

INTERIM REPORT 2019
二零一九年中期報告



中核集团
CNNC

CNNC International Limited
中核國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

Stock Code 股份代號 : 2302



CONTENTS 目錄

Corporate Information 公司資料	02
Management Discussion & Analysis 管理層討論及分析	03
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income 簡明綜合損益表及其他全面收益表	12
Condensed Consolidated Statement of Financial Position 簡明綜合財務狀況表	13
Condensed Consolidated Statement of Changes in Equity 簡明綜合資本變動表	14
Condensed Consolidated Statement of Cash Flows 簡明綜合現金流量表	15
Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註	16

CORPORATE INFORMATION

公司資料

CNNC INTERNATIONAL LIMITED

(the “Company” together with its subsidiaries is referred to as the “Group”)
(Incorporated in the Cayman Islands with limited liability)

BOARD OF DIRECTORS

Chairman and Non-Executive Director

Yang Chaodong

Executive Director

Cheng Lei

Non-Executive Director

Li Zhihuang

Independent Non-Executive Directors

Cheong Ying Chew Henry

Cui Ligu

Zhang Lei

AUDIT COMMITTEE

Cheong Ying Chew Henry (*Chairman*)

Li Zhihuang

Cui Ligu

Zhang Lei

REMUNERATION COMMITTEE

Cui Ligu (*Chairman*)

Cheng Lei

Li Zhihuang

Cheong Ying Chew Henry

Zhang Lei

NOMINATION COMMITTEE

Yang Chaodong (*Chairman*)

Cheng Lei

Cheong Ying Chew Henry

Cui Ligu

Zhang Lei

COMPANY SECRETARY

Li Philip Sau Yan

中核國際有限公司

(「本公司」及其附屬公司統稱「本集團」)

(於開曼群島註冊成立之有限公司)

董事局

主席暨非執行董事

楊朝東

執行董事

程磊

非執行董事

李志煌

獨立非執行董事

張英潮

崔利國

張雷

審核委員會

張英潮 (*主席*)

李志煌

崔利國

張雷

薪酬委員會

崔利國 (*主席*)

程磊

李志煌

張英潮

張雷

提名委員會

楊朝東 (*主席*)

程磊

張英潮

崔利國

張雷

公司秘書

李守仁

MANAGEMENT DISCUSSION & ANALYSIS

管理層討論及分析

RESULTS

For the six months ended 30th June, 2019 (the "Period"), the Group has recorded a substantial increase in revenue from trading of natural uranium and supply chain business of approximately HK\$1,187,537,000 (2018 Period: approximately HK\$717,899,000) over the corresponding period last year ("2018 Period"). The significant increase in revenue is due to the increase in revenue generated from the trading business of electronics products and other products. During the Period, a net profit of approximately HK\$2,283,000 (2018 Period: approximately HK\$5,246,000) was recorded. The net profit for the Period was less than that of the 2018 Period due to (i) the finance costs incurred for the investment in CNNC Financial Leasing Company Limited ("CNNC Leasing"); and (ii) the absence of write-back of tax provision during the Period (amount of write-back of tax provision in the 2018 Period: approximately HK\$4,978,000).

MARKET AND BUSINESS OVERVIEW

During the Period, the Group has continued its business of exploration and trading of mineral properties, the provision of supply chain management services, including the trading of electronics and other products (such as liquid crystal displays, flash drives, memory cards, metal raw materials etc), and completed its investments of approximately 18.45% of the registered capital of CNNC Leasing. Despite the uncertainty resulted from the Sino-US trade war, the Group is able to record a significant increase in turnover. The Group has also been successful in obtaining bank loans for its investment in CNNC Leasing and trading activities to support its business expansion.

OPERATIONS

During the Period, the Group recorded a "Revenue" and "Cost of sales" of approximately HK\$1,187,537,000 (2018 Period: approximately HK\$717,899,000) and approximately HK\$1,172,465,000 (2018 Period: approximately HK\$711,694,000) respectively, an increase of approximately 65% in both "Revenue" and "Cost of sales", which resulted in a "Gross profit" of approximately HK\$15,072,000 (2018 Period: approximately HK\$6,205,000), a substantial increase of approximately 143% over the 2018 Period. The significant increase in revenue and gross profit is due to the significant increase in revenue generated from the business of trading of electronics products and other products (which are covered under the supply chain segment).

業績

於截至二零一九年六月三十日止六個月(「回顧期」)，本集團錄得天然鈾及供應鏈貿易業務收入約港幣1,187,537,000元(二零一八年同期：港幣717,899,000元)，相比去年同期(「二零一八年同期」)收入大幅增長。收入大幅增長由於電子產品及其他產品貿易業務收入增長所致。回顧期內錄得淨利潤約港幣2,283,000元(二零一八年同期：約港幣5,246,000元)。回顧期內淨利潤低於二零一八年同期，乃由於(i)投資中核融資租賃有限公司(「中核租賃」)所產生的財務費用；及(ii)回顧期內並無稅務撥備之回撥(二零一八年同期稅務撥備撥回金額：約港幣4,978,000元)。

市場及業務回顧

於回顧期內，本集團繼續礦產勘探及貿易、提供供應鏈管理服務，包括電子及其他產品貿易(例如液晶顯示器、驅動器、記憶卡、金屬原材料等)，以及完成對中核租賃註冊股本約18.45%的投資。儘管中美貿易戰帶來不穩定因素，本集團仍錄得營業額大幅增長。本集團亦為投資中核租賃及貿易活動成功取得銀行貸款，以支持其業務擴張。

經營業務

於回顧期內，本集團錄得「收入」及「銷售成本」分別為約港幣1,187,537,000元(二零一八年同期：約港幣717,899,000元)及約港幣1,172,465,000元(二零一八年同期：約港幣711,694,000元)，「收入」及「銷售成本」均上升約65%，產生「毛利」約港幣15,072,000元(二零一八年同期：約港幣6,205,000元)，比二零一八年同期大幅上升約143%。收入及毛利大幅增長是由於電子產品及其他產品貿易(包含在供應鏈分部)收入大幅增長所致。

During the Period, "Other income and exchange gains, net" of approximately HK\$1,107,000 (2018 Period: approximately HK\$1,910,000) were mainly from interest income, a decrease of approximately 42% over the 2018 Period due to the fact that the Group has utilized over HK\$154 million of its available fund to complete the investment in CNNC Leasing in February 2019 and therefore the amount of fund available for deposit to generate interest income has been reduced.

Although the Revenue has increased substantially during the Period, the "Selling and distributing expenses" has been reduced slightly to approximately HK\$1,141,000 (2018 Period: approximately HK\$1,224,000). However, the "Administrative expenses" which amounted to approximately HK\$8,144,000 (2018 Period: approximately HK\$6,623,000) has increased approximately 23% due to the expansion of the administrative office to manage the expanded business activities and explore the investment opportunities during the Period.

During the Period, the Group incurred "Finance Costs" of approximately HK\$4,574,000 (2018 Period: nil) mainly for interests and costs incurred in the investment in CNNC Leasing. A PRC enterprise income tax of approximately HK\$37,000 was incurred during the Period for the Group's business operation in the PRC, whilst there was a write-back of tax provision in the 2018 Period of approximately HK\$4,978,000.

TOTAL COMPREHENSIVE INCOME FOR THE PERIOD

Summing up the combined effects of the foregoing, profit for the Period was approximately HK\$2,283,000 (2018 Period: approximately HK\$5,246,000). After taking into account of the other comprehensive income that will not be reclassified subsequently to profit or loss, for the amounts of approximately HK\$820,000 (2018 Period: approximately HK\$648,000) relating to exchange differences arising on translation to presentation currency and approximately HK\$16,846,000 (2018 Period: nil) relating to the fair value gain on investment in CNNC Leasing, the total comprehensive income for the Period was approximately HK\$19,949,000 (2018 Period: approximately HK\$5,894,000).

於回顧期內，「其他收入及匯兌收益淨額」約港幣1,107,000元(二零一八年同期：約港幣1,910,000元)，主要來源於利息收入，比二零一八年同期下跌約42%，此乃由於本集團在二零一九年二月動用超過港幣154,000,000元的自有資金以完成投資中核租賃，因此可作存款以產生利息收入的資金金額減少所致。

於回顧期內，儘管收入大幅增加，「銷售及分銷開支」輕微下跌至約港幣1,141,000元(二零一八年同期：約港幣1,224,000元)。然而，「行政開支」約港幣8,144,000元(二零一八年同期：約港幣6,623,000元)，增加約23%，此乃由於回顧期內擴充行政辦公室以管理經擴大業務活動及探索投資機遇。

於回顧期內，本集團產生「財務費用」約港幣4,574,000元(二零一八年同期：無)，主要用於投資中核租賃的利息及成本。回顧期內就本集團於中國的業務營運產生中國企業所得稅約港幣37,000元，而二零一八年同期有稅務撥備之回撥約港幣4,978,000元。

回顧期內全面收入

綜合以上各項原因，回顧期內利潤約港幣2,283,000元(二零一八年同期：約港幣5,246,000元)。計入其他全面收入隨後將不會重新分類至損益的項目，有關換算為呈列貨幣產生之匯兌收益約港幣820,000元(二零一八年同期：約港幣648,000元)及有關投資中核租賃的公平值收益約港幣16,846,000元(二零一八年同期：無)，回顧期內全面收入約港幣19,949,000元(二零一八年同期：約港幣5,894,000元)。

FUTURE STRATEGIES AND PROSPECTS

During the Period the Group has recorded a significant increase in revenue, the Group will continue to develop its natural uranium trading and supply chain management business, and will be proactive in expanding and diversifying its trading activities in other products including plastics materials and metal products, etc. with a view to increase returns for the Group. However, the increase of magnitude in revenue to be generated from the supply chain management business in the second half of 2019 may not be as substantial as that during the Period due to the Sino-US trade war which adds uncertainty in the trading of electronics products business in the PRC.

