



光大國際

Everbright International

(Stock Code 股份編號: 257)

Interim Report 2011 中期報告

CHINA EVERBRIGHT INTERNATIONAL LIMITED

中國光大國際有限公司



Change for a better and
greener Tomorrow

為更好未來而改變





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Corporate Information

公司資料

DIRECTORS

Executive Directors

TANG Shuangning (Chairman)
ZANG Qitao (Vice-chairman)
LI Xueming (Vice-chairman)
CHEN Xiaoping (Chief Executive Officer)
WANG Tianyi (General Manager)
WONG Kam Chung, Raymond (Chief Financial Officer)
CAI Shuguang

Non-executive Director

FAN Yan Hok, Philip

Independent Non-executive Directors

MAR Selwyn
LI Kwok Sing, Aubrey
ZHAI Haitao

COMPANY SECRETARY

POON Yuen Ling

REGISTERED OFFICE

Room 2703, 27th Floor
Far East Finance Centre
16 Harcourt Road, Hong Kong

PRINCIPAL BANKERS

Asian Development Bank
Bank of China (Hong Kong) Limited
Bank of Jiangsu
China Citic Bank
China Construction Bank Corporation
China Everbright Bank Co., Limited
China Merchants Bank Co., Ltd.
China Minsheng Banking Corp., Ltd.
CITIC Bank International Limited
DBS Bank Ltd
Deutsche Bank, AG
Fubon Bank (Hong Kong) Limited
Hang Seng Bank (China) Limited
Industrial and Commercial Bank of China
Mizuho Corporate Bank, Ltd.
Shanghai Pudong Development Limited
The Bank of East Asia, Limited

董事

執行董事

唐雙寧(主席)
臧秋濤(副主席)
李學明(副主席)
陳小平(行政總裁)
王天義(總經理)
黃錦驄(財務總監)
蔡曙光

非執行董事

范仁鶴

獨立非執行董事

馬紹援
李國星
翟海濤

公司秘書

潘婉玲

註冊辦事處

香港夏慤道十六號
遠東金融中心
二十七樓二七零三室

主要往來銀行

亞洲開發銀行
中國銀行(香港)有限公司
江蘇銀行
中信銀行
中國建設銀行股份有限公司
中國光大銀行股份有限公司
招商銀行股份有限公司
中國民生銀行股份有限公司
中信銀行國際有限公司
星展銀行
德意志銀行
富邦銀行(香港)有限公司
恒生銀行(中國)有限公司
中國工商銀行
瑞穗實業銀行
上海浦東發展銀行
東亞銀行有限公司

SOLICITORS

Paul, Hastings, Janofsky & Walker
Grandall Legal Group (Beijing)

AUDITORS

KPMG

REGISTRAR

Tricor Tengis Limited
26/F, Tesbury Centre, 28 Queen's Road East
Wanchai, Hong Kong

PUBLIC RELATIONS

Strategic Financial Relations (China) Limited

WEBSITE

www.ebchinaintl.com

STOCK CODE

00257

律師

普衡律師事務所
國浩律師集團(北京)事務所

核數師

畢馬威會計師事務所

股份過戶處

卓佳登捷時有限公司
香港灣仔皇后大道東二十八號
金鐘匯中心二十六樓

公關顧問

縱橫財經公關顧問(中國)有限公司

電子網址

www.ebchinaintl.com

股份編號

00257

Financial Highlights

財務概況

		2011	2010	Percentage change 百分比 變動
		二零一一年	二零一零年	
		Six months ended 30 June 截至六月三十日止六個月		
		HK\$'000 港幣千元	HK\$'000 港幣千元	
Results	業績			
Turnover	營業額	1,834,302	959,876	91%
EBITDA on recurring basis**	除利息、稅項、折舊及 攤銷前經常性盈利**	661,806	453,628	46%
Profit attributable to equity shareholders	股東應佔盈利	351,668	245,134	43%
Basic earnings per share (HK cents)	每股基本盈利(港仙)	9.61	6.73	43%
Return on shareholders' equity – half year (%)	股東資金回報 – 半年(%)	6.37	5.23	1.14%
Interest cover (%)##	利息覆蓋比率(%)##	591	532	59%

		At 30 June 2011	At 31 December 2010	Percentage change 百分比 變動
		於二零一一年 六月三十日	於二零一零年 十二月三十一日	
		HK\$'000 港幣千元	HK\$'000 港幣千元	
Financial Position	財務狀況			
Total assets	資產總額	12,162,793	10,870,391	12%
Total liabilities	負債總額	6,020,589	5,121,742	18%
Shareholders' equity	股東權益	5,706,163	5,338,052	7%
Net asset value per share attributable to equity shareholders (HK\$)	股東應佔每股資產淨值 (港幣元)	1.553	1.461	6%
Gearing ratio (%)	資產負債比率(%)	50	47	3%
Current ratio (%)	流動比率(%)	124	154	-30%

* EBITDA is the profit for the period before deduction of interest, taxation, depreciation and amortisation.

The amount for current period is stated excluding the valuation gains on investment properties of HK\$6,074,000 (six months ended 30 June 2010: HK\$3,996,000).

Expressed as a percentage of EBITDA on recurring basis to finance costs.

* 除利息、稅項、折舊及攤銷前盈利為扣除利息、稅項、折舊及攤銷前之本期盈利。

本期間之金額並不包括投資物業估值盈餘港幣6,074,000元(截至二零一零年六月三十日止六個月：港幣3,996,000元)。

以除利息、稅項、折舊及攤銷前經常性盈利與財務費用的百分比表述。

Business Review and Prospect

業務回顧及展望

OPERATING RESULTS

In the first half of 2011, energy conservation and environmental protection have been accorded first priority among seven emerging strategic industries by the Central Government and efforts have been escalated to promote environmental protection and energy conservation industries. During the period of the Twelfth Five-Year Plan, the Central Government announced its intention to invest RMB3.1 trillion in environmental protection projects. Supported by favourable state strategies and global energy development trends, China Everbright International Limited (“the Company”) and its subsidiaries (collectively “the Group”) have actively developed environmental protection and alternative energy businesses. In addition to the Group’s existing businesses including environmental energy, environmental water, alternative energy, construction engineering and technological research and development, the Group has entered the environmental protection equipment manufacturing business in full gear. As a result, it has successfully developed grate furnaces and automatic control system products, thus penetrating the middle and upstream of the environmental protection industry. Other than our business operations in Jiangsu, Shandong, Guangdong and Anhui Provinces, the Group has extended its business to alternative energy market overseas and invested in a photovoltaic energy project in Germany.

In the first half of 2011, a number of construction projects were in full swing, driving revenue from construction services up. In addition, with the sustained increase in scale of operating projects and improvement of operating efficiency, revenue from operation services also recorded a steady growth. During the period under review, the Group’s consolidated turnover amounted to HK\$1,834,302,000, an increase of 91% from HK\$959,876,000 in the same period last year. During the period, the EBITDA on recurring basis amounted to HK\$661,806,000, an increase of 46% from HK\$453,628,000 in the first half of last year. Profit attributable to equity shareholders during the period was HK\$351,668,000, a growth of 43% as compared to the same period last year. Basic earnings per share for the first half of 2011 were HK9.61 cents, HK2.88 cents more than HK6.73 cents in the same period last year.

經營業績

二零一一年上半年，國家將節能環保列為七大新興產業之首，大力推動環保節能產業，在十二•五規劃期間宣佈投放人民幣3.1萬億元於環保項目上。中國光大國際有限公司（「本公司」）及其附屬公司（統稱「本集團」）在有利的國策及世界能源發展趨勢的推動下，積極推進綠色環保和新能源業務。集團業務在原有環保能源、環保水務、新能源、工程建造、科技研發基礎上，強勢挺進環保設備製造，成功開發了垃圾焚燒爐排爐及自控系統等環保設備製造業務板塊，正式進軍環保行業的中上游；業務分佈除在中國江蘇省、山東省、廣東省及安徽省外，更進一步拓展至海外新能源市場，成功投資德國光伏發電項目。

二零一一年上半年，多個工程項目全面施工，帶動建造服務收益上升。此外，隨著運營項目的處理規模與經營效益持續上升，運營服務收益亦穩步增長。於回顧期內，本集團綜合營業額為港幣1,834,302,000元，較去年同期的港幣959,876,000元上升91%。期內之除利息、稅項、折舊及攤銷前經常性盈利為港幣661,806,000元，較去年上半年之港幣453,628,000元增長46%。期內之股東應佔盈利為港幣351,668,000元，較去年同期上升43%。二零一一年上半年每股基本盈利為9.61港仙，較去年同期之6.73港仙增加2.88港仙。

Business Review and Prospect 業務回顧及展望

OPERATING RESULTS (continued)

To reward shareholders for their support and consider the need of the Group to achieve long term continuous development, the Board declared to pay an interim dividend of HK2.0 cents per share (2010: HK1.0 cent per share).

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES

During the period under review, to keep up with rapid development trend of the environmental protection and alternative energy industries, the Group has expanded businesses in both domestic and overseas markets. It has secured 9 new projects commanding a total investment of approximately RMB1.447 billion. Currently, the Group has secured 58 environmental protection and alternative energy projects commanding a total investment of approximately RMB12 billion. Of these projects, those with construction already completed had a total investment amounting to approximately RMB5.772 billion, whereas those under construction accounted for a total investment of about RMB2.619 billion. The estimated total investment of projects still at the preparatory stage was approximately RMB3.634 billion. Those projects under construction or preparation will lay a solid foundation of the future sustainable growth of the Group.

During the period under review, the turnover from the environmental protection and alternative energy businesses reached HK\$1,748,642,000 (construction service revenue: 65%, operation service revenue: 21%, finance income and finance lease income: 14%), an increase of 96% as compared to the same period in 2010 and accounting for 95% of the Group's total turnover, 2 percentage points higher than that in 2010. The EBITDA amounted to HK\$608,668,000, a rise of 50% when compared to the last corresponding period and accounting for 92% of the Group's total EBITDA.

經營業績(續)

為回饋股東的支持及考慮本集團的長期可持續發展，董事會宣佈向本集團股東派發中期股息每股2.0港仙(二零一零年：每股1.0港仙)。

環保及新能源業務

回顧期內，本集團配合環保及新能源行業高速發展的趨勢，致力開拓國內外業務，成功囊括的九個新項目合共總投資額約人民幣14.47億元。目前，本集團已落實的環保及新能源項目共58個，總投資額約人民幣120億元。已完成工程建設的項目投資額約人民幣57.72億元；在建中的項目投資額約人民幣26.19億元；籌建中的項目預計投資額約人民幣36.34億元。在建、籌建中的項目為本集團未來的持續發展奠定了堅實基礎。

回顧期內，環保及新能源業務的營業額達到港幣1,748,642,000元(其中建造服務收益佔65%；運營服務收益佔21%；財務收入及融資租賃收入佔14%)，較二零一零年同期增長96%，佔總營業額的95%，較二零一零年上升2個百分點。除利息、稅項、折舊及攤銷前盈利為港幣608,668,000元，較去年同期增長50%，佔本集團除利息、稅項、折舊及攤銷前盈利的92%。

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES (continued)

Major financial data of the environmental protection and alternative energy businesses in the first half of 2011 is summarised below:

環保及新能源業務(續)

二零一一年上半年環保及新能源業務之主要財務數據如下：

		2011 二零一一年			
		Environmental Energy Projects 環保能源項目 HK\$'000 港幣千元	Environmental Water Projects 環保水務項目 HK\$'000 港幣千元	Alternative Energy Projects 新能源項目 HK\$'000 港幣千元	Total 合計 HK\$'000 港幣千元
Turnover	營業額				
- Construction services	- 建造服務	830,785	23,293	281,867	1,135,945
- Operation services	- 運營服務	157,202	192,415	12,673	362,290
- Finance income and finance lease income	- 財務收入及融資 租賃收入	128,045	120,140	2,222	250,407
		1,116,032	335,848	296,762	1,748,642
EBITDA	除利息、稅項、折舊 及攤銷前盈利	372,248	179,715	56,705	608,668



Business Review and Prospect 業務回顧及展望

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES (continued)

環保及新能源業務(續)

		2010 二零一零年			
		Environmental Energy Projects	Environmental Water Projects	Alternative Energy Projects	Total
		環保能源項目	環保水務項目	新能源項目	合計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元	港幣千元
Turnover	營業額				
- Construction services	- 建造服務	236,864	155,236	-	392,100
- Operation services	- 運營服務	125,002	175,467	5,925	306,394
- Finance income	- 財務收入	75,584	115,262	1,547	192,393
		437,450	445,965	7,472	890,887
EBITDA	除利息、稅項、折舊及攤銷前盈利	216,272	182,925	5,646	404,843

During the period under review, the Group has processed household and industrial solid waste of 992,000 tonnes and generated green electricity of 307,984,000 kWh, which can fulfill the electricity consumption of approximately 257,000 households per year and is equivalent to coal savings of 123,000 tonnes and reducing carbon dioxide (CO₂) emissions by 308,000 tonnes (including the Suzhou Landfill Methane-to-energy Project). Meanwhile, the Group has processed 230,262,000 m³ of waste water and leachate from waste-to-energy plants and reduced COD emission by 86,115 tonnes.

在節能減排方面，回顧期內處理生活及工業固體廢物992,000噸，提供綠色電力307,984,000千瓦時，可供約257,000家庭一年使用，相當於節約標煤123,000噸，減少二氧化碳排放308,000噸(含蘇州填埋場沼氣發電項目)，處理污水及垃圾焚燒發電廠滲濾液230,262,000立方米，實現COD減排86,115噸。

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES *(continued)*

Environmental Energy

As at 30 June 2011, the Group's environmental energy business comprised 12 waste-to-energy projects and 4 industrial solid waste landfill projects, commanding a total investment of RMB5.4 billion. The designed total capacity included an annual household waste capacity of approximately 3,850,000 tonnes which is capable of producing an annual on-grid electricity of approximately 1,071,000,000 kWh. The annual safe landfill capacity of industrial solid waste is approximately 100,000 m³.

In order to consolidate its leadership and set an example in the waste-to-energy industry in the People's Republic of China ("PRC"), during the period under review, the Group conducted works to upgrade its operating projects in accordance with the Euro 2000 Standard which is currently the highest standard in the world. Among all of its projects, the Suzhou Waste-to-energy Project was the first to complete the upgrade, consolidating its position as the largest waste-to-energy project under operation in the PRC adhering to the highest standards. The self-developed grate furnace and automatic control systems used in Phase II of the Jiangyin Waste-to-energy Project have shown satisfactory operational results. This equipment has outperformed imported machinery and is better suited for the waste-to-energy process in the PRC with a low calorific value. The application for the 7% increment in the waste processing fee at the Changzhou Waste-to-energy Project in accordance to the concession requirement has also been approved. This project has achieved outstanding results in operation and in environmental protection. With the subsequent high appreciation of both the local government and residents, the project has been designated as an urban utility demonstration project. In the first half of the year, the Suzhou Waste-to-energy Project and Changzhou Waste-to-energy Project have welcomed 6,800 visitors from overseas and local.

環保及新能源業務(續)

環保能源

截至二零一一年六月三十日，本集團的環保能源業務共有十二個垃圾焚燒發電項目及四個工業固體廢物填埋項目，總投資約人民幣54億元。設計總規模包括年焚燒生活垃圾約3,850,000噸；年上網電量約1,071,000,000千瓦時；年工業固體廢物安全填埋量約100,000立方米。

回顧期內，本集團為鞏固在垃圾焚燒發電行業的領導地位，啟動全面提標改造工作，主動在運營項目按歐盟2000標準(為目前全球最高標準)進行改造，目標為中華人民共和國(「中國」)垃圾焚燒發電行業樹立標竿。其中蘇州垃圾焚燒發電項目已率先完成改造，讓蘇州垃圾焚燒發電項目繼續維持中國運行垃圾焚燒發電項目中規模最大、標準最高的龍頭地位。江陰垃圾焚燒發電項目二期採用自主研發的爐排爐與自控系統運作效果良好，更適合中國低熱值的垃圾焚燒，效益更勝進口設備。常州垃圾焚燒發電項目按特許經營權規定成功申請調增垃圾處理收費7%。由於各項目運行成績出眾，環境治理效果好，贏得了當地政府和市民的高度讚譽，成為了政府滿意、群眾放心的城市公用事業示範工程。上半年，單是蘇州及常州垃圾焚燒發電項目就先後接待來自國內外前往參觀考察6,800人次。

Business Review and Prospect 業務回顧及展望

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES (continued)**Environmental Energy** (continued)

During the period under review, Yixing Environmental Protection Veinous Industrial Park and Suqian Hazardous Waste Landfill Project were added in the environmental energy business. Yixing Veinous Industrial Park is the sixth industrial park project following the ones in Suzhou, Changzhou, Suqian, Zhenjiang in Jiangsu Province and Yantai in Shandong Province. Suqian Hazardous Waste Landfill Project is also the largest hazardous waste landfill project in Subei area. These demonstrated the municipal governments' support to the Group's concept on "centralised planning, logical arrangement, better land utilisation and centralised handling".

During the period under review, the environmental energy projects of the Group altogether processed 992,000 tonnes of household waste, 23,000 m³ of industrial solid waste and generated on-grid electricity of 239,671,000 kWh, an increase of 8%, 21% and 11% respectively against the same period last year. The environmental energy projects brought an EBITDA of HK\$372,248,000, representing a rise of 72% against the last corresponding period. The increase of profit was mainly attributable to the increased construction service revenue as the waste-to-energy projects in Jinan, Zhenjiang and Suqian were under construction. In addition, the growth in processing volume in operating projects kept increasing which also increased the operation service revenue.

