股份代號　Stock Code: 1133

HPEC

ANNUAL REPORT 2010

二零一零年年報

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公司簡介
Overview of the Company

哈爾濱動力設備股份有限公司(「本公司」)是由中華人民共和國(「中國」)製造大型發電設備歷史最悠久的製造商－哈爾濱電氣集團公司(原哈爾濱電站設備集團公司)及其所屬原哈爾濱電機廠、哈爾濱鍋爐廠、哈爾濱汽輪機廠(「三大動力」)重組而成。「三大動力」始建於二十世紀五十年代。本公司於一九九四年十月六日在中國哈爾濱註冊成立。一九九四年十二月十六日，其股票在香港聯合交易所(「香港聯交所」)上市交易。

Harbin Power Equipment Company Limited (the "Company") was formed through the restructuring of Harbin Electric Corporation (formerly known as Harbin Power Plant Equipment Group Corporation), which is the oldest large-scale power plant equipment manufacturer in the People's Republic of China (the "PRC") and its three affiliates: Harbin Electrical Machinery Works, Harbin Boiler Works and Harbin Turbine Works ("the three major power factories"). These three major power factories were established in the 1950s. The Company was established in Harbin, PRC on 6 October, 1994. The dealings in the shares of the Company on the Stock Exchange of Hong Kong Limited (the "HKSE") commenced on 16 December, 1994.

於二零一零年十二月三十一日，本公司總股本為1,376,806,000股，其中在香港聯交所流通的H股為675,571,000股。

As at 31 December, 2010, the total share capital of the Company comprised of 1,376,806,000 shares, of which 675,571,000 shares were circulated on the HKSE as H shares.

本公司及其附屬公司(「本集團」)是中國國內規模最大的發電設備製造商之一，其主要業務包括：

The Company and its subsidiaries (the "Group") are the largest manufacturer of power plant equipment in the PRC. The Group's principal activities include:

- 火電主機設備：單機容量最大達1,000MW之鍋爐、汽輪機及汽輪發電機，重型燃氣輪機及聯合循環成套設備，中國之最大清潔煤燃燒設備製造基地、CFB、PFBC等
- Thermal power main equipments: boilers, steam turbines and steam turbine generators with single unit capacity up to 1,000 MW, heavy-duty gas turbine and combined cycle units, the largest manufacturing base for clean coal combustion equipment in the PRC, CFB, PFBC, etc.
- 水電主機設備：單機容量最大達800MW級之水力發電機組
- Hydro power main equipments: hydro power generators unites with single unit capacity up to 800 MW class
- 核電主機設備：核電廠核島及常規島設備
- Nuclear power main equipments: nuclear island and conventional island equipments for nuclear power plants
- 其他產品：電站配套輔機、工業鍋爐、工業汽輪機、控制設備、交流電機、直流電機、電站閥門、壓力容器及軸流風機等
- Other products: ancillary equipment for power stations, industrial boilers, industrial steam turbines, control devices, AC/DC motors, valves for power stations, pressure vessels and axial compressor, etc.
- 電站工程總承包
- Turn-key construction of power station projects

公司簡介(續)
Overview of the Company (continued)

- 火電及水電設備成套服務
- 電站設備進出口業務
- 成套發電設備的工程化技術研究與開發
- 成套發電設備的系統研究與開發
- 發電設備及其配套產品的研究與開發
- 技術轉讓、技術諮詢和技術服務
- 環保工程業務等

本集團擁有先進的生產和科研試驗設備，其研究開發能力、生產製造能力和電站承建能力在中國發電設備製造商中位居前列。

本集團地處聞名中外的中國哈爾濱，被譽為「動力之鄉」。

- Contract supply of complete sets of thermal and hydro power equipment
- Import and export of equipment for power stations
- Engineering technology R&D of complete set of power equipment
- System R&D of complete set of power equipment
- R&D of power equipment and its ancillary equipment
- Technology transfer, technical consultation and services
- Environmental protection engineering services, etc.

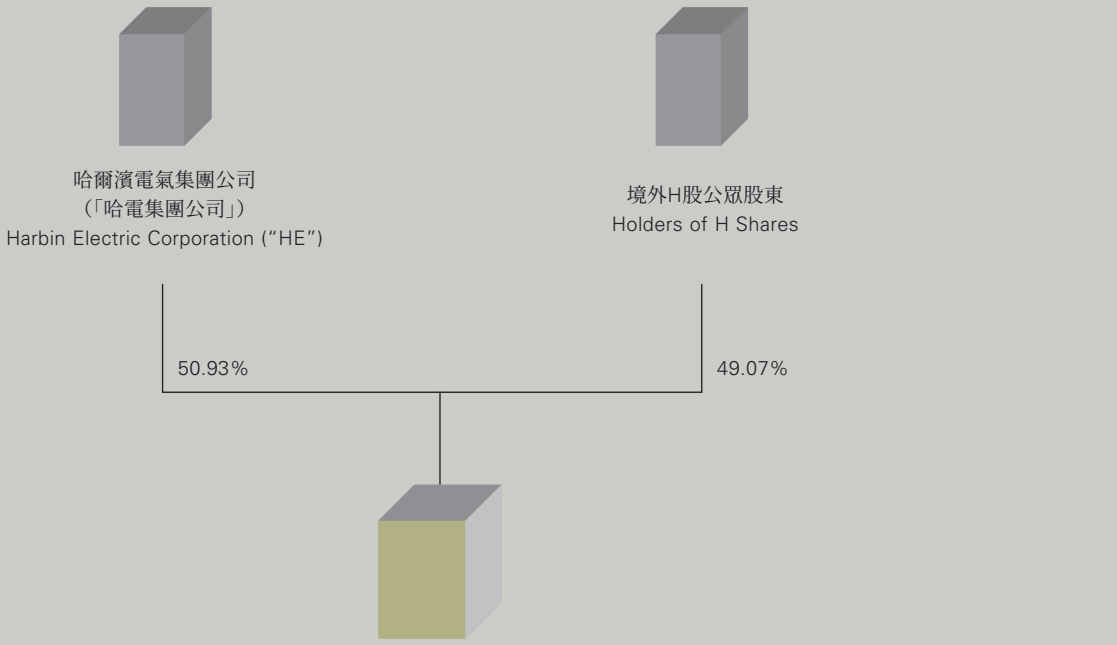
The Group possesses a comprehensive range of advanced production and research facilities. Its capabilities in research and development, production and manufacturing and power station construction are among the best in the power plant equipment manufacturing industry in the PRC.

The Group is located in Harbin, PRC, which is known as the "City of the Power".

公司簡介(續)
Overview of the Company (continued)

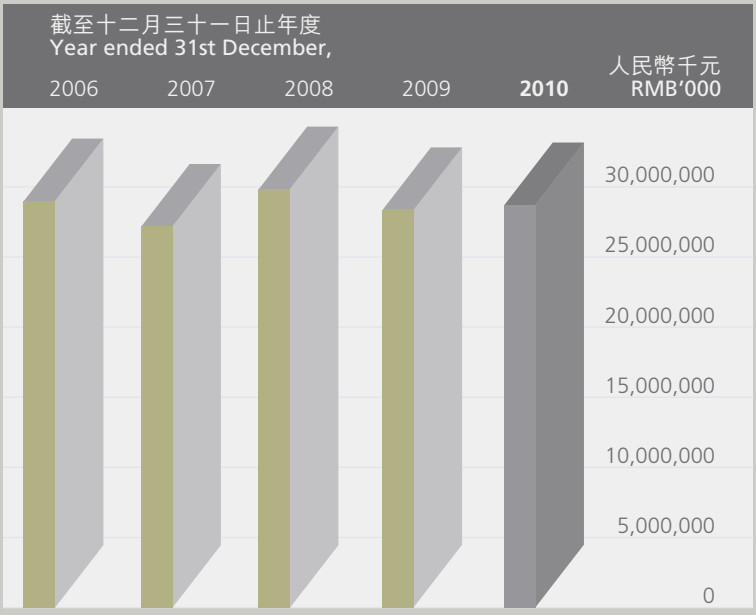
公司架構及主營業務

CORPORATE STRUCTURE AND MAIN BUSINESS LINE

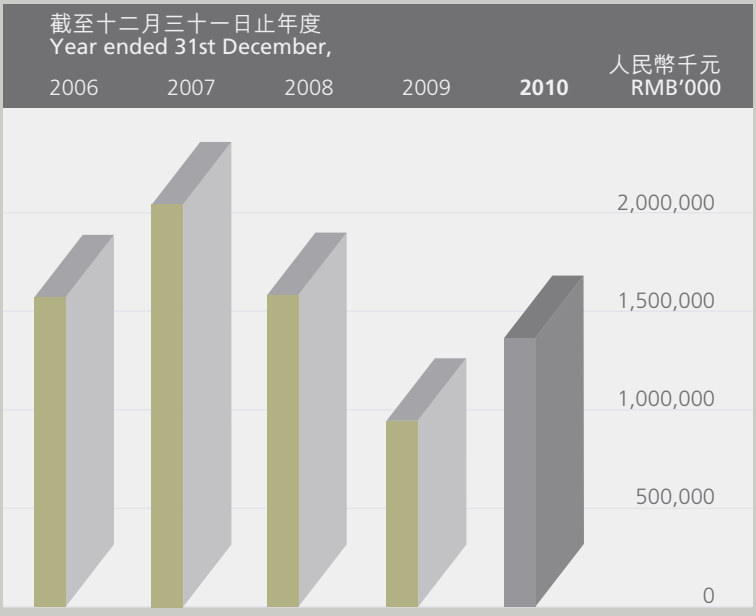


財務摘要
Financial Highlights

營業額 **Turnover**



除稅前溢利 **Profit before taxation**



財務摘要(續)
Financial Highlights (continued)

本集團五年之業績、資產及負債概列如下：

The summary of results, assets and liabilities of the Group for the last five years are as follows:

		截至十二月三十一日止年度 Year ended 31 December,				
	單位	**2010**	2009	2008	2007	2006
營業額 Turnover	人民幣千元 RMB'000	**28,815,543**	28,629,522	29,903,544	27,648,584	29,098,016
除稅前溢利 Profit before taxation	人民幣千元 RMB'000	**1,409,921**	984,512	1,573,247	2,115,820	1,543,573
本公司股份持有人應佔溢利 Profit attributable to equity shareholders of the Company	人民幣千元 RMB'000	**1,024,498**	606,206	1,041,837	1,527,979	1,024,581
資產總值 Total assets	人民幣千元 RMB'000	**50,086,217**	52,876,381	48,966,625	42,090,490	37,444,548
負債總值 Total liabilities	人民幣千元 RMB'000	**39,053,023**	42,659,119	39,398,700	33,678,080	31,665,150
非控股權益 Non-controlling interests	人民幣千元 RMB'000	**1,395,411**	1,578,236	1,431,845	1,199,417	947,931
本公司股份持有人應佔權益 Equity attributable to equity shareholders of the Company	人民幣千元 RMB'000	**9,637,783**	8,639,026	8,136,080	7,212,993	4,831,467
每股淨資產 Net assets per share	人民幣元 RMB	**7.00**	6.27	5.91	5.24	3.79
每股盈利 Earnings per share	人民幣元 RMB	**0.744**	0.44	0.757	1.123	0.804

主要業務

本公司主要作為投資控股公司並提供企業管理服務予其附屬公司，以及銷售各種發電設備。

PRINCIPAL ACTIVITIES

The Company acts as an investment holding company and provides corporate management services to its subsidiaries, together with sales of various kinds of power equipment.

按主要產品分類營業額及營業利潤貢獻 **Turnover and contribution to operating profit by major product categories**	截至**2010**年**12**月**31**日止年度 **Year ended 31 December, 2010** 營業額 **Turnover** *人民幣千元* ***RMB'000***	 營業利潤 **Contribution to operating profit** *人民幣千元* ***RMB'000***	截至2009年12月31日止年度 Year ended 31 December, 2009 營業額 Turnover *人民幣千元* *RMB'000*	 營業利潤 Contribution to operating profit *人民幣千元* *RMB'000*
火電主機設備 Main thermal power equipment	**17,984,152**	**2,534,295**	19,220,791	2,572,874
水電主機設備 Main hydro power equipment	**2,362,495**	**596,378**	1,893,429	437,991
電站工程服務 Engineering services for power stations	**5,060,211**	**170,478**	4,299,673	(60,962)
電站輔機及配套設備 Ancillary equipment for power stations	**919,028**	**307,563**	1,251,301	316,106
交直流電機及其他產品與服務 AC/DC motors and other products and services	**2,489,657**	**541,043**	1,964,328	399,498
	28,815,543	**4,149,757**	28,629,522	3,665,507
其他業務收益 Profit from other activities		**563,012**		213,690
未分配到主要產品之費用 Expenses not allocated to major products		**(3,302,848)**		(2,894,685)
稅前溢利 Profit before taxation		**1,409,921**		984,512

董事長報告書
Chairman's Statement

尊敬的各位股東：

本人謹代表哈爾濱動力設備股份有限公司董事會向全體股東欣然提呈本集團截至2010年12月31日之年度報告，並代表董事會及全體員工向本集團股東致意。

2010年，全球經濟緩慢復蘇，但形勢複雜多變。中國經濟保持了較快增長的態勢，GDP增長率達到10.30%。電力消費呈增長趨勢，常規水、火電項目市場需求有所下降，核電、風電、太陽能發電等新能源產品需求增長迅速；國際市場需求仍然旺盛，為發電設備製造企業的發展提供了廣闊的空間。與此同時，同行業企業快速發展，產品檔次迅速提升，使企業競爭加劇，風險加大。

Dear shareholders,

I am pleased to present the Company's annual report for the year ended 31 December 2010 to all shareholders on behalf of the board of directors of Harbin Power Equipment Company Limited and wish to take this opportunity to express my sincerest appreciation to the Group's shareholders on behalf the board of directors and all employees.

In 2010, the global economy recovered slowly and was full of uncertainties, but China's economy maintained relatively rapid growth with its GDP growth rate reaching 10.30%. Power consumption continued to grow. Although the market demands for traditional thermal and hydro power saw some decline, demands for new energy products such as nuclear power, wind power and solar power took a leap. Consistently strong demands across the globe have offered a broad space for the development of power plant equipment manufacturers. Meanwhile, fast development of our peers and the increasingly high product standards have added to the competitions among companies and their risks.

我們欣喜地看到，2010年本集團的經營規模和盈利水平均有一定程度的提升，全年實現銷售收入288.16億元，實現本公司股份持有人應佔溢利10.25億元。新簽正式合同423.98億元人民幣，其中，核電產品訂單109.65億元，創公司歷史新高；出口產品訂單184.21億元，連續兩年保持歷史最高水平。

We are pleased to note that the Group enhanced both of its operation scale and profitability during 2010, generating sales income of RMB28,816 million and net profit attributable to equity shareholders of the Company of RMB1,025 million. Newly signed contracts amounted to RMB42,398 million, with contracts of nuclear power products valuing RMB10,965 million to hit a new high in the Company's records. Contracts of exported products reached RMB18,421 million, staying at the historical highs for two consecutive years.

2010年，本集團加快了產品結構調整步伐，與通用電氣公司簽訂協議，合作開發風電業務，拉開了進軍風電領域的帷幕；經董事會批准出資投入哈爾濱電機廠(昆明)有限責任公司，拓寬了水電全系列產品開發製造能力；核電製造基地建設即將全部完成，正在陸續投入使用。本集團致力於新產品、新技術開發，取得了近百項專利和省部級科研成果。

The Group speeded up its product restructuring in 2010. It entered into an agreement with General Electric Company in relation to the cooperation in the development of the wind power operation, sounding the horn for the Group's entering the wind power sector. In addition, the Broad of Directors approved to invest Harbin Electrical Machinery (Kunming) Co., Ltd. (哈爾濱電機廠(昆明)有限責任公司), which will enhance our development and production capabilities of the whole series of wind power products. Thirdly, the construction of a nuclear power manufacturing base is close to completion and has been put into operation by stages. The Group is committed to the development of new products and technologies, and has obtain almost a hundred patents and provincial awards for scientific achievements.

展望未來，在「十二五」期間，中國能源發展將以轉變能源發展方式為主線，大力調整能源結構，新能源產品的需求將快速增長，市場需求多樣化、高新技術化的態勢將更加凸現；世界經濟形勢漸趨穩定，持續回暖，國際市場需求潛力很大。發電設備製造企業仍將大有可為。

Looking into the future, shifting the way of development is the main theme for energy development in China during the "twelfth five-year" period. The energy sector will see deep restructuring and soaring demands for new energy products. Market demands are becoming more diversified and oriented to high and new technologies. As the global economy stabilizes and continues to recover, there will be huge potential for international demands which presents substantial opportunities for power plant equipment manufacturers.

經過60年的風雨兼程，更有「十一五」期間快速發展的積累和準備，本集團發展新能源的基礎已經鑄就、框架已經建成。站在「十二五」的起點，我深切地感受到各位股東和全體員工對本集團發展的期盼，我對本集團的發展充滿信心，並將與全體員工一起，加快轉變經濟發展方式，繼續深化結構調整，抓住機遇，迎接挑戰，積極開發市場，大力開發新產業，努力提升管理水平，持續改善經濟運行質量，為「十二五」期間實現收入和盈利倍增的目標而努力奮鬥。

China has been through 60 years of rains and storms and has accumulated sufficient preparations during its rapid growth in the "eleventh five-year" period. In view of this, the foundation for the Group to develop new energy has been laid and the blueprint has been framed. At the beginning of the "twelfth five-year" period, I deeply understand the expectations from all of our shareholders and staff for the Group's development in which I am fully confident. Together with all employees, I am ready for the opportunities and challenges ahead, in which we will accelerate the transformation of economic development model and deepen the structure adjustment. We will vigorously develop our markets and new industries, enhance our management standards and keep improving the quality of economic operation. All of our efforts will be contributed to the double growth rate of our revenue and profit during the "twelfth five-year" period.

最後，本人藉此感謝各位股東在過去一年給予本集團的支持與鼓勵，同時亦感謝本集團董事和全體員工的辛勤工作及貢獻。

At last, I would like to thank our shareholders' support and encouragement for the Group in the past year and express my gratitude to our directors and all employees for the efforts and dedication.

董事長
宮晶堃

Chairman

於中國 · 哈爾濱，二零一一年三月十八日

Harbin, the PRC, 18 March 2011

在閱讀本部分內容之時，請同時參閱本年報其他部分所載之財務報表及附注。

This section must be read in conjunction with the financial statements and notes to the financial statements as set out in other sections of this annual report.

宏觀經濟與行業發展

2010年，世界經濟呈現復蘇景象，新興經濟體增長領先於發達經濟體，同時，歐洲主權債務危機不斷惡化，加大了全球金融市場的震盪，使世界經濟回暖增添了諸多變數。從國內形勢看，中國政府應對國際金融危機的一攬子計劃收到成效，國民經濟保持平穩較快發展，取得了GDP增長10.30%的矚目成就，為「十二五」規劃的順利實施打下了堅實的基礎。

MACRO ECONOMY AND INDUSTRY DEVELOPMENT

The world economy as a whole moved towards recovery in 2010, with emerging economies growing faster than advanced economies, though Europe's deteriorating sovereign debt crisis fueled the fluctuations of the global financial market, adding to the uncertainty of worldwide economic recovery. In China, the government's stimulus package in response to the global financial crisis proved successful, with the national economy maintaining steady and rapid development at an impressive 10.30% GDP growth, laying a solid foundation for the smooth implementation of the country's "12th Five-year Plan".

2010年，國家電力生產和消費保持快速增長，電力結構調整步伐明顯加快，火電產品市場需求有所下降，核電、風電等新能源產品需求增加，國際市場需求依然旺盛，與此同時，國內同行業企業發展迅速，市場競爭日益激烈，經濟形勢不確定、市場對技術創新能力的要求快速提高使企業經營風險加大，發電設備製造企業面臨難得的發展機遇和更加嚴峻的考驗。

In 2010, China saw a continued rapid growth in both power generation and power consumption and an acceleration of the structural adjustment of its power structure, with the market demand for thermal power slightly declined, the demand for new energy products such as nuclear power and wind power increased, and the demand from the international market remaining strong. Meanwhile, domestic peers have developed rapidly and market competition is becoming increasingly fierce. These factors, along with the uncertainty of the economic outlook and the rapidly heightened expectation from the market of technological innovation capacity, combine to increase enterprises' operational risk. In a word, power equipment manufacturing enterprises face rare opportunities of development as well as more daunting challenges.

訂貨情況

2010年，面對國內常規發電產品需求下降，國外發電設備市場競爭日趨激烈的形勢，本集團全力以赴開發國內、外市場，取得了新簽訂單423.98億元的優異成績，其中煤電設備176.91億元，佔簽約總額的41.73%；水電設備14.37億元，佔簽約總額的3.39%；電力工程(扣除重複)88.40億元，佔簽約總額的20.85%；核電設備109.65億元，佔簽約總額的25.86%；其它產品34.65億元，佔簽約總額的8.17%。

NEW CONTRACTS

In respond to the declining demand for conventional power equipment in the domestic market and heightened competition in the international market in 2010, the Group made an all-out effort to develop both the domestic and international markets and scored RMB42.398 billion worth new contracts, including 17.691 billion worth thermal power equipment or 41.73% of the total contracts; RMB1.437 billion worth hydropower equipment or 3.39%; RMB8.840 billion worth electric power engineering equipment (repetitions deducted) or 20.85%; RMB10.965 billion worth nuclear power equipment or 25.86%; and RMB3.465 billion worth other products or 8.17%.

核電產品新簽訂單總額再創歷史新高。先後取得了咸寧、三門和海洋共5套AP1000核電項目T&G包等產品訂單，其中，AP1000常規島汽輪發電機組的市場訂單佔有率已經達到72%，處於國內領先地位。

在常規火電產品市場中保持了較強的競爭力，共簽訂鍋爐、汽輪機、汽輪發電機等產品60餘台訂貨合同。

鞏固了在常規水電產品市場的傳統優勢地位，在水電招標項目減少、競爭激烈的條件下，獲得了觀音岩2台600MW、岩灘水電站2台300MW混流式水輪機等項目訂單。

國際發電設備市場獲得184.21億元新簽訂單，連續兩年達到歷史最高水平。簽訂了600MW級煤電產品合同10餘台套，簽訂了蘇丹卡伊巴爾6台60MW、馬里費魯3台21.15MW等水電產品合同。除此之外，本集團與印度Lanco公司簽訂了16套660MW超臨界燃煤機組供貨合同，訂單總額約101.01億元人民幣(將從2011年1月起，陸續生效)。

生產與服務

2010年，實現發電設備產品產量為21,556.6MW，比去年同期下降17.43%，其中，電站鍋爐完成26,070MW，比去年同期增加17.51%；電站汽輪機完成20,827.3MW，與去年同期基本持平；汽輪發電機完成17,940MW，比去年同期下降13.72%；水輪發電機組完成3,616.6MW，比去年同期下降31.93%。

The amount of new contracts of nuclear power equipment marked a historical new high. The Group secured contracts of T&G for AP1000 nuclear power projects in Xianning, Sanmen and Haiyang. With a market share of up to 72%, the Group's AP1000 conventional island steam turbine unit holds a leading position in the domestic market.

The Group maintains its strong competitiveness in the conventional thermal power equipment market. During the year, it secured orders for more than sixty boilers, steam turbines and steam turbine generators.

The Group has consolidated its traditional advantageous position in the market of conventional hydropower equipment. In spite of the decrease in the number of hydropower projects and the increasing competition, the Group still obtained a good number of contracts, including contracts of two 600MW francis water turbines (Guanyinyan) and two 300MW francis water turbines (Yantan Hydropower Station).

The Group secured RMB18.421 billion worth new contracts from the international power equipment market, renewing historical records for successively two years. It signed contracts for 10 units/sets of 600MW thermal power equipment, six 60MW hydropower units (Kajbar, Sudan) and three 21.15MW hydropower units (Feilu, Mali). Moreover, the Group has signed a supply contract for 16 sets of 660MW super critical thermal power units, with the contract price totaling approximately RMB10.101 billion (effective successively since January 2011).

PRODUCTION AND SERVICES

The total output of the power equipments for 2010 reached 21,556.6 MW, representing a decrease of 17.43% compared with the previous year, among which the total capacity of utility boilers amounted to 26,070MW, increasing 17.51% over the previous year; the total capacity of steam turbines for power plant recorded 20,827.3MW, roughly the same with the previous year; the total capacity of turbine generators was 17,940MW, a decrease of 13.72% from the previous year; the total capacity of hydro power turbo-generator units totaled 3,616.6MW, a decrease of 31.93% from the previous year.

受產品交貨期集中、所屬新設立企業產能有待提高等因素影響，在項目執行中遇到諸多困難。本集團通過採取夯實項目管理基礎、加大項目執行監管力度、加強現場服務與溝通、強化項目動態管理、整合內部資源、改進生產製造工藝、強化風險評估等一系列強有力措施，保證了重點項目的交貨期，受到了用戶的好評。

As the delivery schedule was centralized and the capacity of the newly-established enterprises was not high enough, we saw various difficulties during the implementation phase. In view of this, we took a range of effective measures to ensure the deliveries of key projects, including: strengthening the foundation of project management; enhancing supervision of project implementation; improving on-site service and communication; reinforcing the dynamic management on projects; consolidating internal resources; improving manufacturing technologies; and intensifying risk assessment, which earned the Group reputations from customers.

科研開發與技術引進

R&D AND TECHNOLOGY INTRODUCTION

2010年，本集團加大了科技投入規模，為集團的可持續發展和自主創新能力的提升提供了有力支持。

In 2010, the Group increased its inputs in science and technology, significantly boosting its sustainable development and capacity in self-innovation.

自主創新工作得到加強。全年共完成科研課題233項，獲各類獎項20項，其中，《三峽巨型水輪發電機組創新研究與國產化實踐》、《新型高阻尼結構末級葉片研製與應用》分獲得省、部級特等獎和一等獎，完成了具有自主知識產權600MW超臨界鍋爐等多項新產品的開發工作，獲得專利75項。

The capacity in self-innovation was improved. During the year, 233 R&D projects were completed and 20 awards from various fields were acquired, among which the "Study of Innovation on and Localization Practice for Hydro Generators in Three Gorges" and "The Development and Application of New Last Stage Blade with High Damper Structure" won the special prize and the first prize at provincial and municipal levels, respectively. In addition, we completed the development of various new products with independent intellectual property, such as the 600MW super critical boiler and obtained patents in 75 products.

技術引進和消化吸收工作穩步推進。正在消化吸收三菱公司的AP1000核能半速汽輪發電機組及氫油水輔助系統的核電常規島製造技術；在1000MW超超臨界機組國產化關鍵技術研究方面，取得多項成果；百萬核電輔機引進技術消化吸收已完成驗收。

Technology introduction and absorption was progressing steadily. The Company was absorbing manufacturing technology of AP1000 nuclear half-speed power turbine units of Mitsubishi Corporation and the hydrogen, sealing oil and cooling water system relating technology of nuclear power conventional islands; obtained a number of achievements in the study of key technologies in respect of the localization of the 1000MW ultra supercritical unit; completed the acceptance of technology introduction and absorption of the 1000 MW class nuclear power auxiliary equipment.

節能減排工作持續推進。本集團大力推廣應用節能、環保產品，增加污染項目治理投入，開展了一系列技術改造項目。2010年，多項能源消耗和污染物排放量低於去年同期。

Energy conservation and emission reduction was in progress. The Group actively encouraged the utilization of energy-saving and environment-friendly products, increased inputs in pollution control while boosted a series of technological upgrading projects. In 2010, the energy consumption and pollutant emission in certain aspects were lower than the previous year.

改革與管理

REFORM AND MANAGEMENT

深入開展內控評審項目。2010年，在廣泛調研的基礎上，外聘專家與內部項目組成員精誠合作，對所屬公司相關制度進行全面梳理，編制了符合所屬公司特色的內部控制流程，編寫了內控手冊，為全面實施內部控制打下了堅實的基礎。

The Company strives to push forward the internally controlled auditing project. During the year 2010, the internal project teams, cooperated with the external experts appointed after extensive research, carried out a comprehensive review on the related systems and successfully complied an internal control manual of tailor-made internal control procedures for the subsidiaries. This has laid down a solid foundation for further implementation of risk control.

建設了協同辦公系統。改善了內部信息溝通和共享的渠道，提高了辦公效率。

The Company has established a collaboration system, providing improved channels for internal communication and information sharing and enhancing working efficiency.

啟動風險管理試點工作。聘請普華永道會計師事務所為顧問，在本集團進行試點。開展了全員風險管理培訓，目前正在進行初步風險識別工作，該項工作的開展，將有助於提高本集團在複晦灸

The Company has appointed PricewaterhouseCoopers as consultant and started pilot projects of risk management within the Group. A risk management training for all employees has been carried out and the initial risk identification is currently in the progress. This will effectively strengthen the Group's risk prevention and control capabilities amid the complex internal and external environment.

兄週皿沁脑袈鱕唇烯

The Company continues to enhance cost management. The Company strengthened its management of manufacturing cost from all production processes by regulating the procedures and behaviours and increasing auditing efforts. The measures have achieved encouraging results.

PROFIT

In the year of 2010, net profit of the Group attributable to the shareholders of the Company was RMB1,024.50 million, an increase of 69.00% compared to the last year; earnings per share was RMB0.74, an increase of RMB0.30 compared to the corresponding period of last year; net asset as at the end of the period attributable to the shareholders of the Company was RMB9,637.78 million, an increase of RMB998.75 million compared to the beginning of the year; net asset per share was RMB7.00, an increase of RMB0.73 compared to the beginning of the year.

期內，本集團溢利增加的主要原因是由於毛利提升所致。

During the period, the increase of profit was mainly attributable to increased gross profit.

股息

董事會建議派發2010年度股息為每股0.14元(含適應稅率)人民幣(2009年度為每股0.068元)，為歷年來股息最高的年份。

DIVIDEND

A dividend of RMB0.14 per share (appropriate tax included) for the year of 2010 (2009: RMB0.068 per share) was proposed by the board of directors, which was the highest in recent years.

營業額

2010年，本集團實現主營業務收入2,881,554萬元，比上年同期增加0.65%。其中，火電主機設備的營業額為1,798,415萬元，佔主營業務收入的62.41%，比上年同期下降6.43%；水電主機設備的營業額為236,250萬元，佔主營業務收入的8.20%，比上年同期增加24.77%；電站工程服務的營業額為506,021萬元，佔主營業務收入的17.56%，比上年同期增加17.69%；電站輔機及配套產品的營業額為91,903萬元，佔主營業務收入的3.19%，比上年同期下降26.55%；交直流電機及其它產品與服務的營業額為248,966萬元，佔主營業務收入的8.64%，比上年同期增加26.74%。

TURNOVER

In 2010, the Group recorded a turnover of principal business activities of RMB28,815.54 million, an increase of 0.65% compared to the last year. In particular, turnover of the thermal power main equipment business was RMB17,984.15 million, representing a decrease of 6.43% over the last year and accounted for 62.41% of the turnover of the principal business activities. Turnover of hydropower main equipment was RMB2,362.50 million, an increase of 24.77% over the last year, representing 8.20% of the turnover of the principal business activities. Turnover of power plant engineering services was RMB5,060.21 million, an increase of 17.69% compared to the last year, representing 17.56% of the turnover of the principal business activities. Turnover of power plant accessories and parts was RMB919.03 million, a decrease of 26.55% over the last year, representing 3.19% of the turnover of the principal business activities. Turnover of AC/DC motors and other products and services was RMB2,489.66 million, an increase of 26.74% over the last year, representing 8.64% of the turnover of the principal business activities.

2010年，本集團出口收入為529,949萬元，佔主營業務收入的18.39%，比上年同期增加97,383萬元，主要出口亞洲、非洲等地區。

During 2010, the Group recorded a turnover of export of RMB5,299.49 million, representing an increase of RMB973.83 million over the last year and accounted for 18.39% of the turnover of the principal business activities. The export was mainly to areas such as Asia and Africa.

成本

2010年，本集團的主營業務成本為2,466,579萬元，比上年同期下降1.19%，主要原因是本集團加強成本控制取得成效。

COST

During 2010, the cost of the principal business activities of the Group was RMB24,665.79 million, a decrease of 1.19% as compared to the last year. The decrease was mainly attributable to the Group's effort in cost control paid off.

毛利及毛利率

2010年，本集團主營業務實現毛利為414,976萬元，比上年同期增加13.21%；毛利率為14.40%，比上年同期上升1.60個百分點。其中，火電主機設備毛利為253,429萬元，比上年同期減少3,858萬元，毛利率為14.09%，比上年同期增長0.70個百分點；水電主機設備毛利為59,638萬元，比上年同期增加15,839萬元，毛利率為25.24%，比上年同期增長2.11個百分點；電站工程服務毛利為17,048萬元，比上年同期增加23,144萬元，毛利率為3.37%，比上年同期增長4.79個百分點；電站輔機及配套產品毛利為30,756萬元，比上年同期減少855萬元，毛利率為33.47%，比上年同期增長8.21個百分點；交直流電機及其它產品與服務的毛利為54,104萬元，比上年同期增加14,154萬元，毛利率為21.73%，比上年同期增長1.39個百分點。

GROSS PROFIT AND GROSS PROFIT MARGIN

In 2010, the gross profit from the principal business activities of the Group was RMB4,149.76 million, an increase of 13.21% as compared to the last year. The gross profit margin was 14.40%, an increase of 1.60 percentage points over the last year. Among them the gross profit from thermal power main equipment was RMB2,534.29 million, a decrease of RMB38.58 million compared to the last year. The gross profit margin for thermal power main equipment was 14.09%, an increase of 0.70 percentage points compared to the corresponding period last year. The gross profit from hydropower main equipment was RMB596.38 million, an increase of RMB158.39 million compared to the corresponding period last year. The gross profit margin for hydropower main equipment was 25.24%, an increase of 2.11 percentage points compared to the corresponding period last year. The gross profit from power plant engineering services was RMB170.48 million, an increase of RMB231.44 million compared to the corresponding period last year. The gross profit margin for power plant engineering services was 3.37%, an increase of 4.79 percentage points over the corresponding period last year. The gross profit from power plant accessories and parts was RMB307.56 million, a decrease of RMB8.55 million compared to the corresponding period last year. The gross profit margin for power plant accessories and parts was 33.47%, an increase of 8.21 percentage points over the last year. The gross profit from the AC/DC motors and other products and services was RMB541.04million, an increase of RMB141.54 million compared to the corresponding period last year. The gross profit margin for the AC/DC motors and other products and services was 21.73%, an increase of 1.39 percentage points over the last year.

期間費用

2010年，本集團發生營業費用48,400萬元，比上年同期增加9,541萬元，增幅為24.55%。

2010年，本集團發生管理費用268,653萬元，比上年同期增加36,082萬元，增幅為15.51%。

EXPENSES DURING THE PERIOD

The Group's expenses for operation activities during the year of 2010 amounted to RMB484.00 million, an increase of RMB95.41 million or 24.55% compared to the corresponding period last year.

Expenses for administration activities during the year of 2010 amounted to RMB2,686.53 million, an increase of RMB360.82 million or 15.51% compared to the corresponding period last year.

The increase in expenses was mainly due to the increase in staff costs, sales services expenses, depreciation expenses and R&D expenses,.

INTEREST EXPENSE

In 2010, the Group has incurred financial expenses of RMB132.32 million, a decrease of RMB48.06 million compared to the corresponding period last year.