As mentioned in the announcement dated 26th February, 2019 of the Company, the Group has completed its investment in 18.45% interest in CNNC Leasing. By leveraging on the market expertise and size of the shareholders of CNNC Leasing including China National Nuclear Corporation (“CNNC”), the ultimate holding company of the Company, a market leader in the nuclear energy market, the management believes that CNNC Leasing could be able to develop into a promising business and generate satisfactory returns to its shareholders. The Group has received a notice from CNNC Leasing for a board meeting to be held on 11th September, 2019. The agenda of the meeting, amongst other matters, includes a proposal to appoint two directors designated by the Group to the board of directors of CNNC Leasing. Upon approving the proposal, the Group would have significant influence in CNNC Leasing which would then be recognised as an associate of the Group. According to the accounting policy of the Group, from the date when an investment is recognised as an associate, the Group will share the profit or loss and other comprehensive income of the associate.

The Group will continue to negotiate with the Mongolian Government for the setting up of a joint venture company for the project. The Group will endeavour to expedite the process although the project has not been, to a material extent, adversely affected by its slow progress, as the market price of natural uranium products has remained low during the Period.

In August 2019, the Group entered into the Strategic Agreement with CNNC Industry Fund Management Corporation (“CNNC Fund”), an affiliate of CNNC, pursuant to which, among other things, the Group has the right (but not the obligation) to participate or invest in projects relating to the development of nuclear electricity overseas, application of nuclear technologies, nuclear industry chain and new technologies offered by CNNC Fund. The Group aims to expand and diversify its business by leveraging on the strengths of CNNC, in the field of nuclear energy, to develop project with reasonable returns for the Group and continues to explore other possible investment opportunities.

未來策略及展望

於回顧期內，本集團收入錄得大幅增長，本集團會繼續發展天然鈾貿易及供應鏈管理業務，積極擴大及多元化發展其他產品的業務活動，包括塑膠材料及金屬產品等。然而，由於中美貿易戰為中國電子產品業務貿易增添不確定因素，二零一九年下半年供應鏈管理業務所產生的收益可能不會如回顧期內大幅增長。

誠如本公司於二零一九年二月二十六日刊發之公告，本集團已完成於中核租賃18.45%權益的投資。管理層認為中核租賃的股東(包括中國核工業集團有限公司(「中核集團」)(本集團之最終控股公司)，其為核能市場的市場領導者)的市場專業知識及規模，其能夠發展為前景看好的業務，及為其股東帶來理想回報。本集團已收到中核租賃關於將於二零一九年九月十一日召開董事局會議的通知。會議議程其中包括建議委任由本集團委派兩名董事加入中核租賃董事局。當提案獲得批准，本集團將會對中核租賃產生重大影響，屆時將被認定為本集團之聯營公司。根據本集團的會計政策，自投資被確認為聯營公司之日起，本集團將分佔該聯營公司的損益和其他全面收入。

本集團會繼續與蒙古國政府商議合營公司的籌備事項。儘管項目較慢的進展沒有嚴重負面影響，因為天然鈾價格於本年度仍處於低位，本集團將致力加快進程。

於二零一九年八月，本集團與中核集團之聯繫人中核產業基金管理(北京)有限公司(「中核基金」)訂立戰略協議，據此(其中包括)，本公司有權(並非有責任)選擇參與或投資中核基金向本公司提供的有關海外核電發展、核技術應用、核工業供應鏈和新技術項目。憑藉中核集團於核能領域之優勢，本集團將重點專注擴大及多元化發展業務，開發有合理回報的專案，及繼續探討其他投資機會。

HUMAN RESOURCES MANAGEMENT

As at 30th June, 2019, the Group employed 21 full-time employees. The Group's remuneration package is determined with reference to the experience and qualifications of the individual's performance. The Group also ensures that all employees are provided with adequate training and continued professional opportunities according to their needs.

LIQUIDITY AND FINANCIAL RESOURCES

The Group recorded a net cash outflow of approximately HK\$118,598,000 (2018 Period: approximately HK\$163,331,000) during the Period, which was mainly due to the investment in CNNC Leasing and the payment of inventories. The Group's financial position remained healthy. The gearing ratio, which is represented by the ratio of total debts to total assets, due to the bank loans utilized for the Group's investment and trading activities, has increased to approximately 0.46 as at 30th June, 2019 (as at 31st December, 2018: approximately 0.07).

The working capital of the Group was generally financed by bank loans and bank and cash balance. As at 30th June, 2019 mainly due to the utilization of the Group's funds on investment, the Group's bank balances and cash have been reduced to approximately HK\$59,382,000 (as at 31st December, 2018: approximately HK\$177,917,000) and the Group has total outstanding bank loans of approximately HK\$396,497,000 at variable interest rates ranging from 3.39% to 5.00% per annum (as at 31st December, 2018: nil). At 30th June 2019, the Group's net current assets and current liabilities were approximately HK\$186,042,000 (as at 31st December, 2018: approximately HK\$337,934,000) and approximately HK\$215,662,000 (as at 31st December, 2018: approximately HK\$44,073,000) respectively.

Total shareholders' funds increased from approximately HK\$566,694,000 as at 31st December, 2018 to approximately HK\$586,643,000 as at 30th June, 2019, as a result of the increase of total comprehensive income during the Period.

人力資源管理

於二零一九年六月三十日，本集團雇用約21名全職員工。本集團之薪酬方案乃參考個別員工之經驗、資歷及表現而定。本集團亦確保全體員工獲提供足夠培訓以及符合個別需要之持續專業機會。公司將進一步充實專業人員，理順工作機制，確保公司業務發展與員工成長。

流動資金及財務資源

於回顧期內，本集團錄得現金流出淨額約為港幣118,598,000元(二零一八年同期：約港幣163,331,000元)，主要是用於中核租賃的投資及支付存貨。本集團之財務狀況維持穩健。本集團於二零一九年六月三十日資產負債比率(按負債總額相對資產總值計算)乃由於用於本集團投資及貿易活動的銀行貸款，其增加至約0.46(二零一八年十二月三十一日：約0.07)。

本集團之營運資金一般以銀行貸款及銀行及現金結餘撥付。於二零一九年六月三十日，主要由於將本集團資金用於投資，本集團之銀行結餘及現金約為港幣59,382,000元(二零一八年十二月三十一日：約港幣177,917,000元)，本集團未償還銀行貸款總額為約港幣396,497,000元，利息以浮動年利率3.39%至5.00%計算(二零一八年十二月三十一日：無)。於二零一九年六月三十日，本集團之流動資產淨值及流動負債額分別為約港幣186,042,000元(二零一八年十二月三十一日：約港幣337,934,000元)及約港幣215,662,000元(二零一八年十二月三十一日：約港幣44,073,000元)。

股東資金總額由二零一八年十二月三十一日之約港幣566,694,000元增至二零一九年六月三十日之約港幣586,643,000元，主要是期內全面收入總額增加所致。

CONTINUING DISCLOSURE REQUIREMENTS

The following circumstances giving rise to the obligations of disclosure pursuant to Rule 13.18 of the Listing Rules continue to exist after the period ended 30th June, 2019.

- (1) Terms used herein have the same meaning as those defined in the announcement made by the Company on 18th February, 2019 pursuant to Rule 13.18 of the Listing Rules (the “Announcement”). On 18th February, 2019, the Company made the Announcement that CNNC International (HK) Limited, the Investor, as the borrower, has entered into the Facility Agreement (the “Facility Agreement”), with a financial institution for a term loan facility in the principal amount of up to HK\$300,000,000 (the “Loan”) for the purpose of financing the proposed investments in CNNC Financial Leasing Company Limited (“CNNC Leasing”). The Loan is repayable over a period of 36 months (subject to extension to 72 months as provided in the Facility Agreement) from the date of the Facility Agreement. Pursuant to the Facility Agreement, among other matters, early repayment of the Loan may be required (together with interests accrued thereon and other amounts payable thereunder) upon occurrence of any of the following events: (i) the Stated-owned Assets Supervision and Administration Commission of the State Council of the PRC (“SASAC”) ceases to directly wholly own the China National Nuclear Corporation (“CNNC”); (ii) CNNC ceases to wholly own 中國中原對外工程有限公司 (China Zhongyuan Engineering Corporation, “China Zhongyuan”), a company incorporated in the PRC which is assigned by CNNC to provide a letter of comfort in relation to the Loan; (iii) CNNC, together with the management and staff who are currently employed by CNNC and/or any of its subsidiaries, cease to collectively own, directly or indirectly, majority of the share capital in the Company, or the Company ceases to be a subsidiary of CNNC; (iv) CNNC ceases to remain the single largest shareholder of the Company; and (v) CNNC ceases to maintain control over the management and the board of directors of China Zhongyuan and the Company. As at 30th June, 2019, the Company was owned as to approximately 66.72% by CNNC Overseas Uranium Holding Limited, an indirect wholly-owned subsidiary of CNNC (which is wholly-owned by the SASAC).

