,492
– Overprovision in respect of prior years	– 過往年度超額撥備	(592)	(913)
		194,373	124,099

The corporate income tax applicable to the Singapore companies of the Group is 17% (2016: 17%).

適用於本集團新加坡公司應繳納的企業所得稅稅率為17%(2016年:17%)。

Under the Law of the People's Republic of China ("PRC") on Enterprise Income Tax ("EIT") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% from 1 January 2008 onwards. In accordance with the "Income Tax Law of the PRC for Enterprises with Foreign Investment and Foreign Enterprises", certain subsidiaries, engaging in public infrastructure projects, are entitled to full exemption from EIT for the first three years and a 50% reduction in EIT for the next three years from the first year of generating operating income.

根據《中華人民共和國(「中國」)企業所得稅法》(「《企業所得稅法》」)及《企業所得稅法實施條例》,中國附屬公司的稅率自2008年1月1日起為25%。根據《中國外商投資企業和外國企業所得稅法》,若干從事公共基礎設施項目的附屬公司有權在產生經營收入的首年起計,可於首三年完全豁免繳納企業所得稅,並於隨後三年獲減免50%企業所得稅。

The income tax expense for the year can be reconciled to the profit before tax per the consolidated statement of profit or loss as follows:

本年度的所得稅開支可與綜合損益表所載稅前利潤對賬如下:

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Profit before tax	稅前利潤	878,528	664,517
Tax at the domestic rates applicable to in the countries where the Group operates [(a)]	按適用於本集團運營所在國家的國內稅率計算的稅項[(a)]	179,579	157,035
Adjustments:	***調整:***		
Non-deductible expenses	不可扣減開支	17,172	20,056
Income not subject to tax	無須課稅收入	(3,202)	(41,009)
Overprovision in respect of prior years	過往年度超額撥備	(1,371)	(1,158)
Share of results of associates and joint ventures	應佔聯營公司及合資企業業績	(11,878)	(17,858)
Deferred tax asset not recognised	未確認遞延稅項資產	18,445	11,524
Utilisation of previously unrecognised deferred tax assets	動用先前未確認遞延稅項資產	(3,702)	(5,260)
Others	其他	(670)	769
		194,373	124,099

(a) The reconciliation is prepared by aggregating separate reconciliations for each national jurisdiction.

(a) 對賬由各國司法權區的分別對賬合總。

10. PROFIT FOR THE YEAR

Profit for the year has been arrived at after charging (crediting):

10. 年內利潤

年內利潤已扣除（計入）下列各項：

		Note 附註	Group 本集團 2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Allowance for doubtful receivables (trade)	應收呆賬準備（貿易）	13	**1,295**	2,158
Reversal of allowance for doubtful receivables (trade)	應收呆賬準備撥回（貿易）	13	**(30,676)**	(1,652)
Reversal of allowance for doubtful receivables (non-trade)	應收呆賬準備撥回（非貿易）	13	**(2,058)**	(8,307)
Bad debts written off (trade)	壞賬撇銷（貿易）		**2,667**	–
Bad debts written off (non-trade)	壞賬撇銷（非貿易）		**2,038**	170
Reversal of provision for foreseeable loss	可預見虧損撥備撥回		**–**	(11)
Depreciation of property, plant and equipment	物業、廠房及設備折舊	22	**22,235**	13,368
Amortisation of intangible assets	無形資產攤銷	23	**277,769**	162,235
Amortisation of land use rights	土地使用權攤銷	23	**355**	256
Loss on disposal of property, plant and equipment	出售物業、廠房及設備的虧損		**911**	139
Write-back of allowance for inventories	存貨撥備撥回		**–**	(7)
Fair value gain from held-for-trading investments	持作買賣投資的公允價值收益		**(12,753)**	(1,105)
Loss (Gain) on disposal of intangible assets	出售無形資產的虧損（收益）		**839**	(2,529)
Gain on disposal of available-for-sale financial instruments	出售可供出售金融工具的收益		**(106,083)**	(10,628)
Operating lease expense	經營租賃開支		**8,521**	7,303
Foreign exchange difference, net	外匯差額淨額		**(10,746)**	4,131
Research costs	研究成本		**5,695**	1,829
Cost of inventories recognised as expense	確認為開支的存貨成本		**182,147**	135,492
Transaction costs incurred in acquisitions (*)	收購產生的交易成本(*)		**919**	10,207
Gain from revaluation of previously held interest in an associate	先前持有聯營公司權益的重估收益	40	**–**	155,389
Audit fees:	審計費用：			
– paid to auditors of the Company	– 已付本公司核數師		**2,518**	1,941
– paid to member firms of the auditors of the Company	– 已付本公司核數師成員公司		**10,072**	3,807
– paid to other auditors (inclusive of internal audit fee)	– 已付其他核數師（包括內部審計費用）		**4,153**	2,143
Total audit fees	審計費用總額		**16,743**	7,891
Non-audit fees:	非審計費用：			
– paid to auditors of the Company	– 已付本公司核數師		**428**	223
– paid to member firms of the auditors of the Company	– 已付本公司核數師成員公司		**308**	325
– paid to other auditors	– 已付其他核數師		**60**	108
Total non-audit fees (**)	非審計費用總額(**)		**796**	656

(*) In 2016, this amount included RMB2,468,000 paid to a member firm of the auditors of the Company.

(**) Total non-audit fees include agreed-upon services and review of selected financial information. The amount excludes transaction costs incurred in acquisition of subsidiaries as indicated in the note (*) above.

(*) 於2016年，該金額包括已付本公司核數師成員公司的人民幣2,468,000元。

(**) 非審計費用總額包括約定服務及審閱經選定財務資料費用。該金額不包括上文附註(*)所示收購附屬公司產生的交易成本。

11. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share ("EPS") attributable to owners of the Company is based on the following data:

11. 每股盈利

本公司擁有人應佔每股基本及攤薄盈利(「每股盈利」)乃根據下列數據計算:

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Earnings for the purpose of basic and diluted EPS (profit for the year attributable to owners of the Company)	計算每股基本及攤薄盈利的利潤(本公司擁有人應佔年內利潤)	**535,653**	454,926

		2017 2017年 No. of shares 股份數目 '000 千股	2016 2016年 No. of shares 股份數目 '000 千股
Weighted average number of ordinary shares for the purpose of basic and diluted EPS	計算每股基本及攤薄盈利的普通股加權平均數	**2,490,561**	2,256,589

12. CASH AND CASH EQUIVALENTS/PLEDGED BANK DEPOSITS

12. 現金及現金等價物／已抵押銀行存款

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	**2017 2017年 RMB'000 人民幣千元**	2016 2016年 RMB'000 人民幣千元
Cash and bank balances	現金及現金結餘	**1,532,741**	1,826,474	**243,860**	8,726
Pledged bank deposits (Note 43)	已抵押銀行存款(附註43)	**(130,637)**	(191,918)	**–**	–
Cash and cash equivalents	現金及現金等價物	**1,402,104**	1,634,556	**243,860**	8,726

The pledged bank deposits are pledged to banks to secure banking facilities granted by these banks and use of certain operating concessions. The pledged bank deposits have maturity period of less than one year (2016: less than one year) and carry interest at fixed interest rates ranging from 0.3% to 2.6% (2016: 0.3% to 2.6%) per annum and floating interest rates of 0.35% (2016: 0.35%) per annum.

已抵押銀行存款乃抵押予銀行,以獲取該等銀行授出之銀行融資及使用若干經營特許權。已抵押銀行存款到期日少於一年(2016年:少於一年)及按介乎0.3%至2.6%(2016年:0.3%至2.6%)的固定年利率及0.35%(2016年:0.35%)的浮動年利率計息。

RMB1,130 million (2016: RMB1,389 million) of the Group's cash and cash equivalents are held with PRC banks and are subject to certain restrictions based on rules and regulations issued by State Administration of Foreign Exchange in PRC.

本集團人民幣1,130百萬元(2016年:人民幣1,389百萬元)的現金及現金等價物於中國的銀行持有,並受限於中國國家外匯管理局頒佈的規則及規例的若干限制。

13. TRADE AND OTHER RECEIVABLES

13. 貿易及其他應收款項

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	**2017 2017年 RMB'000 人民幣千元**	2016 2016年 RMB'000 人民幣千元
Trade receivables (inclusive of retention monies)	貿易應收款項（包括保留金）	**1,310,996**	890,195	**–**	–
Less: Allowance for doubtful receivables	減：應收呆賬準備	**(17,967)**	(40,131)	**–**	–
		1,293,029	850,064	**–**	–
Other receivables	其他應收款項	**543,272**	784,097	**642**	710
Less: Allowance for doubtful receivables	減：應收呆賬準備	**(3,418)**	(5,476)	**–**	–
		539,854	778,621	**642**	710
Total trade and other receivables	貿易及其他應收款項總額	**1,832,883**	1,628,685	**642**	710

(i) Trade receivables exclusive of retention monies are non-interest bearing with credit periods generally ranging from 0 to 180 (2016: 0 to 180) days.

(i) 貿易應收款項（不包括保留金）為免息，信貸期一般介乎0至180天（2016年：0至180天）。

(ii) Trade receivables pledged by the Group is disclosed in Note 43 to the financial statements.

(ii) 本集團抵押的貿易應收款項於財務報表附註43披露。

(iii) The following is an aged analysis of trade receivables, net of allowance of doubtful receivables, presented based on the invoice date at the end of the reporting period:

(iii) 以下為於報告期末按發票日期呈列的貿易應收款項（扣除應收呆賬準備）的賬齡分析：

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Within 30 days	30日內	**410,159**	222,731
Within 31 to 60 days	31至60日內	**93,484**	80,220
Within 61 to 90 days	61至90日內	**70,030**	65,531
Within 91 to 180 days	91至180日內	**128,753**	138,272
Within 181 to 365 days	181至365日內	**185,090**	118,947
Over 365 days	超過365日	**405,513**	224,363
		1,293,029	850,064

13. TRADE AND OTHER RECEIVABLES (continued)

(iv) Trade receivables that are past due but not impaired

The Group has trade receivables amounting to RMB813,968,000 (2016: RMB350,563,000) that are past due at the end of the reporting period but not impaired. The Group has not recognised an allowance for doubtful receivables because management is of the opinion that the amounts will be fully recoverable as there has not been a significant change in credit quality of the debtors. The Group does not hold any collateral over these receivables and the analysis of their aging (based on invoice date) at the end of the reporting period is as follows:

13. 貿易及其他應收款項(續)

(iv) 已逾期但並無減值的貿易應收款項

本集團擁有已於報告期末逾期但並無減值的貿易應收款項人民幣813,968,000元(2016年:人民幣350,563,000元)。本集團並未確認應收呆賬準備,因為管理層認為債務人的信貸質素並無發生重大變動,故有關金額可悉數收回。本集團並無就該等應收款項持有任何抵押品。於報告期末按發票日期呈列的貿易應收款項的賬齡分析如下:

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Within 30 days	30日內	210,362	23,849
Within 31 to 60 days	31至60日內	24,123	27,041
Within 61 to 90 days	61至90日內	55,127	31,498
Within 91 to 180 days	91至180日內	102,504	65,011
Within 181 to 365 days	181至365日內	140,129	76,776
Over 365 days	超過365日	281,723	126,388
		813,968	350,563

(v) Trade receivables past due and impaired

The Group's and the Company's trade receivables that are impaired at the end of the reporting period and the movement of the allowance accounts used to record the impairment are as follows:

(v) 已逾期且減值的貿易應收款項

本集團及本公司於報告期末減值的貿易應收款項及記錄減值的撥備賬目的變動如下:

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Trade receivables	貿易應收款項	77,931	231,681
Less: Allowance for doubtful receivables	減:應收呆賬準備	(17,967)	(40,131)
		59,964	191,550

13. TRADE AND OTHER RECEIVABLES (continued)

(v) Trade receivables past due and impaired (continued)

Movements in the allowance of doubtful receivables (trade)

13. 貿易及其他應收款項(續)

(v) 已逾期且減值的貿易應收款項(續)

應收呆賬撥備變動(貿易)

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	**2017 2017年 RMB'000 人民幣千元**	2016 2016年 RMB'000 人民幣千元
At beginning of the year	年初	**40,131**	22,491	**–**	–
Allowance made during the year (Note 10)	年內撥備(附註10)	**1,295**	2,158	**–**	–
Reversal of allowance during the year (Note 10)	年內撥備撥回(附註10)	**(30,676)**	(1,652)	**–**	–
Acquisition of a subsidiary	收購附屬公司	**7,217**	17,134	**–**	–
At end of the year	年末	**17,967**	40,131	**–**	–

(vi) Trade receivables that are individually determined to be impaired at the end of the reporting period relate to debtors that are slow in making payments or are in significant financial difficulties and have defaulted on payments.

The Group has trade receivables amounting to RMB419,097,000 (2016: RMB307,951,000) that are not past due and not impaired at the end of the reporting period.

(vi) 於報告期末被單獨釐定為減值的貿易應收款項涉及緩慢付款或出現重大財政困難並拖欠付款的債務人。

本集團擁有於報告期末即未逾期亦無減值的貿易應收款項人民幣419,097,000元(2016年:人民幣307,951,000元)。

(vii) Other receivables

The carrying amounts of other receivables approximate their fair values. These amounts are non-trade and unsecured.

(vii) 其他應收款項

其他應收款項的賬面值與其公允價值相若。該等金額為非貿易性質及無抵押。

13. TRADE AND OTHER RECEIVABLES (continued)

As at 31 December 2017, other receivables mainly comprise (a) non-interest-bearing amounts due from third parties of RMB132 million which are repayable on demand; (b) tax receivables of RMB114 million, (c) refundable deposits of RMB35 million; (d) value-added-tax refund of RMB30 million and (e) government grant receivable of RMB27 million.

As at 31 December 2016, other receivables mainly comprise (a) compensation receivables of RMB359 million; (b) advances to related companies of RMB176 million which are repayable on demand, interest-free and unsecured; (c) value-added-tax refund of RMB29 million and (d) government grant receivable of RMB37 million.

Included in other receivables is allowance for doubtful receivables (non-trade) as follows:

Movements in the allowance of doubtful receivables (non-trade):

13. 貿易及其他應收款項(續)

於2017年12月31日，其他應收款項主要包括(a)應收第三方免息款項人民幣132百萬元，須按要求償還；(b)應收稅項人民幣114百萬元，(c)可退回按金人民幣35百萬元；(d)增值稅退稅人民幣30百萬元及(e)政府補助應收款項人民幣27百萬元。

於2016年12月31日，其他應收款項主要包括(a)應收補償人民幣359百萬元；(b)向關聯公司墊款人民幣176百萬元，須按要求償還、為免息及無抵押；(c)增值稅退稅人民幣29百萬元及(d)政府補助應收款項人民幣37百萬元。

其他應收款項包括以下應收呆賬準備(非貿易)：

應收呆賬撥備變動(非貿易)：

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
At beginning of the year	年初	**5,476**	12,707
Reversal of allowance during the year (Note 10)	年內撥備撥回（附註10）	**(2,058)**	(8,307)
Acquisition of a subsidiary	收購附屬公司	**–**	1,076
At end of the year	年末	**3,418**	5,476

14. BILLS RECEIVABLES

Bills receivables are non-interest bearing with credit periods generally ranging from 90 to 180 (2016: 90 to 180) days.

14. 應收票據

應收票據為免息，信貸期一般介乎90至180天(2016年：90至180天)。

15. PREPAYMENTS

15. 預付款項

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	**2017 2017年 RMB'000 人民幣千元**	2016 2016年 RMB'000 人民幣千元
Prepayments to suppliers	預付供應商款項	**14,330**	20,908	**–**	–
Others	其他	**24,399**	13,479	**1,573**	358
Total prepayment, current	預付款項總額（流動）	**38,729**	34,387	**1,573**	358
Prepayment for assets relating to service concession arrangements [a]	有關服務特許經營安排的資產的預付款項[a]	**248,229**	62,724	**–**	–
Prepayment for intangible assets	無形資產預付款項	**11,971**	4,939	**–**	–
Prepayment for property, plant and equipment	物業、廠房及設備預付款項	**1,144**	409	**–**	–
Prepayment for investment in subsidiaries [b]	投資附屬公司預付款項[b]	**129,020**	–	**–**	–
Total prepayment, non-current	預付款項總額（非流動）	**390,364**	68,072	**–**	–

(a) Relates mainly to prepayment made for certain infrastructure relating to BOT and TOT service concession arrangements entered during the financial years ended 31 December 2017 and 2016.

(a) 主要與於截至2017年及2016年12月31日止財政年度訂立的BOT及TOT服務特許經營安排的若干基礎設施作出的預付款項有關。

(b) Prepayments were made for the purchase consideration for acquisitions of 51% equity interest in Weifang City Fangzi District SIIC Environment Water Co., Ltd. ("Fangzi Water"), 100% equity interest in Dalian Ziguang Water Treatment Co., Ltd. ("Dalian Ziguang") and 100% equity interest in Dalian Ziguang Lingshui Waste Water Treatment Co., Ltd. ("Ziguang Lingshui").

(b) 有關收購濰坊市坊子區上實環境供水有限公司（「坊子供水」）51%股權、大連紫光水務有限公司（「大連紫光」）100%股權及大連紫光淩水污水處理有限公司（「紫光淩水」）100%股權的購買對價的預付款項。

16. INVENTORIES

16. 存貨

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Inventories	存貨	**96,066**	73,371

Inventories comprise consumable supplies held for internal use.

存貨包括持作內部使用的消耗品。

17. SERVICE CONCESSION ARRANGEMENTS

The Group through its subsidiaries engages in the businesses of waste water treatment, water supply, waste incineration and sludge treatment in the PRC (the "operator") and has entered into a number of service concession arrangements with certain governmental authorities or their agencies in the PRC on a BOT, TOT, BOO or TOO basis in respect of its businesses. These service concession arrangements generally involve the Group as an operator to (i) construct waste water treatment, water supply, waste incineration and sludge treatment plants for those arrangements on a BOT and BOO basis; (ii) pay a specific amount for those arrangements on a TOT and TOO basis; or (iii) operate and maintain the waste water treatment, water supply, waste incineration and sludge treatment plants at a specified level of serviceability on behalf of the relevant governmental authorities for periods ranging from 20 to 50 years (the "service concession periods"), and the Group will be paid for its services over the relevant periods of the service concession arrangements at prices stipulated through pricing mechanism. The plants will be transferred to the respective grantors at the end of the service concession periods for BOT and TOT.

The Group is generally entitled to operate all the property, plant and equipment of the waste water treatment, water supply, waste incineration and sludge treatment plants, however, the relevant governmental authorities as grantors control and regulate the scope of services the Group provides to the waste water treatment, water supply, waste incineration and sludge treatment plants, and retain the beneficial entitlement to any residual interest in the waste water treatment, water supply, waste incineration and sludge treatment plants at the end of the service concession periods. Each of these service concession arrangements is governed by a contract and, where applicable, supplementary agreements entered into between the Group and the relevant governmental authorities or their agencies in the PRC that set out, *inter alia*, performance standards, mechanisms for adjusting prices for the services rendered by the Group, specific obligations levied on the Group to restore the waste water treatment, water supply, waste incineration and sludge treatment plants to a specified level of serviceability at the end of the service concession periods, and arrangements for arbitrating disputes.

At 31 December 2017, the Group had 105 (2016: 84) service concession arrangements on waste water treatment, 8 (2016: 7) service concession arrangements on water treatment and distribution, 2 (2016: 2) service concession arrangements on waste incineration and 9 (2016: 8) service concession arrangements on sludge treatment. A summary of the major terms of the principal service concession arrangements with a contracted design capacity of 100,000 tons/day or more entered into by the Group's subsidiaries is set out below:

17. 服務特許經營安排

本集團通過其附屬公司於中國從事污水處理、供水、固廢發電及污泥處理(「運營商」),並已就其業務與中國若干政府機構或其代理機構按BOT、TOT、BOO或TOO基準訂立多項服務特許經營安排。該等服務特許經營安排一般涉及本集團作為運營商以(i)按BOT及BOO基準就該等安排建設污水處理廠、供水廠、固廢發電廠及污泥處理廠;(ii)按TOT及TOO基準就該等安排支付特定金額;或(iii)代表相關政府機構按指定的服務性水準運營及管理污水處理廠、供水廠、固廢發電廠及污泥處理廠,為期介乎20至50年(「服務特許經營期」),且本集團將就於服務特許經營安排有關期間提供的服務按定價機制規定的價格獲得付款。廠房將於BOT及TOT服務特許經營期末轉交予相關授予人。

本集團一般有權運營污水處理廠、供水廠、固廢發電廠及污泥處理廠的所有物業、廠房及設備,然而,作為授予人的相關政府機構控制及規管本集團向相關污水處理廠、供水廠、固廢發電廠及污泥處理廠提供的服務範疇,並保留污水處理廠、供水廠、固廢發電廠及污泥處理廠於服務特許經營期末的任何剩餘權益的實益權利。各項該等服務特許經營安排均由一份由本集團與中國相關政府機構或其代理機構訂立的合約及補充合約(如適用)監管,當中載有(其中包括)績效標準、本集團所提供服務的價格調整機制、施予本集團以於服務特許經營期末將污水處理廠、供水廠、固廢發電廠及污泥處理廠恢復到指定的服務性水準的特定責任,及仲裁爭議的安排。

於2017年12月31日,本集團有105項(2016年:84項)污水處理的服務特許經營安排,8項(2016年:7項)污水處理及分配的服務特許經營安排,2項(2016年:2項)固廢發電的服務特許經營安排,以及9項(2016年:8項)污泥處理的服務特許經營安排。本集團附屬公司訂立的合約處理產能達100,000噸／天或以上的主要服務特許經營安排的主要條款概要載列如下:

17. SERVICE CONCESSION ARRANGEMENTS (continued)

17. 服務特許經營安排(續)

Name of subsidiary as operator 作為運營商的附屬公司名稱	Project name 項目名稱	Location in the PRC 於中國的位置	Name of grantor 授予人名稱	Type of service concession arrangement 服務特許經營安排類別	Daily design capacity (tons/day) 每日設計產能(噸/日)	Service concession period 服務特許經營期
Longjiang Environment Protection Group Co., Ltd ("Longjiang Group")	哈爾濱市文昌升級BOT項目	Harbin, Heilongjiang Province	哈爾濱市水務局	BOT (Financial assets)	650,000	29 years from 2011
龍江環保集團股份有限公司(「龍江集團」)	哈爾濱市文昌升級BOT項目	黑龍江省哈爾濱	哈爾濱市水務局	BOT(金融資產)	650,000	自2011年起計29年
Wuhan Hanxi Wastewater Treatment Co., Ltd. ("Wuhan Hanxi")	武漢漢西污水處理項目一期及二期擴建項目	Wuhan, Hubei Province	武漢市人民政府	BOT (Financial assets)	600,000	30 years from 2005
武漢漢西污水處理有限公司(「武漢漢西」)	武漢漢西污水處理項目一期及二期擴建項目	湖北省武漢	武漢市人民政府	BOT(金融資產)	600,000	自2005年起計30年
Yiyang City Tap Water Co., Ltd. ("Yiyang Tap Water")	益陽市城市供水項目	Yiyang, Hunan Province	益陽市住房和城鄉建設局	TOT and BOT (Intangible assets)	520,000[a]	28 years from 2016
益陽市自來水有限公司(「益陽市自來水」)	益陽市城市供水項目	湖南省益陽	益陽市住房和城鄉建設局	TOT及BOT(無形資產)	520,000[a]	自2016年起計28年
Mudanjiang Longjiang Environmental Protection Water Supply Co., Ltd. ("Mudanjiang Tap Water")	牡丹江市自來水廠TOT項目	Mudanjiang, Heilongjiang Province	牡丹江市城市投資集團有限公司	TOT (Intangible assets)	360,000	30 years from 2010
牡丹江龍江環保供水有限公司(「牡丹江自來水」)	牡丹江市自來水廠TOT項目	黑龍江省牡丹江	牡丹江市城市投資集團有限公司	TOT(無形資產)	360,000	自2010年起計30年
Jiamusi Longjiang Environmental Protection Water Supply Co., Ltd. ("Jiamusi Tap Water")	佳木斯市自來水廠TOT項目	Jiamusi, Heilongjiang Province	佳木斯市新時代城市基礎設施建設投資(集團)有限公司	TOT (Intangible assets)	360,000	30 years from 2012
佳木斯龍江環保供水有限公司(「佳木斯自來水」)	佳木斯市自來水廠TOT項目	黑龍江省佳木斯	佳木斯市新時代城市基礎設施建設投資(集團)有限公司	TOT(無形資產)	360,000	自2012年起計30年