FUNDING AND BORROWINGS

The Group has three major resources for operation and development funding, namely shareholder's capital, trade receivable from customers and bank borrowings. The Group arranges borrowings for each specific project. Except for some special situations, loans will be raised individually by the Group's subsidiaries. However, the advance approval from the parent company for capital investment borrowings is required. As the number of orders and the trade amount received in advance of the Group increased significantly during the past two years, the Group had abundant working capital and has thus repaid substantially all of the loans for working capital. As at 31 December 2010, the total sum of the Group's borrowings was RMB2,056.91 million (31 December 2009: RMB3,995.68

資產結構及變動情況

截至2010年12月31日，本集團資產總值為5,008,622萬元，比年初減少279,016萬元，下降5.28%。其中，流動資產4,425,008萬元，佔資產總值的88.35%；非流動資產583,614萬元，佔資產總值的11.65%。

負債

截至2010年12月31日，本集團負債總額為3,905,302萬元，比年初減少360,610萬元。其中，流動負債總值為2,886,764萬元，佔負債總值的73.92%；非流動負債總值為1,018,538萬元，佔負債總值的26.08%，截止2010年12月31日本集團的資產負債率為77.97%。

股東權益

截至2010年12月31日，本公司股東應佔權益總額為963,778

CAPITAL STRUCTURE AND CHANGES THEREOF

As at 31 December, 2010, total assets of the Group amounted to RMB50,086.22 million, a decrease of RMB2,790.16 million (or 5.28%) compared to the beginning of the year, among which current assets were RMB44,250.08 million, representing 88.35% of the total assets, and non-current assets were RMB5,836.14 million, representing 11.65% of the total assets.

LIABILITIES

As of 31 December, 2010, the Group's total liabilities amounted to RMB39,053.02 million, a decrease of RMB3,606.10 million compared to the beginning of the year, among which total current liabilities were RMB28,867.64 million, representing 73.92% of the total liabilities, and total non-current liabilities were RMB10,185.38 million, representing 26.08% of the total liabilities. As at 31 December, 2010, the assets to liabilities ratio of the Group was 77.97%.

SHAREHOLDERS' EQUITY

As of 31 December, 2010, the total equity attributable to the shareholders of the Company amounted to RMB9,637.78 million, an increase of RMB998.75 million compared to the beginning of the year; the net asset per share was RMB7.00. During the period, the net asset return rate of the Group was 11.21%.

GEARING RATIO

As of 31 December, 2010, gearing ratio of the Group (non-current liabilities over total shareholders' equity) was 1.06:1 as compared to that of 1.35:1 at the beginning of the year.

CONTINGENT LIABILITIES AND PLEDGE OF ASSET

As of 31 December, 2010, the Group pledged its assets in an amount of RMB249.29 million to secure loans for liquidity.

CAPITAL EXPENDITURES AND MAJOR INVESTMENTS

In the year 2010, the Group has a total capital expenditure of RMB932 million invested in infrastructure constructions and technological upgrades.

核電常規島國產化完善項目除秦皇島基地部分設施外已全部完工；核島主設備製造建設項目大部分設備已投入使用；核島主設備製造自主化完善項目－新建一備料跨主體施工完成；主泵電機製造基地建設項目主要土建工程已具備使用條件，大部分設備已交付使用；核電反應堆冷卻劑泵製造技術改造項目主體建設全部完成，設備招標工作大部分已經完成；1000MW等級核電輔機技術改造項目的新建廠房已交付生產。

Except for some facilities in Qinhuangdao, the improvement project for domestic nuclear production at conventional islands has been completed. The main equipments of the manufacturing and construction project for nuclear island are put into use. The cross construction of the newly built stock under the self-reliance and improvement project of the main equipments for nuclear island is finished. The civil engineering works of the construction project of manufacturing base for main pump generators have been prepared to use and the major equipments have been delivered. The manufacturing technology upgrade project for nuclear power reactor-cooling agent pump units is largely completed, and the bidding work for equipments is almost done. The new factory of the technological upgrade project for 1000MW nuclear power auxiliary equipment has been put into operation.

電站閥門技術改造建設項目已完工並交付使用，閥門公司已完成搬遷；新建水力模型試驗站技術改造項目的廠房主體和辦公樓已實現封閉；大型煤化工等技術改造項目的一期工程如期完成，已投入使用。

Meanwhile, the technological upgrade and construction project for power plant valve have been completed and put into use. The valve company has finished its relocation. The main body of the factories and offices of the technological upgrade project for the newly built hydro power model laboratory have been topped-out. The first stage of the technological upgrade project of large-scale coal engineering has completed on schedule and put into use.

匯率波動風險及相關對沖

本集團亦擁有部分外幣存款，於2010年12月31日，本集團外幣存款折合人民幣為36,537萬元。本集團出口及以外幣結算之業務，存在匯兌風險。

EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES AND RELATED HEDGES

The Group has certain amount of deposits that are denominated in foreign currencies. As at 31 December, 2010, the amount of the Group's deposits in foreign currencies amounted to RMB365.37 million. The export business and foreign currencies settled businesses expose the Group to exchange risk.

募集資金運用

2010年，本集團共運用募集資金1.45億元，主要用於出海口重型燃機建設、核島主設備製造建設、核電主泵電機建設等項目。

USE OF FUND-RAISING PROCEEDS

In the year 2010, the Group has utilized a total of RMB145 million of its fund-raising proceeds mainly for the Workshop Base Construction Project in relation to the heavy-duty gas turbine, the construction of the main equipment for nuclear islands and nuclear power main pump generators, etc.

截至2010年12月31日，本集團已累計運用H股募集資金26.3億元，現無剩餘募集資金。

As of 31 December, 2010, the Group has utilized a total of RMB2,630 million of its H share listing proceeds without any remaining balance.

員工及薪酬

截止2010年12月31日，本集團擁有在崗員工18,485人，薪酬總額為13.26億元。本集團不斷加大員工培訓和人才培養力度，開展了豐富知識、提升技能、增強素質等多種形式的培訓，並積極組織員工內部交流、掛職鍛煉，為廣大員工提供了學習提高和展示才華的平臺，大大提高了員工的知識水平、業務能力和職業素養，建立了培養人才、發現人才、重用人才的有效模式。

展望

2011年，世界經濟發展將延續復蘇態勢，發達經濟體增長速度提升緩慢，全球經濟環境仍有很多不確定性，經濟形勢不容樂觀。從國內形勢看，中國2011年GDP增長目標確定為8%，長期向好的趨勢沒有發生根本變化，2011年全國發電裝機總容量預計將超過10.4億千瓦，預計新增裝機容量9000萬千瓦左右。在宏觀經濟環境日益穩定、能源結構全面調整的大環境下，隨著國家「十二五」規劃和七大戰略新興產業發展規劃的逐步實施，電源建設將向高效、節能、環保、可再生新能源領域傾斜，核電、水電、風電、太陽能等新能源產品的市場需求將大幅增長。「十二五」期間，水電將得到較大發展，預計裝機容量在1億千瓦以上。同時，新興經濟體快速發展使國際市場需求依然旺盛。本集團面臨難得的發展機遇和巨大挑戰，我們有信心在董事會的領導下，堅定信心，奮力拼搏，全力開創穩步快速發展的新局面，以最佳的業績回報各位股東！

STAFF AND REMUNERATION

As at 31 December, 2010, the Group had a workforce of 18,485 employees and the total remuneration amounted to RMB1,326 million. In order to enhance knowledge, skills and capabilities as well as promote the overall caliber of its staff, the Company has put additional efforts in staff training and adopted various training approaches, such as the internal communication and on-the-job training, providing learning and improving opportunities to each of them. Through these efforts, the knowledge, skills and qualification of the staff have been greatly improved, and the Group also established an effective system to identify, train and use its people in the right way.

PROSPECT

Looking into 2011, whilst the global economy recovery will continue, the economic prospect is heading for a grim situation with the recovery proceeding at a sluggish pace within the developed economies and considerable uncertainties remaining with the global economic environment. Domestically, long-term uptrend of China's economy remained substantially intact, with GDP growth goal standing at 8% for the year 2011. It is expected that the total power generating capacity in 2011 will surpass 1.04 billion KW with an estimated new power generating capacity of about 90 million KW. With the increasingly stable macro economic environment, comprehensive adjustment in energy structure as well as the progress of the national Twelfth Five-Year Plan and strategic development plan of seven emerging industries, the construction of power plants will be more focused on the areas of effective, energy-saving, environmental and renewable energy. Thus significant increase of demand is expected for new energy markets such as nuclear, hydropower, wind and solar power. In addition, the Twelfth Five-Year Plan period is expected to see a significant development of hydroelectric power, with an expected power generating capacity in excess of 100 million KW. Meanwhile, demand from international markets remains robust in view of the rapid development in emerging economies. The Group is facing valuable development opportunities as well as considerable challenges. Under the leadership of the Board, we are determined to strive for a new era of stable and rapid growth so as to achieve outstanding returns for our shareholders.

2011年本集團將重點做好以下工作：

1. 堅持以提高經濟運行質量為主線

公司的各項工作都要以提高經濟運行質量為主線，通過完善考核機制，加大培訓力度，提高全體員工對經濟運行質量的認識，以優異的工作質量、產品質量、服務質量、管理質量保障經濟運行質量的提高。2011年力爭綜合毛利率、應收賬款和存貨等經濟指標較2010年有明顯提高。

2. 圍繞市場開發工作中心

2011年，本集團經營目標是國內常規水、火電機組市場佔有率不低於三分之一；核電、燃機、環保、百萬千瓦級超超臨界火電機組市場開發取得新突破。為此，要加強營銷隊伍建設，加強市場營銷的整體策劃，要提倡全員營銷，樹立市場第一的理念，切實做到各項工作服務於市場開發。要繼續實施「走出去」和國際化發展戰略，鞏固越南、印度、巴基斯坦等傳統市場，積極開發南美、中東、東歐等新興市場。要加大新產品市場開發力度，進一步鞏固本集團在三代核電市場開發的成果，加強對市場變化和市場風險的研究，為本集團的發展創造市場條件。

The Group will focus on accomplishing the following tasks in 2011:

1. Sticking to the priority of raising the quality of economic operation

All the tasks of the Company shall stick to the priority of raising the quality of economic operation. Through various means such as perfecting the assessment system, strengthening the training efforts and deepening the understanding of the quality of economic operation for all staff, the Group will secure the improvement of the quality of economic operation with its excellent qualities of work, products, services and management. The Group will strive for a significant improvement in various economic indicators such as consolidated gross profit margin, trade debtors and inventories in 2011 as compared to 2010.

2. Sticking to the focus of market development efforts

For the year 2011, the Group's operation targets are to have a market share of no less than one third of the conventional hydro and thermal power generator market in China and have new breakthroughs in the market development of nuclear power, gas turbines and environmental friendly products, as well as million kilowatt ultra super critical thermal power generator. In order to achieve these results, the Group will strengthen the building of the marketing team and the overall planning of marketing. The group will advocate for all staff marketing and establish the idea that market goes first among the staff, taking practical measures to ensure that all works of the Group will serve the purpose of market development. The Group will continue to adopt the Going Out policy and international development strategy, consolidating traditional markets such as Vietnam, India and Pakistan, as well as actively exploring emerging markets such as South America, Middle East and Eastern Europe. The Group will devote more efforts into market development for new products, further consolidate the Group's expansion in the third-generation nuclear power market and strengthen the researches into market changes and market risks, which will create favorable market conditions for the development of the Group.

3. 力爭三方面工作有突破

實現核電產品製造新突破。要加快核電技術開發體系的模式研究和人才隊伍建設，充實核電人才隊伍，提高核電產品設計開發能力和核電項目管理水平。

進一步加強核文化建設，強化核安全意識，打造良好的核氛圍，保障核質保體系順利有效執行。

進一步完善核電基地建設，增強核電產品的生產規模和製造能力。

要確保已開工項目和未開工項目的準備工作按計劃進行，使核電業務踏上快速發展的軌道。

實現新產業發展新突破。順應市場需求，加快新產業開發步伐，是突破發展瓶頸，實現新跨越的關鍵。2011年，要加快鎮江風電基地建設，實現市場開發和基地建設同步；要在海水淡化、太陽能發電等產品的開發方面取得突破；對潮流能發電、水泵等已經取得合同的項目，要加快研製步伐，確保按期完成，打造成功業績，推進產業化進程。

3. Striving for breakthroughs in three areas

Achieve new breakthrough in the manufacturing of nuclear power products The Group will accelerate the model researches of nuclear power technology development system and the building of a talented team. The Group will enrich the nuclear power talent team and raise its design and development abilities of nuclear power products and the management level of nuclear power projects.

The Group will further strengthen the construction of nuclear culture, increase the awareness of nuclear safety, create a favorable nuclear atmosphere and ensure the smooth and effective execution of the nuclear quality assurance system.

The Group will further perfect the construction of nuclear power bases and boost the production scale and manufacturing ability of nuclear power products.

The Group will ensure that the preparations for projects under construction and projects to be built go as planned, spurring the nuclear power businesses into a fast development track.

Achieve new breakthrough in the development of new industry. To break the bottleneck of development and achieve another leap in development, the key is to act in response to the changing market demand, and accelerate the development of new industry. For 2011, the Company shall accelerate the construction of Zhenjiang Wind Power Plant, by combination of market expansion and base construction; the Company shall achieve breakthrough in the R&D of desalination and solar power generation products; for contracted projects such as tidal current power generation and water pump, the Company shall ensure timely delivery by accelerating the pace of R&D, so as to gain satisfactory results and push forward the process of industrialization.

要加快科研體系建設，發揮內部科技資源優勢，加強與外部科研機構的聯繫和合作，加大科技投入，形成開放式科技開發體系，為新產業發展提供技術保障。

The Company shall provide technical support to the development of new industry, by ways of accelerating the construction of R&D system, leveraging on the advantage of internal technical resources, strengthening the tie and cooperation with outside research institutions, and forming an open technical development system by committing more investment to the R&D capability.

實現管理創新新突破。要全面推行內控手冊，完成內控手冊配套制度的起草工作。要大力做好全面風險管理的試點工作，提高本集團風險防範能力。

Achieve new breakthrough in the innovation of management. The Company shall implement the internal control manual on a full scale, upon completion of the drawing up of the complementary system of the manual. The Company shall strengthen the Group's risk resistance by completing the pilot program of comprehensive risk management.

要繼續開展機制創新，完善管理體系，全面適應市場多元化、高新技術化帶來的新要求。

The Company shall continue to seek innovation in the R&D system and improve the management system, so as to meet the new demand of market diversification and high-tech application.

要深入推進信息化工作，完善集團發展的辦公網絡和信息平臺，提高工作效率和信息處理能力。

The Company shall continue to facilitate the development of information-based applications, by ways of improving the office network and information platform of the Group, as well as improving work efficiency and information processing capability.

要持續開展增收節支和節能減排工作。

The Company shall continue to seek income enhancement and expenditure reduction, as well as energy conservation and emission reduction.

要加強管理基礎工作，夯實發展基礎，持續開展成本控制工作，要加快人才隊伍建設，加大員工培訓力度，提高員工整體素質。

The Company shall strengthen the system of basic management, consolidate the foundation of development, and continue to implement cost-control measures. Meanwhile, the Company shall accelerate the construction of human resources capability, by organizing more training programs for employees to enhance the overall capability of all employees.

於中國．哈爾濱，2011年3月18日

Harbin, the PRC, 18 March 2011

董事、監事及高級管理人員
Directors, Supervisors and Senior Management

董事

執行董事

宮晶堃先生，一九五八年七月出生，碩士學位，高級工程師職稱，現任本公司董事長及哈電集團公司董事長。宮先生一九八二年畢業於瀋陽機電學院，後就讀於上海復旦大學工業經濟管理專業，獲碩士學位。一九八二年加入哈電集團。宮先生曾任本集團原電機廠生產處副處長、生產部副部長、水電分廠廠長以及本集團電機公司總經理助理、副總經理等職務。一九九九年任阿城繼電器集團公司和阿城繼電器股份有限公司董事長。二零零零年八月任哈電集團公司副董事長兼總經理，九月任本公司副董事長。二零零六年五月任哈電集團公司董事長，九月二十九日任本公司董事長。

鄒磊先生，一九六六年六月出生，博士學位，高級經濟師職稱，現任本公司執行董事及哈電集團公司董事、總經理。鄒先生一九八八年七月畢業於佳木斯工學院機械設計與製造專業，取得學士學位，後於哈爾濱工業大學取得博士學位。一九八八年八月加入哈電集團。鄒先生曾任原哈爾濱鍋爐廠生產處總調度室調度員、党辦秘書、團委副書記、書記，鍋爐公司管子一分廠黨支部書記、重容分廠廠長、平山分廠廠長、生產長、副總經理、董事長、總經理兼黨委副書記。二零零八年十二月任哈電集團公司黨委常委、董事、總經理。二零零九年二月十一日起任本公司執行董事。

DIRECTORS

Executive Directors

Mr. Gong Jing-kun, born in July 1958, senior engineer with a master's degree, now chairman of HE and chairman of the Company. Mr. Gong graduated from Shenyang Institute of Machinery and Electronics in 1982. Later on, he studied in Shanghai Fudan University, majoring in economic management and was conferred a master degree. Mr. Gong joined HE in 1982. He has been vice director of production division, vice manager of production department, manager of hydropower workshop in former Harbin Electric Machinery Works of the Group, and general manager assistant and deputy general manager of the Electric Machinery Company of the Group. Mr. Gong was appointed as chairman of Archeng Relay Group Company and Archeng Relay Company Limited in 1999. In August 2000, he was appointed as vice chairman and general manager of HE and in September 2000, Mr. Gong was appointed as vice chairman of the Company. In May 2006, he was appointed as chairman of HE and on 29 September, chairman of the Company.

Mr. Zou Lei, born in June 1966, senior economist with a doctor's degree, now director and general manager of HE and executive director of the Company. Mr. Zou graduated from Jiamusi Technical College in July 1988, majoring in mechanical design and manufacture, and was conferred a bachelor degree. Then he obtained a doctor degree from Harbin Institute of Technology. Mr. Zou joined HE in August 1988 and was the dispatcher, Party office secretary, league deputy secretary, secretary in dispatching room of production division in former Harbin Boiler Works, Party branch secretary of pipe first branch factory, factory director of heavy vessel workshop, factory director of Pingshan branch factory, production director, deputy general manager, Chairman of the Board, General manager and Party committee deputy secretary in Harbin Boiler Company Limited. In December 2008, Mr. Zou was elected as standing committee member of the Party Committee, director and general manager. He has been executive director of the Company from 11th February 2009.

商中福先生，一九六一年三月出生，工商管理碩士學位，研究員級高級工程師，現任本公司執行董事、副總經理。商先生一九八二年畢業於哈爾濱工業大學汽輪機專業，同年加入哈電集團。曾任本集團原汽輪機廠設計研究所副科長、副所長、副總經濟師、副總工程師等職務。一九九八年十月任本集團汽輪機公司副總經理。一九九九年十一月任本集團汽輪機公司董事長兼總經理。二零零零年九月任本公司執行董事。二零零二年二月任本公司副總經理。

獨立董事

孫昌基先生，一九四二年八月出生，研究員級高級工程師。現任本公司獨立董事、中國機械工業聯合會特別顧問、國家核電技術公司籌備組副組長。孫先生一九六六年九月畢業於清華大學，一九六八年參加工作。先後任東方汽輪機廠科長、車間主任、副廠長、廠長等職務。一九九一年一月調任機械工業部生產司副司長，一九九三年四月任國家機械工業部副部長。一九九八年四月任國家機械工業局常務副局長(副部長級)。一九九九年一月起任中國銀行黨委副書記、副行長(副部長級)。一九九九年九月至二零零一年八月兼任中國東方資產管理公司總裁。二零零零年十一月起任中國銀行副董事長，二零零一年九月起兼任中銀香港副董事長，並於二零零三年六月兼任中國銀行紀委書記。自二零零四年八月起專任中銀香港副董事長，兼任中國機械工業聯合會副會長。二零零三年一月當選為中國人民政治協商會議第十屆全國委員會委員。二零零四年十月起兼任國家核電技術公司籌備組副組長。二零零九年十二月任本公司獨立董事。

Mr. Shang Zhong-fu, born in March 1961, is a research & senior engineer and a master of business administration. He now serves as an executive director and deputy general manager of the Company. Majoring in steam turbine, Mr. Shang graduated from Harbin Institute of Technology in 1982 and joined HE in the same year. He has been an assistant section head and deputy head of the Design Research Institute, vice chief economist and vice chief engineer of former Turbine Works of the Group. He was appointed as a deputy general manager and the chairman and general manager of the Turbine Company of the Group in October 1998 and November 1999, respectively. In September 2000, he was appointed as an executive director of the Company and in February 2002, as a deputy general manager of the Company.

Independent Directors

Mr. Sun Chang-ji, born in August 1942, researcher & senior engineer, is an independent director of the Company and special advisor for China Machinery Industry Federation, and deputy head of the Preparatory Team for State Nuclear Power Technology Corporation. Mr. Sun graduated from Tsinghua University in September 1966, and started his career in 1968. He worked in Sichuan Oriental Turbine Factory, serving as Section Head, Workshop Director, Deputy Factory Manager and Factory Manager. In January 1991, he was appointed as Deputy Director-general of the production department of the Ministry of Machinery Industry of the PRC, and later he became Vice Minister of the Ministry of Machinery Industry of the PRC in April 1993. In April 1998, he became First Deputy Director-general of the State Administration of Machinery Industry of the PRC (deputy ministerial level). He became Deputy Party Secretary and Vice President (deputy ministerial level) of Bank of China in January 1999, and served concurrently as President of China Orient Asset Management Corporation for the period from September 1999 to August 2001. He became Vice Chairman of Bank of China in November 2000, Vice Chairman of Bank of China (Hong Kong) Limited in September 2001 and Secretary of Commission for Discipline Inspection of Bank of China in June 2003 concurrently. From August 2004, he has been appointed as Vice Chairman of Bank of China (Hong Kong) Limited and Vice Chairman of China Machinery Industry Federation concurrently. He was elected as a member of the 10th CPPCC National Committee in January 2003, and deputy head of the Preparatory Team for State Nuclear Power Technology Corporation in October 2004 concurrently. Since December 2009, he has been an independent director of the Company.

賈成炳先生，一九四二年七月出生，大學本科學歷，高級工程師職稱，現任本公司獨立董事、中國機械工業聯合會特別顧問、中國鑄造協會理事長等職務。賈先生一九六五年畢業於合肥工業大學鑄造專業，同年七月參加工作。曾任國家機械電子工業部、機械工業部副處長、處長。機械工業部人事勞動司司長、辦公廳主任、機械工業部黨組成員。二零零一年三月起先後任國務院大型企業監事會主席(中國材料工業科工集團、中國船舶工業集團公司、國家開發投資公司)等職務。二零零六年二月任中國機械工業聯合會執行副會長、特別顧問、中國鑄造協會理事長等職務。二零零六年九月任本公司獨立董事。

Mr. Jia Cheng-bing, born in July 1942, senior engineer with a bachelor's degree, is an independent director of the Company, special advisor for China Machinery Industry Federation, and president of China Foundry Association. He graduated from Hefei University of Technology in Foundry in 1965, and started his career in July of the same year. He served as chief and deputy chief at Ministry of Machinery Electronics Industry and Ministry of Machine Building Industry, director of Personnel and Labor Division, head of office and Party Commissioner at Ministry of Machine Building Industry. From March 2001, he served as chairman of the Supervisory Committee for various large State Council organizations (China National Materials Industry Group, China State Shipbuilding Corporation, The State Development and Investment Corp.). In February 2006, he was appointed as deputy managing directors and special advisor of China Machinery Industry Federation and president of China Foundry Association. He has been an independent director of the Company since September 2006.

李荷君女士，一九四四年六月出生，大學本科學歷，高級經濟師職稱，現任本公司獨立董事、西南鋁業(集團)有限公司副董事長、中國女企業家協會常務理事、金融理財咨詢委員會委員。李女士一九六六年畢業於中央財政金融學院(現中央財經大學)財政專業，同年八月參加工作。曾任河南省計委副處長、處長，中國建設銀行河南省分行副行長、黨組副書記。一九九三年任中國建設銀行河南省分行行長、黨組書記，河南省投資學會會長。一九九九年任中國信達資產管理公司執行委員會主任委員、審核委員會主任委員。二零零四年起任中國信達資產管理公司專家咨詢委員會委員，西南鋁業(集團)有限公司副董事長、陝西韓城煤礦公司副董事長、中國女企業家協會常務理事、金融理財咨詢委員會委員。二零零六年九月任本公司獨立董事。

Ms. Li He-jun, born in June 1944, senior economist with a bachelor's degree, is an independent director of the Company, vice chairperson of the Board of Southwest Aluminum (Group) Co. Ltd, executive director of China Association of Women Entrepreneurs and committee member of the Financial Advisory Committee. Ms. Li graduated from Central Institute of Finance and Economics (currently known as Central University of Finance and Economics) in Finance and Accounting in 1966, and started her career in August of the same year. She has served as chief and deputy chief of the Planning Commission of Henan Province, Vice President and Deputy Party Secretary of China Construction Bank Henan Branch. In 1993, she became President and Party Secretary of China Construction Bank Henan Branch and director of Henan Provincial Investment Association. In 1999, she became chief commissioner of both the Execute Commission and the Audit Commission for China Cinda Asset Management Corporation. Since 2004, she has been appointed as commissioner of the Expert Advisory Commission of China Cinda Asset Management Corporation, vice chairperson of the Board of Southwest Aluminum (Group) Co. Ltd, vice chairperson of the Board of Shanxi Hancheng Coal Company, executive director of China Association of Women Entrepreneurs and commissioner of Finance Inquiry Commission. She has been an independent director of the Company since September 2006.

于渤先生，一九六零年十月出生，博士學位，教授，博士生導師，現任本公司獨立董事、哈爾濱工業大學經濟與管理學院院長。于先生一九八一年畢業於哈工大工業電氣自動化專業，一九八二年參加工作，曾任哈工大管理學院助教、講師、副教授、教授；二零零零年任哈工大管理學院工商管理系主任，二零零二年任哈工大管理學院MBA教育中心主任，二零零三年任哈工大管理學院院長助理、MBA教育中心主任，二零零八年任哈爾濱工業大學經濟與管理學院院長。于先生還兼任中國能源研究會能源系統工程委員會副主任、全國工商管理碩士(MBA)教育指導委員會委員、中國兵工學會軍工科技管理委員會委員、中國技術經濟研究會理事、北京宇航學會航天技術經濟委員會委員、航天科研管理研究會理事、黑龍江省財政預算理事會理事、黑龍江科學技術顧問委員會工業組專家等社會職務。二零零九年十二月任本公司獨立董事。

劉登清先生，一九七零年十一月出生，清華大學管理學博士，現任本公司獨立董事、中國註冊資產評估師、註冊房地產估價師、註冊礦業權評估師，首届全國十佳青年評估師，現為北京中企華資產評估有限責任公司合夥人、常務副總裁兼首席評估師。現為第十届全國青聯委員；中國資產評估協會理事；中國資產評估協會首批資深會員；國務院國有資產監督管理委員會、財政部評估項目審核專家組成員；中國證監會第十届、第十一届發審委委員；中國資產評估協會資產評估準則技術委員會委員、企業價值評估專業委員會委員、無形資產評估專業委員會委員、中國註冊資產評估師後續教育編委會委員，北京註冊會計師協會資產評估專業委員會委員、宣傳委員會委員，《北京註冊會計師》孰殪葴炕艡梅：續■膧碉届發審姐爐沅翉般好醺薘朁祖灠臇裬袟臉骭瀢

監事

股東代表監事

王志森先生，一九五零年出生，大學學歷，高級工程師職稱，現任本公司紀委書記、監事會主席及哈電集團公司黨委常委、紀委書記。王先生於一九七五年十二月清華大學電力工程系電機專業畢業，同年參加工作。曾任機械工業部幹部司企業幹部管理處副處長，機械工業部人勞司綜合處副處長。一九八九年任中國機電報社信息部主任。一九九二年任機電部儀器儀錶綜合技術研究所所長、黨委書記。一九九五年一月任內貿部辦公廳副主任兼部長辦主任、部黨組秘書。一九九五年七月任中國農業機械總公司黨委書記、副總經理。一九九六年任國家體改委辦公廳主任、國務院體改辦秘書行政司司長。一九九八年任華星物產公司黨委書記、紀委書記。一九九九年任中國華星集團公司董事、黨委書記、紀委書記。二零零一年任中國華星集團公司黨委書記、副總經理。二零零七年六月任哈爾濱電站設備集團公司(現「哈爾濱電氣集團公司」)黨委常委、紀委書記，同時任本公司黨委常委、紀委書記。二零零八年三月起任本公司監事會主席。

SUPERVISORS

Supervisors representing shareholders

Mr. Wang Zhi-sen, born in 1950, senior engineer with bachelor's degree, is secretary of Discipline Committee and chairman of the Supervisory Committee of the Company, and a member of the Standing Committee of Communist Party and secretary of Discipline Committee of HE. Mr. Wang studied electric power engineering at Qinghua University and graduated in December 1975. He started his career in the same year and was appointed as deputy director of Enterprise Cadre Administration Office of Department of Cadre and deputy director of the general office of Personnel and Labor Department under the Ministry of Machine-Building Industry. He was appointed as director of Information Department of China Electrical Engineering News in 1989, head and secretary of Party Committee of Instrument and Meter Technology Institute under Ministry of Machinery and Electronics Industry in 1992, deputy director of general office and director of the director office of Ministry of Internal Trade and secretary of Party Committee in January 1995, secretary of Party Committee and vice general manager of China National Agricultural Machinery Corporation in July 1995, head of office of State Commission for Economic Restructuring and head of the secretary administration division of the Economic Restructuring Office of the State Council in 1996, secretary of Party Committee and secretary of Discipline Committee of Huaxing Products Corporation in 1998, director, secretary of Party Committee and secretary of Discipline Committee of China Huaxing Group in 1999, secretary of Party Committee and deputy general manager of China Huaxing Group in 2001. In June 2007, he was appointed as a member of the Standing Committee of Communist Party and secretary of Discipline Committee of Harbin Power Plant Equipment Group Corporation (currently known as Harbin Electric Corporation), and a member of the Standing Committee of Communist Party and secretary of Discipline Committee of the Company. He has been the chairman of the Supervisory Committee of the Company since March 2008.

陳光先生，一九六四年八月出生，研究生學歷，高級工程師職稱，現任本公司股東代表監事、本集團鍋爐公司企業管理發展處處長。陳先生一九八六年畢業於西安交通大學，同年加入哈電集團，曾任本集團鍋爐公司設計處設計員、廠辦秘書，備品配件公司副經理、管二分廠副書記兼工會主席、汽包分廠書記、廠長，管一分廠廠長、安技處處長兼書記等職務，二零零九年八月起任鍋爐公司企業管理發展處處長兼書記。二零零九年十二月任本公司股東代表監事。

Mr. Chen Guang, born in August 1964, senior engineer with a Master's degree, is a supervisor representing shareholders of the Company and director of the Corporate Management and Development Department of the Boiler Company of the Group. Mr. Chen graduated from Xi'an Jiaotong University in 1986 and joined HE in the same year. He was appointed as a designer of the Design Department of the Boiler Company of the Group, secretary of factory office, deputy manager of the spare parts company, deputy secretary and chairman of Labor Union of No. 2 Pipe Workshop, secretary and head of Drum Workshop, head, director of Security Department and secretary of No. 1 Pipe Workshop. He was appointed as the director and secretary of the Corporate Management and Development Department of the Boiler Company since August 2009. He has been a supervisor representing shareholders since December 2009.

職工代表監事

Supervisors representing staff and workers

盧春蓮女士，一九五九年三月出生，大學學歷，高級工程師職稱，現任本公司職工代表監事和本集團電機公司副總工程師兼大電機研究所副所長。盧女士一九八二年畢業於哈爾濱電工學院絕緣材料專業，同年加入哈電集團。曾任本集團電機公司大電機研究所絕緣材料研究室工程師、副主任以及電機公司綫圈分廠技術室主任、綫圈分廠廠長等職務，二零零二年起任電機公司綫圈分廠廠長，二零零三年九月任本公司職工代表監事，二零零八年三月任電機公司副總工程師，二零零九年四月任電機公司大電機研究所副所長。

Ms. Lu Chun-lian, born in March 1959, senior engineer with bachelor's degree, is a supervisor representing staff and workers of the Company and deputy chief engineer of the Electric Machinery Company and deputy director of the Electric Machinery Institute of the Group. Ms. Lu studied Insulation Material in Harbin Institute of Electrical Engineering and graduated in 1982. She joined the group in the same year and was appointed as an engineer and deputy director of Insulation Material Research Office under Electrical Machinery Research Institute ,head and director of technology department of coil factory in the Electric Machinery Company. She has been the head of coil workshop in the Electric Machinery Company since 2002, supervisor representing staff and workers of the Company since September 2003, deputy chief engineer of the Electric Machinery Company since March 2008, and deputy director of the Electric Machinery Institute under the Electric Machinery Company since April 2009.

高旭光先生，一九七一年六月出生，學士學位，高級工程師職稱，現任本公司職工代表監事、哈爾濱汽輪機廠有限責任公司黨委組織部部長。高先生畢業於哈爾濱工業大學電化學專業，獲學士學位，一九九四年七月參加工作。高先生曾任哈爾濱汽輪機廠有限責任公司總經理辦公室副主任、董事會秘書、企業發展研究中心主任。二零零三年任本公司職工代表監事。二零零九年十月任汽輪機公司黨委組織部部長。

Mr. Gao Xu-guang, born in June 1971, senior engineer with bachelor's degree, is a supervisor representing staff and workers of the Company and head of Organization Department of the Party Committee of Harbin Turbine Company Limited. Mr. Gao studied Electrochemistry in Harbin Institute of Electrical Engineering and graduated with a bachelor's degree. He starts his career in July 1994. He was appointed as deputy director of the general manager's office, secretary of the Board and director of Corporate Development Center of Harbin Turbine Company Limited. He has been a supervisor representing staff and workers since 2003 and head of Organization Department of the Party Committee of the Turbine Company since October 2009.

獨立監事

徐二明先生，一九四九年十二月出生，博士學位，教授，博士生導師，現任本公司獨立監事、中國人民大學研究生院副院長。徐先生一九七八年畢業於中國人民大學工業經濟系並留校參加工作，曾任助教、講師、副教授、教授。一九九一年任中國人民大學中加大學管理教育項目辦公室主任，後任中國人民大學工業經濟系副主任(兼)、中國人民大學工商管理教育中心副主任(兼)和中國人民大學外國經濟管理研究所副所長。一九九六年任中國人民大學工商管理學院副院長，一九九七年任院長，二零零六年六月起任中國人民大學研究生院副院長。現任中國人民大學第十屆校學術委員會副秘書長，中國人民大學第三屆校務委員會委員，兼任國務院學位委員會第六屆工商管理學科評議組成員，中國企業管理研究會副會長，北京現代企業研究會會長，中國電信股份有限公司獨立非執行董事，享受國務院政府特殊津貼。還曾任國務院學位委員會第五屆工商管理學科評議組副召集人，全國MBA教育指導委員會委員，教育部高校工商管理類教學指導委員會主任委員。徐二明教授被國內浙江大學等十余所大學聘為兼職教授，並先後在美國布法羅紐約州立大學(New York State University at Buffalo)、斯克蘭頓大學(The University of Scranton)、澳大利亞悉尼科技大學(University of Technology, Sydney, Australia)、日本國立九州大學以及香港理工大學任教。二零零九年十二月任本公司獨立監事。

Independent Supervisor

Mr. Xu Er-ming, born in December 1949, professor and Ph.D. supervisor with a Doctor's Degree, is an independent supervisor of the Company and Deputy Dean of School of Graduate Studies of the Renmin University of China. Mr. Xu graduated from the Department of Industrial Economics of Renmin University of China in 1978 and stayed at the university after his graduation, where he worked as tutor, lecturer, associate professor and professor. He was appointed as the director of office for Canada-China Management Education Program of the Renmin University of China in 1991, and later the deputy director of the Department of Industrial Economics, the deputy director of the Center for Business Administration Education and the deputy director of Institute of Foreign Economic Management of the Renmin University of China at the same time. He was appointed as the Deputy Dean of Business Administration of the Renmin University of China in 1996 and the Dean in 1997. He has been appointed as the Deputy Dean of School of Graduate Studies of the Renmin University of China since June 2006. He is now Deputy Secretary-General of the Tenth Session of the Academic Committee, and a member of the Third Session of the University Affairs Committee of the Renmin University of China, a member of the Sixth Session of the Business Administration Academic Appraisal Group of the Academic Degree Committee of the State Council, Vice Chairman of the Chinese Enterprise Management Research Association, and Chairman of Beijing Contemporary Enterprise Research Association, independent non-executive director of China Telecom Corporation Limited. He is entitled to the State Council's special government allowances. He has also been appointed as Associate Convener of the Fifth Session of the Business Administration Academic Appraisal Group of the Academic Degree Committee of the State Council, a member of the Advisory Committee of National MBA Education, and a director of the Advisory Committee for University Business Administration Education lead by Ministry of Education. Professor Xu is a visiting professor at over 10 universities in China including Zhejiang University, and has been teaching at New York State University at Buffalo, the University of Scranton, the University of Technology, Sydney, Australia, the Kyushu University, Japan and Hong Kong Polytechnic University. He has been an independent supervisor of the Company since December, 2009.

