

中國秦發集團

根基

ATION  
BUILDING OUR FUTURE



中期報告  
2020 Interim Report

# 目錄



# CORPORATE INFORMATION

## 公司資料

### BOARD OF DIRECTORS

Executive Directors ▼

董事會

執行董事

Independent Non-Executive Directors ▼

獨立非執行董事

### AUDIT COMMITTEE

審核委員會

### REMUNERATION COMMITTEE

薪酬委員會

### NOMINATION COMMITTEE

提名委員會

### COMPANY SECRETARY

公司秘書

### AUTHORISED REPRESENTATIVES

法定代表

### REGISTERED OFFICE

註冊辦事處



**PRINCIPAL PLACE OF BUSINESS OF  
THE GROUP'S SUBSIDIARIES IN CHINA**

本集團中國附屬公司之  
主要營業地點

**PRINCIPAL PLACE OF BUSINESS  
IN HONG KONG**

香港主要營業地點

**PRINCIPAL SHARE REGISTRAR AND  
TRANSFER OFFICE**

主要股份過戶登記處

**HONG KONG BRANCH SHARE REGISTRAR  
AND TRANSFER OFFICE**

香港股份過戶登記分處

**AUDITOR**

核數師

**PRINCIPAL FINANCIAL INSTITUTIONS**

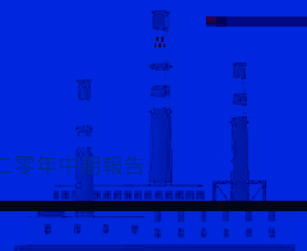
主要往來金融機構

**STOCK CODE**

股份代號

**WEBSITE**

網站



# BUSINESS AT A GLANCE

## 業務一覽

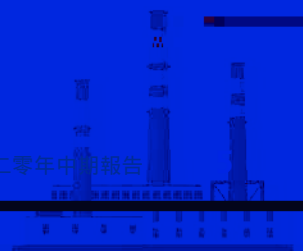


# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

Research and Development

Coal Business Income and Coal Operation and Trading



Net income

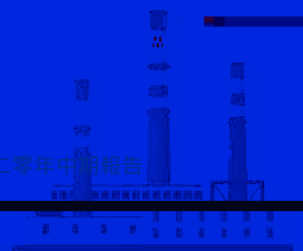
財務成本淨額

Profit attributable to equity holders of the Company

本公司權益持有人應佔溢利

## BUSINESS REVIEW

業務回顧



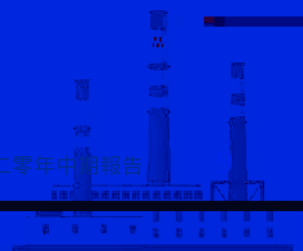




以「零售」為先導，以「批發」為後盾

零售業務，零售業務

清庫利庫，優化存量資源配置





## COAL CHARACTERISTICS

## 煤炭特徵

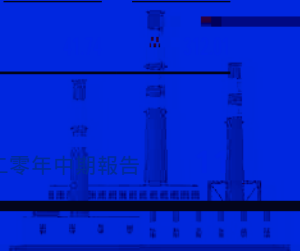
## OPERATING DATA

Refer to Reference

## 運營數據

儲量及資源量

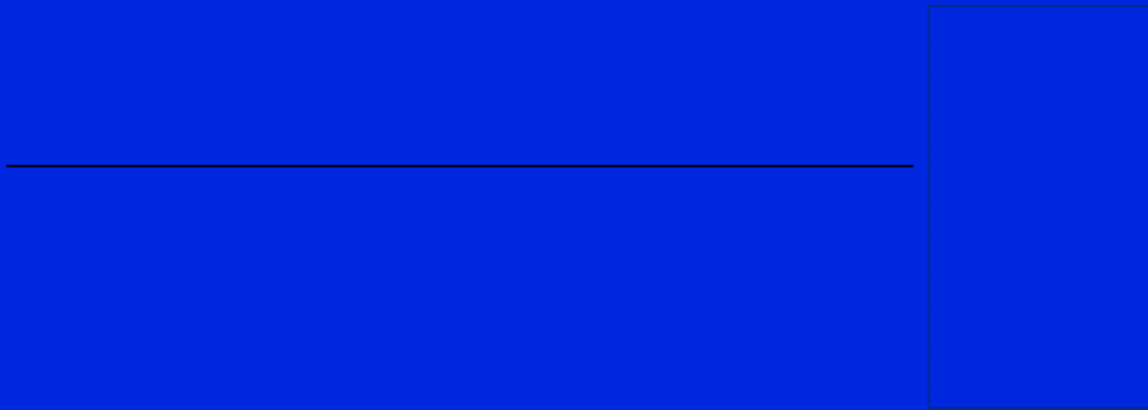
--

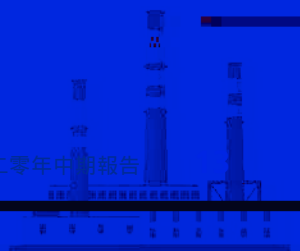


Exploration, Mining and Development Expenses

勘探、開採及開發費用



流動資金、財務資源及資本架構





Exchange Rate

匯率波動風險

Property and Guarantees

本集團的資產抵押及擔保

**CONTINGENT LIABILITIES**

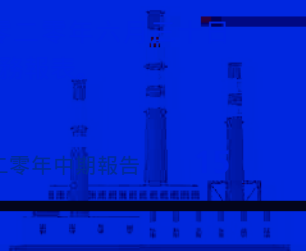
或然負債

**INTERIM DIVIDEND**

中期股息

**AUDIT COMMITTEE**

審核委員會





管理層討論及分析

**CORPORATE GOVERNANCE**

企業管治

**EMPLOYEES AND REMUNERATION**

僱員及薪酬

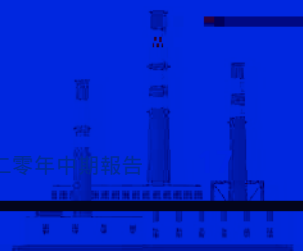
**PURCHASE, SALE OR REDEMPTION OF  
THE COMPANY'S LISTED SECURITIES**

購買、出售或贖回本公司上市證券



# BUSINESS OUTLOOK

## 業務展望





# INDEPENDENT AUDITOR'S REVIEW REPORT

## 獨立核數師審閱報告

## 審閱範圍

## 結論

## 與持續經營相關的重大不確定因素



# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 簡明綜合全面收入表

