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**瀋陽公用發展股份有限公司**  
**Shenyang Public Utility Holdings Company Limited**  
*(a joint stock limited company incorporated in the People's Republic of China)*  
(在中華人民共和國註冊成立之股份有限公司)  
**(Stock code: 747)**  
**(股份代號：747)**

**ANNOUNCEMENT OF INTERIM RESULTS**  
**FOR THE SIX MONTHS ENDED 30 JUNE 2024**  
**截至2024年6月30日止6個月**  
**中期業績公告**

The Board is pleased to present the unaudited condensed consolidated interim results of the Group for the Period, together with the comparative figures for the 2023 Corresponding Period.

董事會欣然提呈本集團於本期的未經審計簡明綜合中期業績，連同2023年同期的比較數字。

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2024

# 簡明綜合損益表

截至2024年6月30日止六個月

		<b>Six months ended 30 June</b>		
		<b>截至6月30日止六個月</b>		
		Notes	2024	2023
		附註	<b>(Unaudited)</b>	(Unaudited)
		<b>(未經審計)</b>		(未經審計)
		<b>RMB'000</b>		RMB'000
		<b>人民幣千元</b>		人民幣千元
<b>Revenue</b>	<b>收益</b>	3	<b>5,465</b>	744
Cost of sales	銷售成本		<b>(4,160)</b>	(42)
<b>Gross profit</b>	<b>毛利</b>		<b>1,305</b>	702
Other income	其他收入	5	<b>8,741</b>	1,911
Reversal of impairment losses under expected credit loss model	預期信貸虧損模式下的減值虧損撥回	7	<b>1</b>	1
Administrative and operating expenses	行政及經營開支		<b>(7,247)</b>	(6,334)
Finance costs	融資成本	6	<b>(936)</b>	(912)
<b>Profit (loss) before tax</b>	<b>除稅前溢利(虧損)</b>		<b>1,864</b>	(4,632)
Income tax expense	所得稅開支	8	<b>(3)</b>	(1)
Profit (loss) for the period	期內溢利(虧損)	9	<b>1,861</b>	(4,633)
<b>Profit (loss) for the period attributable to</b>	<b>以下人士應佔期內溢利(虧損)</b>			
— Owners of the Company	— 本公司擁有人		<b>3,099</b>	(3,856)
— Non-controlling interests	— 非控股權益		<b>(1,238)</b>	(777)
			<b>1,861</b>	(4,633)
<b>Earnings (loss) per share</b>	<b>每股盈利(虧損)</b>	10		
— Basic (RMB cents)	— 基本(人民幣分)		<b>0.21</b>	(0.26)
— Diluted (RMB cents)	— 攤薄(人民幣分)		<b>N/A 不適用</b>	N/A 不適用

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2024

# 簡明綜合損益及其他全面收益表

截至2024年6月30日止六個月

		Six months ended 30 June	
		截至6月30日止六個月	
		2024	2023
		(Unaudited)	(Unaudited)
		(未經審計)	(未經審計)
		RMB'000	RMB'000
		人民幣千元	人民幣千元
<b>Profit (loss) for the period</b>	期內溢利(虧損)	<b>1,861</b>	(4,633)
<b>Other comprehensive expense</b>	其他全面開支		
<i>Item that may be reclassified subsequently to profit or loss:</i>	其後可能重新分類至損益的項目：		
Exchange differences arising on translation of foreign operations	換算海外業務之匯兌差額	<b>(21)</b>	(27)
<b>Total comprehensive income (expense) for the period</b>	期內全面收入(開支)總額	<b>1,840</b>	(4,660)
<b>Total comprehensive income (expense) attributable to:</b>	下列應佔全面收入(開支)總額：		
— Owners of the Company	— 本公司擁有人	<b>3,078</b>	(3,883)
— Non-controlling interests	— 非控股權益	<b>(1,238)</b>	(777)
		<b>1,840</b>	(4,660)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2024

# 簡明綜合財務狀況表

於2024年6月30日

		<b>30 June 2024 2024年 6月30日 (Unaudited) (未經審計)</b>	31 December 2023 2023年 12月31日 (Audited) (經審計)
	Notes 附註	<b>RMB'000 人民幣千元</b>	RMB'000 人民幣千元
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		<b>190</b>	273
Right-of-use assets		<b>18,307</b>	207
Investment properties		<b>343,231</b>	205,500
Equity instruments at fair value through other comprehensive income ("FVTOCI")		<b>19,221</b>	19,221
Deposits paid		<b>119,082</b>	119,082
		<b>500,031</b>	344,283
<b>CURRENT ASSETS</b>			
Properties under development		<b>73,069</b>	207,200
Contract costs		–	4,112
Trade receivables	12	<b>7,041</b>	2,188
Deposits and other receivables		<b>16,560</b>	23,558
Restricted bank balances		<b>37,779</b>	42,507
Cash and cash equivalents		<b>7,890</b>	3,741
		<b>142,339</b>	283,306
Assets classified as held for sale		–	5,100
		<b>142,339</b>	288,406
<b>CURRENT LIABILITIES</b>			
Trade payables	13	<b>150,475</b>	149,825
Other payables and accruals		<b>38,167</b>	50,770
Lease liabilities — current portion		<b>1,163</b>	42
Other borrowings		<b>7,815</b>	7,215
Amount due to a shareholder		<b>1,228</b>	66
Tax liabilities		<b>1,486</b>	1,486
		<b>200,334</b>	209,404
<b>NET CURRENT (LIABILITIES) ASSETS</b>		<b>(57,995)</b>	79,002
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>442,036</b>	423,285

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2024

# 簡明綜合財務狀況表

於2024年6月30日

		<b>30 June 2024 2024年 6月30日 (Unaudited) (未經審計) RMB'000 人民幣千元</b>	31 December 2023 2023年 12月31日 (Audited) (經審計) RMB'000 人民幣千元
<b>NON-CURRENT LIABILITIES</b>	<b>非流動負債</b>		
Other payables and accruals	其他應付款及應計費用	<b>269</b>	258
Lease liabilities — non-current portion	租賃負債 — 非即期部分	<b>17,078</b>	178
		<b>17,347</b>	436
<b>NET ASSETS</b>	<b>資產淨值</b>	<b>424,689</b>	422,849
<b>CAPITAL AND RESERVES</b>	<b>資本及儲備</b>		
Share capital	股本	<b>1,469,376</b>	1,469,376
Reserves	儲備	<b>(1,033,595)</b>	(1,036,673)
Equity attributable to owners of the Company	本公司擁有人應佔權益	<b>435,781</b>	432,703
Non-controlling interests	非控股權益	<b>(11,092)</b>	(9,854)
<b>TOTAL EQUITY</b>	<b>總權益</b>	<b>424,689</b>	422,849

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2024

### 1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 (“**HKAS 34**”) “*Interim Financial Reporting*” issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) as well as the applicable disclosure requirements of Appendix D2 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The directors of the Company (the “**Directors**”) have, at the time of approving the condensed consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the condensed consolidated financial statements.

### 2. PRINCIPAL ACCOUNTING POLICIES

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

Other than additional accounting policies resulting from application of amendments to Hong Kong Financial Reporting Standards (“**HKFRSs**”), and application of certain accounting policies which become relevant to the Group, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2024 are the same as those presented in the Group’s annual consolidated financial statements for the year ended 31 December 2023.