高級管理人員

張海權先生，一九六一年九月出生，工商管理碩士學位，高級工程師職稱，現任本公司副總經理。張先生一九八四年畢業於哈爾濱電工學院，同年加入哈電集團。曾任本集團原鍋爐廠機修分廠工程師，廠黨委辦公室秘書及主任助理等職務。張先生一九九四年參加哈電集團股改及本公司股票發行與上市工作。一九九四年十一月起先後任本集團鍋爐公司總經理辦公室副主任、計劃處副處長及企業管理處處長、審計法律處處長等職務。一九九八年調任哈電集團公司及本公司黨委常委、組織部部長；一九九九年調任哈電集團所屬企業——阿城繼電器集團公司及阿城繼電器股份有限公司黨委書記、副董事長。二零零零年十月起任本公司副總經理。

劉智全先生，一九六八年七月出生，工商管理碩士學位，高級會計師職稱，現任本公司副總經理。劉先生畢業於哈爾濱工業大學工業會計專業，獲學士學位，後就讀於哈爾濱工業大學MBA專業，獲碩士學位，一九九一年九月參加工作。曾任本集團哈爾濱鍋爐廠財務處處長助理、副處長、處長，副總會計師兼財務處處長。二零零一年四月任哈爾濱鍋爐廠有限責任公司副總經理。二零零六年九月起任本公司副總經理。

SENIOR MANAGEMENT

Mr. Zhang Hai-quan, born in September 1961, is a senior engineer and master of business administration. He now serves as the deputy general manager of the Company. Mr. Zhang graduated from Harbin Institute of Electrical Engineering in 1984 and joined HE in the same year. He has been an engineer of the enginery repairing workshop, the secretary and an assistant of the director of the Communist Party Committee Office of former Boiler Works of the Group. In 1994, Mr. Zhang participated in the reorganization of HE to be a shareholding enterprise and the issuance and listing of the Company's shares. Since November 1994, he has been appointed as the deputy director of the general manager office, the deputy director of the planning department and director of the enterprise management department, and the director of the auditing and law department of the Boiler Company of HE. In 1998, he was transferred to be a member of the HE's and the Company's Standing Communist Party Committee and director of the organization department. In 1999, Mr. Zhang was appointed as the secretary of the Communist Party Committee and vice chairman of Archeng Relay Group Company and Archeng Relay Company Limited of the Group. He has been served as the deputy general manager of the Company since October 2000.

Mr. Liu Zhi-quan, born in July 1968, is a senior accountant and master of business administration. He now serves as the deputy general manager of the Company. Mr. Liu graduated from Harbin Institute of Technology, majoring in industrial accounting with a bachelor's degree. He subsequently obtained his MBA qualification from the same university. He started his career in September 1991. He has been an assistant of the director, the deputy director and the director of finance department, and the deputy chief accountant and director of finance department of the Boiler Company of the Group. He was appointed as the deputy general manager of the Boiler Company in April 2001. Mr. Liu has been served as deputy general manager of the Company since September 2006.

韓建偉先生，一九五五年六月出生，學士學位，研究員級高級工程師職稱，現任本公司副總經理。韓先生一九七三年十月參加工作，一九八二年畢業於哈爾濱工業大學，獲學士學位。曾任本集團哈爾濱鍋爐廠設計處設計員，哈爾濱鍋爐廠用戶服務處安裝員、副處長，哈爾濱鍋爐廠有限責任公司生產長兼生產處長，哈爾濱鍋爐廠有限責任公司副總經濟師，哈爾濱鍋爐廠有限責任公司副總經理，哈爾濱鍋爐廠有限責任公司董事長、總經理，二零零七年十二月起任本公司副總經理。

曲哲先生，一九六二年七月出生，研究生學歷，高級工程師職稱，現任本公司副總經理。曲先生一九八八年八月畢業於哈爾濱船舶工程學院，獲碩士學位，同年加入哈電集團。曲先生曾任哈爾濱電站設備進出口公司助理工程師、駐巴基斯坦商務代表、工程師等職務，一九九四年二月任該公司副總經理，一九九四年十一月起任哈爾濱電站工程有限責任公司經營開發部副經理，巴基斯坦烏奇聯合循環電站工程項目副總經理兼經營開發部副經理，公司副總工程師，總經理助理等職務。一九九九年十一月任哈爾濱電站工程有限責任公司常務副總經理，二零零三年四月任總經理，二零零七年九月任董事長兼黨委書記，二零一零年六月起任本公司副總經理。

Mr. Han Jian-wei, born in June 1955, is a researcher & senior engineer with a bachelor's degree. He now serves as the deputy general manager of the Company. Mr. Han started his career in October 1973. He graduated from Harbin Institute of Technology in 1982 with a bachelor's degree. He has been a designer of the design division, an installation worker and the deputy director of the user service division and the head and director of the production division of Harbin Boiler Company Limited of the Group. He has also served as the vice chief economist, the deputy general manager, the chairman and the general manager of Harbin Boiler Company Limited. He has been served as the deputy general manager of the Company since December 2007.

Mr. Qu Zhe, born in July 1962, is a senior engineer with a master's degree. He now serves as the deputy general manager of the Company. Mr. Qu graduated from Harbin Shipbuilding Engineering Institute with a master's degree in August 1988 and joined HE in the same year. He has been an assistant engineer, business representative in Pakistan and engineer of Harbin Power Station Equipment Import And Export Company, and served as the deputy general manager of the company sine February 1994. Since November 1994, he was appointed as the deputy manager of operation and development department of Harbin Power Engineering Company Limited, deputy general manager and deputy manager of operation and development department of cycle power plant project in UCH, Pakistan, deputy chief engineer, assistant to general manager of the company. He serves as the executive deputy general manager of Harbin Power Engineering Company Limited in November 1999, general manager of the Company in April 2003,and chairman and Party Secretary in September 2007. Mr. Qu has been served as deputy general manager of the Company since June 2010.

公司秘書

馬遂先生，一九五七年三月出生，工商管理碩士學位，副教授職稱，現任本公司公司秘書兼辦公室主任。馬先生一九七六年參加工作，一九八二年畢業於東北重型機械學院，同年加入哈電集團，曾於本集團原電機廠長期從事員工培訓和企業策劃工作。先後擔任職工大學副校長、公司辦公室副主任、企業策劃部部長、副總經濟師等職務。二零零三年五月起任本公司辦公室主任，二零零六年三月起兼任董事會秘書局主任，四月起兼任公司秘書。

COMPANY SECRETARY

Mr. Ma Sui, born in March 1957, is an associate professor and a master of business administration. He now serves as the company secretary of the Company and the director of office. Mr. Ma started his career in 1976. He graduated from Northeast Heavy Machinery Institute in 1982 and joined HE in the same year. He used to work on staff training and corporate planning at the Group's former electrical machinery plant. He has been the vice chancellor of our Staff College, the deputy director of office, the director of the corporate planning department and the deputy chief economist of the Company. He has been served as the director of office since May 2003, and assumed two additional posts as the director of the secretariat of the Board and the company secretary since March and April 2006, respectively.

董事會報告書
Report of the Directors

董事會欣然提呈本集團2010年年度報告和截至2010年12月31日止年度經審計的財務報表。

The Directors are pleased to submit 2010 annual report and audited financial statements of the Group for the year ended 31 December 2010.

主要業務

本公司及其主要附屬公司主要從事各種發電設備的生產、銷售及電站工程服務業務，詳情載於財務報表附註10。

PRINCIPLE ACTIVITIES

The Company and its principal subsidiaries are mainly engaged in manufacturing and sales of various kinds of power equipments and power station engineering services, details of which are set out in Note 10 to the financial statements.

本集團所有業務均以中國為基地,其中約81.61%之集團營業額來自中國。

All the activities of the Group are based in the PRC, where 81.61% of the Group's turnover is derived from.

截至2010年12月31日止年度,本集團產品出口營業額為529,949萬元佔總營業額的18.39%。本集團的出口地區主要包括亞洲、非洲等地區。

The export sales of the Group for the year ended 31 December 2010 amounted to RMB5,299.49 million, representing 18.39% of the Group's total turnover for the year. The Group's export markets mainly include Asian and African countries.

附屬公司

本公司擁有10家主要附屬公司。哈爾濱電機廠有限責任公司主要從事水輪發電機組、汽輪發電機的生產與銷售；哈爾濱鍋爐廠有限責任公司主要從事電站鍋爐的生產與銷售；哈爾濱汽輪機廠有限責任公司主要從事電站汽輪機的生產與銷售；哈爾濱電站工程有限責任公司主要從事電站項目總承包及電站設備成套業務；哈電集團(秦皇島)重型裝備有限公司主要從事大型火電、核電、燃氣輪機等設備的生產和裝配；哈爾濱電機廠交直流電機有限責任公司主要從事大中型交直流電機、核電主泵電機的生產和銷售；哈電集團哈爾濱電站閥門有限公司主要從事電站閥門的生產和銷售；哈爾濱發電設備國家工程研究中心有限公司主要從事發電設備研發工程化技術；哈爾濱動力科技貿易股份有限公司主要從事貿易；哈電集團現代製造服務產業有限責任公司主要從事電站維修、改造、備品供應等服務業務。

SUBSIDIARIES

The Company has ten principal subsidiaries. Harbin Electrical Machinery Co., Ltd is mainly in the field of manufacture and sales of hydro generator units and steam turbine generator units. Harbin Boiler Co., Ltd is mainly in the field of manufacture and sales of boilers for power stations. Harbin Turbine Co., Ltd is mainly in the field of manufacture and sales of steam turbine for power stations. Harbin Power Engineering Co., Ltd is mainly in the field of the turnkey construction of power station projects and complete set of power station equipment. Harbin Power Plant Equipment Corporation (QHD) Heavy Equipment Co., Ltd is mainly in the field of manufacture and assembly of equipments such as large scale thermal power, nuclear power and gas turbine. Harbin Electric Machinery AC-DC Motor Limited Duty Company is mainly in the field of manufacture and sales of medium-to-heavy-duty AC/DC motors and nuclear power main pump motors. HE Harbin Power Plant Valve Company Limited is mainly in the field of manufacture and sales of valves for power stations. Harbin Power Equipment National Engineering Research Center Co. Ltd (哈爾濱發電設備國家工程研究中心有限公司) is mainly in the field of research and development of power equipment engineerisation technology. Harbin Power Technology & Trade Inc. is mainly in the field of trading. HEC Modern Production and Services Corporation is mainly in the field of service businesses like power station maintenance, reconstruction, and supply of equipment.

於2010年12月31日，本公司主要附屬公司詳情載於本年報財務報表附註43。

As at 31 December 2010, details of the Company's principal subsidiaries are set out in Note 43 to the financial statements of the annual report.

業績及分配

本集團截至2010年12月31日止之年度業績載於本年報第56頁的綜合全面收益表中。

FINANCIAL RESULTS AND DISTRIBUTION

The results of the Group for the year ended 31 December 2010 are set out in the consolidated statement of comprehensive income on page 56 of the annual report.

董事會建議本公司2010年度除税及非控股收益後溢利分配如下：

The Directors propose the distribution of profit after taxation and non-controlling interests for 2010 as follows:

1. 提取法定盈餘公積金人民幣2,722萬元。

1. To transfer RMB27.22 million to the statutory surplus reserve.

2. 董事會建議向2011年4月13日登記在冊

2. The Directors propose a dividend of RMB0.14 (including applicable tax) per share for 2010 for shareholders who registered on shareholder' list on 13 April 2011; payment of dividends totally amounted to RMB192.75 million. Shareholders of H share will be paid in Hong Kong dollar; the exchange rate used is based on average closing rate of the People's Bank of China during the five days preceding the date of 18 March 2011, which is RMB1 for HK$1.1861. The dividend for every H share will be HK$0.1661 (including applicable tax).

3. The Register of members of the Company will be closed from 13 April 2011 to 12 May 2011 (both days inclusive). Final dividends for 2010 will be distributed to shareholders whose names appear in the Register of members of the Company on 13 April 2011 before 15 July 2011. In order to qualify for the final dividend for 2010, all completed transfers documents, accompanied by the relevant share certificates, must be lodged with the Company's Registrar, namely, Hong Kong Registrars Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m., 12 April 2011.

董事、監事

有關董事及監事的詳情載於本年報《董事、監事及高級管理人員》一節。

董事、監事及高級管理人員的股本權益

於2010年12月31日，本公司董事及高級管理人員概無在本公司及其／或在任何相關法團(定義見《證券及期貨條例》第XV

DIRECTORS AND SUPERVISORS

Details of Directors and Supervisors are set out in the Section "Director, Supervisors and Senior Managers" of the annual report.

DIRECTORS', SUPERVISORS' AND SENIOR MANAGEMENT'S INTERESTS IN THE SHARE CAPITAL OF THE COMPANY

As at 31 December 2010, none of the Directors, Supervisors and senior management of the Company had any interest or short position in the shares, underlying shares and/or debentures (as the case may be) of the Company and/or of any of its associated corporations (within the meaning of Part XV of the SFO) which was required to be notified to the Company and the HKSE pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest and short position which any such Director, Supervisor or senior management is taken or deemed to have under such provisions of the SFO) or which was required to be entered in the Register kept by the Company pursuant to section 352 of the SFO or which was required to be notified to the Company and the HKSE pursuant to the Model Code for Securities Transactions by Directors of Listing Companies as contained in Appendix 10 to the Listing Rules.

DIRECTORS' AND SUPERVISORS' SERVICE CONTRACTS

There are service contracts between every Director, Supervisor and the Company, each with a term of three years effective from 11 December 2009. Besides this, there are no existing or proposed service contracts between every Director, Supervisor and any member company of the Group.

DIRECTORS' AND SUPERVISORS' INTERESTS IN CONTRACTS OF SIGNIFICANCE

None of the Directors or Supervisors of the Company has any material interest, whether directly or indirectly, in the contracts of significance, to which the Company or any of its subsidiaries is a party during the year.

董事及監事酬金

截至2010年12月31日止之年度，本公司董事及監事酬金詳情載於本年報財務報表附註8。

REMUNERATION OF DIRECTORS AND SUPERVISORS

Details of the remuneration of the Directors and Supervisors of the Company for the year ended 31 December 2010 are set out in Note 8 to the financial statements of the annual report.

獲最高酬金的前五名人士

獲最高酬金的前五名人士詳情載於本年報財務報表附註8。

FIVE HIGHEST PAID PERSONNEL

The details on the five highest paid personnel are set out in Note 8 to the financial statements of the annual report.

員工退休及福利計劃

員工退休及福利計劃詳情載於本年報財務報表附註31。

RETIREMENT AND BENEFIT SCHEME

Details of the retirement and benefit scheme are set out in Note 31 to the financial statements of the annual report.

固定資產

本集團固定資產的變動詳情載於本年報財務報表附註12。

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in property, plant and equipment of the Group are set out in Note 12 to the financial statements of the annual report.

儲備

於2010年12月31日，本公司可供分派的儲備總額為人民幣58,247萬元，本公司年內的儲備變動情況載於財務報告附註33(a)中。

RESERVES

The Company's reserves available for distribution are RMB582.47 million until 31 December 2010. Movements in the reserves of the Company during the year are set out in Note 33(a) to the financial statements.

財務摘要

本集團過去五年之財務摘要載於本年報《財務摘要》一節。

FINANCIAL HIGHLIGHTS

The financial highlights of the Group for the last five years are set out in the Section "Financial Highlights" of the annual report.

借款

本集團銀行借款和其他借貸細節載於本年報財務報表附註 30。

BORROWINGS

Details of bank loans and other borrowings of the Group are set out in Note 30 to the financial statements of the annual report.

購買、出售及贖回本公司之上市證券

本公司及其附屬公司概無購買、出售及贖回本公司之任何上市債券。

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

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

優先購買權

根據本公司章程或中國法律，並無優先購買權規定本公司須按持股比例向現有股東提呈發售新股之建議。

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's Articles of Association or PRC Law, which would require the Company to issue new shares to the existing shareholders according to their respective proportions of shareholding.

重大訴訟事項

年內本集團無重大訴訟事項。

MAJOR LITIGATION

There is no major litigation of the Group for the year.

重大合約

本集團年內簽訂的重大合約詳情載於本年報《管理層論述與分析》及《重要事項揭示》一節。

MATERIAL CONTRACTS

The material contracts of the Group for the year are detailed in the Sections "Management Discussion and Analysis" and "Disclosure of Significant Events" of the annual report.

主要供應商和客戶

1. 期內本集團首五大供應商合共佔總採購百分比為14.62%。其中最大的供應商為揚州誠德鋼管有限公司，佔總採購百分比為3.21%。

MAJOR SUPPLIERS AND CUSTOMERS

1. The aggregate amount of purchases during the period attributable to the Group's five largest suppliers represented 14.62% of the Group's total purchases. Among which the largest supplier is Yangzhou Chengde Steel Tube Co. Ltd, representing 3.21%.

2. 期內本集團首五大客戶合共佔總營業額百分比為21.18%。其中最大的客戶是印度ESSAR集團及海岸能源公司，佔總營業額百分比為8.92%。

2. 21.18% of the total turnover of the Group during the period was attributable to the Group's five largest customers. Amongst which India's ESSAR Group and Coast & Energy Co. were the largest customers, accounting for 8.92% of the total turnover.

3. 本公司董事、監事及其聯繫人以及任何股東(根據董事會所知擁有5%或以上本公司股份者)在上述供應商或客戶中概無任何權益。

3. None of the Directors, Supervisors, their associates or any shareholders of the Company (which to the knowledge of the Directors own more than 5% of the Company's share capital) has any interest in above mentioned suppliers or customers.

H股所得款項之運用

期內本公司募集資金的運用詳情載於《管理層論述與分析》一節。

PROCEEDS FROM THE H SHARES ISSUE

The use of listing proceeds of the Company for the period is detailed in the Section "Management Discussion and Analysis" of the annual report.

委託存款及逾期定期存款

於2010年

ENTRUSTED DEPOSITS AND OVERDUE TIME DEPOSITS

As at 31 December 2010, the Company had no entrusted deposits in commercial banks or non-bank financial institutions and had no due deposits that had not been withdrawn.

TAX POLICIES

According to the provisions of Administrative Measures with regard to the Recognition of High and New Technology Enterprises (《高新技術企業認定管理辦法》) jointly issued by the Ministry of Science and Technology, the Ministry of Finance and the State Administration for Taxation of the PRC on 14 April 2008 and the Administrative Guidance with Regard to the Recognition of High and New Technology Enterprises (《高新技術企業認定管理工作指引》) jointly issued by the Ministry of Science and Technology, the Ministry of Finance and the State Administration of Taxation on 8 July 2008, the Company and 8 major subsidiaries of the Company including Harbin Electric Machinery Co., Ltd, Harbin Boiler Co., Ltd, Harbin Turbine Co., Ltd, Harbin Electric Machinery AC-DC Motor Co., Ltd and HE Harbin Power Plant Valve Co., Ltd were re-recognised as High and New technology enterprises, which entitles the Group to a 15% preferential income tax rate and this is significant to its long-term development.

In accordance with regulations of the State Administration of Taxation, the rate for tax rebate of the Group's new export products contracts is 13% since 15 October 2003.

Pursuant to the Provisional Regulations of the PRC on Value-added Tax (《中華人民共和國增值稅暫行條例》) promulgated by the Ministry of Finance and the State Administration of Taxation on 18 December 2008, with effect from 1 January 2009, the Company and its principal subsidiaries will be included in the general framework of the value-added tax system reform and will start implementing the new Implementing Rules of the Provisional Regulations of the PRC on Value-added Tax (《中華人民共和國增值稅暫行條例實施細則》), which allows the Company to deduct the value-added tax incurred for the purchase of equipment. Other incentive policies promulgated by various divisions of the state to implement the Opinions of Central Committee of the Communist Party of China and the State Council on the Revitalization Strategies for Historical Industrial Bases of the Northeast Regions (《中共中央、國務院關於實施東北地區等老工業基地振興戰略的若干意見》) (Zhong Fa (2003) No.11) and support such revitalization will remain effective.

CONNECTED TRANSACTIONS

For details of the connected transactions, see Note 39 to the financial statements of the annual report.

CONFIRMATION ON CONNECTED TRANSACTIONS

The Independent Directors of the Company have reviewed the connected transactions (as defined in the Listing Rules) referred to in Note 39 to the financial statements and confirmed that:

1. Such transactions have been entered into by the Company in the ordinary and usual course of its business;

2. Such transactions have been entered into either (I) on normal commercial terms (which expression will be applied by

股東人數

於2010年12月31日，本公司股東名冊上持股量最多的首十名股東的持股情況如下：

NUMBER OF SHAREHOLDERS

As at 31 December 2010, the top ten registered shareholders who hold the most shares were as follows:

股東名稱 **Name of Shareholders**	股數 **Number of Shares**	持股百分比 **Percentage of Shares Held**	備註 **Note**
1. 哈爾濱電氣集團公司 Harbin Electric Corporation	701,235,000	50.93%	國有法人股 State-owned shares
2. HKSCC Nominees Limited	673,186,598	48.89%	H 股 H shares
3. YIP CHOK CUIU	360,000	0.02%	H 股 H shares
4. LAM MAN LAI	250,000	0.02%	H 股 H shares
5. LU NIM KWOK ALBERT	250,000	0.02%	H 股 H shares
6. CHEUNG YUM TIN	200,000	0.02%	H 股 H shares
7. CHAN KAM SUEN	100,000	0.01%	H 股 H shares
8. HO CHI KUN	100,000	0.01%	H 股 H shares
9. YIP KWAI WA	50,000	0.00%	H 股 H shares
10. MOK WING YI	50,000	0.00%	H 股 H shares
11. YIH SIU LAI HAR	50,000	0.00%	H 股 H shares

H股股東股權分析(根據**2010**年**12**月**31**日股東名冊)

INTEREST'S IN THE SHARE CAPITAL ANALYSIS OF HOLDERS OF H SHARES (ACCORDING TO SHAREHOLDERS LIST AT 31 DECEMBER, 2010)

範圍	**Scope**	人數 **Number of shareholders**	持股數 **Number of share held**	佔已發行**H**股百分比 **Percentage to Issued H shares**
1 – 1000	1 – 1000	4	402	0.00%
1,001 – 5,000	1,001 – 5,000	55	144,000	0.02%
5,001 – 10,000	5,001 – 10,000	30	246,000	0.04%
10,001 – 100,000	10,001 – 100,000	32	934,000	0.14%
100,001 – 以上	100,001 above	5	674,246,598	99.80%
合計	Total	126	675,571,000	100%

標準守則

經向董事查詢，證實所有董事在期內均已遵守《上市規則》附錄十規定的《標準守則》之規定。

MODEL CODE

The Company, having made specific enquiry, confirms that all members of the Board complied with the Model Code set out in Appendix 10 of the Listing Rules throughout the period.

企業管治常規守則

本公司在2010年任何時間均已遵守香港聯交所《上市規則》附錄十四《企業管治常規守則》。

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has complied throughout the year of 2010 with all code provisions set out in the Code on Corporate Governance Practices contained in Appendix 14 of the Listing Rules of the Stock Exchange.

核數師

公司現任中國境內核數師為國富浩華會計師事務所有限公司，香港核數師為國富浩華(香港)會計師事務所有限公司。

AUDITORS

The current PRC auditor of the Company is Crowe Horwath China CPAs Co., Ltd, and the Hong Kong auditor is Crowe Horwath (HK) CPA Limited.

承董事會命
董事長
宮晶堃

By order of the Board
Gong Jing-kun

於中國．哈爾濱，二零一一年三月十八日

監事會報告書
Report of the Supervisory Committee

致各位股東：

截止二零一零年十二月三十一日止年度(本年度)，哈爾濱動力設備股份有限公司監事會(本監事會)全體成員，按照《中華人民共和國公司法》、《香港聯合交易所有限公司之證券上市規則》和本公司章程之有關規定，從切實維護公司利益和中小股東權益出發，認真履行監事會職能，對公司資產運作、經營管理、財務狀況以及高級管理人員履職等方面實施全面監督。並對公司的生產經營等重大事項積極參與，提出諸多建設性意見和建議，促進了公司各項工作的健康開展。

對公司本年度之工作，本監事會發表如下獨立意見：

1. 在本年度內，面對複雜多變的外部形勢，公司能夠嚴格執行國家法律、法規，按上市公司的規範程序運作，認真執行股東大會的各項決議，全面落實科學發展觀，堅持圍繞「調結構、促轉變、強管理、上水平」的工作主線，積極應對，迎難而上，各項工作都取得喜人成績，實現了「十一五」的完美收官，為「十二五」良好開局，推動公司做優做強，實現更好更快發展奠定了堅實基礎。

2. 本監事會認為，公司董事、經理及其高級管理人員在履行職責、維護股東權益等方面勤勉盡責，能夠認真執行股東大會和董事會的決議、決定，尚未發現有違反國家法律、法規和公司章程以及損害公司利益、股東和員工合法權益的行為。

To all shareholders:

For the year ended 31 December, 2010 (the year), all members of the Supervisory Committee ("the Supervisory Committee") of Harbin Power Equipment Company Limited ("the Company") carefully fulfilled their Supervisory Committee functions in the best interests of the Company and minority shareholders as a whole in accordance with the regulations of the PRC Company Law, the Listing Rules of The Stock Exchange of Hong Kong Limited and the Articles of Association of the Company. The Supervisory Committee has carried out an all-around supervision on areas including assets allocation, operation management, financial conditions and senior management's work performance of the Company. In addition, the Supervisory Committee participated actively in significant events of the Company, such as the Company's production and management etc. and gave a lot of positive opinions and suggestions, which pushed forward the Company's work to smoothly develop.

For the Company's work during the year, the Supervisory Committee presents the following independent opinions:

1. During the year, the Company strictly complied with the nation's laws and regulations, operated in accordance with the procedures regulating listing companies, and duly executed various resolutions passed at the shareholders' meeting despite the complex and ever-changing external situation. With the priority of "adjusting structure, promoting transformation, enhancing management and improving rating" and based on the philosophy of scientific development, the Company confronted every difficulty bravely. As a result, the Company has achieved satisfying results from all works of the Company during the year, contributing largely to the perfect finish of "11th five-year" period and the good start of "12th five-year" period, running business strong and excellent and laying a solid foundation for the smooth and faster development.

2. The Supervisory Committee is aware that the directors, managers and other senior management have actively carried out their duties in the best interests of the shareholders. They have carried out carefully the resolutions and decisions from the shareholder's meetings and the Board of Directors. In addition, they did not act against the nation's laws and rules and the Articles of Association of the Company or damage the interests of the Company, the shareholders and the employees.

3. 本監事會對公司的財務制度和有關財務狀況進行了審查，認為公司的財務系統組織機構完整、制度健全，財務工作能夠按照內部控制制度和風險管理的要求有序運行。董事會擬提交本次股東周年大會審議的年度財務報告和紅利分配方案等相關資料，均能夠客觀、全面地反映了公司的財務狀況和經營成果，紅利分配方案兼顧了股東權益和公司發展的長遠利益，本年度提取的法定盈餘公積金、公益金符合法律、法規和公司章程的規定。

4. 本監事會審核了董事會工作報告，認為報告客觀真實地反映了公司在本年度所做的各項工作。

本監事會由衷感謝公司各位同仁及股東的信任和支持,並將一如既往，不斷探索新的監督途徑和方法，整合監督資源，積極督促內控和風險管理體系建設與有效運行，進一步促進規範運作，為公司二零一一年度生產經營目標的順利實現提供有力保證。

承監事會命
主席
王志森

於中國．哈爾濱，二零一一年三月十八日

3. The Supervisory Committee has reviewed the Company's financial system and conditions and concludes that the Company's financial system has an integrated structure and the financial works have been operated orderly according to the internal control system and risk management. The annual financial report and the dividend payment scheme proposed by the Board of Directors for approval in the Annual General Meeting, have objectively and comprehensively reflected the financial position and operating results of the Company. The dividend payment scheme has taken into account both the interests of the shareholders and the Company's long-term development. Both statutory surplus reserve fund provided in the year have observed the provisions of the laws and regulations and the Articles of Association of the Company.

4. The Supervisory Committee has reviewed the Report of the Directors and concludes that the report gives an objective and true picture of the works performed by the Company during the year.

The Supervisory Committee sincerely appreciates the trust and support from every employee of the Company and the shareholders. With positively exploring new supervisory approaches and methods, the Supervisory Committee will consolidate resources for supervisory and ensure the establishing and effective operation of internal control and risk management system, so as to further promote the standardized operation, laying a solid foundation for the smooth implementation of the Company's production and operation targets in 2011.

By order of the Supervisory Committee
Wang Zhisen
Chairman

Harbin, the PRC, 18 March, 2011

公司管治報告
Corporate Governance Report

本公司一貫嚴格按照《中華人民共和國公司法》、《中華人民共和國證券法》及中國證監會的有關規定，積極完善公司法人治理結構，規範公司運作。

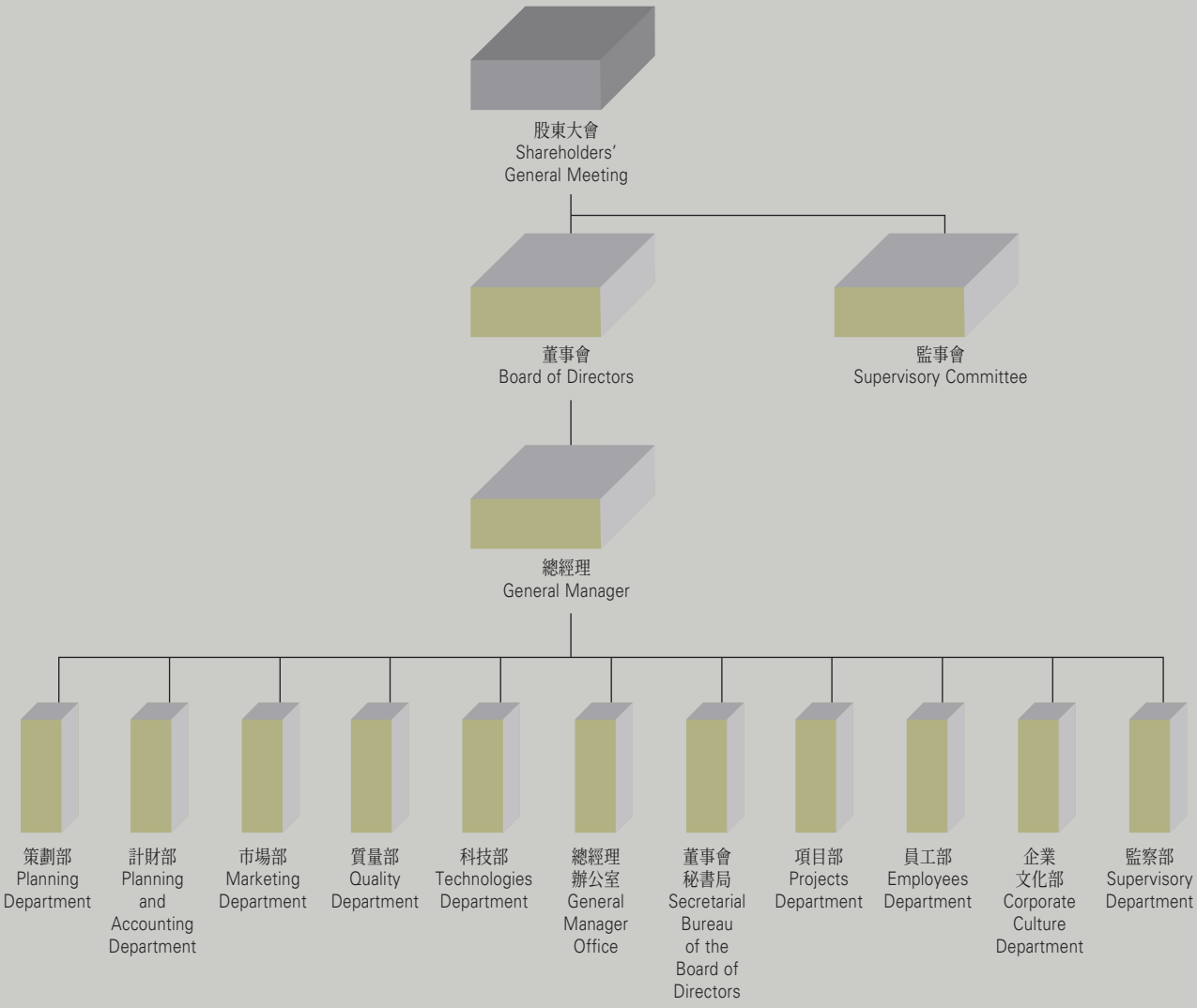
The Company has improved and perfected the Company's corporate governing structure and standardized the Company's operation through strictly complying with the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China and the relevant provisions of China Securities Regulatory Commission.

於2010年期間，本公司全面遵守了《香港聯合交易所上市規則》附錄十四《企業管治常規守則》的規定。

During the year 2010, the Company fully complied with the Code on Corporate Governance Practices as set out in the Appendix XIV of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

管理架構

ORGANIZATION CHART



股東和股東大會

本公司保護股東的權益，平等對待所有股東，倡導股東積極參與公司治理。股東作為公司的所有者，享有法律、法規所規定的權利，並承擔相應的義務，股東對公司重大事項享有知情權和決定權。股東大會是公司的權力機構，依法行使職權。

本公司的控股股東為哈爾濱電氣集團公司，其為一家在中華人民共和國註冊的國有企業。

本公司2010年召開了一次股東周年大會和一次股東特別大會。

董事會

董事會的主要職責是在公司發展戰略、管理架構、投資及融資、計劃、財務監控等方面按照股東大會的授權行使管理決策權，在公司章程中詳細列明。

1. 構成

本公司董事會為公司成立以來的第六屆董事會，由10名董事組成，其中5名為獨立董事。本公司於2009年12月11日召開了臨時股東大會，選舉產生了本公司第六屆董事會成員，新任董事任期自2009年12月11日起為期三年；

SHAREHOLDERS AND SHAREHOLDERS' GENERAL MEETING

The Company protects shareholder's interests, treats all shareholders equally, and initiates participation of shareholders in corporate governance and management. Shareholders as the owner of the Company enjoy rights as laws and regulations provided and shoulder commensurate obligations. The shareholders enjoy rights to information and rights to decision-making for the Company's important matters. The General Meeting of Shareholders is the organ of authority of the Company, and it exercises its functions and power according to laws.

The Harbin Electric Corporation, a state-owned company registered in the People's Republic of China, is the controlling shareholder of the Company.

In 2010, the Company held an Annual General Meeting and an Extraordinary General Meeting.

BOARD OF DIRECTORS

The major duties of the Board of Directors are to exercise the discretion in management decision of the Company according to the authorization by the Shareholders' General Meeting with respect to the development strategies, management structure, investment and financing, planning and financial control, which are set out in details in the Articles of Association.

1. Composition

The Board of Directors is the sixth Board of Directors of the Company since its establishment, which is composed of ten Directors, five of which are independent Directors. The Company held an Extraordinary General Meeting on 11 December 2009, during which members of the sixth Board of Directors of the Company were elected. The newly elected Directors serve a term of three years from 11 December 2009.