17. SERVICE CONCESSION ARRANGEMENTS (continued)

17. 服務特許經營安排（續）

Name of subsidiary as operator 作為運營商的附屬公司名稱	Project name 項目名稱	Location in the PRC 於中國的位置	Name of grantor 授予人名稱	Type of service concession arrangement 服務特許經營安排類別	Daily design capacity (tons/day) 每日設計產能（噸／日）	Service concession period 服務特許經營期
Longjiang Group	哈爾濱市太平污水廠BOT項目	Harbin, Heilongjiang Province	哈爾濱供排水集團有限責任公司	BOT (Financial assets)	325,000	25 years from 2005
龍江集團	哈爾濱市太平污水廠BOT項目	黑龍江省哈爾濱	哈爾濱供排水集團有限責任公司	BOT（金融資產）	325,000	自2005年起計25年
Longjiang Group	哈爾濱市文昌污水廠TOT項目	Harbin, Heilongjiang Province	哈爾濱市水務局	TOT (Financial assets)	325,000	30 years from 2010
龍江集團	哈爾濱市文昌污水廠TOT項目	黑龍江省哈爾濱	哈爾濱市水務局	TOT（金融資產）	325,000	自2010年起計30年
Weifang City Tap Water Co., Ltd. ("Weifang Tap Water")	濰坊市城市供水項目	Weifang, Shandong Province	濰坊市人民政府	TOT and BOT (Intangible assets)	320,000	25 years from 2007
濰坊市自來水有限公司（「濰坊自來水」）	濰坊市城市供水項目	山東省濰坊	濰坊市人民政府	TOT及BOT（無形資產）	320,000	自2007年起計25年
Wuhan Huang-Pi Kaidi Water Services Co., Ltd. ("Wuhan Huang-Pi")	武漢市黃陂區供水項目	Huang-Pi, Hubei Province	武漢市黃陂區政府	BOT (Intangible assets)	140,000	30 years from 2008
武漢黃陂凱迪水務有限公司（「武漢黃陂」）	武漢市黃陂區供水項目	湖北省黃陂	武漢市黃陂區政府	BOT（無形資產）	140,000	自2008年起計30年
Huizhou City Nanfang Water Co., Ltd. ("Huizhou Nanfang")	惠州市梅湖水處理項目一期二期項目	Huizhou, Guangdong Province	惠州市環保局	BOT and TOT (Financial assets)	200,000	25 years from 2005
惠州市南方水務有限公司（「惠州南方」）	惠州市梅湖水處理項目一期二期項目	廣東省惠州	惠州市環保局	BOT及TOT（金融資產）	200,000	自2005年起計25年
Shenzhen City Nanfang Water Co., Ltd. ("Shenzhen Nanfang")	深圳市龍崗一包污水處理項目	Shenzhen, Guangdong Province	深圳市水務局	BOT (Financial assets)	200,000 [b]	22 years from 2009
深圳市南方水務有限公司（「深圳南方」）	深圳市龍崗一包污水處理項目	廣東省深圳	深圳市水務局	BOT（金融資產）	200,000 [b]	自2009年起計22年
Shanghai Fengxian West Wastewater Treatment Co., Ltd.	上海奉賢西部污水處理BOT一期二期三期項目	Fengxian, Shanghai	上海市水務局	BOT (Financial assets)	200,000[c]	25 years from 2007
上海市奉賢西部污水處理有限公司	上海奉賢西部污水處理BOT一期二期三期項目	上海奉賢	上海市水務局	BOT（金融資產）	200,000[c]	自2007年起計25年

17. SERVICE CONCESSION ARRANGEMENTS (continued)

17. 服務特許經營安排(續)

Name of subsidiary as operator 作為運營商的附屬公司名稱	Project name 項目名稱	Location in the PRC 於中國的位置	Name of grantor 授予人名稱	Type of service concession arrangement 服務特許經營安排類別	Daily design capacity (tons/day) 每日設計產能(噸／日)	Service concession period 服務特許經營期
Weifang Shanghai Environment Wastewater Treatment Co., Ltd.	山東濰坊市污水處理廠遷擴建項目	Weifang, Shandong Province	濰坊市人民政府	BOT (Financial assets)	200,000	30 years from 2016
濰坊上實環境污水處理有限公司	山東濰坊市污水處理廠遷擴建項目	山東省濰坊	濰坊市人民政府	BOT(金融資產)	200,000	自2016年起計30年
Tianmen Kaidi Water Services Co., Ltd.	天門市城區供水項目	Tianmen, Hubei Province	天門市建設委員會	BOT and TOT (Intangible assets)	200,000	25 years from 2005
天門凱迪水務有限責任公司	天門市城區供水項目	湖北省天門	天門市建設委員會	BOT及TOT(無形資產)	200,000	自2005年起計25年
Shanghai Qingpu Second Wastewater Treatment Co., Ltd.	青浦第二污水處理項目	Qingpu, Shanghai	上海市青浦區水務局	TOT and BOT (Financial assets)	180,000[d]	30 years from 2008
上海青浦第二污水處理廠有限公司	青浦第二污水處理項目	上海青浦	上海市青浦區水務局	TOT及BOT(金融資產)	180,000[d]	自2008年起計30年
Yuyao City Xiaocaoe Urban Wastewater Treatment Co., Ltd.	余姚市(小曹娥)污水處理BOT項目	Yuyao, Zhejiang Province	余姚市人民政府	BOT (Financial assets)	225,000[e]	22 years from 2014
余姚市小曹娥城市污水處理有限公司	余姚市(小曹娥)污水處理BOT項目	浙江省余姚	余姚市人民政府	BOT(金融資產)	225,000[e]	自2014年起計22年
Harbin Pingyi Longjiang Environmental Protection Water Treatment Co., Ltd.	哈爾濱市平房污水廠BOT項目	Harbin, Heilongjiang Province	哈爾濱市發展和改革委員會	BOT (Financial assets)	150,000	30 years from 2011
哈爾濱平義龍江環保治水有限公司	哈爾濱市平房污水廠BOT項目	黑龍江省哈爾濱	哈爾濱市發展和改革委員會	BOT(金融資產)	150,000	自2011年起計30年
Huangshi Kaidi Water Services Co., Ltd.	黃石市磁湖污水處理項目	Huangshi, Hubei Province	黃石市市政公用局	BOT (Financial assets)	125,000	27 years from 2008
黃石凱迪水務有限公司	黃石市磁湖污水處理項目	湖北省黃石	黃石市市政公用局	BOT(金融資產)	125,000	自2008年起計27年
Chenzhou Nanfang Wastewater Treatment Co., Ltd.	郴州市污水處理項目	Chenzhou, Hunan Province	郴州市城市管理局	BOT (Financial assets)	120,000	25 years from 2003
郴州南方污水處理有限責任公司	郴州市污水處理項目	湖南省郴州	郴州市城市管理局	BOT(金融資產)	120,000	自2003年起計25年
Dalian SIIC Environment Quanshuihe River Wastewater Treatment Co., Ltd.	大連市泉水河污水處理廠(二期)項目	Dalian, Liaoning Province	大連市城市建設管理局	BOT (Financial assets)	105,000[f]	21 years from 2016
大連上實環境泉水河污水處理有限公司	大連市泉水河污水處理廠(二期)項目	遼寧省大連	大連市城市建設管理局	BOT(金融資產)	105,000[f]	自2016年起計21年

17. SERVICE CONCESSION ARRANGEMENTS (continued) 17. 服務特許經營安排（續）

Name of subsidiary as operator 作為運營商的附屬公司名稱	Project name 項目名稱	Location in the PRC 於中國的位置	Name of grantor 授予人名稱	Type of service concession arrangement 服務特許經營安排類別	Daily design capacity (tons/day) 每日設計產能（噸／日）	Service concession period 服務特許經營期
Huizhou SIIC Environment Nanfang Wastewater Treatment Co., Ltd. 惠州市上實南方水務有限公司	惠州市梅湖水處理項目三期 惠州市梅湖水處理項目三期	Huizhou, Guangdong Province 廣東省惠州	惠州市人民政府 惠州市人民政府	BOT (Financial assets) BOT（金融資產）	100,000[g] 100,000[g]	27 years from 2015 自2015年起計27年
SIIC Environment (Yinchuan) Water treatment Co., Ltd. 上實環境（銀川）污水處理有限公司	銀川市第五污水處理項目 銀川市第五污水處理項目	Yinchuan, Ningxia Hui Autonomous Region 寧夏回族自治區銀川	銀川市建設局 銀川市建設局	BOT and TOT (Financial assets) BOT及TOT（金融資產）	100,000 [h] 100,000 [h]	30 years from 2014 [h] 自2014年起計30年[h]
SIIC Environment Holdings (Dezhou) Co., Ltd. 上實環境（德州）污水處理有限公司	德州市污水處理項目 德州市污水處理項目	Dezhou, Shandong Province 山東省德州	德州市建設委員會 德州市建設委員會	TOT (Financial assets) TOT（金融資產）	100,000 100,000	20 years from 2006 自2006年起計20年
Nanyang Tianguan Water Treatment Co., Ltd. 南陽天冠水處理有限公司	南陽市白河南污水處理廠工程 南陽市白河南污水處理廠工程	Nanyang, Henan Province 河南省南陽	南陽市住房和城鄉建設委員會 南陽市住房和城鄉建設委員會	BOT (Financial assets) BOT（金融資產）	100,000 100,000	30 years from 2014 自2014年起計30年
Harbin Pingyi Longjiang Environmental Protection Water Treatment Co., Ltd. 哈爾濱平義龍江環保治水有限公司	哈爾濱市信義污水廠BOT項目 哈爾濱市信義污水廠BOT項目	Harbin, Heilongjiang 黑龍江省哈爾濱	哈爾濱市發展和改革委員會 哈爾濱市發展和改革委員會	BOT (Financial assets) BOT（金融資產）	100,000 100,000	30 years from 2011 自2011年起計30年
Mudanjiang Longjiang Environmental Protection Water Co., Ltd. 牡丹江龍江環保水務有限責任公司	牡丹江市污水廠TOT項目 牡丹江市污水廠TOT項目	Mudanjiang, Heilongjiang Province 黑龍江省牡丹江	牡丹江市城市投資集團有限公司 牡丹江市城市投資集團有限公司	TOT (Financial assets) TOT（金融資產）	100,000 100,000	30 years from 2007 自2007年起計30年
Mudanjiang Longjiang Environmental Protection Water Co., Ltd. 牡丹江龍江環保水務有限責任公司	牡丹江市污水廠二期BOT項目 牡丹江市污水廠二期BOT項目	Mudanjiang, Heilongjiang Province 黑龍江省牡丹江	牡丹江市水務局 牡丹江市水務局	BOT (Financial assets) BOT（金融資產）	100,000 100,000	30 years from 2015 自2015年起計30年

17. SERVICE CONCESSION ARRANGEMENTS (continued)

17. 服務特許經營安排(續)

Name of subsidiary as operator 作為運營商的附屬公司名稱	Project name 項目名稱	Location in the PRC 於中國的位置	Name of grantor 授予人名稱	Type of service concession arrangement 服務特許經營安排類別	Daily design capacity (tons/day) 每日設計產能(噸／日)	Service concession period 服務特許經營期
Dongguan City DaLang Shui Kou Xing Bao Water Treatment Co., Ltd. ("Dongguan Da Lang")	東莞市大朗松山湖南部污水處理廠項目	Dongguan, Guangdong Province	東莞市大朗鎮人民政府	BOT (Financial assets)	100,000	25 years from 2006
東莞市大朗水口興寶水務有限公司(「東莞大朗」)	東莞市大朗松山湖南部污水處理廠項目	廣東省東莞	東莞市大朗鎮人民政府	BOT(金融資產)	100,000	自2006年起計25年
Jiamusi Longjiang Environmental Protection Water Co., Ltd.	佳木斯東區污水處理一期二期項目	Jiamusi, Heilongjiang Province	佳木斯市環境保護局	BOT (Financial assets)	100,000[i]	15 years from 2018
佳木斯龍江環保水務有限公司	佳木斯東區污水處理一期二期項目	黑龍江省佳木斯	佳木斯市環境保護局	BOT(金融資產)	100,000[i]	自2018年起計15年

(a) The existing plant of 320,000 tons/day design capacity is in operation. Phase 4 project is currently under construction and is expected to be completed in 2018, and is included under service concession period in the above table.

(a) 現有營運中廠房的設計產能為320,000噸／日。四期項目現時正在興建中，預期將於2018年竣工，並計入上表的服務特許經營期。

(b) The amount relates to contracted design capacity under service concession arrangement. The total contracted design capacity of the project is 280,000 tons/day. The remaining 80,000 tons/day relates to contracted design capacity under operation and management arrangement.

(b) 該數額為服務特許經營安排下的合約設計產能。該項目的合約處理總產能為280,000噸／日。餘下80,000噸／日為營運及管理安排下的合約處理產能。

(c) The existing plant of 150,000 tons/day design capacity is in operation. Phase 3 is currently under construction and is expected to be completed in 2018, and is included under service concession period in the above table.

(c) 現有營運中廠房的設計產能為150,000噸／日。三期項目現時正在興建中，預期將於2018年竣工，並計入上表的服務特許經營期。

(d) The existing plant of 120,000 tons/day design capacity is in operation. Phase 4 is currently under construction and is expected to be completed in 2018, and is included under service concession period in the above table.

(d) 現有營運中廠房的設計產能為120,000噸／日。四期項目現時正在興建中，預期將於2018年竣工，並計入上表的服務特許經營期。

(e) The existing plant of 150,000 tons/day design capacity is in operation. Phase 3 expansion upgrade and reconstruction is currently under construction and is expected to be completed in 2018, and is included under service concession period in the above table.

(e) 現有營運中廠房的設計產能為150,000噸／日。三期擴張升級重建現時正在興建中，預期將於2018年竣工，並計入上表的服務特許經營期。

(f) The plant is currently under construction and is expected to be completed in 2018, and is included under service concession period in the above table.

(f) 廠房現時正在興建中，預期將於2018年竣工，並計入上表的服務特許經營期。

(g) Phase 3 is currently under construction and is expected to be completed in 2018, and is included under service concession period in the above table.

(g) 三期現時正在興建中，預期將於2018年竣工，並計入上表的服務特許經營期。

(h) The existing plant of 50,000 tons/day design capacity is in operation. Phase 2 is currently under construction and is expected to be completed in 2018, and is included under service concession period in the above table.

(h) 現有營運中廠房的設計產能為50,000噸／日。二期項目現時正在興建中，預期將於2018年竣工，並計入上表的服務特許經營期。

(i) The existing plant of 60,000 tons/day design capacity is in operation. Phase 2 is currently under construction and is expected to be completed in 2018, and is included in the above table.

(i) 現有營運中廠房的設計產能為60,000噸／日。二期項目現時正在興建中，預期將於2018年竣工，並計入上表的服務特許經營期。

17. SERVICE CONCESSION ARRANGEMENTS (continued)

Receivables under service concession arrangements

As described in the accounting policy for "Service concession arrangements" set out in Note 2.9, consideration given by the grantor for a service concession arrangement is accounted for as an intangible asset (operating concessions) or a financial asset (receivables under service concession arrangements) or a combination of both, as appropriate. The intangible asset component is detailed in Note 23, and the financial asset component is as follows:

17. 服務特許經營安排(續)

服務特許經營安排項下應收款項

如附註2.9所載「服務特許經營安排」的會計政策所述，授予人就服務特許經營安排作出的對價入賬為無形資產(特許經營權)或金融資產(服務特許經營安排項下應收款項)或兩者結合(如適用)。無形資產組成部分於附註23詳述，而金融資產組成部分如下：

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Receivables under service concession arrangements	服務特許經營安排項下應收款項	13,252,753	11,152,079
Less: Current portion classified as current assets	減：分類為流動資產的流動部分	(260,888)	(203,993)
Non-current portion	非流動部分	12,991,865	10,948,086
Expected collection schedule is analysed as follows:	預期收款時間表分析如下：		
Within 1 year	1年內	260,888	203,993
Within 2 to 5 years	2至5年內	1,220,340	1,021,637
Over 5 years	5年以上	11,771,525	9,926,449
		13,252,753	11,152,079

During the current financial year, the Group recognised financial income of RMB737,367,000 (2016: RMB395,187,000) (Note 4) and construction revenue of RMB2,029,998,000 (2016: RMB1,009,358,000) as revenue from service concession arrangements. The effective interest applied ranges from 4.90% to 7.83% (2016: 4.90% to 7.83%) per annum.

於本財政年度，本集團確認金融收入人民幣737,367,000元(2016年：人民幣395,187,000元)(附註4)及建設收入人民幣2,029,998,000元(2016年：人民幣1,009,358,000元)作為服務特許經營安排的收入。適用實際年利率介乎4.90%至7.83%(2016年：4.90%至7.83%)。

The relevant assets pledged by the Group are disclosed in Note 43 to the financial statements.

本集團抵押的相關資產於財務報表附註43披露。

Provision for major overhauls

Pursuant to the service concession agreements, the Group has contractual obligations to maintain the waste water treatment, water supply, waste incineration and sludge treatment plants to a specified level of serviceability and/or to restore the plants to a specified condition before they are handed over to the grantors at the end of the service concession periods. These contractual obligations to maintain or restore the waste water treatment, water supply, waste incineration and sludge treatment plants, except for any upgrade element, are recognised and measured in accordance with FRS 37, i.e., at the best estimate of the expenditure that would be required to settle the present obligation at the end of the reporting period. The future expenditure on these maintenance and restoration costs is collectively referred to as "major overhauls". The estimation basis is reviewed on an ongoing basis, and revised where appropriate.

重大檢修撥備

根據服務特許經營協議，本集團有合約責任將污水處理廠、供水廠、固廢發電廠及污泥處理廠維持於特定服務水平及／或於服務特許經營期末移交廠房予授予人前將廠房恢復至特定狀況。維持或恢復污水處理廠、供水廠、固廢發電廠及污泥處理廠(任何升級元素除外)的合約責任乃根據《財務報告準則》第37號確認及計量，即按於報告期末所需結清現有責任的開支的最佳估計。該等維護及恢復成本的未來開支統稱為「重大檢修」。計算基礎會持續進行檢討及作出適當修改。

17. SERVICE CONCESSION ARRANGEMENTS (continued)

Receivables under service concession arrangements (continued)

Provision for major overhauls (continued)

Movements in provision for major overhauls are as follows:

17. 服務特許經營安排(續)

服務特許經營安排項下應收款項(續)

重大檢修撥備(續)

重大檢修撥備變動如下:

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
At beginning of the year	年初	**28,233**	12,601
Acquisition of subsidiaries	收購附屬公司	**–**	15,558
Provision made during the year	年內撥備	**47**	74
At end of the year (Note 34)	年末(附註34)	**28,280**	28,233

18. AMOUNTS DUE FROM (TO) CUSTOMERS FOR CONTRACT WORK

18. 應收(應付)客戶合約工程款

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Contract costs incurred plus recognised profits less recognised losses	產生合約成本加確認利潤減確認虧損	**784,127**	524,631
Less: Progress billings	減:按進度結算款項	**(763,051)**	(488,436)
		21,076	36,195
Analysed for reporting purposes as:	為報告目的所作的分析:		
Amounts due from customers for contract work	應收客戶合約工程款	**37,796**	57,581
Amounts due to customers for contract work	應付客戶合約工程款	**(16,720)**	(21,386)
		21,076	36,195

Advances received from customers for contract work amounted to RMB220,107,000 are classified under other payables (2016: RMB160,156,000).

已收客戶合約工程墊款人民幣220,107,000元分類為其他應付款項(2016年:人民幣160,156,000元)。

At 31 December 2017, net amount due from (to) customers for contract work of RMB21,076,000 (2016: RMB36,195,000) have been classified as current because they are expected to be realised in the normal operating cycle of the construction projects.

於2017年12月31日,應收(應付)客戶合約工程款淨額人民幣21,076,000元(2016年:人民幣36,195,000元)已分類為流動,因為該等款項預期可於建設項目的一般營運週期內變現。

Amounts due from customers for contract work included provision for foreseeable losses of RMB25,000 (2016: RMB25,000) as at year end.

於年末,應收客戶合約工程款包括可預見虧損撥備人民幣25,000元(2016年:人民幣25,000元)。

19. AMOUNTS DUE FROM JOINT VENTURE/AMOUNTS DUE FROM ASSOCIATE/AMOUNTS DUE FROM (TO) SUBSIDIARIES

The amounts are non-trade, unsecured, non-interest bearing and repayable on demand except for amounts due from an associate amounting to RMB36,543,000 (2016: RMB34,543,000) which bears interest at 6% to 15% (2016: 6%) per annum of which RMB14,543,000 (2016: RMB14,543,000) is not expected to be repaid within the next 12 months from the end of reporting period.

19. 應收合資企業款項／應收聯營公司款項／應收（應付）附屬公司款項

該等金額為非貿易性質、無抵押、免息及應要求償還，惟應收一家聯營公司的款項人民幣36,543,000元（2016年：人民幣34,543,000元）按年利率6%至15%（2016年：6%）計息。其中人民幣14,543,000元（2016年：人民幣14,543,000元）預期不會於自報告期末起計未來12個月內償還。

20. HELD-FOR-TRADING INVESTMENT

20. 持作買賣投資

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Quoted equity shares, at fair value	上市權益股份，按公允價值計	**34,750**	26,795

The investments above include investments in quoted equity securities that offer the Group the opportunity for return through dividend income and fair value gains. They have no fixed maturity or coupon rate. The fair values of these securities are based on closing quoted market prices on the last market day of the financial year.

上述投資包括於上市股本證券的投資，讓本集團有機會透過股息收入及公允價值收益獲取回報。該等投資沒有固定到期日或息率。該等證券的公允價值根據財政年度最後交易日所報收市價計算。

21. AVAILABLE-FOR-SALE FINANCIAL INSTRUMENTS

21. 可供出售金融工具

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	**2017 2017年 RMB'000 人民幣千元**	2016 2016年 RMB'000 人民幣千元
Listed equity securities [(a)]	上市股本證券[(a)]	**–**	179,806	**–**	–
Unlisted equity securities [(b)]	非上市股本證券[(b)]	**26,803**	26,482	**13,323**	13,189
		26,803	206,288	**13,323**	13,189

(a) The investment related to a 2.8% equity interest in Canvest Environmental Protection Group Company Limited ("Canvest"). At the end of the financial period ended 31 December 2016, the investment was stated at fair value which was determined by reference to bid prices quoted on The Stock Exchange of Hong Kong Limited. During the financial year ended 31 December 2017, the Group disposed its entire equity interest in Canvest to a wholly-owned subsidiary of the Company's intermediate holding company.

(a) 該投資指於粵豐環保電力有限公司（「粵豐」）的2.8%股權。於截至2016年12月31日止財政期間末，該投資按參考香港聯合交易所有限公司所報買入價釐定的公允價值呈列。於截至2017年12月31日止財政年度，本集團出售其於粵豐的全部股權予本公司中介控股公司的一間全資附屬公司。

(b) These investments represent ordinary and preference share in private companies. Management is of the view that the fair value of unquoted shares cannot be measured reliably as the range of reasonable fair value estimates is significant and the probabilities of the various estimates cannot be assessed. Accordingly, the investment is stated at cost.

(b) 該等投資為於私人公司的普通及優先股份。管理層認為非上市股份的公允價值無法可靠計量，原因是公允價值合理估計的範圍較大及多項估計可能無法評估。因此，投資按成本呈列。

22. PROPERTY, PLANT AND EQUIPMENT

22. 物業、廠房及設備

		Group 本集團					
		Plant and machinery 廠房及機器	Furniture, fittings and equipment 傢俬、裝置及設備	Motor vehicles 汽車	Leasehold buildings and improvement 租賃樓宇裝修	Construction in-progress 在建工程	Total 合計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
Cost	**成本**						
At 1 January 2016	於2016年1月1日	43,453	16,307	28,801	63,085	3,088	154,734
Additions	添置	1,724	3,806	3,735	5,382	5,144	19,791
Disposals/Written off	出售／撇銷	(40)	(197)	(3,370)	–	–	(3,607)
Acquisition of subsidiaries (Note 40)	收購附屬公司（附註40）	6,126	13,721	8,219	19,887	26,584	74,537
Reclassification/Transfers	重新分類／轉讓	20,101	(136)	136	105	(21,897)	(1,691)
Exchange differences	匯兑差額	–	5	–	42	–	47
At 31 December 2016	於2016年12月31日	71,364	33,506	37,521	88,501	12,919	243,811
Additions	添置	5,004	5,279	3,311	12,995	21,753	48,342
Disposals/Written off	出售／撇銷	(1,652)	(449)	(1,995)	(67)	–	(4,163)
Reclassification/Transfers	重新分類／轉讓	1,477	736	135	(680)	(3,655)	(1,987)
Exchange differences	匯兑差額	–	7	–	25	–	32
At 31 December 2017	**於2017年12月31日**	**76,193**	**39,079**	**38,972**	**100,774**	**31,017**	**286,035**
Accumulated depreciation	**累計折舊**						
At 1 January 2016	於2016年1月1日	10,491	8,809	12,941	17,572	–	49,813
Depreciation charge for the year	年內折舊支出	3,654	1,853	3,139	4,722	–	13,368
Disposals/Written off	出售／撇銷	(9)	(168)	(2,821)	–	–	(2,998)
Exchange differences	匯兑差額	–	7	–	41	–	48
At 31 December 2016	於2016年12月31日	14,136	10,501	13,259	22,335	–	60,231
Depreciation charge for the year	年內折舊支出	7,190	4,254	4,953	5,838	–	22,235
Disposals/Written off	出售／撇銷	(861)	(289)	(1,293)	(30)	–	(2,473)
Exchange differences	匯兑差額	–	–	–	10	–	10
At 31 December 2017	**於2017年12月31日**	**20,465**	**14,466**	**16,919**	**28,153**	**–**	**80,003**
Carrying amount	**賬面值**						
At 31 December 2017	**於2017年12月31日**	**55,728**	**24,613**	**22,053**	**72,621**	**31,017**	**206,032**
At 31 December 2016	於2016年12月31日	57,228	23,005	24,262	66,166	12,919	183,580

The relevant assets pledged by the Group are disclosed in Note 43 to the financial statements.