## 簡明綜合財務報表附註

截至2024年6月30日止六個月

### 1. 編製基準

簡明綜合財務報表乃根據香港會計師公會（「**香港會計師公會**」）頒佈的香港會計準則第34號（「**香港會計準則第34號**」）「*中期財務報告*」及香港聯合交易所有限公司證券上市規則附錄D2所載之適用披露規定而編製。

於批准簡明綜合財務報表時，本公司董事（「**董事**」）已合理預期本集團有足夠資源於可預見的未來繼續現有經營。因此，彼等在編製簡明綜合財務報表時繼續採用持續經營會計基準。

### 2. 主要會計政策

除若干按公允價值計量的金融工具（如適用）外，簡明綜合財務報表乃以歷史成本基準編製。

除應用香港財務報告準則（「**香港財務報告準則**」）修訂本及應用與本集團相關的若干會計政策所產生之額外會計政策外，截至2024年6月30日止六個月的簡明綜合財務報表所使用的會計政策及計算方法與本集團截至2023年12月31日止年度的年度綜合財務報表所呈列者相同。

## 2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

### Application of amendments to HKFRSs

In the current interim period, the Group has applied the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the Group's annual period beginning on 1 January 2024 for the preparation of the Group's condensed consolidated financial statements:

Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020)
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

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

## 2. 主要會計政策 (續)

### 應用香港財務報告準則修訂本

於本中期期間，本集團已就編製本集團的簡明綜合財務報表首次應用下列由香港會計師公會頒佈的香港財務報告準則修訂本，該等修訂本在本集團於2024年1月1日開始的年度期間強制生效：

香港財務報告準則第16號(修訂本)	售後租回之租賃負債
香港會計準則第1號(修訂本)	將負債分類為流動或非流動及對香港詮釋第5號的相關修訂(2020年)
香港會計準則第1號(修訂本)	附帶契諾的非流動負債
香港會計準則第7號及香港財務報告準則第7號(修訂本)	供應商融資安排

除下文所述外，於本中期期間應用香港財務報告準則修訂本對本集團於本期間及過往期間的財務狀況及表現及／或對該等簡明綜合財務報表所載列的披露並無重大影響。

## 2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

### Application of amendments to HKFRSs (Continued)

2.1 *Impacts on application of Amendments to HKAS 1 Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) (the “2020 Amendments”) and Amendments to HKAS 1 Non-current Liabilities with Covenants (the “2022 Amendments”)*

#### 2.1.1 Accounting policies

Convertible loan notes (with conversion options not meeting “**fixed for fixed criterion**”)

When determining the classification of convertible loan notes as current or non-current, the Group considers both the redemption through cash settlement and the transfer of the Group’s own equity instruments as a result of exercise of conversion options by holders as settlement of the convertible loan notes.

#### 2.1.2 Transition and summary of impact

The application of the amendments in the current period had no material impact on the condensed consolidated financial statements.

## 2. 主要會計政策 (續)

### 應用香港財務報告準則修訂本 (續)

2.1 應用香港會計準則第1號(修訂本)將負債分類為流動或非流動及對香港詮釋第5號的相關修訂(2020年)(「2020年修訂本」)及香港會計準則第1號(修訂本)附帶契諾的非流動負債(「2022年修訂本」)的影響

#### 2.1.1 會計政策

可換股貸款票據(轉換選項不符合「**固定對固定標準**」)

在釐定將可換股貸款票據分類為流動或非流動時，本集團將透過現金結算進行的贖回及因持有人行使轉換權而轉讓本集團自身的股本工具視為可換股貸款票據的結算。

#### 2.1.2 過渡及影響概要

於本期間應用該等修訂本不會對簡明綜合財務報表產生重大影響。



### 3. REVENUE

Revenue from contracts with customer 客戶合約收益

Type of services 服務類別

Construction of infrastructure and development of properties: 基礎設施建設及物業發展：

Construction of land 土地建設

Leases 租賃

Total revenue 總收益

### 3. 收益

Six months ended 30 June

截至6月30日止六個月

2024 (Unaudited) (未經審計) RMB'000 人民幣千元	2023 (Unaudited) (未經審計) RMB'000 人民幣千元
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4,710	–
755	744
5,465	744

### 4. OPERATING SEGMENTS

The following is an analysis of the Group's revenue and results by reportable and operating segments:

For the six months ended 30 June (unaudited)

### 4. 經營分部

以下為本集團按可報告及經營分部劃分之收益及業績分析：

截至6月30日止六個月(未經審計)

		Segment revenue 分部收益		Segment results 分部業績	
		2024 RMB'000 人民幣千元	2023 RMB'000 人民幣千元	2024 RMB'000 人民幣千元	2023 RMB'000 人民幣千元
Construction of infrastructure and development of properties	基礎設施建設及物業發展	4,710	–	(254)	–
Property investments and leasing business	物業投資及租賃業務	755	744	(3,017)	702
Total	總計	5,465	744	(3,271)	702
Other income	其他收入			8,741	1,911
Reversal of impairment losses under expected credit loss model	預期信貸虧損模式下的減值虧損撥回			1	1
Finance cost	融資成本			(7)	(912)
Administrative and other operating expenses	行政及其他經營開支			(3,600)	(6,334)
Profit (loss) before tax	除稅前溢利(虧損)			1,864	(4,632)

## 5. OTHER INCOME

Bank interest income  
Dividends from equity instruments at  
FVTOCI relating to investments held  
at the end of the reporting period  
Gain on disposal of assets classified  
as held for sale  
Sundry income

銀行利息收入  
與報告期末所持投資相關並  
按公允價值計入其他全面  
收入的股本工具的股息  
出售分類為持作銷售的資產的  
收益  
雜項收入

Six months ended 30 June		截至6月30日止六個月	
2024	2023		
(Unaudited)	(Unaudited)		
(未經審計)	(未經審計)		
RMB'000	RMB'000		
人民幣千元	人民幣千元		
		4	7
		1,686	1,804
		6,900	–
		151	100
		<b>8,741</b>	<b>1,911</b>

## 6. FINANCE COST

Interest on lease liabilities  
Interest on other borrowings

租賃負債利息  
其他借款利息

Six months ended 30 June		截至6月30日止六個月	
2024	2023		
(Unaudited)	(Unaudited)		
(未經審計)	(未經審計)		
RMB'000	RMB'000		
人民幣千元	人民幣千元		
		336	12
		600	900
		<b>936</b>	<b>912</b>

## 5. 其他收入

## 6. 融資成本

## 7. REVERSAL OF IMPAIRMENT LOSSES UNDER EXPECTED CREDIT LOSS MODEL

Reversal of impairment losses recognised in respect of:  
— other receivables

就以下項目確認的減值虧損撥回：  
— 其他應收款

The basis of determining the inputs and assumptions and the estimation techniques used in the condensed consolidated financial statements for the six months ended 30 June 2024 are the same as those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2023.

During the current interim period, the Group reversed the impairment allowance of approximately RMB1,000 (six months ended 30 June 2023: approximately RMB1,000).