本公司董事長與總經理分別由不同人士擔任，並有明確分工。董事長主持董事會工作，檢查董事會決議執行情況，總經理負責管理運作及統籌公司業務，執行董事會決議及做出日常決策。

Positions of the Chairperson of the Board of Directors and the General Manager are held by different individuals; their responsibility and duty are distinct and separate. The Chairperson of the Board of Directors presides over meetings of the Board of Directors and reviews on the implementation of resolutions passed by the Board of Directors. The General Manager is responsible for management and coordination of the operation of the Company, implementation of the resolutions passed by the Board of Directors and making decisions on a daily basis.

各董事會成員的個人簡介載於本年報《董事、監事及高級管理人員》一節。

Biographies of the members of the Board of Directors are included in the Directors, Supervisors and Senior Management section of this Annual Report.

2. 獨立董事

本公司本屆董事會有5名獨立董事。各獨立董事均熟悉上市公司董事、獨立董事的權利與義務。報告期內各獨立董事本著審慎負責、積極認真的態度出席董事會會議，並充分發揮其經驗和特長，在完善公司治理和重大決策的制訂等方面做了大量工作，對公司重大決策和關聯交易等方面發表了中肯、客觀的意見，促進了董事會決策的規範化、科學化，維護了公司和廣大股東的利益。

2. Independent Directors

This session of the Company's Board of Directors has five Independent Directors. All the Independent Directors are familiar with the powers and responsibilities of the directors and independent directors of a listed company. During the reporting period, all the Independent Directors attended the meetings of the Board of Directors with the attitude of prudent and responsible; they fully utilized their experiences and specialties, contributed greatly towards the improvement and perfection of the corporate governance mechanism and the important decision making processes; they also provided pertinent, objective advices with regard to important decisions and connected transactions of the Company, further standardized the decision making process of the Board of Directors and making this process more scientific, therefore protecting the interests of the Company and the shareholders as a whole.

本公司確認已收到每名獨立董事就其獨立性而作出的年度確認函。

The Company has received annual confirmation from each of the Independent Directors about his/her independence.

3. 董事會會議

年內本公司共舉行5次董事會會議，討論公司的整體戰略、投資方案、營運及財務表現。本公司獨立董事對本公司決策事項未有異議。會議出席情況如下：

***2010*年度董事出席董事會議情況**

3. Meetings of the Board of Directors

During the year, five Board of Directors' meetings were held to discuss the overall strategies, investment plans, operation and financial performance of the Company. The Independent Directors have no dissenting opinions regarding any of the Company's resolutions. Attendances of the meetings are as follows:

Attendances of the meetings of the Board of Directors during the year of 2010

董事姓名 **Name of Director**		應參加董事會議次數 **Attendance Required (No.)**	親自出席次數 **Attendance in Person (No.)**	出席率 **Attendance Ratio**
宮晶堃先生	Mr. Gong Jing-kun	5	5	100%
鄒磊先生	Mr. Zou Lei	5	3	60%
段洪義先生	Mr. Duan Hong-yi	5	3	60%
吳偉章先生	Mr. Wu Wei-zhang	5	5	100%
商中福先生	Mr. Shang Zhong-fu	5	4	80%
孫昌基先生	Mr. Sun Chang-ji	5	5	100%
賈成炳先生	Mr. Jia Cheng-bing	5	5	100%
李荷君女士	Ms. Li He-jun	5	4	80%
于渤先生	Mr. Yu Bo	5	4	80%
劉登清先生	Mr. Liu Deng-qing	5	4	80%

所有董事均能通過公司秘書及時獲得公司董事會必須遵守的法定、監管及其它持續責任的相關資料及最新動向，以確保其能瞭解應盡之職責，保證董事會的程序得以貫徹執行以及適用的法律、法規得以恰當遵守。本公司董事和董事會專門委員會有權根據工作要求聘請獨立專業機構為其服務，由此發生的合理費用由公司承擔。

The relevant information and current development of the statutory, supervisory and other continuous responsibilities of the Company's Board of Directors can be obtained by all Directors through the Secretary of the Company in a timely fashion, so as all Directors understand his/her duties, and the procedures of the Board of Directors are properly implemented and applicable laws and regulations are correctly complied. The Directors and the Board of Directors' special committees have the right to appoint independent professional organizations for their service according to the requirement of their duties; the reasonable costs incurred in those occasions are born by the Company.

本公司已採納香港聯合交易所上市規則附錄十《上市公司董事進行證券交易的標準守則》作為公司董事的標準守則。本公司已向所有董事做出查詢，所有董事已確認在報告期內其已完全遵守《上市公司董事進行證券交易的標準守則》。

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Companies set out in Appendix X of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited as a model code for Directors of the Company. Specific enquiries have been made of all Directors, who have confirmed their compliance with the Model Code for Securities Transactions by Directors of Listed Companies during the reporting period.

董事會專門委員會

本公司董事會設立了審核委員會、薪酬委員會、提名委員會、戰略發展委員會等四個專門委員會，其成員全部由董事組成。

本公司第六屆董事會審核委員會成員包括：李荷君、劉登清、段洪義。審核委員會中獨立董事佔三分之二並由獨立董事李荷君擔任主任委員，符合《上市規則》第3.21條的規定。本年度審核委員會共舉行了2次會議，審閱了本集團的年度、半年度業績報告和財務報告。

SPECIAL COMMITTEES UNDER THE BOARD

The Company has established four special committees, namely the audit committee, the remuneration committee, the nominations committee and the strategy development committee, whose members are all Directors.

The Audit Committee of the sixth session of the Board of Directors includes: Li He-jun, Liu Deng-qing and Duan Hong-yi. Two third of the members of the audit committee are independent Directors and Independent Director Li He-jun is the chairperson of the committee, as in accordance with the stipulation of the Listing Rules, Article 3.21. During the year, the Audit Committee held two meetings and had reviewed the Group's annual and semi-annual results reports and financial reports.

監事會

本公司監事會由5名監事組成，其中職工代表監事2名。

1. 期內監事會會議情況

期內監事會共召開了2次會議，主要內容如下：

(1) 2010年4月9日，召開了第六屆監事會會議，會議審議通過了本公司2009年度監事會報告、經審計的財務報告及年報摘要。

(2) 2010年8月6日召開第六屆監事會會議，會議審議通過了本公司2010年半年度未經審計的財務報告、半年度報告等議案。

SUPERVISORY COMMITTEE

The Company's Supervisory Committee consists of five supervisors, of which two supervisors are representing staff and workers.

1. The Supervisory Committee Meeting in the period under review

The Supervisory Committee held two meetings in the period under review, the main contents of which are as follows:

(1) The meeting of the Sixth Section of the Supervisory Committee was held on 9 April, 2010, which passed the Company's Report of the Supervisory Committee, Audited Financial Reports and the summary of Annual Report for the year 2009.

(2) The meeting of the Sixth Section of Supervisory Committee was held on 6 August, 2010, which passed the resolutions on the Company's Interim Unaudited Financial Reports and Interim Reports for the first half of 2010.

2. 監事會對公司**2010**年度有關事項的獨立意見

(1) *本公司依法運作情況*

監事會依據國家有關法律、法規對2010年本公司股東大會、董事會的召開程序、決議事項、董事會對股東大會決議的執行情況、公司管理制度的執行、經營管理的效能等進行了監督、檢查，認為本公司2010年度嚴格按照《公司法》、《上市規則》、本公司章程及其它有關法規制度規範運作，經營決策科學合理，進一步完善了內部管理，建立了良好的內控機制。

(2) *檢查本公司財務情況*

監事會認真審核了董事會準備提交股東大會審議的公司2010年度財務決算報告、年度利潤分配方案、經國富浩華會計師事務所審計並出具的2010年度財務審計報告等相關資料。監事會認為：本公司2010年度財務審計報告真實可靠，客觀地反映了本公司的財務狀況和經營成果。監事會同意境內外會計師事務所出具的本公司財務審計報告。

2. Independent Opinions of the Supervisory Committee to the Related Matters of the Company in the Year 2010

(1) The Company's Operating Validity

According to related laws and regulations, the Supervisory Committee has supervised and examined the convening procedures of the General Meeting and the Board of Directors Meeting 2010, resolution matters, the Board of Directors' implementation of the General Meeting resolutions, the enforcement of the Company's management rules and the efficiency of the Company's operating and managing, and the Supervisory Committee deemed that the Company has operated strictly according with the related provisions of the PRC Company Law, the Listing Rules, the Articles of Association of the Company and other regulations; that the Company operates under scientific and proper decision making procedure; and that the Company further perfected its internal management and built favorable inner control system in 2010.

(2) Reviewing the Financial Situations of the Company

The Supervisory Committee carefully reviewed the Company's Financial Balancing Report 2010, Profit Distribution Scheme and the Audited Financial Reports 2010 (audited and submitted by Growe Horwath CPAS Co., Ltd), which the Board of Directors arranged to submit to the General Meeting. The Supervisory Committee deemed that the Company's audited Financial Reports 2010 was true and credible, which objectively presented the Company's financial situations and business results. The Supervisory Committee approved the Company's audited Financial Reports submitted by accounting offices both at home and abroad.

(3) The Implementation of the General Meeting Resolutions

The members of the Supervisory Committee participated in the Board of Directors Meeting and the General Meeting. The Supervisory Committee supervised the implementation of the General Meeting resolutions and deemed that the Board of Directors could carefully carry out the General Meeting decisions.

3. The Implementation of Supervisory Duties by the Supervisory Committee

The Supervisory Committee supervised the Directors and senior managers of the Company in accordance with the related laws and the Articles of Association of the Company, and deemed that the Directors and senior managers of the Company carried out their duties lawfully, without any act against the related laws and regulations and the Articles of Association of the Company or the interests of the Company.

INTERNAL CONTROL AND INTERNAL AUDIT

The Board of Directors is responsible to establish and maintain the internal control system of the Company, and to establish the Audit Committee. The Company has established the audit department internally, which monitors and supervises the disclosure of financial information by the Company regularly or where necessary, as

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核數師

2010年12月14日本公司召開第六屆董事會第七次會議，會議根據股東周年大會授權，決定聘任國富浩華會計師事務所有限公司作為公司2010年度境內年審會計師，聘任國富浩華(香港)會計師事務所有限公司作為公司2010年度境外核數師。

本公司2010年年度報告所收錄之財務報表分別根據《中國會計準則》和《香港財務報告準則》編制，並分別經國內審計師國富浩華會計師事務所有限公司和香港核數師國富浩華(香港)會計師事務所有限公司審核。

信息披露與監管

本公司不斷加強信息披露和推進投資者關係管理工作，嚴格按照相關法律法規、公司章程及上市規則的信息披露規定，做到信息披露公開、公平、真實、準確、完整、及時，提高本公司的透明度。在加強投資者關係管理工作中，及時發佈中期業績報告和年度業績報告，認真接待來訪的投資者、積極參與投資者論壇，並通過舉辦電話會議、舉行業績說明會等活動，向投資者闡述本公司的最新動向和發展前景。本公司信息披露和投資者關係負責機構為董事會秘書局。本公司嚴格按照境內外證券監管機構的有關法律、法規的要求，嚴格履行各項義務，不斷完善本公司治理結構，提高本公司管理水平。

AUDITORS

The Seventh meeting for the sixth section of the Board of Directors was held on 14 December 2010. During the meeting, it was decided that Crowe Horwath China CPAs Co., Ltd would be appointed as the domestic auditor and Crowe Horwath (HK) CPA Limited would be appointed as the foreign auditor for the year 2010 pursuant to the authority of the Shareholders' General Meeting.

The financial statements included in the annual report of the Company for the year 2010 were prepared according to PRC Accounting Rules and Regulations and Hong Kong Financial Reporting Standards, and were audited by Crowe Horwath China CPAs Co., Ltd, the PRC auditor, and Crowe Horwath (HK) CPA Limited, the Hong Kong auditor.

Information Publication and Supervision

The Company continuously improves information publication management and enhances the investor communication management. The Company discloses information on an open, fair, true, accurate, complete and timely ground and strictly in accordance with the related disclosure requirements of relative laws and regulations, the Articles of Association of the Company and Listing Rules, and improves the Company's transparency. In order to improve investor relations, the Company issues its Interim Report and Annual Reports timely, provides quality services to investing visitors and participates in investor forums, and illustrates to the investors the Company's latest development and vision through telephone meetings and performance presentations. The Board secretaries department of the Company is responsible for the information publication and investor relations. The Company will perform its duties, continuously enhance its governance structure and improve its management strictly in accordance with related laws and regulations of securities supervisory organizations at home and abroad.

獨立核數師報告書
Independent Auditor's Report

國富浩華(香港)會計師事務

致哈爾濱動力設備股份有限公司
全體股東
(於中華人民共和國註冊成立之股份有限公司)

TO THE SHAREHOLDERS OF
HARBIN POWER EQUIPMENT COMPANY LIMITED
(A [illegible] Company incorporated in the People's Republic of China with limited liability)

我們已審核載於第56頁至190頁的哈爾濱動力設備股份有限公司(「貴公司」)及其附屬公司(統稱為「貴集團」)的綜合財務報表,該等財務報表包括二零一零年十二月三十一日的綜合財務狀況表和 貴公司財務狀況表以及截至該日止年度的綜合全面收益表、綜合權益變動表、綜合現金流量表以及主要會計政策概要和其他說明性資訊。

We have audited the consolidated financial statements of Harbin Power Equipment Company Limited (the "Company") and its subsidiaries (together the "Group") set out on pages 56 to 190, which comprise the consolidated and Company statements of financial position as at 31 December 2010 and the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

董事就綜合財務報表須承擔的責任

貴公司董事須負責根據香港會計師公會頒佈的香港財務報告準則和香港公司條例之披露規定編製真實而公平之綜合財務報表。以及實施董事認為必要的內部監控,以使財務報表不存在由於欺詐或錯誤而導致的重大錯誤陳述。

DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

核數師的責任

我們的責任是根據我們的審核對概該等綜合財務報表作出意見,並按照委聘的協定條款僅向全體股東作出報告,除此之外本報告不作其他用途。我們概不就本報告的內容對其他任何人士負責或承擔責任。

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. This report is made 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.

綜合全面收益表
Consolidated Statement of Comprehensive Income

截至二零一零年十二月三十一日止年度
For the year ended 31 December 2010

		附註 Notes	**2010 人民幣千元 RMB'000**	2009 人民幣千元 RMB'000
收入	Revenue	4	**28,815,543**	28,629,522
成本	Cost of sales		**(24,665,786)**	(24,964,015)
毛利	Gross profit		**4,149,757**	3,665,507
其他收入及淨收入	Other revenue and net income	5	**948,150**	568,962
營業費用	Distribution expenses		**(483,997)**	(388,589)
管理費用	Administrative expenses		**(2,686,530)**	(2,325,715)
其他業務支出	Other operating expenses		**(410,931)**	(390,036)
財務支出	Finance costs	6(a)	**(132,321)**	(180,381)
應佔聯營公司業績	Share of results of associates	17	**25,793**	34,764
除稅前溢利	Profit before taxation	6	**1,409,921**	984,512
稅項	Income tax	7(a)	**(272,027)**	(226,871)
本年度溢利及綜合收益總計	Profit and total comprehensive income for the year		**1,137,894**	757,641
應佔盈利：	**Attributable to:**			
本公司股份持有人	Equity shareholders of the Company		**1,024,498**	606,206
非控股權益	Non-controlling interests		**113,396**	151,435
			1,137,894	757,641
每股盈利	**Earnings per share**			
－基本及攤薄	– Basic and diluted	9	**RMB74.4cents**	RMB44.0cents

第66頁至190頁的附註構成此等財務報表的一部分。屬年度內溢利的應付予本公司股份持有人之股息詳列於附註33(b)。

The notes on pages 66 to 190 form part of these financial statements. Details of dividends payable to equity shareholders of the Company attributable to the profit for the year are set out in note 33(b).

綜合財務狀況表
Consolidated Statement of Financial Position

於二零一零年十二月三十一日
At 31 December 2010

		附註 Notes	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
非流動資產	**Non-current assets**			
投資物業	Investment properties	11	**4,991**	248,724
物業、廠房及設備	Property, plant and equipment	12	**4,815,171**	4,261,254
預付土地租賃款	Prepaid lease payments	13	**367,348**	342,018
無形資產	Intangible assets	14	**90,321**	98,881
遞延稅項資產	Deferred tax assets	15	**193,878**	133,932
於聯營公司之權益	Interests in associates	17	**328,490**	179,079
待銷售性投資	Available-for-sale investments	18	**35,941**	27,074
			5,836,140	5,290,962
流動資產	**Current assets**			
存貨	Inventories	20	**12,562,801**	14,230,160
應收賬款	Trade receivables	21	**11,122,830**	12,168,981
應收票據	Bills receivable	21	**980,496**	600,844
其他應收款、按金及預付款項	Other receivables, deposits and prepayments	21	**4,506,705**	4,852,058
預付土地租賃款	Prepaid lease payments	13	**12,058**	10,176
建造合同應收款	Amounts due from customers for contract work	22	**894,923**	947,326
應收同系附屬公司款項	Amounts due from fellow subsidiaries	23	**112,920**	76,908
衍生金融工具	Derivative financial instruments	19	**104,276**	–
交易性證券	Trading securities	24	**1,188,000**	–
受限制銀行存款	Restricted bank deposits		**–**	7,006
已抵押銀行存款	Pledged bank deposits	25	**249,294**	526,229
銀行存款	Bank deposits	26	**1,090,000**	3,553,595
現金及現金等價物	Cash and cash equivalents	26	**11,425,774**	10,612,136
			44,250,077	47,585,419
流動負債	**Current liabilities**			
建造合同應付款	Amounts due to customers for contract work	22	**1,274,290**	509,964
應付賬款	Trade payables	27	**11,746,026**	10,166,545
其他應付款及應計費用	Other payables and accrued charges	27	**2,799,289**	3,173,130
已收按金	Deposits received	28	**11,681,047**	15,216,864
應付同系附屬公司款項	Amounts due to fellow subsidiaries	23	**24,418**	51,757
欠控股公司款項	Advance from holding company	29	**20,478**	20,478
須於一年內償還之借款	Borrowings – due within one year	30	**507,005**	1,288,579
應交稅金	Tax payables	32	**815,084**	592,313
			28,867,637	31,019,630
流動資產淨值	**Net current assets**		**15,382,440**	16,565,789
扣除流動負債後的總資產	**Total assets less current liabilities**		**21,218,580**	21,856,751

綜合財務狀況表(續)
Consolidated Statement of Financial Position (continued)

於二零一零年十二月三十一日
At 31 December 2010

		附註 Notes	**2010 人民幣千元 RMB'000**	2009 人民幣千元 RMB'000
非流動負債	**Non-current liabilities**			
已收按金	Deposits received	28	**7,592,559**	8,118,370
欠控股公司款項	Advance from holding company	29	**1,042,918**	814,020
須於一年後償還之借款	Borrowings – due after one year	30	**1,549,909**	2,707,099
			10,185,386	11,639,489
資產淨值	**NET ASSETS**		**11,033,194**	10,217,262
股本及儲備	**CAPITAL AND RESERVES**	33		
股本	Share capital		**1,376,806**	1,376,806
儲備	Reserves		**8,260,977**	7,262,220
本公司股份持有人應佔權益	Equity attributable to equity shareholders of the Company		**9,637,783**	8,639,026
非控股權益	Non-controlling interests		**1,395,411**	1,578,236
權益合計	**TOTAL EQUITY**		**11,033,194**	10,217,262

董事會於二零一一年三月十八日批准及授權刊發。

Approved and authorised for issue by the board of directors on 18 March 2011.

吳偉章
Wu Wei-zhang
董事

商中福
Shang Zhong-fu
董事

第66頁至190頁的附註構成此等財務報表的一部分。

The notes on pages 66 to 190 form part of these financial statements.

財務狀況表
Statement of Financial Position

於二零一零年十二月三十一日
At 31 December 2010

		附註 Notes	2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
非流動資產	**Non-current assets**			
物業、廠房及設備	Property, plant and equipment	12	**1,097,817**	1,039,374
預付土地租賃款	Prepaid lease payments	13	**37,569**	38,024
遞延稅項資產	Deferred tax assets	15	**10,696**	–
於附屬公司之權益	Interests in subsidiaries	16	**2,657,269**	2,413,428
於聯營公司之權益	Interests in associates	17	**161,559**	85,105
待銷售性投資	Available-for-sale investments	18	**21,246**	17,879
			3,986,156	3,593,810
流動資產	**Current assets**			
存貨	Inventories	20	**902,070**	594,751
應收賬款	Trade receivables	21	**340,183**	433,762
應收票據	Bills receivable	21	**6,350**	1,500
其他應收款、按金及預付款項	Other receivables, deposits and prepayments	21	**93,654**	392,216
預付土地租賃款	Prepaid lease payments	13	**854**	1,252
應收附屬公司款項	Amounts due from subsidiaries	16	**1,661,205**	2,347,455
交易性證券	Trading securities	24	**1,188,000**	–
現金及現金等價物	Cash and cash equivalents	26	**967,925**	979,068
			5,160,241	4,750,004
流動負債	**Current liabilities**			
應付賬款	Trade payables	27	**123,521**	312,345
其他應付款及應計費用	Other payables and accrued charges	27	**173,923**	232,609
已收按金	Deposits received	28	**1,758,845**	2,239,895
欠附屬公司款項	Amounts due to subsidiaries	16	**1,564,418**	310,674
應交稅金	Tax payables	32	**15,820**	17,521
			3,636,527	3,113,044
流動資產淨值	**Net current assets**		**1,523,714**	1,636,960
扣除流動負債後的總資產	**Total assets less current liabilities**		**5,509,870**	5,230,770

財務狀況表(續)
Statement of Financial Position (continued)

於二零一零年十二月三十一日
At 31 December 2010

		附註 Notes	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
非流動負債	**Non-current liabilities**			
欠控股公司款項	Advance from holding company	29	**392,960**	292,460
須於一年後償還之借款	Borrowings – due after one year	30	**33,784**	33,784
			426,744	326,244
資產淨值	**NET ASSETS**		**5,083,126**	4,904,526
股本及儲備	**CAPITAL AND RESERVES**	33		
股本	Share capital		**1,376,806**	1,376,806
儲備	Reserves		**3,706,320**	3,527,720
權益合計	**TOTAL EQUITY**		**5,083,126**	4,904,526

董事會於二零一一年三月十八日批准及授權刊發。

Approved and authorised for issue by the board of directors on 18 March 2011.

吳偉章
Wu Wei-zhang
董事

商中福
Shang Zhong-fu
董事

第66頁至190頁的附註構成此等財務報表的一部分。

The notes on pages 66 to 190 form part of these financial statements.

綜合權益變動表
Consolidated Statement of Changes In Equity

截至二零一零年十二月三十一日止年度
For the year ended 31 December 2010

		本公司股份持有人應佔之權益 Attributable to equity shareholders of the Company								
		股本 Share capital 人民幣千元 RMB'000	股本溢價 Share premium 人民幣千元 RMB'000	資本儲備 Statutory capital reserve 人民幣千元 RMB'000	法定盈餘公積金 Statutory surplus reserve 人民幣千元 RMB'000	其他儲備 Other reserve 人民幣千元 RMB'000	保留溢利 Retained profits 人民幣千元 RMB'000	總計 Total 人民幣千元 RMB'000	非控股權益 Non-controlling interests 人民幣千元 RMB'000	總權益 Total equity 人民幣千元 RMB'000
於二零零九年一月一日之結餘	Balance at 1 January 2009	1,376,806	1,980,295	709,850	557,183	6,539	3,505,407	8,136,080	1,431,845	9,567,925
本年度溢利及綜合收益總計	Profit and total comprehensive income for the year	–	–	–	–	–	606,206	606,206	151,435	757,641
分派予非控股權益的股息	Dividends distributed to non-controlling interests	–	–	–	–	–	–	–	(5,044)	(5,044)
儲備間之轉撥	Transfer between reserves	–	–	–	12,531	–	(12,531)	–	–	–
股息(附註33(b))	Dividends (note 33(b))	–	–	–	–	–	(103,260)	(103,260)	–	(103,260)
於二零零九年十二月三十一日及二零一零年一月一日之結餘	Balance at 31 December 2009 and 1 January 2010	1,376,806	1,980,295	709,850	569,714	6,539	3,995,822	8,639,026	1,578,236	10,217,262
本年度溢利及綜合收益總計	Profit and total comprehensive income for the year	–	–	–	–	–	1,024,498	1,024,498	113,396	1,137,894
分派予非控股權益的股息	Dividends distributed to non-controlling interests	–	–	–	–	–	–	–	(11,317)	(11,317)
儲備間之轉撥	Transfer between reserves	–	–	–	27,222	–	(27,222)	–	–	–
出售附屬公司(附註36)	Disposal of subsidiaries (note 36)	–	–	–	–	–	–	–	(3,342)	(3,342)
收購於附屬公司的額外權益(附註35)	Acquisition of additional interest in the subsidiaries (note 35)	–	–	–	–	67,882	–	67,882	(281,562)	(213,680)
股息(附註33(b))	Dividends (note 33(b))	–	–	–	–	–	(93,623)	(93,623)	–	(93,623)
於二零一零年十二月三十一日之結餘	Balance at 31 December 2010	1,376,806	1,980,295	709,850	596,936	74,421	4,899,475	9,637,783	1,395,411	11,033,194

第66頁至190頁的附註構成此等財務報表的一部分。

The notes on pages 66 to 190 form part of these financial statements.

根據中國公司法，除稅後溢利之分配順序如下：

(1) 彌補虧損；

(2) 提取法定盈餘公積金；

(3) 提取任意盈餘公積金；及

(4) 派發普通股之股息。

根據中國公司法及相關公司章程，本公司及其附屬公司均須提取10%除稅後溢利(根據中國會計準則釐定)，撥入其法定盈餘公積金賬內。

股本溢價賬的應用乃受中國公司法監管。

法定盈餘公積金為股東權益的一部分，當其餘額達到公司註冊資本之50%時，可不須再提取。根據中國公司法，法定盈餘公積金可用以彌補過往虧損、擴充生產及業務經營、或通過轉換的方式撥充資本。當本公司之法定盈餘公積金轉充為資本時，該賬內未轉充資本之金額不得少於註冊資本25%。

資本儲備為向哈爾濱電氣集團公司(「哈電集團公司」)向本集團轉讓之主要經營業務淨資產的公允價值，與在本公司成立時其發行予哈電集團公司的國有法人股股票面值兩者之間的差額盈餘。

其他儲備為向非控股股東收購附屬公司額外權益產生之收購折讓。

In accordance with the PRC Company Law, the profit after taxation is applied in the following order:

(1) making up of losses;

(2) allocation to statutory surplus reserve;

(3) allocation to discretionary surplus reserve; and

(4) payment of dividends in respect of ordinary shares.

In accordance with the PRC Company Law and the relevant Articles of Association, the Company and its subsidiaries are required to appropriate amounts equal to 10% of their profit after taxation as determined in accordance with the PRC accounting standards to each statutory surplus reserve.

The application of the share premium account is governed by PRC Company Law.

Statutory surplus reserve is part of shareholders' equity and when its balance reaches an amount equal to 50% of the Company's registered capital, further appropriation needs not be made. According to the PRC Company Law, statutory surplus reserve may be used to make up past losses, to increase production and business operations or to increase capital by means of conversion. However when funds from statutory surplus reserve are converted to capital, the funds remaining in such reserve shall amount to not less than 25% of the registered capital.

The statutory capital reserve represents the surplus arising from the difference between the fair value of the net assets of the principal business undertakings transferred from Harbin Electric Corporation ("HE") to the Group and the nominal value of the State shares issued to HE by the Company when the Company was formed.

Other reserve represents the discount on acquisition arising from the acquisition of additional interests in subsidiaries from non-controlling shareholders.

有關上述(3)及(4)項目在任何年度之分配比例細則將由董事酌量本公司及其附屬公司的經營情況及發展需要釐定，並須提請股東大會批准。

The amount of appropriation in respect of items (3) and (4) above for any year shall be recommended by the directors in accordance with the operational conditions and development requirements of the Company and its subsidiaries and shall be submitted to the shareholders in general meeting for approval.

在尚未彌補虧損及提取法定盈餘公積金及之前，本公司及其附屬公司均不能派發股息。

No dividends shall be paid by the Company and its subsidiaries before they have made up their losses and made allocations to the statutory surplus reserve.

根據財政部於一九九五年八月頒佈有關溢利分配之文件，可分配予股東之金額為根據中國會計準則所計算之金額或根據香港公認會計準則所計算之金額，兩者以較低者為准。於二零一零年十二月三十一日，可分配予本公司股份持有人之儲備金額為根據香港公認會計準則所釐定之保留溢利人民幣582,468,000元(二零零九年：人民幣431,090,000元)。如上文所述，法定盈餘公積金於若干情況下亦可派發予股東。

Pursuant to a document issued by the Ministry of Finance in August 1995 in respect of profit appropriations, the amount available for distribution to shareholders is the lesser of the amount determined in accordance with the PRC accounting standards and the amount determined in accordance with accounting principles generally accepted in Hong Kong. At 31 December 2010, the aggregate amount of reserves available for distribution to equity shareholders of the Company was RMB582,468,000 (2009: RMB431,090,000) representing the retained profits of the Company prepared under accounting principles generally accepted in Hong Kong. As also mentioned above, the balance of statutory surplus reserve can also be distributed to shareholders in certain situations.

本公司股東應佔綜合溢利包括已列入本公司財務報表的人民幣272,223,000元(二零零九年：人民幣125,310,000元)的溢利(附註33(a))。

The consolidated profit attributable to equity shareholders of the Company includes a profit of RMB272,223,000 (2009: RMB125,310,000) which has been dealt with in the financial statements of the Company (note 33(a)).

綜合現金流量表
Consolidated Statement of Cash Flows

截至二零一零年十二月三十一日止年度
For the year ended 31 December 2010

		附註 Notes	2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
經營業務之現金流量	**Cash flows from operating activities**			
除稅前溢利	Profit before taxation		**1,409,921**	984,512
調整：	Adjustments for:			
呆賬準備	Allowance for doubtful debts	6(c)	**558,117**	548,874
存貨跌價準備	Allowance for inventories	6(c)	**120,899**	30,776
預付土地租賃款攤銷	Amortisation of prepaid lease payments	13	**12,058**	10,707
無形資產攤銷	Amortisation of intangible assets	14	**12,993**	22,023
股息收入	Dividend income	5	**(20)**	(1,298)
物業、廠房及設備折舊	Depreciation for property, plant and equipment	12	**455,844**	374,589
投資物業折舊	Depreciation for investment properties	11	**181**	16,060
財務支出	Finance costs	6(a)	**132,321**	180,381
出售物業、廠房及設備淨收益	Gain on disposal of property, plant and equipment	5	**(5,877)**	(7,805)
出售投資物業淨收益	Gain on disposal of investment properties	5	**(550)**	(510)
出售附屬公司收益	Gain on disposal of subsidiaries	36	**(150,349)**	–
出售預付土地租賃款收益	Gain on disposal of prepaid lease payments	5	**–**	(8,437)
不合套期條件之衍生金融工具公允價值收益	Fair value gain on derivative financial instruments not qualifying as hedges	5	**(104,276)**	–
無形資產減值虧損	Impairment loss recognised in respect of intangible assets	14	**3,945**	–
利息收入	Interest income	5	**(278,138)**	(266,543)
物業、廠房及設備攤銷	Property, plant and equipment written off	6(c)	**5,937**	2,300
出售衍生金融工具虧損	Realised loss on disposal of derivative financial instruments	6(c)	**–**	1,659
交易性證券公允價值變動虧損	Fair value losses on trading securities	5	**7,000**	–
物業、廠房及設備減值虧損回撥	Reversal of impairment loss of property, plant and equipment	5	**(1,110)**	(1,714)
應佔聯營公司業績	Share of results of associates		**(25,793)**	(34,764)
			2,153,103	1,850,810
營運資金變動	**Movements in working capital**			
存貨減少／(增加)	Decrease/(increase) in inventories		**1,191,006**	(1,319,718)
應收賬款減少／(增加)	Decrease/(increase) in trade receivables		**473,560**	(362,899)
應收票據(增加)	(Increase) in bills receivable		**(379,652)**	(239,520)
其他應收款、按金及預付款項減少	Decrease in other receivables, deposits and prepayments		**323,151**	1,684,279
建造合同應收款減少	Decrease in amounts due from customers for contract work		**52,403**	98,653
應收聯營公司款項減少／(增加)	Decrease/(increase) in amounts due from associates		**1,646**	(7)
應收同系附屬公司款項(增加)	(Increase) in amounts due from fellow subsidiaries		**(36,012)**	(10,555)
建造合同應付款增加／(減少)	Increase/(decrease) in amounts due to customers for contract work		**764,326**	(247,092)
應付賬款增加	Increase in trade payables		**1,807,694**	2,451,435
其他應付款及應計費用(減少)／增加	(Decrease)/increase in other payables and accrued charges		**(188,978)**	1,117,494
已收按金(減少)	(Decrease) in deposits received		**(3,995,963)**	(380,863)
應付同系附屬公司款項(減少)／增加	(Decrease)/increase in amounts due to fellow subsidiaries		**(27,339)**	1,688
收購交易性證券	Purchases of trading securities		**(1,195,000)**	–
應付增值稅及其他應付稅項增加	Increase in value added tax and other taxes payable		**132,362**	299,850
經營業務所產生之現金	**Cash generated from operations**		**1,076,307**	4,943,555
已繳中國所得稅	PRC income taxes paid		**(221,982)**	(310,094)
經營業務產生之現金淨額	**Net cash generated from operating activities**		**854,325**	4,633,461

綜合現金流量表(續)
Consolidated Statement of Cash Flows (continued)

截至二零一零年十二月三十一日止年度
For the year ended 31 December 2010

		附註 Notes	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
投資業務之現金流量	**Cash flows from investing activities**			
出售於聯營公司權益之淨現金流入	Net cash inflow from disposal of interests in associates		**1,065**	–
出售附屬公司之淨現金流入	Net cash inflow from disposal of subsidiaries	36	**54,456**	–
銀行存款減少／(增加)	Decrease/(increase) in bank deposits		**2,463,595**	(473,674)
利息收入	Interest received		**278,138**	266,543
出售物業、廠房及設備所得款	Proceeds from disposal of property, plant and equipment		**12,462**	21,521
出售投資物業所得款	Proceeds from disposal of investment properties		**7,774**	7,109
出售預付土地租賃款所得款	Proceeds from disposal of prepaid lease payments		**–**	11,197
已收聯營公司股息	Dividend received from associates		**8,513**	6,228
已收待銷售性投資股息	Dividend received from available-for-sale investments		**20**	1,298
已抵押銀行存款減少／(增加)	Decrease/(increase) in pledged bank deposits		**276,935**	(41,974)
收購待銷售性投資	Purchases of available-for-sale investments		**(8,867)**	–
購置物業、廠房及設備	Purchases of property, plant and equipment		**(1,012,146)**	(847,308)
預付土地租賃款增加	Additions to prepaid lease payments		**(39,270)**	(5,513)
購置無形資產	Purchases of intangible assets		**(8,378)**	(6,681)
受限制銀行存款減少	Decrease in restricted bank deposits		**7,006**	7,562
出售衍生金融工具之付款	Payment on disposal of derivative instrument		**–**	(4,792)
向聯營公司注資	Capital injected to an associate		**(135,000)**	–
投資業務產生／(所用)之現金淨額	**Net cash generated from/(used in) investing activities**		**1,906,303**	(1,058,484)
融資業務之現金流量	**Cash flows from financing activities**			
新增銀行貸款	New bank loans raised		**579,063**	343,986
新增其他貸款	Other loans raised		**292,972**	99,354
收購附屬公司之額外權益	Purchases of additional interests in subsidiaries		**(213,680)**	–
欠控股公司款項增加	Advance from holding company		**228,898**	514,308
償還銀行貸款	Repayment of bank loans		**(2,376,999)**	(829,927)
已付利息	Interest paid		**(145,602)**	(180,381)
償還其他貸款	Repayment of other loans		**(206,702)**	(23,050)
已付本公司股份持有人股息	Dividends paid to equity shareholders of the Company		**(93,623)**	(103,260)
已付非控股權益的股息	Dividends paid to non-controlling interests		**(11,317)**	(5,044)
融資業務(所用)之現金淨額	**Net cash (used in) financing activities**		**(1,946,990)**	(184,014)
現金及現金等價物增加淨額	**Net increase in cash and cash equivalents**		**813,638**	3,390,963
年初現金及現金等價物	**Cash and cash equivalents at the beginning of the year**		**10,612,136**	7,221,676
外幣匯率變動影響	**Effect of foreign exchange rate changes**		**–**	(503)
年末現金及現金等價物	**Cash and cash equivalents at the end of the year**		**11,425,774**	10,612,136
年末現金及現金等價物之分析	**Analysis of cash and cash equivalents at the end of the year**			
現金及銀行存款餘額	Cash and bank balances		**8,091,814**	9,286,037
銀行存款	Bank deposits		**3,333,960**	1,326,099
		26	**11,425,774**	10,612,136

第66頁至190頁的附註構成此等財務報表的一部分。

The notes on pages 66 to 190 form part of these financial statements.