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月






# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明綜合財務狀況表

At 30 June 2020 於二零二零年六月三十日

	2020	2019



# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明綜合權益變動表

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

	2020年六月三十日	2019年六月三十日
股本	1,000,000,000	1,000,000,000
儲備	2,500,000,000	2,500,000,000
總計	3,500,000,000	3,500,000,000

簡明綜合權益變動表

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

Particulars	2020		2019	
	2020	2019	2020	2019
Share capital				
Reserves				
Total				

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 簡明綜合現金流量表

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

<hr/>	<hr/>	<hr/>
	<hr/>	<hr/>
	<hr/>	<hr/>
	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>
	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

30 June 2020 二零二零年六月三十日

## 1. COMPANY BACKGROUND AND BASIS OF PREPARATION

### 1.1 General information

## 1. COMPANY BACKGROUND AND BASIS OF PREPARATION (CONTINUED)

### 1.2 Basis of preparation

## 1. 公司背景及編製基準(續)

### 1.2 編製基準

## 1. COMPANY BACKGROUND AND BASIS OF PREPARATION (CONTINUED)

### 1.2 Basis of preparation (continued)

## 1. 公司背景及編製基準(續)

### 1.2 編製基準(續) 持續經營基準



## 1. COMPANY BACKGROUND AND BASIS OF PREPARATION (CONTINUED)

### 1.2 Basis of preparation (continued)

(continued)

As at the date when the condensed consolidated financial statements are authorised for issue, the Group has not obtained waivers from the relevant banks/lenders on those cross default clauses, and, as represented by the management of the Group, the banks/lenders have not demanded immediate repayment from the Group except for those as disclosed in note 18.

Moreover, there are a number of litigations against the Group of which the details are set out in note 23 to the condensed consolidated financial statements, mainly requesting the Group to settle long outstanding payables with interest. And the Group's bank deposits of approximately RMB32,000 were restricted for use in relation to the litigation proceeding, as set out in note 15 to the condensed consolidated financial statements.

These conditions indicate the existence of a material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern.