本集團抵押的相關資產於財務報表附註43披露。

22. PROPERTY, PLANT AND EQUIPMENT (continued) 22. 物業、廠房及設備(續)

		Company 本公司		
		Furniture, fittings and equipment 傢俬、裝置及設備	Leasehold improvement 租賃物業裝修	Total 合計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
Cost	**成本**			
At 1 January 2016	於2016年1月1日	489	848	1,337
Additions	添置	211	1,547	1,758
Exchange differences	匯兑差額	4	42	46
At 31 December 2016	於2016年12月31日	704	2,437	3,141
Additions	添置	14	–	14
Exchange differences	匯兑差額	7	25	32
At 31 December 2017	**於2017年12月31日**	**725**	**2,462**	**3,187**
Accumulated depreciation	**累計折舊**			
At 1 January 2016	於2016年1月1日	137	848	985
Depreciation charge for the year	年內折舊支出	121	291	412
Exchange differences	匯兑差額	6	41	47
At 31 December 2016	於2016年12月31日	264	1,180	1,444
Depreciation charge for the year	年內折舊支出	119	315	434
Exchange differences	匯兑差額	2	9	11
At 31 December 2017	於2017年12月31日	385	1,504	1,889
Carrying amount	**賬面值**			
At 31 December 2017	於2017年12月31日	340	958	1,298
At 31 December 2016	於2016年12月31日	440	1,257	1,697

23. INTANGIBLE ASSETS/LAND USE RIGHTS

23. 無形資產／土地使用權

		Group 本集團				
		Operating concessions 特許經營權	Patent & licensing rights 專利及許可權	Computer software 電腦軟件	Total intangible assets 無形資產合計	Land use rights 土地使用權
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
Cost	**成本**					
At 1 January 2016	於2016年1月1日	3,516,829	4,781	4,027	3,525,637	6,036
Additions	添置	49,963	–	568	50,531	–
Acquisition of subsidiaries (Note 40)	收購附屬公司（附註40）	3,335,369	1,864	1,410	3,338,643	1,987
Disposals	出售	(8,894)	–	(15)	(8,909)	–
At 31 December 2016	於2016年12月31日	6,893,267	6,645	5,990	6,905,902	8,023
Additions	添置	243,611	–	1,223	244,834	363
Acquisition of subsidiaries (Note 40)	收購附屬公司（附註40）	86,525	–	–	86,525	–
Disposals	出售	(50,229)	–	–	(50,229)	–
Reclassification	重新分類	60	–	–	60	–
At 31 December 2017	**於2017年12月31日**	**7,173,234**	**6,645**	**7,213**	**7,187,092**	**8,386**
Accumulated amortisation	**累計攤銷**					
At 1 January 2016	於2016年1月1日	274,148	4,781	2,994	281,923	1,316
Amortisation for the year	年內攤銷	161,803	98	334	162,235	256
Disposals	出售	(1,482)	–	(13)	(1,495)	–
At 31 December 2016	於2016年12月31日	434,469	4,879	3,315	442,663	1,572
Amortisation for the year	年內攤銷	276,574	589	606	277,769	355
At 31 December 2017	**於2017年12月31日**	**711,043**	**5,468**	**3,921**	**720,432**	**1,927**
Accumulated impairment loss	**累計減值虧損**					
At 1 January 2016 and 31 December 2016	於2016年1月1日及2016年12月31日	24,000	–	–	24,000	–
Reversal of impairment loss	減值虧損撥回	(24,000)	–	–	(24,000)	–
At 31 December 2017	**於2017年12月31日**	**–**	**–**	**–**	**–**	**–**
Carrying amount	**賬面值**					
At 31 December 2017	**於2017年12月31日**	**6,462,191**	**1,177**	**3,292**	**6,466,660**	**6,459**
At 31 December 2016	於2016年12月31日	6,434,798	1,766	2,675	6,439,239	6,451

23. INTANGIBLE ASSETS/LAND USE RIGHTS (continued)

The relevant assets pledged by the Group including those under bank borrowings and finance leaseback arrangements, are disclosed in Note 43 to the financial statements.

Land use rights

The Group has land use rights over state-owned land in the PRC where the subsidiaries' operations reside. The land use rights are not transferable.

Amortisation expense

The amortisation of intangible assets and land use rights relating to operating concessions is mainly included in the "Cost of sales" and the amortisation of other intangible assets is included in "Cost of sales", "Selling and distribution expenses" and "Administrative expenses" line item in the consolidated statement of profit or loss.

Impairment testing

Management assessed for indicators of impairment annually and is of the view that there is no further impairment on any intangible assets as at 31 December 2017 and 31 December 2016.

23. 無形資產／土地使用權(續)

本集團抵押的相關資產，包括銀行借款及融資租回安排項下資產，於財務報表附註43披露。

土地使用權

本集團擁有附屬公司營運所處中國國有土地的土地使用權。土地使用權不可轉讓。

攤銷開支

於綜合損益表內，有關特許經營權的無形資產及土地使用權攤銷主要計入「銷售成本」項下，其他無形資產攤銷計入「銷售成本」、「銷售分銷開支」及「管理開支」項下。

減值測試

管理層每年評估減值跡象，並認為2017年12月31日及2016年12月31日，概無任何其他無形資產減值。

24. LONG TERM RECEIVABLES

24. 長期應收款項

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Retention monies[a]	保留金[a]	35,803	4,924
Others[b]	其他[b]	325,620	6,623
		361,423	11,547

(a) The non-current portion of retention sums are carried at amortised cost using a weighted average effective interest rate of 4.90% (2016: 4.90%) per annum.

(b) As at 31 December 2017, the balance included a compensation receivable of RMB321,460,000 for the termination of a BOT water supply project.

(a) 保留金的非流動部分使用加權平均實際年利率4.90%（2016年：4.90%）按攤銷成本列賬。

(b) 於2017年12月31日，結餘包括因一項BOT供水項目遭終止的應收補償人民幣321,460,000元。

25. DEFERRED TAX

The following are the major deferred tax liabilities (assets) recognised by the Group and movement thereon during the current and prior years:

25. 遞延稅項

以下為本集團於本年度及過往年度確認的主要遞延稅項負債(資產)以及其變動：

		Arising from service concession arrangements 來自服務特許經營安排 RMB'000 人民幣千元	Undistributed earnings of PRC entities 中國實體的未分派盈利 RMB'000 人民幣千元	Fair value adjustments on business combinations 業務合併的公允價值調整 RMB'000 人民幣千元	Tax losses 稅項虧損 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
At 1 January 2016	**於2016年1月1日**	231,176	16,795	548,835	(4,371)	(17,538)	774,897
Charged (Credited) to profit or loss	在損益扣除（計入損益）	78,596	–	(22,380)	(10,327)	(1,310)	44,579
Acquisition of subsidiaries (Note 40)	收購附屬公司（附註40）	185,328	–	583,761	(2,119)	(6,309)	760,661
At 31 December 2016	**於2016年12月31日**	495,100	16,795	1,110,216	(16,817)	(25,157)	1,580,137
Charged (Credited) to profit or loss	在損益扣除（計入損益）	118,785	–	(23,287)	(30,463)	8,061	73,096
Acquisition of subsidiaries (Note 40)	收購附屬公司（附註40）	33,919	–	4,749	–	–	38,668
At 31 December 2017	**於2017年12月31日**	**647,804**	**16,795**	**1,091,678**	**(47,280)**	**(17,096)**	**1,691,901**

For the purpose of presentation in the statement of financial position, certain deferred tax assets and liabilities have been offset. The following is the analysis of the deferred tax balances for financial reporting purposes:

就財務狀況表的呈列目的而言，若干遞延稅項資產及負債已抵銷。以下為就財務報告目的而言的遞延稅項結餘分析：

		Group 本集團 **2017** **2017年** **RMB'000** **人民幣千元**	 2016 2016年 RMB'000 人民幣千元
Deferred tax liabilities	遞延稅項負債	**1,739,910**	1,602,513
Deferred tax assets	遞延稅項資產	**(48,009)**	(22,376)
		1,691,901	1,580,137

At the end of the reporting period, the Group have unused tax losses of approximately RMB641,240,000 (2016: RMB401,840,000) available for offset against future assessable profits.

於報告期末，本集團有可供抵銷未來應評稅利潤的未動用稅項虧損約人民幣641,240,000元(2016年：人民幣401,840,000元)。

25. DEFERRED TAX (continued)

As at 31 December 2017, certain subsidiaries have unused tax losses of approximately RMB23,807,000, RMB61,964,000, RMB92,974,000, RMB237,939,000 and RMB224,556,000 (2016: RMB6,373,000, RMB19,804,000, RMB63,144,000, RMB101,695,000 and RMB210,824,000) expiring in 2018, 2019, 2020, 2021 and 2022 (2016: in 2017, 2018, 2019, 2020 and 2021) respectively.

A deferred tax asset amounting to approximately RMB47,280,000 (2016: RMB16,817,000) in respect of tax losses amounting to approximately RMB189,119,000 (2016: RMB67,268,000) has been recognised for the Group. No deferred tax asset was recognised in respect of the remaining tax losses of the Group of RMB452,121,000 (2016: RMB334,572,000) due to the unpredictability of future profit streams.

The use of these tax losses is subjected to the agreement of the tax authorities and compliance with certain provisions of the tax legislation of the respective countries in which the companies operate. The use of PRC tax losses will expire within the next five years.

Under the EIT Law of the PRC, withholding tax is imposed on dividends declared in respect of profits earned by PRC entities from 1 January 2008 onwards. As at end of the reporting period, the Group has recognised deferred tax liability of RMB16,795,000 (2016: RMB16,795,000) in respect of undistributed profits retained by PRC entities in the consolidated financial statements.

25. 遞延稅項(續)

於2017年12月31日，若干附屬公司有分別將於2018年、2019年、2020年、2021年及2022年到期的未動用稅項虧損約人民幣23,807,000元、人民幣61,964,000元、人民幣92,974,000元、人民幣237,939,000元及人民幣224,556,000元(2016年：於2017年、2018年、2019年、2020年及2021年到期的人民幣6,373,000元、人民幣19,804,000元、人民幣63,144,000元、人民幣101,695,000元及人民幣210,824,000元。)

本集團已就稅項虧損約人民幣189,119,000元(2016年：人民幣67,268,000元)確認遞延稅項資產約人民幣47,280,000元(2016年：人民幣16,817,000元)。由於未來利潤流的不可預測性，概無就本集團餘下稅項虧損人民幣452,121,000元(2016年：人民幣334,572,000元)確認遞延稅項資產。

該等稅項虧損的使用須經稅務機關同意，並遵守公司經營所在的相關國家稅法的若干規定。中國稅項虧損用途將於未來五年屆滿。

根據《中國企業所得稅法》，就中國實體於2008年1月1日起賺取的利潤所宣派的股息須繳納預扣稅。於報告期末，本集團就中國實體保留的未分配利潤於綜合財務報表確認遞延稅項負債人民幣16,795,000元(2016年：人民幣16,795,000元)。

26. INVESTMENT IN SUBSIDIARIES

26. 於附屬公司的投資

		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Unquoted equity shares, at cost	非上市權益股份，按成本計	2,488,403	2,448,790
Deemed investments[a]	視為投資[a]	2,746,730	–
Effects of exchange rate changes	匯率變動影響	142,945	116,628
		5,378,078	2,565,418

(a) During the financial year ended 31 December 2017, the directors of the Company had reassessed the terms of the amounts due from subsidiaries and resolved that such amounts should in substance form part of the net investments in subsidiaries, and thus the amounts are classified as deemed investments.

(a) 於截至2017年12月31日止年度，本公司董事重新評估應收附屬公司款項的期限並釐定該等款項實質上構成於附屬公司的投資淨額的一部分，因此，該等款項被分類為視為投資。

Management assessed for indicators of impairment annually and is of the view that there is no impairment loss required.

管理層每年評估減值跡象，並認為無須計提減值虧損。

Particulars of the Group's significant subsidiaries as at 31 December are as follows:

於12月31日，本集團的重大附屬公司詳情如下：

Name of subsidiaries 附屬公司名稱	Place of incorporation and operation 註冊成立及運營地點		Principal activities 主要活動	Percentage of effective equity interest and voting power held by the Group 本集團所持實際股權及投票權比例	
				2017 2017年 %	2016 2016年 %
Huizhou Nanfang 惠州南方	PRC 中國	65,000	Waste water treatment 污水處理	91.2	91.2
Shenzhen City Nanfang Water Co., Ltd. 深圳市南方水務有限公司	PRC 中國	150,000	Waste water treatment 污水處理	91.2	91.2
SIIC Environment Holdings (Weifang) Co., Ltd. ("SIIC Weifang") 上實環境控股（濰坊）有限公司（「上實環境濰坊」）	PRC 中國	464,900	Investment holding, waste water treatment and reclaimed water treatment 投資控股、污水處理及再生水利用	75.5	75.5
Weifang Tap Water 濰坊自來水	PRC 中國	153,125	Treatment and supply of potable water 處理及供應飲用水	51.3	51.3

26. INVESTMENT IN SUBSIDIARIES (continued)

26. 於附屬公司的投資(續)

Name of subsidiaries 附屬公司名稱	Place of incorporation and operation 註冊成立及運營地點		Principal activities 主要活動	Percentage of effective equity interest and voting power held by the Group 本集團所持實際股權及投票權比例	
				2017 2017年 %	2016 2016年 %
Wuhan Hanxi 武漢漢西	PRC 中國	330,000	Waste water treatment 污水處理	80.0	80.0
Wuhan Huang-Pi 武漢黃陂	PRC 中國	242,500	Treatment and supply of potable water 處理及供應飲用水	100.0	100.0
Fudan Water 復旦水務	PRC 中國	300,000	Provision of management and consultancy services 提供管理及諮詢服務	92.2	92.2
Longjiang Group 龍江集團	PRC 中國	320,000	Waste water treatment 污水處理	58.0	58.0
Mudanjiang Tap Water 牡丹江自來水	PRC 中國	260,000	Treatment and supply of potable water 處理及供應飲用水	58.0	58.0
Jiamusi Tap Water 佳木斯自來水	PRC 中國	240,000	Treatment and supply of potable water 處理及供應飲用水	58.0	58.0

1 These companies were established in the PRC in the form of limited liability company.

2 This company was established in the PRC in the form of wholly Foreign-owned Enterprise.

1 該等公司於中國成立為有限責任公司。

2 該公司於中國成立為外商獨資企業。

At the end of the reporting period, the Group has other subsidiaries that are not significant to the Group.

於報告期末，本集團擁有對本集團而言並不重大的其他附屬公司。

No debt security has been issued by any of the subsidiaries for the financial year ended 31 December 2017 and 2016.

概無附屬公司於截至2017年及2016年12月31日止財政年度發行債務證券。

The above subsidiaries are audited by Deloitte Touche Tohmatsu Certified Public Accountants LLP, China for consolidation purposes.

上述附屬公司已就綜合目的經德勤華永會計師事務所(特殊普通合夥)審核。

26. INVESTMENT IN SUBSIDIARIES (continued)

All the above subsidiaries are indirectly held by the Company or jointly by the Company and its subsidiaries.

26. 於附屬公司的投資(續)

所有上述附屬公司由本公司或本公司與其附屬公司共同間接持有。

Principal activity	主要業務	Place of incorporation and operation	註冊成立及運營地點	Number of wholly-owned Subsidiaries 全資附屬公司數目	
				2017 2017年	2016 2016年
Investment holding	投資控股	Singapore	新加坡	1	1
		Hong Kong	香港	9	9
		BVI	英屬維爾京群島	9	9
		PRC	中國	1	1
		Seychelles	塞舌爾	1	1
Waste water treatment	污水處理	PRC	中國	10	8
Water supply	供水	PRC	中國	3	3
Waste incineration	固廢發電	PRC	中國	1	1
Others	其他	PRC	中國	2	2
				37	35

Principal activity	主要業務	Place of incorporation and operation	註冊成立及運營地點	Number of non-wholly owned subsidiaries 非全資附屬公司數目	
				2017 2017年	2016 2016年
Investment holding	投資控股	Hong Kong	香港	1	1
		PRC	中國	3	2
Waste water and sludge treatment	污水及污泥處理	PRC	中國	78	70
Water supply	供水	PRC	中國	6	6
Waste incineration	固廢發電	PRC	中國	1	1
Others	其他	PRC	中國	12	11
				101	91

26. INVESTMENT IN SUBSIDIARIES (continued)

The tables below show details of the non-wholly owned subsidiary of the Group that have material non-controlling interests for the financial years ended 31 December 2016 and 2017:

26. 於附屬公司的投資(續)

下表載列於截至2016年及2017年12月31日止財政年度擁有重大非控股權益的本集團非全資附屬公司之詳情:

Name of subsidiary 附屬公司名稱	Place of incorporation and operation 註冊成立及運營地點	Proportion of effective equity interest and voting rights held by non-controlling interests 非控股權益所持實際股權及投票權比例	Profit allocated to non-controlling interests 分配予非控股權益的利潤	Accumulated non-controlling interests 累計非控股權益
		2017 2017年 % %	2017 2017年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元
Longjiang Group and its subsidiaries 龍江集團及其附屬公司	PRC 中國	42.0	53,487	1,176,183
Individually immaterial subsidiaries with non-controlling interests 具有非控股權益之個別非重要附屬公司			95,015	1,554,511
			148,502	2,730,694

Name of subsidiary 附屬公司名稱	Place of incorporation and operation 註冊成立及運營地點	Proportion of effective equity interest and voting rights held by non-controlling interests 非控股權益所持實際股權及投票權比例	Profit allocated to non-controlling interests 分配予非控股權益的利潤	Accumulated non-controlling interests 累計非控股權益
		2016 2016年 % %	2016 2016年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Longjiang Group and its subsidiaries 龍江集團及其附屬公司	PRC 中國	42.0	11,409	1,104,831
Individually immaterial subsidiaries with non-controlling interests 具有非控股權益之個別非重要附屬公司			74,083	1,455,613
			85,492	2,560,444

Management determined that the remaining subsidiaries with non-controlling interests are individually immaterial.

管理層釐定具有非控股權益之餘下附屬公司個別並不重大。

26. INVESTMENT IN SUBSIDIARIES (continued)

Summarised financial information in respect of the Group's subsidiaries that has material non-controlling interests is set out below. The summarised financial information below represents amounts before intragroup eliminations.

26. 於附屬公司的投資(續)

以下載列擁有重大非控股權益的本集團附屬公司之財務資料概要。以下財務資料概要指集團內公司對銷前的金額。

		Longjiang Group and its subsidiaries 龍江集團及其附屬公司 2017 2017年 RMB'000 人民幣千元	Longjiang Group and its subsidiaries 龍江集團及其附屬公司 2016 2016年 RMB'000 人民幣千元
Current assets	流動資產	**1,343,917**	1,500,527
Non-current assets	非流動資產	**6,385,741**	5,180,801
Current liabilities	流動負債	**(1,424,895)**	(1,219,631)
Non-current liabilities	非流動負債	**(4,903,982)**	(4,254,906)
Equity attributable to owners of the subsidiary	附屬公司擁有人應佔權益	**1,373,264**	1,200,065
Non-controlling interests	非控股權益	**27,517**	6,726
Revenue	收入	**1,414,387**	445,357
Profit for the year	年內利潤	**176,124**	26,805
Profit attributable to owners of the subsidiary	附屬公司擁有人應佔利潤	**173,199**	26,546
Profit attributable to non-controlling interests	非控股權益應佔利潤	**2,925**	259
Profit for the year, representing total comprehensive income for the year	年內利潤，即年內全面收入總額	**176,124**	26,805
Net cash outflow from operating activities	經營活動產生之現金流出淨額	**(519,751)**	(233,233)
Net cash outflow from investing activities	投資活動產生之現金流出淨額	**(248,983)**	(11,673)
Net cash inflow (outflow) from financing activities	融資活動產生之現金流入(流出)淨額	**708,666**	(348,192)
Net cash outflow	現金流出淨額	**(60,068)**	(593,098)

26. INVESTMENT IN SUBSIDIARIES (continued)

Change in the Group's ownership interest in subsidiaries

The following schedule shows the effects of change in the Group's ownership interests in the following subsidiaries without a change in control, on the equity attributable to owners of the Company.

26. 於附屬公司的投資(續)

本集團於附屬公司的所有權權益變動

下表顯示本集團於下列附屬公司的所有權權益變動但控制權不變對本公司擁有人應佔權益的影響。

		2016 2016年 Nanyang Tianguan 南陽天冠 RMB'000 人民幣千元
Amounts paid on changes in ownership interest in subsidiary	支付於附屬公司所有權權益變動的金額	(25,600)
Non-controlling interest acquired	收購非控股權益	35,519
Difference recognised in equity	於權益確認的差額	9,919

2016

Nanyang Tianguan

The Group's 69.1% subsidiary, Henan Zhonghui, acquired the remaining 35% equity interest in Nanyang Tianguan Water Treatment Co., Ltd. ("Nanyang Tianguan") for total consideration of RMB25,600,000, increasing its effective interest from 44.9% to 69.1% as at 31 December 2016.

2016年

南陽天冠

本集團擁有69.1%權益的附屬公司河南中匯收購南陽天冠水處理有限公司(「南陽天冠」)的餘下35%股權，總對價為人民幣25,600,000元，將其實際權益由44.9%增加至2016年12月31日的69.1%。

Deregistration of subsidiaries

During the year ended 31 December 2017, non-wholly owned subsidiary, Yiyang City Tap Water (Rijing Property) Co., Ltd. was deregistered.

註銷附屬公司

截至2017年12月31日止年度，非全資附屬公司Yiyang City Tap Water (Rijing Property) Co., Ltd.被註銷。

During the year ended 31 December 2016, non-wholly owned subsidiary, Hui Chuan (Shanghai) Environment Technology Co., Ltd. was deregistered.

截至2016年12月31日止年度，非全資附屬公司Hui Chuan (Shanghai) Environment Technology Co., Ltd.被註銷。

Financial support

The Company has agreed to provide adequate funds to enable several of its wholly-owned subsidiaries to meet in full its financial obligations as and when they fall due for a period of twelve months from their issuance of their financial statements. These subsidiaries are investment holding entities with minimal income and expenses. The Company deemed minimal risk in, and is not contractually obliged to provide the financial support.

財務支持

本公司同意提供足夠資金，幫助其若干全資附屬公司悉數償還彼等自刊發財務報表日期起計十二個月內到期的金融負債。該等附屬公司為投資控股實體，收支不大。本公司認為提供財務支持的風險甚微，以及並無合約責任須如此行事。

27. INTEREST IN JOINT VENTURES

27. 於合資企業的權益

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Cost of unlisted investment in joint ventures	於合資企業非上市投資的成本	657,840	657,840	530,000	530,000
Share of post-acquisition reserves, net of dividend received	應佔收購後儲備，扣除已收股息	50,110	47,904	–	–
Foreign exchange difference	外匯差額	5,573	(488)	6,475	1,064
		713,523	705,256	536,475	531,064

Particulars of the Group's joint ventures at the end of the reporting period are as follows:

於報告期末，本集團的合資企業詳情如下：

Name of joint venture 合資企業名稱	Place of incorporation and operations 註冊成立及運營地點	Principal activities 主要業務	Percentage of effective equity interest and voting power held by the Group 本集團所持實際股權及投票權百分比	
			2017 2017年 %	2016 2016年 %
Shanghai Pucheng Thermal Power Energy Co., Ltd.[(a)] ("Shanghai Pucheng") 上海浦城熱電能源有限公司[(a)]（「上海浦城」）	PRC 中國	Waste incineration power generation 固廢發電	50	50
Wenling Hanyang Resources Power Co., Ltd.[(a)] 溫岭瀚洋資源電力有限公司[(a)]	PRC 中國	Waste incineration power generation 固廢發電	50	50

(a) Audited by Deloitte Touche Tohmatsu Certified Public Accountants LLP, China for consolidation purposes.

(a) 就綜合目的經德勤華永會計師事務所（特殊普通合夥）審核。

Summarised financial information in respect of the Group's material interest in joint venture, namely Shanghai Pucheng, is set out below. The summarised financial information below represents amounts shown in the joint venture's financial statements prepared in accordance with FRS.