1. 一般事項

本公司為一家在中華人民共和國(「中國」)成立之股份公司，其H股於香港聯合交易所有限公司上市。本公司之母公司及最終母公司為哈爾濱電氣集團公司(「哈電集團公司」)，其為一家在中國成立之國有企業。本公司註冊辦事處及主要營業地點之地址於本年報之公司資料中披露。

本綜合財務報表以人民幣呈列，除另有說明外所有數值均四捨五入至最接近之千位。人民幣為本公司的功能及呈列貨幣。

本公司及其附屬公司之主要業務為生產、銷售各種發電設備及提供電站工程服務。其主要附屬公司及聯營公司之主要業務分別載於附註43及附註17。

1. GENERAL INFORMATION

The Company was established as a joint stock company in the People's Republic of China (the "PRC") and its H shares are listed on The Stock Exchange of Hong Kong Limited. Its parent and ultimate parent company is Harbin Electric Corporation ("HE"), a state-owned enterprise established in the PRC. The addresses of the registered office and principal place of business of the Company are disclosed in the corporate information section of the annual report.

The consolidated financial statements are presented in Renminbi ("RMB"), rounded to the nearest thousand unless otherwise indicated. RMB is the Company's functional and presentation currency.

The principal activities of the Company and its subsidiaries are mainly engaged in manufacturing and sales of various kinds of power equipment and provision of power station engineering services. The principal activities of its principal subsidiaries and associates are set out in notes 43 and 17, respectively.

2. 主要會計政策

(a) 遵例聲明

本該等財務報表是按照所有適用的香港財務報告準則(「香港財務報告準則」)，包括香港會計師公會(「香港會計師公會」)頒佈的所有個別適用的香港財務報告準則、香港會計準則(「香港會計準則」)及詮釋)、香港公認會計原則及香港公司條例的披露規定編製。該等財務報表同時符合香港聯合交易所有限公司證券上市規則(「上市規則」)的適用披露規定。本集團所採用的主要會計政策概要載列如下。

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Statement of compliance

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. These financial statements also comply with applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). A summary of the significant accounting policies adopted by the Group is set out below.

2. 主要會計政策(續)

(a) 遵例聲明(續)

香港會計師公會已頒佈若干新訂及經修訂香港財務報告準則，並於本集團及本公司的當前會計期間首次生效或可供提早採納。就與本集團有關的範圍初次應用該等修訂引致財務報表所反映當前及以往會計期間之會計政策出現之變動資料，已載列於附註3。

(b) 財務報表編製基準

截至二零一零年十二月三十一日止年度的綜合財務報表包括本公司及其附屬公司(統稱「本集團」)的財務報表以及本集團於聯營公司的權益。

除以下資產及負債(於下列的會計政策解釋)按公允價值列賬外，編製財務報表是以歷史成本基準作為計量基準：

— 金融工具分類為待銷售性投資或交易性證券(見附註2(g))；及

— 衍生金融工具(見附註2(h))。

財務報表的編製符合香港財務報告準則的規定，要求管理層作出會影響政策應用及資產、負債、收入與開支的報告數額的判斷、估計及假設。估計及有關假設乃根據過往經驗及多個相信在有關情況下屬合理的其他因素而作出，其結果成為判斷其他來源並不顯然易見的資產與負債賬面值的基礎。實際結果可能有異於該等估計。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) Statement of compliance (continued)

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group and the Company. Note 3 provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these financial statements.

(b) Basis of preparation of the financial statements

The consolidated financial statements for the year ended 31 December 2010 comprise the Company and its subsidiaries (together referred to as the "Group") and the Group's interests in associates.

The measurement basis used in the preparation of the financial statements is the historical cost basis except that the following assets and liabilities are stated at their fair value as explained in the accounting policies set out below:

– financial instruments classified as available-for-sale or as trading securities (see note 2(g)), and

– derivative financial instruments (see note 2(h)).

The preparation of financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

2. 主要會計政策(續)

(b) 財務報表編製基準(續)

估計及相關假設會持續作出檢討。對會計估計進行修訂時，若修訂只影響該期間，則修訂會在修訂估計的期間內確認；若修訂影響到當期及未來期間，則在修訂期間及未來期間確認。

管理層就採用香港財務報告準則時作出對財務報表構成重大影響的判斷，以及有關判斷不確定因素的討論內容載列於附註41。

(c) 業務合併

於二零一零年一月一日或之後的業務合併

業務收購乃採用收購法入賬。於業務合併中轉讓之代價以公允價值計量，即按本集團轉讓之資產於收購日期之公允價值、本集團對被收購方前擁有人之負債及本集團為交換被收購方控制權而發行之股本權益計算。與收購事項有關之成本於產生時在損益中確認。

於收購日期，收購之可識別資產及承擔的負債按其於收購日期之公允價值確認，惟以下情況除外：

- 於業務合併時收購之資產及承擔之負債產生的遞延稅項資產或負債，以及於收購日期存在或因收購產生的暫時性差異的潛在稅項影響及被收購方的賬款按香港會計準則第12號「所得稅」確認及計量；

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(b) Basis of preparation of the financial statements (continued)

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of HKFRSs that have significant effect on the financial statements and major sources of estimation uncertainty are discussed in note 41.

(c) Business combinations

Business combinations on or after 1 January 2010

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition related costs are generally recognised in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition-date fair values, except that:

- deferred tax assets or liabilities arising from the assets acquired and liabilities assumed in a business combination and the potential tax effects of temporary differences and carry forwards of an acquiree that exist at the acquisition date or arise as a result of acquisition are recognised and measured in accordance with HKAS 12, "Income Tax";

2. 主要會計政策(續)

(c) 業務合併(續)

於二零一零年一月一日或之後的業務合併(續)

- 員工福利安排相關之負債或資產按香港會計準則第19號「員工福利」確認及計量；

- 與被收購方以股份為基礎支付之交易有關或以本集團以股份為基礎支付之交易取代被收購方以股份為基礎支付之交易有關之負債或股權工具，乃於收購日期按香港財務報告準則第2號「以股份為基礎之支付」計量；及

- 根據香港財務報告準則第5號「持作出售之非流動資產及已終止經營業務」分類為持作出售之資產(或出售組別)根據該準則計量。

商譽是以所轉撥之代價、於被收購方中任何非控股權益所佔金額、及收購方以往持有之被收購方股權之公允價值(如有)之總和，減所收購之可識別資產及所承擔之負債於收購日期之淨值後，所超出之差額計值。倘經過重新評估後，所收購可識別資產與所承擔負債於收購日期之淨額高於轉撥之代價、於被收購方中任何非控股權益所佔金額以及收購方以往持有之被收購方股權之公允價值(如有)之總和，則差額即時於損益內確認為議價收購收益。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(c) **Business combinations** (continued)

Business combinations on or after 1 January 2010 (continued)

- liabilities or assets relating to employee benefit arrangements are recognised and measured in accordance with HKAS 19, "*Employee Benefits*";

- liabilities or equity instruments relating to share-based payment transactions of the acquiree or the replacement of an acquiree's share-based payment transactions with share-based payment transactions of the Group are measured in accordance with HKFRS 2, "*Share-based Payment*" at the acquisition date; and

- assets (or disposal groups) that are classified as held for sale in accordance with HKFRS 5, "*Non-current Assets Held for Sale and Discontinued Operations*" are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after re-assessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

2. 主要會計政策(續)

(c) 業務合併(續)

於二零一零年一月一日或之後的業務合併(續)

屬現時擁有之權益且於清盤時令持有人有權按比例分佔企業資產淨值之非控股權益，可初步按公允價值或非控股權益應佔被收購方可識別資產淨值的已確認金額比例計量。計量基準視乎每項交易而作出選擇。其他類種的非控股權益乃按其公允價值或另一項準則規定之另一項計量基準計量。非控股權益於企業綜合財務狀況表中本公司股份持有人應佔之權益外呈列。

於二零一零年一月一日前的業務合併

收購業務乃按購買法入賬。收購成本之計量乃按本集團為取得被收購方之控制權而所給予之資產、已產生或承擔之負債及已發行之股權工具於交易當日之公允價值總和，加上業務合併直接應佔成本計量。被收購方符合相關確認條件之可識別資產、負債及或然負債於收購日期均按公允價值確認。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) Business combinations (continued)

Business combinations on or after 1 January 2010 (continued)

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at their fair value or another measurement basis required by another Standard. Non-controlling interests are presented in the consolidated statement of financial position within entity separately from equity attributable to the equity shareholders of the Company.

Business combinations prior to 1 January 2010

Acquisition of businesses was accounted for using the purchase method. The cost of the acquisition was measured at the aggregate of the fair values, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree, plus any costs directly attributable to the business combination. The acquiree's identifiable assets, liabilities and contingent liabilities that met the relevant conditions for recognition were generally recognised at their fair value at the acquisition date.

2. 主要會計政策(續)

(c) 業務合併(續)

於二零一零年一月一日前的業務合併(續)

收購所產生之商譽確認為資產，初步按成本計量，即業務合併之成本超出本集團所佔已確認可識別資產、負債及或然負債公允淨值之差額。倘於評估後，本集團所佔被收購方可識別資產、負債及或然負債公允淨值高於業務合併成本，則該超出部分即時於損益確認。

於被收購方之少數股東權益初步按少數股東權益所佔被收購方之已確認資產、負債及或然負債之已確認數額比例計算。少數股東權益在企業綜合財務狀況表內呈列。

(d) 附屬公司及非控股權益

附屬公司為本集團控制之企業。當本集團有權支配該企業的財務及經營政策，並藉此從其活動取得利益時，則存在控制權。在評估本公司是否擁有控制權時，也會考慮潛在的可行使投票權。

於附屬公司的投資於控制權開始之日起直至控制權失去時止綜合計入綜合財務報表。集團內公司間結餘及交易以及集團內公司間交易所產生之任何未變現溢利均於編製綜合財務報表時作出全數抵銷。集團內公司間交易所產生之未變現虧損在一定程度上按未變現收益做出抵銷，但抵銷額只限於沒有證據顯示資產已出現減值的部分。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) Business combinations (continued)

Business combinations prior to 1 January 2010 (continued)

Goodwill arising on acquisition was recognised as an asset and initially measured at cost, being the excess of the cost of the acquisition over the Group's interest in the recognised amounts of the identifiable assets, liabilities and contingent liabilities recognised. If, after assessment, the Group's interest in the recognised amounts of the acquiree's identifiable assets, liabilities and contingent liabilities exceeded the cost of the acquisition, the excess was recognised immediately in profit or loss.

The minority interest in the acquiree was initially measured at the minority interest's proportionate share of the recognised amounts of the assets, liabilities and contingent liabilities of the acquiree. Minority interests are presented in the consolidated statement of financial position within entity.

(d) Subsidiaries and non-controlling interests

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account.

An investment in a subsidiary is consolidated into the consolidated financial statements from the date that control commences until the date that control ceases. Intra-group balances and transactions and any unrealised profits arising from intra-group transactions are eliminated in full in preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains but only to the extent that there is no evidence of impairment.

2. 主要會計政策(續)

(d) 附屬公司及非控股權益(續)

非控股權益(前稱「少數股東權益」)是指並非由本公司直接或間接擁有附屬公司的權益，而本集團並沒有同意與這些權益的持有人訂立任何可導致本集團整體就這些權益而承擔符合金融負債定義的合同義務的額外條款。就每項業務合併，本集團可選擇以公允值或附屬公司的可予識別資產淨值的份額以計量非控股權益。

非控股權益與本公司股東應佔權益在綜合財務狀況表的權益項目中分別列示。本集團業績劃分為非控股權益應佔溢利或虧損及全面收益與本公司股東應佔溢利或虧損及全面收益，於綜合全面收益表中分別列示。

本集團於附屬公司權益變化但未引起控制權喪失的交易按照權益交易入賬，以此種方法調整於綜合權益項下之控股及非控股權益的數額以反映相關權益變動，但不調整商譽及也不確認損益。

如果本集團失去附屬公司之控制權，該項交易將按出售該附屬公司全部權益入賬，相關交易的盈虧確認為損益。任何本集團所保留之前附屬公司剩餘權益按失去控制權日的公允價值確認，該數值被視為金融資產初始確認之公允價值(見附註2(g))，或為於聯營公司初始確認的投資成本(見附註2(e))(如適用)。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(d) **Subsidiaries and non-controlling interests** (continued)

Non-controlling interests (previously known as "minority interests") represent the equity in a subsidiary not attributable directly or indirectly to the Company, and in respect of which the Group has not agreed any additional terms with the holders of those interests which would result in the Group as a whole having a contractual obligation in respect of those interests that meets the definition of a financial liability. For each business combination, the Group can elect to measure any non-controlling interests either at fair value or at their proportionate share of the subsidiary's net identifiable assets.

Non-controlling interests are presented in the consolidated statement of financial position within equity, separately from equity attributable to the equity shareholders of the Company. Non-controlling interests in the results of the Group are presented on the face of the consolidated statement of comprehensive income as an allocation of the total profit or loss and total comprehensive income for the year between non-controlling interests and the equity shareholders of the Company.

Changes in the Group's interests in a subsidiary that do not result in a loss of control are accounted for as equity transactions, whereby adjustments are made to the amounts of controlling and non-controlling interests within consolidated equity to reflect the change in relative interests, but no adjustments are made to goodwill and no gain or loss is recognised.

When the Group loses control of a subsidiary, it is accounted for as a disposal of the entire interest in that subsidiary, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former subsidiary at the date when control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset (see note 2(g)) or, when appropriate, the cost on initial recognition of investments in associates (see note 2(e)).

2. 主要會計政策(續)

(d) 附屬公司及非控股權益(續)

在本公司之財務狀況表內，於附屬公司之投資以成本減減值虧損(見附註2(m))列賬，除非其被歸類為持作出售的投資或為持作出售的出售組別的一部分。

(e) 聯營公司

聯營公司是指本集團或本公司可以對其發揮重大影響力，但並非控制或聯合控制其管理的企業，所謂發揮重大影響力包括參與其財務及經營政策決策。

於聯營公司之投資乃按權益法於綜合財務報表列賬，惟有關投資分類為持作出售類別(或計入分類為持作出售之出售組別)則除外。根據權益法，於聯營公司之投資初步按成本入賬，並按本集團應佔被投資公司之可識別資產淨值於收購當日之公允價值超過投資成本之差額(如有)作出調整。此後，就本集團於收購後應佔被投資公司資產淨值之變動及與該項投資有關之任何減值虧損作出調整(見附註2(m))。收購當日超過成本之任何差額、本集團應佔被投資公司收購後的除稅後業績以及年內任何減值虧損於綜合收益表予以確認，而本集團應佔被投資公司之其他綜合收益之收購後的除稅後項目則於綜合全面收益表予以確認。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(d) **Subsidiaries and non-controlling interests** (continued)

In the Company's statement of financial position, investments in subsidiaries are stated at cost less impairment losses (see note 2(m)), unless the investment is classified as held for sale (or included in a disposal group that is classified as held for sale).

(e) **Associates**

An associate is an entity in which the Group or the Company has significant influence, but not control or joint control, over its management, including participation in the financial and operating policy decisions.

An investment in an associate is accounted for in the consolidated financial statements under the equity method, unless it is classified as held for sale (or included in a disposal group that is classified as held for sale). Under the equity method, the investment is initially recorded at cost, adjusted for any excess of the Group's share of the acquisition-date fair values of the investee's identifiable net assets over the cost of the investment (if any). Thereafter, the investment is adjusted for the post-acquisition change in the Group's share of the investee's net assets and any impairment loss relating to the investment (see notes 2(m)). Any acquisition-date excess over cost, the Group's share of the post-acquisition, post-tax results of the investees, any impairment losses and the Group's share of the post-acquisition post-tax items of the investee's other comprehensive income are recognised in the consolidated statement of comprehensive income.

2. 主要會計政策(續)

(e) 聯營公司(續)

倘本集團應佔聯營公司之虧損超過其權益，則本集團之權益將減至零，並終止進一步確認虧損，惟本集團已產生法律或推定義務或替被投資公司付款則除外。就此而言，本集團之權益為按權益法計算該投資之賬面數額，連同實質上構成本集團於該聯營公司之投資淨值一部分之本集團長期權益。

本集團與聯營公司之間交易所產生的未變現損益會按本集團於被投資者所佔的權益比率抵銷，除非未變現虧損證實是由已轉讓資產減值而產生，則該等未變現虧損會即時在損益中確認。

如果投資者對聯營公司不再有重大影響，應視同處置於聯營公司所佔的所有權益，相關交易於損益確認。任何本集團所保留之前聯營公司剩餘權益按重大影響失去日公允值確認，該值為金融資產初始確認之公允值，或為於聯營公司之初始投資成本(如適用)。

(f) 商譽

商譽乃按成本減累計減值虧損列賬。業務合併所產生之商譽被分配至預期將從合併之協同效應中獲益各現金產生單位，或現金產生單位組別，並且每年作減值測試(見附註2(m))。

於年內出售現金產生單位時，任何應佔購入商譽之金額計入出售時的損益內。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(e) **Associates** (continued)

When the Group's share of losses exceeds its interest in the associate, the Group's interest is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the investee. For this purpose, the Group's interest is the carrying amount of the investment under the equity method together with the Group's long-term interests that in substance form part of the Group's net investment in the associate.

Unrealised profits and losses resulting from transactions between the Group and its associates are eliminated to the extent of the Group's interest in the investee, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in profit or loss.

When the Group ceases to have significant influence over an associate, it is accounted for as a disposal of the entire interest in that investee, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former investee at the date when significant influence is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset or, when appropriate, the cost on initial recognition of an investment in an associate.

(f) **Goodwill**

Goodwill is stated at cost less accumulated impairment losses. Goodwill arising on a business combination is allocated to each cash-generating unit, or groups of cash generating units, that is expected to benefit from the synergies of the combination and is tested annually for impairment (see note 2(m)).

On disposal of a cash generating unit during the year, any attributable amount of purchased goodwill is included in the calculation of the profit or loss on disposal.

2. 主要會計政策(續)

(g) 權益證券投資

本集團及本公司之權益證券投資(於附屬公司及聯營公司之投資除外)之政策如下：

權益證券投資初步按公允價值(即其交易價格)列賬，除非可使用估值方法(其變量僅包括來自公開市場之數據)更可靠地估計公允價值。除下文另有說明者外，成本包括應佔交易成本。其後該等投資視乎其分類按以下方式列賬：

持作買賣之證券投資乃分類為流動資產。任何應佔交易成本產生後乃於損益內予以確認。於各報告期末，公允價值會重新計量，因此產生之任何盈虧乃於損益內確認。於損益內確認之盈虧淨額並不包括該等投資所賺取之任何股息或利息，因其乃根據附註2(w)(vi)及附註2(w)(vii)所載之政策予以確認。

於活躍市場並無市價報價資料及其公允價值而未能可靠地計量之權益證券投資乃於財務狀況表內按成本扣除減值虧損予以確認(見附註2(m))。該等投資之股息收入乃根據附註2(w)(vi)所載之政策於損益內予以確認。

該等投資乃於本集團承諾購買／出售該等投資或於其屆滿之日期確認／終止確認。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(g) **Investments in equity securities**

The Group's and the Company's policies for investments in equity securities, other than investments in subsidiaries and associates, are as follows:

Investments in equity securities are initially stated at fair value, which is their transaction price unless fair value can be more reliably estimated using valuation techniques whose variables include only data from observable markets. Cost includes attributable transaction costs, except where indicated otherwise below. These investments are subsequently accounted for as follows, depending on their classification:

Investments in securities held for trading are classified as current assets. Any attributable transaction costs are recognised in profit or loss as incurred. At the end of each reporting period the fair value is remeasured, with any resultant gain or loss being recognised in profit or loss. The net gain or loss recognised in profit or loss does not include any dividends or interest earned on these investments as these are recognised in accordance with the policies set out in note 2(w)(vi) and 2(w)(vii).

Investments in equity securities that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are recognised in the statement of financial position at cost less impairment loss (see note 2(m)). Dividend income from these investments is recognised in profit or loss in accordance with the policy set out in note 2(w)(vi).

Investments are recognised/derecognised on the date the Group commits to purchase/sell the investments or they expire.

2. 主要會計政策(續)

(h) 衍生金融工具

衍生金融工具初步按公允價值確認。於各報告期末，公允價值會重新計量。重新計量公允價值而產生之盈虧直接於損益內予以確認，惟倘衍生金融工具符合資格作現金流量對沖會計處理則除外，於此情況下，確認任何因此產生之盈虧乃取決於被對沖項目之性質。

(i) 投資物業

投資物業乃指為賺取租金收入及／或為資本增值而以租賃權益擁有或持有之土地及／或樓宇(見附註2(l))，當中包括就現時尚未確定未來用途持有之土地及為未來用作投資物業正在興建或發展之物業。

投資物業最初按成本計量，包含交易費用。最初確認之後，投資物業按成本減其後累計折舊及任何累計減值虧損計量(見附註2(m))。折舊按20年之估計可使用年期採用直線法撇銷投資物業之成本。投資物業之租賃收入之適用會計政策載於附註2(w)(iv)。

一項投資物業於出售後或當該項投資物業永久不再使用或預計不會從其出售中獲得任何日後經濟利益時終止確認。因終止確認該項物業而產生之任何盈虧(以出售所得款淨額與該項資產之賬面值兩者之差額計算)計入該物業終止確認之期間之損益內。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(h) **Derivative financial instruments**

Derivative financial instruments are recognised initially at fair value. At the end of each reporting period, the fair value is remeasured. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss, except where the derivatives qualify for cash flow hedge accounting , in which case recognition of any resultant gain or loss depends on the nature of the item being hedged.

(i) **Investment properties**

Investment properties are land and/or buildings which are owned or held under a leasehold interest (see note 2(l)) to earn rental income and/or for capital appreciation. These include land held for a currently undetermined future use and property that is being constructed or developed for future use as investment property.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at cost less subsequent accumulated deprecation and any accumulated impairment losses (see note 2(m)). Depreciation is charged so as to write off the cost of investment properties over the estimated useful lives of 20 years using the straight-line method. The accounting policy for rental income from leasing of investment properties is set out in note 2(w)(iv).

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

2. 主要會計政策(續)

(j) 物業、廠房及設備

物業、廠房及設備項目乃按成本減累計折舊及減值虧損入賬(見附註2(m))：

自建物業、廠房及設備項目之成本包括物料成本、直接勞工成本、拆卸及搬遷項目以及恢復項目所在地原貌之成本之初步估計(倘有關)和適當比例之生產經常費用及借貸成本(見附註2(y))。

報廢或出售物業、廠房及設備項目所產生之損益以該項目之出售所得款淨額與其賬面值之間之差額釐定，並於報廢或出售當日於損益內予以確認。

物業、廠房及設備項目折舊按下列年率，在扣除其估計剩餘價值(如有)後，以直線法撇銷其成本計算：

樓宇	3.23%–6.47%
廠房及機械	6.47%–13.86%
傢俱、裝置及設備	10.78%–19.40%
汽車	16.17%–19.40%

倘物業、廠房及設備項目之部件擁有不同之可用年期，該項目之成本將以合理基準在部件之間進行分配，並且各部件單獨折舊。資產之可使用年期及剩餘價值(如有)均每年進行檢討。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(j) **Property, plant and equipment**

Items of property, plant and equipment are stated at cost less accumulated depreciation and impairment losses (see note 2(m)):

The cost of self-constructed items of property, plant and equipment includes the cost of materials, direct labour, the initial estimate, where relevant, of the costs of dismantling and removing the items and restoring the site on which they are located, and an appropriate proportion of production overheads and borrowing costs (see note 2(y)).

Gains or losses arising from the retirement or disposal of an item of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the item and are recognised in profit or loss on the date of retirement or disposal.

Depreciation is calculated to write off the cost of items of property, plant and equipment, less their estimated residual value, if any, using the straight line method over their estimated useful lives as follows:

Buildings	3.23%–6.47%
Plant and machinery	6.47%–13.86%
Furniture, fixtures and equipment	10.78%–19.40%
Motor vehicles	16.17%–19.40%

Where parts of an item of property, plant and equipment have different useful lives, the cost of the item is allocated on a reasonable basis between the parts and each part is depreciated separately. Both the useful life of an asset and its residual value, if any, are reviewed annually.

2. 主要會計政策(續)

(j) 物業、廠房及設備(續)

在建工程包括在建造和裝置期內之直接建築成本。當資產投入擬定用途所需之準備工作大致完成時，該等成本即不再資本化，而在建工程則轉撥至物業、廠房及設備之相關類別。在建工程未計提折舊準備，直至其完成及實質上可作擬定用途為止。

(k) 無形資產(商譽除外)

(i) *分開收購之無形資產*

分開收購及可使用年期有限之無形資產，包括專利權，按成本減累計攤銷及累計減值虧損列賬(見附註2(m))。攤銷按其估計可使用年期以直線法予以確認。估計可使用年期及攤銷方法於各報告期末檢討，任何估計變動之影響按預提基準入賬。分開收購及可使用年期無限之無形資產按成本減累計減值虧損列賬。

專權利的使用期限為5至15年並且按直線法在使用年限內攤銷。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(j) Property, plant and equipment (continued)

Construction in progress comprises direct costs of construction during the period of construction and installation. Capitalisation of these costs ceases and the construction in progress is transferred to the relevant class of property, plant and equipment when substantially all of the activities necessary to prepare the assets for their intended use are completed. No depreciation is provided in respect of construction in progress until it is

2. 主要會計政策(續)

(k) 無形資產(商譽除外)(續)

(ii) *研究和開發支出*

研究活動開支於其產生期間確認為支出。

當且僅當以下所有各項得到證明時，開發(或內部項目之開發階段)產生之內部無形資產應予確認：

- 該無形資產以使其可供使用或出售之技術可行性；
- 該無形資產及使用或出售該無形資產之意圖；
- 使用或出售該無形資產之能力；
- 該無形資產將如何產生未來經濟利益；
- 有足夠技術、財務資源及其他資源完成該無形資產之開發，並使用或出售該無形資產；及
- 有能力可靠計量該無形資產於開發期間應佔開支

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(k) **Intangible assets (other than goodwill)** (continued)

(ii) ***Research and development expenditure***

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

2. 主要會計政策(續)

(k) 無形資產(商譽除外)(續)

(ii) *研究和開發支出*(續)

內部產生之無形資產之最初確認金額乃自無形資產首次滿足上述確認標準後所產生之支出總額。倘並無內部產生之無形資產可予確認，則開發支出在其發生期間於損益內予以確認。

在最初確認之後，內部產生之無形資產應按與分開收購之無形資產相同之基準，以成本減累計攤銷及累計減值虧損列賬(見附註2(m))。

(iii) *於業務合併中收購之無形資產*

於業務合併時收購之無形資產與商譽分開確認，並按其於收購日期之公允價值初步確認，而有關公允價值被視為其成本。

於初步確認後，於業務合併中收購之無形資產按與分開收購之無形資產相同之基準以成本減累計攤銷及累計減值虧損列賬(見附註2(m))。

(iv) *終止確認無形資產*

無形資產於出售或當預期使用或出售該資產後不會帶來未來經濟利益時終止確認。終止確認無形資產產生之收益及虧損按出售所得款淨額與資產賬面值間之差額計算，並於終止確認資產時於損益內予以確認。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(k) **Intangible assets (other than goodwill)** (continued)

(ii) ***Research and development expenditure*** (continued)

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses (see note 2(m)), on the same basis as intangible assets that are acquired separately.

(iii) ***Intangible assets acquired in a business combination***

Intangible assets that are acquired in a business combination are recognised separately from goodwill and are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses (see note 2(m)), on the same basis as intangible assets that are acquired separately.

(iv) ***Derecognition of intangible assets***

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains and losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognition.

2. 主要會計政策(續)

(l) 租賃資產

倘本集團決定於協定時期內將特定資產使用權出讓以換取一筆或一連串款項之安排，包括一項交易或一連串交易之該項安排屬於或包括一項租賃。該項決定乃基於安排之實質評估而作出，而不論該項安排是否採取租賃之法律形式。

(i) *本集團租賃資產之分類*

對於本集團以租賃持有之資產，倘將所有權之絕大部分風險及回報轉移至本集團，則有關資產劃歸為以融資租賃持有；倘並無將所有權之絕大部分風險及回報轉移至本集團，則劃歸為經營租賃；惟下列情況除外：

(ii) *經營租賃開支*

倘本集團乃以經營租賃獲得資產之使用權，其租賃之支出根據其租賃期所涵蓋之會計期間於損益內等額分期扣除，惟倘有其它基準能更清晰地反映其租賃資產所產生之收益模式則除外。獲取之租賃優惠於損益內確認為租賃淨付款總額之組成部分。或有租金在其產生之會計期間於損益內扣除。

以經營租賃持有土地之收購成本於綜合財務狀況表內列為「預付土地租賃款」，並按直線法在租賃期內攤銷，惟劃歸為投資物業之物業(見附註2(i))或持有發展作銷售用途(見附註2(n)(ii))除外。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(l) **Leased assets**

An arrangement, comprising a transaction or a series of transactions, is or contains a lease if the Group determines that the arrangement conveys a right to use a specific asset or assets for an agreed period of time in return for a payment or a series of payments. Such a determination is made based on an evaluation of the substance of the arrangement and is regardless of whether the arrangement takes the legal form of a lease.

(i) ***Classification of assets leased to the Group***

Assets that are held by the Group under leases which transfer to the Group substantially all the risks and rewards of ownership are classified as being held under finance leases. Leases which do not transfer substantially all the risks and rewards of ownership to the Group are classified as operating leases, with the following exceptions:

(ii) ***Operating lease charges***

Where the Group has the use of assets held under operating leases, payments made under the leases are charged to profit or loss in equal instalments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives received are recognised in profit or loss as an integral part of the aggregate net lease payments made. Contingent rentals are charged to profit or loss in the accounting period in which they are incurred.

The cost of acquiring land held under an operating lease is presented as "prepaid lease payments" in the consolidated statement of financial position and is amortised on a straight-line basis over the period of the lease term except where the property is classified as an investment property (see note 2(i)) or is held for development for sale (see note 2(n)(ii)).

2. 主要會計政策(續)

(m) 資產減值

(i) *權益證券投資及其他應收款減值*

按成本或攤銷成本列值或分類為可供出售證券之權益證券投資(於附屬公司之投資除外：見附註2(m)(ii))以及其他流動與非流動應收款，於各報告期末進行檢討，以釐定是否有客觀的減值憑證。客觀的減值憑證包括本集團注意到以下一項或多項虧損事件的顯著數據：

- 債務人有重大財務困難；
- 違反合約，如拖欠或逾期償還利息或本金；
- 債務人可能破產或進行其他財務重組；及
- 科技、市場、經濟或法律環境有重大變動而對債務人有不利影響；及
- 股本工具投資之公允價值大幅或長期下跌至低於其成本。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Impairment of assets

(i) ***Impairment of investments in equity securities and other receivables***

Investments in equity securities (other than investments in subsidiaries: see note 2(m)(ii)) and other current and non-current receivables that are stated at cost or amortised cost or are classified as available-for-sale securities are reviewed at the end of each reporting period to determine whether there is objective evidence of impairment. Objective evidence of impairment includes observable data that comes to the attention of the Group about one or more of the following loss events:

- significant financial difficulty of the debtor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becoming probable that the debtor will enter bankruptcy or other financial reorganisation;
- significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor; and
- significant or prolonged decline in the fair value of an investment in an equity instrument below its cost.

2. 主要會計政策(續)

(m) 資產減值(續)

(i) *權益證券投資及其他應收款減值*(續)

倘存在任何有關證據，則釐定減值虧損並按以下方式予以確認：

— 根據附註2(m)(ii)，就採用權益法確認之聯營公司之投資(見附註2(e))而言，減值虧損之計量方法為比較該項投資之整體可收回金額與其賬面值。根據附註2(m)(ii)，倘用於釐定可收回金額之估計出現有利變動，則撥回減值虧損。

— 就以成本列賬之非掛牌權益證券而言，減值虧損乃以金融資產之賬面金額與以類似金融資產之當時市場回報率折現(倘折現造成重大影響)之預計未來現金流量之間之差額計量。按成本入賬之權益證券之減值虧損不予撥回。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Impairment of assets (continued)

(i) ***Impairment of investments in equity securities and other receivables*** (continued)

If any such evidence exists, any impairment loss is determined and recognised as follows:

– For investments in associates recognised using the equity method (see note 2(e)), the impairment loss is measured by comparing the recoverable amount of the investment as a whole with its carrying amount in accordance with note 2(m)(ii). The impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount in accordance with note 2(m)(ii).

– For unquoted equity securities carried at cost, the impairment loss is measured as the difference between the carrying amount of the financial asset and the estimated future cash flows, discounted at the current market rate of return for a similar financial asset where the effect of discounting is material. Impairment losses for equity securities carried at cost are not reversed.

2. 主要會計政策(續)

(m) 資產減值(續)

(i) *權益證券投資及其他應收款減值*(續)

— 就按攤銷成本列賬的應收賬款及其他當期應收款以及其他金融資產而言，減值虧損按資產賬面值與估計未來現金流量現值的差額釐定，如貼現影響屬重大，則按金融資產原來實際利率(即最初確認該等資產時計算的實際利率)貼現。如按攤銷成本列賬的金融資產具備類似的風險特徵，例如類似的逾期情況及並未單獨被評估為減值，則有關的評估會同時進行。金融資產的未來現金流量會根據與該類資產具有類似信貸風險特徵資產的過往虧損情況一同評估減值。

倘若減值虧損的金額於隨後期間減少，而減幅可與確認減值虧損後發生的事件客觀聯繫，則減值虧損將通過損益予以撥回。撥回減值虧損不得導致資產的賬面值超出其在過往年度在沒有確認減值虧損情況下而釐定的數額。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Impairment of assets (continued)

(i) ***Impairment of investments in equity securities and other receivables*** (continued)

– For trade and other current receivables and other financial assets carried at amortised cost, the impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition of these assets), where the effect of discounting is material. This assessment is made collectively where financial assets carried at amortised cost share similar risk characteristics, such as similar past due status, and have not been individually assessed as impaired. Future cash flows for financial assets which are assessed for impairment collectively are based on historical loss experience for assets with credit risk characteristics similar to the collective group.

If in a subsequent period the amount of an impairment loss decreases and the decrease can be linked objectively to an event occurring after the impairment loss was recognised, the impairment loss is reversed through profit or loss. A reversal of an impairment loss shall not result in the asset's carrying amount exceeding that which would have been determined had no impairment loss been recognised in prior years.