環保及新能源業務(續)**環保能源(續)**

回顧期內，環保能源業務新增宜興市環保靜脈產業園及宿遷危廢填埋項目。宜興市環保靜脈產業園是繼江蘇省的蘇州市、常州市、宿遷市、鎮江市以及山東省煙台市後第六個產業園項目。宿遷危廢填埋項目亦為蘇北地區最大的危廢安全處置項目。彰顯地方政府對本集團採用「統籌規劃、合理佈局、節約土地、集中處理」的理念的認同與支持。

回顧期內，環保能源各項目合共處理生活垃圾992,000噸，工業固體廢物23,000立方米，提供上網電量合共239,671,000千瓦時，分別較去年同期增加8%、21%及11%。環保能源項目貢獻除利息、稅項、折舊及攤銷前盈利合共港幣372,248,000元，較去年同期增加72%。盈利增加主要由於位於濟南、鎮江及宿遷的垃圾焚燒發電項目正全面進行工程建設，增加了建造服務收益，加上運營項目的處理量繼續上升，提升了運營服務收益。

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES (continued)

Environmental Energy (continued)

Major operating and financial data of the environmental energy business in the first half of 2011 is summarised below:

環保及新能源業務(續)

環保能源(續)

二零一一年上半年環保能源業務之主要運營與財務數據如下：

	Waste processing volume (tonne) 垃圾處理量 (噸)		On-grid electricity ('000 kWh) 上網電量 (千千瓦時)		EBITDA (HK\$'000) 除利息、稅項、折舊及 攤銷前盈利 (港幣千元)	
	2011 二零一一年	2010 二零一零年	2011 二零一一年	2010 二零一零年	2011 二零一一年	2010 二零一零年
- Suzhou Waste-to-energy Project ("Suzhou Project") Phase I and Phase II (1)	450,000	447,000	115,610	111,539	81,200	108,297
- Yixing Waste-to-energy Project ("Yixing Project") (2)	118,000	121,000	26,362	25,590	17,051	14,335
- Jiangyin Waste-to-energy Project ("Jiangyin Project") Phase I and Phase II (3)	236,000	163,000	57,754	36,870	50,053	29,108
- Changzhou Waste-to-energy Project ("Changzhou Project") (4)	188,000	191,000	39,945	41,156	27,096	28,290
- Jinan Waste-to-energy Project ("Jinan Project") (5)	-	-	-	-	84,932	14,753
- Zhenjiang Waste-to-energy Project ("Zhenjiang Project") (6)	-	-	-	-	43,063	11,042
- Suqian Waste-to-energy Project ("Suqian Project") (7)	-	-	-	-	50,713	(1,095)
- Huidong Waste-to-energy Project ("Huidong Project") (8)	-	-	-	-	(969)	(910)
	992,000	922,000	239,671	215,155	353,139	203,820
- Suzhou Industrial Solid Waste Landfill Project and Suqian Hazardous Waste Landfill Project (collectively "Solid Waste Projects") (9) (m ³)	23,000	19,000	-	-	19,109	12,452
					372,248	216,272

Business Review and Prospect 業務回顧及展望

**ENVIRONMENTAL PROTECTION AND
ALTERNATIVE ENERGY BUSINESSES** (continued)**Environmental Energy** (continued)

- (1) The decrease in profit of the Suzhou Project was mainly attributable to the recognition of construction cost saving upon completion of the construction final accounts of Phase II in the corresponding period in last year. Excluding this cost saving, the profit rose by 2% year-on-year, representing the steady increase of operating revenue. The groundbreaking ceremony of Suzhou Project Phase III was held in May 2011 and the construction is expected to take 18 months with commercial operation to commence in 2013.
- (2) The increase in profit of the Yixing Project was mainly attributable to the effective cost control which increased the overall operation efficiency.
- (3) The increase in profit of the Jiangyin Project was mainly attributable to the commencement of operation of Phase II of the project which increased the waste processing volume and on-grid electricity, thereby drove up the operation service revenue.
- (4) The decrease in profit of the Changzhou Project was mainly attributable to the maintenance expenditure during the period.
- (5) Construction work of the Jinan Project started in February 2010 and commercial operation is expected to commence in the second half of 2011.
- (6) Construction work of the Zhenjiang Project started in March 2010 and commercial operation is expected to begin in the second half of 2011.
- (7) Construction work of the Suqian Project commenced in June 2010 and commercial operation is expected to commence in the second half of 2011.
- (8) The Huidong Project is now under preparation and construction is expected to start in the second half of 2011.
- (9) The increase in profit of the Solid Waste Projects was because of the growth of solid waste volume processed during the period under review which increased the operation service revenue of the project. Works for the extension of Suzhou Industrial Solid Waste Landfill Project Phase II and Suqian Hazardous Waste Landfill Project have commenced and are expected to be completed and handed over for use by the end of 2011.

環保及新能源業務(續)**環保能源(續)**

- (1) 蘇州項目的盈利下降，主要由於去年同期確認二期工程竣工決算成本節約，扣除此部分成本節約，期內盈利較去年同期上升2%，反映運營效益在逐步提升。蘇州項目三期工程奠基典禮已於二零一一年五月舉行，建設期預計為十八個月，計劃於二零一三年投運。
- (2) 宜興項目的盈利上升，主要由於成本控制取得成效，提升整體運營效益。
- (3) 江陰項目的盈利上升，主要由於二期項目開始運營，增加垃圾處理量及上網電量，提升運營服務收益。
- (4) 常州項目的盈利下降，主要由於期內進行維修工程增加的開支。
- (5) 濟南項目於二零一零年二月開始工程建設，預計於二零一一年下半年建成投運。
- (6) 鎮江項目於二零一零年三月開始工程建設，預計於二零一一年下半年建成投運。
- (7) 宿遷項目於二零一零年六月開始工程建設，預計於二零一一年下半年建成投運。
- (8) 惠東項目正在籌備階段，預計於二零一一年下半年開始工程建設。
- (9) 固廢項目盈利上升，主要由於回顧期內廢物處理量上升，提升項目運營服務收益。蘇州工業固體廢物填埋項目二期擴建及宿遷危廢填埋項目工程亦已全面啓動，預計於二零一一年年底完成工程建設交付使用。

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES *(continued)*

Environmental Water

As at 30 June 2011, the Group's environmental water sector comprised a total of 18 waste water treatment projects, 3 reusable water projects and 1 surface water project with a total investment of RMB3.7 billion. The designed annual waste water treatment capacity of the sector is approximately 566,000,000 m³, as well as providing 13,000,000 m³ of reusable water and supplying 36,500,000 m³ of surface water annually.

During the period under review, the Group's environmental water sector implemented 3 reusable water projects. The Zibo Reusable Water Project and Jinan Reusable Water Project have been completed, laying a solid foundation for the further expansion of the environmental water sector. The application for the 15% increment in the waste water treatment fee at the Zibo Waste Water Treatment Project in accordance with the concession requirement has been approved. Both of the waste water treatment plants in Jinan and Zibo have been designated as "2010 Urban Waste Water Treatment Demonstration Unit of the Province" and the Jinan Waste Water Treatment Plant was ranked first in the province.

In the first half of 2011, the environmental water projects treated 230,262,000 m³ of waste water, an increase of 9% as compared with the same period last year. These operations brought an EBITDA of HK\$179,715,000, a decline of 2% against the same period last year. The decrease in profit during the period was mainly due to the decrease in construction service revenue which offset the growth of operation service revenue driven by the rise in waste water treatment volume.

環保及新能源業務(續)

環保水務

截至二零一一年六月三十日，本集團的環保水務業務共有十八個污水處理項目、三個中水回用項目及一個地表水項目，總投資約人民幣37億元。年污水處理量約566,000,000立方米。年提供中水13,000,000立方米及年提供地表水36,500,000立方米。

回顧期內，環保水務全力推進三個中水回用項目，其中淄博與濟南中水項目已建成，為環保水務進一步擴張業務奠定堅實的基礎。淄博污水處理項目按特許經營權規定成功申請調增污水處理收費15%。濟南污水處理廠及淄博污水處理廠同時被評為「2010年度全省城市污水處理廠示範單位」，其中濟南污水處理廠更位居榜首。

二零一一年上半年，環保水務各項目合共處理污水230,262,000立方米，較去年同期增加9%。環保水務項目貢獻除利息、稅項、折舊及攤銷前盈利合共港幣179,715,000元，較去年同期減少2%。期內盈利下降主要由於建造服務收益的減少，抵銷了污水處理量上升帶動運營服務收益上升的影響。

Business Review and Prospect 業務回顧及展望

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES (continued)**Environmental Water** (continued)

Major operating and financial data of the environmental water sector in the first half of 2011 is summarised below:

環保及新能源業務(續)**環保水務(續)**

二零一一年上半年環保水務板塊之主要運營與財務數據如下：

	Waste water treatment volume (m ³) 污水處理量 (立方米)		EBITDA (HK\$'000) 除利息、稅項、折舊及攤銷前盈利 (港幣千元)		
	2011	2010	2011	2010	
	二零一一年	二零一零年	二零一一年	二零一零年	
- Qingdao Waste Water Treatment Project (1)	— 青島污水處理項目(1)	32,678,000	31,844,000	22,961	12,273
- Zibo Waste Water Treatment Project (Southern and Northern Plants and High-Tech Zone Plant) (2)	— 濰博污水處理項目(南郊廠、北廠及高新區廠)(2)	48,979,000	56,024,000	22,960	19,569
- Jinan Waste Water Treatment Project (Plant 1, 2 and Plant 4) (3)	— 濟南污水處理項目(一廠、二廠及四廠)(3)	90,516,000	73,620,000	60,497	60,434
- Jinan Licheng Waste Water Treatment Project (Plant 3) (4)	— 濟南歷城污水處理項目(三廠)(4)	18,253,000	16,965,000	13,498	9,813
- Boxing Waste Water Treatment Project (5)	— 博興污水處理項目(5)	6,082,000	5,694,000	3,623	(33)
- Zhoucun Waste Water Treatment Project (6)	— 周村污水處理項目(6)	6,793,000	8,501,000	6,938	956
- Jiangyin Waste Water Treatment Project (7)	— 江陰污水處理項目(7)	21,547,000	19,445,000	42,524	64,738
- Ling County Waste Water Treatment Project (8)	— 陵縣污水處理項目(8)	5,414,000	-	6,130	13,683
- Xinyi BT Project (9)	— 新沂BT項目(9)	-	-	584	1,492
		230,262,000	212,093,000	179,715	182,925

(1) The increase in profit of the Qingdao Waste Water Treatment Project was mainly attributable to the rise of waste water treatment fee which increased the operation service revenue.

(2) The rise in profit of the Zibo Waste Water Treatment Project was mainly attributable to the effective cost control which increased the overall operation efficiency.

(1) 青島污水處理項目的盈利上升，主要由於污水處理收費增加，提升了運營服務收益。

(2) 濰博污水處理項目的盈利上升，主要由於成本控制取得成效，提升整體運營效益。

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES *(continued)*

Environmental Water *(continued)*

- (3) The increase in profit of the Jinan Waste Water Treatment Project was mainly attributable to the commencement of operation of Plant 4 in June 2010 which increased the overall waste water treatment volume and the operation service revenue which offset the impact on the decrease in construction service revenue.
- (4) The increase in profit of the Jinan Licheng Waste Water Treatment Project was mainly attributable to the sustained increase in waste water treatment volume which increased the operation service revenue.
- (5) The increase in profit of the Boxing Waste Water Treatment Project was mainly attributable to the sustained increase in waste water treatment volume which increased the operation service revenue.
- (6) The increase in profit of the Zhoucun Waste Water Treatment Project was mainly attributable to the effective cost control which increased the overall operation efficiency.
- (7) With the improvement in the sewage piping network of the Jiangyin Waste Water Treatment Project and the steady increase in waste water treatment volume, it is expected that the operation efficiency will gradually recover.
- (8) The decrease in profit of Ling County Waste Water Treatment Project was mainly attributable to the recognition of construction service revenue during construction in the first half of last year. During the period under review, this project only recognised operation service revenue.
- (9) The Xinyi BT Project has been completed and handed over to the municipal government last year. The decrease in profit was attributable to the recognition of construction service revenue last year.

Alternative Energy

In recent years, energy consumption has been growing along with the continuous development of the global economy. The consumption of fossil resources such as coal, oil and natural gas also continues to increase. Aware of the trend towards alternative energy, the Group has strived to develop alternative energy businesses such as photovoltaic energy, biomass power generation and wind power. This initiative has allowed the Group to maintain its leadership in the industry.

環保及新能源業務(續)

環保水務(續)

- (3) 濟南污水處理項目的盈利上升，主要由於四廠於去年六月開始運營，提升整體污水處理量與運營服務收益，抵銷了建造服務收益減少的影響。
- (4) 濟南歷城污水處理項目盈利上升，主要由於污水處理量持續上升，增加了運營服務收益。
- (5) 博興污水處理項目盈利上升，主要由於污水處理量持續上升，增加了運營服務收益。
- (6) 周村污水處理項目盈利上升，主要由於成本控制取得成效，提升整體運營效益。
- (7) 隨著江陰污水處理項目的污水管網進一步完善及污水處理量逐步上升，預計此項目的運營效益將會逐步回升。
- (8) 陵縣污水處理項目盈利減少，主要由於去年同期進行工程建設錄得建造服務收益。於回顧期內，此項目只反映運營服務收益。
- (9) 新沂BT項目已於去年建成移交給新沂政府。期內盈利下降，主要由於去年施工期間錄得建造服務收益。

新能源

近年，隨著全球社會經濟的不斷發展，能源消耗也同步持續增長，煤炭、石油以及天然氣等化石資源的消耗量持續上升。本集團順應新能源發展的趨勢，致力發展光伏發電、生物質能、風能等新能源項目，成功保持了集團於業內的領導地位。

Business Review and Prospect 業務回顧及展望

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES (continued)**Alternative Energy** (continued)

As at 30 June 2011, the Group has already secured 19 alternative energy projects, including 8 photovoltaic energy projects, 6 biomass power generation projects, 3 methane-to-energy projects and 2 waste water source heat pump projects with a total investment of approximately RMB2.9 billion, a total designed annual processing capacity of approximately 1,750,000 tonnes of agricultural waste, and annual on-grid electricity of 1,172,000,000 kWh.

During the period under review, the alternative energy business has also been growing rapidly. Of the 9 newly added projects of the Group in the first half of the year, 7 of them were alternative energy projects. These included German Ground Photovoltaic Energy Project, Phase II of the Suqian Rooftop Photovoltaic Energy Project, Zhenjiang Rooftop Photovoltaic Energy Project, Changzhou Rooftop Photovoltaic Energy Project, Laiyang Biomass Power Generation Project, Hanshan Biomass Power Generation Project and Phase II of the Zibo Waste Water Source Heat Pump Project. The German Ground Photovoltaic Energy Project, the first overseas project of the Group, was secured in March 2011. Through the operation of the German Ground Photovoltaic Energy Project, the Group aims to enhance the level of construction, management and operation of the mainland photovoltaic energy projects. The Group has also continued to develop wind power projects and is conducting data analysis at its wind power project in Muping District, Yantai and conducting wind measurement tests at its wind farm in Ningwu County within Shanxi Province. The preliminary indicators are better than expected.

During the period under review, the Group's alternative energy projects have provided a total of 15,143,000 kWh of on-grid electricity, and brought an EBITDA of HK\$56,705,000, representing an increase of 904% as compared to the same period last year. The rise in profit is mainly attributable to the recognition of construction service revenue generated by the ongoing construction of the Dangshan Biomass Power Generation Project. Moreover, the commencement of operation of 3 photovoltaic energy projects also contributed to the rise in the Group's overall profit.

環保及新能源業務(續)**新能源(續)**

截至二零一一年六月三十日，本集團的新能源業務共有十九個項目，包括八個光伏發電項目、六個生物質能發電項目、三個沼氣發電項目及兩個污水源熱泵項目，總投資約人民幣29億元，總設計規模為年焚燒農業廢棄物1,750,000噸，年上網電量約1,172,000,000千瓦時。

回顧期內，新能源業務發展迅速。本集團於上半年新增九個項目，其中新能源項目佔七個，包括德國地面光伏發電項目、宿遷屋頂光伏發電項目二期、鎮江屋頂光伏發電項目、常州屋頂光伏發電項目、萊陽生物質能發電項目、含山生物質能發電項目及淄博污水源熱泵項目二期。本集團並於二零一一年三月份成功拓展第一個海外項目—德國地面光伏發電項目。本集團將通過德國地面光伏發電項目提升國內光伏發電項目的建設、管理與運營水平。此外，本集團繼續推進風力發電項目，在煙台牟平區的風力發電項目正在進行數據分析，在山西寧武縣的風場亦正在進行測風工作，初步數據較預期理想。

回顧期內，新能源各項目合共提供上網電量15,143,000千瓦時，貢獻除利息、稅項、折舊及攤銷前盈利港幣56,705,000元，較去年同期增加904%。盈利增加主要由於礪山生物質能發電項目正進行工程建設，提供建造服務收益。此外，三個光伏發電項目建成投運，提升本集團整體盈利貢獻。

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES (continued)**Alternative Energy** (continued)

Major operating and financial data of the alternative energy sector in the first half of 2011 is summarized below:

環保及新能源業務(續)**新能源(續)**

二零一一年上半年新能源板塊之主要運營與財務數據如下：

		On-grid electricity (’000 kWh) 上網電量 (千千瓦時)		EBITDA (HK\$’000) 除利息、稅項、折舊及 攤銷前盈利 (港幣千元)	
		2011	2010	2011	2010
		二零一一年	二零一零年	二零一一年	二零一零年
- Dangshan Biomass Power Generation Project (“Dangshan Project”) (1)	- 碭山生物質能發電項目 (「碭山項目」)(1)	-	-	42,103	(648)
- Suqian Rooftop Photovoltaic Energy Project (“Suqian Photovoltaic Energy Project”) (2)	- 宿遷屋頂光伏發電項目 (「宿遷光伏項目」)(2)	1,249	-	3,093	-
- Zhenjiang Ground Photovoltaic Energy Project (“Zhenjiang Photovoltaic Energy Project”) (3)	- 鎮江地面光伏發電項目 (「鎮江光伏項目」)(3)	1,945	-	2,518	-
- Huaining Ground Photovoltaic Energy Project (“Huaining Photovoltaic Energy Project”) (4)	- 懷寧地面光伏發電項目 (「懷寧光伏項目」)(4)	322	-	(252)	-
- Suzhou Methane-to-energy Project (5)	- 蘇州沼氣發電項目 (「蘇州沼氣項目」)(5)	11,627	12,918	5,448	6,367
- Shenzhen Rooftop Photovoltaic Energy Project (“Shenzhen Photovoltaic Energy Project”) (6)	- 深圳屋頂光伏發電項目 (「深圳光伏項目」)(6)	-	-	778	-
- Zibo Heat Pump Project (7)	- 濰博熱泵項目(7)	-	-	3,017	(73)
		15,143	12,918	56,705	5,646

Business Review and Prospect 業務回顧及展望

**ENVIRONMENTAL PROTECTION AND
ALTERNATIVE ENERGY BUSINESSES** *(continued)***Alternative Energy** *(continued)*

- (1) The Dangshan Project started construction in July 2010, and is expected to commence commercial operation by the end of 2011.
- (2) The Suqian Photovoltaic Energy Project has started operation in the end of 2010, and has brought profit contribution to the Group during the period under review.
- (3) The Zhenjiang Photovoltaic Energy Project has started operation in the end of 2010, and has brought profit contribution to the Group during the period under review.
- (4) The Huaining Photovoltaic Energy Project has commenced commercial operation in May 2011.
- (5) The decline in profit of the Suzhou Methane-to-energy Project was mainly attributable to the decrease in on-grid electricity during the period under review.
- (6) Shenzhen Photovoltaic Energy Project has commenced commercial operation in the fourth quarter of 2010 and has brought profit contribution to the Group during the period under review.
- (7) Zibo Heat Pump Project is expected to commence commercial operation in the fourth quarter of 2011.

環保及新能源業務 *(續)***新能源** *(續)*

- (1) 礪山項目於二零一零年七月開工建造，預計於二零一一年底前開始商業運營。
- (2) 宿遷光伏項目於二零一零年底建成投運，期內開始貢獻盈利。
- (3) 鎮江光伏項目於二零一零年底建成投運，期內開始貢獻盈利。
- (4) 懷寧光伏項目於二零一一年五月開始商業運營。
- (5) 蘇州沼氣項目盈利下降，主要由於期內上網電量減少。
- (6) 深圳光伏項目於二零一零年第四季度開始商業運營，期內開始貢獻盈利。
- (7) 濰博熱泵項目預期於二零一一年第四季度開始商業運營。

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES *(continued)*

Environmental Protection Engineering

Environmental protection engineering is the key business sector which supports construction of all of our environmental protection and alternative energy projects. Regardless of the scale and size of investment in a project, the Group has insisted on its belief of “producing quality facilities and building a brand” in carrying out its construction work of each project. In 2011, we have the highest number of construction projects since we initiated development of environmental protection industry. Currently, 28 projects are under construction or in the preparatory stage, commanding a total investment of RMB6.39 billion. Of which, certain projects will gradually complete construction and commence commercial operation. During the period under review, the Group has completed the reusable water projects in Jinan and Zibo, as well as the Huaining Photovoltaic Energy Project. In the coming six months, the Group will have to handle and complete several important construction projects, including the Dangshan Project, the Group’s first biomass power generation project, 3 waste-to-energy projects in Jinan, Zhenjiang and Suqian and 4 photovoltaic energy projects in Germany, Suqian, Zhenjiang and Changzhou. The completion of these projects is expected to further increase the Group’s operating profit. The construction and operation of these projects have enabled the Group to continuously strengthen its technology and management capabilities, enabling it to implement a wider range of quality engineering projects while building its core competitiveness.