## 1. 公司背景及編製基準(續)

### 1.2 編製基準(續)

*持續經營基準(續)*

於簡明綜合財務報表獲授權刊發日期，本集團尚未就該等交叉違約條款取得相關銀行貸款人的豁免，而誠如本集團管理層所述，除附註18所披露者外，銀行貸款人並無要求本集團即時還款。

此外，尚有若干項針對本集團的訴訟，其詳情載於簡明綜合財務報表附註23，主要要求本集團償還長期未償還應付賬款連利息。而本集團銀行存款約人民幣32,000元被限制用於該等訴訟程序，詳見簡明綜合財務報表附註15。

此等情況表明存在一項重大不明朗因素，令本集團繼續根據持續經營基準經營的能力存在重大疑問。

## 1. COMPANY BACKGROUND AND BASIS OF PREPARATION (CONTINUED)

1.2 Ba **re afa** (continued)  
(continued)

## 1. 公司背景及編製基準(續)

1.2 編製基準(續)  
持續經營基準(續)

## 1. COMPANY BACKGROUND AND BASIS OF PREPARATION (CONTINUED)

1.2 Ba **Preparation** (continued)  
(continued)

## 1. 公司背景及編製基準(續)

1.2 編製基準(續)  
持續經營基準(續)

## 2. CHANGES IN ACCOUNTING POLICIES

### (a) Overview

The Group has adopted the new accounting standards issued by the International Accounting Standards Board ("IASB") effective from 1 January 2020. The Group has applied the new standards retrospectively, except for the new standards that are applied prospectively. The Group has also applied the new standards prospectively from 1 January 2020 for the new standards that are not yet effective as at 30 June 2020. The Group has also applied the new standards prospectively from 1 January 2020 for the new standards that are not yet effective as at 30 June 2020. The Group has also applied the new standards prospectively from 1 January 2020 for the new standards that are not yet effective as at 30 June 2020.

### (b) Impact of the adoption of IAS 1 and IAS 8

The Group has applied IAS 1 and IAS 8 retrospectively from 1 January 2020. The Group has also applied IAS 1 and IAS 8 prospectively from 1 January 2020 for the new standards that are not yet effective as at 30 June 2020. The Group has also applied IAS 1 and IAS 8 prospectively from 1 January 2020 for the new standards that are not yet effective as at 30 June 2020. The Group has also applied IAS 1 and IAS 8 prospectively from 1 January 2020 for the new standards that are not yet effective as at 30 June 2020.

## 2. 會計政策變動

### (a) 概覽

本集團已採納國際會計準則委員會("IASB")於二零二零年一月一日起生效之新會計準則。本集團已追溯應用新會計準則，惟新會計準則中尚未生效之新會計準則除外。本集團亦已於二零二零年一月一日起追溯應用新會計準則，惟新會計準則中尚未生效之新會計準則除外。本集團亦已於二零二零年一月一日起追溯應用新會計準則，惟新會計準則中尚未生效之新會計準則除外。

### (b) 應用經修訂國際會計準則第1號及國際會計準則第8號「重大的定義」的影響

本集團已追溯應用國際會計準則第1號及國際會計準則第8號，自二零二零年一月一日起。本集團亦已於二零二零年一月一日起追溯應用國際會計準則第1號及國際會計準則第8號，惟新會計準則中尚未生效之新會計準則除外。本集團亦已於二零二零年一月一日起追溯應用國際會計準則第1號及國際會計準則第8號，惟新會計準則中尚未生效之新會計準則除外。本集團亦已於二零二零年一月一日起追溯應用國際會計準則第1號及國際會計準則第8號，惟新會計準則中尚未生效之新會計準則除外。



### 3. ESTIMATES

### 3. 估計

### 4. SEGMENT REPORTING

(a) Segment revenue, assets and liabilities

### 4. 分部報告

(a) 分部業績、資產及負債

**4. SEGMENT REPORTING** (CONTINUED)

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

	2020		2019		2018	
	千港元	美元	千港元	美元	千港元	美元
Revenue						
Assets						
Liabilities						
Revenue						
Assets						
Liabilities						
Revenue						
Assets						
Liabilities						

**4. SEGMENT REPORTING** (CONTINUED)

(b) Rec c a re rabe e e re e e, ( )/ r  
be re a a , a e a d a b e

**4. 分部報告**(續)

(b) 可報告分部收益、除稅前(虧損)溢利、  
資產及負債的對賬  
收益


除稅前(虧損)溢利


**4. SEGMENT REPORTING** (CONTINUED)

(b) Rec c a re rabe e e re e e, ( ) / r  
 be re a a , a e a d ab e (continued)


負債




## 5. REVENUE

## 5. 收益

_____		_____
_____		_____

## 6. OTHER INCOME, GAINS AND LOSSES

## 6. 其他收入、收益及虧損



## 7. NET FINANCE COSTS

## 7. 財務成本淨額

	2020 二零二零	2019 二零一九
	(5,492)	(8,650)
	(1,271)	(1,634)
	(4,221)	(7,016)
	(6,763)	(8,650)
	(6,763)	(8,650)