2. 主要會計政策(續)

(m) 資產減值(續)

(i) *權益證券投資及其他應收款減值*(續)

減值虧損應從相應的資產中直接撇銷，但包含在應收賬款及其他應收款中、可收回性被視為可疑而並非微乎其微的應收賬款及應收票據之已確認減值虧損則例外，在此情況下，呆壞賬的減值虧損應計入撥備賬。倘本集團認為能收回應收賬款的機會微乎其微，則視為不可收回金額會從應收賬款及應收票據中直接撇銷，而在撥備賬中持有有關該債務的任何金額會被撥回。若之前計入撥備賬之款項在其後收回，則相關的撥備會被撥回。撥備賬的其他變動及之前直接撇銷而其後收回的款項，均在損益中確認。

(ii) *其他資產減值*

本集團會於各報告期末審閱內部及外部資料，以確定以下資產是否存在減值跡象，或先前確認的減值虧損是否不再存在或可能已經減少：

- 物業、廠房及設備；
- 分類為根據經營租賃持有之租賃土地的預付權益；
- 無形資產；
- 於附屬公司的投資(分類作持有作出售或計入分類為持作出售之出售組別之該等資產除外)；及
- 商譽。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Impairment of assets (continued)

(i) ***Impairment of investments in equity securities and other receivables*** (continued)

Impairment losses are written off against the corresponding assets directly, except for impairment losses recognised in respect of trade receivables and bills receivable included within trade and other receivables, whose recovery is considered doubtful but not remote. In this case, the impairment losses for doubtful debts are recorded using an allowance account. When the Group is satisfied that recovery is remote, the amount considered irrecoverable is written off against trade receivables and bills receivable directly and any amounts held in the allowance account relating to that debt are reversed. Subsequent recoveries of amounts previously charged to the allowance account are reversed against the allowance account. Other changes in the allowance account and subsequent recoveries of amounts previously written off directly are recognised in profit or loss.

(ii) ***Impairment of other assets***

Internal and external sources of information are reviewed at the end of each reporting period to identify indications that the following assets may be impaired or, except in the case of goodwill, an impairment loss previously recognised no longer exists or may have decreased:

- property, plant and equipment;
- prepaid interests in leasehold land classified as being held under an operating lease;
- intangible assets;
- investments in subsidiaries (except for those classified as held for sale (or included in a disposal group that is classified as held for sale); and
- goodwill.

2. 主要會計政策(續)

(m) 資產減值(續)

(ii) *其他資產減值*(續)

倘存在任何上述跡象，則資產的可收回金額將予以估計。此外，就商譽、未可供使用之無形資產及具有無期限可使用年期之無形資產而言，每年均會評估其可收回金額，無論是否存在任何減值跡象。

— *計算可收回金額*

資產的可收回金額為其公允價值減出售成本與使用價值兩者之間的較高者。在評估使用價值時，會按反映當時市場對貨幣時間價值及資產特定風險評估的稅前貼現率，將估計未來現金流量貼現至其現值。倘資產並無產生基本上獨立於其他資產所產生的現金流入，則以能獨立產生現金流入的最小資產組別(即現金產生單位)來釐定可收回金額。

— *確認減值虧損*

倘資產或其所屬現金產生單位的賬面值超過其可收回金額，則於損益中確認減值虧損。就現金產生單位確認的減值虧損會先予以分配，以減少分配至該現金產生單位(或該單位組別)的任何商譽之賬面值，再按比例減少該單位(或該單位組別)內其他資產的賬面值，惟某資產的賬面值不會減至低於其個別公允價值減去出售成本或使用價值(如能釐定)之差額。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(m) **Impairment of assets** (continued)

(ii) ***Impairment of other assets*** (continued)

If any such indication exists, the asset's recoverable amount is estimated. In addition, for goodwill, intangible assets that are not yet available for use and intangible assets that have indefinite useful lives, the recoverable amount is estimated annually whether or not there is any indication of impairment.

— *Calculation of recoverable amount*

The recoverable amount of an asset is the greater of its fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit).

— *Recognition of impairment loss*

An impairment loss is recognised in profit or loss if the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (or group of units) and then, to reduce the carrying amount of the other assets in the unit (or group of units) on a pro rata basis, except that the carrying value of an asset will not be reduced below its individual fair value less costs to sell, or value in use, if determinable.

2. 主要會計政策(續)

(m) 資產減值(續)

(ii) *其他資產減值*(續)

— *撥回減值虧損*

就除商譽之外的資產而言，倘用作釐定可收回金額的估計出現有利變動，則會撥回減值虧損。商譽的減值虧損不予撥回。

所撥回的減值虧損限於在過往年度並未確認減值虧損時原應釐定的資產賬面值。所撥回的減值虧損在確認撥回的年度計入損益。

(n) 存貨

(i) *製造電力設備*

存貨以成本值及可變現淨值兩者中的較低者入賬。

成本以加權平均成本法計算，並包括所有採購成本、轉換成本及將存貨運至現址和變成現狀的其他成本。

可變現淨值乃日常業務過程中的估計售價減去估計完成生產及銷售所需的成本。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Impairment of assets (continued)

(ii) ***Impairment of other assets*** (continued)

Reversal of impairment loss

In respect of assets other than goodwill, an impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not reversed.

A reversal of an impairment loss is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years. Reversals of impairment losses are credited to profit or loss in the year in which the reversals are recognised.

(n) Inventories

(i) ***Manufacturing of power equipments***

Inventories are carried at the lower of cost and net realisable value.

Cost is calculated using the weighted average cost formula and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

2. 主要會計政策(續)

(n) 存貨(續)

(i) *製造電力設備*(續)

存貨出售時，該等存貨的賬面值於確認有關收入的期間確認為開支。存貨撇減至可變現淨值的減幅及所有存貨虧損一概在撇減或虧損產生期間確認為開支。任何存貨撇減撥回的金額，在作出撥回期間確認為減少已確認為開支的存貨金額。

(ii) *發展中物業*

有關物業發展活動之存貨按成本與可變現淨值之較低者入賬。成本及可變現淨值按下列方法釐定：發展中物業指永久業權土地、租賃土地及樓宇的投資，而其建築工程及發展尚未完成。發展中物業包括租賃土地及土地使用權的預付款按攤銷成本減累計減值損失計量，及以成本減累計減值損失列值的樓宇部分。成本包括建築成本及於建築期間資本化之租賃土地預付款攤銷及於購買合資格資產而產生之借貸成本之金額。建築完成後，物業按其賬面值重新分類為投資物業、物業、機器及設備或已落成之待售物業。有關物業、機器及設備的租賃土地及土地使用權的預付款被重列至租賃土地及土地使用權，並視作營運租賃列賬。投資物業的公允價值及其於重新分類當日的賬面值之差額於綜合損益賬內確認。發展中之物業列作非流動資產，在正常經營週期內建成及作銷售用途之物業發展項目則除外。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(n) **Inventories** (continued)

(i) ***Manufacturing of power equipments*** (continued)

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

(ii) ***Property under development***

Properties under development are investments in freehold land, leasehold land and buildings on which construction work and development have not been completed. Properties under development comprise prepayments for leasehold land and land use rights that are measured at amortised cost less accumulated impairment losses, and a component in respect of the building that is stated at cost less accumulated impairment losses. Cost comprises construction costs and amounts capitalised in respect of amortisation of leasehold land prepayments and borrowing costs incurred in the acquisition of qualifying assets during the construction. On completion, the properties are reclassified to investment properties, property, plant and equipment or completed properties held for sale at the then carrying amount. The prepayments for leasehold land and land use rights in relation to the property, plant and equipment are reclassified to leasehold land and land use rights and are accounted for as operating leases. Any difference between the fair value of the investment property and its carrying amount at the date of reclassification is recognised in the consolidated statement of comprehensive income.

2. 主要會計政策(續)

(n) 存貨(續)

(iii) *持作轉售的已落成物業*

已落成之待售物業初步以於發展中物業重新分類為落成物業當日之賬面值計量量。其後，預付租賃土地部分按攤銷成本減累計減值虧損計量，而樓宇部分按成本及可變現淨值兩者間之較低者列值。可變現淨值指於正常業務狀況下的估計銷售價減銷售費用。

(o) 建造合同

建造合同乃就一項資產或一組資產與客戶洽談的具體合同，而客戶可指定設計的主要結構構件。有關合同收入的會計政策載於附註2(w)(iii)。倘能夠可靠地估計建造合同的結果，合同成本會參照報告期末的合同完成程度確認為開支。倘若合同總成本可能超過合同總收入，則預期虧損會即時確認為開支。倘不能可靠地估計建造合同的結果，則合同成本於產生期間確認為開支。

於報告期末正在進行的建造合同按所產生的成本加上已確認溢利減去已確認虧損及進度結算賬單的淨額，記入財務狀況表的「應收合約工程客戶總額」(作為資產)或「應付合約工程客戶總額」(作為負債)(如適用)。客戶尚未支付的進度結算賬單則記入財務狀況表的「應收賬款」內。進行相關工程前收取的款項，則記入「已收按金」內。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(n) **Inventories** (continued)

(iii) ***Completed property held for resale***

Completed properties held for sale are initially measured at the carrying amount of the property at the date of reclassification from properties under development. Subsequently, the prepaid leasehold land component is measured at amortised cost less accumulated impairment losses; the building component is carried at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less selling expenses.

(o) **Construction contracts**

Construction contracts are contracts specifically negotiated with a customer for the construction of an asset or a group of assets, where the customer is able to specify the major structural elements of the design. The accounting policy for contract revenue is set out in note 2(w)(iii). When the outcome of a construction contract can be estimated reliably, contract costs are recognised as an expense by reference to the state of completion of the contract at the end of the reporting period. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately. When the outcome of a construction contract cannot be estimated reliably, contract costs are recognised as an expense in the period in which they are incurred.

Construction contracts in progress at the end of the reporting period are recorded at the net amount of costs incurred plus recognised profit less recognised losses and progress billings, and are presented in the statement of financial position as the "Gross amount due from customers for contract work" (as an asset) or the "Gross amount due to customers for contract work" (as a liability), as applicable. Progress billings not yet paid by the customer are included under "Trade receivables". Amounts received before the related work is performed are presented as "Deposits received".

2. 主要會計政策(續)

(p) 應收賬款及其他應收款

應收賬款及其他應收款初步按公允價值確認，其後則按經攤銷成本扣除呆壞賬減值撥備列賬(見附註2(m))，惟倘若應收款項為給予關連方的無固定還款期的免息貸款，或貼現影響並不重大者則除外。於該等情況下，應收款乃按成本扣除呆壞賬減值撥備列賬。

(q) 計息借貸

計息借貸初步按公允價值減應佔交易成本確認。初步確認後，計息借貸按攤銷成本列賬，而初步確認金額與贖回價值之間之差額(連同任何應付利息及費用)會於借貸期內利用實際利率法於損益中確認。

(r) 應付賬款及其他應付款

應付賬款及其他應付款初步按公允價值確認。除根據附註2(v)(i)計量之財務擔保負債外，應付賬款及其他應付款其後則按經攤銷成本列賬，惟倘若貼現的影響並不重大，則按成本列賬。

(s) 現金及現金等價物

現金及現金等價物包括銀行存款及手頭現金、存放於銀行和其他財務機構的活期存款，以及可以隨時換算為已知現金額且價值變動風險不大，並在購入後三個月內到期的短期和高流動性投資。就綜合現金流量表而言，現金及現金等值物亦包括構成本集團現金管理重要部份及須按通知償還之銀行透支。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(p) **Trade and other receivables**

Trade and other receivables are initially recognised at fair value and thereafter stated at amortised cost less allowance for impairment of doubtful debts (see note 2(m)), except where the receivables are interest-free loans made to related parties without any fixed repayment terms or the effect of discounting would be immaterial. In such cases, the receivables are stated at cost less allowance for impairment of doubtful debts.

(q) **Interest-bearing borrowings**

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost with any difference between the amount initially recognised and redemption value being recognised in profit or loss over the period of the borrowings, together with any interest and fees payable, using the effective interest method.

(r) **Trade and other payables**

Trade and other payables are initially recognised at fair value. Except for financial guarantee liabilities measured in accordance with note 2(v)(i), trade and other payables are subsequently stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

(s) **Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and in hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents for the purpose of the consolidated statement of cash flows.

2. 主要會計政策(續)

(t) 員工福利

(i) *短期員工福利及界定供款退休計劃的供款*

薪金、年終花紅、有薪年假、向界定供款退休計劃作出的供款及非貨幣福利的成本於員工提供相關服務的年度內計算。如延遲付款或結算並構成重大影響，則此等金額會以現值列賬。

(ii) *界定供款退休計劃*

本集團於中國營運的附屬公司的員工須參與當地市政府營辦的中央退休金計劃。供款於根據中央退休金計劃的規則成為應付時在全面收益表內扣除。

(u) 所得稅

年度所得稅包括即期稅項及遞延稅項資產和負債的變動。即期稅項及遞延稅項資產和負債的變動均於損益內確認，但與於其他全面收益或直接於權益內確認的項目有關者，則於其他全面收益或直接於權益內確認。

即期稅項為按年內應課稅收入，根據於報告期末已執行或實質上已執行的稅率計算的預期應付稅項，以及對過往期間應付稅項作出的任何調整。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(t) Employee benefits

(i) ***Short term employee benefits and contributions to defined contribution retirement plans***

Salaries, annual bonuses, paid annual leave, contributions to defined contribution retirement plans and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees. Where payment of settlement is deferred and the effect would be material, these amounts are stated at their present values.

(ii) ***Defined contribution retirement plan***

The employees of the Group which operates in PRC are required to participate in a central pension scheme operated by the local government. The contributions are charged to profit or loss as they become payable in accordance with the rules of the central pension scheme.

(u) Income tax

Income tax for the year comprises current tax and movements in deferred tax assets and liabilities. Current tax and movements in deferred tax assets and liabilities are recognised in profit or loss except to the extent that they relate to items recognised in other comprehensive income or directly in equity, in which case the relevant amounts of tax are recognised in other comprehensive income or directly in equity, respectively.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

2. 主要會計政策(續)

(u) 所得稅(續)

遞延稅項資產及負債分別由可扣減及應課稅的暫時差額產生，即資產及負債就財務報告上的賬面值與其稅基之間的差額。遞延稅項資產亦由未使用稅項虧損及未使用稅項抵免產生。

除某些有限的例外情況外，所有遞延稅項負債及所有遞延稅項資產(只限於可能有未來應課稅溢利用作抵扣有關資產)均會確認。能支持確認由可扣減暫時差額所產生遞延稅項資產的未來應課稅溢利包括因撥回現存應課稅暫時差額而產生的金額；但此等差額必須與同一稅務機關及同一應課稅企業有關，且預期在可扣減暫時差額預計撥回的同一期間或遞延稅項資產所產生稅項虧損可向後期或向前結轉的期間內撥回。在釐定現存應課稅暫時差額是否支持確認由未使用稅項虧損和稅項抵免產生的遞延稅項資產時，亦會採用同一準則，即該等差額若與同一稅務機關及同一應課稅企業有關，並預期在能使用稅項虧損或抵免的同一期間內撥回，則會被考慮。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(u) Income tax (continued)

Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax assets also arise from unused tax losses and unused tax credits.

Apart from certain limited exceptions, all deferred tax liabilities, and all deferred tax assets to the extent that it is probable that future taxable profits will be available against which the asset can be utilised, are recognised. Future taxable profits that may support the recognition of deferred tax assets arising from deductible temporary differences include those that will arise from the reversal of existing taxable temporary differences, provided those differences relate to the same taxation authority and the same taxable entity, and are expected to reverse either in the same period as the expected reversal of the deductible temporary difference or in periods into which a tax loss arising from the deferred tax asset can be carried back or forward. The same criteria are adopted when determining whether existing taxable temporary differences support the recognition of deferred tax assets arising from unused tax losses and credits, that is, those differences are taken into account if they relate to the same taxation authority and the same taxable entity, and are expected to reverse in a period, or periods, in which the tax loss or credit can be utilised.

2. 主要會計政策(續)

(u) 所得稅(續)

不確認為遞延稅項資產及負債的例外情況包括以下：不可在稅務方面獲得扣減的由商譽產生的暫時差額；不影響會計或應課稅溢利的資產或負債的最初確認(如屬業務合併的一部分則除外)；以及與於附屬公司的投資有關的暫時差額(如屬應課稅差額，只限於本集團可以控制撥回的時間，而且在可預見的將來不大可能轉回的暫時差額；或如屬可抵扣差額，則只限於很可能於未來撥回的差額)。

已確認的遞延稅項金額按照資產及負債賬面值的預期變現或清償方式，根據在報告期末已執行或實際已執行的稅率計算。遞延稅項資產及負債均不作貼現。

本集團會在各報告期末審閱遞延稅項資產的賬面值。倘不再可能獲得足夠的應課稅溢利以使用相關稅項優惠，該遞延稅項資產的賬面值便會調低。倘日後又可能獲得足夠的應課稅溢利，則該等削減金額可予撥回。

股息分派產生之額外所得稅將於確認與相關股息支付有關之負債時確認。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(u) Income tax (continued)

The limited exceptions to recognition of deferred tax assets and liabilities are those temporary differences arising from goodwill not deductible for tax purposes, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit (provided they are not part of a business combination), and temporary differences relating to investments in subsidiaries to the extent that, in the case of taxable differences, the Group controls the timing of the reversal and it is probable that the differences will not reverse in the foreseeable future, or in the case of deductible differences, unless it is probable that they will reverse in the future.

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the end of the reporting period. Deferred tax assets and liabilities are not discounted.

The carrying amount of a deferred tax asset is reviewed at the end of each reporting period and is reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the related tax benefit to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profits will be available.

Additional income taxes that arise from the distribution of dividends are recognised when the liability to pay the related dividends is recognised.

2. 主要會計政策(續)

(u) 所得稅(續)

即期稅項結餘及遞延稅項結餘及其變動額會分開列示且不予抵銷。倘本公司或本集團有法定行使權以即期稅項資產抵銷即期稅項負債，且符合下列附帶條件，即期稅項資產與遞延稅項資產始會分別與即期稅項負債及遞延稅項負債抵銷：

– 倘為即期稅項資產及負債，而本集團計劃按淨額基準結算，或同時變現該資產及清償該負債；或

– 倘為遞延稅項資產及負債，而此等資產及負債與同一稅務機關就以下其中一項徵收的所得稅有關：

  – 同一應課稅企業；或

  – 不同應課稅企業，而該等企業計劃於日後預計將清償大額遞延稅項負債或收回大額遞延稅項資產的每個期間內，按淨額基準變現即期稅項資產及清償即期稅項負債，或同時變現該資產及清償該負債。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(u) Income tax (continued)

Current tax balances and deferred tax balances, and movements therein, are presented separately from each other and are not offset. Current tax assets are offset against current tax liabilities, and deferred tax assets against deferred tax liabilities, if the Company or the Group has the legally enforceable right to set off current tax assets against current tax liabilities and the following additional conditions are met:

– in the case of current tax assets and liabilities, the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously; or

– in the case of deferred tax assets and liabilities, if they relate to income taxes levied by the same taxation authority on either:

  – the same taxable entity; or

  – different taxable entities, which, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered, intend to realise the current tax assets and settle the current tax liabilities on a net basis or realise and settle simultaneously.

2. 主要會計政策(續)

(v) 已發出財務擔保、撥備及或然負債

(i) *已發出財務擔保*

財務擔保乃要求發行人(即擔保人)就擔保受益人(「持有人」)因特定債務人未能根據債務工具的條款於到期時付款而蒙受的損失，而向持有人支付特定款項的合同。

當本集團發出財務擔保，該擔保的公允價值(即交易價格，除非公允價值能以其他方式可靠估計)最初確認為其他應付款內的遞延收入。倘於發出該擔保時已收取或可收取代價，該代價則根據本集團適用於該類資產的政策而予以確認。倘並無已收取或可收取之任何有關代價，則於初始確認任何遞延收入時即時於損益內確認開支。

最初確認為遞延收入的擔保款額按擔保年期攤銷並於損益內確認為財務擔保收入。此外，倘(i)擔保持有人有可能就該項擔保要求本集團履行擔保；及(ii)向本集團提出的申索款額預期超過現時列於該擔保的其他應付款(即最初確認的金額減累計攤銷)，則根據附註2(v)(iii)確認有關撥備。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(v) Financial guarantees issued, provisions and contingent liabilities

(i) ***Financial guarantees issued***

Financial guarantees are contracts that require the issuer (i.e. the guarantor) to make specified payments to reimburse the beneficiary of the guarantee (the "holder") for a loss the holder incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument.

Where the Group issues a financial guarantee, the fair value of the guarantee (being the transaction price, unless the fair value can otherwise be reliably estimated) is initially recognised as deferred income within other payables. Where consideration is received or receivable for the issuance of the guarantee, the consideration is recognised in accordance with the Group's policies applicable to that category of asset. Where no such consideration is received or receivable, an immediate expense is recognised in profit or loss on initial recognition of any deferred income.

The amount of the guarantee initially recognised as deferred income is amortised in profit or loss over the term of the guarantee as income from financial guarantees issued. In addition, provisions are recognised in accordance with note 2(v)(iii) if and when (i) it becomes probable that the holder of the guarantee will call upon the Group under the guarantee, and (ii) the amount of that claim on the Group is expected to exceed the amount currently carried in other payables in respect of that guarantee i.e. the amount initially recognised, less accumulated amortisation.

2. 主要會計政策(續)

(v) 已發出財務擔保、撥備及或然負債(續)

(ii) *業務合併承擔之或然負債*

因業務合併而於收購日確認或然負債為即期責任，則以收購日確認公允價值，惟公允價值須能可靠計量。於初始以公允價值確認後，該等或然負債會以最初確認的金額減去累計攤銷(如適用)後所得金額及可能根據附註2(v)(iii)確定之金額兩者中的較高者予以確認。倘不能於收購日可靠地計量公允價值或並非為即期責任，因業務合併而承擔之或然負債則根據附註2(v)(iii)披露。

(iii) *其它撥備及或然負債*

當本集團或本公司因過往事件而有法律或推定責任，而且可能需要導致經濟利益流出以履行有關責任，並能對數額作出可靠估計時，則對此等不確定時間或金額之負債確認撥備。倘貨幣之時間價值重大，撥備會以預計履行責任所需開支之現值入賬。

倘經濟利益外流的可能性較低，或是無法對有關數額作出可靠的估計，便會將該責任披露為或然負債，惟經濟利益外流的可能性極低則除外。倘潛在責任須視乎某件或多件未來事件是否發生才能確定是否存在，亦會披露為或然負債，惟經濟利益外流的可能性極低則除外。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(v) Financial guarantees issued, provisions and contingent liabilities (continued)

(ii) Contingent liabilities assumed in business combinations

Contingent liabilities assumed in a business combination which are present obligations at the date of acquisition are initially recognised at fair value, provided the fair value can be reliably measured. After their initial recognition at fair value, such contingent liabilities are recognised at the higher of the amount initially recognised, less accumulated amortisation where appropriate, and the amount that would be determined in accordance with note 2(v)(iii). Contingent liabilities assumed in a business combination that cannot be reliably fair valued or were not present obligations at the date of acquisition are disclosed in accordance with note 2(v)(iii).

(iii) Other provisions and contingent liabilities

Provisions are recognised for other liabilities of uncertain timing or amount when the Group or the Company has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

2. 主要會計政策(續)

(w) 收入

收入按已收或應收代價之公允價值計量。於經濟利益可能流入本集團，而收入及成本(如適用)亦能可靠地計量時，收入會根據下列基準於損益中確認：

(i) *銷售貨品*

收入在貨品送達客戶場地，而且客戶接納貨品及其所有權相關的風險及回報時確認。收入不包括增值稅或其他銷售稅，並已扣除任何銷售折扣。

(ii) *銷售物業*

銷售待出售物業所產生之收入在符合下列所有準則下於損益中確認：

- 物業所有權的重大風險及回報轉移予買方；
- 並無參與一般與所有權有關的持續管理，亦無保留有關物業的實際控制權；
- 收入金額能夠可靠地計量；
- 有關交易的經濟利益有可能流入本集團；及
- 交易所涉及或將涉及的成本能可靠地計量。

2. **SIGNIFICANT ACCOUNTING POLICIES** (continued)

(w) **Revenue**

Revenue is measured at the fair value of the consideration received or receivable. Provided it is probable that the economic benefits will flow to the Group and the revenue and costs, if applicable, can be measured reliably, revenue is recognised in profit or loss as follows:

(i) ***Sale of goods***

Revenue is recognised when goods are delivered at the customers' premises which is taken to be the point in time when the customer has accepted the goods and the related risks and rewards of ownership. Revenue excludes value added tax or other sales taxes and is after deduction of any trade discounts.

(ii) ***Sale of properties***

Revenue arising from the sale of properties held for sale is recognised in profit or loss when all of the following criteria are met:

- the significant risks and reward of ownership of the properties are transferred to purchasers;
- neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the properties are retained;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Group ; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

2. 主要會計政策(續)

(w) 收入(續)

(ii) *銷售物業*(續)

銷售物業的收入不包括營業稅，並已扣除任何銷售折扣。於確認收入當日前就出售物業收取之按金及分期付款計入財務狀況表內其他應付款及應計費用項下。

(iii) *合同收入*

當建造合同的結果能夠可靠地估計時：

– 固定價格合同的收入以完工百分比法確認，並根據至今已產生的合同成本與合同預計總成本的比例計量；及

當建造合同的結果不能可靠地估計，收入只於所產生的合同成本將可收回時確認。

(iv) *經營租賃租金收入*

經營租賃的應收租金收入於租賃年期所涵蓋的期間內均等地在損益中確認，惟另有一種方法更能代表使用租賃資產所得的利益模式則除外。經營租賃協議所涉及的激勵措施均在損益中確認為應收租賃淨付款總額的組成部分。或然租金在其賺取的會計期間內確認為收入。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(w) Revenue (continued)

(ii) ***Sale of properties*** (continued)

Revenue from sale of properties excludes business tax and is after deduction of any trade discount. Deposits and instalments received from purchasers on properties sold prior to the date of revenue recognition are included in the consolidated statement of financial position under other payables and accrued charges.

(iii) ***Contract revenue***

When the outcome of a construction contract can be estimated reliably:

– revenue from a fixed price contract is recognised using the percentage of completion method, measured by reference to the percentage of contract costs incurred to date to estimated total contract costs for the contract; and

When the outcome of a construction contract cannot be estimated reliably, revenue is recognised only to the extent of contract costs incurred that it is probable will be recoverable.

(iv) ***Rental income from operating leases***

Rental income receivable under operating leases is recognised in profit or loss in equal instalments over the periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the use of the leased asset. Lease incentives granted are recognised in profit or loss as an integral part of the

2. 主要會計政策(續)

(w) 收入(續)

(v) *服務收入*

服務收入於服務提供時確認。

(vi) *股息*

— 非上市投資之股息收入於股東收取款項之權利確立時確認。

— 上市投資之股息收入於該投資之股價除息後確認。

(vii) *利息收入*

利息收入乃於產生時按實際利率法確認。

(viii) *政府補助*

當可以合理地確定本集團將會收到政府補助並履行該補助附帶之條件時，政府補助於財務狀況表內初始確認。用於彌補本集團已產生開支之補助於該等開支產生期間有系統地於損益中確認為收入。用於彌補本集團資產成本之補助則從該資產的賬面金額中扣除，其後以減少折舊開支之方式按該資產的可用期限於損益中實際確認。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(w) Revenue (continued)

(v) Service income

Service income is recognised when services are provided.

(vi) Dividends

– Dividend income from unlisted investments is recognised when the shareholder's right to receive payment is established.

– Dividend income from listed investments is recognised when the share price of the investment goes ex-dividend.

(vii) Interest income

Interest income is recognised as it accrues using the effective interest method.

(viii) Government grants

Government grants are recognised in the statement of financial position initially when there is reasonable assurance that they will be received and that the Group will comply with the conditions attaching to them. Grants that compensate the Group for expenses incurred are recognised as revenue in profit or loss on a systematic basis in the same periods in which the expenses are incurred. Grants that compensate the Group for the cost of an asset are deducted from the carrying amount of the asset and consequently are effectively recognised in profit or loss over the useful life of the asset by way of reduced depreciation expense.

2. 主要會計政策(續)

(x) 外幣換算

年內的外幣交易按交易日的滙率換算。以外幣計值之貨幣資產及負債則按報告期末之滙率換算。滙兌盈虧於損益中確認。

以外幣按歷史成本計算之非貨幣資產及負債使用交易日之滙率換算。以外幣計值且以公允價值列示之非貨幣資產及負債，則按該公允價值釐定日期之匯率進行換算。

(y) 借款成本

凡直接與購置、興建或產生某項資產(該資產必須經過頗長時間籌備以作擬定用途或出售)有關之借款成本，均資本化為該資產之部分成本。其他借款成本均於其產生期間列為開支。

屬於合資格資產成本一部分的借款成本於該資產開支產生、借款成本產生及使資產投入擬定用途或銷售所必須的準備工作進行期間開始資本化。於使合資格資產投入擬定用途或銷售所必須的絕大部分準備工作中止或完成時，借款成本便會暫停或停止資本化。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(x) Translation of foreign currencies

Foreign currency transactions during the year are translated at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at the end of the reporting period. Exchange gains and losses are recognised in profit or loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates ruling at the transaction dates. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was determined.

(y) Borrowings costs

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of that asset. Other borrowing costs are expensed in the period in which they are incurred.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or complete.

2. 主要會計政策(續)

(z) 關聯方

就該等財務報表而言，倘符合以下條件，則視為本集團的關聯方：

(i) 能夠通過一家或多家中間公司直接或間接控制本集團或對本集團財務及經營決策發揮重大影響力，或共同控制本集團之人士；

(ii) 與本集團受共同控制之人士；

(iii) 為本集團之聯營公司或本集團作為合營者之合營企業；

(iv) 為本集團或本集團母公司之主要管理人員，或該等個別人士之近親家族成員或受該等個別人士控制或共同控制或可對其發揮重大影響之企業；

(v) 上文(i)所述之人士之近親家族成員或受該等個別人士控制或共同控制或對其發揮影響之企業；或

(vi) 為屬於本集團僱員福利之退休福利計劃，或任何作為本集團關連人士之企業。

個別人士之近親家族成員指相關個別人士於處理企業事務時預期可影響或受其影響之家族成員。

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(z) Related parties

For the purposes of these financial statements, a party is considered to be related to the Group if:

(i) the party has the ability, directly or indirectly through one or more intermediaries, to control the Group or exercise significant influence over the Group in making financial and operating policy decisions, or has joint control over the Group;

(ii) the Group and the party are subject to common control;

(iii) the party is an associate of the Group or a joint venture in which the Group is a venturer;

(iv) the party is a member of key management personnel of the Group or the Group's parent, or a close family member of such an individual, or is an entity under the control, joint control or significant influence of such individuals;

(v) the party is a close family member of a party referred to in (i) or is an entity under the control, joint control or significant influence of such individuals; or

(vi) the party is a post-employment benefit plan which is for the benefit of employees of the Group or of any entity that is a related party of the Group.

Close family members of an individual are those family members who may be expected to influence, or be influenced by, that individual in their dealings with the entity.

2. 主要會計政策(續)

(aa) 分部報告

經營分部及財務報表中所報告的各分部項目的數額，與定期提供予本集團最高行政管理人員以對本集團各類業務及各經營地區進行資源分配及表現評估的財務資料一致。

個別重大的經營分部不予合併計算以供財務報告之用，但倘若該等經營分部具有相似的經濟特徵，且在產品及服務性質、生產工序性質、客戶類別或階層、分銷產品或提供服務所採用的方法以及監管環境的性質等方面相似，則作別論。倘若個別不重大的經營分部符合以上大部分標準，則可能合併計算。

3. 會計政策變動

香港會計師公會已頒佈兩項經修訂香港財務報告準則、多項香港財務報告準則修訂及兩項新詮釋，於本集團及本公司當前會計期間首次生效。其中，以下變動與本集團之財務報表相關：

- 香港財務報告準則第3號(二零零八年經修訂)「*業務合併*」
- 香港會計準則第27號「*綜合及獨立財務報表*」之修訂
- 香港會計準則第39號「*財務工具：確認與計量－合資格對沖項目*」之修訂
- 2009年之香港財務報告準則之改善
- 香港(詮釋)第5號「*財務報表之呈列－借款人對包含按要求償還條款之定期貸款之分類*」

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

(aa) Segment reporting

Operating segments, and the amounts of each segment item reported in the financial statements, are identified from the financial information provided regularly to the Group's most senior executive management for the purposes of allocating resources to, and assessing the performance of, the Group's various lines of business and geographical locations.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the nature of production processes, the type or class of customers, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

3. CHANGES IN ACCOUNTING POLICIES

The HKICPA has issued two revised HKFRSs, a number of amendments to HKFRSs and two 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:

- HKFRS 3 (revised 2008), "*B ı-e ı ı fı Ɓ a-ı-ı*"
- Amendments to HKAS 27, "*C ı-ı ı ‹ a e a ı e a a e - a ſ a a r ı . a e e - . ı*"
- Amendment to HKAS 39, "*E a ſ a a r - ı . e - . ı : R e ſ ı - - - ı - a e a ı e e - . e ‹ - Ɓ e e e - e ı*"
- Improvement to HKFRSs (2009)
- Hong Kong Interpretation 5 ("HK Int 5"), "*P e ı e - . a - ı - ı - - a ſ a a r ı . a e e - . ı C ‹ a ı ı - ſ a a - ı - Ɓ . e Ɓ ı e ı - a . e ' ı a . a ſ ı - . a ı a e a e - . ı - e a ſ a r a ı e*"

3. 會計政策變動(續)

本集團並無採納於本會計期間仍未生效之任何新準則或註釋(參見附註42),惟下文之香港會計準則第24號(經修訂)「關聯方披露」除外:

本集團已提早採納香港會計準則第24號(經修訂)第25至27段有關政府相關企業之部分披露豁免。符合香港會計準則第24號(經修訂)定義的政府相關企業,其與對政府擁有控制權、共同控制權或重大影響力之企業,以及與該企業受同一政府控制、共同控制或重大影響之另一企業之間的若干交易與未償還結餘(包括承擔),可豁免遵守部分詳細披露要求。

香港會計準則第39號之修訂對本集團之財務報表並無重大影響,此乃由於該修訂之要求與本集團已採納之政策一致。其他改進已導致會計政策變動,但未有對本期間或可資比較期間造成重大影響,原因如下:

- 對香港財務報告準則第3號及香港會計準則第27號的大部分修訂尚未對本集團財務報表構成重大影響,因為該等變動將於本集團訂立有關交易(例如,業務合併或出售附屬公司)時首次生效,且無需重列過往該等交易所錄得金額。

- 香港財務報告準則第3號(有關確認被收購方遞延稅項資產)及香港會計準則第27號(有關將超出股本權益之虧損分配至非控股權益(前稱少數股東權益))之修訂概不構成任何重大影響,因為這些修訂無須重列以往期間所錄得金額,且本期間並無產生任何有關遞延稅項資產或虧損。

3. CHANGES IN ACCOUNTING POLICIES (continued)

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period (see note 42), except for HKAS 24 (Revised), "Related Party Disclosures" as follows:

The Group has early adopted paragraphs 25 to 27 of HKAS 24 (Revised) in respect of partial exemption from certain disclosure requirements for government-related entities. A government-related entity as defined in HKAS 24 (Revised) is exempt from some of the detailed disclosure requirements in relation to certain transactions and outstanding balances (including commitments) between the entity and a government that has control, joint control or significant influence over the entity; and between the entity and another entity over which the same government has control, joint control or significant influence.

The amendment to HKAS 39 has had no material impact on the Group's financial statements as the amendment's conclusions were consistent with policies already adopted by the Group. The other developments resulted in changes in accounting policy but none of these changes in policy have a material impact on the current or comparative periods, for the following reasons:

- The impact of the majority of the revisions to HKFRS 3 and HKAS 27 have not yet had a material effect on the Group's financial statements as these changes will first be effective as and when the Group enters into a relevant transaction (for example, a business combination or a disposal of a subsidiary) and there is no requirement to restate the amounts recorded in respect of previous such transactions.

- The impact of the amendments to HKFRS 3 (in respect of recognition of acquiree's deferred tax assets) and HKAS 27 (in respect of allocation of losses to non-controlling interests (previously known as minority interests) in excess of their equity interest) have had no material impact as there is no requirement to restate amounts recorded in previous periods and no such deferred tax assets or losses arose in the current period.