有關本集團於合資企業（即上海浦城）的重大權益的財務資料概要載列如下。下文財務資料概要指根據《財務報告準則》編製的合資企業的財務報表所示的金額。

27. INTEREST IN JOINT VENTURES (continued)　27. 於合資企業的權益（續）

		Shanghai Pucheng 上海浦城	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Current assets	流動資產	**666,014**	669,773
Non-current assets	非流動資產	**533,034**	528,200
Current liabilities	流動負債	**(51,495)**	(55,404)
Non-current liabilities	非流動負債	**(84,146)**	(87,717)
Non-controlling interests	非控股權益	**(4,800)**	(6,253)
		1,058,607	1,048,599

		Shanghai Pucheng 上海浦城	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
The above amounts of assets and liabilities include the following:	以上資產及負債金額包括以下各項：		
Cash and cash equivalents	現金及現金等價物	**615,723**	602,379
Revenue	收入	**268,334**	289,363
Profit for the year	年內利潤	**72,257**	83,997
Total comprehensive income for the year	年內全面收入總額	**72,257**	83,997
Dividends paid during the year	年內已付股息	**60,717**	59,061
The above profit for the year includes the following:	上述年內利潤包括以下各項：		
Depreciation and amortisation	折舊及攤銷	**(16,331)**	(15,215)
Interest income	利息收入	**11,537**	15,930
Income tax expenses	所得稅開支	**(22,158)**	(31,942)

27. INTEREST IN JOINT VENTURES (continued)

Reconciliation of the above summarised financial information to the carrying amount of the interest in the joint venture recognised in the consolidated financial statements:

27. 於合資企業的權益(續)

上述財務資料概要與於綜合財務報表內確認的於合資企業的權益的賬面值對賬：

		Shanghai Pucheng 上海浦城	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Equity attributable to owners of the joint venture	合資企業擁有人應佔權益	**1,058,607**	1,048,599
Proportion of the Group's ownership interest	本集團所有權權益所佔比例	**50%**	50%
		529,304	524,299
Purchase price allocation adjustments	購買價分配調整	**27,088**	28,705
		556,392	553,004
Foreign exchange difference	外匯差額	**6,474**	1,064
Carrying amount of the Group's interest in the joint venture	本集團於合資企業的權益的賬面值	**562,866**	554,068

Aggregate information of joint venture that is not individually material

個別而言並不重大的合資企業資料匯總

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
The Group's share of profit	本集團應佔利潤	**15,820**	20,775
The Group's share of total comprehensive income	本集團應佔全面收入總額	**15,820**	20,775
Aggregate carrying amount of the Group's interest in the joint venture	本集團於合資企業的權益的總賬面值	**150,657**	151,188

28. INTEREST IN ASSOCIATES

28. 於聯營公司的權益

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Cost of unlisted investment in associates	於聯營公司的非上市投資成本	**107,772**	104,272
Share of post-acquisition profits, net of dividend received	應佔收購後利潤，扣除已收股息	**(23,914)**	(21,296)
		83,858	82,976

28. INTEREST IN ASSOCIATES (continued)

Based on contractual arrangements between the Group and other investors, the Group does not hold power over the associates via voting rights from majority of the board of directors, where the relevant activities of the entities are determined by the board of directors based on majority votes. Therefore, management of the Group concluded that the Group has no control over the associates, and thus, all associates are accounted for using the equity method in these consolidated financial statements.

28. 於聯營公司的權益(續)

根據本集團與其他投資者訂立的合約安排，本集團並未透過董事會大多數投票權而持有該等聯營公司任何權力，而該等實體的相關活動乃由董事會根據大多數票釐定。因此，本集團管理層認為本集團對該等聯營公司並無控制權，故所有聯營公司乃使用權益法於綜合財務報表入賬。

Particulars of the Group's associates at the end of the reporting period are as follows:

於報告期末，本集團聯營公司的詳情如下：

Name of associate 聯營公司名稱	Place of incorporation and operations 註冊成立及運營地點	Principal activities 主要業務	Percentage of effective equity interest and voting power held by the Group 本集團所持實際股權及投票權百分比	
			2017 2017年 %	2016 2016年 %
Linwu County Nanfang Water Co., Ltd. ("Linwu Nanfang")[a], [b] 臨武縣南方水務有限公司(「臨武南方」)[a]、[b]	PRC 中國	Waste water treatment 污水處理	**18.2**	18.2
Sichuan SIIC Environment Investment Development Co., Ltd.[a] 四川上實環境投資發展有限公司[a]	PRC 中國	Investment Holding 投資控股	**30.0**	30.0
Dongguan Changan Jinxia Sanzhou Water Purification Co., Ltd. ("Changan Sanzhou")[a] 東莞長安錦廈三洲淨水有限公司(「長安三洲」)[a]	PRC 中國	Waste water treatment 污水處理	**35.5**	35.5
Dongguan Changan Xinmin Water Purification Co., Ltd. ("Changan Xinmin")[a] 東莞市長安新民水質淨化有限公司(「長安新民」)[a]	PRC 中國	Waste water treatment 污水處理	**30.4**	30.4
Yiliuqing (Shanghai) Environment Technology Co., Ltd. ("Yiliuqing")[a] 一流清(上海)環保科技有限公司(「一流清」)[a]	PRC 中國	Supply of waste water treatment equipment 污水處理設備供應	**23.0**	23.0
Kunming Puzhao Water Purification Co., Ltd. ("Kunming Puzhao")[a], [c] Kunming Puzhao Water Purification Co., Ltd. (「Kunming Puzhao」)[a]、[c]	PRC 中國	Waste water treatment 污水處理	**27.4**	27.4
Ningan City Donghaiyang Water Supply Co., Ltd. ("Ningan Donghaiyang")[d] 寧安市東海洋供水有限責任公司(「寧安東海洋」)[d]	PRC 中國	Water Supply 供水	**15.0**	–

28. INTEREST IN ASSOCIATES (continued)

(a) Audited by Deloitte Touche Tohmatsu Certified Public Accountants LLP, China for consolidation purposes.

(b) Although the Group holds less than 20% of the effective equity interest of Linwu Nanfang, the Group exercises significant influence via direct controlling interest in its immediate holding company, Nanfang Water, which held 20% equity interest in Linwu Nanfang.

(c) Kunming Puzhao's 27.4% effective equity interest was held by Nanfang Water. The Group exercises significant influence via direct controlling interest in its immediate holding company, Nanfang Water.

(d) Although the Group holds less than 20% of the effective equity interest of Ningan Donghaiyang, the Group exercises significant influence via direct controlling interest in its immediate holding company, Longjiang Group, which holds 25.9% equity interest in Ningan Donghaiyang.

There is no material interest in associate for the financial year ended 31 December 2017 and 31 December 2016.

Aggregate information of associates that are not individually material

28. 於聯營公司的權益(續)

(a) 就綜合目的經德勤華永會計師事務所(特殊普通合夥)審核。

(b) 儘管本集團所持臨武南方的實際股權不足20%,本集團透過於其直接控股公司南方水務(持有臨武南方20%股權)的直接控股權益而對臨武南方施加重大影響。

(c) Kunming Puzhao的27.4%實際股權由南方水務持有。本集團透過於其直接控股公司南方水務的直接控股權益而對Kunming Puzhao施加重大影響。

(d) 儘管本集團所持寧安東海洋的實際股權不足20%,本集團透過於其直接控股公司龍江集團(持有寧安東海洋25.9%股權)的直接控股權益而對寧安東海洋施加重大影響。

截至2017年12月31日及2016年12月31日止財政年度,本集團概無於聯營公司擁有重大權益。

個別而言並不重大的聯營公司資料匯總

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
The Group's share of (loss) profit	本集團應佔(虧損)利潤	**(2,298)**	10,579
The Group's share of total comprehensive (loss) profit	本集團應佔全面(虧損)利潤總額	**(2,298)**	10,579
Aggregate carrying amount of the Group's interests in these associates	本集團於該等聯營公司的權益的總賬面值	**83,858**	82,976

29. GOODWILL ON CONSOLIDATION

29. 合併商譽

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Cost	**成本**		
At beginning of the year and at end of the year	年初及年末	**493,599**	493,599
Accumulated impairment losses	**累計減值虧損**		
At beginning of the year and at end of the year	年初及年末	**36,358**	36,358
Carrying amount	**賬面值**	**457,241**	457,241

29. GOODWILL ON CONSOLIDATION (continued)

Goodwill acquired in a business combination is allocated, at acquisition, to the cash generation units (CGUs) that are expected to benefit from that business combination. The carrying amount of the goodwill had been allocated as follows:

29. 合併商譽(續)

業務合併獲得的商業於獲取時分配至預期可自該業務合併受益的現金產生單位。商譽的賬面值分配如下：

Name of subsidiaries 附屬公司名稱	CGU 現金產生單位	Carrying amount of goodwill before recognition of impairment loss 確認減值虧損前的商譽賬面值		Carrying amount of goodwill after recognition of impairment loss 確認減值虧損後的商譽賬面值	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	**2017 2017年 RMB'000 人民幣千元**	2016 2016年 RMB'000 人民幣千元
SIIC Environment Holdings (Wuhan) Co., Ltd.[a] 上實環境控股(武漢)有限公司[a]	Municipal EPC 市政EPC	**36,358**	36,358	**–**	–
Lap Yin International Limited[b] 立研國際有限公司[b]	Waste incineration power generation 固廢發電	**6,692**	6,692	**6,692**	6,692
Taizhou Kaidi Waste Water Treatment Co., Ltd.[b] 台州凱迪污水處理有限公司[b]	Waste water treatment 污水處理	**2,858**	2,858	**2,858**	2,858
Fudan Water[b] 復旦水務[b]	Waste water treatment 污水處理	**447,691**	447,691	**447,691**	447,691
		493,599	493,599	**457,241**	457,241

(a) The recoverable amounts of the CGU, which is classified under Construction segment, has been determined based on value in use calculations using cash flow projections from financial budgets approved by management covering a five-year period. Management has considered and determined the factors applied in the financial budgeted gross margins and average growth rates. The budgeted gross margins are based on past performances and its expectation of market developments for the segment.

(b) Value in use was determined by discounting the future cash flows to be generated from the continuing use of waste water treatment plants/waste incineration power generation plant over the service concession period ranging from 20 to 25 years, using a discount rate of 9.0% (2016: 9.0%). Management believes that this forecast period is justifiable due to the long term nature of the projects. Any reasonably possible change to the key assumptions applied is not likely to cause the recoverable amount to be below the carrying amounts of the CGU.

(a) 分類為建設分部的現金產生單位的可收回金額乃使用管理層批准的五年財政預算的現金流量預測根據使用價值計算法釐定。管理層已考慮及釐定毛利率及平均增長率財政預算所採納的各項因素。毛利率預算乃基於該分部的過往表現及其預期市場變動釐定。

(b) 使用價值乃通過將自持續使用污水處理廠／固廢發電廠(服務特許經營期介乎20年至25年)而產生的未來現金流按9.0%(2016年：9.0%)的折現率折現而釐定。由於項目的長期性質，管理層認為該等預測期屬合理。所用關鍵假設發生任何合理可能變動均不會造成可收回金額低於現金產生單位的賬面值。

30. TRADE AND OTHER PAYABLES

30. 貿易及其他應付款項

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Trade payables	貿易應付款項	1,417,345	1,123,436	–	–
Others	其他	958,917	999,095	34,069	23,080
		2,376,262	2,122,531	34,069	23,080

(i) The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting period:

(i) 於報告期末按發票日期呈列的貿易應付款項的賬齡分析如下：

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Within 30 days	30日內	495,949	401,161
Within 31 to 60 days	31至60日內	61,987	75,143
Within 61 to 90 days	61至90日內	77,975	11,511
Within 91 to 180 days	91至180日內	238,950	48,713
Within 181 to 365 days	181至365日內	128,869	225,986
Over 365 days	超過365日	413,615	360,922
		1,417,345	1,123,436

(ii) The average credit period on purchases is 30 to 90 days (2016: 30 to 90 days). No interest is charged on the overdue outstanding balances.

(ii) 購買的平均信貸期為30至90日（2016年：30至90日）。概無就已逾期結餘收取利息。

(iii) Included in other payables and accruals as at 31 December 2017 were (i) customer advances of RMB261,496,000 (2016: RMB189,104,000); (ii) amount due to non-controlling shareholders of RMB195,943,000 (2016: RMB247,841,000) of which RMB49,608,000 (2016: RMB101,957,000) carries fixed interest rates ranging from 4.35% to 5.50% (2016: 4.35% to 5.50%) per annum; (iii) amount due to an associate of RMB4,646,000 (2016: RMB7,080,000) which is non-interest bearing; and (iv) sundry payables of RMB256,080,000 (2016: RMB278,442,000), mainly due to monies received on behalf of third parties (including government).

(iii) 於2017年12月31日的其他應付款項及應計費用包括(i)客戶墊款人民幣261,496,000元（2016年：人民幣189,104,000元）；(ii)應付非控股股東款項人民幣195,943,000元（2016年：人民幣247,841,00元），其中人民幣49,608,000元（2016年：人民幣101,957,000元）按介乎4.35%至5.50%（2016年：4.35%至5.50%）的固定年利率計息；(iii)應付聯營公司款項人民幣4,646,000元（2016年：人民幣7,080,000元），免息；及(iv)應付雜費人民幣256,080,000元（2016年：人民幣278,442,000元），主要為代表第三方（包括政府）所收款項。

31. BILLS PAYABLE TO BANKS

Bills payable to banks are interest-free and secured by certain bank deposits pledged with the issuing banks.

31. 應付銀行票據

應付銀行票據為免息及由若干抵押予開票銀行的銀行存款作抵押。

32. BANK AND OTHER BORROWINGS

32. 銀行及其他借款

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Bank loans[a]	銀行貸款[a]	**8,652,644**	7,044,554	**242,601**	119,026
Other borrowings[b]	其他借款[b]	**1,524,949**	2,535,190	**–**	–
Bond issued[c]	已發行債券[c]	**388,680**	385,843	**–**	–
Government loans	政府貸款	**45,466**	148,657	**–**	–
		10,611,739	10,114,244	**242,601**	119,026
Analysed as:	分析如下：				
Current	流動	**3,660,906**	3,838,382	**242,601**	119,026
Non-current	非流動	**6,950,833**	6,275,862	**–**	–
		10,611,739	10,114,244	**242,601**	119,026

(a) The Group's bank loans include related party loans in the Group's subsidiaries entered into through intermediary banks of RMB924 million (2016: RMB847 million).

(a) 本集團銀行貸包括本集團附屬公司透過中介銀行訂立的關聯方貸款人民幣924百萬元（2016年：人民幣847百萬元）。

(b) Other borrowings relate to amount due to SII and SIHL Finance Limited ("SIHLFL") of RMB217,440,000 and RMB1,307,509,000 respectively (2016: RMB217,440,000 and RMB2,317,750,000 respectively). Both SII and SIHLFL are wholly-owned subsidiaries of the Company's intermediate holding company, Shanghai Industrial Holdings Limited.

(b) 其他借款與應付上實及SIHL Finance Limited（「SIHLFL」）款項人民幣217,440,000元及人民幣1,307,509,000元（2016年：人民幣217,440,000元及人民幣2,317,750,000元）。上實及SIHLFL均為本公司中介控股公司上海實業控股有限公司的全資附屬公司。

(c) The bond was issued on 15 August 2016 by one of the Group's subsidiaries and will be redeemed on 15 April 2021. The bond carries a fixed interest rate of 3.49% per annum.

(c) 債券為本集團一間附屬公司於2016年8月15日發行，將於2021年4月15日贖回。債券固定年利率為3.49%。

Details of collateral

Certain bank and other borrowings are secured/guaranteed by the Group's assets which are disclosed in Note 43 to the financial statements.

抵押品詳情

若干銀行及其他借款由本集團資產作抵押／擔保，詳情披露於財務報表附註43。

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Secured/guaranteed	有抵押／擔保	**8,180,667**	8,128,029	**–**	–
Unsecured/unguaranteed	無抵押／無擔保	**2,431,072**	1,986,215	**242,601**	119,026
		10,611,739	10,114,244	**242,601**	119,026

32. BANK AND OTHER BORROWINGS (continued)

Details on interest rates

The table below summarises the interest rate categories of the Group's and the Company's borrowings at the end of the reporting period:

32. 銀行及其他借款(續)

利率詳情

下表概述於報告期末本集團及本公司借款的利率類別:

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Interest-free borrowings	免息借款	2,442	2,517	–	–
Fixed-rate borrowings	定息借款	3,153,862	3,846,821	–	–
Variable-rate borrowings	浮息借款	7,455,435	6,264,906	242,601	119,026
		10,611,739	10,114,244	242,601	119,026

The ranges of effective interest rates on the Group's and the Company's borrowings are as follows:

本集團及本公司借款的實際利率範圍如下:

		Group 本集團		Company 本公司	
		2017 2017年	2016 2016年	2017 2017年	2016 2016年
Fixed-rate borrowings (per annum)	定息借款(每年)	0.80% to 6.04%	0.80% to 6.04%	–	–
		0.80%至6.04%	0.80%至6.04%	–	–
Variable-rate borrowings (per annum)	浮息借款(每年)	0.80% to 5.39%	0.23% to 7.80%	2.23% to 2.54%	4.13%
		0.80%至5.39%	0.23%至7.80%	2.23%至2.54%	4.13%

For the variable-rate borrowings, majority of the contracted interest rates are based on floating market rates at a discount of 10% to a markup of 20%, repriced at intervals ranging from monthly to annually.

就浮息借款而言,大部分合約利率乃基於折讓10%至溢價20%的浮動市場利率,並於每月至每年的間隔重新定價。

Details on contractual maturity dates

The table below summarises the maturity profile of the Group's and the Company's borrowings at the end of the reporting period:

合約到期日詳情

下表概述於報告期末本集團及本公司借款的到期詳情:

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Carrying amount repayable:	應償還賬面值:				
Within one year	一年內	3,660,906	3,838,382	242,601	119,026
Between one to two years	一至兩年內	2,885,694	2,965,280	–	–
Between two to five years	兩至五年內	4,065,139	3,310,582	–	–
Over five years	超過五年	4,065,139	3,310,582	–	–
		10,611,739	10,114,244	242,601	119,026

33. FINANCE LEASES

The effective interest rate for the finance leases ranged from 4.90% to 5.64% per annum for the year ended 31 December 2017 (2016: 1.80% to 5.64%). The contractual interest rate is variable based on PRC's prime lending interest rate and the net carrying amounts approximate the fair value as the interest rate approximates the market rate.

33. 融資租賃

截至2017年12月31日止年度，融資租賃的實際年利率介乎4.90%至5.64%（2016年：1.80%至5.64%）。合約利率根據中國最優惠借貸利率浮動，由於利率與市場利率相若，故淨賬面值與公允價值相若。

		Group 本集團			
		Minimum lease payments 最低租賃付款 2017 2017年 RMB'000 人民幣千元	Present value of minimum lease payments 最低租賃付款現值 2017 2017年 RMB'000 人民幣千元	Minimum lease payments 最低租賃付款 2016 2016年 RMB'000 人民幣千元	Present value of minimum lease payments 最低租賃付款現值 2016 2016年 RMB'000 人民幣千元
Amounts payable under finance leases:	融資租賃下的應付款項：				
Within one year	一年內	92,230	71,746	115,784	96,988
Between one to two years	一至兩年內	92,230	75,494	96,988	79,114
Between two to five years	兩至五年內	206,798	178,385	230,405	202,766
Over five years	超過五年	115,569	105,821	54,979	49,553
Total minimum lease payment	最低租賃付款總額	506,827	431,446	498,156	428,421
Less: Future finance charges	減：未來財務費用	(75,381)		(69,735)	
Present value of lease obligations	租賃責任的現值	431,446		428,421	
Less: Amount due for settlement within 12 months (shown under current liabilities)	減：於十二個月內到期結清的款項（於流動負債下顯示）		(71,746)		(96,988)
Amount due for settlement after 12 months	於十二個月後到期結清的款項		359,700		331,433

The relevant assets pledged under the finance leases comprise certain receivables under service concession agreements, investment in subsidiary and intangible assets, disclosed under Note 43 to the financial statements.

融資租賃下抵押的相關資產包括財務報表附註43所披露的服務特許經營協議下的若干應收款項、於附屬公司的投資及無形資產。

34. OTHER NON-CURRENT LIABILITIES

34. 其他非流動負債

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Contingent consideration (Note 40)	或有對價（附註40）	**10,000**	50,000
Accruals for benefits due to ex-employees	應付前僱員福利的應計項目	**44,833**	41,137
Provision for major overhauls (Note 17)	重大檢修撥備（附註17）	**28,280**	28,233
Others	其他	**27,618**	22,857
		110,731	142,227

35. SHARE CAPITAL

35. 股本

		Group and Company 本集團及本公司	
		Number of ordinary shares 普通股數目	Amount 金額 RMB'000 人民幣千元
Issued and paid up share capital	**已發行及繳足股本**		
At 1 January and 31 December 2016	於2016年1月1日及12月31日	2,256,645,126	4,861,138
Share placement (net of issue costs)	股份配售（扣除發行成本）	350,000,000	1,090,751
At 31 December 2017	於2017年12月31日	2,606,645,126	5,951,889

The holders of ordinary shares (except treasury shares) are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.

普通股（不包括庫存股份）持有人有權於本公司作出宣派時收取股息。所有普通股均持有一票且不受限制。普通股並無面值。

36. TREASURY SHARES

Treasury shares relate to ordinary shares of the Company that are held by the Company.

As at 31 December 2017, there were 56,400 (2016: 56,400) treasury shares held. The total amount paid to purchase the shares was RMB96,000 and this was presented as a component within equity attributable to owners of the Company.

36. 庫存股份

庫存股份指本公司所持有的本公司普通股。

於2017年12月31日，本公司持有56,400股（2016年：56,400股）庫存股份。購買該等股份合共支付人民幣96,000元，呈列為本公司擁有人應佔權益的組成成分。

37. OTHER RESERVES

37. 其他儲備

		Group 本集團		Company 本公司	
		31 December 2017 2017年12月31日 RMB'000 人民幣千元	31 December 2016 2016年12月31日 RMB'000 人民幣千元	31 December 2017 2017年12月31日 RMB'000 人民幣千元	31 December 2016 2016年12月31日 RMB'000 人民幣千元
General reserve	一般儲備	237,494	205,538	–	–
Investment revaluation reserve	投資重估儲備	–	73,191	–	–
Translation reserve	匯兑儲備	(47,700)	(145,641)	62,283	29,892
Effects of changes in ownership interests in subsidiaries where there is no change in control	於附屬公司所有權權益變動但控制權不變的影響	(20,254)	(20,254)	–	–
Merger reserve	合併儲備	(200,315)	(200,315)	–	–
		(30,775)	(87,481)	62,283	29,892

(a) General reserve

In accordance with the relevant laws and regulations of PRC, companies in PRC are required to set aside a general reserve fund by way of appropriation from their statutory net profit reported in PRC statutory financial statements at a rate of 10% for each year. Subject to approval from PRC authorities, the fund may be used to offset accumulated losses or increase the registered capital of the subsidiary. The appropriation is required until the statutory reserve reaches 50% of the subsidiary's registered capital. This statutory reserve is not available for dividend distribution to the shareholders.

(a) 一般儲備

根據中國相關法律及法規，中國公司須每年自其於中國法定財務報表中呈報的法定純利中撥出10%作為一般儲備。經中國機關批准，該資金可用於抵銷累計虧損或增加附屬公司註冊資本。有關撥款僅於法定儲備達致附屬公司註冊資本的50%時方須作出。該法定儲備不可用作向股東分派股息。

(b) Investment revaluation reserve

The investment revaluation reserve arises on the revaluation of available-for-sale financial assets. Where a revalued financial asset is sold, the portion of the reserve that relates to that financial asset, and is effectively realised, is recognised in profit or loss. When a revalued financial asset is impaired, the portion of the reserve that relates to that financial asset is recognised in profit or loss.

(b) 投資重估儲備

投資重估儲備來自於可供出售金融資產重估。倘售出重估金融資產，則與該金融資產有關且有效變現的儲備部分於損益確認。倘重估金融資產減值，則與該金融資產有關的儲備部分於損益確認。

(c) Translation reserve

The translation reserve represents exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's and Company's presentation currency.

(c) 匯兑儲備

匯兑儲備指換算以本集團及本公司呈列貨幣以外的貨幣為功能貨幣的外國營運的財務報表產生的匯兑差額。

37. OTHER RESERVES (continued)

(d) Effects of changes in ownership interest in subsidiaries where there is no change in control

This represents the effects of changes in ownership interests in subsidiaries when there is no change in control.

(e) Merger reserve

Merger reserve represents the difference between consideration and equity acquired in a business combination involving entities under common control using pooling-of-interest method.

38. DIVIDENDS

During the financial year ended 31 December 2017, a final one-tier tax exempt dividend of S$0.01 per ordinary share, totalling S$22.6 million (RMB111.0 million) was declared and paid in respect of the previous financial year ended 31 December 2016.

39. SHARE-BASED PAYMENT TRANSACTIONS

The Company has adopted the SIIC Environment Share Option Scheme 2012 and SIIC Environment Share Award Scheme on 27 April 2012. The ESOS 2012 shall continue in force at the discretion of the remuneration committee, subject to a maximum period of ten years commencing 27 April 2012.

(a) SIIC Environment Share Option Scheme 2012 (the "ESOS 2012")/ SIIC Environment Share Award Scheme (the "ESAS")

The ESOS 2012 is a share incentive scheme. The ESOS 2012 is proposed on the basis that it is important to retain and to give recognition to the Group full time employees, Group Executive Directors and employees of the ultimate holding company and the holding company of the Company and their subsidiaries ("Parent Group"), and to give recognition to Group Non-Executive Directors and Parent Group Non-Executive Directors who have contributed to the success and development of the Company and/or the Group. The ESOS 2012 will give such persons an opportunity to have a real and personal direct interest in the Company and to align the interests of such persons with those of the shareholders of the Company.