### 8. (LOSS)/PROFIT BEFORE TAXATION

### 8. 除稅前(虧損) 溢利

<hr/>		<hr/>
<hr/>		<hr/>

### 9. INCOME TAX CREDIT

### 9. 所得稅抵免

<hr/>		<hr/>
<hr/>		<hr/>

**9. INCOME TAX CREDIT** (CONTINUED)

**9. 所得稅抵免**(續)

**10. (LOSS)/EARNINGS PER SHARE**

Basic ( )/earnings per share

**10. 每股(虧損) 盈利**

每股基本(虧損) 盈利

### 10. (LOSS)/EARNINGS PER SHARE (CONTINUED)

Basic ( )/earnings per share (continued)

	2019	2020
Basic earnings per share	0.05	0.08
Basic loss per share	0.04	0.04
Diluted earnings per share	0.05	0.08
Diluted loss per share	0.04	0.04

Diluted ( )/earnings per share

### 10. 每股(虧損) 盈利(續)

每股基本(虧損) 盈利(續)

	2019	2020
Basic earnings per share	0.05	0.08
Basic loss per share	0.04	0.04
Diluted earnings per share	0.05	0.08
Diluted loss per share	0.04	0.04

每股攤薄(虧損) 盈利



## 11. PROPERTY, PLANT AND EQUIPMENT/ RIGHT-OF-USE ASSETS

(a) Ac            a d d    a

## 11. 物業、廠房及設備 使用權 資產

(a) 收購及出售事項

**11. PROPERTY, PLANT AND EQUIPMENT/  
RIGHT-OF-USE ASSETS** (CONTINUED)

(b) Pled ed ✓ ✓ , a a de e

**11. 物業、廠房及設備 使用權  
資產**(續)

(b) 已抵押物業、廠房及設備

**12. COAL MINING RIGHTS**

**12. 煤炭採礦權**



## 12. COAL MINING RIGHTS (CONTINUED)

## 12. 煤炭採礦權(續)

## 13. 應收貿易賬款

**13. TRADE RECEIVABLES** (CONTINUED)

**13. 應收貿易賬款**(續)




**14. PREPAYMENTS AND OTHER RECEIVABLES**      **14. 預付賬款及其他應收賬款**

		RMB千元	USD千元

## 14. PREPAYMENTS AND OTHER RECEIVABLES

(CONTINUED)

## 14. 預付賬款及其他應收賬款(續)




## 15. PLEDGED AND RESTRICTED DEPOSITS

## 15. 已抵押及受限制存款

## 16. TRADE PAYABLES

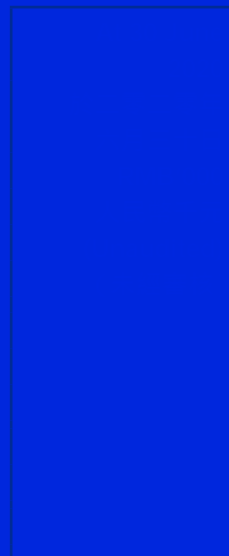
## 16. 應付貿易賬款



## 18. BORROWINGS

## 18. 借貸

---



**18. BORROWINGS** (CONTINUED)

**18. 借貸** (續)

	於六月三十日	於十二月三十一日



## 18. BORROWINGS (CONTINUED)

## 18. 借貸(續)

## 18. BORROWINGS (CONTINUED)

## 18. 借貸(續)

## 18. BORROWINGS (CONTINUED)

## 18. 借貸(續)

**18. BORROWINGS** (CONTINUED)

**18. 借貸**(續)

_____			_____
			_____
_____			_____

## 18. BORROWINGS (CONTINUED)

## 18. 借貸(續)

## 19. 資本、儲備及股息

### (a) 股本

**19. 資本、儲備及股息**<sup>(續)</sup>

**(b) 永久次級可換股證券**

**19. CAPITAL, RESERVES AND DIVIDENDS** (CONTINUED)

(b) **Perpetual subordinated convertible** (continued)

	2019	2020
於二零一九年六月三十日	1,000	1,000
於二零二零年六月三十日	1,000	1,000

(c) **Decrease**

	2019	2020
於二零一九年六月三十日	1,000	1,000
於二零二零年六月三十日	1,000	1,000

**19. 資本、儲備及股息**(續)

(b) **永久次級可換股證券**(續)