Environmental Protection Technology

Environmental protection technology is an important safeguard supporting the sustainable development of the Group. This business has become the Group’s platform in collaborating with major technology research institutions for domestic and international technology transfer as well as technological research and development.

環保及新能源業務(續)

環保工程

環保工程是支撐本集團所有環保及新能源項目建設的重要業務板塊。本集團不論項目大小與投資多少，始終堅持「建精品、創品牌」的建設理念，建設好每一個項目。二零一一年是本集團自發展環保業務以來承擔工程項目最多的一年，在建及籌建工程項目達二十八個，涉及項目總投資人民幣63.9億元，其中相當部分將於今明兩年陸續建成投運。回顧期內，先後完成濟南中水項目、淄博中水項目、懷寧光伏項目。下半年將有多個重大工程項目陸續建成，包括本集團首個生物質能發電項目一碭山項目，濟南、鎮江及宿遷三個垃圾焚燒發電項目，德國、宿遷、鎮江、常州四個光伏發電項目等，預計項目建成後將進一步提升本集團運營利潤。本集團通過自身建設與運營項目，將不斷增強對各類環保及新能源項目的綜合技術實力和管理能力，為建設更優質工程積累經驗，形成核心競爭力。

環保科技

環保科技是支撐本集團持續發展的重要保障，並已成為本集團與各大科研機構合作、引進國際先進技術及開展技術研發的工作平台。

Business Review and Prospect 業務回顧及展望

ENVIRONMENTAL PROTECTION AND ALTERNATIVE ENERGY BUSINESSES (continued)**Environmental Protection Technology** (continued)

The leachate treatment technology of the Group is already in the leading position in the PRC. In the first half of 2011, the Group has further enhanced the technology used in the waste-to-energy projects in Zhenjiang, Suqian and Jinan that are still under construction. In the first half of 2011, the Group has also developed its grate furnaces and an automatic control system with a daily waste processing capacity of 400 tonnes, which were installed at Phase II of the Jiangyin Project. In addition, the Group developed grate furnaces and an automatic control system with respective daily waste processing capacities of 350 tonnes and 300 tonnes. Both had been installed at the Zhenjiang and Suqian waste-to-energy projects where the trial run has proceeded smoothly. To extend the industry chain, the Group has completed preliminary solutions for the development of sludge dehydration equipment and modifier, technology for small-scale waste water treatment projects and small-scale waste-to-energy projects and treatment of kitchen waste, electronic waste and construction waste. It has also conducted research on refining biomass into ethanol and methane, aiming to establish a foundation for the continuous expansion of its business scope and sustainable development. To develop the environmental protection equipment manufacturing business, the Group has invested in building a production base in Changzhou, Jiangsu to manufacture grate furnaces, biomass furnaces, sludge treatment and emission purification equipment. Upon completion of construction, the production base would provide a solid foundation enabling the Group to advance from the downstream to the midstream of the environmental protection industry, where the Group could produce and utilise self-developed equipment and production lines, thereby creating another new business segment. Upon completion, the production base would open a new income source for the Group and generate promising returns for its shareholders.

During the period under review, the Group has newly obtained 5 invention patents. There are totally 21 patents. Of which, 8 are invention patents and 13 are utility patents.

環保及新能源業務(續)**環保科技(續)**

本集團垃圾滲濾液處理技術已處於國內領先水平，於二零一一年上半年，本集團進一步在建設中的鎮江、宿遷、濟南垃圾焚燒發電項目進行技術提升。上半年本集團在自主研發的處理規模400噸垃圾焚燒爐排爐及自控系統成功應用於江陰垃圾焚燒發電項目二期基礎上，再成功研制350噸及300噸的爐排爐及自控系統，應用在鎮江與宿遷兩個垃圾焚燒發電項目中，目前調試結果良好。為了延伸產業鏈，又在污泥乾化設備與改性劑研發、小型污水處理項目與小型垃圾焚燒發電項目技術路線、餐廚、電子、建築等垃圾處理完成初步方案、生物質資源提煉乙醇、沼氣等資源利用進行研究，為不斷擴闊業務領域及可持續發展奠定基礎。為進一步壯大環保設備製造產業，本集團於江蘇省常州市投資建設環保設備製造基地，以生產垃圾焚燒爐、生物質焚燒爐、污泥處理及煙氣淨化等核心環保設備。項目建成後將進一步奠定從下游向中游發展的基礎，實現擁有自主研發設備生產線，形成又一個新的業務板塊。同時，也將成為集團又一新的盈利增長點，為投資者帶來豐厚的回報。

回顧期內，本集團新獲授權發明專利5項，累計專利21項，其中發明專利8項及實用新型專利13項。

INFRASTRUCTURE BUSINESS

Toll Bridge

Located at the major transportation hubs in the Fuzhou City of Fujian Province, traffic flow of Qingzhou Bridge has been steadily increasing since the opening in 2003, contributing steady cash flow for the Group. In the first half of 2011, the average daily number of standard vehicles crossing the bridge was increased by 21% to 50,919 as compared to corresponding period last year. During the period under review, the project generated an EBITDA of HK\$80,623,000 to the Group, a rise of 29% as compared with corresponding period last year. With its prime location and increasing transportation needs in the region, it is expected that the traffic volume of Qingzhou Bridge will keep steadily increasing.

POST-RESULTS EVENTS

In July 2011, the Company signed a framework agreement with the People's Government of Nanjing City regarding construction of a Nanjing venous industrial park, to promote joint projects including waste-to-energy, sludge treatment and kitchen waste treatment.

BUSINESS PROSPECTS

The energy conservation and environmental protection industry ranks the top among seven emerging industries in the PRC, thus a number of favourable policies have been launched to boost its development. Under the Twelfth Five-Year Plan, the PRC Government has planned to invest RMB3.1 trillion on environmental protection projects and to increase the proportion of clean energy to 15% by 2020. Therefore, the industry is expected to soon enter a fast growth stage.

基建業務 收費橋樑

青洲大橋位於福建省福州市的交通樞紐，自二零零三年通車後車流量穩步上升，為本集團貢獻穩定的現金流。二零一一年上半年，青洲大橋之日均標準車流量已增加至50,919輛，較去年同期增加21%。回顧期內，此項目的除利息、稅項、折舊及攤銷前盈利為港幣80,623,000元，較去年同期增加29%。藉著其優越的地理位置及區內不斷上升之交通需求，預計青洲大橋的車流量會持續增長。

業績日後事項

於二零一一年七月，本集團與南京市政府簽署南京市靜脈產業園框架協議，共同推進垃圾焚燒發電、污泥處置、廚餘垃圾處置等項目。

業務展望

中國將節能環保列為七大新興產業之首，大力推動環保節能產業，在十二•五規劃期間宣佈投放人民幣3.1萬億元於環保項目上，到二零二零年清潔能源的比例將增至15%，其環保和新能源產業將進入快速發展期。

Business Review and Prospect 業務回顧及展望

BUSINESS PROSPECTS (continued)

From the global perspective, the nuclear crisis in Japan has forced some countries including Germany, Italy, Thailand, Malaysia and Switzerland to gradually abandon their nuclear plans. Germany was the first to announce the plan to close down all nuclear plants in the country by 2020 and seek other alternative energy to replace nuclear energy, which accounted for 22% of current energy output. Switzerland also announced a related plan to gradually close down five nuclear plants by 2034, which generated 40% of the existing energy output. To complement the power shortfall caused by suspension of nuclear energy, these governments are seeking safer alternative energy, which will drive the demand for alternative energy and green energy to grow even faster. In Europe, the proportion of alternative energy is targeted to be increased to 20% by 2020. A study conducted by the European Photovoltaic Industry Association revealed that the demand for photovoltaic energy in Europe will increase from 2% to 12% by 2020, indicating a drastic future increase in the demand for alternative and green energy on the continent.

Driven by current favourable national policies and global trends of energy development, the Group will strive to seize the opportunities by following its principle of “implementing projects with one success followed by another”. Looking ahead, alternative energy and green energy will remain as its focus, while making efforts to extend the business chain to the middle and upper stream at the same time. Capitalising on its strong innovation and core competitiveness, the Group will develop its environmental protection equipment manufacturing business and further consolidate its leading presence in the environmental protection industry so as to make a constant contribution to environmental protection in the PRC.

業務展望 (續)

放眼全球，日本爆發核危機導致部分國家放棄核能計劃。德國、意大利、泰國、馬來西亞、瑞士相繼決定逐步放棄核能。德國首先宣佈於二零二零年關閉全國核電廠，並將尋找其他能源填補目前佔22%的核電；瑞士將於二零三四年前逐步廢除核電，關閉五個核電站，這些核電站為該國提供40%的電力。為了填補核電的空缺，各國正積極開拓安全的替代能源，這推動了新能源及環保能源需求更加快速地增長。歐洲設定目標，希望在二零二零年將再生能源的比例提高至20%，歐洲光伏行業協會的研究結果也顯示，到二零二零年光伏發電佔歐洲電力需求量會從目前的2%提高至12%，預示歐洲新能源及環保能源的需求將大幅上升。

在有利國策及世界能源發展趨勢的推動下，本集團將把握機遇，本著「成熟一個、推進一步」的原則，集中發展新能源及環保能源業務，同時逐步延伸產業鏈，向中上游拓展。未來集團憑藉自主創新的核心競爭力，強勢進軍環保製造業，進一步鞏固在環保產業的領先地位，為中國環保事業作出更大貢獻。

BUSINESS PROSPECTS *(continued)*

In addition, the Group will continue to develop alternative energy market domestically and overseas. Particular interest will be investment projects in energy conservation, environmental protection, alternative energy and municipal infrastructure. Towards this end, the Group will leverage the experience gained through its environmental protection projects, and support from the environmental protection industrial parks in Suzhou, Yantai, Changzhou, Zhenjiang, Suqian, Yixing and Nanjing. On top of consolidating its leading market presence in Jiangsu and Shandong, the Group is also investing in environmental energy and alternative energy projects in Pearl River Delta, including construction of waste-to-energy, photovoltaic energy and biomass power generation projects. Environmental protection and alternative energy projects have no boundaries. After the Group secured the first photovoltaic project in Germany, it has full confidence to push forward the development beyond the PRC into the overseas environmental-friendly alternative energy market, in order to solve environmental issues worldwide as well as fight for the best interests of its shareholders.

業務展望 *(續)*

此外，本集團將繼續開拓國內外的新能源項目市場。本集團將著重加強節能環保、新能源、市政基礎設施等領域的投資合作，借助各環保合作項目的不斷展開，配合政府建設蘇州、煙台、常州、鎮江、宿遷、宜興及南京的環保產業園。除了鞏固在江蘇、山東等地建立的市場領導地位，本集團亦在珠三角地區投資開發環保能源及新能源項目，包括投資建設垃圾焚燒發電、光伏發電、生物質能發電等項目。環保新能源項目是沒有國界的，本集團以德國光伏項目為起點，積極開拓國外環保新能源項目市場，旨在解決各地環境問題的同時為股東爭取最大利益。

Management Discussion and Analysis

管理層討論與分析

FINANCIAL POSITION

As at 30 June 2011, the Group had total assets amounted to HK\$12,162,793,000, with HK\$6,142,204,000 worth of net assets. Net asset value per share attributable to equity shareholders was HK\$1.55 per share, representing an increase of 6% as compared to HK\$1.46 per share as at the end of 2010. As at 30 June 2011, gearing ratio (total liabilities over total assets) of the Group was 50%, 3 percentage points more than 47% at last year end.

The Group generally finances its operations with internally generated cash flow, loan facilities from banks and funds from its ultimate holding company. As at 30 June 2011, the Group had an aggregate cash balance of approximately HK\$1,274,018,000, representing a decrease of HK\$158,406,000 as compared to HK\$1,432,424,000 at the end of last year. As at 30 June 2011, the Group had outstanding borrowings of approximately HK\$4,509,841,000, representing a rise of HK\$569,734,000 as compared to HK\$3,940,107,000 at the end of 2010. The borrowings comprised bank loans of HK\$4,336,218,000, loans of HK\$119,443,000 from the ultimate holding company and other loans of HK\$54,180,000 from an unrelated party.

FOREIGN EXCHANGE RISK

The Group's assets, borrowings and major transactions are mainly denominated in Renminbi. It mainly settles business expenses in the PRC with Hong Kong dollar-remittance and income in Renminbi. It has not used any financial instruments to hedge against bank borrowings in Renminbi, which are used mainly to meet capital requirements of its business in the PRC. The Group will closely manage and monitor foreign currency risks given the increased loan balances in Hong Kong dollars and US dollars.

財務狀況

於二零一一年六月三十日，本集團之總資產為港幣12,162,793,000元。淨資產則為港幣6,142,204,000元，而本公司股東應佔每股資產淨值為港幣1.55元，較二零一零年年底之每股淨資產港幣1.46元增加6%。於二零一一年六月三十日，資產負債比率（以總負債除以總資產計算所得）為50%，較去年年底之47%上升3個百分點。

本集團基本以其內部現金流及往來銀行與最終控股公司提供之貸款作為業務的營運資金。於二零一一年六月三十日，本集團持有現金結餘額約港幣1,274,018,000元，較去年年底之港幣1,432,424,000元減少港幣158,406,000元。於二零一一年六月三十日，本集團尚未償還借款總額約港幣4,509,841,000元，較二零一零年年底之港幣3,940,107,000元增加港幣569,734,000元。借款包括銀行貸款港幣4,336,218,000元、最終控股公司貸款港幣119,443,000元及其他非關連人仕貸款港幣54,180,000元。

外匯風險

本集團的大部分資產、借款及主要交易均以人民幣為單位。本集團基本以港幣匯款及人民幣收入支付國內業務的資金支出。本集團並沒有採用任何金融工具對沖人民幣銀行借貸，該等借貸主要用於中國業務之人民幣資金需求。由於港幣及美元的貸款比重增加，本集團亦將密切監控相關外匯風險。

PLEDGE OF ASSETS

As at 30 June 2011, certain banking facilities of the Group were secured by certain revenue and receivables in connection with the Group's service concession arrangements, bank deposits, mortgages on fixed assets and equity interests of certain subsidiaries of the Company. The aggregate net book value of assets and equity interests in subsidiaries pledged amounted to approximately HK\$4,736,134,000.

COMMITMENTS

As at 30 June 2011, the Group had outstanding commitments in connection with TOT arrangements entered into in the amount of HK\$18,060,000 and purchase commitments outstanding of HK\$267,484,000 in connection with construction contracts.

CONTINGENT LIABILITIES

As at 30 June 2011, the Company had issued financial guarantees to 6 wholly-owned subsidiaries and 1 non-wholly owned subsidiary. The directors do not consider it probable that a claim will be made against the Company under the guarantees. The maximum liability of the Company under the guarantees issued was the facility drawn down by the subsidiaries of HK\$1,685,045,000.

資產抵押

於二零一一年六月三十日，本集團若干銀行融資的擔保包括關於在本集團服務特許經營權安排下的若干收益及應收款項、銀行存款、固定資產按揭及本公司若干附屬公司的股權。已質押資產及附屬公司股權之賬面淨值總額約為港幣4,736,134,000元。

承擔

於二零一一年六月三十日，本集團關於在TOT安排下之承擔為港幣18,060,000元。此外，本集團於二零一一年六月三十日為建造合約而訂約之採購承擔為港幣267,484,000元。

或然負債

於二零一一年六月三十日，本集團曾為六家全資附屬公司及一家非全資附屬公司作出財務擔保。董事認為，有關擔保持有人不大可能根據上述擔保向本公司作出申索。於二零一一年六月三十日，本公司在上述財務擔保下之最高負債為有關附屬公司已提取之融資，即港幣1,685,045,000元。

Management Discussion and Analysis 管理層討論與分析

INTERNAL MANAGEMENT

The Group adheres diligently to the management principle that focuses on “people oriented, pragmatism, creativity and systematic management” and is committed to building a comprehensive risk management culture. Strengthening management and risk control have always been important duties of a corporation during its operations and development. With the efforts of the Risk Management Advisory Committee, the Engineering Technical Management Committee and the Budget Approval and Management Committee, the Group formulated strict regulations on investment in, and construction and operating of environmental protection projects. During the period under review, the Group has continued to conscientiously implement various management systems. The Group has completed the contingency plans for unexpected emergency environmental pollution incidents for its environmental protection and alternative energy projects across five major categories. It has also conducted internal audits of 5 environmental water projects in Jinan, Licheng, Ling County, Jiangyin and Qingdao; 3 photovoltaic energy projects in Suqian, Zhenjiang and Shenzhen; and the toll bridge project in Fuzhou. At the same time, the Group has developed the integrated and computerised financial management system to improve its financial accounting and analysis functions, boosting overall management efficiency. It has also set up a taxation research team during the review period to enhance its understanding of preferential taxation policies. Moreover, it has set up a strategic planning team to devise the mid to long term strategic plans for the Group in an effort to set clear directions and goals for its prosperous and rapid growth in the future.

內部管理

本集團一直奉行「以人為本、求真務實、開拓創新、規範管理」的管理理念，並致力建立健全的風險管理文化。強化管理、風險控制是企業發展永恆的主題。通過風險管理評審委員會、工程技術管理委員會和預算審核管理委員會的工作，本集團對環保項目的投資、建造、運營實施了嚴格的要求，防範風險。於回顧期內，本集團繼續嚴格執行各項管理制度，完成五大類環保新能源項目之《突發環境污染應急預案及應變計劃》。對濟南、歷城、陵縣、江陰及青島五個環保水務項目，宿遷、鎮江、深圳三個光伏發電項目以及福州收費橋項目進行內部審計調查。全面建設綜合電算化財務管理系統，提升財務核算、分析功能與管理效率。為加強對稅務優惠的掌握，期內組織成立稅務研究小組。此外，成立戰略規劃小組，制訂本集團中長期戰略規劃，為未來又好又快的發展奠定清晰的方向與目標。

HUMAN RESOURCES

The Group highly values its human resources. It believes that realizing the full potential of its employees is crucial to its long term growth. The Group has arranged a variety of training courses during the period under review, highlighted by the Master of Environmental Engineering Program II of Tsinghua University and the International CEO Course II of Tsinghua University specifically designed for enhancing the capabilities of the management and specialised technical staff. To assist newcomers to become familiar with and adapt to the corporate culture, the Group has also organised military outward bound training sessions in Beijing. In addition, financial training has been held in Jinan to enhance the professional knowledge of the financial staff of the whole Group. The Group has also invited external lecturers to conduct two video training sessions for the entire staff to broaden their exposure to the business. In the first half of the year, the Group has assigned newcomers involved in the waste-to-energy projects in Zhenjiang, Suqian and Jinan to get training in the existing operating projects in order to better prepare for the trials and operations of projects coming onstream during the second half of the year. To enhance management, technological standard and market expansion capabilities, the Group has also arranged a trip to Germany for its management and specialised technical staff to learn the construction technology of photovoltaic energy projects, thus helping in the design optimisation of its photovoltaic energy projects located in the Mainland.

As at 30 June 2011, the Group had approximately 1,600 employees in Hong Kong and the PRC. Employees of the Group are remunerated according to their qualifications, experience, job nature, performance, and with reference to market conditions. Apart from discretionary performance bonus, the Group also provides other benefits such as medical insurance and provident fund scheme to employees in Hong Kong. According to the share option scheme approved by the Company's extraordinary general meeting on 26 May 2003, at the discretion of the Board, share options may be granted as performance incentives to any employees, including directors. During the period under review, no share option was granted.