持續披露規定

以下根據上市規則第13.18條產生披露責任之情況於截至二零一九年六月三十日止期間後繼續存在。

- (1) 本節所用詞彙與本公司於二零一九年二月十八日根據上市規則第13.18條發表之公佈(「公佈」)所界定者具有相同涵義。於二零一九年二月十八日本公司發出公佈，投資方中核國際(香港)有限公司(作為借款人)與一間金融機構訂立本金額最高為港幣300,000,000元之定期貸款融資(「貸款」)的融資協議(「融資協議」)，目的是為建議出資中核融資租賃有限公司(「中核租賃」)提供資金。貸款須於融資協議日期起計36個月(可根據融資協議規定延長至72個月)期間內償還。根據融資協議，(其中包括)倘下列任何情況發生，則可要求提早償還貸款(連同相關累計利息及項下其他應付款項)：(i)中國國務院國有資產監督管理委員會(「國資委」)不再直接全資擁有中國核工業集團有限公司(「中核集團」)；(ii)中核集團不再全資擁有中國中原對外工程有限公司(「中國中原」)(一間於中國註冊成立之公司，其就貸款由中核集團委託提供安慰函)；(iii)中核集團，連同中核集團及／或其任何附屬公司目前聘用的管理層及員工不再直接或間接共同擁有本公司大部分股本，或本公司不再是中核集團的附屬公司；(iv)中核集團不再是本公司的唯一最大股東；及(v)中核集團不再控制中國中原及本公司的管理層及董事局。於二零一九年六月三十日，本公司由中核海外鈾業控股有限公司擁有約66.72%，中核海外鈾業控股有限公司為中核集團(由國資委全資擁有)的間接全資附屬公司。

Details of the Loan are set out below:

Facility Agreement: The facility agreement dated 18th February, 2019 and executed by the Borrower, the Mortgagor, and the Lender;

Borrower: CNNC International (HK) Limited, a wholly owned subsidiary of the Company;

Mortgagor: The Company;

Lender: Chong Hing Bank Limited; and

Loan: Term loan facility in the principal amount of up to HK\$300,000,000, which is repayable over a period of 36 months (subject to extension to 72 months as provided in the Facility Agreement) from the date of the Facility Agreement.

貸款之詳情載列如下：

融資協議：日期為二零一九年二月十八日由借款方、抵押方及貸款方所簽訂的融資協議；

借款方：中核國際(香港)有限公司，本公司之全資附屬公司；

抵押方：本公司；

貸款方：創興銀行有限公司；及

貸款：本金額不多於港幣300,000,000元的定期貸款融資，貸款須於融資協議日期起計36個月(可根據融資協議規定延長至72個月)期間內償還。

- (2) Terms used herein have the same meaning as those defined in the announcement made by the Company on 19th August, 2019 pursuant to Rule 13.18 of the Listing Rules. In March 2019, China Nuclear International Corporation as the borrower (the "Borrower"), a direct wholly-owned subsidiary of the Company, accepted the terms of a general banking facility of a banking institution for trade finance in the amount of up to US\$30,000,000 (the "Facility"). Utilization of the Facility is conditional upon the prior approval of the bank, and each drawdown is repayable within 150 days.

Pursuant to the Facility, among other matters, the Company and the Borrower undertake and procure with the bank that, throughout the life of the Facility: (i) The State-owned Assets Supervision and Administration Commission of the State Council (the "SASAC") of the People's Republic of China (the "PRC") shall maintain directly 100% equity interest in China National Nuclear Corporation ("CNNC"); (ii) CNNC shall maintain (directly or indirectly) 100% equity interest in China Zhongyuan Engineering Corporation, a company incorporated in the PRC which is assigned by CNNC to provide a letter of comfort in relation to the Facility; and (iii) CNNC shall maintain (directly or indirectly) not less than 51% equity interest in the Company. As at 30th June, 2019, the Company is owned as to approximately 66.72% by CNNC Overseas Uranium Holding Limited, an indirect wholly-owned subsidiary of CNNC (which is wholly-owned by the SASAC).

- (2) 本節所用詞彙與本公司於二零一九年八月十九日根據上市規則第13.18條發表之公佈所界定者具有相同涵義。於二零一九年三月，本公司之直接全資附屬公司，中核國際集團有限公司作為借款人(「借款人」)接受一間銀行機構的貿易融資的條款，金額最高為30,000,000美元(「融資」)。融資之使用取決於銀行的事先批准及每筆提款還款期為150日內。

根據融資(其中包括)，本公司及借款人向銀行承諾及促成於融資的全個年期內：(i)中華人民共和國(「中國」)國務院國有資產監督管理委員會(「國資委」)直接全資擁有中國核工業集團有限公司(「中核集團」)的股權；(ii)中核集團(直接或間接)全資擁有中國中原對外工程有限公司(一間於中國註冊成立之公司，其受中核集團委託就融資提供安慰函)的股權；及(iii)中核集團(直接或間接)擁有不少於51%本公司股權。於二零一九年六月三十日，本公司由中核海外鈾業控股有限公司擁有約66.72%，中核海外鈾業控股有限公司為中核集團(由國資委全資擁有)的間接全資附屬公司。

ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND ASSOCIATED COMPANIES

Apart from the completion of investment in CNNC Leasing as mentioned in the announcement of the Company dated 26th February, 2019, there were no material acquisitions and disposals of subsidiaries and associated companies for the Period.

EXPOSURE TO FOREIGN EXCHANGE RISK

The Group's income, cost of sales, administrative expenses, finance costs, investment and borrowings are mainly denominated in USD, HKD, Mongolian Tugrik and RMB. Fluctuations of the exchange rates of Mongolian Tugrik and RMB could affect the operating costs of the Group. Currencies other than Mongolian Tugrik and RMB were relatively stable during the Period. The Group currently does not have a foreign currency hedging policy. However, management will continue to monitor foreign exchange exposure and will take prudence measure to minimise the currency translation risk. The Group will consider hedging significant foreign currency exposure should the need arise.

CAPITAL STRUCTURE

There has been no significant change in the capital structure of the Group since 31st December, 2018.

CHARGE ON ASSETS

The 37.2% of the share capital in Société des Mines d'Azelik S.A. ("Somina") held by a wholly owned subsidiary of the Company, Ideal Mining Limited, was pledged to a bank for banking facilities granted to Somina. As security for banking facilities granted to the Group for its approximately 18.45% investment in CNNC Leasing ("Investment Interest"), the following was charged on the Group: (i) the Investment Interest; (ii) the 100% share capital in CNNC International (HK) Limited ("CNNC (HK)") (a wholly owned subsidiary of the Company and the holder of the Investment Interest); (iii) the dividend payment of CNNC Leasing; and (iv) certain bank account(s) of CNNC (HK). Apart from the above, there was no charge on the Group's assets during the Period (2018 Period: apart from the shares in Somina, nil).

INTERIM DIVIDEND

The Board of Directors does not recommend the payment of an interim dividend for the Period (2018 Period: nil).

收購及出售附屬公司及聯營公司

回顧期內，除已於二零一九年二月二十六日刊發完成出資中核租賃的公告外，本集團並無任何重大收購或出售附屬公司及聯營公司。

外匯風險承擔

本集團之收入、銷售成本開支、行政開支、財務費用、投資及借貸主要以美元、港幣、蒙古圖格裡克及人民幣計值。蒙古圖格裡克及人民幣兌匯率波動對本集團經營成本可構成影響。蒙古圖格裡克及人民幣以外之貨幣於回顧期內相對穩定。本集團現時並無外幣對沖政策。然而，管理層將繼續監察外匯風險，並採取審慎措施減低匯兌風險。本集團將於必要時考慮就重大外匯風險進行對沖。

資本結構

本集團之資本結構自二零一八年十二月三十一日以來並無重大變動。

資產抵押

由本公司之一間全資附屬公司(理想礦業有限公司)持有之Société des Mines d'Azelik S.A. (「Somina公司」)之37.2%股本已抵押予銀行以取得授予Somina公司之銀行融資。在中核租賃約18.45%的投資(「投資權益」)而作為授予本集團銀行融資的抵押品，本集團將以下項目以作抵押：(i)投資權益；(ii)中核國際(香港)有限公司(「中核國際(香港)」)(本公司一間全資附屬公司及投資權益的持有人)全部股本；(iii)中核租賃的股息款項；及(iv)中核國際(香港)若干的銀行賬戶。除上文所述外，於回顧期內，本集團並無抵押任何資產(二零一八年同期：除了Somina公司之股份，無)。

中期股息

董事局不建議就回顧期派發中期股息(二零一八年同期：無)。

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

During the Period, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has complied with the code provisions laid down in the Code on Corporate Governance Practices (the "CG Code") as set out in Appendix 14 to the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") throughout the Period.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by directors on terms no less exacting than the required standard set out in Appendix 10 Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") of the Listing Rules. The Company has received confirmation from all Directors that they have complied with the required standard set out in the Model Code and the code of conduct regarding securities transactions by Directors adopted by the Company throughout the Period.

AUDIT COMMITTEE

An Audit Committee has been established by the Company for the purpose of reviewing and providing supervision on the financial reporting process and internal control of the Group. The Audit Committee comprises three Independent Non-executive Directors namely, Mr. Cheong Ying Chew Henry, Mr. Cui Liguang and Mr. Zhang Lei, and one Non-executive director namely Mr. Li Zhihuang. Mr. Cheong Ying Chew Henry is the Chairman of the Audit Committee. The Group's interim results for the Period and the accounting principles and practices adopted by the Group have been reviewed by the Audit Committee.

購買、出售或贖回本公司上市證券

回顧期內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

企業管治常規守則

本公司於回顧期內一直遵守香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)附錄14所載企業管治常規守則(「企業管治守則」)所訂守則條文。

董事進行證券交易的標準守則

本公司已就董事進行證券交易採納一套不寬鬆於上市規則附錄10所載上市公司董事進行證券交易的標準守則(「標準守則」)所規定標準的操守準則。向全體董事作出明確查詢後，全體董事確認於回顧期內已遵守標準守則及本公司就董事進行證券交易所採納的操守準則所載之標準規定。

審核委員會

本公司已成立審核委員會，負責審閱及監管本集團的財務報告程序及內部監控。審核委員會由三名獨立非執行董事張英潮先生、崔利國先生及張雷先生及一名非執行董事李志煌先生組成。張英潮先生為審核委員會主席。本集團於回顧期的中期報告連同會計準則及處理方法已經過審核委員會審閱。

REMUNERATION COMMITTEE

In accordance with the requirements of the CG Code, a Remuneration Committee has been established by the Company to consider the remuneration of Directors of the Company. The Remuneration Committee comprises three Independent Non-executive Directors namely Mr. Cheong Ying Chew Henry, Mr. Cui Ligu and Mr. Zhang Lei, one Executive Director namely Mr. Cheng Lei and one Non-executive Director namely Mr. Li Zhihuang. Mr. Cui Ligu is the Chairman of the Remuneration Committee.