## 7. 預期信貸虧損模式下的減值虧損撥回

Six months ended 30 June

截至6月30日止六個月

2024 (Unaudited) (未經審計) RMB'000 人民幣千元	2023 (Unaudited) (未經審計) RMB'000 人民幣千元
<b>1</b>	<b>1</b>

釐定截至2024年6月30日止六個月的簡明綜合財務報表中所使用的輸入數字及假設以及估計技巧與在編製本集團截至2023年12月31日止年度的年度綜合財務報表時所遵循者相同。

於本中期期間，本集團撥回減值撥備約人民幣1,000元（截至2023年6月30日止六個月：約人民幣1,000元）。

## 8. INCOME TAX EXPENSE

Current tax:	即期稅項：
— PRC	— 中國

## 9. PROFIT (LOSS) FOR THE PERIOD

Profit (loss) for the period has been arrived at after charging:

Staff cost (including the directors' remuneration)
Expense relating to short-term leases
Depreciation of property, plant and equipment
Depreciation of right-of-use assets
Legal and professional fee

期內溢利(虧損)已扣除以下項目：

員工成本(包括董事薪酬)
與短期租賃相關的開支
物業、廠房及設備折舊
使用權資產折舊
法律及專業費用

## 8. 所得稅開支

Six months ended 30 June	
截至6月30日止六個月	
2024	2023
(Unaudited)	(Unaudited)
(未經審計)	(未經審計)
RMB'000	RMB'000
人民幣千元	人民幣千元
3	1

## 9. 期內溢利(虧損)

Six months ended 30 June	
截至6月30日止六個月	
2024	2023
(Unaudited)	(Unaudited)
(未經審計)	(未經審計)
RMB'000	RMB'000
人民幣千元	人民幣千元
2,802	3,073
290	101
83	84
972	333
1,360	624

## 10. EARNINGS (LOSS) PER SHARE

The calculation of the basic and diluted earnings (loss) per share attributable to owners of the Company is based on the following data:

Earnings (loss) for the period attributable to owners of the company for the purpose of basic and diluted earnings (loss) per share

### Number of shares

Weighted average number of ordinary shares for the purpose of basic and diluted earnings (loss) per share

No diluted earnings (loss) per share for the six months ended 30 June 2024 and 2023 were presented as there were no potential ordinary shares in issue for the six months ended 30 June 2024 and 2023.

## 11. DIVIDENDS

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

## 10. 每股盈利(虧損)

本公司擁有人應佔每股基本及攤薄盈利(虧損)乃根據以下數據計算：

### Six months ended 30 June

截至6月30日止六個月

2024	2023
(Unaudited)	(Unaudited)
(未經審計)	(未經審計)
RMB'000	RMB'000
人民幣千元	人民幣千元

**3,099** (3,856)

### Six months ended 30 June

截至6月30日止六個月

2024	2023
'000	'000
千股	千股

**1,469,376** 1,469,376

由於截至2024年及2023年6月30日止六個月並無潛在已發行普通股，故並無呈列截至2024年及2023年6月30日止六個月的每股攤薄盈利(虧損)。

## 11. 股息

於本中期期間概無派付、宣派或建議派付股息。董事決定不就本中期期間派付股息。

## 12. TRADE RECEIVABLES

## 12. 應收賬款

		<b>30 June 2024 2024年 6月30日 (Unaudited) (未經審計) RMB'000 人民幣千元</b>	31 December 2023 2023年 12月31日 (Audited) (經審計) RMB'000 人民幣千元
Trade receivables — contract with customers	應收賬款 — 客戶合約	<b>18,004</b>	13,151
Less: Allowance for credit losses	減：信貸虧損撥備	<b>(10,963)</b>	(10,963)
		<b>7,041</b>	2,188

The following is an aged analysis of trade receivable net of allowance for credit losses presented based on the repurchase agreement date at the end of the reporting period, which approximated the respective revenue recognition date:

基於報告期末購回協議日期(與各自收益確認日期相若)編製的應收賬款(扣除信貸虧損撥備)的賬齡分析如下：

		<b>30 June 2024 2024年 6月30日 (Unaudited) (未經審計) RMB'000 人民幣千元</b>	31 December 2023 2023年 12月31日 (Audited) (經審計) RMB'000 人民幣千元
61-120 days	61-120日	<b>4,853</b>	-
121-365 days	121-365日	-	-
Over 365 days	365日以上	<b>2,188</b>	2,188
		<b>7,041</b>	2,188

### 13. TRADE PAYABLES

Trade payables represented construction payables in relation to construction costs and other project-related expenses which are payable based on project progress measured by the Group. The suppliers have not specified the credit period granted to the Group.

The following is an aged analysis of trade payables at the end of the reporting period:

Within 180 days	180日內
Over 180 days	180日以上

### 13. 應付賬款

應付賬款為與建築成本及其他項目相關開支相關的應計建築開支，乃根據本集團計量的項目進度支付。供應商並無授予本集團指定信貸期。

以下為於報告期末的應付賬款的賬齡分析：

<b>30 June</b> <b>2024</b> <b>2024年</b> <b>6月30日</b> <b>(Unaudited)</b> <b>(未經審計)</b> <b>RMB'000</b> <b>人民幣千元</b>	31 December 2023 2023年 12月31日 (Audited) (經審計) RMB'000 人民幣千元
<b>1,000</b>	44,991
<b>149,475</b>	104,834
<b>150,475</b>	149,825

## MANAGEMENT DISCUSSION AND ANALYSIS

### FINANCIAL REVIEW

During the Period, the revenue of the Group amounted to approximately RMB5,465,000 (2023 Corresponding Period: RMB744,000), representing a significant increase in revenue as compared with the 2023 Corresponding Period. The significant increase in revenue is mainly due to the increase in revenue from construction of infrastructure and development of properties during the Period.

Profit before tax of the Group for the Period amounted to RMB1,864,000 as compared with loss before tax of RMB4,632,000 for the 2023 Corresponding Period. The turnaround from loss to profit was mainly attributable to, among other things, the combined effect of the following: (i) the increase in revenue from construction of infrastructure and development of properties as a result of the completion of the settlement of the overall construction of Zhongfang Chaozhou Jing Nan Industrial Park Project during the Period; and (ii) the increase in gain on disposal of assets classified as held for sale. Earnings per share was approximately RMB0.0021 (2023 Corresponding Period: loss per share of RMB0.0026).

### BUSINESS REVIEW

#### Construction of Infrastructure and Development of Properties

##### (i) Construction of Infrastructure Business

The construction of infrastructure business is one of the principal businesses of the Group. Zhongfang Chaozhou, a wholly-owned subsidiary of the Company, principally engages in construction of infrastructure in the PRC. Conventionally, the Group, being a contractor, will be responsible for (i) raising and financing the development cost of the construction projects; (ii) launching construction; and (iii) supervising the construction procedures and quality control. Upon completion of the construction project, the infrastructure will be repurchased by the government department or private company such that revenue can be recognised in this regard.

After several rounds of checking of the settlement data of Zhongfang Chaozhou Jing Nan Industrial Park Project (the "Project") by various parties, the audit results of the whole portion under the Project were agreed by the government, Chaozhou Jinshan and Zhongfang Chaozhou on 7 April 2024. As a result, the settlement of the Project was fully completed. The Group recorded a revenue of approximately RMB4,710,000 from the construction of infrastructure business during the Period.

## 管理層討論與分析

### 財務回顧

於本期，本集團之收益約為人民幣5,465,000元（2023年同期：人民幣744,000元），較2023年同期收益大幅上升。收益大幅上升主要由於本期基礎設施建設及物業發展之收益上漲所致。

本集團於本期之除稅前溢利為人民幣1,864,000元，2023年同期則為除稅前虧損人民幣4,632,000元。實現扭虧為盈主要由於（其中包括）下列(i)中房潮州徑南工業園項目整體工程的結算工作於本期完成，基礎設施建設及物業發展的收入增加；及(ii)出售分類為持作銷售的資產的收益增加之綜合影響。每股盈利約為人民幣0.0021元（2023年同期：每股虧損人民幣0.0026元）。

### 業務回顧

#### 基礎設施建設及物業發展

##### (i) 基礎設施建設業務

基礎設施建設業務是本集團的主要業務之一。本公司的全資附屬公司中房潮州主要於中國從事基礎設施建設。按照慣例，本集團作為承包商，將負責(i)籌集及資助建設項目的開發成本；(ii)啟動建設；及(iii)監督建設程序及質量控制。建設項目完成後，基礎設施將由政府部門或私人公司購回，以便可在該方面確認收益。

中房潮州徑南工業園項目（「該項目」）的結算工作經幾方多次數據核對後，於2024年4月7日該項目全部工程的審核結果由政府、潮州金山及中房潮州三方達成一致意見。至此，該項目的結算工作全部完成，於本期，本集團錄得基礎設施建設業務收益約人民幣4,710,000元。



(ii) *Development of Properties*

Shennongjia Hotel, a non wholly-owned subsidiary of the Company, principally engages in the development of properties, tourism and hotel services.