3. 會計政策變動(續)

有關該等會計政策變動的進一步詳情如下：

- 於採納香港財務報告準則第3號(二零零八年經修訂)後，於二零一零年一月一日或以後進行之所有業務合併將根據香港財務報告準則第3號(二零零八年經修訂)所載之新規定及詳細指引予以確認，其中包括以下會計政策變動：

  — 本集團因業務合併產生之交易成本，如中介人佣金、法律費用、盡職審查費以及其他專業及顧問費，將於產生時確認為費用，而先前該等費用均列作業務合併成本之一部分，從而影響已確認商譽金額。

  — 本集團如在獲得控制權前已持有被收購方的權益，這些權益將被視為於獲得控制權當日以公允值被出售及回購。以往，採用分段收購方法下商譽是由每階段收購累計而成。

  — 或有代價將按收購日之公允價值計量。與於收購日已經存在的事實和情況無關的或然代價計量之後續變更將會於損益中確認。以往，該等變更被確認為業務合併成本的調整，並因此對所確認的商譽造成影響。

3. CHANGES IN ACCOUNTING POLICIES (continued)

Further details of these changes in accounting policy are as follows:

- As a result of the adoption of HKFRS 3 (revised 2008), any business combination acquired on or after 1 January 2010 will be recognised in accordance with the new requirements and detailed guidance contained in HKFRS 3 (revised 2008). These include the following changes in accounting policies:

  – Transaction costs that the Group incurs in connection with a business combination, such as finder's fees, legal fees, due diligence fees, and other professional and consulting fees, will be expensed as incurred, whereas previously they were accounted for as part of the cost of the business combination and therefore impacted the amount of goodwill recognised.

  – If the Group holds interests in the acquiree immediately prior to obtaining control, these interests will be treated as if disposed of and re-a*Xwould havesed 2008)TcXiese beenXpwliTwX3.9(by178 TcX w

3. 會計政策變動(續)

— 倘於收購日期被收購方有累計稅項虧損或其他暫時性可扣稅差額，且未有符合遞延稅項資產之確認標準，則其後該等資產將於損益賬內確認，而非像以往確認為商譽之調整。

— 除根據本集團現行政策以非控股權益(前稱「少數股東權益」)所佔的被收購方之可予識別資產淨額去計量非控股權益於被收購方的權益外，未來本集團可按個別交易情況選擇以公允值計量非控股權益。

根據香港財務報告準則第3號(二零零八年經修訂)的過渡性條文，該等新會計政策將預先應用於當前或未來期間進行的任何業務合併。有關確認遞延稅項資產變動的新政策亦將預先應用於在以往業務合併中所收購的累計稅項虧損及其他暫時性可扣稅差異。本集團並無調整在業務合併(其收購日期在採用這項經修訂的準則之前)中所產生的資產與負債的賬面值。

3. CHANGES IN ACCOUNTING POLICIES (continued)

– If the acquiree has accumulated tax losses or other temporary deductible differences and these fail to meet the recognition criteria for deferred tax assets at the date of acquisition, then any subsequent recognition of these assets will be recognised in profit or loss, rather than as an adjustment to goodwill as was previously the policy.

– In addition to the Group's existing policy of measuring the non-controlling interests (previously known as the "minority interests") in the acquiree at the non-controlling interest's proportionate share of the acquiree's net identifiable assets, in future the Group may elect, on a transaction by transaction basis, to measure the non-controlling interest at fair value.

In accordance with the transitional provisions in HKFRS 3 (revised 2008), these new accounting policies will be applied prospectively to any business combinations in the current or future periods. The new policy in respect of recognition in the movement of deferred tax assets will also be applied prospectively to accumulated tax losses and other temporary deductible differences acquired in previous business combinations. No adjustments have been made to the carrying values of assets and liabilities that arose from business combinations whose acquisition dates preceded the application of this revised standard.

3. 會計政策變動(續)

- 由於採納香港會計準則第27號(二零零八年經修訂)，本集團將於二零一零年一月一日起應用以下政策變動：

  — 倘本集團收購非全資附屬公司之額外權益，該交易將列作與身為擁有人之權益股東(非控股權益)之交易，因此並無商譽將會因該等交易而予以確認。同樣地，倘本集團出售其於附屬公司之部分權益但仍保留控制權，則該交易亦將列作與身為擁有人之權益股東(非控股權益)之交易，因此並無損益將會因該等交易而予以確認。本集團以往將有關交易分別列作遞進交易及部分出售處理。

  — 倘本集團失去某間附屬公司之控制權，該交易將列作出售該附屬公司之全部權益，而本集團保留之任何餘下權益按公允價值贖回。此外，由於採納香港財務報告準則第5號之修訂，倘於報告期末結本集團有意出售某間附屬公司之控股權益，則於該附屬公司之全部權益將分類為持作出售(假設符合香港財務報告準則第5號之持作出售標準)，而不論本集團將於出售後仍然持有多少該附屬公司權益。以往，該等交易視作部分出售。

  根據香港會計準則第27號的過渡性條文，該等新會計政策將預先應用於當前或未來期間進行的交易，以往期間則不再重列。

3. CHANGES IN ACCOUNTING POLICIES (continued)

- As a result of the adoption of HKAS 27 (amended 2008), the following changes in policies will be applied as from 1 January 2010:

  – If the Group acquires an additional interest in a non-wholly owned subsidiary, the transaction will be accounted for as a transaction with equity shareholders (the non-controlling interests) in their capacity as owners and therefore no goodwill will be recognised as a result of such transactions. Similarly, if the Group disposes of part of its interest in a subsidiary but still retains control, this transaction will also be accounted for as a transaction with equity shareholders (the non-controlling interests) in their capacity as owners and therefore no profit or loss will be recognised as a result of such transactions. Previously the Group treated such transactions as step-up transactions and partial disposals, respectively.

  – If the Group loses control of a subsidiary, the transaction will be accounted for as a disposal of the entire interest in that subsidiary, with any remaining interest retained by the Group being recognised at fair value as if reacquired. In addition, as a result of the adoption of the amendment to HKFRS 5, if at the end of the reporting period the Group has the intention to dispose of a controlling interest in a subsidiary, the entire interest in that subsidiary will be classified as held for sale (assuming that the held for sale criteria in HKFRS 5 are met) irrespective of the extent to which the Group will retain an interest. Previously such transactions were treated as partial disposals.

  In accordance with the transitional provisions in HKAS 27, these new accounting policies will be applied prospectively to transactions in current or future periods and therefore previous periods have not been restated.

3. 會計政策變動(續)

- 為符合上述香港財務報告準則第3號及香港會計準則第27號之修訂，以及基於香港會計準則第28號「於聯營公司的投資」之修訂，本集團將於二零一零年一月一日起採用以下政策：

  — 倘本集團於緊接獲得重大影響力之前持有被收購方之權益，則該等權益將視作猶如按獲得重大影響力日期之公允價值出售及重新收購。以往，會應用分段收購方法，據此商譽猶如於每個收購階段累積計算。

  — 倘本集團失去重大影響力，有關交易將以出售在該投資對象的全部權益入賬，而任何剩餘權益則按公允價值贖回。以往，有關交易視作部分出售。

  為符合香港財務報告準則第3號及香港會計準則第27號的過渡性條文，該等新會計政策將預先應用於當前或未來期間進行的交易，因此，以往期間未予重列。

3. CHANGES IN ACCOUNTING POLICIES (continued)

- In order to be consistent with the above amendments to HKFRS 3 and HKAS 27, and as a result of amendments to HKAS 28 "[illegible]", the following policies will be applied as from 1 January 2010:

  – If the Group holds interests in the acquiree immediately prior to obtaining significant influence, these interests will be treated as if disposed of and reacquired at fair value on the date of obtaining significant influence. Previously, the step-up approach would have been applied, whereby goodwill was computed as if accumulated at each stage of the acquisition.

  – If the Group loses significant influence, the transaction will be accounted for as a disposal of the entire interest in that investee, with any remaining interest being recognised at fair value as if reacquired. Previously such transactions were treated as partial disposals.

  Consistent with the transitional provisions in HKFRS 3 and HKAS 27, these new accounting policies will be applied prospectively to transactions in current or future periods and therefore previous periods have not been restated.

3. 會計政策變動(續)

與本集團財務報表相關的其他會計政策變動，載列如下：

- 由於香港會計準則第27號修訂，自二零一零年一月一日起，非全資附屬公司產生之任何虧損將按於該企業所佔之權益比例，於控股權益與非控股權益之間分配，即使此會導致於綜合權益內非控股權益應佔之虧絀結餘。以往，倘虧損分配至非控股權益導致虧絀結餘，該等虧損僅當非控股權益有約束力責任彌補該等虧損時方會分配至非控股權益。根據香港會計準則第27號之過渡條文，該新會計政策乃預先應用，因此以往期間未予重列。

- 作為二零零九年所頒佈「香港財務報告準則之改進」之部分，香港會計準則第17號「租賃」已就租賃土地之分類作出修訂。香港會計準則第17號修訂前，本集團須將租賃土地分類為經營租賃，及在綜合財務狀況表內將租賃土地列為預付土地租賃款。香港會計準則第17號之修訂已將有關規定刪除。該修訂要求租賃土地應按香港會計準則第17號所列之一般原則分類，即按租賃資產所有權之所有風險及回報是否已大致上轉至承租人為基準。

3. CHANGES IN ACCOUNTING POLICIES (continued)

Other changes in accounting policies which are relevant to the Group's financial statements are as follows:

- As a result of the amendments to HKAS 27, as from 1 January 2010 any losses incurred by a non-wholly owned subsidiary will be allocated between the controlling and non-controlling interests in proportion to their interests in that entity, even if this results in a deficit balance within consolidated equity being attributed to the non-controlling interests. Previously, if the allocation of losses to the non-controlling interests would have resulted in a deficit balance, the losses were only allocated to the non-controlling interests if the non-controlling interests were under a binding obligation to make good the losses. In accordance with the transitional provisions in HKAS 27, this new accounting policy is being applied prospectively and therefore previous periods have not been restated.

- As part of "*I , e e- ·, ·, HKFRS,*" issued in 2009, HKAS 17, "*Le a,e,*" has been amended in relation to the classification of leasehold land. Before the amendments to HKAS 17, the Group was required to classify leasehold land as operating leases and to present leasehold land as prepaid lease payments in the consolidated statement of financial position. The amendments to HKAS 17 have removed such a requirement. The amendments require that the classification of leasehold land should be based on the general principles set out in HKAS 17, that is, whether or not substantially all the risks and rewards incidental to ownership of a leased asset have been transferred to the lessee.

3. 會計政策變動(續)

由於本集團於本年度及以往年度並無可分類為融資租賃之租賃土地，應用香港會計準則第17號之修訂並未對本集團本年度及以往年度的申報金額產生任何影響。

- 香港(詮釋)第5號「財務報表之呈列－借款人對包含按要求償還條款之定期貸款之分類」(「香港詮釋第5號」)澄清借款人應將含有賦予放款人無條件權利隨時要求還款的條款(「按要求償還條款」)的定期貸款分類為流動負債。本集團已於本年度首次應用香港詮釋第5號。香港詮釋第5號須追溯應用。

為符合香港詮釋第5號所載之規定，本集團已變更分類具有按要求償還條款的定期貸款的會計政策。過往，有關定期貸款的分類乃根據載於貸款協議的議定預定還款日期釐定。根據香港詮釋第5號，具有按要求償還條款的定期貸款乃分類為流動負債。

由於本集團年內並無涉及此類定期貸款，應用香港詮釋第5號並未對本集團本年度及以往年度申報之財務狀況或損益產生任何影響。

3. CHANGES IN ACCOUNTING POLICIES (continued)

The application of the amendments to HKAS 17 has had no impact on the amounts reported in current and prior years as the Group has no leasehold land that qualifies for finance lease classification in current and prior years.

- Hong Kong Interpretation 5, "*Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause*" ("HK Int 5") clarifies that term loans that include a clause that gives the lender the unconditional right to call the loans at any time ("repayment on demand clause") should be classified by the borrower as current liabilities. The Group has applied HK Int 5 for the first time in the current year. HK Int 5 requires retrospective application.

In order to comply with the requirements set out in HK Int 5, the Group has changed its accounting policy on classification of term loans with a repayment on demand clause. In the past, the classification of such term loans were determined based on the agreed scheduled repayment dates set out in the loan agreements. Under HK Int 5, term loans with a repayment on demand clause are classified as current liabilities.

The application of HK Int 5 has had no impact on the reported financial position or profit or loss for the current and prior years as the Group did not have such kind of term loans at the end of the reporting period.

4. 收入

收入(即本集團營業額)指本集團於年內將產品售予客戶及為其提供服務之已收及應收金額在扣除稅項及退貨後之淨額，本集團年內之收入分析如下：

4. REVENUE

Revenue, which is also the Group's turnover, represents the amounts received and receivable for goods sold and services rendered by the Group to customers during the year, net of taxes and sales returns, and an analysis of the Group's revenue for the year as follows:

		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
銷售貨品	Sales of goods	**21,116,828**	20,741,812
建造合同收入	Revenue from construction contracts	**7,691,199**	7,629,850
出售物業所得款總額	Gross proceeds from sales of properties	**–**	202,628
投資物業租金總收入	Gross rental income from investment properties	**–**	40,801
提供服務收入	Revenue from services rendered	**7,516**	14,431
		28,815,543	28,629,522

截至二零一零年十二月三十一日止年度，概無客戶與本集團進行的交易超過本集團主營業務收入的10%(二零零九年：無)。

For the year ended 31 December 2010, there was no customer with whom transactions have exceeded 10% of the Group's revenue (2009: Nil).

5. 其他收入及淨收入 5. OTHER REVENUE AND NET INCOME

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
其他收入	**Other revenue**		
利息收入	Interest income	**278,138**	266,543
非以公允價值計入損益之金融資產之總利息收入	Total interest income on financial assets not at fair value through profit or loss	**278,138**	266,543
補償收入	Compensation income	**60,617**	–
非上市權益證券之股息收入	Dividend income from unlisted equity securities	**20**	1,298
中國政府補貼	PRC government subsidy	**334,518**	252,253
其他業務收入	Other income	**29,279**	9,880
		702,572	529,974
其他淨收入／(虧損)	**Other net income/(loss)**		
出售物業、廠房及設備淨收益	Net gain on disposal of property, plant and equipment	**5,877**	7,805
出售投資物業淨收益	Net gain on disposal of investment properties	**550**	510
出售預付土地租賃款淨收益	Net gain on disposal of prepaid lease payments	**–**	8,437
廢料等銷售淨(虧損)／溢利	Net (loss)/profit from sale of scrap materials and others	**(9,584)**	20,522
出售附屬公司收益(附註36)	Gain on disposal of subsidiaries (note 36)	**150,349**	–
不合套期條件之衍生金融工具之公允價值收益	Fair value gains on derivative financial instruments not qualifying as hedges	**104,276**	–
物業、廠房及設備減值虧損回撥	Reversal of impairment loss of property, plant and equipment	**1,110**	1,714
交易性證券公允價值變動虧損	Fair value losses on trading securities	**(7,000)**	–
		245,578	38,988
		948,150	568,962

6. 除稅前溢利

除稅前溢利經扣除／(計入)以下各項：

6. PROFIT BEFORE TAXATION

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

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
(a) 財務支出	**(a) Finance costs**		
銀行及其他借款利息支出：	Interest on bank and other borrowings:		
－須於五年內全部償還	– wholly repayable within five years	**126,912**	144,131
－須於五年後全部償還	– not wholly repayable within five years	**18,690**	39,282
非以公允價值計入損益之金融負債之總利息支出	Total interest expenses on financial liabilities not at fair value through profit or loss	**145,602**	183,413
減：於在建工程內資本化之利息支出	Less: interest expense capitalised into construction in progress	**(13,281)**	(3,032)
		132,321	180,381

本年度資本化的借款成本乃由一般借貸項目產生，並以資本化率4.78%(二零零九年：4.86%)轉至合資格資產內。

Borrowing costs capitalised during the year arose on the general borrowing pool and are calculated by applying a capitalisation rate of 4.78% (2009: 4.86%) per annum to expenditure on qualifying assets.

6. 除稅前溢利(續)

6. PROFIT BEFORE TAXATION (continued)

			2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
(b)	員工成本	**(b) Staff costs**		
	員工成本(包括董事及監事薪酬)(附註8)	Staff costs including directors' and supervisors' remuneration (note 8)	**1,324,596**	1,172,907
	退休福利計劃供款	Retirement benefit scheme contributions	**256,978**	229,713
	員工總成本	Total staff costs	**1,581,574**	1,402,620
(c)	其他項目	**(c) Other items**		
	呆賬準備	Allowance for doubtful debts	**558,117**	548,874
	存貨跌價準備	Allowance for inventories	**120,899**	30,776
	無形資產攤銷	Amortisation of intangible assets	**12,993**	22,023
	預付土地租賃款攤銷	Amortisation of prepaid lease payments	**12,058**	10,707
	審計費	Auditors' remuneration	**2,520**	2,500
	存貨成本#	Cost of inventories#	**24,665,786**	23,013,191
	投資物業折舊	Depreciation for investment properties	**181**	16,060
	物業、廠房及設備折舊	Depreciation for property, plant and equipment	**455,844**	374,589
	出售衍生金融工具虧損	Realised loss on disposal of derivative financial instruments	**–**	1,659
	匯兌淨損失	Net foreign exchange loss	**95,830**	700
	無形資產減值虧損	Impairment loss recognised in respect of intangible assets	**3,945**	–
	物業、廠房及設備攤銷	Property, plant and equipment written off	**5,937**	2,300
	研究開發費用	Research and development expenses	**650,239**	463,633

存貨成本包括相關員工成本、折舊及攤銷開支合共人民幣1,360,119,000元(二零零九年：人民幣1,234,581,000元)，該金額亦列入上文各項該等類別之支出或附註6(b)單獨披露之各項總額。

Cost of inventories includes RMB1,360,119,000 (2009: RMB1,234,581,000) relating to staff costs, depreciation and amortisation expenses, which amount is also included in the respective total amounts disclosed separately above or in note 6(b) for each of these types of expenses.

7. 綜合全面收益表之所得稅項

(a) 綜合全面收益表之稅項指：

7. INCOME TAX IN THE CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

(a) Taxation in the consolidated statement of comprehensive income represents:

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
即期稅項	**Current tax**		
中國企業所得稅	PRC enterprise income tax		
—本年度撥備	– provision for the year	**360,907**	239,022
—以前年度多計提	– overprovision in respect of prior years	**(28,934)**	(12,056)
		331,973	226,966
遞延稅項	**Deferred tax**		
暫時性差異產生及撥回（附註15）	Origination and reversal of temporary differences (note 15)	**(59,946)**	(95)
		272,027	226,871

於二零零八年十一月二十一日，本公司被認定為高新技術企業。根據於二零零七年三月十六日頒佈之中國企業所得稅法，本公司由二零零八年一月一日起之三年內享受15%的優惠稅率。

On 21 November 2008, the Company was named as one of the High and New Technical Enterprise (高新技術企業). According to the PRC Law on Enterprise Income Tax promulgated on 16 March 2007, the Company is entitled to a concessionary rate of enterprise income tax at 15% over 3 years, beginning on 1 January 2008.

本集團除某些附屬公司享受15%之稅率繳付企業所得稅以外，位於中國的其他附屬公司須就其應課稅溢利按稅率25%(二零零九年：25%)繳納中國企業所得稅。

Except for certain subsidiaries which are subject to an enterprise income tax rate of 15%, other subsidiaries located in the PRC are subject to the PRC enterprise income tax at a rate of 25% (2009: 25%) on its assessable profits.

7. 綜合全面收益表之所得稅項(續)

(b) 按適用稅率計算之稅項支出及會計溢利之對賬如下：

7. INCOME TAX IN THE CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (continued)

(b) Reconciliation between tax expense and accounting profit at applicable tax rates:

		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
除稅前溢利	Profit before taxation	**1,409,921**	984,512
按適用稅率計算之稅項	Tax at applicable tax rate	**172,500**	112,703
應佔聯營公司業績對稅務的影響	Tax effect of share of results of associates	**(3,665)**	(5,215)
不須課稅收入對稅務的影響	Tax effect of non-taxable income	**(80,027)**	(30,718)
不可扣稅支出對稅務的影響	Tax effect of non-deductible expenses	**158,044**	98,333
一家中國附屬公司獲稅務豁免的影響	Effect of tax exemptions granted to a PRC subsidiary	**–**	(39,962)
使用以前年度未確認稅項虧損的影響	Utilisation of tax losses not previously recognised	**(24,815)**	(3,744)
未確認稅項虧損對稅務的影響	Tax effect of tax losses not recognised	**78,924**	107,530
以前年度多計提	Over-provision in respect of prior years	**(28,934)**	(12,056)
實際稅項支出	Actual tax expense	**272,027**	226,871

(c) 根據國家稅務總局二零零八年十一月六日發佈之國稅函[2008]第897號《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》，中國居民企業向境外H股非居民企業股東派發二零零八年或以後年度股息時，應按10%的稅率代扣代繳企業所得稅。據此，本公司派付二零零八年或以後年度股息時，將按10%的稅率代扣代繳企業所得稅。

(c) According to Circular Guoshuihan [2008] No. 897 "Notice on the issue about withholding Corporate Income Tax on the dividends paid by Chinese resident enterprises to overseas non-resident enterprises H-share holders" issued by State Administration of Taxation on 6 November 2008, where a Chinese resident enterprise pays dividends for the year of 2008 or any year thereafter to its H-share holders which are overseas non-resident enterprises, it shall withhold the enterprise income tax on the basis of 10% of the dividends. In accordance with this circular, the Company would withhold the enterprise income tax with tax rate of a 10% when it pays dividends for the year of 2008 or any year thereafter to its overseas non-resident enterprise H-shares holders.

8. 董事及監事薪酬

根據《香港聯合交易所有限公司證券上市規則》(「上市規則」)及香港公司條例第161條披露之本年度董事及監事薪酬如下：

8. DIRECTORS' AND SUPERVISORS' REMUNERATION

Directors' and supervisors' remuneration for the year, disclosed pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and Section 161 of the Hong Kong Companies Ordinance, is as follows:

		酬金 **Fees** 人民幣千元 **RMB'000**	工資與其他福利費 **Salaries and other benefits** 人民幣千元 **RMB'000**	退休福利計劃供款 **Contributions to retirement benefits schemes** 人民幣千元 **RMB'000**	總額 **Total** 人民幣千元 **RMB'000**
二零一零年	**2010**				
執行董事	**Executive directors**				
宮晶堃先生	Mr. Gong Jing-kun	–	–	–	–
鄒磊先生	Mr. Zou Lei	–	–	–	–
段洪義先生	Mr. Duan Hong-yi	–	–	–	–
商中福先生	Mr. Shang Zhong-fu	–	**467**	**16**	**483**
吳偉章先生	Mr. Wu Wei-zhang	–	**561**	**16**	**577**
		–	**1,028**	**32**	**1,060**
獨立非執行董事	**Independent non-executive directors**				
孫昌基先生	Mr. Sun Chang-ji	–	–	–	–
李荷君女士	Ms. Li He-jun	–	–	–	–
于渤先生	Mr. Yu Bo	–	–	–	–
賈成炳先生	Mr. Jia Cheng-bing	–	–	–	–
劉登清先生	Mr. Liu Deng-qing	–	–	–	–
		–	–	–	–
監事	**Supervisors**				
陳光先生	Mr. Chen Guang	–	**172**	**16**	**188**
王志森先生	Mr. Wang Zhi-sen	–	–	–	–
高旭光先生	Mr. Gao Xu-guang	–	**148**	**16**	**164**
盧春蓮女士	Ms. Lu Chun-lian	–	**258**	**16**	**274**
徐二明先生	Mr. Xu-Er-ming	–	–	–	–
		–	**578**	**48**	**626**
		–	**1,606**	**80**	**1,686**

8. 董事及監事薪酬(續)

8. DIRECTORS' AND SUPERVISORS' REMUNERATION (continued)

		酬金 Fees 人民幣千元 RMB'000	工資與其他福利費 Salaries and other benefits 人民幣千元 RMB'000	退休福利計劃供款 Contributions to retirement benefits schemes 人民幣千元 RMB'000	總額 Total 人民幣千元 RMB'000
二零零九年	**2009**				
執行董事	**Executive directors**				
宮晶堃先生	Mr. Gong Jing-kun	–	–	–	–
鄒磊先生	Mr. Zou Lei	–	–	–	–
段洪義先生	Mr. Duan Hong-yi	–	–	–	–
商中福先生	Mr. Shang Zhong-fu	–	464	14	478
吳偉章先生	Mr. Wu Wei-zhang	–	519	14	533
		–	983	28	1,011
獨立非執行董事	**Independent non-executive directors**				
孫昌基先生	Mr. Sun Chang-ji	–	–	–	–
李荷君女士	Ms. Li He-jun	–	–	–	–
于渤先生	Mr. Yu Bo	–	–	–	–
賈成炳先生	Mr. Jia Cheng-bing	–	–	–	–
劉登清先生	Mr. Liu Deng-qing	–	–	–	–
		–	–	–	–
監事	**Supervisors**				
陳光先生	Mr. Chen Guang	–	151	14	165
王志森先生	Mr. Wang Zhi-sen	–	–	–	–
高旭光先生	Mr. Gao Xu-guang	–	129	14	143
盧春蓮女士	Ms. Lu Chun-lian	–	234	14	248
徐二明先生	Mr. Xu-Er-ming	–	–	–	–
		–	514	42	556
		–	1,497	70	1,567

8. 董事及監事薪酬(續)

本年度，概無董事或監事放棄或同意放棄任何薪酬，本集團並無向本公司董事或監事支付薪酬，作為彼等加入或加盟本集團之獎勵或作為離職補償。

這兩年內概無個別董事薪酬超過1,000,000港元。

5名最高薪酬人士中，其中2名(二零零九年：5名)亦為本公司的董事或監事，彼等的薪酬如上披露。其餘3名(二零零九年：無)人士的薪酬總額如下：

8. DIRECTORS' AND SUPERVISORS' REMUNERATION (continued)

During the year, no director or supervisor waived or agreed to waive any emolument and no emoluments were paid by the Group to the directors or supervisors of the Company as an inducement to join or upon joining the Group or as compensation for loss of office.

None of the directors had remuneration of more than HK$1,000,000 for any of both years.

Of the 5 individuals with the highest emoluments, 2 (2009: 5) are also directors or supervisors of the Company whose emoluments are disclosed above. The aggregate of the emoluments in respect of the remaining 3 (2009: Nil) individuals are as follows:

		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
工資與其他福利費	Salaries and other benefits	**1,401**	–
退休福利計劃供款	Contributions to retirement benefit schemes	**48**	–
		1,449	–

本年度最高薪酬的3名(二零零九年：無)人士的薪酬範圍列舉如下：

The emoluments of the 3 (2009: Nil) individuals with the highest emoluments are within the following bands:

		2010	2009
0港元至1,000,000港元	HK$Nil – HK$1,000,000	**3**	–

9. 每股盈利

(a) 基本每股盈利

基本每股盈利乃按本年度本公司普通股份持有人應佔溢利約人民幣1,024,498,000元(二零零九年：人民幣606,206,000元)及已發行加權平均股份數1,376,806,000股(二零零九年：1,376,806,000股)計算。

(b) 攤薄每股盈利

截至二零一零年十二月三十一日及二零零九年十二月三十一日止的兩個年度，概無已發行潛在攤薄的普通股，攤薄每股盈利與基本每股盈利相同。

9. EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of the basic earnings per share is based on the profit attributable to ordinary equity shareholders of the Company of approximately RMB1,024,498,000 (2009: RMB606,206,000) and on the weighted average number of ordinary shares of 1,376,806,000 (2009: 1,376,806,000) in issue during the year.

(b) Diluted earnings per share

There were no dilutive potential ordinary shares in issue during the years ended 31 December 2010 and 2009, and diluted earnings per share is the same as basic earnings per share.

10. 分部報告

本集團按產品及服務部門劃分管理其業務。根據本集團主要營運決策者，即本公司董事，呈報以作出資源分配及業績表現評估一致之內部報告的呈報方式，本集團按以下五個可報告分部作出呈報。本集團並無將任何經營分部合計以構成以下任何可報告分部。

- 火電主機設備 — 製造火電主機設備
- 水電主機設備 — 製造水電主機設備
- 電站工程服務 — 提供電站工程建設服務
- 電站輔機和配套設備 — 製造電站輔機和配套設備
- 交直流電機及其他 — 製造交直流電機及其他

10. SEGMENT REPORTING

The Group manages its businesses by divisions, which are organised by a mixture of both business lines (products and services). In a manner consistent with the way in which information is reported internally to the directors of the Company, the Group's chief operating decision maker, for the purposes of resource allocation and performance assessment, the Group has presented the following five reportable segments. No operating segments have been aggregated to form the following reportable segments.

- Main thermal power equipment – manufacturing of main thermal power equipment.
- Main hydro power equipment – manufacturing of main hydro power equipment.
- Engineering services for power stations – provision of engineering services for power stations.
- Ancillary equipment for power stations – manufacturing of ancillary equipment for power stations.
- AC/DC motors and others – manufacturing of AC/DC motor and others.

10. 分部報告(續)

(a) 分部業績、資產及負債

就評估分部表現及分部間分配資源而言，本集團董事按以下基準監控各可報告分部之業績、資產及負債：

分部資產包括所有有形、無形資產及流動資產，惟於聯營公司之權益、待銷售性投資、交易性證券、衍生金融工具、遞延稅項資產及其他企業資產之權益除外。分部負債包括個別分部進行生產及銷售活動所產生之應付賬款、應計款項及其他應付款、應計費用及已收按金，以及由分部直接管理之借款。

分配至有關分部之收入及開支乃參考可報告分部之銷售及開支或各分部資產產生之折舊或攤銷。

分部溢利為「經調整經營溢利／(虧損)」。「經調整經營溢利／(虧損)」乃本集團之溢利／(虧損)經調整並非指定屬於個別分部之項目，如應佔聯營公司業績、董事及核數師酬金以及其他總部或企業行政成本。稅項支出不愍？祫　骨柫紉企煥猝Ｄ業　諮姅叟蛸鉉甥戊氬〞Ｑ趕曄磨骸澞穀玉涸香鼙蹣祀

報 告 分 部 之 咬 虻 昱 藻 肱 附 註

10. 分部報告(續)

(a) 分部業績、資產及負債(續)

就截至二零一零年十二月三十一日及二零零九年十二月三十一日止的兩個年度向本集團董事提供有關本集團可報告分部之資料以作為資源分配及評估業績表現如下。

二零一零年

10. SEGMENT REPORTING (continued)

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

Information regarding the Group's reportable segments as provided to the Group's directors for the purposes of resource allocation and assessment of segment performance for the years ended 31 December 2010 and 2009 is set out below.

2010

		火電主機設備 **Main thermal power equipment** 人民幣千元 **RMB'000**	水電主機設備 **Main hydro power equipment** 人民幣千元 **RMB'000**	電站工程服務 **Engineering services for power stations** 人民幣千元 **RMB'000**	電站輔機和配套設備 **Ancillary equipment for power stations** 人民幣千元 **RMB'000**	交直流電機及其他 **AC/DC motors and others** 人民幣千元 **RMB'000**	總計 **Total** 人民幣千元 **RMB'000**
來自外部客戶之收入	Revenue from external customers	**17,984,152**	**2,362,495**	**5,060,211**	**919,028**	**2,489,657**	**28,815,543**
分部間收入	Inter-segment revenue	**3,655,382**	**–**	**–**	**–**	**–**	**3,655,382**
可報告分部收入	Reportable segment revenue	**21,639,534**	**2,362,495**	**5,060,211**	**919,028**	**2,489,657**	**32,470,925**
可報告分部溢利	**Reportable segment profit**	**2,534,295**	**596,378**	**170,478**	**307,563**	**541,043**	**4,149,757**
物業、廠房及設備折舊	Depreciation for property, plant and equipment	**314,336**	**66,856**	**11,904**	**8,933**	**53,815**	**455,844**
投資物業折舊	Depreciation for investment properties	**–**	**–**	**–**	**–**	**181**	**181**
無形資產攤銷	Amortisation of intangible assets	**11,038**	**271**	**–**	**568**	**1,116**	**12,993**
預付土地租賃款攤銷	Amortisation of prepaid lease payments	**7,097**	**1,612**	**41**	**234**	**3,074**	**12,058**
呆賬準備	Allowance for doubtful debts	**441,736**	**40,375**	**(1,079)**	**18,546**	**58,539**	**558,117**
無形資產減值虧損	Impairment loss of intangible assets	**–**	**–**	**–**	**–**	**3,945**	**3,945**
可報告分部資產	**Reportable segment assets**	**25,458,150**	**3,031,678**	**3,853,640**	**969,260**	**3,739,975**	**37,052,703**
本年度非流動分部資產增加	Additions to non-current segment assets during the year	**638,313**	**80,816**	**31,797**	**12,808**	**309,341**	**1,073,075**
可報告分部負債	**Reportable segment liabilities**	**26,382,460**	**2,955,454**	**3,803,714**	**1,060,681**	**2,620,820**	**36,823,129**

10. 分部報告(續)

(a) 分部業績、資產及負債(續)

二零零九年

10. SEGMENT REPORTING (continued)

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

2009

		火電主機設備 Main thermal power equipment 人民幣千元 RMB'000	水電主機設備 Main hydro power equipment 人民幣千元 RMB'000	電站工程服務 Engineering services for power stations 人民幣千元 RMB'000	電站輔機和配套設備 Ancillary equipment for power stations 人民幣千元 RMB'000	交直流電機及其他 AC/DC motors and others 人民幣千元 RMB'000	總計 Total 人民幣千元 RMB'000
來自外部客戶之收入	Revenue from external customers	19,220,791	1,893,429	4,299,673	1,251,301	1,964,328	28,629,522
分部間收入	Inter-segment revenue	1,736,527	–	–	–	–	1,736,527
可報告分部收入	Reportable segment revenue	20,957,318	1,893,429	4,299,673	1,251,301	1,964,328	30,366,049
可報告分部溢利／(虧損)	**Reportable segment profit/ (loss)**	2,572,874	437,991	(60,962)	316,106	399,498	3,665,507
物業、廠房及設備折舊	Depreciation of property, plant and equipment	271,128	43,687	10,329	13,135	36,310	374,589
投資物業折舊	Depreciation of investment properties	–	–	–	–	16,060	16,060
無形資產攤銷	Amortisation of intangible assets	17,813	218	–	1,288	2,704	22,023
預付土地租賃款攤銷	Amortisation of prepaid lease payments	8,490	1,296	40	385	496	10,707
呆賬準備	Allowances for doubtful debts	390,798	46,730	35,622	22,218	53,506	548,874
可報告分部資產	**Reportable segment assets**	28,354,652	2,438,448	4,576,856	1,498,732	3,133,281	40,001,969
本年度非流動分部資產增加	Additions to non-current segment assets during the year	563,920	99,329	8,094	16,245	171,914	859,502
可報告分部負債	**Reportable segment liabilities**	29,811,273	2,692,148	3,036,218	1,675,755	1,728,146	38,943,540

10. 分部報告(續)

(b) 可報告分部收入、損益與資產及負債之對賬

10. SEGMENT REPORTING (continued)

(b) Reconciliation of reportable segment revenue, profit or loss, assets and liabilities

		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
收入	**Revenue**		
可報告分部收入	Reportable segment revenue	**32,470,925**	30,366,049
對銷分部間收入	Elimination of inter-segment revenue	**(3,655,382)**	(1,736,527)
綜合營業額	Consolidated turnover	**28,815,543**	28,629,522
溢利	**Profit**		
可報告分部溢利	Reportable segment profit	**4,149,757**	3,665,507
財務支出	Finance costs	**(132,321)**	(180,381)
應佔聯營公司業績	Share of results of associates	**25,793**	34,764
未能分攤總部及企業費用	Unallocated head office and corporate expenses	**(2,633,308)**	(2,535,378)
綜合除稅前溢利	Consolidated profit before taxation	**1,409,921**	984,512
資產	**Assets**		
可報告分部資產	Reportable segment assets	**37,052,703**	40,001,969
於聯營公司之權益	Interests in associates	**328,490**	179,079
遞延稅項資產	Deferred tax assets	**193,878**	133,932
衍生金融工具	Derivative financial instruments	**104,276**	–
交易性證券	Trading securities	**1,188,000**	–
待銷售性投資	Available-for-sale investments	**35,941**	27,074
未能分攤總部及企業資產	Unallocated head office and corporate assets	**11,182,929**	12,534,327
綜合總資產	Consolidated total assets	**50,086,217**	52,876,381
負債	**Liabilities**		
可報告分部負債	Reportable segment liabilities	**36,823,129**	38,943,540
應交企業所得稅	Income tax payables	**408,567**	298,577
未能分攤總部及企業負債	Unallocated head office and corporate liabilities	**1,821,327**	3,417,002
綜合總負債	Consolidated total liabilities	**39,053,023**	42,659,119

10. 分部報告(續)

(c) 地區資料

下表載列有關本集團來自外部客戶收入及本集團非流動資產所在地區之資料。本集團客戶所在地區按所提供服務或貨物送達所在地劃分。本集團之非流動資產包括物業、廠房及設備、投資物業、預付土地租賃款及無形資產之所在地區乃基於該資產之物理位置。本集團於聯營公司之權益則為該聯營公司之營運所在地。

10. SEGMENT REPORTING (continued)

(c) Geographical information

The following is an analysis of geographical location of the Group's revenue from external customers and the Group's non-current assets. The geographical location of customers is based on the location at which the services were provided or the goods delivered. The Group's non-current assets, which include property, plant and equipment, investment properties, prepaid lease payments and intangible assets, and exclude financial instruments and deferred tax assets. The geographical location of the Group's non-current assets are based on the physical location of the asset under consideration in case of tangible assets and the location of the operation to which they are allocated, in the case of intangible assets. In the case of interests in associates, it is the location of operations of such associates.