人力資源

本集團高度重視人力資源管理，一向注重員工培訓，深信發揮每個僱員的潛力對集團業務長遠發展舉足輕重。於回顧期內，本集團舉行各類型培訓。針對管理層及技術骨幹的提升，舉辦「清華大學工程碩士研修班二期」及「清華大學國際CEO總裁班二期」。為加快新員工熟悉並融入公司文化，於北京舉行軍事化執行力拓展培訓。為提升財務人員的專業知識，於濟南舉辦了全集團財務培訓。為擴闊員工思維，邀請了外部講師進行了兩次全員視頻培訓。上半年完成安排鎮江、宿遷、濟南垃圾焚燒發電項目新入職員工到運營中項目鍛煉，為下半年的調試及投運作好準備。為提升管理、技術水準以及市場拓展能力，公司並組織管理層及技術骨幹到德國學習光伏發電項目建設技術，以便對國內光伏發電項目進行設計優化。

於二零一一年六月三十日，本集團在香港及中國合共僱用約1,600名員工。僱員之薪酬乃根據資歷、經驗、工作性質、表現以及市場情況計算釐定。除了獎勵花紅外，本集團亦提供其他福利予香港僱員，包括醫療保險及強積金計劃。此外，根據本集團於二零零三年五月二十六日舉行的股東特別大會上批准的購股權計劃，董事會獲授權可授出購股權予任何僱員（包括董事）作為獎勵。於回顧期內，沒有任何僱員（包括董事）獲授予購股權。

Disclosure of Interests

披露權益資料

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2011, the interests and short positions of the directors who held office on the said date and chief executive of the Company in the shares, underlying shares and debentures of the Company, its holding company, subsidiaries and other associated corporations (within the meaning of the Securities and Futures Ordinance ("SFO")) at that date as recorded in the register of directors' and chief executives' interests and short positions required to be kept under section 352 of the SFO are as follows:

董事及主要行政人員持有之股份、相關股份及債券權益及淡倉

於二零一一年六月三十日，按本公司根據證券及期貨條例（「證券及期貨條例」）第352條規定須予存置之董事及主要行政人員權益及淡倉登記冊所載記錄顯示，於該日在任之本公司董事及主要行政人員於本公司、其控股公司、附屬公司及其他聯繫公司（定義見證券及期貨條例）之股份、相關股份及債券中所擁有之權益及淡倉如下：

(i) Long position in shares of the Company

(i) 於本公司股份之好倉

Name of director	董事姓名	Nature of interest 權益性質	Number of shares (ordinary shares)		Percentage 百分比
			股份數目 (普通股)		
Wong Kam Chung, Raymond	黃錦聰	Personal 個人	500,000		0.01%
Fan Yan Hok, Philip	范仁鶴	Personal 個人	8,500,000		0.23%
Li Kwok Sing, Aubrey	李國星	Personal 個人	1,000,000		0.03%

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES*(continued)***(ii) Long position in underlying shares of the Company****董事及主要行政人員持有之股份、相關股份及債券權益及淡倉(續)****(ii) 於本公司相關股份之好倉**

Name of director	董事姓名	Nature of interest 權益性質	Number of share options held 持有購股權數目	Number of underlying shares (ordinary shares) 相關股份數目(普通股)	Percentage 百分比
Zang Qiutao	臧秋濤	Personal 個人	2,000,000	2,000,000	0.05%
Li Xueming	李學明	Personal 個人	10,000,000	10,000,000	0.27%
Chen Xiaoping	陳小平	Personal 個人	9,000,000	9,000,000	0.24%
Wong Kam Chung, Raymond	黃錦驄	Personal 個人	3,000,000	3,000,000	0.08%

All the above shares and underlying shares (being unlisted and physically settled) were beneficially owned by the directors concerned. The percentage shown was calculated based on the number of issued shares of the Company as at 30 June 2011.

上述所有股份及相關股份(非上市及實物結算)均由有關董事實益擁有。上表顯示之百分比以本公司於二零一一年六月三十日已發行股份數目計算。

Further details relating to the options granted to the directors and chief executive of the Company are set out in the section "Share option scheme" below.

有關本公司向董事及主要行政人員授出購股權的進一步詳情載於下文「購股權計劃」一節。

Apart from the foregoing, none of the directors and chief executive of the Company or any of their spouses or children under eighteen years of age has interests or short positions in the shares, underlying shares or debentures of the Company, any of its holding companies, subsidiaries or other associated corporations, as recorded in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code").

除上文所述者外，按本公司根據證券及期貨條例第352條規定須予存置之登記冊所載記錄顯示，本公司各董事及主要行政人員或任何彼等之配偶或十八歲以下之子女概無在本公司、其任何控股公司、附屬公司或其他聯繫公司之股份、相關股份或債券中擁有任何權益或淡倉，或根據上市公司董事進行證券交易的《標準守則》(「標準守則」)已知會本公司之權益或淡倉。

Disclosure of Interests 披露權益資料

SHARE OPTION SCHEME

The Company

As at 30 June 2011, the directors and employees of the Company had the following interests in options to subscribe for shares of the Company granted at nominal consideration under the share option scheme of the Company adopted on 26 May 2003 ("Share Option Scheme"). The options are unlisted. Each option gives the holder the right to subscribe for one ordinary share of HK\$0.1 of the Company.

購股權計劃

本公司

於二零一一年六月三十日，本公司董事及僱員在可認購本公司股份之購股權中擁有下列權益。有關購股權乃根據本公司於二零零三年五月二十六日採納之購股權計劃（「購股權計劃」）按象徵式代價授出。有關購股權並無上市。每股購股權賦予持有人認購一股本公司每股面值港幣0.1元普通股之權利。

Director	董事	No. of options outstanding as at 1 January 2011		No. of options outstanding as at 30 June 2011		Date granted	Period during which options are exercisable	Exercise price per share	*Market value per share at date of grant	*Market value per share on exercise of options
		No. of options exercised during the period	No. of options exercised during the period	No. of options exercised during the period	No. of options exercised during the period					
		尚未行使之購股權數目	期內行使購股權數目	尚未行使之購股權數目	於六月三十日尚未行使之購股權數目	授出日期	購股權之行使期	每股行使價	*於購股權授出日期之每股市價	*購股權行使時之每股市價
Zang Qiyao	臧秋濤	2,000,000	(2,000,000)	-	-	3 August 2006 二零零六年八月三日	3 August 2007 to 25 May 2013 二零零七年八月三日至二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	HK\$3.42 港幣3.42元
		2,000,000	-	2,000,000	-	3 August 2006 二零零六年八月三日	3 August 2008 to 25 May 2013 二零零八年八月三日至二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	-

SHARE OPTION SCHEME (continued)
The Company (continued)

購股權計劃(續)
本公司(續)

Director	董事	No. of options outstanding as at 1 January 2011 於二零一一年一月一日尚未行使之購股權數目	No. of options exercised during the period 期內行使購股權數目	No. of options outstanding as at 30 June 2011 於二零一一年六月三十日尚未行使之購股權數目	Date granted 授出日期	Period during which options are exercisable 購股權之行使期	Exercise price per share 每股行使價	*Market value per share at date of grant *於購股權授出日期之每股市價	*Market value per share on exercise of options *購股權行使時之每股市價
Li Xueming	李學明	5,000,000	(5,000,000)	-	29 September 2003 二零零三年九月二十九日	29 March 2004 to 25 May 2013 二零零四年三月二十九日至二零一三年五月二十五日	HK\$0.296 港幣0.296元	HK\$0.296 港幣0.296元	HK\$3.42 港幣3.42元
		9,000,000	(3,000,000)	6,000,000	29 September 2003 二零零三年九月二十九日	29 September 2004 to 25 May 2013 二零零四年九月二十九日至二零一三年五月二十五日	HK\$0.296 港幣0.296元	HK\$0.296 港幣0.296元	HK\$3.42 港幣3.42元
		2,000,000	-	2,000,000	3 August 2006 二零零六年八月三日	3 August 2007 to 25 May 2013 二零零七年八月三日至二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	-
		2,000,000	-	2,000,000	3 August 2006 二零零六年八月三日	3 August 2008 to 25 May 2013 二零零八年八月三日至二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	-

Disclosure of Interests 披露權益資料

SHARE OPTION SCHEME (continued)
The Company (continued)購股權計劃(續)
本公司(續)

Director	董事	No. of options outstanding as at 1 January 2011 於二零一一年一月一日尚未行使之購股權數目	No. of options exercised during the period 期內行使購股權數目	No. of options outstanding as at 30 June 2011 於二零一一年六月三十日尚未行使之購股權數目	Date granted 授出日期	Period during which options are exercisable 購股權之行使期	Exercise price per share 每股行使價	*Market value at date of grant *於購股權授出日期之每股市價	*Market value per share on exercise *購股權行使時之每股市價
Chen Xiaoping	陳小平	7,000,000	(7,000,000)	-	29 September 2003 二零零三年九月二十九日	29 March 2004 to 25 May 2013 二零零四年三月二十九日至二零一三年五月二十五日	HK\$0.296 港幣0.296元	HK\$0.296 港幣0.296元	HK\$3.42 港幣3.42元
		9,000,000	(5,000,000)	4,000,000	29 September 2003 二零零三年九月二十九日	29 September 2004 to 25 May 2013 二零零四年九月二十九日至二零一三年五月二十五日	HK\$0.296 港幣0.296元	HK\$0.296 港幣0.296元	HK\$3.42 港幣3.42元
		2,500,000	-	2,500,000	3 August 2006 二零零六年八月三日	3 August 2007 to 25 May 2013 二零零七年八月三日二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	-
		2,500,000	-	2,500,000	3 August 2006 二零零六年八月三日	3 August 2008 to 25 May 2013 二零零八年八月三日二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	-

SHARE OPTION SCHEME (continued)
The Company (continued)

購股權計劃(續)
本公司(續)

Director	董事	No. of options outstanding as at 1 January 2011 於二零一一年一月一日尚未行使之購股權數目	No. of options exercised during the period 於二零一一年六月三十日尚未行使之購股權數目	No. of options outstanding as at 30 June 2011 於二零一一年六月三十日尚未行使之購股權數目	Date granted 授出日期	Period during which options are exercisable 購股權之行使期	Exercise price per share 每股行使價	*Market value at date of grant *於購股權授出日期之每股市價	*Market value per share on exercise *購股權行使時之每股市價
Wong Kam Chung, Raymond	黃錦聰	1,500,000	-	1,500,000	3 August 2006 二零零六年八月三日	3 August 2007 to 25 May 2013 二零零七年八月三日至二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	-
		1,500,000	-	1,500,000	3 August 2006 二零零六年八月三日	3 August 2008 to 25 May 2013 二零零八年八月三日至二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	-
Employees	僱員	1,700,000	-	1,700,000	3 August 2006 二零零六年八月三日	3 August 2007 to 25 May 2013 二零零七年八月三日至二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	-
		2,550,000	-	2,550,000	3 August 2006 二零零六年八月三日	3 August 2008 to 25 May 2013 二零零八年八月三日至二零一三年五月二十五日	HK\$0.85 港幣0.85元	HK\$0.85 港幣0.85元	-

* Being the weighted average closing price of the Company's ordinary shares immediately before the dates on which the options were granted or exercised, as applicable.

* 即本公司普通股在緊接購股權授出或行使(視何者適用)日期前之加權平均收市價。

Disclosure of Interests 披露權益資料

SHARE OPTION SCHEME (continued)**The Company** (continued)

The options granted to directors are registered under the names of the directors who are also the beneficial owners.

During the period, no option was granted, cancelled or lapsed under the Share Option Scheme.

Apart from the foregoing, at no time during the period was the Company, any of its holding companies, subsidiaries or fellow subsidiaries a party to any arrangement to enable the directors or chief executive of the Company or any of their spouses or children under eighteen years of age to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

SUBSTANTIAL SHAREHOLDERS

According to the register kept under section 336 of the SFO, the Company has been notified of the following interests in the Company's issued shares at 30 June 2011 amounting to 5% or more of the ordinary shares in issue:

購股權計劃 (續)**本公司** (續)

授予董事之購股權乃以董事之姓名登記，而彼等亦為實益擁有人。

期內，並無任何購股權根據購股權計劃獲授出、註銷或失效。

除上文所述者外，於期內任何時間，本公司、其任何控股公司、附屬公司或同系附屬公司並無參與任何安排，致使本公司之董事或主要行政人員或任何彼等之配偶或未滿十八歲之子女可藉購買本公司或任何其他法人團體之股份或債券而取得利益。

主要股東

根據證券及期貨條例第336條存置之登記冊，本公司獲悉於二零一一年六月三十日擁有本公司已發行股份之權益達已發行普通股權5%或以上之股東如下：

		Capacity 身份	Nature of interest 權益性質	Long position in ordinary shares held 所持普通股之好倉	Percentage of total issued shares 佔全部已發行股份百分比
China Everbright Holdings Company Limited ("CEH") (Note 1)	中國光大集團有限公司 (「光大集團」)(附註一)	Interest of controlled corporation 受控制公司的權益	Corporate interest 公司權益	1,838,454,910	Approximately 50.02% 約50.02%
Allianz SE (Note 2)	Allianz SE (附註二)	Interest of controlled corporation 受控制公司的權益	Corporate interest 公司權益	185,763,000	Approximately 5.05% 約5.05%

SUBSTANTIAL SHAREHOLDERS (continued)

Note:

- (1) Out of the 1,838,454,910 ordinary shares, 1,758,215,910 ordinary shares are held by Guildford Limited ("Guildford"). Guildford is owned as to 55% by Datten Investments Limited ("Datten") and the remaining 45% by CEH. Datten is wholly-owned by CEH. The remaining 80,239,000 ordinary shares are held by Everbright Investment & Management Limited ("EIM"), a wholly-owned subsidiary of CEH. Accordingly, CEH is deemed to be interested in the 1,758,215,910 ordinary shares held by Guildford and the 80,239,000 ordinary shares held by EIM.

As confirmed by CEH, CEH is interested in 1,842,381,910 ordinary shares (representing 50.13% of the issued shares of the Company) as at 30 June 2011 because of the additional acquisition of 3,927,000 ordinary shares by EIM.

- (2) The corporate interest of Allianz SE was attributable on account through a number of its wholly-owned subsidiaries.

Apart from the foregoing, no other interests required to be recorded in the register kept under Section 336 of the SFO have been notified to the Company.

主要股東(續)

附註：

- (一) 在 1,838,454,910 股普通股中，其中 1,758,215,910 股普通股乃由 Guildford Limited (「Guildford」) 持有。Guildford 乃由 Datten Investments Limited (「Datten」) 擁有 55% 股權，其餘 45% 由光大集團持有。Datten 乃由光大集團全資擁有。其餘 80,239,000 股普通股則由光大集團之全資附屬公司光大投資管理有限公司 (「光大投資管理」) 持有。故此，光大集團被視為擁有 Guildford 所持有之 1,758,215,910 股普通股及光大投資管理所持之 80,239,000 股普通股。

光大集團確認，於二零一一年六月三十日，光大集團擁有 1,842,381,910 股普通股股份 (佔本公司已發行股份 50.13%)，原因為光大投資管理增購了 3,927,000 股普通股。

- (二) Allianz SE 的公司權益分別透過屬下多家全資附屬公司擁有。

除上文所述者外，本公司並無獲悉有其他必須記錄於依照證券及期貨條例第 336 條存置之登記冊內之權益。

Corporate Governance

企業管治

The Group has strived to enhance its corporate governance standards, increase its transparency to markets and safeguard interest of the Company's shareholders. Towards this end, the Board has set up four committees, namely the Executive Committee, Audit Committee, Remuneration Committee and Management Committee. The Company's management believes good corporate governance is essential to drive the business development of the Company as well as to safeguard shareholder's interests.

The code provisions in the Code on Corporate Governance ("the Code") set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("the Listing Rules") has been duly adopted by the Board as the code on corporate governance practices of the Company.

As at 30 June 2011, the Company had complied with the provisions of the Code and most of the recommended best practices as set out in the Code.

EXECUTIVE COMMITTEE

The Executive Committee comprises Mr. Tang Shuangning (Chairman), the Chairman of the Board, and six other executive directors, namely Mr. Zang Qiutao, Mr. Li Xueming, Mr. Chen Xiaoping, Mr. Wang Tianyi, Mr. Raymond Wong Kam Chung and Mr. Cai Shuguang. Its main responsibilities include performing the duties assigned by the Board as well as exercising the authority and rights authorised by the Board. The general mandate in relation to the Executive Committee in written form has already been established.

本集團一直致力提升企業管治水平，增加對市場的透明度及維護本公司股東之利益。董事會下設四個委員會，包括執行董事委員會、審核委員會、薪酬委員會及管理委員會。本公司管理層相信良好的企業管治有利本公司的業務發展及保障本公司股東的利益。

本公司董事會已採納香港聯合交易所證券上市規則（「上市規則」）附錄十四所載的《企業管治常規守則》作為本集團的企業管治常規守則（「該守則」）。

截至二零一一年六月三十日止，本集團均遵守該守則的條文及大部份建議的最佳常規。

執行董事委員會

執行董事委員會由董事會主席唐雙寧先生（擔任主席）及其他六位執行董事包括臧秋濤先生、李學明先生、陳小平先生、王天義先生、黃錦聰先生及蔡曙光先生組成，其主要職責為負責履行董事會指定的職能及行使其所授予的權利及權力。執行董事委員會設有書面的一般性授權。

AUDIT COMMITTEE

The Audit Committee, currently comprising all three independent non-executive Directors of the Company, namely Mr. Selwyn Mar (Chairman), Mr. Aubrey Li Kwok Sing and Mr. Zhai Haitao, is primarily responsible for reviewing the accounting principles and practices adopted by the Group, as well as discussing and reviewing internal control and financial reporting matters of the Group. The terms of reference of the Audit Committee are disclosed on the website of the Company.

During the period under review, the Internal Audit Department of the Company has conducted internal audit function. At the request of the Audit Committee, KPMG, the Company's auditors had carried out a review of the unaudited interim financial report in accordance with Hong Kong Standard on Review Engagements 2410, "Review of interim financial information performed by the independent auditor of the entity" issued by the Hong Kong Institute of Certified Public Accountants. The independent review report from the auditors is set out in this interim report of the Company. The interim financial results have also been reviewed by the Company's Audit Committee.

REMUNERATION COMMITTEE

The Remuneration Committee comprises Mr. Zang Qiutao (Chairman), the Vice-chairman of the Board, and three independent non-executive Directors, namely Mr. Selwyn Mar, Mr. Aubrey Li Kwok Sing and Mr. Zhai Haitao. Its main duties include advising the Board on matters pertaining to the remuneration policy and remuneration structure of the directors and senior management of the Company, etc. The terms of reference of the Remuneration Committee are disclosed on the website of the Company.

審核委員會

審核委員會由三位獨立非執行董事組成，包括馬紹援先生(擔任主席)、李國星先生及翟海濤先生，其主要職責包括審閱本集團所採納之會計原則及慣例，討論及檢討內部監控及財務申報等事宜。有關審核委員會的職權範圍書已載列於本集團的網站內。

回顧期內，本集團內部審計部進行了內部審計工作。應審核委員會之要求，本集團核數師畢馬威會計師事務所已根據香港會計師公會頒佈之《香港審閱工作準則》第2410號「獨立核數師對中期財務信息的審閱」審閱未經審核中期財務報告。核數師之獨立審閱報告已載於本中期報告。中期財務業績亦已經由本集團審核委員會審閱。

薪酬委員會

薪酬委員會由董事會副主席臧秋濤先生(擔任主席)及三位獨立非執行董事包括馬紹援先生、李國星先生及翟海濤先生組成，其主要職責包括就本集團董事及高級管理人員的全體薪酬政策及架構向董事會提出建議等。有關薪酬委員會的職權範圍書已載列於本集團的網站內。

Corporate Governance 企業管治

MANAGEMENT COMMITTEE

The Management Committee comprises Mr. Chen Xiaoping (Chairman), the Chief Executive Officer of the Company, Mr. Wang Tianyi (Vice-chairman), the General Manager of the Company, Mr. Raymond Wong Kam Chung, the Chief Financial Officer of the Company, Mr. Cai Shuguang, the person-in-charge of Environmental Energy sector, the General Manager of Everbright Environmental Protection Engineering (Shenzhen) Limited, the General Manager of Everbright Environmental Protection Technology Development (Beijing) Limited and the persons-in-charge of Environmental Water sector, Alternative Energy sector and the Investment Development Department, whereas the person-in-charge of the Investment Management Department and Legal Department attend the meetings as non-voting delegates. The Management Committee is the decision-making body for day-to-day operations and its main duties include performing the duties assigned by the Board as well as exercising the authority and rights authorised by the same. The general mandate in relation to the Management Committee in written form has already been established.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Group has adopted the model code for securities transactions by directors set out in Appendix 10 to the Listing Rules as its own code of conduct in the regard. Having made specific enquiry with the directors, all directors confirmed that they had complied with the required standard of dealings as set out therein the code during the six months ended 30 June 2011.