Shennongjia Hotel holds the land use rights of two parcels of adjoining land, with a total site area of approximately 35,506 sq.m. located in Ping Qian Ancient Town, Da Jiu Hu, Shennongjia Forestry District, Hubei Province, PRC\* (中國湖北省神農架林區大九湖坪阡古鎮) for the construction of hotel, sports venues and commercial shops as well as courtyards, of which the hotel, sports venues and commercial shops are for commercial hotel service use and the courtyards are for sale.

Due to the booming tourism in various regions after the lifting of pandemic control measures, local governments have imposed restrictions on the transportation of construction materials during the peak travel season, leading to a slight delay in the construction progress of the Shennongjia Hotel. However, the management is striving to optimise the project plan and allocate various resources of the Group to expedite the construction progress.

As at 30 June 2024, the properties are under construction and it is expected that all construction will be completed and the renovation will begin this year.

The Group is from time to time searching for opportunities to reinforce its financial strength. It will explore suitable investment and construction projects through strong connections of the management and public and private tenders.

\* *For identification purpose only*

(ii) *物業發展*

本公司的非全資附屬公司神農架賓館主要從事物業發展、旅遊及酒店服務。

神農架賓館持有兩塊毗鄰土地的土地使用權，該兩塊土地位於中國湖北省神農架林區大九湖坪阡古鎮，總佔地面積約35,506平方米，用於建設酒店、體育場館及商舖以及合院。其中，酒店、體育場館及商舖用於商業用途，合院則用於出售。

由於疫情管控解除後各地旅遊火爆，當地政府於旅遊旺季對施工材料運輸施加限制，神農架賓館建設進度預計有些許的延後。然而，管理層正在努力優化項目計劃，調配集團各項資源，以加速建設進度。

於2024年6月30日，該等物業正在施工，預計將於本年度完成全部建設並開始裝修。

本集團不時尋找機會以加強其財務實力。其將通過管理層的強大關係以及公共及私人招標來發掘合適的投資及建設項目。

\* *僅供識別*

## Property Investment and Leasing Business

The Group's property investment and leasing business is mainly distributed in the cities such as Sanhe, Guangzhou, Beijing and Shennongjia Forestry District. The Company identifies potential properties for investment purposes from time to time to receive rental income and may enjoy potential property appreciation income in the future. The Group currently owns 11 shop units and 60 car parking spaces located in Sanhe, a shop unit in Guangzhou, 125 offices located in the Zhiying Commercial Center in Liangxiang Higher Education Park, Fangshan, Beijing (the "**Fangshan Project**"), and a commercial property in Shunyi, Beijing, the construction of which is completed, as well as hotels, sports venues and commercial shops in the Shennongjia Forestry District, the construction of which have not yet been completed.

The business model in the property investment and leasing business is acquisition for selling and/or leasing, which the Company acquires suitable and potential properties which are ready for selling and leasing. As such, revenue can be recognised through earning the price difference between the buying and selling price. The Group can also record rental incomes from the leasing of the properties. The Group will continue to identify potential property investment projects.

During the Period, the property investment and leasing business of the Group recorded rental income of RMB755,000 (2023 Corresponding Period: RMB744,000).

The Group has equipped a professional team in property leasing and property management for the Fangshan Project during the 2023 Financial Year. According to the current market conditions, the Group plans to lease out part of the properties of the Fangshan Project for operations, and the remaining properties will be put on the market at an opportunity according to the operation situation.

## 物業投資及租賃業務

本集團的物業投資及租賃業務主要分佈於三河、廣州、北京及神農架林區等城市。本公司不時尋找用於投資用途的有潛力的物業，以收取租金收入，並可能於未來享受潛在的物業增值收益。本集團目前擁有位於三河的11個商舖單位及60個停車位、位於廣州的一個商舖單位、北京房山良鄉高教園內的智盈商業中心125個辦公室（「**房山項目**」）及位於北京順義的一個商用物業，有關建設已竣工，以及位於神農架林區的酒店、運動場館及商舖，有關建設仍未竣工。

物業投資及租賃業務的商業模式是為出售及／或租賃而進行收購，本公司收購準備用於出售及租賃的合適及有潛力的物業。因此，收入可通過賺取購買及銷售價格之間的價格差來確認。本集團亦可記錄來自物業租賃的租金收入。本集團將繼續物色潛在的物業投資項目。

於本期，本集團的物業投資及租賃業務錄得租金收入人民幣755,000元（2023年同期：人民幣744,000元）。

本集團已於2023年財政年度為房山項目配備物業租賃及物業管理方面的專業團隊，根據目前市場情況，本集團計劃將房山項目部分物業對出租運營，剩餘物業將視運營情況擇機安排入市。

## BUSINESS PROSPECTS

Confronted with multiple risks, the pace of global economic recovery has slowed down. Confronted with challenges such as weak exports and investment, as well as insufficient demand, the domestic economic recovery has been lower than expected. The Group will continue to firmly pursue its goal of steady development and promote existing infrastructure projects while actively responding to national policies and exploring other infrastructure projects with potential; at the same time, it will integrate the Group's resources to promote the construction and operation of various property projects to achieve profitability as soon as possible. Taking into account the change in the property market environment and consumption trend from time to time, the Group also proactively explores development opportunities in various formats within the property investment sector, such as the operation and management of commercial properties, as well as sports and cultural venues. Meanwhile, the Board is actively expanding investment and development opportunities in other areas, and strives to find and screen out projects that are in line with the Group's overall development strategy to enhance the Group's overall business strength.

### Shennongjia Hotel Project

The Shennongjia Hotel is currently under construction and is scheduled to commence operation in 2025. With starred hotel standard construction and decoration, Shennongjia Hotel will be a high-end hotel having the largest number of guest rooms in the Shennongjia scenic area. In light of the resurgence in domestic tourism following the pandemic, the Shennongjia Hotel is well-positioned to capitalise on this renewed demand. In addition to generating the revenue from hotel operations, the Group will also recognise additional income through the leasing of its sports venues and commercial shops which will further enhance the financial performance of this project.

### Shenzhen Dongchong Project

The Group has entered into leasing agreements in relation to a hotel development and operation project in Nanao Dongchong, Shenzhen (the "**Shenzhen Dongchong Project**"). The Shenzhen Dongchong Project involved renovation and upgrading of the existing properties to establish a hotel resort with a total construction area of approximately 6,000 sq.m.. The renovation of the Shenzhen Dongchong Project is in progress and the full operation will be in 2025.