NOMINATION COMMITTEE

In accordance with the requirements of the CG Code, a Nomination Committee has been established by the Company to review the structure of the Board and identify individuals suitably qualified to become Board Members. The Nomination Committee comprises three Independent Non-executive Directors namely Mr. Cheong Ying Chew Henry, Mr. Cui Ligu and Mr. Zhang Lei, one Executive Director namely Mr. Cheng Lei and one Non-executive Director namely Mr. Yang Chaodong. Mr. Yang Chaodong is the Chairman of the Nomination Committee.

DISCLOSURE OF INFORMATION ON THE WEBSITE OF THE STOCK EXCHANGE

The electronic version of this announcement will be published on the website of the Stock Exchange (<http://www.hkexnews.hk>). An interim report for the six months ended 30th June, 2019 containing all the information required by Appendix 16 of the Listing Rules will be despatched to shareholders and published on the website of the Stock Exchange as well as the Company in due course.

APPRECIATION

The Board would like to take this opportunity to thank our shareholders, the management and our staff members for their dedication and support.

On behalf of the Board
CNNC International Limited
中核國際有限公司
Chairman
Yang Chaodong

Hong Kong, 29th August, 2019

薪酬委員會

本公司已根據企業管治守則的規定成立薪酬委員會，以釐定本公司董事酬金。薪酬委員會由三名獨立非執行董事張英潮先生、崔利國先生及張雷先生、一名執行董事程磊先生以及一名非執行董事李志煌先生組成。崔利國先生為薪酬委員會主席。

提名委員會

本公司已根據企業管治守則的規定成立提名委員會，以檢討董事局架構，並物色合資格人士成為董事局成員。提名委員會由三名獨立非執行董事張英潮先生、崔利國先生及張雷先生、一名執行董事程磊先生及一名非執行董事楊朝東先生組成。楊朝東先生為提名委員會主席。

於聯交所網站披露資料

本公告之電子版本將於聯交所網站 (<http://www.hkexnews.hk>) 刊登。本公司將於適當時候向股東寄發及於聯交所及本公司網站登載截至二零一九年六月三十日止六個月之中期報告，當中載有上市規則附錄16規定之所有資料。

致謝

董事局謹藉此機會向股東、管理人員及全體員工之不懈努力及鼎力支持表示謝意。

代表董事局
CNNC International Limited
中核國際有限公司
主席
楊朝東

香港，二零一九年八月二十九日

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益表及其他全面收益表

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

		Six months ended 截至六月三十日止六個月	
		30.6.2019 二零一九年 HK\$'000 港幣千元 (unaudited) (未經審核)	30.6.2018 二零一八年 HK\$'000 港幣千元 (unaudited) (未經審核)
		NOTES 附註	
Revenue	收入	3	1,187,537
Cost of sales	銷售成本		(1,172,465)
Gross profit	毛利		15,072
Other income and exchange gains, net	其他收入及匯兌收益淨額		1,107
Selling and distribution expenses	銷售及分銷開支		(1,141)
Administrative expenses	行政開支		(8,144)
Finance costs	財務費用		(4,574)
Profit before taxation	除稅前溢利		2,320
Income tax (expense) credit	所得稅(開支)抵免	4	(37)
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內溢利	5	2,283
Other comprehensive income that will not be reclassified subsequently to profit or loss	其他全面收入隨後將不會重新分類至損益的項目		
Exchange differences arising on translation to presentation currency	換算為呈列貨幣產生之匯兌差額		820
Fair value gain on an equity instrument at fair value through other comprehensive income ("FVTOCI")	按公平值計入其他全面收益(「按公平值計入其他全面收益」)之股本工具之公平值收益		16,846
Total comprehensive income for the period, attributable to owners of the Company	本公司擁有人應佔期內全面收入總額		19,949
Basic earnings per share	每股基本盈利	7	HK0.47 cent 0.47港仙
			HK1.07 cents 1.07港仙

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

At 30th June, 2019 於二零一九年六月三十日

	NOTES 附註	30.6.2019 二零一九年 六月三十日 HK\$'000 港幣千元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 港幣千元 (audited) (經審核)
Non-current assets	非流動資產		
Property, plant and equipment	物業、廠房及設備	14,893	15,048
Exploration and evaluation assets	勘探及評估資產	8	211,151
Investment in equity instrument at FVTOCI	按公平值計入其他全面收益之股權工具投資	9	462,931
Deposit paid for acquisition of equity instrument at FVTOCI	為收購按公平值計入其他全面收益之股權工具之預付款	9	—
		689,012	228,760
Current assets	流動資產		
Inventories	存貨	274,380	100,380
Trade and other receivables and prepayments	應收貿易款項及其他應收款項以及預付款項	10	67,942
Bank balances and cash	銀行結餘及現金	59,382	177,917
		401,704	382,007
Current liabilities	流動負債		
Trade, bills and other payables and accruals	應付貿易、票據及其他應付款項以及應計欠款	11	39,070
Contract liabilities	合約負債	64,490	15,520
Bank borrowings	銀行借款	13	108,086
Amount due to ultimate holding company	應付最終控股公司款項	12	1,974
Amount due to an intermediate holding company	應付一間中介控股公司款項	12	1,908
Amounts due to fellow subsidiaries	應付同母系附屬公司款項	12	134
		215,662	44,073
Net current assets	流動資產淨值	186,042	337,934
Total assets less current liabilities	總資產減流動負債	875,054	566,694
Non-current liability	非流動負債		
Bank borrowings	銀行借款	13	288,411
		586,643	566,694
Capital and reserves	股本及儲備		
Share capital	股本	14	4,892
Share premium and reserves	股份溢價及儲備	581,751	561,802
Equity attributable to owners of the Company	本公司擁有人應佔權益	586,643	566,694

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合資本變動表

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

		Share capital	Share premium	Capital reserve	Non-distributable reserve	FVTOCI reserve	Merger reserve	Translation reserve	Accumulated losses	Total
		股本	股份溢價	資本儲備	不可分派儲備	按公平值計入其他收益儲備	合併儲備	匯兌儲備	累計虧損	合共
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
At 1st January, 2018 (audited)	於二零一八年一月一日(經審核)	4,892	868,805	80,827	16,584	—	127	12,055	(437,584)	545,706
Profit for the period	期內溢利	—	—	—	—	—	—	—	5,246	5,246
Exchange differences arising on translation	換算產生之匯兌差額	—	—	—	—	—	—	648	—	648
Total comprehensive income for the period	期內全面收入總額	—	—	—	—	—	—	648	5,246	5,894
At 30th June, 2018 (unaudited)	於二零一八年六月三十日(未經審核)	4,892	868,805	80,827	16,584	—	127	12,703	(432,338)	551,600
At 1st January, 2019 (audited)	於二零一九年一月一日(經審核)	4,892	868,805	80,827	16,584	—	127	9,430	(413,971)	566,694
Profit for the period	期內溢利	—	—	—	—	—	—	—	2,283	2,283
Other comprehensive income for the period	期內其他全面收益	—	—	—	—	—	—	—	—	—
Exchange differences arising on translation to presentation currency	換算為呈列貨幣產生之匯兌差額	—	—	—	—	—	—	820	—	820
Fair value gain on an equity instrument at FVTOCI	按公平值計入其他收益之股權工具之公平值收益	—	—	—	—	16,846	—	—	—	16,846
Total comprehensive income for the period	期內全面收入總額	—	—	—	—	16,846	—	820	2,283	19,949
At 30th June, 2019 (unaudited)	於二零一九年六月三十日(未經審核)	4,892	868,805	80,827	16,584	16,846	127	10,250	(411,688)	586,643

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

		Six months ended 截至六月三十日止六個月	
		30.6.2019 二零一九年 HK\$'000 港幣千元 (unaudited) (未經審核)	30.6.2018 二零一八年 HK\$'000 港幣千元 (unaudited) (未經審核)
	NOTE 附註		
Net cash used in operating activities	用作經營業務之現金淨額	(67,790)	(164,112)
Investing activities	投資活動		
Interest received	已收利息	633	1,562
Purchase of property, plant and equipment	購買物業、廠房及設備	(1)	(217)
Subscription of investment in equity instrument at FVTOCI	認購按公平值計入其他收益之股權工具之投資	(443,524)	—
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備所得款項	161	—
Net cash (used in) from investing activities	(用作)來自投資活動之現金淨額	(442,731)	1,345
Financing activities	融資活動		
Repayment to ultimate holding company	還款予最終控股公司	—	(564)
Bank borrowings raised	已籌措銀行借款	396,497	—
Interest paid	已付利息	(4,574)	—
Net cash from (used in) financing activities	來自(用作)融資活動之現金淨額	391,923	(564)
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(118,598)	(163,331)
Cash and cash equivalents at 1st January	一月一日之現金及現金等價物	177,917	247,743
Effect of foreign exchange rate changes	外匯匯率變動之影響	63	39
Cash and cash equivalents at 30th June	六月三十日之現金及現金等價物	59,382	84,451

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30th June, 2019 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31st December, 2018.

Application of new accounting policy in respect of investments in equity instruments at fair value through other comprehensive income (“FVTOCI”)

Investments in equity instruments at FVTOCI is subsequently measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the FVTOCI reserve; and are not subject to impairment assessment. The cumulative gain or loss will not be reclassified to profit or loss on disposal of the equity investment, and will be transferred to accumulated losses.

Dividends from these investments in equity instruments are recognised in profit or loss when the Group’s right to receive the dividends is established, unless the dividends clearly represent a recovery of part of the cost of the investment. Dividends are included in the “other income” line item in profit or loss.