管理委員會

管理委員會的成員包括行政總裁陳小平先生(擔任主席)、總經理王天義先生(擔任副主席)、財務總監黃錦聰先生、環保能源板塊負責人蔡曙光先生、光大環保工程技術(深圳)有限公司總經理、光大環保科技發展(北京)有限公司總經理、環保水務板塊負責人、新能源板塊負責人及投資發展部負責人,此外,投資管理部及法律事務部負責人列席會議。管理委員會為本集團日常決策中心,其主要職責包括履行董事會指定的職能及行使其所授予的權利及權力。管理委員會設有書面的一般性授權。

董事進行證券交易之標準守則

本集團採納上市規則附錄十所載有關董事進行證券交易的標準守則內之守則條文作為董事進行本集團證券交易事宜的指引。經向所有董事作出特定查詢後,截至二零一一年六月三十日止六個月,本集團所有董事一直遵守標準守則所載之規定。

Other Information

其他資料

CHANGES OF DIRECTOR'S INFORMATION UNDER RULES 13.51(B)1 OF THE LISTING RULES

Pursuant to Rule 13.51B(1) of the Listing Rules, the change of directors' information of the Company since the date of the 2010 Annual Report is as follows:

Mr. Li Xueming, the Vice-chairman and executive director of the Company, retired with effect from 1 June 2011 as the Deputy Chairman and a non-executive director of HKC (Holdings) Limited, a Company listed on the Stock Exchange of Hong Kong Limited.

Save as disclosed above, the Company is not aware of other information which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

INTERIM DIVIDEND

The Board has declared payment of an interim dividend of HK2.0 cents per ordinary share for the six months ended 30 June 2011 (2010: HK1.0 cent per ordinary share) to shareholders whose names appear on the register of members of the Company on Tuesday, 27 September 2011. Interim dividend will be paid to shareholders on or about Thursday, 20 October 2011.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 27 September 2011 to Friday, 30 September 2011 (both days inclusive), during which no transfer of shares will be effected. In order to qualify for the interim dividend, all completed transfer forms accompanied with the relevant share certificates must be lodged with the Company's share registrar, Tricor Tengis Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Monday, 26 September 2011.

根據上市規則第13.51(B)1條之董事資料變動

根據上市規則第13.51(B)1條，自二零一零年年報日期以來之本公司董事資料變動如下：

本公司副主席兼執行董事李學明先生於二零一一年六月一日起退任香港建設(控股)有限公司(一家於香港聯合交易所有限公司上市的公司)副主席及非執行董事職銜。

除上文所披露外，本公司並不知悉須根據上市規則第13.51(B)1條予以披露之其他資料。

中期股息

董事會宣佈派發截至二零一一年六月三十日止六個月之中期股息每股普通股2.0港仙(二零一零年：每股普通股1.0港仙)，給予於二零一一年九月二十七日(星期二)名列在本公司股東名冊之股東。中期股息將於二零一一年十月二十日(星期四)左右支付。

截止過戶日期

本公司將於二零一一年九月二十七日(星期二)至二零一一年九月三十日(星期五)(包括首尾兩天在內)，暫停辦理股份過戶登記手續。為確保享有中期股息，所有過戶文件連同有關股票，最遲須於二零一一年九月二十六日(星期一)下午四時三十分前送達本公司股份過戶處卓佳登捷時有限公司，地址為香港灣仔皇后大道東二十八號金鐘匯中心二十六樓，以便辦理有關手續。

Other Information 其他資料

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

There was no purchase, sale or redemption of the listed securities of the Company by the Company or any of its subsidiaries during the period.

By Order of the Board
China Everbright International Limited
Chen Xiaoping
Chief Executive Officer

Hong Kong, 24 August 2011

買賣或贖回本公司之上市證券

回顧期內，本公司或其任何附屬公司概無購回、出售或贖回任何本公司之上市證券。

承董事會命
中國光大國際有限公司
陳小平
行政總裁

香港，二零一一年八月二十四日

Interim Financial Report

中期財務報告

CONSOLIDATED INCOME STATEMENT

for the six months ended 30 June 2011 – unaudited
(Expressed in Hong Kong dollars)

綜合損益表

截至二零一一年六月三十日止
六個月－未經審核(以港幣計算)

		Six months ended 30 June	
		截至六月三十日止六個月	
		2011	2010
		二零一一年	二零一零年
		\$'000	\$'000
		千元	千元
	Note 附註		
Turnover		1,834,302	959,876
Direct costs and operating expenses	3 & 4	(1,119,034)	(472,129)
		715,268	487,747
Other revenue		29,177	27,373
Other loss		(917)	–
Administrative expenses		(105,101)	(80,969)
Valuation gains on investment properties		6,074	3,996
Profit from operations		644,501	438,147
Finance costs	5(a)	(112,068)	(85,251)
		532,433	352,896
Share of loss of associate		–	(588)
Profit before taxation		532,433	352,308
Income tax	6	(162,480)	(89,691)
Profit for the period		369,953	262,617
Attributable to:			
Equity shareholders of the Company		351,668	245,134
Non-controlling interests		18,285	17,483
Profit for the period		369,953	262,617
Earnings per share			
Basic	8	9.61 cents 仙	6.73 cents 仙
Diluted		9.51 cents 仙	6.63 cents 仙

The notes on pages 52 to 86 form part of this interim financial report. Details of dividends payable to equity shareholders of the Company are set out in note 17(d).

載於第52頁至第86頁之附註為本中期財務報告之一部份。有關應支付予本公司股東之股息詳情載於附註17(d)。

Interim Financial Report 中期財務報告

**CONSOLIDATED STATEMENT OF
COMPREHENSIVE INCOME**

for the six months ended 30 June 2011
– unaudited
(Expressed in Hong Kong dollars)

綜合全面損益表

截至二零一一年六月三十日止六個月
– 未經審核
(以港幣計算)

**Six months ended 30 June
截至六月三十日止六個月**

		2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元
	Note 附註		
Profit for the period	本期間盈利	369,953	262,617
Other comprehensive income for the period (after reclassification adjustments):	本期間其他全面收入(經重新分類調整後):		
Exchange differences on translation of financial statements of subsidiaries	換算附屬公司財務報表產生之匯兌差額	99,594	24,837
Available-for-sale securities: net movement in fair value reserve	待售證券: 公允價值儲備變動淨額	(37,097)	(1,706)
Tax effect relating to changes in fair value of available-for-sale securities	待售證券公允價值變動之相關稅務影響	8,884	–
		71,381	23,131
Total comprehensive income for the period	本期間全面收入總額	441,334	285,748
Attributable to:	應佔部份:		
Equity shareholders of the Company	本公司股東	414,997	265,706
Non-controlling interests	非控股權益	26,337	20,042
Total comprehensive income for the period	本期間全面收入總額	441,334	285,748

The notes on pages 52 to 86 form part of this interim financial report.

載於第52頁至第86頁之附註為本中期財務報告之一部份。

CONSOLIDATED BALANCE SHEETat 30 June 2011 – unaudited
(Expressed in Hong Kong dollars)**綜合資產負債表**於二零一一年六月三十日 – 未經審核
(以港幣計算)

			At 30 June 2011 於二零一一年 六月三十日	At 31 December 2010 於二零一零年 十二月三十一日
	Note 附註	\$'000 千元	\$'000 千元	\$'000 千元
Non-current assets				
Fixed assets				
– Investment properties	9		35,675	28,856
– Other property, plant and equipment			479,620	385,021
			515,295	413,877
Intangible assets				
Goodwill	10		905,528	638,728
Interest in associate			46,133	46,133
Other financial assets			–	–
Other receivables and deposits			209,136	244,949
Gross amounts due from customers for contract work	11		2,594,070	2,399,734
Finance lease receivables	12		5,320,008	4,629,124
Deferred tax assets			21,365	–
			10,404	14,080
			9,621,939	8,386,625
Current assets				
Inventories			46,569	21,490
Debtors, other receivables, deposits and prepayments				
	11		774,193	673,635
Gross amounts due from customers for contract work	12		445,663	350,836
Finance lease receivables			411	–
Tax recoverable			–	5,381
Pledged bank deposits			67,459	38,852
Deposits with bank			39,732	52,087
Cash and cash equivalents	13		1,166,827	1,341,485
			2,540,854	2,483,766

Interim Financial Report 中期財務報告

CONSOLIDATED BALANCE SHEET (continued)at 30 June 2011 – unaudited
(Expressed in Hong Kong dollars)**綜合資產負債表(續)**於二零一一年六月三十日—未經審核
(以港幣計算)

			At 30 June 2011 於二零一一年 六月三十日		At 31 December 2010 於二零一零年 十二月三十一日
		Note 附註	\$'000 千元	\$'000 千元	\$'000 千元
Current liabilities	流動負債				
Bank loans	銀行貸款				
– Secured	– 有抵押		441,462		365,308
– Unsecured	– 無抵押		497,047		366,946
			938,509		732,254
Creditors, other payables and accrued expenses and Current taxation	應付賬款、其他應付款項及應計費用 本期稅項	14	1,064,822 47,289		853,444 29,136
			2,050,620		1,614,834
Net current assets	流動資產淨額			490,234	868,932
Total assets less current liabilities	總資產減流動負債			10,112,173	9,255,557
Non-current liabilities	非流動負債				
Bank loans	銀行貸款				
– Secured	– 有抵押		1,898,395		1,817,165
– Unsecured	– 無抵押		1,499,314		1,219,978
			3,397,709		3,037,143
Other loans	其他貸款	15	54,180		53,271
Loans from ultimate holding company	最終控股公司 貸款	16	119,443		117,439
Deferred tax liabilities	遞延稅項負債		398,637		299,055
				3,969,969	3,506,908
NET ASSETS	資產淨額			6,142,204	5,748,649

CONSOLIDATED BALANCE SHEET (continued)at 30 June 2011 – unaudited
(Expressed in Hong Kong dollars)**綜合資產負債表(續)**於二零一一年六月三十日 – 未經審核
(以港幣計算)

			At 30 June 2011 於二零一一年 六月三十日		At 31 December 2010 於二零一零年 十二月三十一日	
		Note 附註	\$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元
CAPITAL AND RESERVES	股本及儲備	17				
Share capital	股本			367,546		365,246
Reserves	儲備			5,338,617		4,972,806
Total equity attributable to equity shareholders of the Company	本公司股東應佔權益總額			5,706,163		5,338,052
Non-controlling interests	非控股權益			436,041		410,597
TOTAL EQUITY	權益總額			6,142,204		5,748,649

The notes on pages 52 to 86 form part of this interim financial report.

載於第 52 頁至第 86 頁之附註為本中期財務報告之一部份。

Interim Financial Report 中期財務報告

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the six months ended 30 June 2011
– unaudited
(Expressed in Hong Kong dollars)

綜合權益變動表

截至二零一一年六月三十日止六個月
– 未經審核
(以港幣計算)

	Note	Share capital 股本 \$'000 千元	Share premium 股份溢價 \$'000 千元	Special reserve 特別儲備 \$'000 千元
Balance at 1 January 2010		363,932	2,147,545	-
Changes in equity for the six months ended 30 June 2010:				
Profit for the period		-	-	-
Other comprehensive income		-	-	-
Total comprehensive income for the period		-	-	-
Dividend approved in respect of the previous year	17(d)(ii)	-	-	-
Shares issued under share option scheme		291	3,029	-
Dividend paid to non-controlling shareholder		-	-	-
Balance at 30 June 2010 and 1 July 2010		364,223	2,150,574	-
Changes in equity for the six months ended 31 December 2010:				
Profit for the period		-	-	-
Other comprehensive income		-	-	-
Total comprehensive income for the period		-	-	-
Shares issued under share option scheme		1,023	2,775	-
Transfer to reserve fund		-	-	-
Dividend paid to non-controlling shareholder		-	-	-
Dividend declared in respect of the current period	17(d)(i)	-	-	-
Balance at 31 December 2010		365,246	2,153,349	-

Attributable to equity shareholders of the Company
本公司股東應佔

Capital redemption reserve 資本贖回儲備 \$'000 千元	Capital reserve 資本儲備 \$'000 千元	Goodwill arising on consolidation 綜合賬項產生之商譽 \$'000 千元	Exchange reserve 匯兌儲備 \$'000 千元	Fair value reserve 公允價值儲備 \$'000 千元	Reserve fund 儲備金 \$'000 千元	Retained profits 保留盈利 \$'000 千元	Total 總額 \$'000 千元	Non-controlling interests 非控股權益 \$'000 千元	Total equity 權益總額 \$'000 千元
70	6,828	(1,806)	288,851	(1,497)	61,849	1,707,060	4,572,832	356,934	4,929,766
-	-	-	-	-	-	245,134	245,134	17,483	262,617
-	-	-	22,278	(1,706)	-	-	20,572	2,559	23,131
-	-	-	22,278	(1,706)	-	245,134	265,706	20,042	285,748
-	-	-	-	-	-	(43,683)	(43,683)	-	(43,683)
-	(850)	-	-	-	-	-	2,470	-	2,470
-	-	-	-	-	-	-	-	(856)	(856)
70	5,978	(1,806)	311,129	(3,203)	61,849	1,908,511	4,797,325	376,120	5,173,445
-	-	-	-	-	-	371,299	371,299	19,249	390,548
-	-	-	168,147	33,439	-	-	201,586	16,103	217,689
-	-	-	168,147	33,439	-	371,299	572,885	35,352	608,237
-	466	-	-	-	-	-	4,264	-	4,264
-	-	-	-	-	32,932	(32,932)	-	-	-
-	-	-	-	-	-	-	-	(875)	(875)
-	-	-	-	-	-	(36,422)	(36,422)	-	(36,422)
70	6,444	(1,806)	479,276	30,236	94,781	2,210,456	5,338,052	410,597	5,748,649

Interim Financial Report 中期財務報告

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued)

for the six months ended 30 June 2011
– unaudited
(Expressed in Hong Kong dollars)

綜合權益變動表(續)

截至二零一一年六月三十日止六個月
– 未經審核
(以港幣計算)

		Note 附註	Share capital 股本 \$'000 千元	Share premium 股份溢價 \$'000 千元	Special reserve 特別儲備 \$'000 千元
Balance at 1 January 2011	於二零一一年一月一日之結餘		365,246	2,153,349	-
Changes in equity for the six months ended 30 June 2011:	截至二零一一年六月三十日止 六個月之權益變動:				
Profit for the period	本期間盈利		-	-	-
Other comprehensive income	其他全面收入		-	-	-
Total comprehensive income for the period	本期間全面收入總額		-	-	-
Dividend approved in respect of the previous year	上年度已批准之股息	17(d)(ii)	-	-	-
Shares issued under share option scheme	根據購股權計劃發行之股份		2,300	6,731	-
Dividend paid to non-controlling shareholder	已支付予非控股股東之股息		-	-	-
Balance at 30 June 2011	於二零一一年六月三十日之結餘		367,546	2,160,080	-

The notes on pages 52 to 86 form part of this interim financial report.

載於第52頁至第86頁之附註為本中期財務報告之一部份。

Attributable to equity shareholders of the Company
本公司股東應佔

Capital redemption reserve 資本贖回儲備 \$'000 千元	Capital reserve 資本儲備 \$'000 千元	Goodwill arising on consolidation 綜合賬項產生之商譽 \$'000 千元	Exchange reserve 匯兌儲備 \$'000 千元	Fair value reserve 公允價值儲備 \$'000 千元	Reserve fund 儲備金 \$'000 千元	Retained profits 保留盈利 \$'000 千元	Total 總額 \$'000 千元	Non-controlling interests 非控股權益 \$'000 千元	Total equity 權益總額 \$'000 千元
70	6,444	(1,806)	479,276	30,236	94,781	2,210,456	5,338,052	410,597	5,748,649
-	-	-	-	-	-	351,668	351,668	18,285	369,953
-	-	-	91,542	(28,213)	-	-	63,329	8,052	71,381
-	-	-	91,542	(28,213)	-	351,668	414,997	26,337	441,334
-	-	-	-	-	-	(54,802)	(54,802)	-	(54,802)
-	(1,115)	-	-	-	-	-	7,916	-	7,916
-	-	-	-	-	-	-	-	(893)	(893)
70	5,329	(1,806)	570,818	2,023	94,781	2,507,322	5,706,163	436,041	6,142,204

Interim Financial Report 中期財務報告

CONSOLIDATED CASH FLOW STATEMENT

for the six months ended 30 June 2011
– unaudited
(Expressed in Hong Kong dollars)

綜合現金流量表

截至二零一一年六月三十日止六個月
– 未經審核
(以港幣計算)

		Six months ended 30 June	
		截至六月三十日止六個月	
		2011	2010
		二零一一年	二零一零年
		\$'000	\$'000
		千元	千元
Note	附註		
Operating activities	經營活動		
Profit before taxation	除稅前盈利	532,433	352,308
Adjustments for:	經調整：		
Valuation gains on investment properties	投資物業估值盈餘	(6,074)	(3,996)
Depreciation	折舊	10,742	7,950
Amortisation of intangible assets	無形資產攤銷	12,637	12,115
Finance costs	財務費用	112,068	85,251
Dividend income from listed securities	上市證券股息收入	(4,907)	(1,766)
Bank interest income	銀行利息收入	(3,763)	(4,469)
Share of loss of associate	所佔聯營公司虧損	-	588
Net loss on sale of other property, plant and equipment	出售其他物業、廠房及設備所得虧損淨額	108	203
Loss on disposal of listed securities	出售上市證券所得虧損	809	-
Effect of foreign exchange rates changes	匯率變動之影響	2,715	1,198
Changes in working capital:	營運資金變動：		
Increase in inventories	存貨增加	(24,712)	(4,734)
Increase in debtors, other receivables, deposits and prepayments	應收賬款、其他應收款項、按金及預付款項增加	(243,364)	(807,112)
Increase in gross amounts due from customers for contract work	應收客戶合約工程款項總額增加	(700,734)	(246,676)
Increase/(decrease) in creditors, other payables and accrued expenses	應付賬款、其他應付款項及應計費用增加/(減少)	197,096	(32,068)
Cash used in operations	經營所動用之現金	(114,946)	(641,208)
Interest received	已收利息	3,763	4,469
People's Republic of China ("PRC") income tax paid	已付中華人民共和國(「中國」)所得稅	(32,808)	(18,542)
Net cash used in operating activities	經營活動所動用之現金淨額	(143,991)	(655,281)

CONSOLIDATED CASH FLOW STATEMENT*(continued)*

for the six months ended 30 June 2011

– unaudited

(Expressed in Hong Kong dollars)

綜合現金流量表(續)

截至二零一一年六月三十日止六個月

– 未經審核

(以港幣計算)

		Six months ended 30 June		
		截至六月三十日止六個月		
		2011	2010	
		二零一一年	二零一零年	
		\$'000	\$'000	
		千元	千元	
Note	附註			
	Investing activities			
	投資活動			
	Payment for the purchase of other property, plant and equipment		(134,229)	(12,314)
	購買其他物業、廠房及設備之款項	9		
	Proceeds from government grant		10,838	–
	政府補助金所得款項	9		
	Proceeds from sale of other property, plant and equipment		–	923
	出售其他物業、廠房及設備所得款項			
	Payment for the additions of intangible assets		(265,775)	–
	增置無形資產之款項			
	Proceeds from disposal of listed securities		217	–
	出售上市證券所得款項			
	Dividend received from listed securities		4,907	–
	已收上市證券股息			
	Return of investment from unlisted securities		–	750
	非上市證券之投資回報			
	Repayment from finance lease receivables		326	–
	融資租賃應收款項之還款			
	Increase in pledged bank deposits		(27,944)	(67,814)
	已抵押銀行存款增加			
	Decrease in deposits with bank		13,244	16,803
	銀行存款減少			
	Net cash used in investing activities		(398,416)	(61,652)
	投資活動動用之現金淨額			
	Financing activities			
	融資活動			
	Proceeds from new bank loans		822,734	447,586
	新做銀行貸款所得款項			
	Repayment of bank loans		(314,177)	(312,512)
	償還銀行貸款			
	Proceeds from shares issued under share option scheme		7,916	2,470
	根據購股權計劃發行股份所得款項			
	Interest paid		(112,068)	(85,251)
	已付利息			
	Dividend paid to equity shareholders of the Company		(54,802)	(43,683)
	已付本公司股東股息			
	Dividend paid to non-controlling shareholder		(893)	(856)
	已付非控股股東股息			
	Net cash generated from financing activities		348,710	7,754
	融資活動產生之現金淨額			
	Net decrease in cash and cash equivalents		(193,697)	(709,179)
	現金及現金等價物減少淨額			
	Cash and cash equivalents at 1 January		1,341,485	1,943,785
	於一月一日之現金及現金等價物	13		
	Effect of foreign exchange rates changes		19,039	4,468
	匯率變動之影響			
	Cash and cash equivalents at 30 June		1,166,827	1,239,074
	於六月三十日之現金及現金等價物	13		

The notes on pages 52 to 86 form part of this interim financial report.