## 業務展望

全球經濟面臨多重風險，復蘇步伐放緩。國內經濟也面臨出口、投資乏力及需求不足的困境，經濟復蘇低於預期。本集團將繼續堅定穩中求進的發展目標，在推動現有基礎設施建設項目的同時，積極響應國家政策，挖掘其他有潛力的基礎設施建設項目；同時整合集團各項資源，推進各物業項目的建設及運營以盡快實現盈利。本集團亦在不時考量物業市場環境變化及消費趨勢，積極探索物業投資領域不同業態的發展機會，譬如商業物業的運營管理、體育文化場館的運營管理等。同時，董事會正在其他領域積極開拓投資及發展機會，努力挖掘並篩選出符合本集團整體發展戰略的項目，以增強本集團整體業務實力。

### 神農架賓館項目

神農架賓館正在施工建設中，預計於2025年開始運營。神農架賓館將以星級酒店標準建設及裝潢，其將成為神農架景區內客房數量最多的高級酒店。鑑於疫情後國內旅遊業復甦，神農架賓館已準備就緒，把握這股復甦需求。除酒店運營產生的收入外，本集團亦將透過出租其體育場館及商舖確認額外收入，從而進一步提升本項目的財務表現。

### 深圳東涌項目

本集團已就深圳南澳東涌的酒店發展及運營項目（「**深圳東涌項目**」）訂立租賃協議。深圳東涌項目涉及裝修及升級現有物業，以建立總建築面積約6,000平方米的酒店度假村。深圳東涌項目的翻新工程正在進行中，並將於2025年全面投入運營。

## Entertainment Project

For the 2023 Financial Year, the Group won the bidding the rental right of a 3,000 sq.m. vacant land in the Shenyun Cultural and Sports Park\* (深雲文體公園) in Shenzhen for operating an entertainment project in the cultural and sports park, including indoor skiing, indoor surfing and children's entertainment. The venue is currently under renovation and is expected to begin its operation officially in the second half of 2024.

The Group remains proactive in seeking different business opportunities for expansion within or beyond the segments of construction of infrastructure and development of properties business and property investment and leasing business. With the ongoing development of the Shennongjia Hotel, the Shenzhen Dongchong Project, and the Entertainment Project progressing as planned, the Group is confident in its ability to sustain steady business growth and generate long-term value for its Shareholders.

## LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 30 June 2024, the Group's total assets amounted to RMB642,370,000 (31 December 2023: RMB632,689,000), representing an increase of 1.53%. As at 30 June 2024, the non-current assets and current assets were RMB500,031,000 (31 December 2023: RMB344,283,000) and RMB142,339,000 (31 December 2023: RMB288,406,000), respectively.

With a prudent financial management policy and a solid financial position, the working capital of the Group is usually financed by its internally generated resources. As at 30 June 2024, the Group had net current liabilities of approximately RMB57,995,000 (31 December 2023: net current assets of approximately RMB79,002,000), including cash and cash equivalents of RMB7,890,000 (31 December 2023: RMB3,741,000).

As at 30 June 2024, the Group had no bank borrowings, but had other borrowings of approximately RMB7,815,000 (31 December 2023: RMB7,215,000). The Group's current ratio (current assets/current liabilities) and gearing ratio (total liabilities/total assets) was 0.71 times (31 December 2023: 1.38 times) and 0.34 times (31 December 2023: 0.33 times), respectively.

\* For identification purpose only

## 遊樂項目

於2023年財政年度，本集團競得深圳深雲文體公園一處3,000平米閒置空地的租賃權，用以經營文體公園遊樂項目，包括室內滑雪、室內衝浪及兒童娛樂等。目前該場地正在裝修中，預計2024年下半年正式運營。

本集團仍然積極在基礎設施建設及物業發展業務以及物業投資及租賃業務分部內外尋求不同的業務擴展機會。隨著神農架賓館、深圳東涌項目及遊樂項目的持續開發正按計劃進行中，本集團有信心維持業務穩定增長，為其股東創造長期價值。

## 流動資金、財務資源及資本架構

於2024年6月30日，本集團的資產總值為人民幣642,370,000元（2023年12月31日：人民幣632,689,000元），上升1.53%。於2024年6月30日，非流動資產及流動資產分別為人民幣500,031,000（2023年12月31日：人民幣344,283,000元）及人民幣142,339,000元（2023年12月31日：人民幣288,406,000元）。

本集團遵循審慎財務管理政策以及擁有良好的財務狀況，一般以內部產生之資源作為其營運資金。於2024年6月30日，本集團擁有流動負債淨額約人民幣57,995,000元（2023年12月31日：流動資產淨值約人民幣79,002,000元），其中包括現金及現金等價物人民幣7,890,000元（2023年12月31日：人民幣3,741,000元）。

於2024年6月30日，本集團並無銀行貸借款，但有其他借款人民幣7,815,000元（2023年12月31日：人民幣7,215,000元）。本集團的流動比率（流動資產／流動負債）及資產負債比率（總負債／總資產）分別為0.71倍（2023年12月31日：1.38倍）及0.34倍（2023年12月31日：0.33倍）。

\* 僅供識別

## MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES AND ASSOCIATES

## 重大收購及出售附屬及聯營公司

### Pre-acquisition of property in Beijing PRC

### 預購於中國北京的物業

On 15 November 2016, Beijing Shen Shang, the subscriber, entered into a pre-acquisition agreement with Beijing Zhong Tou, pursuant to which Beijing Zhong Tou agreed to sell and Beijing Shen Shang agreed to acquire a property at a total consideration of RMB152,800,000. The property is a commercial premise with the construction area of 2,800 sq.m., with the right to use its car parks of 5,000 sq.m. at the basement level two, being part of Phase 3 of the ancillary facility project of Beijing International Zone Convention Center\* (北京會展國際港展館) to be constructed in Beijing Shunyi District Tianzhu Airport Commercial Zone\* (北京市順義區天竺空港商務區) (the "**Beijing Property**"). Please refer to the announcement of the Company dated 15 November 2016 for details.

於2016年11月15日，北京瀋商(即認購方)與北京中投訂立預購協議，據此，北京中投同意出售及北京瀋商同意收購物業，總代價為人民幣152,800,000元。物業為建築面積2,800平方米並有權使用其負二層5,000平方米停車場之商用物業，即位於北京市順義區天竺空港商務區將興建的北京會展國際港展館配套設施項目3期的一部分(「**北京物業**」)。有關詳情載於本公司日期為2016年11月15日的公告。

On 26 March 2018, Beijing Shen Shang and Beijing Zhong Tou entered into a supplemental agreement in relation to the pre-acquisition agreement to postpone the date of the acceptance and transfer of the Beijing Property to 31 December 2019. The pre-sale permit for the project has been obtained on 17 August 2018.

於2018年3月26日，北京瀋商與北京中投就預購協議訂立補充協議以推遲北京物業驗收交付日期至2019年12月31日。該項目已於2018年8月17日取得預售許可證。

However, due to multiple factors, including the 70th anniversary of the National Day, important meetings and the haze days, the construction was suspended at the request of the government, and the impact of the COVID-19 pandemic in 2020, the completion of the Beijing Property was postponed.

然而，由於國慶70週年、重大會議及霧霾天等多重因素影響，工程應政府要求暫停施工以及於2020年受新冠疫情影响，北京物業延遲竣工。

As at the date hereof, the construction of Beijing Property has completed, when its completion registration is in progress. As at the date hereof, the transaction is still in progress.

於本公告日期，北京物業已竣工，正在辦理竣工備案手續。於本公告日期，該交易仍在進行中。

\* For identification purpose only

\* 僅供識別

### **Disposal of 0.19% of the Total Issued Share Capital of Chaozhou Rural Commercial Bank (“Sale Shares”)**

On 14 June 2023, Zhongfang Chaozhou, a wholly-owned subsidiary of the Company, entered into the share transfer agreements with an Independent Third Party, (the “Purchaser”), pursuant to which Zhongfang Chaozhou agreed to sell, and the Purchaser has agreed to purchase, 5,000,000 shares of Chaozhou Rural Commercial Bank for a consideration of RMB12,000,000. The Sale Shares represent approximately 0.19% of the total issued share capital of Chaozhou Rural Commercial Bank as at the date of the share transfer agreements.