The ESAS is a performance incentive scheme which will form an integral part of the Group's incentive compensation program. The purpose of the ESAS is to provide an opportunity for the Group full time employees, Parent Group Employees and Directors of the Group and Parent Group, who have met performance targets to be remunerated not just through cash bonuses but also an equity stake in the Company. The ESAS is also extended to the Group Non-Executive Directors and Parent Group Non-Executive Directors.

37. 其他儲備(續)

(d) 於附屬公司所有權權益變動但控制權不變的影響

指於附屬公司所有權權益變動但控制權不變的影響。

(e) 合併儲備

合併儲備指涉及共同控制實體並使用股權聯合方法的業務合併對價與所獲取權益之間的差額。

38. 股息

截至2017年12月31日止財政年度，本集團就截至2016年12月31日止上一財政年度宣派及派付末期股息(單一徵稅豁免)每股普通股0.01新元，合計22.6百萬新元(人民幣111.0百萬元)。

39. 以股份支付的交易

本公司於2012年4月27日採納2012年上實環境購股權計劃及上實環境股份獎勵計劃。2012年上實環境購股權計劃應由薪酬委員會酌情決定繼續生效，惟最長期限為自2012年4月27日起計十年。

(a) 2012年上實環境購股權計劃(「2012年上實環境購股權計劃」)／上實環境股份獎勵計劃(「上實環境股份獎勵計劃」)

2012年上實環境購股權計劃是一項股份激勵計劃。2012年上實環境購股權計劃乃基於保留及表揚本集團全職僱員、集團執行董事以及本公司最終控股公司和控股公司及其附屬公司(「母公司集團」)的僱員乃十分重要，並表揚為本公司及／或本集團的成功及發展作出貢獻的集團非執行董事及母公司集團非執行董事。2012年上實環境購股權計劃將讓該等人士有機會於本公司擁有真正及個人的直接利益，並讓該等人士的利益與本公司股東的利益一致。.

上實環境股份獎勵計劃是一項表現激勵計劃，將構成本集團獎勵補償計劃的組成部分。上實環境股份獎勵計劃的目的是為達成表現目標的本集團全職僱員、母公司集團僱員以及本集團及母公司集團董事提供機會，讓彼等不僅通過現金花紅獲得薪酬，亦獲得了本公司的股權。上實環境股份獎勵計劃亦供集團非執行董事及母公司集團非執行董事參與。

39. SHARE-BASED PAYMENT TRANSACTIONS (continued)

(a) SIIC Environment Share Option Scheme 2012 (the "ESOS 2012")/ SIIC Environment Share Award Scheme (the "ESAS") (continued)

For purpose of ESOS 2012 and ESAS, Non-Executive Director refers to a Director other than an Executive Director, including an Independent Non-Executive Director.

The aggregate number of shares comprised in options granted to controlling shareholders or their associate(s) under the ESOS 2012 shall not exceed 25% of the total number of shares (comprised in options and ESAS Awards) which may be granted under the ESOS 2012 and ESAS. The aggregate number of shares comprised in options granted to each controlling shareholder or their associate(s) shall not exceed 10% of the total number of shares (comprised in options and ESAS Awards) which may be granted under the ESOS 2012 and ESAS.

The total number of new Shares which may be issued pursuant to the awards granted under the ESAS ("ESAS Awards") granted on any date, when aggregated to the number of new Shares issued and/or issuable in respect of all ESAS Awards and any other share-based incentive schemes of the Company, shall not exceed fifteen per cent (15%) of the issued share capital of the Company (excluding treasury shares) from time to time.

The validity period of options that are granted under the ESOS 2012 ("ESOS 2012 Options") is five years from the date of offer of such options. Under the ESOS 2012, the subscription prices of ESOS 2012 Options granted by the Company will be at the Market Price of a Share at the time of grant, as determined by reference to the daily official list or any other publication published by the Singapore Exchange Securities Trading Limited for the five consecutive trading days immediately preceding the date of offer of such option. ESOS 2012 Options will not be granted at a discount to the Market Price.

During the financial years ended 31 December 2017 and 2016, no ESOS 2012 Options or ESAS Awards were granted.

39. 以股份支付的交易(續)

(a) 2012年上實環境購股權計劃(「2012年上實環境購股權計劃」)／上實環境股份獎勵計劃(「上實環境股份獎勵計劃」)(續)

就2012年上實環境購股權計劃及上實環境股份獎勵計劃而言，非執行董事指執行董事以外的董事(包括獨立非執行董事)。

根據2012年上實環境購股權計劃授予控股股東或彼等聯繫人的購股權所含的股份總數不得超過根據2012年上實環境購股權計劃及上實環境股份獎勵計劃可能授出的股份(包括在購股權及上實環境股份獎勵計劃獎勵)總數的25%。每名控股股東或彼等聯繫人獲授的購股權所含股份總數不得超過根據2012年上實環境購股權計劃及上實環境股份獎勵計劃可能授出的股份(包括在購股權及上實環境股份獎勵計劃獎勵)總數的10%。

根據上實環境股份獎勵計劃於任何日期授出的獎勵(「上實環境股份獎勵計劃獎勵」)而可能發行的新股總數加上就所有上實環境股份獎勵計劃獎勵及本公司任何其他股份激勵計劃已發行及／或可能發行的新股的數目，不得超過本公司不時已發行股本(不包括庫存股份)的百分之十五(15%)。

根據2012年上實環境購股權計劃授出的購股權(「2012年上實環境購股權」)的有效期為自授出有關購股權當日起計五年。根據2012年上實環境購股權計劃，本公司授出的2012年上實環境購股權的認購價將為股份於授出時的市價，並經參考新加坡證券交易所有限公司於緊接授出有關購股權當日前連續五個交易日的每日正式報價或其所刊發任何其他出版物而釐定。2012年上實環境購股權將不會按市價折讓授出。

於截至2017年及2016年12月31日止財政年度，2012年上實環境購股權計劃購股權及上實環境股份獎勵計劃獎勵均未授出。

40. ACQUISITION OF SUBSIDIARIES/BUSINESS

2017

(a) Acquisition of 100% equity interest in Hegang Longjiang

In January 2017, the Group, through its wholly-owned subsidiary, Longjiang, acquired 100% equity interest in Hegang Longjiang for a purchase consideration of RMB111,870,000. Hegang Longjiang is engaged principally in the operation of two wastewater treatment plants and one reclaimed water project in the PRC.

Impact of acquisition on profit or loss

Transaction costs related to the acquisition amounting to RMB100,000 had been recognised in the "Administrative expenses" line item in the Group's profit or loss for the year ended 31 December 2017.

From the date of acquisition, Hegang Longjiang contributed revenue of RMB19,143,000 and net loss of RMB1,992,000 to the Group. If the combination had taken place at the beginning of the financial year, the Group's revenue and profit after tax would have been RMB4,639,274,000 and RMB684,155,000 respectively. The pro forma information is for illustrative purposes only and is not necessarily an indication of revenue and profit of the Group that actually would have been achieved had the acquisition been completed on 1 January 2017, nor is it intended to be a projection of future results.

The receivables under service concession arrangements acquired with a fair value of RMB155,650,000 had gross contractual amounts of RMB320,176,000.

(b) Acquisition of 100% equity interest in Pinghu Dushan Wastewater Treatment Co., Ltd. ("Pinghu Dushan")

In July 2017, the Group acquired 100% equity interest in Pinghu Dushan for a total consideration of RMB9,113,000. Pinghu Dushan is engaged principally in the business of wastewater treatment in the PRC.

Impact of acquisition on profit or loss

Transaction costs related to the acquisition amounting to RMB604,000 had been recognised in the "Administrative expenses" line item in the Group's profit or loss for the year ended 31 December 2017.

From the date of acquisition, Pinghu Dushan contributed revenue of RMB30,980,000 and net loss of RMB4,726,000 to the Group. If the combination had taken place at the beginning of the financial year, the Group's revenue and profit after tax would have been RMB4,648,404,000 and RMB667,173,000 respectively. The pro forma information is for illustrative purposes only and is not necessarily an indication of revenue and profit of the Group that actually would have been achieved had the acquisition been completed on 1 January 2017, nor is it intended to be a projection of future results.

The purchase price allocation to determine the fair value of the assets and liabilities of Pinghu Dushan has not commenced.

40. 收購附屬公司／業務

2017年

(a) 收購鶴崗龍江100%股本權益

於2017年1月，本集團通過其全資附屬公司龍江以收購對價人民幣111,870,000元收購鶴崗龍江100%的股本權益。鶴崗龍江主要於中國從事兩間污水處理廠及一個再生水項目的運營。

收購事項於損益之影響

有關收購的交易成本人民幣100,000元已於本集團截至2017年12月31日止年度的損益中的「行政開支」項目中確認。

自收購日起，鶴崗龍江為本集團貢獻之收入為人民幣19,143,000元及虧損淨額為人民幣1,992,000元。倘合併於本財政年初發生，本集團的收入及稅後利潤將分別為人民幣4,639,274,000元及人民幣684,155,000元。備考資料僅供說明之用，未必表明倘於2017年1月1日完成收購本集團實際實現的收入及利潤，亦不用於對未來業績的預測。

已收購公允價值為人民幣155,650,000元之服務特許經營安排項下應收款項之總合約金額為人民幣320,176,000元。

(b) 收購平湖市獨山污水處理有限公司(「平湖市獨山」) 100%股本權益

於2017年7月，本集團以總對價人民幣9,113,000元收購平湖市獨山100%的股本權益。平湖市獨山主要於中國從事污水處理業務。

收購事項於損益之影響

有關收購的交易成本人民幣604,000元已於本集團截至2017年12月31日止年度的損益中的「行政開支」項目中確認。

自收購日起，平湖市獨山為本集團貢獻之收入為人民幣30,980,000元及虧損淨額為人民幣4,726,000元。倘合併於本財政年初發生，本集團的收入及稅後利潤將分別為人民幣4,648,404,000元及人民幣667,173,000元。備考資料僅供說明之用，未必表明倘於2017年1月1日完成收購本集團實際實現的收入及利潤，亦不用於對未來業績的預測。

本集團尚未開始釐定平湖市獨山的資產及負債公允價值的購買價分配。

40. ACQUISITION OF SUBSIDIARIES/BUSINESS (continued)

2017 (continued)

(c) Acquisition of 100% equity interest in Jiaohe Jiaxin

In August 2017, the Group, through its 58.0% owned subsidiary, Longjiang, acquired 100% equity interest in Jiaohe Jiaxin for a total consideration of RMB95,000,000. Jiaohe Jiaxin is engaged principally in the business of environmental protection, wastewater treatment, technology development, technical services in the PRC.

Impact of acquisition on profit or loss

Transaction costs related to the acquisition amounting to RMB215,000 had been recognised in the "Administrative expenses" line item in the Group's profit or loss for the year ended 31 December 2017.

From the date of acquisition, Jiaohe Jiaxin contributed RMB7,751,000 and RMB1,495,000 to the Group's revenue and profit after tax respectively. If the combination had taken place at the beginning of the financial year, the Group's revenue and profit after tax would have been RMB4,648,553,000 and RMB686,945,000 respectively. The pro forma information is for illustrative purposes only and is not necessarily an indication of revenue and profit of the Group that actually would have been achieved had the acquisition been completed on 1 January 2017, nor is it intended to be a projection of future results.

The receivables under service concession arrangements acquired with a fair value of RMB119,205,000 had gross contractual amounts of RMB176,239,000.

40. 收購附屬公司／業務（續）

2017年（續）

(c) 收購蛟河市嘉信100%股本權益

於2017年8月，本集團通過其擁有58.0%的附屬公司龍江以總對價人民幣95,000,000元收購蛟河市嘉信100%的股本權益。蛟河市嘉信主要於中國從事環境保護、污水處理、技術開發及技術服務業務。

收購事項於損益之影響

有關收購的交易成本人民幣215,000元已於本集團截至2017年12月31日止年度的損益中的「行政開支」項目中確認。

自收購日起，蛟河市嘉信為本集團貢獻之收入及稅後利潤分別為人民幣7,751,000元及人民幣1,495,000元。倘合併於本財政年初發生，本集團的收入及稅後利潤將分別為人民幣4,648,553,000元及人民幣686,945,000元。備考資料僅供說明之用，未必表明倘於2017年1月1日完成收購本集團實際實現的收入及利潤，亦不用於對未來業績的預測。

已收購公允價值為人民幣119,205,000元之服務特許經營安排項下應收款項之總合約金額為人民幣176,239,000元。

		Hegang Longjiang 鶴崗龍江 RMB'000 人民幣千元	Pinghu Dushan 平湖市獨山 RMB'000 人民幣千元	Jiaohe Jiaxin 蛟河市嘉信 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Consideration transferred:	已轉撥對價：				
Cash	現金	111,870	9,113	95,000	215,983
Fair value of assets acquired and liabilities assumed (as determined by independent valuation reports excluding Pinghu Dushan) recognised at the date of acquisition are as follows:	於收購日期確認的所收購資產及所承擔負債的公允價值（如獨立評估報告釐定（不包括平湖市獨山））如下：				
Intangible assets/Land use rights	無形資產／土地使用權	39,734	18,996	27,795	86,525
Inventories	存貨	–	20	34	54
Receivables under service concession arrangements	服務特許經營安排項下應收款項	155,650	134,349	119,205	409,204
Trade and other receivables	貿易及其他應收款項	53,778	3,319	1,762	58,859
Prepayments	預付款項	264	–	6	270
Cash and cash equivalents	現金及現金等價物	1,000	578	1,412	2,990
Pledged bank deposits	已抵押銀行存款	–	4,606	–	4,606

40. ACQUISITION OF SUBSIDIARIES/BUSINESS (continued)

2017 (continued)

(c) Acquisition of 100% equity interest in Jiaohe Jiaxin (continued)

40. 收購附屬公司／業務（續）

2017年（續）

(c) 收購蛟河市嘉信100%股本權益（續）

		Hegang Longjiang 鶴崗龍江 RMB'000 人民幣千元	Pinghu Dushan 平湖市獨山 RMB'000 人民幣千元	Jiaohe Jiaxin 蛟河市嘉信 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Trade and other payables	貿易及其他應付款項	(127,295)	(90,518)	(22,242)	(240,055)
Bank and other borrowings	銀行及其他借款	–	(56,000)	–	(56,000)
Tax payable	應納稅款	–	–	(151)	(151)
Deferred tax liabilities	遞延稅項負債	(4,103)	(6,237)	(28,328)	(38,668)
Other non-current liabilities	其他非流動負債	–	–	(4,493)	(4,493)
		119,028	9,113	95,000	223,141
Gain from bargain purchase arising from acquisition:	收購產生的議價購買的收益：				
Consideration transferred	已轉撥對價	111,870	9,113	95,000	215,983
Less: Net assets required	減：所需資產淨額	(119,028)	(9,113)	(95,000)	(223,141)
		(7,158)	–	–	(7,158)
Net cash outflow arising from acquisition:	收購產生的現金流出淨額：				
Cash consideration paid	已付現金對價	111,870	9,113	95,000	215,983
Less: Bank balances and cash acquired	減：已收購銀行結餘及現金	(1,000)	(577)	(1,413)	(2,990)
		110,870	8,536	93,587	212,993

40. ACQUISITION OF SUBSIDIARIES/BUSINESS (continued)

2016

(a) Acquisition of 90% equity interest in Yiyang Tap Water together with its subsidiaries, collectively the "Yiyang Tap Water Group"

On 21 February 2016, the Group, through its wholly-owned subsidiary, SIIC Environment Holdings (Shenzhen) Co., Ltd., acquired 90% equity interest in Yiyang Tap Water for a purchase consideration of RMB288,188,000. Yiyang Tap Water Group is engaged principally in the business of water supply, construction, design, supervision and operation of water supply projects and operation of water supply plants.

Impact of acquisition on profit or loss

From the date of acquisition, Yiyang Tap Water Group contributed revenue of RMB80,605,000 and net loss of RMB1,374,000 to the Group. If the combination had taken place at the beginning of the financial year, the Group's revenue and profit after tax would have been RMB2,658,499,000 and RMB530,277,000 respectively. The pro forma information is for illustrative purposes only and is not necessarily an indication of revenue and profit of the Group that actually would have been achieved had the acquisition been completed on 1 January 2016, nor is it intended to be a projection of future results.

The non-controlling interest in Yiyang Tap Water Group recognised at the acquisition date was measured by reference to the fair value of the non-controlling interest and amounted to RMB32,020,000. This fair value was estimated by applying the discounted cash flow model using a discount rate of 12% on the expected future cash inflows.

(b) Acquisition of 90% equity interest in Wulian Xinneng

On 8 August 2016, the Group, through its 92.15% owned subsidiary, Fudan Water acquired 90% equity interest in Wulian Xinneng for a total consideration of RMB45,000,000 through subscription of new shares issued by Wulian Xinneng. Wulian Xinneng is engaged principally in the investment, construction and management of waste power plant projects.

Impact of acquisition on profit or loss

Transaction costs related to the acquisition amounting to RMB135,000 had been recognised in the "Administrative expenses" line item in the Group's profit or loss for the year ended 31 December 2016.

From the date of acquisition, Wulian Xinneng contributed RMB44,314,000 and RMB4,015,000 to the Group's revenue and profit after tax respectively. Prior to the acquisition, Wulian Xinneng has not commenced operation.

The non-controlling interest in Wulian Xinneng recognised at the acquisition date was measured by reference to the fair value of the non-controlling interest and amounted to RMB5,000,000. This fair value was estimated by applying a cost-plus basis with a gross margin of 20%.

40. 收購附屬公司／業務(續)

2016年

(a) 收購益陽市自來水連同其附屬公司(統稱「益陽自來水集團」) 90%股本權益

於2016年2月21日，本集團通過其全資附屬公司上實環境水務(深圳)有限公司以收購對價人民幣288,188,000元收購益陽市自來水90%的股本權益。益陽自來水集團主要從事供水、建設、設計、監督及運營供水項目及運營供水廠業務。

收購事項於損益之影響

自收購日起，益陽自來水集團為本集團貢獻之收入為人民幣80,605,000元及虧損淨額為人民幣1,374,000元。倘合併於本財政年初發生，本集團的收入及税後利潤將分別為人民幣2,658,499,000元及人民幣530,277,000元。備考資料僅供説明之用，未必表明倘於2016年1月1日完成收購本集團實際實現的收入及利潤，亦不用於對未來業績的預測。

於收購日期確認的益陽自來水集團非控股權益則參考非控股權益的公允價值計量，金額為人民幣32,020,000元。該公允價值乃採用折現現金流模式並按預期未來現金流入的12%折現率估計。

(b) 收購五蓮新能90%股本權益

於2016年8月8日，本集團通過其擁有92.15%權益的附屬公司復旦水務以總對價人民幣45,000,000元認購五蓮新能發行的新股收購五蓮新能90%的股本權益。五蓮新能主要從事投資、建設及管理污水廠項目業務。

收購事項於損益之影響

有關收購的交易成本人民幣135,000元已於本集團截至2016年12月31日止年度的損益中的「行政開支」項目中確認。

自收購日起，五蓮新能為本集團貢獻之收入及税後利潤分別為人民幣44,314,000元及人民幣4,015,000元。於收購前，五蓮新能並未開始運營。

於收購日期確認的五蓮新能非控股權益則參考非控股權益的公允價值計量，金額為人民幣5,000,000元。該公允價值乃採用毛利率為20%的成本加成基準估計。

40. ACQUISITION OF SUBSIDIARIES/BUSINESS (continued)

2016 (continued)

(c) Acquisition of 75% equity interest in Henan Zhonghui together with its subsidiaries, collectively the "Henan Zhonghui Group"

On 20 September 2016, the Group, through its 92.15% owned subsidiary, Fudan Water acquired 75% equity interest in Henan Zhonghui for a total consideration of RMB225,000,000 through subscription of new shares issued by Henan Zhonghui. Henan Zhonghui Group is engaged principally in the business of sludge treatment and waste water treatment in the PRC. As at the date of acquisition, the Group has yet to subscribe for the shares.

As at date of acquisition, the Group has obtained control over Henan Zhonghui as the Group has the power to appoint 4 out of 5 directors on the Board of the entity in accordance with the shareholder's agreement and direct the relevant activities of the entity.

Impact of acquisition on profit or loss

Transaction costs related to the acquisition amounting to RMB250,000 had been recognised in the "Administrative expenses" line item in the Group's profit or loss for the year ended 31 December 2016.

From the date of acquisition, Henan Zhonghui Group contributed RMB60,587,000 and RMB8,036,000 to the Group's revenue and profit after tax respectively. If the combination had taken place at the beginning of the financial year, the Group's revenue and profit after tax would have been RMB2,694,784,000 and RMB545,609,000 respectively. The pro forma information is for illustrative purposes only and is not necessarily an indication of revenue and profit of the Group that actually would have been achieved had the acquisition been completed on 1 January 2016, nor is it intended to be a projection of future results.

The receivables under service concession arrangements acquired with a fair value of RMB277,070,000 had gross contractual amounts of RMB580,382,000.

The non-controlling interest in Henan Zhonghui Group recognised at the acquisition date was measured by reference to the fair value of the non-controlling interest and amounted to RMB100,596,000. This fair value was estimated by applying the discounted cash flow model using a discount rate of 9% on the expected future cash inflows.

40. 收購附屬公司／業務(續)

2016年(續)

(c) 收購河南中匯及其附屬公司(統稱「河南中匯集團」)75%的股本權益

於2016年9月20日，本集團以總對價人民幣225,000,000元通過其擁有92.15%的附屬公司復旦水務認購河南中匯發行的新股收購河南中匯75%的股本權益。河南中匯集團主要於中國從事污泥處理及污水處理業務。於收購日期，本集團尚未認購股份。

於收購日期，由於本集團有權根據股東協議委任該實體董事會5名董事中的4名及指導該實體的相關活動，本集團已獲得對河南中匯的控制權。

收購事項於損益之影響

有關收購的交易成本人民幣250,000元已於本集團截至2016年12月31日止年度的損益中的「行政開支」項目中確認。

自收購日起，河南中匯集團為本集團貢獻之收入及稅後利潤分別為人民幣60,587,000元及人民幣8,036,000元。倘合併於本財政年初發生，本集團的收入及稅後利潤將分別為人民幣2,694,784,000元及人民幣545,609,000元。備考資料僅供說明之用，未必表明倘於2016年1月1日完成收購本集團實際實現的收入及利潤，亦不用於對未來業績的預測。

已收購公允價值為人民幣277,070,000元之服務特許經營安排項下應收款項之總合約金額為人民幣580,382,000元。

於收購日期確認的河南中匯集團非控股權益則參考非控股權益的公允價值計量，金額為人民幣100,596,000元。該公允價值乃採用折現現金流模式並按預期未來現金流入的9%折現率估計。

40. ACQUISITION OF SUBSIDIARIES/BUSINESS (continued)

2016 (continued)

(d) Acquisition of 32.7% equity interest in Longjiang Group together with its subsidiaries, collectively the "Longjiang Group and its subsidiaries"

In November 2016, the Group, through its wholly-owned subsidiaries, Thrive Far Limited and SIIC Environment Holdings (Shenzhen) Co., Ltd., acquired 30.8% and 1.9% of additional equity interest in Longjiang Group for a purchase consideration of RMB788,000,000 and RMB48,000,000 respectively. Upon completion of the acquisition, the Group has increased its equity interest in Longjiang Group from 25.3% to 58.0%. Longjiang Group and its subsidiaries are principally engaged in the business of development and operation of environmental protection related projects and construction and operation of water supply network.

Impact of acquisition on profit or loss

Transaction costs related to the acquisition amounting to RMB5,672,000 had been recognised in the "Administrative expenses" line item in the Group's profit or loss for the year ended 31 December 2016.

From the date of acquisition, Longjiang Group and its subsidiaries contributed RMB445,357,000 and RMB26,805,000 to the Group's revenue and profit net of tax respectively. If the combination had taken place at the beginning of the financial year, the Group's revenue and profit net of tax would have been RMB3,697,104,000 and RMB630,109,000 respectively. The pro forma information is for illustrative purposes only and is not necessarily an indication of revenue and profit of the Group that actually would have been achieved had the acquisition been completed on 1 January 2016, nor is it intended to be a projection of future results.

The receivables under service concession arrangements acquired with a fair value of RMB4,105,581,000 had gross contractual amounts of RMB7,008,414,000.

The non-controlling interest in Longjiang Group recognised at the acquisition date was measured by reference to the fair value of the non-controlling interest and amounted to RMB1,093,422,000. This fair value was estimated by applying the discounted cash flow model using a discount rate of 9% on the expected future cash inflows.