載於第52頁至第86頁之附註為本中期財務報告之一部份。

Interim Financial Report 中期財務報告

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

(Expressed in Hong Kong dollars)

1 BASIS OF PREPARATION

This interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, including compliance with Hong Kong Accounting Standard (“HKAS”) 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). It was authorised for issue by the Board of Directors on 24 August 2011.

This interim financial report has been prepared in accordance with the same accounting policies adopted in the 2010 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2011 annual financial statements. Details of these changes in accounting policies are set out in note 2.

The preparation of an interim financial report in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

未經審核中期財務報告附註

(以港幣計算)

1 編製基準

本中期財務報告乃根據《香港聯合交易所有限公司證券上市規則》的適用披露規定編製而成，包括遵從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*」之規定。董事會於二零一一年八月二十四日授權刊發。

除了預期在二零一一年度財務報表反映之會計政策變動外，本中期財務報告已按照二零一零年度財務報表所採用之同一會計政策編製。有關該等會計政策變動之詳情載於附註2。

管理層在編製符合《香港會計準則》第34號規定之中期財務報告時所作之判斷、估計及假設，會影響會計政策之應用以及按目前情況為基準計算之經匯報資產與負債、收入及支出之金額。實際結果可能與估計金額有異。

1 BASIS OF PREPARATION (continued)

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2010 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs").

This interim financial report is unaudited, but has been reviewed by KPMG in accordance with Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the HKICPA. KPMG's independent review report to the Board of Directors is included on pages 87 and 88.

The financial information relating to the financial year ended 31 December 2010 that is included in the interim financial report as being previously reported information does not constitute the Company's statutory financial statements for that financial year but is derived from those financial statements. Statutory financial statements for the year ended 31 December 2010 are available from the Company's registered office. The auditors have expressed an unqualified opinion on those financial statements in their report dated 28 February 2011.

1 編製基準(續)

本中期財務報告包括簡明綜合財務報表及部份說明附註。附註闡述了自二零一零年度財務報表刊發以來，在瞭解本集團之財務狀況變動及表現方面確屬重要之事件及交易。此簡明綜合中期財務報表及附註並不包括按照《香港財務報告準則》規定編製完整財務報表所需之所有資料。

本中期財務報告雖未經審核，惟已由畢馬威會計師事務所按照香港會計師公會頒佈之《香港審閱工作準則》第2410號「獨立核數師對中期財務信息的審閱」進行了審閱。畢馬威會計師事務所致董事會之獨立審閱報告載於第87頁至第88頁。

本中期財務報告所載有關截至二零一零年十二月三十一日止財政年度之財務資料並不構成本公司於該財政年度之法定財務報表，惟有關財務資料均取自該等財務報表。截至二零一零年十二月三十一日止年度之法定財務報表可於本公司之註冊辦事處索取。核數師已於日期為二零一一年二月二十八日之核數師報告就該等財務報表發表無保留意見。

Interim Financial Report 中期財務報告

2 CHANGES IN ACCOUNTING POLICIES

The HKICPA has issued a number of amendments to HKFRSs and one new Interpretations that are first effective for the current accounting period of the Group and the Company. Of these, the following developments are relevant to the Group's financial statements:

- HKAS 24 (revised 2009), *Related party disclosures*
- Improvements to HKFRSs (2010)
- HK(IFRIC) 19, *Extinguishing financial liabilities with equity instruments*
- Amendments to HK(IFRIC) 14, HKAS 19, *The limit on a defined benefit asset, minimum funding requirements and their interaction – Prepayments of a minimum funding requirement*

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

The amendments to HK(IFRIC) 14 have had no material impact on the Group's financial statements as they were consistent with policies already adopted by the Group. HK(IFRIC) 19 has not yet had a material impact on the Group's financial statements as these changes will first be effective as and when the Group enters a relevant transaction (for example, a debt for equity swap).

2 會計政策之變動

香港會計師公會頒佈了數項香港財務報告準則之修訂及一項全新的詮釋，並於本集團及本公司的本會計期間首次生效。當中，以下為相關於本集團財務報表的變動：

- 《香港會計準則》第24號（二零零九年修訂）-「**關聯方披露**」
- 《香港財務報告準則》之改進（二零一零年）
- 《香港（國際財務報告詮釋委員會）詮釋》第19號-「**以股本工具抵銷金融負債**」
- 《香港（國際財務報告詮釋委員會）詮釋》第14號之修訂，《香港會計準則》第19號-「**界定福利資產之限制、最低資金規定及其相互關係-最低資金規定之預付款**」

本集團並無應用任何於本會計期間尚未生效之新訂準則或詮釋。

《香港（國際財務報告詮釋委員會）詮釋》第14號之修訂對本集團之財務報表並無構成任何重大影響，因為有關修訂與本集團已採納之會計政策符合一致。《香港（國際財務報告詮釋委員會）詮釋》第19號至今並無對本集團之財務報表構成任何重大影響，因為該等變動將於本集團訂立相關交易（例如：以股換債）時方始首次生效。

2 CHANGES IN ACCOUNTING POLICIES (continued)

The remaining developments related primarily to clarification of certain disclosure requirements applicable to the Group's financial statements. These developments have had no material impact on the contents of this interim financial report.

3 SEGMENT REPORTING

The Group manages its business by divisions, which are organised by business lines. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has presented the following six reportable segments. No operating segments have been aggregated to form the following reportable segments.

- Environmental energy project construction and operation: this segment engages in the construction and operation of waste-to-energy power plants and industrial solid waste landfill to generate revenue from construction services, revenue from operation services as well as finance income.
- Environmental water project construction and operation: this segment engages in the construction, upgrade and operation of waste-water treatment plants, reusable water treatment plants and a surface water treatment plant to generate revenue from construction and upgrading services, revenue from operation services as well as finance income.
- Alternative energy project construction and operation: this segment engages in the construction and operation of methane-to-energy power plants, photovoltaic energy power plants and biomass power generation plants to generate revenue from construction services, revenue from operation services, finance income as well as finance lease income.

2 會計政策之變動(續)

餘下修訂條文主要關乎適用於本集團財務報表之若干披露規定之說明。此等修訂條文對本中期財務報告之內容並無構成任何重大影響。

3 分部報告

本集團之業務按業務種類劃分為多個分部並加以管理。按照公司內部就資源分配及表現評估而向集團最高管理層呈報資料之一貫方式，本集團呈報了下列六個須予報告分部。本集團並無合併任何運營分部，以組成下列須予報告分部。

- 環保能源項目建造及運營：此業務分部透過建造及運營垃圾焚燒發電廠及工業固體廢物填埋場，以賺取建造服務收益、運營服務收益及財務收入。
- 環保水務項目建造及運營：此業務分部透過建造、改造及運營污水處理廠、中水回用處理廠及地表水處理廠，以賺取建造與改造服務收益、運營服務收益及財務收入。
- 新能源項目建造及運營：此業務分部透過建造及運營沼氣發電廠、光伏發電廠及生物質能發電廠，以賺取建造服務收益、運營服務收益、財務收入及融資租賃收入。

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3 SEGMENT REPORTING (continued)

- Environmental technology and construction management: this segment engages in the conduct of environmental protection technology research projects and the provision of construction management services to generate management and consultancy fee income.
- Infrastructure construction and operation: this segment engages in the construction and operation of a toll bridge to generate revenue from construction service and toll fee revenue.
- Property investment: this segment engages in the leasing of office premises to generate rental income and to gain from the capital appreciation of the properties' values.

(a) Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's senior executive management monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

Segment assets include all tangible assets, intangible assets, interest in associate, deferred tax assets and current assets with the exception of investments in other financial assets, goodwill, intercompany receivables and other corporate assets. Segment liabilities include current taxation, deferred tax liabilities, creditors, other payables and accrued expenses attributable to the activities of the individual segments and borrowings managed directly by the segments, with the exception of intercompany payables.

3 分部報告(續)

- 環保科技及工程管理：此業務分部透過進行環保科技研發項目及提供工程管理服務，以賺取管理及顧問費用收入。
- 基建建造及運營：此業務分部透過建造及運營收費橋樑，以賺取建造服務收益及收費橋樑收益。
- 物業投資：此業務分部透過租賃辦公室單位，以賺取租金收入，以及從物業價值之升值中賺取收益。

(a) 分部業績、資產及負債

就分部表現評估及分部間之資源分配而言，本集團之最高管理層按下列基準監察各個須予報告分部之業績、資產及負債：

分部資產包括所有有形資產、無形資產、聯營公司權益、遞延稅項資產及流動資產，惟不包括於其他財務資產之投資、商譽、集團內公司間之應收款項及其他企業資產。分部負債包括各個個別分部之業務活動所產生之即期稅項、遞延稅項負債、應付賬款、其他應付款項及應計費用及由各個分部直接管理之借貸，惟不包括集團內公司間之應付款項。

3 SEGMENT REPORTING (continued)

(a) Segment results, assets and liabilities (continued)

Revenue and expenses are allocated to the reportable segments with reference to revenue generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments. However, other than reporting inter-segment provision of construction management services, assistance provided by one segment to another, including technical know-how, is not measured.

The measure used for reporting segment profit is “EBITDA” i.e. “earnings before interest, taxes, depreciation and amortisation”. To arrive at EBITDA, the Group’s earnings are further adjusted for items not specifically attributed to individual segments, such as directors’ and auditors’ remuneration and other head office or corporate administration costs.

In addition to receiving segment information concerning EBITDA, management is provided with segment information concerning revenue (including inter-segment revenue from construction management services), interest expense from borrowings managed directly by the segments, depreciation and amortisation and additions to non-current segment assets used by the segments in their operations.

3 分部報告(續)

(a) 分部業績、資產及負債(續)

收益及開支乃參考須予報告分部所賺取之收益及所產生之開支或有關分部之資產所產生之折舊或攤銷而分配至有關分部。然而，除報告分部間提供之建造管理服務外，某一分部向另一分部提供之協助(包括專業知識技術)並不計算在內。

用於報告分部盈利之表示方式為「EBITDA」，即「除利息、稅項、折舊及攤銷前盈利」。為了得出EBITDA，本集團之盈利將就無明確歸於任何分部之項目(例如：董事酬金、核數師酬金及其他總公司或企業行政成本)作進一步調整。

除獲提供有關EBITDA之分部資料外，管理層亦獲提供有關下列各項之分部資料：收益(包括來自建造管理服務之分部間收益)、各分部直接管理之借貸利息開支及各分部運營時所使用之非流動分部資產之折舊、攤銷及增置。

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3 SEGMENT REPORTING (continued)**(a) Segment results, assets and liabilities (continued)**

Information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purpose of resource allocation and assessment of segment performance for the period is set out below:

3 分部報告(續)**(a) 分部業績、資產及負債(續)**

期內，本集團就資源分配及分部表現評估而向本集團最高管理層提供之須予報告分部資料如下：

		Environmental energy project construction and operation 環保能源項目建造及運營		Environmental water project construction and operation 環保水務項目建造及運營	
		2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元	2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元
For the six months ended 30 June	截至六月三十日止六個月				
Revenue from external customers	來自外界客戶收益	1,116,032	437,450	335,848	445,965
Inter-segment revenue	分部間收益	-	-	-	-
Reportable segment revenue	須予報告之分部收益	1,116,032	437,450	335,848	445,965
Reportable segment profit (EBITDA)	須予報告之分部盈利(EBITDA)	372,248	216,272	179,715	182,925
Additions to non-current segment assets during the period	期內增置非流動分部資產	702,384	319,617	192,728	629,432
As at 30 June 2011/ 31 December 2010	於二零一一年六月三十日/ 二零一零年十二月三十一日				
Reportable segment assets	須予報告之分部資產	5,336,090	4,480,791	4,361,024	4,343,109
Reportable segment liabilities	須予報告之分部負債	2,661,510	2,028,496	1,943,343	2,046,218

Alternative energy project construction and operation 新能源項目 建造及運營		Environmental technology and construction management 環保科技及工程管理		Infrastructure construction and operation 基建建造及運營		Property investment 物業投資		Total 總額	
2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元	2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元	2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元	2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元	2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元
296,762	7,472	-	-	84,849	68,044	811	945	1,834,302	959,876
-	-	48,593	55,597	-	-	-	-	48,593	55,597
296,762	7,472	48,593	55,597	84,849	68,044	811	945	1,882,895	1,015,473
56,705	5,646	16,894	15,854	80,623	62,406	5,825	4,739	712,010	487,842
368,860	1,547	5,151	876	12	61	-	40	1,269,135	951,573
903,348	530,881	267,217	202,769	636,493	611,180	43,895	44,086	11,548,067	10,212,816
356,193	136,748	83,052	59,804	214,105	245,071	5,887	4,254	5,264,090	4,520,591

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3 SEGMENT REPORTING (continued)

(b) Reconciliations of reportable segment revenue, profit, assets and liabilities

3 分部報告(續)

(b) 須予報告分部收益、盈利、資產及負債之對賬

Six months ended 30 June

截至六月三十日止六個月

		2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元
Revenue	收益		
Reportable segment revenue	須予報告分部收益	1,882,895	1,015,473
Elimination of inter-segment revenue	抵銷分部間收益	(48,593)	(55,597)
Consolidated turnover	綜合營業額	1,834,302	959,876
Profit	盈利		
Reportable segment profit	須予報告分部盈利	712,010	487,842
Elimination of inter-segment profit	抵銷分部間盈利	(24,482)	(23,027)
Reportable segment profit derived from the Group's external customers	來自本集團外界客戶之須予報告分部盈利	687,528	464,815
Depreciation and amortisation	折舊及攤銷	(23,379)	(20,065)
Finance costs	財務費用	(112,068)	(85,251)
Unallocated head office and corporate income	未分配總公司及企業收入	5,902	2,014
Unallocated head office and corporate expenses	未分配總公司及企業開支	(25,550)	(9,205)
Consolidated profit before taxation	綜合除稅前盈利	532,433	352,308

3 SEGMENT REPORTING (continued)
(b) Reconciliations of reportable segment revenue, profit, assets and liabilities (continued)

3 分部報告(續)
(b) 須予報告分部收益、盈利、資產及負債之對賬(續)

		At 30 June 2011	At 31 December 2010
		二零一一年六月三十日	二零一零年十二月三十一日
		\$'000	\$'000
		千元	千元
Assets	資產		
Reportable segment assets	須予報告分部資產	11,548,067	10,212,816
Non-current other financial assets	非流動其他財務資產	209,136	244,949
Goodwill	商譽	46,133	46,133
Unallocated head office and corporate assets	未分配總公司及企業資產	359,457	366,493
Consolidated total assets	綜合資產總額	12,162,793	10,870,391
Liabilities	負債		
Reportable segment liabilities	須予報告分部負債	5,264,090	4,520,591
Unallocated head office and corporate liabilities	未分配總公司及企業負債	756,499	601,151
Consolidated total liabilities	綜合負債總額	6,020,589	5,121,742

4 TURNOVER

The principal activities of the Group are construction, environmental energy project operation (waste-to-energy power plants and industrial solid waste landfill), environmental water project operation (waste-water treatment plants and reusable water treatment plants), alternative energy project operation (methane-to-energy power plants, photovoltaic energy projects and biomass power generation plants), environmental technology and construction management, toll bridge operation, property investments and investment holding.

4 營業額

本集團之主要業務為建造、環保能源項目運營(垃圾焚燒發電廠及工業固體廢物填埋場)、環保水務項目運營(污水處理廠及中水回用處理廠)、新能源項目運營(沼氣發電廠、光伏發電項目及生物質能發電廠)、環保科技及工程管理、收費橋樑營運、物業投資及投資控股。

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4 TURNOVER (continued)

Turnover represents the revenue from construction services, revenue from environmental energy project, environmental water project and alternative energy project operation services, finance income, finance lease income, toll bridge revenue and rental income. The amount of each significant category of revenue recognised in turnover during the period is as follows:

4 營業額(續)

營業額包括建造服務收益、來自環保能源項目、環保水務項目及新能源項目之運營服務收益、財務收入、融資租賃收入、收費橋樑收益及租金收入。期內已在營業額中確認的各項主要收入類別的數額如下：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2011	2010
		二零一一年	二零一零年
		\$'000	\$'000
		千元	千元
Revenue from environmental energy project construction services	環保能源項目建造服務收益	830,785	236,864
Revenue from environmental water project construction services	環保水務項目建造服務收益	23,293	155,236
Revenue from alternative energy project construction services	新能源項目建造服務收益	281,867	-
Revenue from environmental energy project operation services	環保能源項目運營服務收益	157,202	125,002
Revenue from environmental water project operation services	環保水務項目運營服務收益	192,415	175,467
Revenue from alternative energy project operation services	新能源項目運營服務收益	12,673	5,925
Finance income	財務收入	249,761	192,393
Finance lease income	融資租賃收入	646	-
Toll bridge revenue	收費橋樑收益	84,849	68,044
Gross rentals from investment properties	投資物業租金總額	811	945
		1,834,302	959,876

4 **TURNOVER** (continued)

The Group has transactions with the PRC local governmental authorities which in aggregate exceeded 10% of the Group's revenues. During the six months ended 30 June 2011, revenues from environmental energy project construction and operation services, environmental water project construction and operation services, alternative energy project construction and operation services and finance income derived from local governmental authorities in the PRC amounted to \$1,747,863,000 (six months ended 30 June 2010: \$890,887,000). The revenues are included in "Environmental energy project construction and operation", "Environmental water project construction and operation" and "Alternative energy project construction and operation" segments as disclosed in note 3 to this interim financial report.