On 14 December 2023, Zhongfang Chaozhou and the Purchaser entered into a second supplemental agreement which both parties agreed to extend the completion deadline to 31 March 2024.

The disposal was completed on 22 March 2024 and gain on disposal of assets classified as held for sale of approximately RMB6,900,000 was recognised during the Period.

Please refer to the announcements of the Company dated 14 June 2023 and 14 December 2023 for details.

### **SIGNIFICANT INVESTMENTS**

During the Period, save as disclosed above, the Company did not have any significant investments.

### **出售潮州農商銀行之全部已發行股本0.19% (「待售股份」)**

於2023年6月14日，中房潮州(即本公司全資附屬公司)與獨立第三方(「買方」)訂立股份轉讓協議，據此，中房潮州同意出售，而買方同意購買潮州農商銀行5,000,000股股份，代價為人民幣12,000,000元。於股份轉讓協議日期，待售股份佔潮州農商銀行之全部已發行股本約0.19%。

於2023年12月14日，中房潮州與買方訂立補充協議，雙方同意延長完成的期限至2024年3月31日。

出售事項已於2024年3月22日完成，並於本期確認出售分類為持作銷售的資產的收益約人民幣6,900,000元。

有關詳情請參閱本公司日期為2023年6月14日及2023年12月14日的公告。

### **重大投資**

於本期，除上文所披露者外，本公司並無持有任何重大投資。



## NUMBER OF EMPLOYEES, EMOLUMENTS, TRAINING SCHEMES AND SHARE OPTION SCHEMES

As at 30 June 2024, the Group employed a total of 44 employees (2023 Corresponding Period: 51). The Group has entered into employment contracts with all employees, and offered employment packages according to their positions, qualifications, experience and abilities. During the Period, the aggregate salaries and emoluments amounted to RMB2,802,000 (2023 Corresponding Period: RMB3,073,000). The Group also provides benefits to employees, such as contributions to endowment insurance, basic medical insurance and housing reserve in accordance with the relevant laws of the PRC. The Group has not adopted any share option scheme for any of its senior management or employees.

## ASSETS SECURED/PLEDGED

As at 30 June 2024, no asset of the Group was secured or pledged (2023 Corresponding Period: Nil).

## SEGMENTAL INFORMATION

Details of segmental information are set out in Note 4 to the condensed consolidated financial statements in this announcement.

## CURRENCY RISKS

Other than a subsidiary established in Hong Kong, the revenue and expenses of the Group are mainly denominated in RMB. The Group is exposed to foreign currency risk on transactions denominated in currencies other than the functional and reporting currency of the Group, which is RMB. The changes in the exchange rate of Hong Kong Dollar against RMB will affect the results of the Group. The Group currently does not have a hedging policy against foreign exchange risk. The management of the Company will consider hedging significant currency exposure in the future should the need arise.

## 僱員人數及薪酬、培訓計劃及購股權計劃

於2024年6月30日，本集團共聘用44名僱員（2023年同期：51名）。本集團與全體僱員均已簽署聘用合同，根據僱員所在不同崗位、資歷、經驗及能力提供不同之薪酬待遇。於本期，薪金及酬金總額為人民幣2,802,000元（2023年同期：人民幣3,073,000元）。同時，根據中國有關法律規定，本集團為僱員提供福利如交納養老保險金、基本醫療保險金及住房公積金。本集團尚未採納任何高級管理人員或員工購股權計劃。

## 資產抵押／質押

於2024年6月30日，本集團並無任何資產抵押或質押（2023年同期：無）。

## 分部資料

有關分部資料的詳情載於本公告簡明綜合財務報表附註4。

## 外匯風險

除於香港成立的一間附屬公司外，本集團之收益及開支主要以人民幣計值。本集團承受以本集團功能及申報貨幣（人民幣）以外的貨幣計值的交易的外匯風險。港元兌人民幣的匯率變動將影響本集團的業績。本集團目前並無外匯風險的對沖政策。本公司管理層將考慮日後於有需要時對沖重大貨幣風險。

## CAPITAL COMMITMENTS

As at 30 June 2024, the total capital commitments of the Group amounted to RMB125,811,000 (31 December 2023: RMB62,163,000), including capital expenditure contracted for but not provided in the condensed consolidated financial statements in respect of (i) capital contribution to subsidiaries of RMB24,335,000 (31 December 2023: RMB23,735,000); (ii) acquisition of properties of RMB3,700,000 (31 December 2023: RMB3,700,000); (iii) construction cost of properties under development of RMB35,370,000 (31 December 2023: RMB34,728,000); (iv) construction cost of investment properties of RMB60,868,000 (31 December 2023: Nil); and (v) construction cost of property, plant and equipment of RMB1,538,000 (31 December 2023: Nil).

## CONTINGENT LIABILITIES

As at 30 June 2024, the Group had no significant contingent liabilities (2023 Corresponding Period: Nil).

## LITIGATION

In May 2024, two subcontractors (the “**Plaintiffs**”) filed litigations to the Xiangqiao District People’s Court of Chaozhou City against the Company, Zhongfang Chaozhou Investment Development Company Limited\* (中房潮州投資開發有限公司) (“**Zhongfang Chaozhou**”), a wholly-owned subsidiary of the Company, and Jiangsu Provincial Construction Holding Limited, the main contractor (as the Independent Third Party), for outstanding liabilities of RMB5,261,000 and RMB3,019,000, respectively. The Plaintiffs applied court orders to freeze Zhongfang Chaozhou’s bank balances of approximately RMB5,261,000 and RMB3,019,000, respectively under the restricted bank balances. In May 2024, the court orders were granted and the aforesaid bank balances would be frozen for one year. As at 30 June 2024, the litigations were not in trial yet.

## EVENTS AFTER THE REPORTING PERIOD

There are no material events from the end of the Period to the date hereof.

\* For identification purpose only

## 資本承擔

於2024年6月30日，本集團的總資本承擔為人民幣125,811,000元（2023年12月31日：人民幣62,163,000元），包括有關(i)向附屬公司注資人民幣24,335,000元（2023年12月31日：人民幣23,735,000元）；(ii)收購物業人民幣3,700,000元（2023年12月31日：人民幣3,700,000元）；(iii)開發中物業的建設成本人民幣35,370,000元（2023年12月31日：人民幣34,728,000元）；(iv)投資物業的建設成本人民幣60,868,000元（2023年12月31日：無）；及(v)物業、廠房及設備的建設成本人民幣1,538,000元（2023年12月31日：無）的已訂約但尚未於簡明綜合財務報表內撥備的資本開支。

## 或然負債

於2024年6月30日，本集團並無任何重大或然負債（2023年同期：無）。

## 訴訟

於2024年5月，兩名分包商（「原告」）分別就人民幣5,261,000元及人民幣3,019,000元的未償還結餘向潮州市湘橋區人民法院提交針對本公司及本公司全資附屬公司中房潮州投資開發有限公司（「中房潮州」）、總承包商江蘇省建工集團有限公司（作為獨立第三方）的訴訟。原告申請法院頒令凍結中房潮州在受限制銀行結餘項下分別約人民幣5,261,000元及人民幣3,019,000元的銀行結餘。法院於2024年5月頒令，上述銀行結餘遭凍結一年。於2024年6月30日，訴訟尚未開審。

## 期後事項

自本期末至本公告日期概無任何重大事項。

\* 僅供識別



## OTHER INFORMATION

### CODE OF CORPORATE GOVERNANCE

The Company has complied with all code provisions of the Corporate Governance Code (the “CG Code”) as set out in Appendix C1 of the Listing Rules during the Period, except the following:

Code provision C.1.8 of the CG Code requires that the company should arrange appropriate insurance cover in respect of legal action against its directors. The Company did not arrange such insurance cover during the Period as Directors considered that the risk of material legal claims against Directors is minimal. Nevertheless, the Board will review this arrangement from time to time in light of the prevailing circumstances and arrange for appropriate insurance coverage when necessary.