1. 編製基準

簡明綜合財務報表已根據香港會計師公會(「香港會計師公會」)頒佈之香港會計準則第34號「中期財務報告」及香港聯合交易所有限公司證券上市規則附錄16之適用披露規定編製。

2. 主要會計政策

簡明綜合財務報表乃按歷史成本基準編製，有些金融工具按公平值計算除外。

除下文所述外，編製截至二零一九年六月三十日止六個月之簡明綜合財務報表所採用的會計政策及計算方法，與本集團編製截至二零一八年十二月三十一日止年度之年度財務報表所採用者一致。

就按公平值計入其他全面收益(「按公平值計入其他全面收益」)之股權工具時應用新會計準則

按公平值計入其他全面收益之股權工具投資其後按公平值計量，其自公平值變動產生的損益於其他全面收益確認，並於按公平值計入其他全面收益儲備中累計；無須作減值評估。累計損益將不重新分類至出售股本投資之損益，並將轉撥至累計虧損。

當本集團確立收取股息的權利時，該等股權工具投資的股息於損益中確認，除非有關股息明顯屬於就該投資收回之部份成本。股息計入損益中「其他收入」的項目中。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

2. PRINCIPAL ACCOUNTING POLICIES (continued)

Application of new and amendments to Hong Kong Financial Reporting Standards (“HKFRSs”)

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs issued by the HKICPA which are mandatory effective for the annual period beginning on or after 1st January, 2019 for the preparation of the Group’s condensed consolidated financial statements:

HKFRS 16	Leases
HK(IFRIC)-Int 23	Uncertainty over Income Tax Treatments
Amendments to HKFRS 9	Prepayment Features with Negative Compensation
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures
Amendments to HKFRSs	Annual Improvements to HKFRSs 2015–2017 Cycle

Except as described below, the application of the new and amendments to HKFRSs in the current period has had no material impact on the Group’s financial performance and positions for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

2.1 Impacts and changes in accounting policies of application on HKFRS 16 Leases

The Group has applied HKFRS 16 for the first time in the current interim period. HKFRS 16 superseded HKAS 17 *Leases* (“HKAS 17”), and the related interpretations.

The Group has applied HKFRS 16 retrospectively with the cumulative effect recognised at the date of initial application, 1st January, 2019.

2. 主要會計政策(續)

應用新訂及經修訂香港財務報告準則(「香港財務報告準則」)

於本中期期間，本集團就編製本集團簡明綜合財務報表首次應用以下由香港會計師公會頒布於二零一九年一月一日或之後的年度期間強制生效的新訂及香港財務報告準則的修訂：

香港財務報告準則第16號	租賃
香港(國際財務報告詮釋委員會)–詮釋第23號	所得稅處理之不確定性
香港財務報告準則第9號之修訂本	具有負補償的提前還款特性
香港會計準則第19號之修訂本	計劃修訂、縮減或清償
香港會計準則第28號之修訂本	於聯營公司及合資企業之長期權益
香港財務報告準則之修訂本	香港財務報告準則二零一五年至二零一七年週期之年度改進

除下文所述外，於本期間應用新訂及經修訂香港財務報告準則對本期間及過往期間本集團的財務表現及狀況，以及／或該等簡明綜合財務報表的披露資料並無重大影響。

2.1 應用香港財務報告準則第16號租賃的影響與變動

本集團於本中期期間首次採用香港財務報告準則第16號。香港財務報告準則第16號取代香港會計準則第17號*租賃*(「香港會計準則第17號」)及相關的詮釋。

本集團已追溯應用香港財務報告準則第16號，而累計影響於首次應用日期(二零一九年一月一日)確認。

2. PRINCIPAL ACCOUNTING POLICIES (continued)

Application of new and amendments to Hong Kong Financial Reporting Standards ("HKFRSs") (continued)

2.1 Impacts and changes in accounting policies of application on HKFRS 16 Leases (continued)

When applying the modified retrospective approach under HKFRS 16 at transition, the Group applied the following practical expedients to leases previously classified as operating leases under HKAS 17, on lease-by-lease basis, to the extent relevant to the respective lease contracts:

- i. relied on the assessment of whether leases are onerous by applying HKAS 37 *Provisions, Contingent Liabilities and Contingent Assets* as an alternative of impairment review;
- ii. elected not to recognise right-of-use assets and lease liabilities for leases with lease term ends within 12 months of the date of initial application;
- iii. used hindsight based on facts and circumstances as at date of initial application in determining the lease term for the Group's leases with extension and termination options.

The Group has elected the practical expedient to apply HKFRS 16 to contracts that were previously identified as leases applying HKAS 17 and HK(IFRIC)-Int 4 Determining whether an Arrangement contains a Lease and not apply this standards to contracts that were not previously identified as containing a lease. Therefore, the Group has not reassessed contracts which already existed prior to the date of initial application.

For contracts entered into or modified on or after 1st January, 2019, the Group applies the definition of a lease in accordance with the requirements set out in HKFRS 16 in assessing whether a contract contains a lease.

The Group did not recognise lease liabilities and right-of-use assets at 1st January, 2019.

2. 主要會計政策(續)

應用新訂及經修訂香港財務報告準則(「香港財務報告準則」)(續)

2.1 應用香港財務報告準則第16號租賃的影響與變動(續)

於過渡期間根據香港財務報告準則第16號應用經修訂追溯法時，本集團按個別租賃對先前根據香港會計準則第17號分類為經營租賃的租賃應用以下實務權宜措施(倘與相關租賃合約有關)：

- i. 依賴應用香港會計準則第37號「撥備、或然負債及或然資產」評估租賃是否有價作為減值審閱的替代方法；
- ii. 選擇不會為租期於初步應用日期起計12個月內結束的租賃確認使用權資產及租賃負債；
- iii. 根據於初步應用日期的事實及情況事後釐定本集團附有延續及終止權的租賃的租期。

本集團已選擇可行權宜方法，就先前應用香港會計準則第17號及香港(國際財務報告詮釋委員會)－詮釋第4號「釐定安排是否包括租賃識別為租賃」的合約應用香港財務報告準則第16號，而並無對先前並未識別為包括租賃的合約應用該準則。因此，本集團並無重新評估於首次應用日期前已存在的合約。

就於二零一九年一月一日或之後訂立或修訂的合約而言，本集團於評估合約是否包含租賃時根據香港財務報告準則第16號所載的規定應用租賃的定義。

於二零一九年一月一日，本集團並無確認該等租賃負債及使用權資產。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

3. REVENUE AND SEGMENT INFORMATION 3. 收益及分部資料

Information reported to the Group's executive directors, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The Group currently organises its operations into three operating divisions, which also represent the operating segments of the Group for financial reporting purposes, namely trading of mineral property, exploration and selling of mineral properties and supply chain. They represent three major lines of business engaged by the Group. The Group's operating and reportable segments under HKFRS 8 are as follows:

- Trading of mineral property — trading of uranium
- Exploration and selling of mineral properties — exploration and selling of uranium
- Supply chain — selling of electronics and other products, including but not limited to trading of liquid crystal displays, flash drives, memory cards, etc. and provision of supply chain services

就進行資源分配及分部表現評估而向主要營運決策人(即本集團執行董事)呈報之資料, 主要集中在本集團之產品或服務運送或提供的類別。本集團現時將其業務分為三個營運部門(即本集團用作財務報告目的之營運分部), 分別為經營礦產物業、勘探及銷售礦產物業以及供應鏈。該三個分部為本集團所從事的三大業務。根據香港財務報表準則第8號, 本集團的營運及匯報分部如下:

- 經營礦產物業 — 買賣鈾
- 勘探及銷售礦產物業 — 勘探及銷售鈾礦產物業
- 供應鏈 — 銷售電子和其他產品, 包括但不限於液晶顯示器, 閃存驅動器, 存儲卡等的交易, 及提供供應鏈服務

Disaggregation of revenue from contracts with customers

客戶合約收入細分

For the six months ended 30th June, 2019 (unaudited)

截至二零一九年六月三十日止六個月
(未經審核)

Segments	分部	Trading of mineral property 經營礦產物業 HK\$'000 港幣千元	Exploration and selling of mineral properties 勘探及銷售礦產物業 HK\$'000 港幣千元	Supply chain 供應鏈 HK\$'000 港幣千元	Total 總計 HK\$'000 港幣千元
Trading of — uranium	買賣 — 鈾	175,977	—	—	175,977
— electronics and other products	— 電子及其他產品	—	—	1,011,560	1,011,560
		175,977	—	1,011,560	1,187,537

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

3. REVENUE AND SEGMENT INFORMATION
*(continued)***Disaggregation of revenue from contracts with customers**
(continued)

For the six months ended 30th June, 2018 (unaudited)

Segments	分部	Trading of mineral property 經營礦產物業 HK\$'000 港幣千元	Exploration and selling of mineral properties 勘探及銷售礦產物業 HK\$'000 港幣千元	Supply chain 供應鏈 HK\$'000 港幣千元	Total 總計 HK\$'000 港幣千元
Trading of	買賣				
— uranium	— 鈾	231,274	—	—	231,274
— electronics and other products	— 電子及其他產品	—	—	486,625	486,625
		231,274	—	486,625	717,899

The following is an analysis for the Group's revenue and results regarding the reportable and operating segments for the current and prior periods:

Six months ended 30th June, 2019

		Trading of mineral property 經營礦產物業 HK\$'000 港幣千元 (unaudited) (未經審核)	Exploration and selling of mineral properties 勘探及銷售礦產物業 HK\$'000 港幣千元 (unaudited) (未經審核)	Supply chain 供應鏈 HK\$'000 港幣千元 (unaudited) (未經審核)	Consolidated 綜合 HK\$'000 港幣千元 (unaudited) (未經審核)
Segment revenue	分部收入	175,977	—	1,011,560	1,187,537
Segment profit (loss)	分部利潤(虧損)	3,093	(2,860)	8,085	8,318
Unallocated other income and gains	未分配之其他收入及收益				1,107
Central administration costs	中央行政成本				(2,531)
Finance costs	財務費用				(4,574)
Profit before taxation	除稅前溢利				2,320