4 **營業額(續)**

本集團與中國當地政府機關進行交易，有關交易合佔本集團收益逾10%。於截至二零一一年六月三十日止六個月，來自中國當地政府機關之環保能源項目建造及運營服務收益、環保水務項目建造及運營服務收益、新能源項目建造及運營服務收益及財務收入為1,747,863,000元(截至二零一零年六月三十日止六個月：890,887,000元)。有關收益計入「環保能源項目建造及運營」分部、「環保水務項目建造及運營」分部及「新能源項目建造及運營」分部(詳見本中期財務報告附註3)。

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5 PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging/
(crediting):

5 除稅前盈利

除稅前盈利已扣除／(計入)：

Six months ended 30 June
截至六月三十日止六個月

		2011 二零一一年 \$'000 千元	2010 二零一零年 \$'000 千元
(a) Finance costs	(a) 財務費用		
Interest on bank advances wholly repayable within five years	須於五年內全數償還之銀行貸款之利息	47,089	23,949
Interest on other bank advances and other loans	其他銀行借款及其他貸款之利息	64,979	61,302
		112,068	85,251
(b) Other items	(b) 其他項目		
Amortisation of intangible assets	無形資產攤銷	12,637	12,115
Depreciation	折舊	10,742	7,950
Dividends and interest income	股息及利息收入	(8,670)	(6,235)
Value-added tax refund*	增值稅退稅*	(15,568)	(17,614)

* Value-added tax refund of \$15,568,000 (six months ended 30 June 2010: \$17,614,000) was received for the six months ended 30 June 2011 in relation to environmental energy project operations and alternative energy project operations in the PRC. The entitlement of the value-added tax refund was unconditional and under the discretion of the relevant authorities.

* 截至二零一一年六月三十日止六個月，於中國之環保能源運營項目及新能源運營項目確認增值稅退稅15,568,000元(截至二零一零年六月三十日止六個月：17,614,000元)。有關增值稅退稅乃無條件發放，並由有關機構酌情決定發放。

6 INCOME TAX

6 所得稅

Six months ended 30 June

截至六月三十日止六個月

2011	2010
二零一一年	二零一零年
\$'000	\$'000
千元	千元

Current tax – Hong Kong Profits Tax	本期稅項 – 香港利得稅		
Provision for the period	本期間撥備	-	5,833
<hr/>			
Current tax – PRC Income Tax	本期稅項 – 中國所得稅		
Provision for the period	本期間撥備	36,205	23,582
Under-provision in prior periods	過往期間撥備不足	20,137	588
		56,342	24,170
<hr/>			
Deferred tax	遞延稅項		
Origination and reversal of temporary differences	暫時差異之產生及轉回	106,138	59,688
<hr/>			
Actual tax expense	實際稅項支出	162,480	89,691

No provision for Hong Kong Profits Tax has been made in this interim financial report as the Group's operation in Hong Kong sustained a loss for Hong Kong Profits Tax purpose during the six months ended 30 June 2011. The provision for Hong Kong Profits Tax was calculated by applying the estimated annual effective tax rate of 16.5% to the assessable profits for the six months ended 30 June 2010.

Taxation for the PRC operations is charged at the appropriate current rates of taxation ruling in the PRC. During the period, certain PRC subsidiaries are subject to tax at 50% of the standard tax rates or fully exempt from income tax under the relevant tax rules and regulations.

由於截至二零一一年六月三十日止六個月本集團之香港業務蒙受稅項虧損，故此本集團並無在本中期財務報告就香港利得稅作出撥備。香港利得稅撥備乃根據截至二零一零年六月三十日止六個月應課稅溢利，按估計年度實際稅率16.5%計算。

中國業務之稅項按中國現行的適用稅率計算。期內，根據有關稅務法律及法規，若干中國附屬公司按標準稅率50%繳納稅項或獲全數豁免繳納所得稅。

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7 OTHER COMPREHENSIVE INCOME

7 其他全面收入

Six months ended 30 June
截至六月三十日止六個月

2011	2010
二零一一年	二零一零年
\$'000	\$'000
千元	千元

Available-for-sale securities: 待售證券：

Changes in fair value recognised during the period	期內確認之公允值變動	(37,906)	(1,706)
Reclassification adjustment for amounts transferred to profit or loss upon disposal	於出售時轉撥至損益表之金額之重新分類調整	809	-
Net movement in the fair value reserve during the period recognised in other comprehensive income	期內於其他全面收入確認之公允值儲備變動淨額	(37,097)	(1,706)

8 EARNINGS PER SHARE

8 每股盈利

(a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to ordinary equity shareholders of the Company of \$351,668,000 (six months ended 30 June 2010: \$245,134,000) and the weighted average number of 3,657,638,000 ordinary shares (six months ended 30 June 2010: 3,640,583,000 ordinary shares) in issue during the period.

(a) 每股基本盈利

每股基本盈利乃按本公司普通股股東應佔盈利351,668,000元(截至二零一零年六月三十日止六個月: 245,134,000元)以及期內已發行之普通股的加權平均數3,657,638,000股普通股(截至二零一零年六月三十日止六個月: 3,640,583,000股普通股)計算。

8 EARNINGS PER SHARE (continued)

(b) Diluted earnings per share

The calculation of diluted earnings per share is based on the profit attributable to ordinary equity shareholders of the Company of \$351,668,000 (six months ended 30 June 2010: \$245,134,000) and the weighted average number of 3,696,905,000 ordinary shares (six months ended 30 June 2010: 3,695,203,000 ordinary shares) after adjusting for the effects of all dilutive potential ordinary shares under the Company's share option scheme.

9 FIXED ASSETS

During the six months ended 30 June 2011, the Group acquired items of other property, plant and equipment with a cost of \$134,229,000 (six months ended 30 June 2010: \$12,314,000), among which \$126,519,000 (six months ended 30 June 2010: \$Nil) relates to construction in progress of environmental water projects and alternative energy projects. Items of other property, plant and equipment with a net book value of \$108,000 were disposed of during the six months ended 30 June 2011 (six months ended 30 June 2010: \$1,126,000), resulting in a loss on disposals of \$108,000 (six months ended 30 June 2010: \$203,000).

Government grant of \$10,838,000 (six months ended 30 June 2010: \$Nil) was granted during the six months ended 30 June 2011 to subsidise the construction of an alternative energy plant in the PRC and was deducted from the carrying amount of other property, plant and equipment.

8 每股盈利(續)

(b) 每股攤薄盈利

每股攤薄盈利乃按本公司普通股股東應佔盈利351,668,000元(截至二零一零年六月三十日止六個月: 245,134,000元)及已就在本公司購股權計劃下所有具潛在攤薄影響之普通股作出調整得出的普通股加權平均數3,696,905,000股普通股(截至二零一零年六月三十日止六個月: 3,695,203,000股普通股)計算。

9 固定資產

於截至二零一一年六月三十日止六個月,本集團以成本134,229,000元(截至二零一零年六月三十日止六個月: 12,314,000元)購入其他物業、廠房及設備項目,其中126,519,000元(截至二零一零年六月三十日止六個月: 無)為關於環保水務項目及新能源項目之在建工程。於截至二零一一年六月三十日止六個月,本集團出售了賬面淨值為108,000元(截至二零一零年六月三十日止六個月: 1,126,000元)之其他物業、廠房及設備項目,錄得出售虧損108,000元(截至二零一零年六月三十日止六個月: 203,000元)。

於截至二零一一年六月三十日止六個月,本集團獲授政府補助金10,838,000元(截至二零一零年六月三十日止六個月: 無),作為在中國建造一家新能源發電廠之補貼,並已自其他物業、廠房及設備之賬面值中扣除。

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10 INTANGIBLE ASSETS

Certain subsidiaries of the Group entered into service concession arrangements with the local government authorities in the PRC (“the grantors”). Pursuant to the service concession arrangements, the Group was granted rights to construct, operate and maintain a toll bridge and alternative energy power plants in the PRC for a period of 30 years. The toll bridge revenue and alternative energy power plant operation service fees receivables are determined based on the type of vehicles and the extent of services rendered respectively and are subject to the approvals from the relevant local government authorities. During the operating period, the Group is required to maintain the toll bridge and alternative energy power plants in good condition. The service concession arrangements do not contain renewal options. Both the grantors and the Group have the rights to terminate the agreements in the event of a material breach of the terms of the agreements.

Operating rights of the toll bridge and alternative energy power plants of \$549,326,000 (31 December 2010: \$552,671,000) and \$356,202,000 (31 December 2010: \$86,057,000) respectively were recognised as intangible assets as at 30 June 2011.

10 無形資產

本集團若干附屬公司與中國當地政府機關(「授予人」)訂立服務特許經營權安排。根據服務特許經營權安排，本集團獲授權於中國建造、運營及維持收費橋樑及新能源發電廠，為期三十年。收費橋樑之收益及新能源發電廠之營運服務收費應收款項分別按車輛之類別及已提供之服務而釐定，並須待有關當地政府機關批准後方可作實。於運營期內，本集團須維持收費橋樑及新能源發電廠在良好狀況。服務特許經營權安排並無續約選擇。授予人及本集團均有權於協議條款遭重大違反之情況下終止有關協議。

於二零一一年六月三十日，本集團分別確認收費橋樑之運營權549,326,000元(二零一零年十二月三十一日：552,671,000元)及新能源發電廠之運營權356,202,000元(二零一零年十二月三十一日：86,057,000元)為無形資產。

11 DEBTORS, OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS**11 應收賬款、其他應收款項、按金及預付款項**

		At 30 June 2011 二零一一年六月三十日 \$'000 千元	At 31 December 2010 二零一零年十二月三十一日 \$'000 千元
Debtors	應收賬款	291,727	182,728
Other receivables, deposits and prepayments	其他應收款項、按金及預付款項	3,076,536	2,890,641
		3,368,263	3,073,369
Less: Non-current portion – other receivables and deposits	減：非即期部份 – 其他應收款項及按金	(2,594,070)	(2,399,734)
Current portion	即期部份	774,193	673,635

Included in “Debtors, other receivables, deposits and prepayments” are debtors with the following ageing analysis as of the balance sheet date:

「應收賬款、其他應收款項、按金及預付款項」中包括應收賬款，其於結算日之賬齡分析如下：

		At 30 June 2011 二零一一年六月三十日 \$'000 千元	At 31 December 2010 二零一零年十二月三十一日 \$'000 千元
Current	即期	131,136	111,593
Less than 1 month past due	逾期少於一個月	49,782	31,360
1 to 3 months past due	逾期一至三個月	39,038	20,570
More than 3 months but less than 12 months past due	逾期超過三個月但少於十二個月	71,771	19,205
Amounts past due	逾期金額	160,591	71,135
		291,727	182,728

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11 DEBTORS, OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (continued)

Debtors are due within 30 days from the date of billing. Debtors past due of \$83,171,000 have been subsequently settled after 30 June 2011.

Included in “Debtors, other receivables, deposits and prepayments” of the Group are debtors of \$291,727,000 (31 December 2010: \$182,728,000) of which \$9,133,000 (31 December 2010: \$8,246,000) and \$90,861,000 (31 December 2010: \$47,888,000) are due from a non-controlling shareholder and a related company respectively. Debtors represent toll bridge revenue and revenue from environmental energy project, environmental water project and alternative energy project operation services. There was no recent history of default in respect of the Group’s debtors. Since most of the debtors are local governmental authorities in the PRC and based on past experience, management believes that no impairment allowance is necessary in respect of the past due balances as there has not been a significant change in credit quality and the balances are still considered fully recoverable. The Group does not hold any collateral over these balances. No impairment loss was recognised by the Group at 30 June 2011 (31 December 2010: \$Nil).

11 應收賬款、其他應收款項、按金及預付款項 (續)

應收賬款由發單日期起計三十日內到期。已逾期之應收賬款83,171,000元已於二零一一年六月三十日後收回。

本集團之「應收賬款、其他應收款項、按金及預付款項」中，包括應收賬款291,727,000元（二零一零年十二月三十一日：182,728,000元），其中9,133,000元（二零一零年十二月三十一日：8,246,000元）及90,861,000元（二零一零年十二月三十一日：47,888,000元）分別為應收非控股股東款項及應收關聯公司款項。應收賬款為收費橋樑收益及來自環保能源項目、環保水務項目及新能源項目之運營服務收益。本集團之應收賬款最近並無違約紀錄。由於大部份債務人均為中國當地政府機關，根據過往經驗，管理層認為毋須就逾期欠款結餘作出耗損撥備，因為信貸質素並無出現重大變化，而有關結餘仍被視為可全數收回。本集團並無就該等結餘持有任何抵押品。於二零一一年六月三十日，本集團亦無確認任何耗損虧損（二零一零年十二月三十一日：無）。

11 DEBTORS, OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (continued)

“Debtors, other receivables, deposits and prepayments” include balances totalling \$2,790,006,000 (31 December 2010: \$2,576,919,000) which bear interest at rates ranging from 5.94% to 7.83% (31 December 2010: 5.94% to 7.83%) per annum and represent the considerations paid for the acquisition of wastewater treatment plants under TOT (Transfer-Operate-Transfer) arrangements, among which \$171,596,000 (31 December 2010: \$161,945,000) and \$1,095,317,000 (31 December 2010: \$1,064,858,000) are due from a non-controlling shareholder and a related company respectively. The amounts are not yet due for payment and will be settled by revenue to be generated during the operating periods of the TOT arrangements. No impairment loss was recognised by the Group at 30 June 2011 (31 December 2010: \$Nil).

All of the current portion of the above balances are expected to be recovered or recognised as expense within one year.

11 應收賬款、其他應收款項、按金及預付款項(續)

「應收賬款、其他應收款項、按金及預付款項」包括合共2,790,006,000元(二零一零年十二月三十一日: 2,576,919,000元)之結餘,其按年息率5.94%至7.83%(二零一零年十二月三十一日: 5.94%至7.83%)計算利息。其為TOT(轉移-運營-轉移)安排下收購污水處理廠之已付代價,其中171,596,000元(二零一零年十二月三十一日: 161,945,000元)及1,095,317,000元(二零一零年十二月三十一日: 1,064,858,000元)分別為應收非控股股東款項及應收關聯公司款項。有關款項尚未到期還款,並將以TOT安排下之經營期收益支付。於二零一一年六月三十日,本集團亦無確認任何耗損虧損(二零一零年十二月三十一日: 無)。

上述結餘之所有即期部份預期可於一年內收回或確認為開支。

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12 GROSS AMOUNTS DUE FROM CUSTOMERS FOR CONTRACT WORK **12 應收客戶合約工程款項總額**

		At 30 June 2011 二零一一年 六月三十日 \$'000 千元	At 31 December 2010 二零一零年 十二月三十一日 \$'000 千元
Contract costs incurred plus recognised profits less anticipated losses	已產生合約成本加上已確認盈利，減預期虧損	6,811,184	5,832,000
Less: Progress billings	減：進度款項	(1,045,513)	(852,040)
Net contract work	合約工程淨額	5,765,671	4,979,960
Representing:	代表：		
Gross amounts due from customers for contract work	應收客戶合約工程款項總額		
– Non-current	– 非即期	5,320,008	4,629,124
– Current	– 即期	445,663	350,836
		5,765,671	4,979,960

Included in "Gross amounts due from customers for contract work" are amounts of \$252,196,000 (31 December 2010: \$259,030,000) and \$238,507,000 (31 December 2010: \$216,958,000) which are due from a non-controlling shareholder and a related company respectively.

「應收客戶合約工程款項總額」中，分別包括應收非控股股東款項252,196,000元（二零一零年十二月三十一日：259,030,000元）及應收關聯公司款項238,507,000元（二零一零年十二月三十一日：216,958,000元）。

12 GROSS AMOUNTS DUE FROM CUSTOMERS FOR CONTRACT WORK (continued)

“Gross amounts due from customers for contract work” represent revenue from construction services under BOT (Build-Operate-Transfer) and BT (Build-Transfer) arrangements or upgrade services under TOT arrangements and bear interest at rates ranging from 5.94% to 7.83% (31 December 2010: 5.94% to 7.83%) per annum. Among the total of \$5,765,671,000 (31 December 2010: \$4,979,960,000), \$3,837,230,000 (31 December 2010: \$3,545,912,000) relates to BOT and TOT arrangements with operation commenced. The amounts for BOT and TOT arrangements are not yet due for payment and will be settled by revenue to be generated during the operating periods of the arrangements. The amount for BT arrangements will be settled according to respective repayment schedules as stated in the agreements.

12 應收客戶合約工程款項總額 (續)

「應收客戶合約工程款項總額」乃於BOT(建造－運營－轉移)及BT(建造－轉移)安排下之建造服務收益或在TOT安排下之改造服務工程收益，其按年息率5.94%至7.83% (二零一零年十二月三十一日：5.94%至7.83%) 計算利息。在總額5,765,671,000元 (二零一零年十二月三十一日：4,979,960,000元) 中，其中3,837,230,000元 (二零一零年十二月三十一日：3,545,912,000元) 關乎已投入運作之BOT及TOT安排。有關BOT及TOT安排下之款項屬未到期支付，並將以經營期收益支付。BT安排下之款項將根據合同所列明的相關還款時間表支付。

13 CASH AND CASH EQUIVALENTS

13 現金及現金等價物

		At 30 June 2011 二零一一年 六月三十日 \$'000 千元	At 31 December 2010 二零一零年 十二月三十一日 \$'000 千元
Deposits with banks	銀行存款	177,852	269,020
Cash at bank and in hand	銀行結餘及現金	988,975	1,072,465
		1,166,827	1,341,485

Included in “Cash and cash equivalents” are deposits of \$125,588,000 (31 December 2010: \$279,178,000) which are placed with a related party bank.

「現金及現金等價物」包括存放於關聯人仕銀行之存款125,588,000元 (二零一零年十二月三十一日：279,178,000元)。

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14 CREDITORS, OTHER PAYABLES AND ACCRUED EXPENSES

Included in "Creditors, other payables and accrued expenses" are creditors with the following ageing analysis as of the balance sheet date:

14 應付賬款、其他應付款項及應計費用

「應付賬款、其他應付款項及應計費用」中包括應付賬款，其於結算日之賬齡分析如下：

		At 30 June 2011 二零一一年 六月三十日 \$'000 千元	At 31 December 2010 二零一零年 十二月三十一日 \$'000 千元
Due within 1 month or on demand	一個月內到期或按要求	33,795	60,489
Due after 1 month but within 3 months	一至三個月內到期	73,439	21,814
Due after 3 months but within 6 months	三至六個月內到期	45,757	22,508
Due after 6 months	六個月後到期	612,907	483,785
Total creditors	應付賬款總額	765,898	588,596
Other payables and accrued expenses	其他應付款項及應計費用	298,924	264,848
		1,064,822	853,444

14 CREDITORS, OTHER PAYABLES AND ACCRUED EXPENSES (continued)

Included in "Creditors, other payables and accrued expenses" of the Group is an amount of \$3,780,000 (31 December 2010: \$3,755,000) which is payable to an associate. The balance is due within one month and represents service fee for operation of waste-water treatment plants.

Apart from the above, balances totalling \$759,252,000 (31 December 2010: \$579,601,000) represent construction payables for the Group's BT, BOT and TOT arrangements, among which \$10,662,000 (31 December 2010: \$11,570,000) is due to a non-controlling shareholder. Included in the construction payables as at 31 December 2010 were also amounts due to related companies of \$4,793,000 which were fully repaid during the period ended 30 June 2011. The construction payables are current and not yet due for payment. The amount due to a non-controlling shareholder is unsecured, interest free and expected to be settled within one year.

15 OTHER LOANS

The loans are unsecured, interest-bearing at rates announced by the People's Bank of China and repayable in 2023.