	2019	2020
於二零一九年六月三十日	1,000	1,000
於二零二零年六月三十日	1,000	1,000

(c) **虧絀**

	2019	2020
於二零一九年六月三十日	1,000	1,000
於二零二零年六月三十日	1,000	1,000

**19. CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)**

(c) De c (continued)  
(continued)

**19. 資本、儲備及股息(續)**

(c) 虧繼(續)  
儲備(續)



匯兌儲備

以股份為基礎之酬金儲備



## 19. CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)

(d) Dividend

## 19. 資本、儲備及股息(續)

(d) 股息

## 20. CAPITAL COMMITMENTS

## 20. 資本承擔

## 21. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

## 21. 金融工具之公允值計量

## 22. RELATED PARTY TRANSACTIONS

## 22. 關連方交易

(a) Related party transactions

(a) 關連方交易  
經常性交易

## 22. RELATED PARTY TRANSACTIONS (CONTINUED)

## 22. 關連方交易(續)

### (b) 關連方提供的擔保

**22. RELATED PARTY TRANSACTIONS (CONTINUED)**

(d) Key management personnel remuneration

**22. 關連方交易(續)**

(d) 關鍵管理層人士酬金

	2020 二零二零年	2019 二零一九年



## 23. CONTINGENT LIABILITIES

(a) 0 a d a

## 23. 或然負債

(a) 未決訴訟

有關償還非控股股東款項的訴訟申索

有關榆林中礦萬通建築有限公司(「榆林中礦」)與宏遠煤業之間合同履行的訴訟申索

## 23. 或然負債(續)

### (a) 未決訴訟(續)

有關山西雲信國際貿易有限公司(「山西雲信」)與馮西煤業之間購買合同履行的訴訟申索

## 23. CONTINGENT LIABILITIES (CONTINUED)

(b) Financial guarantees

(c) Borrowing covenants

## 23. 或然負債(續)

(b) 已發出財務擔保

(c) 借貸違約條款

## 24. EVENTS AFTER THE REPORTING PERIOD

## 24. 報告期後事項

# OTHER INFORMATION

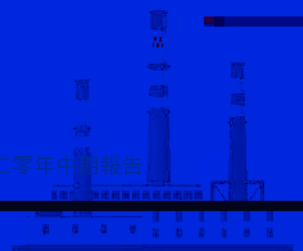
## 其他資料

### REVIEW OF THE INTERIM REPORT

審閱中期報告

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

董事及最高行政人員於股份、  
相關股份及債券中之權益及淡倉





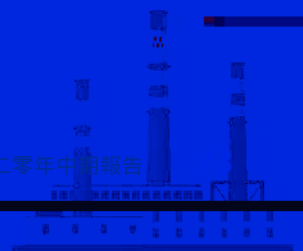


**SUBSTANTIAL SHAREHOLDERS' INTERESTS  
AND SHORT POSITIONS IN THE SHARE  
CAPITAL OF THE COMPANY**

主要股東於本公司股本中之權益及淡倉

---

---



其他資料

## PLEDGE OF SHARES BY THE CONTROLLING SHAREHOLDER

控股股東股份抵押

董事購入股份或債券之權利

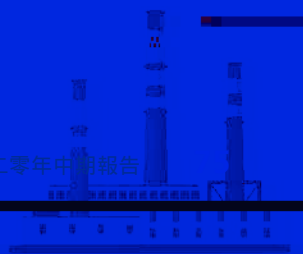


## SHARE OPTION SCHEMES

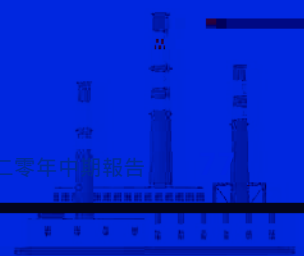
## 購股權計劃

Share Option Scheme

購股權計劃









---

---

---

---

---

---

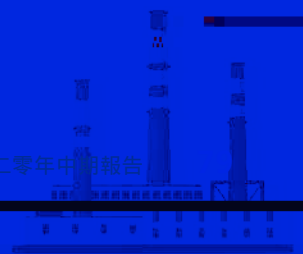
---

---

---

---

---





其他資料

## **OTHER INFORMATION**

其他資料

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

購買、出售或贖回本公司上市證券

## **CORPORATE GOVERNANCE CODE**

企業管治守則

## **MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS**

董事進行證券交易的標準守則





[www.qinfagroup.com](http://www.qinfagroup.com)