40. 收購附屬公司／業務(續)

2016年(續)

(d) 收購龍江集團及其附屬公司(統稱「龍江集團及其附屬公司」) 32.7%的股本權益

於2016年11月，本集團分別以收購對價人民幣788,000,000元及人民幣48,000,000元通過其全資附屬公司奮發有限公司及上實環境水務(深圳)有限公司收購龍江集團30.8%及1.9%的額外股本權益。於該收購完成後，本集團於龍江集團的股本權益由25.3%增加至58.0%。龍江集團及其附屬公司主要從事開發及經營環境保護相關項目以及建設及經營供水網絡的業務。

收購事項於損益之影響

有關收購的交易成本人民幣5,672,000元已於本集團截至2016年12月31日止年度的損益中的「行政開支」項目中確認。

自收購日起，龍江集團及其附屬公司為本集團貢獻之收入及稅後利潤分別為人民幣445,357,000元及人民幣26,805,000元。倘合併於本財政年初發生，本集團的收入及稅後利潤將分別為人民幣3,697,104,000元及人民幣630,109,000元。備考資料僅供說明之用，未必表明倘於2016年1月1日完成收購本集團實際實現的收入及利潤，亦不用於對未來業績的預測。

已收購公允價值為人民幣4,105,581,000元之服務特許經營安排項下應收款項之總合約金額為人民幣7,008,414,000元。

於收購日期確認的龍江集團非控股權益則參考非控股權益的公允價值計量，金額為人民幣1,093,422,000元。該公允價值乃採用折現現金流模式並按預期未來現金流入的9%折現率估計。

40. ACQUISITION OF SUBSIDIARIES/BUSINESS (continued)

2016 (continued)

(e) Acquisition of 60% equity interest in Ranhill Water (Hong Kong) Co., Ltd. ("Ranhill Water", together with its subsidiaries, collectively the "Ranhill Water Group")

In December 2016, the Group, through its wholly-owned subsidiary, Asia Wisdom Investments Limited, acquired 60% equity interest in Ranhill Water for a purchase consideration comprising (i) cash consideration of RMB223,900,000; and (ii) additional earn-out amount of up to RMB50,000,000, subjected to certain conditions being met ("contingent consideration"), for the expansion of its business.

Ranhill Water Group is engaged principally in undertaking industrial waste water treatment services, providing consultancy services on potable water, waste water technologies and project management, and conducting design, construction and operation of waste water treatment and environmental protection facilities.

Ranhill Water Group is engaged principally in undertaking industrial waste water treatment services, providing consultancy services on potable water, waste water technologies and project management, and conducting design, construction and operation of waste water treatment and environmental protection facilities.

The conditions of the contingent consideration are as follow:

(i) RMB10,000,000 shall be paid to the Vendor within ten (10) days after the date on which the Purchaser receives a copy of the documents approving the tariff price increase issued by the counterparty of the applicable projects BOT contracts, which evidences that the tariff prices of the Nanchang Xiaolan Phase I Project and Nanchang Xiaolan Phase II Project are increased to no less than RMB1.95 per ton;

(ii) RMB20,000,000 will be paid to the Vendor within ten (10) days after the date on which Purchaser receives a copy of the BOT contract duly signed for the Nanchang Xiaolan Phase III Project;

(iii) RMB10,000,000 will be paid to the Vendor within ten (10) days after the date on which Purchaser receives a copy of the documents approving the tariff price increase issued by the counterparty of the project BOT contract, which evidences that the tariff price of the Xinxiang Xiaodian Industrial Park Phase I Project is increased to no less than RMB0.95 per ton; and

(iv) RMB10,000,000 will be paid to the Vendor within ten (10) days after the date on which Purchaser receives a copy of the operation contract duly signed for the Xinxiang Xiaodian Industrial Park Reclaimed Water Project.

40. 收購附屬公司／業務(續)

2016年(續)

(e) 收購聯熹水務(香港)有限公司(「聯熹水務」，連同其附屬公司統稱「聯熹集團」) 60%股本權益

於2016年12月，本集團通過其全資附屬公司安樺投資有限公司收購聯熹水務60%的股本權益以拓展其業務，收購對價包括(i)現金對價人民幣223,900,000元；及(ii)額外獲利能力金額最高人民幣50,000,000元，惟須符合若干條件(「或有對價」)。

聯熹集團主要從事工業污水處理服務、提供飲用水、污水技術及項目管理的諮詢服務以及進行設計、建設及運營污水處理及環保設施。

聯熹集團主要從事工業污水處理服務、提供飲用水、污水技術及項目管理的諮詢服務以及進行設計、建設及運營污水處理及環保設施。

或有對價的條件如下：

(i) 買方須於收到適用項目BOT合約對手方發出的批准提價文件副本(證明南昌小藍一期項目及南昌小藍二期項目提價至不低於每噸人民幣1.95元)當日後十(10)日內向賣方支付人民幣10,000,000元；

(ii) 買方須於收到妥為簽署的南昌小藍三期項目BOT合約副本當日後十(10)日內向賣方支付人民幣20,000,000元；

(iii) 買方須於收到項目BOT合約對手方發出的批准提價文件副本(證明新鄉小店工業園一期項目提價至不低於每噸人民幣0.95元)當日後十(10)日內向賣方支付人民幣10,000,000元；及

(iv) 買方須於收到妥為簽署的新鄉小店工業園再生水項目經營合約副本當日後十(10)日內向賣方支付人民幣10,000,000元。

40. ACQUISITION OF SUBSIDIARIES/BUSINESS (continued)

Impact of acquisition on profit or loss

Transaction costs related to the acquisition amounting to RMB3,883,000 had been recognised in the "Administrative expenses" line item in the Group's profit or loss for the year ended 31 December 2016.

Ranhill Water Group was consolidated into the Group as at 31 December 2016. If the combination had taken place at the beginning of the financial year, the Group's revenue and profit after tax would have been RMB2,824,680,000 and RMB567,891,000 respectively. The pro forma information is for illustrative purposes only and is not necessarily an indication of revenue and profit of the Group that actually would have been achieved had the acquisition been completed on 1 January 2016, nor is it intended to be a projection of future results.

40. 收購附屬公司／業務（續）

收購對損益的影響

有關收購的交易成本人民幣3,883,000元已於本集團截至2016年12月31日止年度的損益內確認於「管理開支」項下。

聯熹集團於2016年12月31日綜合入賬至本集團。倘合併於財政年度初發生，本集團的收入及除税後利潤將分別為人民幣2,824,680,000元及人民幣567,891,000元。備考資料僅供説明，未必表示倘收購於2016年1月1日完成本集團實際可能獲取的收入及利潤，亦不擬作為未來業績預測。

		Yiyang Tap Water Group 益陽自來水集團 RMB'000 人民幣千元	Wulian Xinneng[a] 五蓮新能[a] RMB'000 人民幣千元	Henan Zhonghui Group[b] 河南中匯集團[b] RMB'000 人民幣千元	Longjiang Group and its subsidiaries 龍江集團及其附屬公司 RMB'000 人民幣千元	Ranhill Water Group 聯熹集團 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Consideration transferred:	已轉撥對價：						
Cash	現金	–	–	–	836,000	223,900	1,059,900
Contingent consideration	或有對價	–	–	–	–	50,000	50,000
Cash prepaid in previous financial year	上個財政年度已付現金	288,188	–	–	–	–	288,188
Fair value of previously held interest	先前所持權益公允價值	–	–	–	661,806	–	661,806
		288,188	–	–	1,497,806	273,900	2,059,894

Fair value of assets acquired and liabilities assumed (as determined by independent valuation reports) recognised at the date of acquisition are as follows:

於收購日期確認的所收購資產及所承擔責任的公允價值（經獨立估值報告釐定）如下：

Property, plant and equipment	物業、廠房及設備	2,337	–	1,214	69,879	1,107	74,537
Intangible assets/Land use rights	無形資產／土地使用權	533,869	–	109,620	2,544,249	152,892	3,340,630
Available-for-sale financial instrument	可供出售金融工具	–	–	–	10,400	–	10,400
Other long term receivables	其他長期應收款項	–	–	6,623	–	–	6,623
Held-for-trading investments	持作買賣投資	–	–	–	5,783	–	5,783
Inventories	存貨	3,068	–	351	18,062	634	22,115
Amount due from customer for construction contracts	應收客戶建設合約款	–	–	–	25,839	–	25,839
Receivables under service concession arrangements	服務特許經營安排項下應收款項	–	2,205	277,070	4,105,581	785,186	5,170,042
Trade and other receivables	貿易及其他應收款項	6,715	99	19,359	1,048,980	26,997	1,102,150
Prepayments	預付款項	1,649	2,614	17,923	28,223	5,470	55,879
Cash and cash equivalents	現金及現金等價物	28,190	135	9,737	854,143	11,330	903,535
Pledged bank deposits	已抵押銀行存款	–	–	3,005	–	–	3,005

40. ACQUISITION OF SUBSIDIARIES/BUSINESS (continued)

Impact of acquisition on profit or loss (continued)

40. 收購附屬公司／業務（續）

收購對損益的影響（續）

		Yiyang Tap Water Group 益陽自來水集團 RMB'000 人民幣千元	Wulian Xinneng 五蓮新能 RMB'000 人民幣千元	Henan Zhonghui Group 河南中匯集團 RMB'000 人民幣千元	Longjiang Group and its subsidiaries 龍江集團及其附屬公司 RMB'000 人民幣千元	Ranhill Water Group 聯熹集團 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Trade and other payables	貿易及其他應付款項	(114,700)	(53)	(121,142)	(2,367,879)	(252,670)	(2,856,444)
Bank and other borrowings	銀行及其他借款	(62,882)	–	(210,291)	(3,106,856)	(205,297)	(3,585,326)
Tax payable	應納稅款	(368)	–	8	(15,441)	(173)	(15,974)
Deferred tax liabilities	遞延稅項負債	(70,908)	–	(12,881)	(607,896)	(68,976)	(760,661)
Other non-current liabilities	其他非流動負債	(6,762)	–	–	(21,839)	–	(28,601)
Non-controlling interests	非控股權益	(32,020)	(5,000)	(100,596)	(1,093,422)	(182,600)	(1,413,638)
		288,188	–	–	1,497,806	273,900	2,059,894

(a) Subsequent to the date of acquisition, the Group has subscribed to new shares in Wulian Xinneng for a consideration of RMB45,000,000 during the financial year ended 31 December 2016.

(a) 於收購日期後，本集團已於截至2016年12月31日止財政年度以對價人民幣45,000,000元認購五蓮新能的新股。

(b) Subsequent to the date of acquisition, the Group has subscribed to new shares in Henan Zhonghui Group amounting to RMB157,500,000. As at end of the financial year ended 31 December 2017, the Group has yet to subscribe to the remaining shares amounting to RMB67,500,000.

(b) 於收購日期後，本集團已認購金額為人民幣157,500,000元的河南中匯集團新股。於截至2017年12月31日止財政年度，本集團尚未認購金額為人民幣67,500,000元的餘下股份。

Goodwill arising from acquisitions:	收購產生的商譽：						
Consideration transferred	已轉撥對價：	288,188	–	–	1,497,806	273,900	2,059,894
Less: Net assets required	減：已收購資產淨額	(288,188)	–	–	(1,497,806)	(273,900)	(2,059,894)
		–	–	–	–	–	–
Fair value gain from revaluation of previously held interest	重估先前所持權益的公允價值收益						
Fair value of previously held interest	先前所持權益的公允價值	–	–	–	661,806	–	661,806
Less: Book value of previously held interest	減：先前所持權益的賬面值	–	–	–	(506,417)	–	(506,417)
		–	–	–	155,389	–	155,389
Net cash outflow arising from acquisition:	收購產生的現金流出淨額：						
Cash consideration paid	已付現金對價	–	–	–	836,000	223,900	1,059,900
Less: Bank balances and cash acquired	減：已收購銀行結餘及現金	(28,190)	(135)	(9,737)	(854,143)	(11,330)	(903,535)
		(28,190)	(135)	(9,737)	(18,143)	212,570	156,365

41. OPERATING LEASES

The Group as lessee

Leases are negotiated for an average term of 5 years and rentals are fixed for a period for 1 to 30 years (2016: 1 to 30 years). Most leases contain renewable options. At the end of the reporting period, the Group had commitments for future minimum lease payments under non-cancellable operating leases which fall due as follows:

41. 經營租賃

本集團作為承租人

租賃經磋商後平均為期5年，而有關租金在1至30年（2016年：1至30年）租期內固定不變。多數租賃附帶可續期選擇權。於報告期末，本集團根據各項不可撤銷經營租賃之未來最低租賃款項作出承擔。此等承擔之到期日如下：

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Within one year	一年內	7,577	7,473
In the second to fifth year inclusive	第二年至第五年（包括首尾兩年）	14,154	17,357
After five years	五年後	31,443	34,554
		53,174	59,384

The Group as lessor

The Group has entered into commercial property leases on its office premises. At the end of the reporting period, the Group had contracted with tenants for the following:

本集團作為出租人

本集團已就其辦公室物業訂立商業物業租賃。於報告期末，本集團已就以下各項與租戶訂立合約：

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Within one year	一年內	3,635	3,116
In the second to fifth year inclusive	第二年至第五年（包括首尾兩年）	2,243	2,139
After five years	五年後	1,242	1,609
		7,120	6,864

42. CAPITAL COMMITMENTS

42. 資本承擔

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Capital expenditure contracted for but not provided in the consolidated financial statements in respect of	有關以下項目的已訂約但未在綜合財務報表內撥備的資本開支		
– Additions in construction-in-progress relating to service concession arrangement	– 增加與服務特許經營安排有關的在建工程	**907,219**	1,149,597
– Acquisition of a TOT waste water plant	– 收購TOT污水廠	**260,000**	–
– Acquisition of subsidiaries	– 收購附屬公司	**155,540**	–
– Capital injection into an associate	– 向聯營公司注資	**48,000**	48,000
– Additional investment in available-for-sale financial instrument	– 於可供出售金融工具的額外投資	**13,287**	13,287

43. PLEDGE ON ASSETS

The aggregate carrying value of assets pledged by the Group to secure banking facilities granted by these banks, leased assets by leasing company and use of certain operating concession assets are as follows:

43. 資產抵押

本集團為獲得銀行授予的銀行信貸額度、租賃公司的租賃資產及使用若干特許經營資產而抵押的資產的賬面值總額如下：

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Pledged bank deposits	已抵押銀行存款	**130,637**	191,918
Property, plant and equipment	物業、廠房及設備	**15,604**	17,139
Investment in a subsidiary	於附屬公司的投資	**120,000**	120,000
Intangible assets	無形資產	**1,266,277**	1,331,651
Land use rights	土地使用權	**1,253**	1,370
Trade receivables	貿易應收款項	**2,630**	–
Receivables under service concession arrangements	服務特許經營安排項下應收款項	**7,168,020**	7,137,684
		8,704,421	8,799,762

44. RELATED PARTY TRANSACTIONS

In addition to the related party information disclosed elsewhere in the financial statements, the Group had the following significant related party transactions which were carried out in the normal course of business as agreed between the parties during the financial year:

44. 關聯方交易

除於本財務報表其他地方所披露的關聯方資料外，本集團於本財政年度有以下經訂約方議定的於一般業務過程中進行的重大關聯方交易：

Related party 關聯方	Nature of transactions 交易性質	Group 本集團 2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Wholly-owned subsidiaries of the Company's intermediate holding company 本公司中介控股公司的全資附屬公司	Interest expenses 利息開支	(118,070)	(107,051)
	Sale of available-for-sale financial instruments 銷售可供出售金融工具	214,303	–

Compensation of Directors and key management personnel

董事及主要管理層人員薪酬

		Group 本集團 2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Wages, salaries and bonus	工資、薪金及花紅	34,256	20,263
Defined benefit contributions	界定福利供款	3,218	1,585
Others	其他	804	132
		38,278	21,980

44. RELATED PARTY TRANSACTIONS (continued)

Compensation of Directors and key management personnel (continued)

Details of the remuneration paid or payable by the Group to the Company's Directors during the financial year are as follows:

44. 關聯方交易(續)

董事及主要管理層人員薪酬(續)

本集團於本財政年度已付或應付本公司董事薪酬詳情如下:

		Zhou Jun 周軍 RMB'000 人民幣千元	Feng Jun 馮駿 RMB'000 人民幣千元	Yang Changmin 楊長民 RMB'000 人民幣千元	Yang Yihua Yang Yihua RMB'000 人民幣千元 (Note i) (附註i)	Xu Xiaobing 徐曉冰 RMB'000 人民幣千元	Xu Zhan 許瞻 RMB'000 人民幣千元	Li Zengfu 李增福 RMB'000 人民幣千元 (Note ii) (附註ii)	Yeo Guat Kwang 楊木光 RMB'000 人民幣千元	Tay Ah Kong Bernard 鄭桓光 RMB'000 人民幣千元	Tan Chong Huat 陳聰發 RMB'000 人民幣千元 (Note iii) (附註iii)	Tan Gim Soo 陳錦書 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Year ended 31 December 2016	**截至2016年12月31日止年度**												
Executive directors:	**執行董事:**												
Directors' fee and committee remuneration	董事袍金及委員會薪酬	482	241	–	89	241	241	152	–	–	–	–	1,446
Basic salaries and allowances	基本薪金及津貼	–	–	336	–	–	–	–	–	–	–	–	336
Bonuses	花紅	–	–	81	–	–	–	–	–	–	–	–	81
Retirement benefits scheme contributions	退休福利計劃供款	–	–	–	–	–	–	–	–	–	–	–	–
Independent non-executive directors:	**獨立非執行董事:**												
Directors' fee and committee remuneration	董事袍金及委員會薪酬	–	–	–	–	–	–	–	458	482	409	409	1,758
Total directors' emoluments	董事酬金總額	482	241	417	89	241	241	152	458	482	409	409	3,621
Year ended 31 December 2017	**截至2017年12月31日止年度**												
Executive directors:	**執行董事:**												
Directors' fee and committee remuneration	董事袍金及委員會薪酬	**485**	**243**	**–**	**–**	**243**	**243**	**243**	**–**	**–**	**–**	**–**	**1,457**
Basic salaries and allowances	基本薪金及津貼	**–**	**–**	**338**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**338**
Bonuses	花紅	**–**	**–**	**85**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**85**
Retirement benefits scheme contributions	退休福利計劃供款	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Independent non-executive directors:	**獨立非執行董事:**												
Directors' fee and committee remuneration	董事袍金及委員會薪酬	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**461**	**485**	**412**	**412**	**1,770**
Total directors' emoluments	董事酬金總額	**485**	**243**	**423**	**–**	**243**	**243**	**243**	**461**	**485**	**412**	**412**	**3,650**

44. RELATED PARTY TRANSACTIONS (continued)

Compensation of Directors and key management personnel (continued)

Notes:

(i) Mr. Yang Yihua resigned as a director of the Company on 12 May 2016.

(ii) Mr. Li Zengfu was appointed as a director of the Company on 12 May 2016.

(iii) Mr Tan Chong Huat resigned as a director of the Company on 22 December 2017.

(iv) The executive directors' remuneration shown above were paid for their services in connection with the management of the affairs of the Company and the Group.

(v) The independent non-executive directors' remuneration shown above were paid for their services as directors of the Company.

(vi) Bonuses were determined with reference to the Group's operating results, individual performance and comparable market statistics.

(vii) No remuneration were paid by the Group to the directors of the Company as an inducement to join or upon joining the Group or as compensation for loss of office.

The five highest paid individuals of the Group do not include any executive directors of the Company for the financial years ended 31 December 2017 and 2016. Details of the remuneration are as follows:

44. 關聯方交易(續)

董事及主要管理層人員薪酬(續)

附註:

(i) Yang Yihua先生於2016年5月12日辭任本公司董事。

(ii) 李增福先生於2016年5月12日獲委任為本公司董事。

(iii) 陳聰發先生於2017年12月22日辭任本公司董事。

(iv) 上文所示執行董事的薪酬乃就彼等所提供與管理本公司及本集團事務有關的服務而支付。

(v) 上文所示獨立非執行董事的薪酬乃就彼等擔任本公司董事職務提供的服務而支付。

(vi) 花紅乃經參考本集團經營業績、個人表現及可比較的市場統計而釐定。

(vii) 本集團並無向本公司董事支付薪酬作為彼等加入或於加入本集團時的獎勵,或作為離任的賠償。

截至2017年及2016年12月31日止財政年度,本集團五名最高薪酬人士並不包括本公司任何執行董事。薪酬詳情如下:

		Group 本集團	
		2017 2017年	2016 2016年
		RMB'000 人民幣千元	RMB'000 人民幣千元
Salaries and other allowances	薪金及其他津貼	**6,081**	5,821
Bonuses	花紅	**2,873**	2,000
Retirement benefits scheme contributions	退休福利計劃供款	**489**	231
		9,443	8,052

44. RELATED PARTY TRANSACTIONS (continued)

Compensation of Directors and key management personnel (continued)

The remunerations were within the following bands:

44. 關聯方交易(續)

董事及主要管理層人員薪酬(續)

薪酬幅度如下:

		Group 本集團	
		2017 2017年 No. of employees 僱員人數	2016 2016年 No. of employees 僱員人數
HKD1,500,001 to HKD2,000,000 (equivalent to RMB1,306,001 to RMB1,741,000)	1,500,001港元至2,000,000港元(相當於人民幣1,306,001元至人民幣1,741,000元)	4	4
HKD3,000,001 to HKD3,500,000 (equivalent to RMB2,611,001 to RMB3,046,000)	3,000,001港元至3,500,000港元(相當於人民幣2,611,001元至人民幣3,046,000元)	–	1
HKD3,500,001 to HKD4,000,000 (equivalent to RMB3,046,001 to RMB3,482,000)	3,500,001港元至4,000,000港元(相當於人民幣3,046,001元至人民幣3,482,000元)	1	–
		5	5

No remuneration were paid by the Group to any of the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office.

本集團並無向五名最高薪人士的任何一名支付薪酬作為彼等加入或於加入本集團時的獎勵,或作為離任的賠償。

Purchase of legal and corporate secretarial services from firms related to a Director

The Company engages certain professional firms for legal and corporate secretarial services. One of the Company's Directors (who resigned near to the end of the financial year) holds and/or has held senior managerial position in these firms.

Total amount of fees in relation to legal and corporate secretarial services provided for the year ended 31 December 2017 was approximately RMB2,457,000 (2016: RMB781,000). An amount of RMB956,000 (2016: RMB3,000) was outstanding at the end of the reporting period.

向與董事有關連的公司購買法律及公司秘書服務

本公司聘用若干專業公司提供法律及公司秘書服務。本公司的其中一名董事(彼於本財政年度結束前辭任)於該等公司出任及/或曾於該等公司出任高級管理層職位。

截至2017年12月31止年度,法律及公司秘書服務的費用總額約為人民幣2,457,000元(2016年:人民幣781,000元)。於報告期末,尚未支付金額為人民幣956,000元(2016年:人民幣3,000元)。

45. SEGMENT INFORMATION

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

(i) Construction:

Principal activities include design, assembly, construction, installation and commissioning of water supply or waste water treatment systems/plants for industrials and municipals. Exclude construction margin recognised in relation to construction of the Group's service concession arrangements related assets by external parties.

(ii) Water and Sludge Treatment:

Principal activities include construction, management and operation of water and sludge related infrastructure under service concession arrangements and management and operation of water and sludge related infrastructure under non-service concession arrangements and financial income under service concession arrangements.

(ii) Water Supply:

Principal activities include construction, management and operation of water supply related infrastructure under service concession arrangements.

(iv) Waste incineration:

Principal activities include construction, management and operation of waste incineration related infrastructure under service concession arrangements.

Other operations include design and consultancy on the projects and installation of water meters. None of these segments meets any of the quantitative thresholds for determining reportable segments in 2017 or 2016.

Management monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Group's financing and income taxes are managed on a Group basis and are not allocated to operating segments. Unallocated assets/liabilities mainly comprise of corporate assets and liabilities, tax assets and liabilities and interest income and expenses.

Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment and intangible assets other than goodwill.

Transfer prices between operating segments are on agreed-term basis in a manner similar to transactions with third parties.