3. 收益及分部資料(續)**客戶合約收入細分(續)**截至二零一八年六月三十日止六個月
(未經審核)

本集團本期間及過往期間關於匯報及營運分部收入及業績之分析如下：

截至二零一九年六月三十日止六個月

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

3. REVENUE AND SEGMENT INFORMATION (continued)

Disaggregation of revenue from contracts with customers (continued)

Six months ended 30th June, 2018

3. 收益及分部資料(續)

客戶合約收入細分(續)

截至二零一八年六月三十日止六個月

		Trading of mineral property 經營 礦產物業 HK\$'000 港幣千元 (unaudited) (未經審核)	Exploration and selling of mineral properties 勘探及銷售 礦產物業 HK\$'000 港幣千元 (unaudited) (未經審核)	Supply chain 供應鏈 HK\$'000 港幣千元 (unaudited) (未經審核)	Consolidated 綜合 HK\$'000 港幣千元 (unaudited) (未經審核)
Segment revenue	分部收入	231,274	—	486,625	717,899
Segment profit (loss)	分部利潤(虧損)	1,469	(3,327)	2,348	490
Unallocated other income and gains	未分配之其他收入 及收益				1,562
Central administration costs	中央行政成本				(1,784)
Profit before taxation	除稅前溢利				268

Segment profit (loss) represents the profit earned or loss incurred by each segment without allocation of interest income, central administration costs and finance costs.

分部利潤(虧損)指各分部產生之利潤或虧損，不包括利息收入、中央行政成本及財務費用。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

3. REVENUE AND SEGMENT INFORMATION
(continued)**Disaggregation of revenue from contracts with customers** (continued)

The following is an analysis of the Group's assets and liabilities by reportable and operating segment:

		30.6.2019 二零一九年 六月三十日 HK\$'000 港幣千元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 港幣千元 (audited) (經審核)
ASSETS	資產		
Segment assets	分部資產		
— Trading of mineral property	— 經營礦產物業	13,647	204,636
— Exploration and selling of mineral properties	— 勘探及銷售礦產物業	229,700	228,908
— Supply chain	— 供應鏈	376,819	165,822
		620,166	599,366
Unallocated corporate assets	未分配企業資產	470,550	11,401
Consolidated assets	綜合資產	1,090,716	610,767
LIABILITIES	負債		
Segment liabilities	分部負債		
— Trading of mineral property	— 經營礦產物業	3,216	3,373
— Exploration and selling of mineral properties	— 勘探及銷售礦產物業	17,611	16,425
— Supply chain	— 供應鏈	191,569	22,629
		212,396	42,427
Unallocated corporate liabilities	未分配企業負債	291,677	1,646
Consolidated liabilities	綜合負債	504,073	44,073

For the purposes of monitoring segment performance and allocating resources:

- Segment assets include property, plant and equipment, exploration and evaluation assets, inventories, trade and other receivables and prepayments and bank balances and cash which are directly attributable to the relevant reportable segment.
- Segment liabilities include trade, bills and other payables and accruals, contract liabilities and amounts due to ultimate holding company, an intermediate holding company and fellow subsidiaries which are directly attributable to the relevant reportable segment.

3. 收益及分部資料(續)**客戶合約收入細分(續)**

本集團資產及負債按匯報及營運分部劃分之分析如下：

		30.6.2019 二零一九年 六月三十日 HK\$'000 港幣千元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 港幣千元 (audited) (經審核)
ASSETS	資產		
Segment assets	分部資產		
— Trading of mineral property	— 經營礦產物業	13,647	204,636
— Exploration and selling of mineral properties	— 勘探及銷售礦產物業	229,700	228,908
— Supply chain	— 供應鏈	376,819	165,822
		620,166	599,366
Unallocated corporate assets	未分配企業資產	470,550	11,401
Consolidated assets	綜合資產	1,090,716	610,767
LIABILITIES	負債		
Segment liabilities	分部負債		
— Trading of mineral property	— 經營礦產物業	3,216	3,373
— Exploration and selling of mineral properties	— 勘探及銷售礦產物業	17,611	16,425
— Supply chain	— 供應鏈	191,569	22,629
		212,396	42,427
Unallocated corporate liabilities	未分配企業負債	291,677	1,646
Consolidated liabilities	綜合負債	504,073	44,073

就監察分部表現及分配分部間資源而言：

- 分部資產包括相關匯報分部直接應佔之物業、廠房及設備、勘探及評估資產、存貨、應收貿易款項及其他應收款項以及預付款項及銀行結餘及現金。
- 分部負債包括相關匯報分部直接應佔之應付貿易、票據及其他應付款項以及應計欠款、合約負債以及應付最終控股公司，一間中介控股公司及同母系附屬公司之款項。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

4. TAXATION

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both periods. No provision for Hong Kong Profits Tax has been made in the condensed consolidated financial statements as the assessable profits were wholly absorbed by tax losses brought forward.

Under the Law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25%.

4. 稅項

香港利得稅於兩個期間均按估計應課稅溢利以16.5%計算。由於兩個年度應課稅溢利全數被前年度稅務虧損所抵扣，故於簡明綜合財務報表並無作出香港利得稅撥備。

根據中國企業所得稅法(「企業所得稅法」)和企業所得稅法實施條例，中國子公司的稅率為25%。

		Six months ended 截至六月三十日止六個月	
		30.6.2019 二零一九年 HK\$'000 港幣千元	30.6.2018 二零一八年 HK\$'000 港幣千元
The (charge) credit comprises:	(稅收)抵免包括：		
PRC Enterprise Income Tax ("EIT")	中國企業所得稅 (「企業所得稅」)	(37)	—
Write-back of EIT provision in prior years	上年度企業所得稅 回撥	—	4,978
		(37)	4,978

5. PROFIT FOR THE PERIOD**5. 期內溢利**

		Six months ended 截至六月三十日止六個月	
		30.6.2019 二零一九年 HK\$'000 港幣千元 (unaudited) (未經審核)	30.6.2018 二零一八年 HK\$'000 港幣千元 (unaudited) (未經審核)
Profit for the period has been arrived at after charging (crediting):	期內溢利經扣除(計入) 下列項目：		
Depreciation of property, plant and equipment	物業、廠房及設備之折舊	311	687
Gain on disposal of property, plant and equipment	出售物業、廠房及設備之 收益	(161)	—
Net exchange gains	匯兌收益淨額	(238)	(338)
Interest income	利息收入	(633)	(1,562)

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

6. DIVIDENDS

No dividends were paid, declared or proposed during the current and prior periods. The directors have determined that no dividend will be paid in respect of the current interim period.

7. BASIC EARNINGS PER SHARE

The calculation of basic earnings per share attributable to the owners of the Company is based on the following data:

		Six months ended	
		截至六月三十日止六個月	
		30.6.2019	30.6.2018
		二零一九年	二零一八年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內盈利	2,283	5,246
Number of ordinary shares for the purpose of basic earnings per share	計算每股基本盈利之普通股數目	489,168,308	489,168,308

8. EXPLORATION AND EVALUATION ASSETS

The Group's exploration and evaluation assets were mainly arising from the acquisition of Western Prospector Group Ltd. during the year ended 31st December, 2009.

On 15th August, 2009, the Mongolian's Law on Nuclear Energy and Mongolia's Law on Implementing Procedures of the Law on Nuclear Energy (collectively referred to as the "New Laws") came into force. Under the New Laws, the Mongolia Government has the right to take ownership without payment of either not less than 51% of the equity interest in the Group's Mongolian subsidiaries if the Mongolia Government's funding was used to determine the resource during exploration, or not less than 34% of the equity interest in the Mongolian subsidiaries if the Mongolia Government's funding was not used to determine the resource during exploration.

6. 股息

於本期間及過往期間沒有支付、宣派或建議派發股息。董事已決定不支付本中期期間的股息。

7. 每股基本盈利

本公司擁有人應佔每股基本盈利乃根據下列數據計算：

		Six months ended	
		截至六月三十日止六個月	
		30.6.2019	30.6.2018
		二零一九年	二零一八年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內盈利	2,283	5,246
Number of ordinary shares for the purpose of basic earnings per share	計算每股基本盈利之普通股數目	489,168,308	489,168,308

8. 勘探及評估資產

本集團之勘探及評估資產主要由於截至二零零九年十二月三十一日止年度收購Western Prospector Group Ltd.而產生。

於二零零九年八月十五日，蒙古有關核能法例實施程序之法例(統稱「新法例」)生效。根據新法例，蒙古政府有權取得不少於於本集團蒙古附屬公司股權之51%(倘於勘探過程中動用蒙古政府資金發掘資源)或不少於於蒙古附屬公司股權之34%(倘於勘探過程中並無動用蒙古政府資金發掘資源)之所有權，而毋須付款。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

8. EXPLORATION AND EVALUATION ASSETS (continued)

The directors of the Company commenced negotiating with the relevant Mongolian authorities in respect of the implementation of various provisions under the New Laws during the year ended 31st December, 2010. Based on management's discussions with the relevant Mongolian authorities and the advice from its Mongolian legal advisers, the Group will have the right to apply for mining licenses to mine or extract the resources identified in the relevant areas covered by the exploration licenses. As at 30th June, 2019, included in the exploration and evaluation assets is an amount of approximately HK\$211,188,000 (31st December, 2018: HK\$211,151,000) of which the Group is currently in the progress of applying for mining licenses to mine or extract the resources identified in the relevant areas covered by these exploration licenses. In the opinion of directors, there is no legal obstacle for application of such mining licenses.