16 LOANS FROM ULTIMATE HOLDING COMPANY

The loans from ultimate holding company are unsecured, interest free and not repayable within one year.

14 應付賬款、其他應付款項及應計費用(續)

本集團之「應付賬款、其他應付款項及應計費用」中，包括一筆應付予一家聯營公司之款項3,780,000元(二零一零年十二月三十一日：3,755,000元)。該結餘於一個月內到期，其為運營污水處理廠之服務費。

除上文所述者外，還有合共759,252,000元(二零一零年十二月三十一日：579,601,000元)之結餘，其為在本集團BT、BOT及TOT安排下之建造工程應付款項，其中10,662,000元(二零一零年十二月三十一日：11,570,000元)為應付予非控股股東之款項。建造工程應付款項中，包括於二零一零年十二月三十一日應付予關聯公司之款項4,793,000元，有關款項已於截至二零一一年六月三十日止期間全數償還。建造工程應付款項屬即期及未到期還款。應付予非控股股東之款項為無抵押、免息，並預期須於一年內償還。

15 其他貸款

有關貸款為無抵押、按中國人民銀行公佈之息率計息，並須於二零二三年償還。

16 最終控股公司貸款

最終控股公司貸款為無抵押、免息及毋須於一年內償還。

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17 CAPITAL, RESERVES AND DIVIDENDS
(a) Authorised and issued share capital**17 股本、儲備及股息**
(a) 法定及已發行股本

		At 30 June 2011 二零一一年 六月三十日		At 31 December 2010 二零一零年 十二月三十一日	
		No. of shares 股數 '000 千股	Amount 金額 \$'000 千元	No. of shares 股數 '000 千股	Amount 金額 \$'000 千元
Authorised:	法定：				
Ordinary shares of \$0.10 each	每股面值0.10元之普通股	5,000,000	500,000	5,000,000	500,000
Ordinary shares, issued and fully paid:	普通股，已發行及悉數繳足：				
At 1 January	於一月一日	3,652,462	365,246	3,639,325	363,932
Shares issued under share option scheme	根據購股權計劃發行股份	23,000	2,300	13,137	1,314
At 30 June 2011/ 31 December 2010	於二零一一年 六月三十日/ 二零一零年 十二月三十一日	3,675,462	367,546	3,652,462	365,246

17 CAPITAL, RESERVES AND DIVIDENDS

(continued)

(b) During the six months ended 30 June 2011, share options were exercised to subscribe for 23,000,000 ordinary shares (year ended 31 December 2010: 13,137,000 ordinary shares) in the Company at a consideration of \$7,916,000 (year ended 31 December 2010: \$6,734,000), of which \$2,300,000 (year ended 31 December 2010: \$1,314,000) was credited to share capital and the balance of \$5,616,000 (year ended 31 December 2010: \$5,420,000) was credited to the share premium account. \$1,115,000 (year ended 31 December 2010: \$384,000) has been transferred from the capital reserve to the share premium account.

17 股本、儲備及股息(續)

(b) 於截至二零一一年六月三十日止六個月，購股權持有人行使購股權，認購23,000,000股本公司普通股(截至二零一零年十二月三十一日止年度：13,137,000股普通股)，代價為7,916,000元(截至二零一零年十二月三十一日止年度：6,734,000元)。其中2,300,000元(截至二零一零年十二月三十一日止年度：1,314,000元)已記入股本，餘下5,616,000元(截至二零一零年十二月三十一日止年度：5,420,000元)則記入股份溢價賬。1,115,000元(截至二零一零年十二月三十一日止年度：384,000元)已由資本儲備轉撥至股份溢價賬。

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17 CAPITAL, RESERVES AND DIVIDENDS

(continued)

(c) At 30 June 2011, the outstanding share options of the Company were:

17 股本、儲備及股息(續)

(c) 於二零一一年六月三十日，尚未行使之本公司購股權如下：

Date of options granted 購股權授出日期	Exercise period 行使期	Exercise price 行使價	Number of options outstanding 尚未行使之購股權數目	
			At 30 June 2011 二零一一年 六月三十日	At 31 December 2010 二零一零年 十二月三十一日
			29 September 2003 二零零三年九月二十九日	29 March 2004 to 25 May 2013 二零零四年三月二十九日至 二零一三年五月二十五日
29 September 2003 二零零三年九月二十九日	29 September 2004 to 25 May 2013 二零零四年九月二十九日至 二零一三年五月二十五日	\$0.296	10,000,000	18,500,000
3 August 2006 二零零六年八月三日	3 August 2007 to 25 May 2013 二零零七年八月三日至 二零一三年五月二十五日	\$0.850	7,700,000	9,700,000
3 August 2006 二零零六年八月三日	3 August 2008 to 25 May 2013 二零零八年八月三日至 二零一三年五月二十五日	\$0.850	10,550,000	10,550,000
			28,250,000	51,250,000

Each share option entitles the holder to subscribe for one ordinary share in the Company. No options were granted during the six months ended 30 June 2011 (year ended 31 December 2010: Nil).

每股購股權賦予其持有人可認購一股本公司普通股之權利。於截至二零一一年六月三十日止六個月，本公司並無授出任何購股權(截至二零一零年十二月三十一日止年度：無)。

17 CAPITAL, RESERVES AND DIVIDENDS*(continued)***(d) Dividends**

- (i) *Dividends payable to equity shareholders of the Company attributable to the interim period*

17 股本、儲備及股息(續)**(d) 股息**

- (i) *應派付予本公司股東之中期報告期間股息*

Six months ended 30 June**截至六月三十日止六個月**

2011	2010
二零一一年	二零一零年
\$'000	\$'000
千元	千元

Interim dividend declared after the interim period of 2.0 cents per ordinary share (six months ended 30 June 2010: 1.0 cent per ordinary share)	於中期報告期間後宣佈派發之中期股息每股普通股2.0仙(截至二零一零年六月三十日止六個月：每股普通股1.0仙)
73,509	36,422

The interim dividend has not been recognised as a liability at the balance sheet date.

於結算日，中期股息並未確認為負債。

Interim Financial Report 中期財務報告

17 CAPITAL, RESERVES AND DIVIDENDS
*(continued)***(d) Dividends** *(continued)*

- (ii) Dividends payable to equity shareholders of the Company attributable to the previous financial year, approved and paid during the interim period

17 股本、儲備及股息(續)**(d) 股息(續)**

- (ii) 屬於上一個財政年度，並於中期報告期間批准及支付予本公司股東之應付股息

Six months ended 30 June**截至六月三十日止六個月**

2011	2010
二零一一年	二零一零年
\$'000	\$'000
千元	千元

Final dividend in respect of the previous financial year, approved and paid during the following interim period, of 1.5 cents per ordinary share (six months ended 30 June 2010: 1.2 cents per ordinary share)	屬於上一個財政年度，並於其後之中期報告期間批准及支付之末期股息每股普通股1.5仙(截至二零一零年六月三十日止六個月：每股普通股1.2仙)	54,802	43,683
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18 MATERIAL RELATED PARTY TRANSACTIONS

In addition to the transactions and balances disclosed elsewhere in this interim financial report, the Group entered into the following material related party transactions during the interim period:

- (a) The Group entered into the following related party transaction with a related party bank:

Dividend income from listed securities	上市證券股息收入		
Interest expense	利息支出	4,907	-
		6,082	4,729

At 30 June 2011, bank loans of \$162,179,000 (31 December 2010: \$189,763,000) are due to a related party bank, which are unsecured, bear interest at rates announced by the People's Bank of China and will be fully repaid by 2018.

- (b) The Group entered into the following related party transaction with an associate:

Service expense for operation of waste-water treatment plants	有關運營污水處理廠之服務開支	21,244	17,100
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18 與關聯人仕之重大交易

除本中期財務報告其他部份所披露之交易及結餘外，本集團於中期報告期間內曾與關聯人仕進行下列重大交易：

- (a) 本集團曾與一家關聯人仕銀行訂立下列關聯人仕交易：

Six months ended 30 June**截至六月三十日止六個月**

2011	2010
二零一一年	二零一零年
\$'000	\$'000
千元	千元

於二零一一年六月三十日，162,179,000 元之銀行貸款（二零一零年十二月三十一日：189,763,000 元）為欠負關聯人仕銀行之貸款，其為無抵押、按中國人民銀行公佈之息率計息，並須於二零一八年全數償還。

- (b) 本集團曾與一家聯營公司訂立下列關聯人仕交易：

Six months ended 30 June**截至六月三十日止六個月**

2011	2010
二零一一年	二零一零年
\$'000	\$'000
千元	千元

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18 MATERIAL RELATED PARTY TRANSACTIONS*(continued)*

- (c) The Group entered into the following related party transactions with a non-controlling shareholder of the Group:

		Six months ended 30 June	
		截至六月三十日止六個月	
		2011	2010
		二零一一年	二零一零年
		\$'000	\$'000
		千元	千元
Revenue from environmental water project operation services	環保水務項目運營服務收益	34,484	21,369
Finance income	財務收入	13,793	13,487

- (d) The Group entered into the following related party transactions with a related company and a subsidiary of non-controlling shareholder of the Group:

		Six months ended 30 June	
		截至六月三十日止六個月	
		2011	2010
		二零一一年	二零一零年
		\$'000	\$'000
		千元	千元
Revenue from environmental water project construction services	環保水務項目建造服務收益	23,293	-
Revenue from environmental water project operation services	環保水務項目運營服務收益	13,343	25,016
Finance income	財務收入	38,054	40,708
Technical service expense	技術服務費用	798	856

18 與關聯人仕之重大交易(續)

- (c) 本集團曾與其非控股股東訂立下列關聯人仕交易：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2011	2010
		二零一一年	二零一零年
		\$'000	\$'000
		千元	千元

Revenue from environmental water project operation services	環保水務項目運營服務收益	34,484	21,369
Finance income	財務收入	13,793	13,487

- (d) 本集團曾與其關聯公司及其非控股股東之一家附屬公司訂立下列關聯人仕交易：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2011	2010
		二零一一年	二零一零年
		\$'000	\$'000
		千元	千元

Revenue from environmental water project construction services	環保水務項目建造服務收益	23,293	-
Revenue from environmental water project operation services	環保水務項目運營服務收益	13,343	25,016
Finance income	財務收入	38,054	40,708
Technical service expense	技術服務費用	798	856

18 MATERIAL RELATED PARTY TRANSACTIONS

(continued)

- (e) The Group paid key management personnel compensation as follows:

		Six months ended 30 June	
		截至六月三十日止六個月	
		2011	2010
		二零一一年	二零一零年
		\$'000	\$'000
		千元	千元
Salaries and other short-term employee benefits	薪金及其他短期僱員福利	10,049	9,156
Retirement scheme contributions	退休計劃供款	369	322
		10,418	9,478

19 COMMITMENTS

- (a) Purchase commitments outstanding in connection with the Group's construction contracts not provided for in the interim financial report were as follows:

		At 30 June 2011	At 31 December 2010
		二零一一年六月三十日	二零一零年十二月三十一日
		\$'000	\$'000
		千元	千元
Contracted for	已訂約	267,484	773,756
Authorised but not contracted for	已授權但未訂約	259,513	-

- (b) At 30 June 2011, the Group had outstanding commitments in connection with a TOT arrangement of \$18,060,000 (31 December 2010: \$28,411,000).

18 與關聯人仕之重大交易(續)

- (e) 本集團已支付予主要管理人員之個人報酬如下：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2011	2010
		二零一一年	二零一零年
		\$'000	\$'000
		千元	千元
Salaries and other short-term employee benefits	薪金及其他短期僱員福利	10,049	9,156
Retirement scheme contributions	退休計劃供款	369	322
		10,418	9,478

19 承擔

- (a) 並無在中期財務報告中撥備有關本集團建造合約之採購承擔如下：

		At 30 June 2011	At 31 December 2010
		二零一一年六月三十日	二零一零年十二月三十一日
		\$'000	\$'000
		千元	千元
Contracted for	已訂約	267,484	773,756
Authorised but not contracted for	已授權但未訂約	259,513	-

- (b) 於二零一一年六月三十日，本集團在一個TOT安排下之承擔為18,060,000元(二零一零年十二月三十一日：28,411,000元)。

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19 COMMITMENTS (continued)

(c) At 30 June 2011, the total future minimum lease payments under non-cancellable operating leases are payable as follows:

		At 30 June 2011 二零一一年 六月三十日 \$'000 千元	At 31 December 2010 二零一零年 十二月三十一日 \$'000 千元
Within 1 year	一年內	572	811
After 1 year but within 5 years	一年後但五年內	126	536
		698	1,347

The Group leases a number of properties under operating leases. The leases typically run for an initial period of one to five years. None of the leases includes contingent rentals.

20 PLEDGE OF ASSETS

At 30 June 2011, certain bank facilities of the Group were secured by certain revenue and receivables in connection with the Group's service concession arrangements, bank deposits, mortgages on fixed assets and equity interests of certain subsidiaries of the Company. The aggregate net book value of assets and equity interests in subsidiaries pledged amounted to \$4,736,134,000 (31 December 2010: \$3,980,856,000).

19 承擔(續)

(c) 於二零一一年六月三十日，根據不可解除的經營租賃在日後應付的最低租賃付款總額如下：

		At 30 June 2011 二零一一年 六月三十日 \$'000 千元	At 31 December 2010 二零一零年 十二月三十一日 \$'000 千元
Within 1 year	一年內	572	811
After 1 year but within 5 years	一年後但五年內	126	536
		698	1,347

本集團根據經營租賃租用多項物業。有關租賃一般初步為期一至五年，且不包括或有租金。

20 資產抵押

於二零一一年六月三十日，本集團若干銀行融資的擔保包括關於在本集團服務特許經營權安排下的若干收益及應收款項、銀行存款、固定資產按揭及本公司若干附屬公司的股權。已質押資產及附屬公司股權之賬面淨值總額為4,736,134,000元(二零一零年十二月三十一日：3,980,856,000元)。

21 POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE ANNUAL ACCOUNTING PERIOD ENDING 31 DECEMBER 2011

Up to the date of issue of this interim financial report, the HKICPA has issued the following amendments, new standards and interpretations which are not yet effective for the accounting period ending 31 December 2011 and which have not been adopted in this interim financial report.

21 已公佈但於截至二零一一年十二月三十一日止年度會計期間尚未生效之修訂、新準則及詮釋之可能影響

於本中期財務報告刊發日期，香港會計師公會已公佈下列修訂、新準則及詮釋。該等修訂、新準則及詮釋於截至二零一一年十二月三十一日止會計期間尚未生效，本中期財務報告亦無採納該等修訂、新準則及詮釋。

Effective for accounting periods beginning on or after 自以下日期或之後 開始之會計期間生效

Amendments to HKFRS 1, <i>First-time adoption of Hong Kong Financial Reporting Standards – Severe hyperinflation and removal of fixed dates for first-time adopters</i> 《香港財務報告準則》第1號之修訂 —「首次採納香港財務報告準則—嚴重高通脹及剔除首次採用者的固定日期」	1 July 2011 二零一一年七月一日
Amendments to HKFRS 7, <i>Financial instruments: Disclosures – Transfers of financial assets</i> 《香港財務報告準則》第7號之修訂 —「金融工具：披露 – 財務資產轉讓」	1 July 2011 二零一一年七月一日
Amendments to HKAS 12, <i>Income taxes</i> 《香港會計準則》第12號之修訂—「所得稅」	1 January 2012 二零一二年一月一日
HKFRS 9, <i>Financial instruments</i> 《香港財務報告準則》第9號—「金融工具」	1 January 2013 二零一三年一月一日
HKFRS 10, <i>Consolidated financial statements</i> 《香港財務報告準則》第10號—「綜合財務報表」	1 January 2013 二零一三年一月一日
HKFRS 11, <i>Joint arrangements</i> 《香港財務報告準則》第11號—「聯合安排」	1 January 2013 二零一三年一月一日
Revised HKAS 28, <i>Investments in associates and joint ventures</i> 經修訂《香港會計準則》第28號—「於聯營公司及合營企業之投資」	1 January 2013 二零一三年一月一日
HKFRS 12, <i>Disclosure of interests in other entities</i> 《香港財務報告準則》第12號—「於其他實體之權益之披露」	1 January 2013 二零一三年一月一日
HKFRS 13, <i>Fair value measurement</i> 《香港財務報告準則》第13號—「公允值計量」	1 January 2013 二零一三年一月一日

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21 POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE ANNUAL ACCOUNTING PERIOD ENDING 31 DECEMBER 2011 *(continued)*

The Group is in the process of making an assessment of what the impact of these amendments, new standards and new interpretations is expected to be in the period of initial application but is not yet in a position to state whether these amendments, new standards and interpretations would have a significant impact on the Group's results of operations and financial position.

21 已公佈但於截至二零一一年十二月三十一日止年度會計期間尚未生效之修訂、新準則及詮釋之可能影響 *(續)*

本集團正評估該等修訂、新準則及新詮釋在首個應用期產生之影響，惟目前未能確定有關修訂、新準則及詮釋會否對本集團之營運業績及財政狀況構成任何重大影響。

Independent Review Report

獨立審閱報告

REVIEW REPORT TO THE BOARD OF DIRECTORS OF CHINA EVERBRIGHT INTERNATIONAL LIMITED

(Incorporated in Hong Kong with limited liability)

致中國光大國際有限公司董事會 審閱報告

(於香港註冊成立的有限公司)

Introduction

We have reviewed the interim financial report set out on pages 41 to 86 which comprises the consolidated balance sheet of China Everbright International Limited as of 30 June 2011 and the related consolidated income statement, statement of comprehensive income, statement of changes in equity and cash flow statement for the six months period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants. The directors are responsible for the preparation and presentation of the interim financial report in accordance with Hong Kong Accounting Standard 34.

Our responsibility is to form a conclusion, based on our review, on the interim financial report and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

引言

我們已審閱第41頁至第86頁所載之中期財務報告，當中包括中國光大國際有限公司於二零一一年六月三十日之綜合資產負債表，以及截至該日止六個月期間之相關綜合損益表、綜合全面損益表、綜合權益變動表、綜合現金流量表及附註解釋。《香港聯合交易所有限公司證券上市規則》規定，中期財務報告之編製必須符合當中訂明之相關條文，以及由香港會計師公會頒佈的《香港會計準則》第34號—「中期財務報告」。董事須負責根據《香港會計準則》第34號編製及呈報中期財務報告。

我們的責任，是根據審閱結果，對中期財務報告作出結論，並按照雙方所協定之委聘書條款僅向全體董事會報告。除此之外，本報告不可用作其他用途。我們不會就本報告之內容向任何其他人士負責或承擔任何責任。



Independent Review Report 獨立審閱報告

Scope of review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report as at 30 June 2011 is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34, *Interim financial reporting*.

KPMG

Certified Public Accountants
8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

24 August 2011

審閱範圍

我們已根據香港會計師公會頒佈之《香港審閱工作準則》第2410號「獨立核數師對中期財務信息的審閱」進行審閱工作。審閱中期財務報告主要包括向負責財務及會計事務之人員作出查詢，以及進行分析性及其他審閱程序。由於審閱之範圍遠較根據香港審計準則進行審核之範圍為小，所以不能保證我們會知悉所有在審核中可能發現之重大事項。因此，我們不會發表任何審核意見。

結論

根據我們的審閱結果，我們並無發現任何事項而令我們相信截至二零一一年六月三十日之中期財務報告在任何重大方面未有根據《香港會計準則》第34號—「中期財務報告」編製。

畢馬威會計師事務所

執業會計師
香港中環
遮打道10號
太子大廈8樓

二零一一年八月二十四日



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CHINA EVERBRIGHT INTERNATIONAL LIMITED
中國光大國際有限公司



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