45. 分部資料

就管理而言，本集團根據其產品及服務劃分業務分部，四個可呈報分部如下：

(i) 建設：

主要業務包括工業及市政供水或污水處理系統／工廠的設計、組裝、建設、安裝及調試。不包括由其他外包方所建設的與本集團服務特許經營安排相關的資產所確認的建設利潤。

(ii) 水及污泥處理：

主要業務包括在服務特許經營安排項下與水及污泥相關的基礎設施的建設、管理及經營及在非服務特許經營安排項下與水及污泥相關的基礎設施的管理及運營以及服務特許經營安排項下的金融收入。

(ii) 供水：

主要業務包括在服務特許經營安排項下建設、管理及經營與供水相關的基礎設施。

(iv) 固廢發電：

主要業務包括在服務特許經營安排項下建設、管理及經營與固廢發電相關的基礎設施。

其他業務包括工程的設計及諮詢以及安裝水錶。於2017年或2016年，該等分部概未達到釐定可呈報分部的任何定量規模。

管理層分別監控其業務分部的經營業績，以作出有關資源分配及業績評估的決策。分部表現乃根據經營損益作出評估。

分部業績、資產及負債包括直接可歸類於某一分部的項目，以及其他可按合理基準分配至該分部的項目。本集團的融資及所得稅乃按本集團基準管理，不會分配至經營分部。未分配的資產／負債主要包括企業資產及負債、稅項資產及負債以及利息收入及開支。

分部資本開支為於年內收購物業、廠房及設備以及除商譽之外的無形資產所產生的成本總額。

經營分部間的轉讓價格，按與第三方的類似交易根據協定基礎達至。

45. SEGMENT INFORMATION (continued)

Business segments

45. 分部資料(續)

業務分部

All amount in RMB'000 所有金額以人民幣千元計		Construction 建設 2017 2017年	Water and Sludge Treatment 水及污泥處理 2017 2017年	Water supply 供水 2017 2017年	Waste Incineration 固廢發電 2017 2017年	Total for Reportable Segments 可呈報分部總額 2017 2017年	Others Segment 其他分部 2017 2017年	Unallocated 未分配 2017 2017年	Consolidated 合計 2017 2017年
Revenue	收入	6,553	3,687,494	605,386	146,359	4,445,792	193,482	–	4,639,274
Reportable segment profit (loss) from operations	可呈報分部經營利潤(虧損)	1,903	900,187	120,166	45,331	1,067,587	38,371	(87,820)	1,018,138
Finance income	金融收入	–	–	–	–	–	–	21,120	21,120
Finance expenses	財務費用	–	–	–	–	–	–	(511,051)	(511,051)
Other income	其他收入	–	171,502	4,279	8,212	183,993	(2,823)	121,884	303,054
Share of results of associates	應佔聯營公司業績	–	(2,750)	–	–	(2,750)	452	–	(2,298)
Share of results of joint ventures	應佔合資企業業績	–	–	–	49,565	49,565	–	–	49,565
Income tax expense	所得稅開支	(413)	(149,065)	(27,668)	(6,975)	(184,121)	(6,734)	(3,518)	(194,373)
Profit after tax	稅後盈利								684,155
Segment depreciation and amortisation	分部折舊及攤銷	2,015	162,635	115,700	8,416	288,766	370	11,223	300,359
Segment non-cash income	分部非現金收入	2,038	37,803	24,050	–	63,891	(1,260)	120,097	182,728
Segment non-cash expenses	分部非現金開支	2,460	2,700	840	–	6,000	–	–	6,000
Segment assets	分部資產	120,415	20,242,623	3,016,677	561,814	23,941,529	328,229	391,584	24,661,342
Interest in joint ventures	合資企業權益	–	–	–	713,523	713,523	–	–	713,523
Interest in associates	聯營公司權益	–	73,420	–	–	73,420	10,438	–	83,858
Held for trading investment	持作買賣投資	–	–	–	–	–	4,889	29,861	34,750
Available-for-sale financial instruments	可供出售金融工具	–	10,586	–	–	10,586	500	15,717	26,803
Prepayment for investment in subsidiary	投資附屬公司預付款	–	49,940	79,080	–	129,020	–	–	129,020
Total assets	資產總額								25,649,296
Segment liabilities	分部負債	146,128	10,399,201	1,411,074	238,394	12,194,797	695,089	2,515,819	15,405,705
Segment capital expenditure	分部資本開支	334	314,805	39,825	106	355,070	211	31	355,312

45. SEGMENT INFORMATION (continued)

Business segments (continued)

45. 分部資料(續)

業務分部(續)

All amount in RMB'000 所有金額以人民幣千元計		Construction 建設 2016 2016年	Water and Sludge Treatment 水及污泥處理 2016 2016年	Water supply 供水 2016 2016年	Waste Incineration 固廢發電 2016 2016年	Total for Reportable Segments 可呈報分部總額 2016 2016年	Others Segment 其他分部 2016 2016年	Unallocated 未分配 2016 2016年	Consolidated 合計 2016 2016年
Revenue	收入	17,158	1,979,895	406,339	93,881	2,497,273	150,824	-	2,648,097
Reportable segment profit (loss) from operations	可呈報分部經營利潤(虧損)	3,990	472,733	73,055	23,515	573,293	33,065	(57,641)	548,717
Finance income	金融收入	–	–	–	–	–	–	11,357	11,357
Finance expenses	財務費用	–	–	–	–	–	–	(234,611)	(234,611)
Other income	其他收入	–	76,701	15,972	7,396	100,069	367	12,528	112,964
Fair value gain from revaluation of previously held interest	對先前持有權益重新評估的公允價值收益	–	155,389	–	–	155,389	–	–	155,389
Share of results of associates	應佔聯營公司業績	–	11,312	–	–	11,312	(733)	–	10,579
Share of results of joint ventures	應佔合資企業業績	–	–	–	60,122	60,122	–	–	60,122
Income tax expense	所得稅開支	(870)	(82,468)	(26,162)	(3,542)	(113,042)	(6,170)	(4,887)	(124,099)
Profit after tax	稅後盈利								540,418
Segment depreciation and amortisation	分部折舊及攤銷	1,875	73,790	80,438	8,348	164,451	210	11,198	175,859
Segment non-cash income	分部非現金收入	18	157,076	126	–	157,220	366	8,885	166,471
Segment non-cash expenses	分部非現金開支	–	1,524	804	–	2,328	–	–	2,328
Segment assets	分部資產	128,634	17,766,406	2,994,077	491,062	21,380,179	302,089	334,702	22,016,970
Interest in joint ventures	合資企業權益	–	–	–	705,256	705,256	–	–	705,256
Interest in associates	聯營公司權益	–	72,990	–	–	72,990	9,986	–	82,976
Held for trading investment	持作買賣投資	–	–	–	–	–	6,149	20,646	26,795
Available-for-sale financial instruments	可供出售金融工具	–	10,400	–	–	10,400	500	195,388	206,288
Total assets	資產總額								23,038,285
Segment liabilities	分部負債	166,584	8,855,875	1,397,709	208,350	10,628,518	445,074	3,431,516	14,505,108
Segment capital expenditure	分部資本開支	112	5,031	62,490	585	68,218	317	1,787	70,322

(i) Revenue under Water and Sludge Treatment and Water Supply for the financial year ended 31 December 2017 include construction revenue arising from the construction of the Group's service concession arrangements related assets of RMB2,047.0 million (2016: RMB1,013.5 million).

(i) 截至2017年12月31止財政年度，水及污泥處理以及供水項下的收入包括建設與本集團服務特許經營安排相關的資產所產生的建設收入人民幣2,047.0百萬元(2016年：人民幣1,013.5百萬元)。

45. SEGMENT INFORMATION (continued)

Business segments (continued)

(ii) The segment non-cash items consist of the follows:

45. 分部資料(續)

業務分部(續)

(ii) 分部非現金項目包括以下各項:

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Segment non-cash income	**分部非現金收入**		
Write-back of allowances of doubtful receivables	撥回應收呆賬準備	**32,734**	9,959
Fair value gain from revaluation of previously held interest	對先前持有權益重新評估的公允價值收益	**–**	155,389
Gain on disposal of available-for-sale financial instruments	出售可供出售金融工具收益	**106,083**	–
Fair value changes from held-for-trading investments	持作買賣投資的公允價值變動	**12,753**	1,105
Reversal of impairment loss on intangible asset	無形資產減值虧損撥回	**24,000**	–
Gain from bargain purchase of investment in a subsidiary	議價購買附屬公司投資的收益	**7,158**	–
Reversal of allowance for inventories	撥回存貨準備	**–**	7
Reversal of allowance for foreseeable loss	可預計虧損撥備撥回	**–**	11
		182,728	166,471
Segment non-cash expenses	**分部非現金開支**		
Allowance for doubtful receivables	應收呆賬準備	**1,295**	2,158
Bad debts written off	壞賬撇銷	**4,705**	170
		6,000	2,328

(iii) The nature of unallocated segment assets is as follows:

(iii) 未分配分部資產的性質如下:

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Amounts due from joint venture	應收合資企業款項	**137**	137
Property, plant and equipment	物業、廠房及設備	**1,997**	2,537
Trade and other receivables	貿易及其他應收款項	**11,250**	4,234
Prepayments	預付款項	**13,582**	376
Cash and cash equivalents	現金及現金等價物	**364,618**	327,418
Total unallocated assets	未分配資產總額	**391,584**	334,702

45. SEGMENT INFORMATION (continued)

Business segments (continued)

(iv) The nature of unallocated segment liabilities is as follows:

45. 分部資料(續)

業務分部(續)

(iv) 未分配分部負債的性質如下：

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Bank and other borrowings	銀行及其他借款	**2,465,549**	3,352,944
Trade and other payables	貿易及其他應付款項	**50,270**	78,572
Total unallocated liabilities	未分配負債總額	**2,515,819**	3,431,516

Geographical information

The Group's operations are mainly located in the PRC. The Group's revenue from external customers and information about its non-current assets by geographical location of the assets are detailed below:

地區資料

本集團的業務主要位於中國。本集團來自外部客戶的收入及其按資產所在地區劃分的非流動資產的資料詳述如下：

		Revenue 收入		Non-current assets 非流動資產	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
PRC	中國	**4,639,274**	2,648,097	**21,752,159**	19,130,770
Singapore	新加坡	**–**	–	**14,621**	14,885
		4,639,274	2,648,097	**21,766,780**	19,145,655

Information about major customers

Revenue from PRC government amounted to RMB3,687,207,000 (2016: RMB1,972,591,000) arising from water and sludge treatment, water supply and waste incineration segment.

有關主要客戶的資料

來自中國政府的收入為人民幣3,687,207,000元(2016年：人民幣1,972,591,000元)，來自水及污泥處理、供水及固廢發電分部。

46. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL MANAGEMENT

(a) Capital management

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in relation to the nature of its industry in order to support its business and maximise shareholder value.

The capital structure of the Group consists of net debts, which includes the borrowings disclosed in Notes 32 and 33, net cash and cash equivalents and equity attributable to owners of the Company, comprising issued share capital, treasury shares, retained profits and other reserves.

The Group reviews the capital structure using gearing ratio regularly. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. As part of this review, the cost of capital and the risks associated with each class of capital are being considered. The Group will balance its overall capital structure through the payment of dividends, return capital to shareholders or new share issues as well as the issue of new debt or the redemption of existing debt. No major changes were made to the objectives, policies or processes during the financial years ended 31 December 2017 and 2016.

46. 金融工具、金融風險及資本管理

(a) 資本管理

本集團資本管理的主要目標為確保其維持穩健的與其行業性質有關的資本比率，以支持其業務及最大限度地提高股東價值。

本集團的資本架構包括債務淨額（包括附註32及33披露的借款）、現金及現金等價物淨額及本公司擁有人應佔權益（包括已發行股本、庫存股份、保留利潤及其他儲備）。

本集團使用資本負債比率定期審視資本架構。本集團管理其資本架構，並就經濟情況變動作出調整。於審視過程中，本集團考慮資本成本及與各類資本相關的風險。本集團將通過支付股息、向股東退還資本或發行新股以及發行新債務或贖回現有債務，平衡其整體資本架構。截至2017年及2016年12月31止財政年度，目標、政策或程序並無重大變動。

		Group 本集團	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Total borrowings [1]	借款總額[1]	**11,043,185**	10,542,665
Less: Cash and cash equivalents	減：現金及現金等價物	**(1,402,104)**	(1,634,556)
Net debt	債務淨額	**9,641,081**	8,908,109
Equity attributable to owners of the Company	本公司擁有人應佔權益	**7,512,897**	5,972,733
Non-controlling interests	非控股權益	**2,730,694**	2,560,444
Total equity	權益總額	**10,243,591**	8,533,177
Net debt/Equity attributable to owners of the Company	本公司擁有人應佔債務淨額／權益	**1.28**	1.49
Net debt/Total equity	債務淨額／權益總額	**0.94**	1.04

(1) Total borrowings comprise bank and other borrowings and finance leases.

(1) 借款總額包括銀行及其他借款以及融資租賃。

46. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL MANAGEMENT (continued)

46. 金融工具、金融風險及資本管理(續)

(b) Categories of financial instruments

(b) 金融工具類別

The following table sets out the financial instruments as at the end of the reporting period:

下表載列於報告期末的金融工具:

		Group 本集團		Company 本公司	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
Financial assets	**金融資產**				
Loans and receivables	貸款及應收款項	**17,080,803**	14,732,253	**365,392**	2,124,261
Available-for-sale financial instruments	可供出售金融工具	**26,803**	206,288	**13,323**	13,189
Held-for-trading investment	持作買賣投資	**34,750**	26,795	**–**	–
		17,142,356	14,965,336	**378,715**	2,137,450
Financial liabilities	**金融負債**				
Amortised cost	攤銷成本	**(13,270,184)**	(12,593,231)	**(344,164)**	(279,238)

(c) Financial risk management objectives and policies

(c) 金融風險管理目標及政策

The Group and the Company are exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include (i) foreign currency risk; (ii) interest rate risk, (iii) liquidity risk; and (iv) credit risk. The Board of Directors reviews and agrees policies and procedures for the management of these risks, which are executed by the Chief Financial Officer and Management.

本集團及本公司面臨經營及使用金融工具所產生的金融風險。主要金融風險包括(i)外幣風險;(ii)利率風險;(iii)流動資金風險;及(iv)信貸風險。董事會檢討及協定政策及程序以管理該等風險,並由首席財務官及管理層執行。

The following sections provide details regarding the Group's and Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

以下各節提供有關本集團及本公司所面臨的上述金融風險以及管理該等風險的目標、政策及程序的詳情。

There has been no major change to the Group's exposure to these financial risks or the manner in which it manages and measures the risks.

本集團面臨的該等金融風險或其管理及衡量風險的方式並未發生重大變動。

46. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL MANAGEMENT (continued)

46. 金融工具、金融風險及資本管理(續)

(c) Financial risk management objectives and policies (continued)

(c) 金融風險管理目標及政策(續)

(i) Foreign currency risk

(i) 外幣風險

The Group has transactional currency exposures arising from sales or purchases that are denominated in a currency other than the functional currency of Group entities, primarily RMB. The Group has no sales denominated in foreign currencies other than RMB whilst none of the costs are denominated in foreign currencies other than RMB. Similarly, the Group's trade receivable and trade payable balances at the end of the reporting period have limited foreign currency exposures and bulk of the sales and purchases are denominated in the respective functional currencies of the Group entities which are mainly RMB. Currently, the Group has not entered into any hedge due to the limited transactional foreign currency exposure.

本集團承擔來自銷售或採購的交易性貨幣風險，該等銷售或採購以本集團實體功能貨幣除外的一種貨幣(主要為人民幣)計價。本集團並無以除人民幣外的外幣計價的銷售額，而所有費用概無以除人民幣外的外幣計價。同樣，於本報告期末，本集團的貿易應收款項及貿易應付款項結餘承擔有限的外幣風險，大部分銷售及採購以本集團實體各自功能貨幣計價(主要為人民幣)。現時，由於交易外幣風險有限，本集團並無訂立任何對沖。

The carrying amounts of the Group's and the Company's monetary assets and monetary liabilities which are significant at the reporting date that are denominated in currencies other than the respective functional currency of the Group entities ("foreign currency") are as follows:

以下載列於報告日期以本集團實體各自功能貨幣以外的貨幣(「外幣」)計值的本集團及本公司重大貨幣資產及貨幣負債賬面值：

		Group 本集團				Company 本公司			
		Assets 資產		Liabilities 負債		Assets 資產		Liabilities 負債	
		2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元
SGD (against RMB)	新元(兑人民幣)	402,582	620,333	217,440	777,852	92,230	507,596	5,534	5,534
SGD (against HKD)	新元(兑港元)	266,197	291,042	–	251,925	214,570	13,223	29,340	94,168
HKD (against USD)	港元(兑美元)	75	549,141	203,888	768,438	–	–	–	–
HKD (against RMB)	港元(兑人民幣)	55	549,546	–	412,229	–	–	–	–

Sensitivity analysis

The following table details the Group's and Company's sensitivity to a 5% (2016: 5%) increase and decrease in the respective functional currency of the Group's entities, with all other variables held constant. The sensitivity analysis includes only outstanding foreign currency denominated monetary items, and adjusts their translation at the year end for 5% (2016: 5%) increase in foreign currency rates. A (negative) positive number below indicates (a decrease) an increase in profit before tax where the above foreign currency strengthens 5% (2016: 5%) against the functional currency of Group's entities.

敏感度分析

下表詳列本集團及本公司對本集團實體各自功能貨幣增加及減少5%(2016年：5%)之敏感度，而所有其他變數維持不變。敏感度分析僅包括於年末尚餘以外幣計值之貨幣項目，按匯率之5%(2016年：5%)增加調整其換算。以下所得(負)正數表示上述外幣兑本集團實體的功能貨幣轉強5%(2016年：5%)時之税前利潤有所(減少)增加。

46. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL MANAGEMENT (continued)

46. 金融工具、金融風險及資本管理(續)

(c) Financial risk management objectives and policies (continued)

(c) 金融風險管理目標及政策(續)

(i) Foreign currency risk (continued)

(i) 外幣風險(續)

Sensitivity analysis (continued)

敏感度分析(續)

		Group 本集團		Company 本公司	
		2017 2017年	2016 2016年	2017 2017年	2016 2016年
Increase in (loss) profit before tax	稅前(虧損)利潤增加	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
SGD (against RMB)	新元(兑人民幣)	**9,257**	(7,876)	**4,335**	25,103
SGD (against HKD)	新元(兑港元)	**13,310**	1,956	**9,261**	(4,047)
HKD (against USD)	港元(兑美元)	**3**	(10,965)	**–**	–
HKD (against RMB)	港元(兑人民幣)	**(10,191)**	6,866	**–**	–

(ii) Interest rate risk

(ii) 利率風險

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates. The Group's and the Company's exposure to interest rate risk arises primarily from their loans and borrowings. The Group's policy is to manage interest cost using a mix of fixed and variable-rate debts.

利率風險乃指由於市場利率變動,導致本集團及本公司的金融工具的公允價值或未來現金流量出現波動的風險。本集團及本公司面臨的利率風險主要來自其貸款及借款。本集團的政策為運用固定及浮動利率債務組合管理利息成本。

Interest on financial instruments subject to variable interest rates is contractually repriced regularly. Interest on financial instruments at fixed rates is fixed until the maturity of the instruments. The other financial instruments of the Group and the Company that are not subjected to interest rate risks.

浮動利率金融工具的利息定期按合約重新調整。固定利率金融工具的利息直到有關工具到期日均為固定。本集團及本公司的其他金融工具並無利率風險。

Sensitivity analysis

The sensitivity analysis below has been determined based on the exposure to interest rates for its variable-rate borrowings at the end of the reporting period. For variable-rate borrowings, the analysis is prepared assuming that the amount of liability outstanding at the end of the reporting period was outstanding for the whole year.

敏感度分析

以下敏感度分析顯示於報告期末浮動利率借款所面臨的利率風險影響。對於浮動利率借款,此分析已假設於報告期末尚餘的負債金額於全年仍未清算而編製。

At the end of the reporting period, a change of 50 basis points (2016: 50 basis points) basis points higher/lower in interest rate with all other variables held constant, would result in the Group's profit net of tax to be RMB29,520,000 (2016: RMB25,479,000) lower/higher.

於報告期末,倘利率增加/減少50基點(2016年:50基點)及所有其他變數維持不變,將導致本集團的税後利潤減少/增加人民幣29,520,000元(2016年:人民幣25,479,000元)。

46. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL MANAGEMENT (continued)

(c) Financial risk management objectives and policies (continued)

(iii) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities and financial support from the holding company. The Group's and the Company's liquidity position are monitored closely by the management.

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's and the Company's financial liabilities at the end of the reporting period based on contractual undiscounted payments. The table include both interest and principal cash flows. To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate at the end of the reporting period.

46. 金融工具、金融風險及資本管理(續)

(c) 金融風險管理目標及政策(續)

(iii) 流動資金風險

流動資金風險為本集團或本公司因資金短缺而難以履行財務責任的風險。本集團及本公司承擔主要由於金融資產及負債到期日未能匹配產生的流動資金風險。本集團及本公司目標為透過使用備用信貸融資及控股公司的財務資助保持資金的持續性與流動性之間的平衡。管理層已密切監控本集團及本公司的流動資金狀況。

按剩餘合約到期日劃分的金融工具分析

下表概述本集團及本公司的金融負債於報告期末根據合約未折現付款計算的到期情況。下表包括利息及本金現金流。如屬浮動利率的利息流量，未折現金額以於報告期末的利率計算。

Group 本集團		1 year or less 1年或以下 RMB'000 人民幣千元	1 to 5 years 1至5年 RMB'000 人民幣千元	Over 5 years 超過5年 RMB'000 人民幣千元	Total undiscounted cash flows 未折現現金流總額 RMB'000 人民幣千元	Carrying amount at year end 於年末的賬面值 RMB'000 人民幣千元
2017	**2017年**					
Financial liabilities	**金融負債**					
Non-interest bearing	無息	**2,111,056**	**53,447**	**30,802**	**2,195,305**	**2,173,385**
Fixed interest rate instruments [a]	固定利率工具[a]	**2,196,999**	**1,037,957**	**158,758**	**3,393,714**	**3,209,918**
Variable interest rate instruments [b]	浮動利率工具[b]	**1,974,520**	**3,194,144**	**4,961,682**	**10,130,346**	**7,886,881**
Total	合計	**6,282,575**	**4,285,548**	**5,151,242**	**15,719,365**	**13,270,184**
2016	**2016年**					
Financial liabilities	**金融負債**					
Non-interest bearing	無息	1,893,461	37,300	28,619	1,959,380	1,951,126
Fixed interest rate instruments [a]	固定利率工具[a]	3,113,888	909,682	126,266	4,149,836	3,948,778
Variable interest rate instruments [b]	浮動利率工具[b]	1,275,559	3,266,343	4,196,668	8,738,570	6,693,327
Total	合計	6,282,908	4,213,325	4,351,553	14,847,786	12,593,231

46. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL MANAGEMENT (continued)

46. 金融工具、金融風險及資本管理(續)

(c) Financial risk management objectives and policies (continued)

(c) 金融風險管理目標及政策(續)

(iii) Liquidity risk (continued)

(iii) 流動資金風險(續)

Analysis of financial instruments by remaining contractual maturities (continued)

按剩餘合約到期日劃分的金融工具分析(續)

Company 本公司		1 year or less 1年或以下 RMB'000 人民幣千元	1 to 5 years 1至5年 RMB'000 人民幣千元	Over 5 years 超過5年 RMB'000 人民幣千元	Total undiscounted cash flows 未折現現金流總額 RMB'000 人民幣千元	Carrying amount at year end 於年末的賬面值 RMB'000 人民幣千元
2017	**2017年**					
Financial liabilities	**金融負債**					
Non-interest bearing	無息	**101,563**	**–**	**–**	**101,563**	**101,563**
Variable interest rate instrument [c]	浮動利率工具[c]	**244,269**	**–**	**–**	**244,269**	**242,601**
Total	合計	**345,832**	**–**	**–**	**345,832**	**344,164**
2016	**2016年**					
Financial liabilities	**金融負債**					
Non-interest bearing	無息	160,212	–	–	160,212	160,212
Variable interest rate instrument [c]	浮動利率工具[c]	120,255	–	–	120,255	119,026
Total	合計	280,467	–	–	280,467	279,238

(a) The effective interest rates ranged from 0.80% to 6.04% (2016: 0.80% to 6.04%) per annum.

(a) 實際年利率介乎0.80%至6.04%(2016年:0.80%至6.04%)。

(b) The effective interest rates ranged from 0.80% to 5.64% (2016: 0.23% to 7.80%) per annum.

(b) 實際年利率介乎0.80%至5.64%(2016年:0.23%至7.80%)。

(c) The effective interest rate ranged from 2.23% to 2.54% (2016: 3.77% to 4.13%) per annum.

(c) 實際年利率介乎2.23%至2.54%(2016年:3.77%至4.13%)。

46. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL MANAGEMENT (continued)

(c) Financial risk management objectives and policies (continued)

(iv) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

The Group's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. The Group trades only with recognised and creditworthy counterparties.

Exposure to credit risk

As at reporting period end, the Group's and the Company's maximum exposure to credit risk is the carrying amount of the respective recognised financial assets as stated in the statements of financial position. The Group's principal financial assets are trade and other receivables, receivables under service concession arrangements, cash and cash equivalents and pledged bank deposits. The amounts presented in the statement of financial position are net of allowance for doubtful receivables. An allowance for doubtful receivables is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

The credit risk concentration profile of the Group's and Company's trade receivables at the end of the reporting period is 100% concentrated in PRC (2016: 100%).

Receivables under service concession arrangements relate to consideration recoverable from certain governing bodies and agencies of the government of the PRC in respect of construction of water treatment plant/waste incineration plant and are generally considered as having low risk of default.

The Group's and the Company's credit risk on cash and cash equivalents and pledged bank deposits is limited because the counterparties are banks with good reputation.