During the year ended 31st December, 2012, consensus has been reached between the Company and the relevant Mongolian authorities that a joint venture will be established for holding the mining licenses, which are currently under application, with the Mongolia Government holding 51% of the equity interest in the joint venture. Upon the completion of establishment of the joint venture, the Group's mining licenses together with the carrying amount of the Group's exploration and evaluation assets will be transferred to the joint venture by way of a shareholder loan. In addition, the Company has drafted the shareholders' agreement, joint venture agreement and memorandum and association of the joint venture and has commenced negotiation with the detailed terms of these documents with the relevant Mongolian authorities and a pre-mining cooperation agreement was signed on 26th June, 2012 to kick off the pre-mining activities.

A notice was previously received in January 2014 from the relevant Mongolian authorities which mentioned that the joint venture would be expected to be established in 2014. However, the establishment has been postponed due to changes in government officials of relevant Mongolian authorities in 2014, October 2017 and June 2019. Further negotiations on the terms of the draft joint venture agreement has been carried out with the new government officials of relevant Mongolian authorities, and the finalisation of the joint venture agreement is anticipated to be delayed to 2019. The Group's exploration and evaluation assets will then be transferred to the joint venture by way of a shareholder loan upon the completion of establishment of the joint venture.

8. 勘探及評估資產(續)

於截至二零一零年十二月三十一日止年度，本公司董事已與有關蒙古當局就實施新法例下多項條文展開商議。根據管理層與有關蒙古當局之討論及其蒙古法律顧問之意見，本集團將有權申請開採許可證，藉以開採或擷取於勘探許可證所涵蓋之相關地區內所識別之資源。於二零一九年六月三十日，勘探及評估資產包括約港幣211,188,000元(二零一八年十二月三十一日：港幣211,151,000元)指本集團現正申請開採許可證以開採或擷取該等勘探許可證所涵蓋之相關地區內所識別之資源。董事認為，申請該等開採許可證概無法律上之障礙。

截至二零一二年十二月三十一日止年度內，本公司與有關蒙古當局已就將會成立合營企業達成共識，以持有正在申請之開採許可證，而蒙古國將持有合營企業股權之51%。完成成立合營企業後，本集團之開採許可證連同本集團勘探及評估資產之賬面值將以股東貸款方式轉撥至合營企業。此外，本公司已草擬股東協議、合營企業協議以及合營企業組織章程大綱及章程，與有關蒙古當局就該等文件之詳細條款展開磋商，並於二零一二年六月二十六日簽訂採礦前期合作協議，以開展多項採礦前期活動。

本集團先前於二零一四年一月接獲有關蒙古當局發出之通知，當中提及合營企業預期將於二零一四年成立。然而，因有關蒙古當局之政府官員於二零一四年、二零一七年十月及二零一九年六月出現調動，有關成立事宜因而順延。草擬合營企業協議之條款將會進一步與有關蒙古當局之新政府官員磋商，期待於二零一九年完成合營企業協議。本集團勘探及評估資產之賬面值將於完成成立合營企業後以股東貸款方式轉撥至合營企業。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

8. EXPLORATION AND EVALUATION ASSETS (continued)

The Company has continued the negotiation with the relevant Mongolian authorities and the directors are of the opinion that the recent changes will not result in significant impact on the consensus which has been reached previously. In addition, the management performed an impairment assessment of the exploration and evaluation assets, and the recoverable amount of the exploration and evaluation assets is estimated using fair value less costs of disposal taking into account the recent negotiation and consensus with the Mongolian authorities, regulatory requirements in Mongolia and the arrangement for the Group's mining licenses. The management considers that no impairment is required in respect of the exploration and evaluation assets as at 30th June, 2019.

9. INVESTMENT IN EQUITY INSTRUMENT AT FVTOCI/DEPOSIT PAID FOR ACQUISITION OF EQUITY INSTRUMENT AT FVTOCI

On 12th March, 2018, an indirect wholly-owned subsidiary of the Company (the "Investor"), Xie He Kong Company Limited ("XHK") and CNNC Financial Leasing Company Limited ("CNNC Leasing") entered into a Transfer Framework Agreement, pursuant to which XHK conditionally agreed to transfer, and the Investor conditionally agreed to accept, the right to contribute to the registered capital of CNNC Leasing in the amount of RMB120.19 million and acquire 12.019% of the registered capital in CNNC Leasing (the "First Tranche Investment"), at a consideration which is subject to a cap of RMB3 million. Subsequently, the parties have confirmed the consideration of the rights to contribute to be RMB2.22 million. CNNC Leasing is a fellow subsidiary of the Company.

On the same day, the Investor and CNNC Leasing entered into the Investment Framework Agreement, pursuant to which the Investor conditionally agreed to make an investment of RMB250 million (the "Second Tranche Investment"), subject to completion of the First Tranche Investment and capital contributions of other existing shareholders of CNNC Leasing and/or other potential investors in relation to the increase of capital. Upon completion of the First Tranche Investment and the Second Tranche Investment, together with the capital contributions of other existing shareholders of CNNC Leasing and/or other potential investors, the issued and paid-up registered capital of CNNC Leasing will be enlarged to RMB2 billion and the Investor will hold, in aggregate, not more than 18.45% of the registered capital in CNNC Leasing.

8. 勘探及評估資產(續)

本公司已繼續與有關蒙古當局磋商，而董事認為近期之調動將不會對先前達成之共識造成重大影響。此外，管理層對勘探及評估資產進行了減值評估，而估計勘探及評估資產可收回金額是使用公平值減出售成本，並考慮近期與蒙古當局之商議及共識、蒙古的法例要求及本集團開採許可證之安排。管理層認為於二零一九年六月三十日，勘探及評估資產沒有計提減值必要。

9. 按公平值計入其他全面收益之股權工具之投資／為收購按公平值計入其他全面收益之股權工具之預付款

於二零一八年三月十二日，本公司一間間接全資附屬公司（「投資方」）、協和港有限公司（「協和港」）及中核融資租賃有限公司（「中核租賃」）訂立轉讓框架協議，據此，協和港有條件同意轉讓，及投資方有條件同意受讓出資權，可認繳中核租賃註冊資本人民幣120,190,000元，相當於收購中核租賃註冊資本12.019%（「第一筆出資」），代價上限為人民幣3,000,000元。其後，訂約方已確認出資權的代價為人民幣2,220,000元。中核租賃為本公司同母系附屬公司。

同日，投資方與中核租賃訂立增資框架協議，據此，投資方有條件同意作出金額為人民幣250,000,000元出資（「第二筆出資」），惟須待完成第一筆出資及中核租賃其他現有股東及／或其他潛在投資者就增資出資後，方可作實。完成第一筆出資及第二筆出資，連同中核租賃其他現有股東及／或其他潛在投資者就增資出資後，中核租賃的已發行及實繳註冊資本將擴大至人民幣2,000,000,000元，而投資方將合共持有中核租賃註冊資本不超過18.45%。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

9. INVESTMENT IN EQUITY INSTRUMENT AT FVTOCI/DEPOSIT PAID FOR ACQUISITION OF EQUITY INSTRUMENT AT FVTOCI (continued)

As at 31st December, 2018, the acquisition has not been completed and is subject to fulfillment of certain terms and conditions. Transaction costs of HK\$2,561,000 in relation to the acquisition has been incurred and recognised as deposit paid for acquisition of equity instrument at FVTOCI, and will be capitalised as part of interests in CNNC Leasing which will be classified as equity instrument at FVTOCI upon completion of the acquisition.

On 18th February, 2019, the Investor, as the borrower, entered into an agreement (the "Facility Agreement") with a financial institution for a term loan facility in the principal amount of up to HK\$300,000,000 (the "Loan") for the purpose of financing the investments in CNNC Leasing. The Loan is repayable over a period of 36 months (subject to extension to 72 months as provided in the Facility Agreement) from the date of the Facility Agreement.

On 26th February, 2019, the Board of Directors of the Company announced that, following all of the conditions precedent under the Transfer Framework Agreement and the Investment Framework Agreement are satisfied, the Investments completed. Upon completion of the acquisition, the Investor holds, approximately 18.45% of the enlarged registered capital in CNNC Leasing and such equity investments will be accounted for as equity instrument at FVTOCI.

As at 30th June, 2019, the fair value of the investment in equity investment at FVTOCI was derived from the equity value of the unlisted equity investment based on market approach with the Equity Value to Net Book Value multiple of the comparable companies. The significant unobservable input is the discount rate for lack of marketability to the estimated Equity Value of the unlisted equity investment. The directors of the Company considered that the relationship of unobservable inputs to the fair value of such investment is in negative relationship that the higher the discount rate, the lower the fair value.