### COMPLIANCE WITH MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS AND SUPERVISORS

The Company has adopted the Model Code as set out in Appendix C3 of the Listing Rules as the code of conduct for dealing in the securities of the Company by the Directors and Supervisors. Following a specific enquiry, all Directors and Supervisors confirm that they have complied with the required standard set out in the Model Code during the Period.

### PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries have purchased, sold or redeemed any of the listed securities of the Company during the Period.

### REVIEW OF INTERIM RESULTS

The audit committee of the Company has reviewed the unaudited condensed consolidated financial information of the Group for the Period.

### INTERIM DIVIDEND

The Board does not recommend the payment of interim dividends for the Period (2023 Corresponding Period: Nil).

## 其他資料

### 企業管治守則

本公司已於本期遵守上市規則附錄C1所載之企業管治守則(「企管守則」)之所有守則條文，惟下文除外：

企管守則之守則條文C.1.8規定，本公司應就對其董事之法律行動投購合適之保險險種。由於董事認為對董事提出重大法律索償之風險不大，故本公司於本期並無投購有關保險險種。然而，董事會將視乎當前狀況不時檢討此安排，並於有需要時投購合適之保險險種。

### 董事及監事遵守進行證券交易之標準守則

本公司已採納載於上市規則附錄C3之標準守則，作為董事及監事買賣本公司證券之守則。經作出特定查詢後，全體董事及監事確認彼等於於本期已遵守標準守則所載之規定標準。

### 購買、銷售或贖回本公司上市證券

於本期，本公司及其附屬公司概無購買、銷售或贖回本公司任何上市證券。

### 審閱中期業績

本公司審核委員會已審閱本期本集團之未經審計簡明綜合財務資料。

### 中期股息

董事會不建議就本期派付中期股息(2023年同期：無)。

## DIRECTORS', CHIEF EXECUTIVES' AND SUPERVISORS' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATIONS

As at 30 June 2024, none of the directors, chief executives and supervisors of the Company had interests or short positions in Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) pursuant to the Model Code as set out in Appendix C3 of the Listing Rules to be notified to the Company and the Stock Exchange.

## SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as is known to the directors, chief executives and supervisors of the Company, as at 30 June 2024 the following corporations and individuals had interests and/or short positions in the Shares and underlying Shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

## 董事、最高行政人員及監事於本公司或任何關聯法團的股份、相關股份及債權證的權益及淡倉

於2024年6月30日，概無本公司董事、最高行政人員及監事於本公司或其任何關聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中，擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例的該等條文，彼等被當作或視為擁有的權益或淡倉）；或(b)根據證券及期貨條例第352條須記入該條例所述的登記冊的權益或淡倉；或(c)根據上市規則附錄C3所載標準守則須知會本公司及聯交所的權益或淡倉。

## 主要股東於本公司股份及相關股份中的權益及淡倉

據本公司董事、最高行政人員及監事所知，於2024年6月30日，以下公司及人士於股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部的條文將須披露予本公司及聯交所的權益及／或淡倉，或根據證券及期貨條例第336條須於本公司備存的登記冊所記錄的權益及／或淡倉：

Interest owners	Shares	Approximate percentage of the total number of issued share capital (Note 5) 佔已發行股本總數概約百分比 (附註5)
權益持有人	股份	
1 Beijing Hua Xia Ding Technology Company Limited*	420,000,000 Domestic Shares	28.58%
北京華夏鼎科技有限公司	420,000,000 股內資股	28.58%
2 Huang Guang Fu (Note 1)	420,000,000 Domestic Shares	28.58%
黃廣服 (附註1)	420,000,000 股內資股	28.58%
3 Beijing Lichuang Future Technology Company Limited*	180,000,000 Domestic Shares	12.25%
北京力創未來科技有限公司	180,000,000 股內資股	12.25%
4 Zhai Ming Yue (Note 2)	180,000,000 Domestic Shares	12.25%
翟明月 (附註2)	180,000,000 股內資股	12.25%

Interest owners	Shares	Approximate percentage of the total number of issued share capital (Note 5)
權益持有人	股份	佔已發行股本總數概約百分比 (附註5)
5 Shenzhen Wan Zhong Run Long Investment Company Limited* (now known as Shenzhen Wan Zhong Run Long Construction Material Co. Ltd*) 深圳市萬眾潤隆投資有限公司 (現稱深圳市萬眾潤隆建材有限公司)	140,000,000 Domestic Shares 140,000,000 股內資股	9.53%
6 Zhang Song (Note 3) 張松(附註3)	140,000,000 Domestic Shares 140,000,000 股內資股	9.53%
7 HKSCC Nominees Limited (Note 4) 香港中央結算(代理人)有限公司(附註4)	599,477,515 H-Shares (listed Shares) 599,477,515 股H股(上市股份)	40.80%

Notes:

附註：

- |   |   |
|---|---|
| <p>1. Huang Guang Fu is a PRC resident who holds 100% equity interests in Beijing Hua Xia Ding Technology Company Limited* (北京華夏鼎科技有限公司). Pursuant to section 316 of the SFO, Huang Guang Fu is also deemed to be interested in the underlying Shares held by Beijing Hua Xia Ding Technology Company Limited* (北京華夏鼎科技有限公司).</p>       | <p>1. 黃廣服是中國公民，於北京華夏鼎科技有限公司持有100%股權。根據證券及期貨條例第316條，黃廣服亦被視為在北京華夏鼎科技有限公司持有的相關股份中擁有權益。</p>   |
| <p>2. Zhai Ming Yue is a PRC resident who holds 100% equity interests in Beijing Lichuang Future Technology Company Limited* (北京力創未來科技有限公司). Pursuant to section 316 of the SFO, Zhai Ming Yue is also deemed to be interested in the underlying Shares held by Beijing Lichuang Future Technology Company Limited* (北京力創未來科技有限公司).</p> | <p>2. 翟明月是中國公民，於北京力創未來科技有限公司持有100%股權。根據證券及期貨條例第316條，翟明月亦被視為在北京力創未來科技有限公司持有的相關股份中擁有權益。</p> |
| <p>3. Zhang Song is a PRC resident who holds 100% equity interests in Shenzhen Wan Zhong Run Long Investment Company Limited* (深圳市萬眾潤隆投資有限公司). Pursuant to section 316 of the SFO, Zhang Song is deemed to be interested in the underlying Shares held by Shenzhen Wan Zhong Run Long Investment Company Limited* (深圳市萬眾潤隆投資有限公司).</p>  | <p>3. 張松是中國公民，於深圳市萬眾潤隆投資有限公司持有100%股權。根據證券及期貨條例第316條，張松被視為在深圳市萬眾潤隆投資有限公司持有的相關股份中擁有權益。</p>  |

4. As notified by HKSCC Nominees Limited, as at 30 June 2024, the following participants of CCASS had interests amounting to 5.00% or more of the total issued H-Shares as shown in the securities accounts in CCASS:

- (1) The Hongkong and Shanghai Banking Corporation Limited as nominee holds 78,428,740 H-Shares, representing 12.95% of the issued H-Shares.
- (2) Bank of China (Hong Kong) Limited as nominee holds 75,682,000 H-Shares, representing 12.50% of the issued H-Shares.
- (3) Ever-long Securities Company Limited as nominee holds 64,574,000 H-Shares, representing 10.66% of the issued H-Shares.