46. 金融工具、金融風險及資本管理(續)

(c) 金融風險管理目標及政策(續)

(iv) 信貸風險

信貸風險指因對手方日後不履行其合約責任而導致本集團承受財務虧損的風險。本集團及本公司透過僅與信貸評級高的對手方買賣以減低信貸風險。

本集團的目標為於尋求持續收入增長的同時，減低信貸風險增加所產生的虧損。本集團僅與獲認可兼信譽良好的對手方交易。

面對的信貸風險

於報告期末，本集團及本公司的最高信貸風險為財務狀況表列示的相關已確認金融資產的賬面值。本集團之主要金融資產為貿易及其他應收款項、服務特許經營安排項下應收款項、現金及現金等價物及已抵押銀行存款。此等款項在財務狀況表中為已扣除應收呆賬準備的淨額呈列。應收呆賬準備乃基於以往經驗預期減少可收回的現金流有已識別虧損的情形而作出。

於報告期末，本集團及本公司貿易應收款項的信貸風險集中情況為100%集中在中國(2016年：100%)。

服務特許經營安排項下應收款項為就建設水處理廠／固廢發電廠可收回中國政府若干監管機構及機關的對價，一般認為違約風險較低。

由於對手方乃為信譽良好之銀行，因此本集團及本公司現金及現金等價物及已抵押銀行存款的信貸風險有限。

46. FINANCIAL INSTRUMENTS, FINANCIAL RISKS AND CAPITAL MANAGEMENT (continued)

46. 金融工具、金融風險及資本管理(續)

(d) Reconciliation of liabilities arising from financing activities

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statements of cash flow as cash flows from financing activities.

(d) 融資活動所產生負債的對賬

下表載列本集團融資活動所產生負債的變動詳情,包括現金及非現金變動。融資活動所產生的負債為現金流或未來現金流在本集團綜合現金流量表內分列為融資活動產生的現金流的負債。

		Bank and other borrowings (Note 32) 銀行及其他借款(附註32) RMB'000 人民幣千元	Finance leases (Note 33) 融資租賃(附註33) RMB'000 人民幣千元	Amount due to non-controlling shareholders 應付非控股股東款項 RMB'000 人民幣千元	Amount due to a former shareholder 應付前股東款項 RMB'000 人民幣千元	Interest payable 應付利息 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
At 1 January 2016	於2016年1月1日	3,706,851	16,667	5,500	–	10,093	3,739,111
Financing cashflows	融資現金流	3,160,614	(10,902)	(12,154)	(1,698,050)	(231,115)	1,208,393
Non-cash changes	*非現金變動*						
Dividend declared	已宣派股息	–	–	17,054	–	–	17,054
Acquisition of subsidiaries (Note 40)	收購附屬公司(附註40)	3,162,670	422,656	–	1,698,050	–	5,283,376
Finance costs recognised	已確認融資成本	–	–	–	–	234,611	234,611
Exchange difference	匯兑差額	84,109	–	–	–	4,377	88,486
At 31 December 2016	於2016年12月31日	10,114,244	428,421	10,400	–	17,966	10,571,031
Financing cashflows	融資現金流	788,721	3,025	(14,604)	–	(418,110)	359,032
Non-cash changes	*非現金變動*						
Dividend declared	已宣派股息	–	–	9,704	–	–	9,704
Acquisition of subsidiaries (Note 40)	收購附屬公司(附註40)	56,000	–	–	–	–	56,000
Disposal of available-for-sale financial instrument (Note 21)	出售可供出售金融工具(附註21)	(214,303)					(214,303)
Finance costs recognised	已確認融資成本	–	–	–	–	511,051	511,051
Exchange difference	匯兑差額	(132,923)	–	–	–	(31,756)	(164,679)
At 31 December 2017	於2017年12月31日	10,611,739	431,446	5,500	–	79,151	11,127,836

47. FAIR VALUE OF ASSETS AND LIABILITIES

Except as detailed in the following tables below, the directors of the Company consider that the carrying amounts of all other financial assets and financial liabilities that are recorded at amortised cost in the consolidated financial statements to approximate their fair value, due to their short-term nature, that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period, or the discount rate used to amortise the instruments approximates the prevailing market interest rates.

(i) Fair value of financial assets that are measured at fair value on a recurring basis

47. 資產及負債的公允價值

除下表所詳述者外，本公司董事認為所有其他於綜合財務報表按攤銷成本列賬的金融資產及金融負債的賬面值與其公允價值相若，原因為其屬短期性質，為按於報告期末或接近報告期末的市場利率重新定價的浮動利率工具，或用於攤銷有關工具的折現率與現行市場利率相若。

(i) 金融資產公允價值乃按經常性基礎計量公允價值

Financial assets 金融資產	Fair value 公允價值		Fair value hierarchy 公允價值層級	Value technique and key inputs 評估技術及重要輸入數據	Significant unobservable input 重大不可觀察輸入數據
	2017 2017年 RMB'000 人民幣千元	2016 2016年 RMB'000 人民幣千元			
Available-for-sale financial instruments **可供出售金融工具**					
Listed equity security 上市股本證券	–	179,806	Level 1 第一級	Quoted price in an active market 於活躍市場報價	Not applicable 不適用
Held-for-trading investments **持作買賣投資**					
Listed equity security 上市股本證券	34,750	26,795	Level 1 第一級	Quoted price in an active market 於活躍市場報價	Not applicable 不適用

47. FAIR VALUE OF ASSETS AND LIABILITIES (continued)

(ii) Fair value of the Group's financial assets and financial liabilities that are not measured at fair value on a recurring basis and whose carrying amounts are not reasonable approximation of fair value

47. 資產及負債的公允價值（續）

(ii) 本集團未按經常性基礎以公允價值計量且其賬面值並非公允價值的合理近似值之金融資產及金融負債的公允價值

		2017 2017年		2016 2016年	
		Carrying amount 賬面值 RMB'000 人民幣千元	Fair value 公允價值 RMB'000 人民幣千元	Carrying amount 賬面值 RMB'000 人民幣千元	Fair value 公允價值 RMB'000 人民幣千元
Financial assets	**金融資產**				
Receivables under service concession arrangements [b]	服務特許經營安排項下應收款項[b]	**13,252,753**	**14,453,962**	11,152,079	12,257,726
Available-for-sale financial instruments:	可供出售金融工具：				
– Unlisted equity security [a]	– 非上市股本證券[a]	**26,803**	**Not applicable**	26,482	Not applicable
Financial liabilities	**金融負債**				
Bank and other borrowings:	銀行及其他借款：				
– Fixed rate borrowings [b]	– 定息借款[b]	**(3,153,862)**	**(3,101,054)**	(3,846,821)	(3,786,503)
Other non-current liabilities [b]	其他非流動負債[b]	**(56,767)**	**(46,206)**	(92,562)	(88,684)

(a) Fair value information has not been disclosed for the Group's investments in equity instruments that are carried at cost because fair value cannot be measured reliably (Note 21).

(b) The fair values of receivables under service concession arrangements, bank and other borrowings and other non-current liabilities as disclosed in the table above are classified under level 3 of the fair value hierarchy and the fair values are estimated by discounting expected future cash flows at prevailing interest rate or borrowings rate as at the end of the reporting period.

(a) 由於公允價值無法可靠計量，故並無披露本集團按成本列賬的股本工具投資的公允價值資料（附註21）。

(b) 上表所披露的服務特許經營安排項下應收款項、銀行及其他借款以及其他非流動負債的公允價值分類為公允價值層級第三級，公允價值於報告期末通過折現預期未來現金流按現行利率或借款利率估計。

48. RECLASSIFICATIONS AND COMPARATIVE FIGURES

Certain reclassifications have been made to the prior year's financial statements to enhance comparability with the current year's financial statements to be consistent with current year's financial statements. As a result, certain line items have been amended on the face of the consolidated statement of profit or loss and the related notes to the financial statements. Comparative figures have been adjusted to reclassify other operating income, finance income and fair value gain from revaluation of previously held interest to other income and other gains and losses for a more concise and consistent disclosure.

The items were reclassified as follows:

48. 重新分類及比較數字

上一年度財務報表進行了若干重新分類，以加強與本年度財務報表的可比性及與本年度財務報表保持一致。因此，在綜合損益表及財務報表相關附註中，若干項目已作出修訂。比較數字已作出調整，已將其他經營收入、金融收入及對先前持有權益重新評估的公允價值收益重新分類至其他收入以及其他收益及虧損，藉此作出更簡明及一致的披露。

有關項目重新分類如下：

		Group 本集團	
		Previously reported 先前報告 2016 2016年 RMB'000 人民幣千元	After reclassification 重新分類後 2016 2016年 RMB'000 人民幣千元
Other operating income	其他經營收入	44,442	–
Finance income	金融收入	11,357	–
Fair value gain from revaluation of previously held interest	對先前持有權益重新評估的公允價值收益	155,389	–
Other income	其他收入	112,964	161,251
Other gains and losses	其他收益及虧損	–	162,901
		324,152	324,152

49. RECONCILIATION BETWEEN FRSS AND INTERNATIONAL FINANCIAL REPORTING STANDARDS ("IFRSs")

For the year ended 31 December 2017, there were no material differences between the consolidated financial statements of the Group prepared under FRSs and IFRSs.

49. 《財務報告準則》與《國際財務報告準則》的對賬

截至2017年12月31日止年度，根據《財務報告準則》及《國際財務報告準則》編製的本集團綜合財務報表概無重大差異。

50. EVENTS AFTER THE REPORTING PERIOD

(a) Subsequent to the end of the reporting period, the Group through its 75.5% owned subsidiary, SIIC Weifang, completed the acquisition of 100% equity interest in Dalian Ziguang and Ziguang Lingshui for a total cash consideration of RMB205,480,000. The acquisition of the 100% equity interest in Dalian Ziguang and Ziguang Lingshui was completed in February 2018.

Dalian Ziguang and Ziguang Lingshui are principally involved in the operation of two waste water treatment plants with total design capacity of 170,000 tons/day, and are based in Dalian City, Liaoning Province, PRC.

(b) Subsequent to the end of the reporting period, the Group through its 51.3% owned subsidiary, Weifang Tap Water, completed the acquisition of 51% equity interest in Fangzi Water for a cash consideration of RMB79,080,000. The acquisition of the 51.3% equity interest in Fangzi Water was completed in February 2018.

Fangzi Water is involved in the operation of one water supply project with total design capacity of 40,000 tons/day, and is based in Weifang City, Shandong Province, PRC.

(c) Subsequent to the end of the reporting period, the Group has received official notification from the Listing Committee of The Stock Exchange of Hong Kong Limited (SEHK) on 8 March 2018 that it has granted its approval in-principle for the Group's proposed dual primary listing of its ordinary shares on the Main Board of SEHK by way of introduction. Subject to the formal and final approval of the SEHK, trading of the Group's shares would commence on the SEHK on 23 March 2018.

50. 報告期後事項

(a) 於報告期結束後，本集團透過其擁有75.5%權益的附屬公司上實環境濰坊完成收購大連紫光及紫光淩水的100%股本權益，現金對價總額為人民幣205,480,000元。收購大連紫光及紫光淩水的100%股本權益已於2018年2月完成。

大連紫光及紫光淩水的主要業務為運營兩家污水處理廠，日設計總產能為170,000噸，兩家公司均位於中國遼寧省大連市。

(b) 於報告期結束後，本集團透過其擁有51.3%權益的附屬公司濰坊自來水完成收購坊子供水的51%股本權益，現金對價為人民幣79,080,000元。收購坊子供水的51.3%股本權益已於2018年2月完成。

坊子供水的業務為運營一個供水項目，日設計總產能為40,000噸，公司位於中國山東省濰坊市。

(c) 於報告期結束後，本集團於2018年3月8日接獲香港聯合交易所有限公司(香港聯交所)上市委員會的正式通知，通知其已原則上批准本集團建議將其普通股以介紹形式於香港聯交所主板作雙重第一上市。待香港聯交所正式及最終批准後，本集團股份將於2018年3月23日於香港聯交所開始買賣。

STATISTICS OF SHAREHOLDINGS
持股統計數據

As at 19 April 2018
於2018年4月19日

Number of shares (excluding treasury shares and subsidiary holdings) **股份數目（不包括庫存股及附屬公司持股）**	:	2,606,588,726
Number of Treasury Shares and Percentage **庫存股數目及百分比**	:	Nil 無
Number of Subsidiary Holdings and Percentage **附屬公司持股數目及百分比**	:	Nil 無
Class of shares **股份類別**	:	Ordinary shares 普通股
Voting rights **投票權**	:	One vote per share 一股一票制

DISTRIBUTION OF SHAREHOLDINGS 持股分配

Range of Shareholdings	持股範圍	Number of shareholders 股東數目	%	Number of shares 股份數目	%
1 – 99	1 – 99	44	2.86	864	0.00
100 – 1,000	100 – 1,000	207	13.48	111,482	0.00
1,001 – 10,000	1,001 – 10,000	702	45.70	3,820,193	0.15
10,001 – 1,000,000	10,001 – 1,000,000	558	36.33	30,479,077	1.17
1,000,001 and above	1,000,001及以上	25	1.63	2,572,177,110	98.68
Total	**總計**	**1,536**	**100.00**	**2,606,588,726**	**100.00**

TWENTY LARGEST SHAREHOLDERS 前二十大股東

No. 序號	Name 名稱／姓名	Number of Shares 股份數目	%
1.	HKSCC NOMINEES LIMITED 香港中央結算（代理人）有限公司	881,759,220	33.83
2.	TRIUMPH POWER LIMITED 力勝有限公司	709,589,551	27.22
3.	DBS VICKERS SECURITIES (SINGAPORE) PTE LTD DBS VICKERS SECURITIES (SINGAPORE) PTE LTD	267,623,900	10.27
4.	CHINA ENERGY CONSERVATION & ENVIRONMENTAL PROTECTION (HONG KONG) INVESTMENT CO., LIMITED 中國節能環保（香港）投資有限公司	223,712,917	8.58
5.	S I INFRASTRUCTURE HOLDINGS LIMITED 上實基建控股有限公司	165,418,475	6.35

STATISTICS OF SHAREHOLDINGS
持股統計數據

As at 19 April 2018
於2018年4月19日

No. 序號	Name 名稱／姓名	Number of Shares 股份數目	%
6.	CITIBANK NOMINEES SINGAPORE PTE LTD		
	CITIBANK NOMINEES SINGAPORE PTE LTD	113,109,523	4.34
7.	DBS NOMINEES (PRIVATE) LIMITED		
	DBS NOMINEES (PRIVATE) LIMITED	42,013,260	1.61
8.	CITI (NOMINEES) LIMITED		
	CITI (NOMINEES) LIMITED	31,700,324	1.22
9.	RAFFLES NOMINEES (PTE.) LIMITED		
	RAFFLES NOMINEES (PTE.) LIMITED	27,190,180	1.04
10.	HSBC (SINGAPORE) NOMINEES PTE LTD		
	HSBC (SINGAPORE) NOMINEES PTE LTD	23,939,555	0.92
11.	CGS-CIMB SECURITIES (SINGAPORE) PTE. LTD.		
	CGS-CIMB SECURITIES (SINGAPORE) PTE. LTD.	16,571,931	0.64
12.	YANG CHANGMIN		
	楊長民	11,083,694	0.43
13.	MORGAN STANLEY ASIA (SINGAPORE) SECURITIES PTE LTD		
	MORGAN STANLEY ASIA (SINGAPORE) SECURITIES PTE LTD	9,882,146	0.38
14.	MERRILL LYNCH (SINGAPORE) PTE. LTD.		
	MERRILL LYNCH (SINGAPORE) PTE. LTD.	7,388,597	0.28
15.	HORSFORD NOMINEES LIMITED		
	HORSFORD NOMINEES LIMITED	7,051,250	0.27
16.	DBSN SERVICES PTE. LTD.		
	DBSN SERVICES PTE. LTD.	6,235,006	0.24
17.	INTERACTIVE BROKERS LLC		
	INTERACTIVE BROKERS LLC	5,845,700	0.22
18.	ABN AMRO CLEARING BANK N.V		
	ABN AMRO CLEARING BANK N.V	4,816,363	0.18
19.	MAYBANK KIM ENG SECURITIES PTE LTD		
	MAYBANK KIM ENG SECURITIES PTE LTD	4,701,494	0.18
20.	PHILLIP SECURITIES PTE LTD		
	PHILLIP SECURITIES PTE LTD	3,136,904	0.12
	Total **總計**	**2,562,769,990**	**98.32**

SUBSTANTIAL SHAREHOLDERS

(As recorded in the Register of Substantial Shareholders)

主要股東

（如主要股東名冊所登載）

		Direct 直接 Number of Shares 股份數目	%(1)	Deemed 視作 Number of Shares 股份數目	%(1)
Triumph Power Limited ("Triumph") (1)	力勝有限公司（「力勝」）(1)	986,929,551	37.86	–	–
Shanghai Industrial Holdings Limited ("SIHL") (2)	上海實業控股有限公司（「上海控股」）(2)	–	–	1,207,025,926	46.31
S.I Infrastructure Holdings Limited ("SII") (2)	上實基建控股有限公司（「上實基建」）(2)	165,418,475	6.34	986,929,551	37.86
China Energy Conservation & Environmental Protection (Hong Kong) Investment Co., Limited ("CECEPHK")	中國節能環保（香港）投資有限公司（「中節能（香港）」）	223,712,917	8.58	–	–
China Energy Conservation and Environmental Protection Group ("CECEP") (3)	中國節能環保集團有限公司（「中國節能環保」）(3)	–	–	223,712,917	8.58
Value Partners Limited ("VPL") (4)	惠理基金管理公司（「惠理」）(4)	–	–	280,603,170	10.76
Value Partners Hong Kong Limited (VPLHK") (4)	惠理基金管理香港有限公司（「香港惠理」）(4)	–	–	280,603,170	10.76
To Hau Yin (4)	杜巧賢 (4)	–	–	280,603,170	10.76
Value Partners Group Limited ("VPGL") (4)	惠理集團有限公司（「惠理集團」）(4)	–	–	280,603,170	10.76
Cheah Capital Management Limited ("CCML") (4)	Cheah Capital Management Limited（「CCML」）(4)	–	–	280,603,170	10.76
Cheah Cheng Hye (4)	謝清海 (4)	–	–	280,603,170	10.76
Cheah Company Limited ("CCL") (4)	Cheah Company Limited（「CCL」）(4)	–	–	280,603,170	10.76
BNP Paribas Jersey Trust Corporation Ltd as trustee of The C H Cheah Family Trust (4)	BNP Paribas Jersey Trust Corporation Ltd（作為謝清海家族信託的受託人）(4)	–	–	280,603,170	10.76
BNP Paribas Jersey Nominee Company Limited ("BNP Nominee") (4)	BNP Paribas Jersey Nominee Company Limited（「BNP Nominee」）(4)	–	–	280,603,170	10.76
Value Partners Classic Fund	惠理價值基金	224,658,980	8.61	–	–
Credit Suisse (Hong Kong) Limited (1)(5)	瑞士信貸（香港）有限公司 (1)(5)	251,274,200	9.64	–	–
Credit Suisse AG (1) (5)	Credit Suisse AG (1)(5)	–	–	260,428,302	9.9912
Credit Suisse Group AG (1)(5)	Credit Suisse Group AG (1)(5)	–	–	260,428,302	9.9912

Notes:

(1) As announced on 9 March 2018, in connection with the Proposed Dual Primary Listing on the Stock Exchange of Hong Kong Limited, stock borrowing and lending arrangements ("SBLAs") have been entered into between Triumph Power Limited ("Triumph Power"), Credit Suisse Securities (Hong Kong) Limited ("CS") and Haitong International Securities Company Limited ("Haitong"). Pursuant to the SBLAs, Triumph Power will make available to CS and Haitong stock lending facilities of up to 260,658,000 shares.

A sale and repurchase agreement ("SRA") has also been entered into between Triumph Power and CS. Pursuant to the SRA, CS shall acquire 16,682,000 shares from Triumph Power.

附註：

(1) 如2018年3月9日所公告，就於香港聯合交易所有限公司建議雙重第一上市而言，力勝有限公司（「Triumph Power」）、Credit Suisse Securities (Hong Kong) Limited（「CS」）及海通國際證券有限公司（「海通」）已訂立股票借貸協議（「股票借貸協議」）。根據股票借貸協議，力勝將向CS及海通提供最多達260,658,000股股份的股票借出融通。

力勝亦與CS訂立一份買賣協議（「買賣協議」）。根據買賣協議，CS將向力勝收購16,682,000股股份。

STATISTICS OF SHAREHOLDINGS
持股統計數據

As at 19 April 2018
於2018年4月19日

(2) Each of Shanghai Industrial Investment (Holdings) Company Limited, which is controlled by the Shanghai Municipal People's Government (through its wholly-owned subsidiaries, namely Shanghai Investment Holdings Limited, SIIC Capital (B.V.I.) Limited, SIIC Treasury (B.V.I.) Limited, Shanghai Industrial Financial (Holdings) Company Limited, SIIC CM Development Limited and SIIC CM Development Funds Limited), and Shanghai Investment Holdings Limited, holds more than 20% of the issued and paid-up share capital of Shanghai Industrial Holdings Limited, which owns all the issued and paid-up share capital of S.I. Infrastructure Holdings Limited, which in turn owns all the issued and paid-up share capital of Triumph Power Limited. In addition, Shanghai Industrial Holdings Limited owns all the issued and paid-up share capital of SIHL Treasury Limited. As such, Shanghai Industrial Investment (Holdings) Company Limited, Shanghai Investment Holdings Limited, Shanghai Industrial Holdings Limited and S.I. Infrastructure Holdings Limited are deemed to be interested in the shares held by Triumph Power Limited and SIHL Treasury Limited (excluding S.I. Infrastructure Holdings Limited). SIHL Treasury Limited holds 54,677,900 shares.

(2) 上海實業(集團)有限公司(由上海市人民政府透過其全資附屬公司(即上海投資控股有限公司、SIIC Capital (B.V.I.) Limited、SIIC Treasury (B.V.I.) Limited)、上海實業金融控股有限公司、上海實業崇明開發建設有限公司及上海實業崇明開發建設基金有限公司控制)及上海投資控股有限公司各自持有上海實業控股有限公司之20%以上已發行及繳足股本。上海實業控股有限公司擁有上實基建控股有限公司之全部已發行及繳足股本,而上實基建控股有限公司擁有力勝有限公司之全部已發行及繳足股本。此外,上海實業控股有限公司擁有上實財務管理有限公司之全部已發行及繳足股本。因此,上海實業(集團)有限公司、上海投資控股有限公司、上海實業控股有限公司及上實基建控股有限公司被視作於力勝有限公司及上實財務管理有限公司(不包括上實基建控股有限公司)持有之股份中擁有權益。上實財務管理有限公司持有54,677,900股股份。

(3) CECEP is deemed to be interested in the shares held by CECEPHK as CECEP owns the entire issued share capital of CECEPHK.

(3) 由於中國節能環保擁有中節能(香港)的全部已發行股本,故中國節能環保被視作於中節能(香港)持有的股份中擁有權益。

(4) VPL is a fund manager deemed to be interested in the share of the Company by reason of shares held directly by the funds under its management. VPLHK is deemed to be interested in the shares of the Company via its 100% ownership in VPL. To Hau Yin is deemed to be interested in the shares of the Company in her capacity as the beneficiary of a discretionary trust with BNP Paribas Jersey Trust Corporation Limited ("BNP Trust") as the trustee. VPGL is deemed to be interested in the shares of the Company via its 100% ownership in VPLHK, which in turn 100% owns VPL. CCML is deemed to be interested in the shares of the Company via its 27.16% ownership in VPGL. Cheah Cheng Hye is deemed to be interested in the shares of the Company in his capacity as the founder of a discretionary trust with BNP Trust as the Trustee. CCL is deemed to be interested in the shares of the Company via its 100% ownership in CCML. BNP Trust as trustee of the C H Cheah Family Trust is deemed to be interested in the shares of the Company via its holdings in BNP Nominee. BNP Nominee holds the shares in CCL as nominee for BNP Trust.

(4) 惠理因其管理的基金直接持有本公司股份,故被視為於本公司股份中擁有權益的基金管理人。香港惠理因擁有惠理的100%權益而被視作於本公司股份中擁有權益。杜巧賢因其為BNP Paribas Jersey Trust Corporation Limited(「BNP Trust」)(作為受託人)管理的一項酌情基金的受益人而被視作於本公司股份中擁有權益。惠理集團因擁有香港惠理的100%權益而被視作於本公司股份中擁有權益。而香港惠理全權擁有惠理。CCML因擁有惠理集團的27.16%權益而被視作於本公司股份中擁有權益。謝清海因其為BNP Trust(作為受託人)的一項酌情基金的創始人而被視作於本公司股份中擁有權益。CCL因其擁有CCML的100%權益而被視作於本公司股份中擁有權益。BNP Trust(作為謝清海家族信託的受託人)透過其於BNP Nominee的持股而被視作於本公司股份中擁有權益。BNP Nominee作為BNP Trust代理人而持有CCL股份。

(5) Credit Suisse (Hong Kong) Limited is a wholly-owned subsidiary of Credit Suisse AG and Credit Suisse AG is a wholly-owned subsidiary of Credit Suisse Group AG.

(5) 瑞士信貸(香港)有限公司為Credit Suisse AG的全資附屬公司,而Credit Suisse AG為Credit Suisse Group AG的全資附屬公司。

SHAREHOLDINGS HELD BY THE PUBLIC

Based on the information available to the Company as at 19 April 2018, 33.92% of the issued ordinary shares of the Company are held by the public. Accordingly, the Company had complied with Rule 723 of the Listing Manual of the SGX-ST and Rule 8.08 of The Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited.

公眾持股

根據本公司於2018年4月19日的可得資料,公眾持有本公司已發行普通股的33.92%。因此,本公司已遵守《新交所上市手冊》第723條及《香港聯合交易所有限公司證券上市規則》第8.08條。

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