9. 按公平值計入其他全面收益之股權工具之投資／為收購按公平值計入其他全面收益之股權工具之預付款(續)

於二零一八年十二月三十一日，收購尚未完成，並須待若干條款及條件達成後方可作實。有關收購的交易成本港幣2,561,000元已經產生並確認為以為收購按公平值計入其他全面收益之股權工具之預付款而支付的款項，並將作為中核租賃權益的一部分資本化，收購完成後，並將其歸類為按公平值計入其他全面收益之權益工具。

於二零一九年二月十八日，投資方(作為借款人)就本金額最高為港幣300,000,000元的定期貸款融資(「貸款」)與金融機構訂立協議(「融資協議」)，用作為投資中核租賃提供資金。貸款須於融資協議日期起36個月內償還(可根據融資協議的規定延長至72個月)。

於二零一九年二月二十六日，本公司董事局宣布，在完成轉讓框架協議及增資框架協議項下的所有先決條件後，投資已完成。收購完成後，投資方持有中核租賃經擴大註冊資本約18.45%，而該等股權投資將按公平值計入其他全面收益入賬為股權工具。

於二零一九年六月三十日，按公平值計入其他全面收益之股權投資之投資之公平值乃來自非上市股權投資之股本價值，而其乃根據可資比較公司之股本價值對賬面淨值比率的市場法計算得出。重大不可觀察輸入數據為非上市股本投資的估計股本價值就缺乏市場流動性的貼現率。本公司董事認為不可觀察輸入數據與有關投資之公平值之關係為反比關係，即貼現率越高，公平值越低。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

10. TRADE AND OTHER RECEIVABLES AND PREPAYMENTS

The Group allows a credit period of up to 30 days to its trade customers. The following is an aged analysis of trade receivables presented based on the invoice date, which approximated the revenue recognition date at the end of the reporting period:

		30.6.2019 二零一九年 六月三十日 HK\$'000 港幣千元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 港幣千元 (audited) (經審核)
Trade receivables — aged 0 to 30 days	應收貿易賬款 — 賬齡0至30日	46,859	21,611
Other receivables	其他應收款項	20,974	48,577
Deposits paid	已付按金	109	82
Prepayments	預付款項	—	33,440
		67,942	103,710

10. 應收貿易賬款及其他應收款項以及預付款項

本集團給予其貿易客戶30日的信貸期。以下為以發票日期為基準呈列應收貿易賬款的賬齡分析，並將收益確認日期接近報告期間末：

11. TRADE, BILLS AND OTHER PAYABLES AND ACCRUALS

As at 30th June, 2019, approximately HK\$21,011,000 of trade and bills payables are included in trade, bills and other payables and accruals (31st December, 2018: Nil). The age of the amount was within 30 days at the end of the reporting period.

12. AMOUNTS DUE TO ULTIMATE HOLDING COMPANY/AN INTERMEDIATE HOLDING COMPANY/FELLOW SUBSIDIARIES

The amounts due to ultimate holding company, an intermediate holding company and fellow subsidiaries are unsecured, interest-free and repayable on demand.

11. 應付貿易、票據及其他應付款項以及應計欠款

於二零一九年六月三十日，應付貿易及票據款項約港幣21,011,000元(二零一八年十二月三十一日：無)已計入應付貿易、票據及其他應付款項以及應計欠款。該款項於報告期末的賬齡為30日以內。

12. 應付最終控股公司／一間中介控股公司／同母系附屬公司款項

應付最終控股公司，一間中介控股公司及同母系附屬公司款項為無抵押、免息及按要求償還。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

13. BANK BORROWINGS

During the period, the Group raised new bank borrowings of approximately HK\$396,497,000 (six months ended 30th June, 2018: Nil), which comprised of short-term borrowings and long-term borrowings amounted to approximately HK\$108,086,000 and HK\$288,411,000 respectively. The proceeds of new bank borrowings were used to finance subscription of investment in equity instrument at FVTOCI stated in Note 9 and daily operation of the Group. These bank borrowings bear variable-rate interests at a premium over London Interbank Offered Rate, Loan Prime Rate or Hong Kong Interbank Offered Rate or prevailing lending rate quoted by the People's Bank of China, as appropriate, which is ranged from 3.39% to 5.00% per annum.

As at 30th June, 2019, investment in equity instrument at FVTOCI of approximately HK\$462,931,000 were pledged to banks to secure general banking facilities granted to the Group.

13. 銀行借貸

期內，本集團籌措新銀行借貸約港幣396,497,000元(截至二零一八年六月三十日止六個月：無)，分別包括短期借貸及長期借貸約港幣108,086,000元及港幣288,411,000元。新銀行借貸的所得款項用於提供資金以認購按公平值計入其他全面收益之股權工具投資(見附註9)及本集團的日常營運。該等銀行借款按高於倫敦銀行同業拆息、貸款優惠利率或香港銀行同業拆息或中國人民銀行所報現行貸款利率的浮動利率計息，介乎每年3.39%至5.00%。

於二零一九年六月三十日，按公平值計入其他全面收益之股權工具投資約港幣462,931,000元已抵押予銀行作為本集團獲授一般銀行融資的抵押。

14. SHARE CAPITAL

14. 股本

		Number of ordinary shares 普通股數目	Amount 金額 HK\$'000 港幣千元
Ordinary shares of HK\$0.01 each	每股面值港幣0.01元之普通股		
Authorised:	法定：		
At 1st January, 2018,	於二零一八年一月一日、		
31st December, 2018	二零一八年十二月三十一日		
and 30th June, 2019	及二零一九年六月三十日	1,000,000,000	10,000
Issued and fully paid:	已發行及繳足：		
At 1st January, 2018,	於二零一八年一月一日、		
31st December, 2018	二零一八年十二月三十一日		
and 30th June, 2019	及二零一九年六月三十日	489,168,308	4,892

15. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

The fair value of financial assets are determined as follows:

Investment in an equity instrument at FVTOCI are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

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

As at 30th June, 2019, the fair values of the Group's investment in equity instrument FVTOCI of approximately HK\$462,931,000 (31st December, 2018: Nil) is based on Level 3 measurement using the valuation technique described in Note 9.

15. 金融工具公平值之計量

金融資產之公平值按以下方法釐定：

按公平值計入其他全面收益之股權工具投資於報告期末按公平值計量。下表闡述有關釐定該等金融資產公平值之方法(尤其是所用之估值技術及輸入數據)之資料以及按公平值計量輸入數據之可觀察程度所劃分之公平值級別水平(第一至三級)之資料。

- 第一級公平值計量乃自相同資產或負債於活躍市場中所報未調整價格得出；
- 第二級公平值計量乃除第一級計入之報價外，自資產或負債可直接(即價格)或間接(即自價格衍生)觀察輸入數據得出；及
- 第三級公平值計量乃自包括並非根據可觀察市場數據之資產或負債輸入數據(不可觀察輸入數據)之估值方法得出。

於二零一九年六月三十日，本集團按公平值計入其他全面收益之股權工具投資之公平值為約港幣462,931,000元(二零一八年十二月三十一日：零)，乃根據使用附註9所述估值技術的第三級計量。

For the six months ended 30th June, 2019 截至二零一九年六月三十日止六個月

15. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (continued)

Reconciliation of Level 3 fair value measurement of financial instrument

15. 金融工具公平值之計量 (續)

金融工具第三級公平值計量的對賬

		Investment in equity instrument at FVTOCI
		按公平值計入其他全面收益之股權工具投資
		HK\$'000
		港幣千元
At 1st January, 2019 (audited)	於二零一九年一月一日(經審核)	—
Subscription	認購事項	446,085
Fair value gain (note)	公平值收益(附註)	16,846
As at 30th June, 2019 (unaudited)	於二零一九年六月三十日(未經審核)	462,931

note: Included in other comprehensive income is revaluation gain of approximately HK\$16,846,000 relating to unlisted investment in equity instrument using Level 3 measurement held at the end of the reporting period and is reported as changes in FVTOCI reserve.

附註：其他全面收益包括重估收益約港幣16,846,000元，其有關於報告期末所使用第三級計量之非上市股權工具投資及呈報為按公平值計入其他全面收益儲備之變動。

There were no transfers between the different levels of the fair value hierarchy for the current period.

本期間公平值層級各級之間概無轉移。

16. RELATED PARTY TRANSACTIONS

Apart from the related party transactions and balances disclosed elsewhere in the condensed consolidated financial statements, the Group had the following significant related party transaction during the period.

(i) Remuneration of directors and other members of key management

The remuneration of directors and other members of key management during the period was as follows:

16. 關連方交易

除於簡明綜合財務報表其他部分所披露之關連方交易及結餘外，本集團於期內有以下重大關連方交易。

(i) 董事及其他主要管理層成員之酬金

期內董事及其他主要管理層成員之酬金如下：

		Six months ended	
		截至六月三十日止六個月	
		30.6.2019	30.6.2018
		二零一九年	二零一八年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Short-term benefits	短期福利	1,698	948
Post-employment benefits	退休後福利	27	9
		1,725	957

16. RELATED PARTY TRANSACTIONS (continued)

(i) Remuneration of directors and other members of key management (continued)

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends.

(ii) Transactions and balances with PRC government-related entities in the PRC

The Group operates in an economic environment currently pre-dominated by entities controlled, jointly controlled or significantly influenced by the PRC government.

In addition, the Group itself is part of a larger group of companies under CNNC which is controlled by the PRC government. The balances are disclosed in the condensed consolidated statement of financial position in page 13.

The Group has also entered into various transactions, including deposits placements with certain banks and financial institutions which are PRC government-related entities in its ordinary course of business. The directors of the Company are of the opinion that except as disclosed above, transactions with other PRC government related entities are not significant to the Group's operations.

(iii) During the six months ended 30th June, 2019, the Group paid rental expenses of HK\$131,404 (six months ended 30th June, 2018: HK\$147,398) to fellow subsidiaries of the Company, which are subsidiaries of CNNC, for its office in the PRC.

16. 關連方交易(續)

(i) 董事及其他主要管理層成員之酬金(續)

董事及主要行政人員之酬金乃由薪酬委員會經計及個人表現及市場趨勢後釐定。

(ii) 於中國與中國政府相關實體之交易及結餘

本集團之營商環境現時由中國政府所控制、共同控制或對其有重大影響力之實體主導。

此外，本集團本身為中核集團旗下眾多公司成員之一，而中核集團受中國政府控制。有關結餘披露於第13頁簡明綜合財務狀況表。

本集團亦於一般業務過程中與若干屬中國政府相關實體之銀行及金融機構訂立多項交易。本公司董事認為，除上文披露外，與其他中國政府相關實體之交易對本集團營運並不重要。

(iii) 截至二零一九年六月三十日止六個月，本集團就其位於中國之辦事處向本公司同母系附屬公司，亦是中核集團之附屬公司支付租金開支港幣131,404元(截至二零一八年六月三十日止六個月：港幣147,398元)。

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