5. The approximate percentages of the total number of issued share capital in this table were calculated based on the total number of issued share capital of the Company as at 30 June 2024, being 1,469,376,000 Shares.

Save as disclosed above, as at 30 June 2024, the Company has not been notified of any interests and/or short positions in the Shares and underlying Shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO.

## CHANGES IN THE INFORMATION OF THE SUPERVISOR

Pursuant to Rule 13.51B of the Listing Rules, the changes in the information relating to the Supervisor since the publication of the 2023 annual report of the Company are set out below:

Mr. Wang Xing Ye, no longer serves as a director of Jade Bird Fire Co., Ltd. (formerly known as Hebei Beida Jade Bird Universal Fire Alarm Device Co., Ltd.) (stock code: 002960. SZ) and no longer serves as a director of Enraytek Optoelectronics Technology (Shanghai) Co., Ltd., respectively. Mr. Wang Xing Ye currently serves as an executive director, president and secretary to the board of director of Beijing Beida Jade Bird Universal Sci-Tech Company Limited.

4. 根據香港中央結算(代理人)有限公司的通知，於2024年6月30日，下列中央結算系統參與者在中央結算系統股票戶口內持有已發行H股股份總數的5.00%或以上：

- (1) 香港上海滙豐銀行有限公司代理持有78,428,740股H股，佔已發行H股12.95%。
- (2) 中國銀行(香港)有限公司代理持有75,682,000股H股，佔已發行H股12.50%。
- (3) 長雄證券有限公司代理持有64,574,000股H股，佔已發行H股10.66%。

5. 表內的已發行股本總數概約百分比按照本公司於2024年6月30日的已發行股本總數(即1,469,376,000股)計算。

除上文所披露者外，於2024年6月30日，本公司並未接獲於股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部的條文將須披露予本公司及聯交所的任何權益及／或淡倉，或根據證券及期貨條例第336條須於本公司備存的登記冊所記錄的任何權益及／或淡倉。

## 監事資料變動

根據上市規則第13.51B條，有關監事的資料自本公司刊發二零二三年年報以來的變動載列如下：

王興業先生不再擔任青島消防股份有限公司(前稱北大青島環宇消防設備股份有限公司)(股份代碼：002960. SZ)董事，並不再擔任映瑞光電科技(上海)有限公司董事。王興業先生目前擔任北京北大青島環宇科技股份有限公司執行董事、總裁及董事會秘書。

## GLOSSARY

## 詞彙

In this announcement, unless the context otherwise requires, the following expressions shall have the following respective meanings. 於本公告，除文義另有所指，下列詞彙具有以下各自涵義。

“2023 Corresponding Period” 「2023年同期」	for the six months ended 30 June 2023 截至2023年6月30日止六個月
“2023 Financial Year” 「2023年財政年度」	for the year ended 31 December 2023 截至2023年12月31日止年度
“Beijing Shen Shang” 「北京瀋商」	Beijing Shen Shang Investment & Consulting Company Limited*, a wholly-owned subsidiary of the Company 北京瀋商投資諮詢有限公司，本公司之全資附屬公司
“Beijing Zhong Tou” 「北京中投」	Beijing Zhong Tou Chuang Zhan Property Limited* 北京中投創展置業有限公司
“Board” 「董事會」	the board of Directors 董事會
“Chaozhou Jinshan” 「潮州金山」	Chaozhou Jinshan Investment and Development Company Limited* 潮州市金山投資開發有限公司
“Company” 「本公司」	Shenyang Public Utility Holdings Company Limited 瀋陽公用發展股份有限公司
“Director(s)” 「董事」	the director(s) of the Company 本公司董事
“Domestic Share(s)” 「內資股」	domestic share(s) with a nominal value of RMB1 each in the share capital of the Company which are subscribed for in RMB 本公司股本中每股面值人民幣1元的內資股，以人民幣認購
“Entertainment Project” 「遊樂項目」	Shenyun Cultural and Sports Park* (深雲文體公園) entertainment project 深雲文體公園遊樂項目
“Group” 「本集團」	the Company and its subsidiaries 本公司及其附屬公司
“Hong Kong” 「香港」	the Hong Kong Special Administrative Region of the PRC 中國香港特別行政區
“H-Share(s)” 「H股」	overseas listed foreign ordinary share(s) of the Company with a nominal value of RMB1 each, all of which are listed on the Main Board of the Stock Exchange and subscribed for and traded in Hong Kong dollars 本公司每股面值人民幣1元之境外上市外資普通股，全部均在聯交所主板上市及以港元認購及買賣
“Independent Third Party(ies)” 「獨立第三方」	the independent third party(ies) who is/are, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiry, independent of the Company and its connected persons (as defined under the Listing Rules) 於作出一切合理查詢後，就董事深知、盡悉及確信，獨立於本公司及其關連人士（定義見上市規則）的獨立第三方
“Listing Rules” 「上市規則」	the Rules Governing the Listing of Securities on the Stock Exchange 聯交所證券上市規則

\* For identification purpose only

\* 僅供識別

“Model Code” 「標準守則」	Model Code for Securities Transactions by Directors of Listed Issuers 上市發行人董事進行證券交易的標準守則
“Period” 「本期」	for the six months ended 30 June 2024 截至2024年6月30日止六個月
“PRC” 「中國」	the People’s Republic of China 中華人民共和國
“RMB” 「人民幣」	Renminbi, the lawful currency of the PRC 人民幣，中國法定貨幣
“SFO” 「證券及期貨條例」	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) 證券及期貨條例（香港法例第571章）
“Share(s)” 「股份」	H-Share(s) and Domestic Share(s) H股及內資股
“Shareholder(s)” 「股東」	holder(s) of the Share(s) 股份持有人
“Shennongjia Hotel” 「神農架賓館」	Shennongjia Da Jiu Hu Hotel Company Limited 神農架大九湖賓館有限公司
“Supervisor(s)” 「監事」	the supervisor(s) of the Company 本公司監事
“Supervisory Committee” 「監事委員會」	the supervisory committee of the Company 本公司監事委員會
“Stock Exchange” 「聯交所」	The Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司
“Zhongfang Chaozhou” 「中房潮州」	Zhongfang Chaozhou Investment Development Company Limited*, a wholly-owned subsidiary of the Company 中房潮州投資開發有限公司，本公司全資附屬公司
“Zhongfang Chaozhou Jing Nan Industrial Park Project” 「中房潮州徑南工業園項目」	an infrastructure construction project in Jing Nan Industrial Park, in Chaozhou 位於潮州徑南工業園的基礎設施建設項目

By Order of the Board  
**Shenyang Public Utility Holdings Company Limited**  
**Zhang Jing Ming**  
*Chairman*

承董事會命  
**瀋陽公用發展股份有限公司**  
主席  
**張敬明**

Shenyang, the PRC, 28 August 2024

中國，瀋陽，2024年8月28日

As at the date hereof, the executive Directors are Mr. Zhang Jing Ming, Mr. Huang Chunfeng and Mr. Leng Xiao Rong; the non-executive Director is Mr. Chau Ting Yan; and the independent non-executive Directors are Mr. Luo Zhuo Qiang, Ms. Jiang Hai Ling and Mr. Mao Hai Bin.

於本公告日期，執行董事為張敬明先生、黃春鋒先生及冷小榮先生；非執行董事為周霆欣先生；及獨立非執行董事為羅卓強先生、蔣海玲女士及毛海濱先生。

\* For identification purpose only

\* 僅供識別