		來自外部客戶之收入 **Revenue from external customers**		非流動資產 **Non-current assets**	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
中國境內(所在地)	PRC (place of domicile)	**23,516,049**	24,303,858	**5,606,321**	5,129,956
中國境外	Overseas	**5,299,494**	4,325,664	**–**	–
		28,815,543	28,629,522	**5,606,321**	5,129,956

11. 投資物業

本集團

11. INVESTMENT PROPERTIES

The Group

		人民幣千元 RMB'000
成本	**Cost**	
於二零零九年一月一日	At 1 January 2009	342,540
出售	Disposals	(7,680)
於二零零九年十二月三十一日	At 31 December 2009	334,860
於二零一零年一月一日	At 1 January 2010	334,860
出售	Disposals	(8,337)
透過出售附屬公司而取消確認（附註36）	Derecognised through disposal of subsidiaries (note 36)	(320,808)
於二零一零年十二月三十一日	**At 31 December 2010**	5,715
累計折舊及減值虧損	**Accumulated depreciation and impairment losses**	
於二零零九年一月一日	At 1 January 2009	71,157
本年度撥備	Charge for the year	16,060
出售時撥回	Written back on disposals	(1,081)
於二零零九年十二月三十一日	At 31 December 2009	86,136
於二零一零年一月一日	At 1 January 2010	86,136
本年度撥備	Charge for the year	181
出售時撥回	Written back on disposals	(1,113)
出售附屬公司時撥回(附註36)	Written back on disposals of subsidiaries (note 36)	(84,480)
於二零一零年十二月三十一日	**At 31 December 2010**	724
賬面淨值	**Net book value**	
於二零一零年十二月三十一日	**At 31 December 2010**	4,991
於二零零九年十二月三十一日	At 31 December 2009	248,724

11. 投資物業(續)

(a) 董事會認為投資物業之賬面值與其公允價值相若。

(b) 投資物業之賬面值分析如下：

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
在中國持有土地：	Land in the PRC:		
中期租約	Medium-term leases	**4,991**	230,729
短期租約	Short-term leases	**–**	17,995
		4,991	248,724

(c) 以經營租賃租出之投資物業

本集團以經營租賃租出投資物業。這些租賃一般初步為期一至五年，並附帶到期日後續期的選擇權，屆時所有條款均可重新商定。沒有任何租賃包括或然租金。

本集團根據不可撤銷經營租賃的將來最低可收租金如下：

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
1年以內	Within 1 year	**115**	45,130
1年以上5年以內	After 1 year but within 5 years	**207**	149,913
5年以上	After 5 years	**–**	270,400
		322	465,443

(d) 投資物業抵押

於二零一零年十二月三十一日，總賬面值人民幣4,227,000元(二零零九年：人民幣170,442,000元)之若干投資物業已抵押作為本集團銀行融資之抵押品，詳情載於附註30。

11. INVESTMENT PROPERTIES (continued)

(a) The directors consider that the carrying amounts of the investment properties approximate their fair value.

(b) The analysis of carrying amount of investment properties is as follows:

(c) Investment properties leased out under operating leases

The Group leases out investment properties under operating leases. The leases typically run for an initial period of 1 to 5 years, with an option to renew the lease after that date at which time all terms are re-negotiated. None of the leases includes contingent rentals.

The Group's future minimum lease payments under non-cancellable operating leases are receivable as follows:

(d) Pledge of investment properties

At 31 December 2010, certain investment properties with a total carrying amount of RMB4,227,000 (2009: RMB170,442,000) were pledged as collateral for the Group's bank borrowings, details of which are set out in note 30.

12. 物業、廠房及設備 / 12. PROPERTY, PLANT AND EQUIPMENT

本集團 / **The Group**

		房屋建築 **Buildings** 人民幣千元 RMB'000	廠房設備及機器 **Plant and machinery** 人民幣千元 RMB'000	傢俬、裝置及設備 **Furniture, fixtures and equipment** 人民幣千元 RMB'000	運輸工具 **Motor vehicles** 人民幣千元 RMB'000	在建工程 **Construction in progress** 人民幣千元 RMB'000	總計 **Total** 人民幣千元 RMB'000
成本	**Cost**						
於二零零九年一月一日	At 1 January 2009	1,418,940	3,332,923	311,742	250,249	1,420,049	6,733,903
添置	Additions	11,232	60,020	31,197	35,527	709,332	847,308
完成時轉撥	Transfer upon completion	377,232	634,204	13,648	12,346	(1,037,430)	–
撇銷	Write-off	(3,423)	(25,673)	(9,250)	(7,369)	–	(45,715)
出售	Disposals	(4,558)	(16,530)	(4,348)	(8,700)	–	(34,136)
於二零零九年十二月三十一日	At 31 December 2009	1,799,423	3,984,944	342,989	282,053	1,091,951	7,501,360
於二零一零年一月一日	At 1 January 2010	1,799,423	3,984,944	342,989	282,053	1,091,951	7,501,360
添置	Additions	34,022	58,130	53,831	18,930	860,514	1,025,427
完成時轉撥	Transfer upon completion	109,176	385,694	20,119	31,956	(546,945)	–
透過出售附屬公司而取消確認（附註36）	Derecognised through disposal of subsidiaries (note 36)	(2,996)	(1,599)	(2,596)	(3,117)	–	(10,308)
出售	Disposals	(1,940)	(51,277)	(11,667)	(12,554)	–	(77,438)
於二零一零年十二月三十一日	**At 31 December 2010**	**1,937,685**	**4,375,892**	**402,676**	**317,268**	**1,405,520**	**8,439,041**
累計折舊及減值虧損	**Accumulated depreciation and impairment loss**						
於二零零九年一月一日	At 1 January 2009	598,632	2,010,153	157,751	160,062	4,468	2,931,066
本年度撥備	Charge for the year	48,378	255,664	39,421	31,126	–	374,589
減值虧損回撥	Reversal of impairment loss	(26)	(1,651)	(2)	(35)	–	(1,714)
撇銷	Write-off	(2,458)	(24,975)	(9,014)	(6,968)	–	(43,415)
出售時撥回	Written back on disposals	(305)	(8,868)	(4,300)	(6,947)	–	(20,420)
於二零零九年十二月三十一日	At 31 December 2009	644,221	2,230,323	183,856	177,238	4,468	3,240,106
於二零一零年一月一日	At 1 January 2010	644,221	2,230,323	183,856	177,238	4,468	3,240,106
本年度撥備	Charge for the year	67,456	311,565	42,129	34,694	–	455,844
減值虧損回撥	Reversal of impairment loss	–	(1,108)	(2)	–	–	(1,110)
出售附屬公司時撥回(附註36)	Written back on disposals of subsidiaries (note 36)	(619)	(1,196)	(2,281)	(1,958)	–	(6,054)
出售時撥回	Written back on disposals	(1,404)	(41,621)	(11,304)	(10,587)	–	(64,916)
於二零一零年十二月三十一日	**At 31 December 2010**	**709,654**	**2,497,963**	**212,398**	**199,387**	**4,468**	**3,623,870**
賬面淨值	**Net book value**						
於二零一零年十二月三十一日	**At 31 December 2010**	**1,228,031**	**1,877,929**	**190,278**	**117,881**	**1,401,052**	**4,815,171**
於二零零九年十二月三十一日	At 31 December 2009	1,155,202	1,754,621	159,133	104,815	1,087,483	4,261,254

12. 物業、廠房及設備(續)

12. PROPERTY, PLANT AND EQUIPMENT (continued)

本公司

The Company

		房屋建築 **Buildings** 人民幣千元 RMB'000	廠房設備及機器 **Plant and machinery** 人民幣千元 RMB'000	傢俬、裝置及設備 **Furniture, fixtures and equipment** 人民幣千元 RMB'000	運輸工具 **Motor vehicles** 人民幣千元 RMB'000	在建工程 **Construction in progress** 人民幣千元 RMB'000	總計 **Total** 人民幣千元 RMB'000
成本	**Cost**						
於二零零九年一月一日	At 1 January 2009	206,790	9,884	23,882	6,701	727,071	974,328
添置	Additions	536	–	572	1,538	123,347	125,993
完成時轉撥	Transfer upon completion	325,643	174,116	–	–	(499,759)	–
出售	Disposals	–	–	–	(1,423)	–	(1,423)
於二零零九年十二月三十一日	At 31 December 2009	532,969	184,000	24,454	6,816	350,659	1,098,898
於二零一零年一月一日	At 1 January 2010	532,969	184,000	24,454	6,816	350,659	1,098,898
添置	Additions	9,696	2,156	4,744	1,023	91,396	109,015
出售	Disposals	(536)	(6,922)	–	(498)	–	(7,956)
於二零一零年十二月三十一日	**At 31 December 2010**	**542,129**	**179,234**	**29,198**	**7,341**	**442,055**	**1,199,957**
累計折舊及減值虧損	**Accumulated depreciation and impairment loss**						
於二零零九年一月一日	At 1 January 2009	35,493	2,454	4,713	4,086	–	46,746
本年度撥備	Charge for the year	11,627	764	840	613	–	13,844
出售時撥回	Written back on disposals	–	–	–	(1,066)	–	(1,066)
於二零零九年十二月三十一日	At 31 December 2009	47,120	3,218	5,553	3,633	–	59,524
於二零一零年一月一日	At 1 January 2010	47,120	3,218	5,553	3,633	–	59,524
本年度撥備	Charge for the year	17,534	25,085	540	724	–	43,883
出售時撥回	Written back on disposals	(692)	(92)	–	(483)	–	(1,267)
於二零一零年十二月三十一日	**At 31 December 2010**	**63,962**	**28,211**	**6,093**	**3,874**	**–**	**102,140**
賬面淨值	**Net book value**						
於二零一零年十二月三十一日	**At 31 December 2010**	**478,167**	**151,023**	**23,105**	**3,467**	**442,055**	**1,097,817**
於二零零九年十二月三十一日	At 31 December 2009	485,849	180,782	18,901	3,183	350,659	1,039,374

13. 預付土地租賃款

本集團

13. PREPAID LEASE PAYMENTS

The Group

		人民幣千元 RMB'000
成本	**Cost**	
於二零零九年一月一日	At 1 January 2009	488,269
添置	Additions	5,513
出售	Disposals	(3,247)
於二零零九年十二月三十一日	At 31 December 2009	490,535
於二零一零年一月一日	At 1 January 2010	490,535
添置	Additions	39,270
於二零一零年十二月三十一日	**At 31 December 2010**	**529,805**
累計攤銷	**Accumulated amortisation**	
於二零零九年一月一日	At 1 January 2009	128,121
本年度攤銷	Amortisation for the year	10,707
出售時撥回	Written back on disposals	(487)
於二零零九年十二月三十一日	At 31 December 2009	138,341
於二零一零年一月一日	At 1 January 2010	138,341
本年度攤銷	Amortisation for the year	12,058
於二零一零年十二月三十一日	**At 31 December 2010**	**150,399**
賬面淨值	**Net book value**	
於二零一零年十二月三十一日	**At 31 December 2010**	**379,406**
於二零零九年十二月三十一日	At 31 December 2009	352,194

本集團的預付土地租賃款為中國境內根據中期租約持有的土地使用權。預付土地租賃款根據報告使用需要分析如下：

The Group's prepaid lease payments represent land use rights held under medium-term lease in the PRC. They are analysed for reporting purpose as follows:

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
流動部分	Current portion	**12,058**	10,176
非流動部分	Non-current portion	**367,348**	342,018
		379,406	352,194

13. 預付土地租賃款(續)

本公司

13. PREPAID LEASE PAYMENTS (continued)

The Company

		人民幣千元 RMB'000
成本	**Cost**	
於二零零九年一月一日	At 1 January 2009	38,809
添置	Additions	4,982
於二零零九年十二月三十一日、二零一零年一月一日及二零一零年十二月三十一日	At 31 December 2009, 1 January 2010 and 31 December 2010	43,791
累計攤銷	**Accumulated amortisation**	
於二零零九年一月一日	At 1 January 2009	3,262
本年度攤銷	Amortisation for the year	1,253
於二零零九年十二月三十一日	At 31 December 2009	4,515
於二零一零年一月一日	At 1 January 2010	4,515
本年度攤銷	Amortisation for the year	853
於二零一零年十二月三十一日	**At 31 December 2010**	**5,368**
賬面淨值	**Net book value**	
於二零一零年十二月三十一日	**At 31 December 2010**	**38,423**
於二零零九年十二月三十一日	At 31 December 2009	39,276

本公司的預付土地租賃款為中國境內根據中期租約持有的土地使用權。預付土地租賃款根據報告使用需要分析如下：

The Company's prepaid lease payments represent land use rights held under medium-term lease in the PRC. They are analysed for reporting purpose as follows:

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
流動部分	Current portion	**854**	1,252
非流動部分	Non-current portion	**37,569**	38,024
		38,423	39,276

於二零一零年十二月三十一日，總賬面值人民幣零元(二零零九年：人民幣34,210,000元)之若干預付土地租賃款已抵押作為本集團銀行融資之抵押品，詳情載於附註30。

As at 31 December 2010, the Group's prepaid lease payments of approximately RMBNil (2009: RMB34,210,000) were pledged as collateral for the Group's bank borrowings. Details of which are set out in note 30.

14. 無形資產

本集團

14. INTANGIBLE ASSETS

The Group

		專利權 **Patents** 人民幣千元 RMB'000
成本	**Cost**	
於二零零九年一月一日	At 1 January 2009	218,300
添置	Additions	6,681
於二零零九年十二月三十一日	At 31 December 2009	224,981
於二零一零年一月一日	At 1 January 2010	224,981
添置	Additions	8,378
於二零一零年十二月三十一日	**At 31 December 2010**	**233,359**
累計攤銷及減值虧損	**Accumulated amortisation and impairment loss**	
於二零零九年一月一日	At 1 January 2009	104,077
本年度攤銷	Amortisation for the year	22,023
於二零零九年十二月三十一日	At 31 December 2009	126,100
於二零一零年一月一日	At 1 January 2010	126,100
本年度攤銷	Amortisation for the year	12,993
本年度減值虧損確認	Impairment loss recognised for the year	3,945
於二零一零年十二月三十一日	**At 31 December 2010**	**143,038**
賬面淨值	**Net book value**	
於二零一零年十二月三十一日	**At 31 December 2010**	**90,321**
於二零零九年十二月三十一日	At 31 December 2009	98,881

本年度攤銷費用載於綜合全面收益表之「管理費用」。

The amortisation charge for the year is included in "administrative expenses" in the consolidated statement of comprehensive income.

本年度減值虧損確認僅與一項不再用於生產的專利權相關，因此已就該專利權成本的減值虧損作出全部撥備。

Impairment loss recognised during the year solely related to a patent which was no longer used in the production and as a result, a full impairment loss was made against the cost of such patent.

15. 遞延稅項資產

於綜合財務狀況表確認之遞延稅項資產所包含之項目及於年內之變動如下：

本集團

15. DEFERRED TAX ASSETS

The components of deferred tax assets recognised in the consolidated statement of financial position and the movements during the year are as follows:

The Group

		應收賬款，其他應收款及存貨之減值準備 **Impairment of trade and other receivables and inventories** 人民幣千元 RMB'000	預計負債 **Provisions** 人民幣千元 RMB'000	其他 **Others** 人民幣千元 RMB'000	合計 **Total** 人民幣千元 RMB'000
遞延稅項產生自：	**Deferred tax arising from:**				
於二零零九年一月一日	At 1 January 2009	106,094	21,378	6,365	133,837
於損益(扣除)／計入	(Charged)/credited to profit or loss	(5,324)	9,197	(3,778)	95
於二零零九年十二月三十一日	At 31 December 2009	100,770	30,575	2,587	133,932
於二零一零年一月一日	At 1 January 2010	100,770	30,575	2,587	133,932
於損益計入	Credited to profit or loss	37,593	19,905	2,448	59,946
於二零一零年十二月三十一日	**At 31 December 2010**	**138,363**	**50,480**	**5,035**	**193,878**

15. 遞延稅項資產(續)

本公司

15. DEFERRED TAX ASSETS (continued)

The Company

		預計負債 **Provisions** 人民幣千元 RMB'000	合計 **Total** 人民幣千元 RMB'000
遞延稅項產生自：	**Deferred tax arising from:**		
於二零零九年一月一日、二零零九年十二月三十一日及二零一零年一月一日	At 1 January 2009, 31 December 2009 and 1 January 2010	–	–
於損益計入	Credited to profit or loss	10,696	10,696
於二零一零年十二月三十一日	At 31 December 2010	10,696	10,696

遞延稅項資產與負債抵銷詳情

Particulars about the offset of deferred tax assets and liabilities

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
– 遞延稅項資產	– Deferred tax assets	**15,641**	–	**–**	–
– 遞延稅項負債	– Deferred tax liabilities	**(15,641)**	–	**–**	–
		–	–	**–**	–

15. 遞延稅項資產(續)

於二零一零年十二月三十一日，並未就若干未動用稅項虧損及其他可扣稅暫時性差異確認遞延稅項資產。未確認之未動用稅項虧損及可扣稅暫時性差異分析如下：

15. DEFERRED TAX ASSETS (continued)

At 31 December 2010, deferred tax assets were not recognised in relation to certain unused tax losses and other deductible temporary differences. The unrecognised unused tax losses and deductible temporary differences are analysed as follows:

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
稅項虧損	Tax losses	**1,209,170**	1,031,841	**–**	–
其他可扣稅暫時性差異	Other deductible temporary differences	**369,926**	286,901	**–**	–
		1,579,096	1,318,742	**–**	–

(i) 於二零一零年十二月三十一日，本集團之可扣稅暫時性差異分別為人民幣1,579,096,000元(二零零九年：人民幣1,318,742,000元)並未確認為遞延稅項資產，原因是管理層認為在可預見的將來不大可能存在轉回有關可扣稅暫時性差異的日後應課稅溢利。

(i) At 31 December 2010, the Group's deductible temporary differences amounting to RMB1,579,096,000 (2009: RMB1,318,742,000) have not been recognised as deferred tax assets as it was determined by management that it is not probable that future taxable profits will be available for these deductible temporary differences to reverse in the foreseeable future.

(ii) 中國稅項虧損最多可於五年內結轉以供抵銷未來應課稅收入，即於二零一一年至二零一五年期間屆滿。

(ii) Tax losses in the PRC can be carried forward to set off future assessable income for a maximum period of five years which expires in the period from 2011 to 2015.

於二零一零年十二月三十一日，就本集團附屬公司及聯營公司之未匯出盈利產生之應付稅項而言，由於該等款額匯出時，本集團並無額外之稅項負債，故並無相關重大未確認遞延稅項負債(二零零九年：無)。

At 31 December 2010, there was no significant unrecognised deferred tax liability (2009: Nil) for taxes that would be payable on the unremitted earnings of the Group's subsidiaries and associates as the Group has no liability to additional tax should such amounts be remitted.

16. 於附屬公司之權益 / 16. INTERESTS IN SUBSIDIARIES

本公司 / **The Company**

		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
中國非上市投資(按成本)	Unlisted investments in the PRC, at cost	**2,657,269**	2,413,428
應收附屬公司款項	Amounts due from subsidiaries	**1,661,205**	2,347,455
應付附屬公司款項	Amounts due to subsidiaries	**(1,564,418)**	(310,674)

此筆款項乃無抵押及免息，且為按要求償還。

The amounts due are unsecured, non-interest bearing and repayable on demand.

主要附屬公司之詳細資料詳載於財務報表附註43。

Details of principal subsidiaries are set out in note 43 to the financial statements.

17. 於聯營公司之權益 / 17. INTERESTS IN ASSOCIATES

		本集團 **The Group**		本公司 **The Company**	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
中國非上市投資(按成本)	Unlisted investments in the PRC, at cost	**222,250**	87,873	**80,740**	17,740
應佔收購後溢利(扣除已收股息)	Share of post-acquisition profits, net of dividend received	**106,240**	89,560	**80,819**	67,365
應收聯營公司款項	Amounts due from associates	**–**	1,646	**–**	–
		328,490	179,079	**161,559**	85,105

此筆款項乃無抵押及免息，且無固定還款期。

The amounts due are unsecured, non-interest bearing and without terms of repayments.

17. 於聯營公司之權益(續)

下表載有聯營公司之詳情，其均為非上市公司企業：

17. INTERESTS IN ASSOCIATES (continued)

The following list contains the particulars of associates, all of which are unlisted corporate entities:

公司名稱 Name of company	公司註冊地及經營地 Place of incorporation and operation	註冊資本詳情 Particulars of registered capital	所有權權益比率 Proportion of ownership interest: 本集團之實際權益 Group's effective interest	由本公司持有 Held by the Company	由附屬公司持有 Held by subsidiaries	主要經營活動 Principal activity
通用電氣 – 哈動力 – 南汽輪能源服務(秦皇島)有限公司	PRC 中國	USD6,000,000 6,000,000美元	41%	41%	–	Provision of maintenance, installation and on-site services to owners of turbines, boilers and electricity generators 為汽輪機廠、鍋爐廠及電機廠提供維修、安裝及現場服務

[illegible] USD6,000,000

葫蘆島濱氤砐沿嘪√祋凐翎嘮鸙曇巏 J 塄孓褐豺葆焞肴蹄睙謦┛

17. 於聯營公司之權益(續) 17. INTERESTS IN ASSOCIATES (continued)

公司名稱 Name of company	公司註冊地及經營地 Place of incorporation and operation	註冊資本詳情 Particulars of registered capital	所有權權益比率 Proportion of ownership interest: 本集團之實際權益 Group's effective interest	由本公司持有 Held by the Company	由附屬公司持有 Held by subsidiaries	主要經營活動 Principal activity
哈爾濱匯通電力工程有限公司	PRC 中國	RMB2,000,000 人民幣2,000,000元	33.50%	–	33.50%	Provision of power engineering 電力工程
哈爾濱國際旅行社有限公司	PRC 中國	RMB2,000,000 人民幣2,000,000元	30%	–	30%	Provision of travelling services 旅遊服務
哈爾濱電氣集團財務有限責任公司	PRC 中國	RMB300,000,000 人民幣300,000,000元	41.12%	21%	24%	Depository and financial advisory services 存款及財務咨詢服務

聯營公司之財務資料概要如下： Summary financial information on associates:

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
總資產	Total assets	**2,054,292**	712,129
總負債	Total liabilities	**(1,307,179)**	(289,174)
資產淨值	Net assets	**747,113**	422,955
本集團應佔聯營公司資產淨值	Group's share of net assets of associates	**328,490**	177,433
收入	Revenue	**675,635**	447,244
本年度溢利	Profit for the year	**66,563**	88,226
本年度本集團應佔聯營公司業績	Group's share of results of associates for the year	**25,793**	34,764

18. 待銷售性投資

待銷售性投資的組成：

18. AVAILABLE-FOR-SALE INVESTMENTS

Available-for-sale investments comprise:

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
非上市權益證券－投資成本減值準備	Unlisted equity securities at cost less impairment	**35,941**	27,074	**21,246**	17,879

非上市權益投資是指由在中國註冊成立的非上市公司發行的非上市權益證券。在每個報告期末，按成本減值準備後的淨值估算，原因是合理公允價值估計範圍太大，本公司董事認為其公允價值不能準確計量。

The unlisted equity investments represented investments in unlisted equity securities issued by private entities incorporated in the PRC. They are measured at cost less impairment at the end of each reporting period because the range of reasonable fair value estimates is so wide that the directors of the Company are of the opinion that their fair values cannot be measured reliably.

19. 衍生金融工具

19. DERIVATIVE FINANCIAL INSTRUMENTS

		The Group 本集團	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
遠期外匯合約	Foreign currency forward contracts	**104,276**	–

遠期外匯合約按公允價值列賬。其公允價值乃採用報告期結束日之遠期匯率，將其價值貼現至現值而釐定。

The foreign currency forward contracts are stated at fair value. The fair value of forward contracts is determined using forward exchange rates at the end of the reporting period with the resulting value discounted back to present value.

於報告期末，本集團訂所立的37項(二零零九年：無)未結清遠期外匯合約不能滿足套期會計標準以管理其匯率風險。非套期之貨幣衍生工具之公允價值變動為人民幣104,276,000元(二零零九年：人民幣零元)，於年內計入損益。以上涉及衍生金融工具的交易是與信用等級被穆迪評為A1的中國銀行進行。

At the end of the reporting period, the Group had 37 (2009: Nil) outstanding foreign currency forward contracts to manage its exchange rate exposures which did not meet the criteria for hedge accounting. Changes in the fair value of non-hedging currency derivatives amounting to RMB104,276,000 (2009: RMBNil) were included in profit or loss during the year. The above transactions involving derivative financial instruments are with Bank of China of A1 credit rating by Moody's.

20. 存貨 20. INVENTORIES

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
動力設備製造	**Power equipment manufacturing**				
原材料	Raw materials	**3,002,956**	4,383,398	**710**	747
在製品	Work in progress	**9,189,075**	9,020,256	**901,360**	594,004
製成品	Finished goods	**370,770**	473,476	**–**	–
		12,562,801	13,877,130	**902,070**	594,751
物業開發	**Property development**				
待售發展中物業	Properties under development for sale	**–**	167,025	**–**	–
已落成待售物業	Completed properties held for sale	**–**	186,005	**–**	–
		–	353,030	**–**	–
		12,562,801	14,230,160	**902,070**	594,751

所有發展中物業及已落成待售物業均位於中國大陸。

All of the properties under development and completed properties held for sale are located in the Mainland China.

21. 應收賬款／應收票據／其他應收款、按金及預付款項

21. TRADE RECEIVABLES/BILLS RECEIVABLE/OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
應收賬款	Trade receivables	**13,302,879**	13,790,913	**382,596**	455,293
減：呆賬準備	Less: allowance for doubtful debts	**(2,180,049)**	(1,621,932)	**(42,413)**	(21,531)
		11,122,830	12,168,981	**340,183**	433,762
應收票據	Bills receivable	**980,496**	600,844	**6,350**	1,500
		12,103,326	12,769,825	**346,533**	435,262
其他應收款	Other receivables	**418,731**	802,386	**6,009**	230,058
按金及預付款項	Deposits and prepayments	**4,057,974**	4,049,672	**87,645**	162,158
短期委託貸款	Short-term entrustment loan	**30,000**	–	**–**	–
		16,610,031	17,621,883	**440,187**	827,478

本集團透過一家中國國有銀行向本公司一間同系附屬公司作出短期委託貸款。貸款按年利率5.31%(扣除應付予中國國有銀行費用後的實際年利率5.26%)計息且應於二零一一年七月十四日償還。有關委託貸款將由該同系附屬公司之若干應收款作為抵押。

The Group had a short-term entrustment loan to a fellow subsidiary of the Company through a PRC stated-owned bank. The loan bears interest at 5.31% per annum (or an effective interest rate of 5.26% per annum after deduction of fees payable to the PRC stated-owned bank) and is receivable on 14 July 2011. The entrustment loan is secured by a charge over certain receivables of that fellow subsidiary.

給予客戶之信貸期各有不同，一般乃按個別客戶之財政實力而定。為了有效管理與應收賬款相關之信貸風險，本集團定期進行客戶信用評估。上述結餘預期將於一年以內收回或確認為開支。

The credit terms given to the customers vary and are generally based on the financial strengths of individual customers. In order to effectively manage the credit risks associated with trade receivables, credit evaluations of customers are performed periodically. The balances mentioned above are expected to be recovered or recognised as expense within one year.

21. 應收賬款／應收票據／其他應收款、按金及預付款項(續)

(a) 賬齡分析

於報告期末，應收賬款及應收票據(扣除呆賬準備)之賬齡分析如下：

21. TRADE RECEIVABLES/BILLS RECEIVABLE/OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (continued)

(a) Ageing analysis

Trade receivables and bills receivable (net of allowance for doubtful debts) with the following ageing analysis as of the end of the reporting period:

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
1年以內	Within 1 year	**5,566,752**	6,107,355	**197,518**	385,987
1至2年	1 to 2 years	**2,583,910**	4,816,263	**142,948**	19,429
2至3年	2 to 3 years	**3,264,650**	1,147,185	**294**	9,634
3年以上	Over 3 years	**688,014**	699,022	**5,773**	20,212
		12,103,326	12,769,825	**346,533**	435,262

(b) Impairment of trade receivables and bills receivable

Impairment losses in respect of trade receivables and bills receivable are recorded using an allowance account unless the Group is satisfied that recovery of the amount

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21. 應收賬款／應收票據／其他應收款、按金及預付款項(續)

(b) 應收賬款及應收票據減值(續)

年內呆賬準備的變動(包括個別及合計虧損部分)如下：

21. TRADE RECEIVABLES/BILLS RECEIVABLE/OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (continued)

(b) Impairment of trade receivables and bills receivable (continued)

The movement in allowance for doubtful debts during the year, including both specific and collective loss components, is as follows:

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
於一月一日	At 1 January	**1,621,932**	1,073,788	**21,531**	9,516
減值虧損確認	Impairment losses recognised	**561,395**	549,063	**20,882**	12,015
不可收回款額撇銷	Uncollectible amounts written off	**(3,278)**	(919)	**–**	–
於十二月三十一日	At 31 December	**2,180,049**	1,621,932	**42,413**	21,531

21. 應收賬款／應收票據／其他應收款、按金及預付款項(續)

(c) 並無減值的應收賬款

21. TRADE RECEIVABLES/BILLS RECEIVABLE/OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (continued)

(c) Trade receivables that are not impaired

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
1年以內	Within 1 year	**1,105,235**	1,245,241	**–**	–
1至3年	Between 1 to 3 years	**395,683**	308,441	**–**	–
3年以上	Over 3 years	**49,230**	52,333	**–**	–
		1,550,148	1,606,015	**–**	–

既未逾期亦未減值之應收款乃與廣泛不同的客戶有關。集團已就應收賬款之財務狀況作出持續信貸評估及在適當時購買信貸保險。管理層相信結餘仍然被視為可以全數收回。本集團並無就該等結餘持有任何抵押品。

Receivables that were neither past due nor impaired relate to a wide range of customers. Ongoing credit evaluation is performed on the financial condition of trade receivables and, where applicable, credit guarantee insurance cover is purchased. The management believes that the balances are still considered fully recoverable. The Group does not hold any collateral over these balances.

22. 建造合同應收／(應付)款

於報告期末的建造合同：

22. AMOUNTS DUE FROM/(TO) CUSTOMERS FOR CONTRACT WORK

Contracts in progress at the end of the reporting period:

		本集團 The Group	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
迄今合同成本	Contract costs incurred	**15,103,923**	10,909,986
確認溢利減確認虧損	Recognised profits less recognised losses	**565,201**	175,949
		15,669,124	11,085,935
減：已收及應收工程進度款項	Less: Progress billings	**(16,048,491)**	(10,648,573)
		(379,367)	437,362
其中：	Represented by:		
計入流動資產的應收客戶款項	Amounts due from customers included in current assets	**894,923**	947,326
計入流動負債的應付客戶款項	Amounts due to customers included in current liabilities	**(1,274,290)**	(509,964)
		(379,367)	437,362

於二零一零年十二月三十一日及二零零九年十二月三十一日，顧客並無持有建造合同質保金。

As at 31 December 2010 and 2009, there were no retentions held by customers for contract works.

23. 應收／(付)同系附屬公司

本集團
該等款項為無抵押，不計息，且為按要求償還。

23. AMOUNTS DUE FROM/(TO) FELLOW SUBSIDIARIES

The Group
The amounts are unsecured, non-interest bearing and repayable on demand.

24. 交易性證券

24. TRADING SECURITIES

		本集團及本公司 The Group and the Company	
		2010	2009
		人民幣千元	人民幣千元
		RMB'000	RMB'000
上市權益證券，按公允價值	Listed equity securities at fair value		
－香港境外	– outside Hong Kong	**1,188,000**	–
上市權益證券之市場價值	Market value of listed equity securities	**1,188,000**	–

25. 已抵押銀行存款

於二零一零年十二月三十一日，本集團之銀行存款約人民幣249,294,000元(二零零九年：人民幣526,229,000元)已抵押作本集團銀行借款之抵押品，並將於相關銀行借款結清時解除抵押。有關詳情載於附註30。

本集團已抵押銀行存款之利率於附註34(c)(i)中披露。

25. PLEDGED BANK DEPOSITS

As at 31 December 2010, the Group's bank deposits of approximately RMB249,294,000 (2009: RMB526,229,000) were pledged as collateral for the Group's bank borrowings and will be released upon the settlement of relevant bank borrowings. Details of which are set out in note 30.

The interest rates of the Group's pledged bank deposits are disclosed in note 34(c)(i).

26. 銀行存款、現金及現金等價物

26. BANK DEPOSITS AND CASH AND CASH EQUIVALENTS

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
銀行及現金	Cash at bank and in hand	**8,091,814**	9,286,037	**967,925**	929,068
3個月內到期之銀行存款	Bank deposits, matured within 3 months	**3,333,960**	1,326,099	**–**	50,000
財務狀況表及現金流量表之現金及現金等價物	Cash and cash equivalents in the statement of financial position and the statement of cash flows	**11,425,774**	10,612,136	**967,925**	979,068
3個月以後到期之銀行存款	Bank deposits, matured over 3 months	**1,090,000**	3,553,595	**–**	–

於二零一零年十二月三十一日，合共人民幣12,172,936,000元(二零零九年：人民幣13,499,338,000元)均以人民幣存於中國的銀行，該等人民幣兌換成外幣須遵循中國政府公佈的外匯控制法律法規。

As at 31 December 2010, a total of RMB12,172,936,000 (2009: RMB13,499,338,000) were denominated in Renminbi and deposited with banks in the PRC. The conversion of these Renminbi denominated balances into foreign currencies is subject to the rules and regulations of foreign exchange control promulgated by the PRC government.

於二零一零年十二月三十一日，銀行存款、現金及現金等價物的加權平均實際利率為1.44%(二零零九年：0.87%)。

The weighted average effective interest rates on bank deposits and cash and cash equivalents as at 31 December 2010 were 1.44% (2009: 0.87%).

27. 應付賬款／其他應付款及應計費用

27. TRADE PAYABLES/OTHER PAYABLES AND ACCRUED CHARGES

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
應付賬款	Trade payables	**11,746,026**	10,166,545	**123,521**	312,345
應付票據	Bills payable	**1,505,108**	600,844	**–**	6,240
其他應付款及應計費用	Other payables and accrued charges	**1,294,181**	2,572,286	**173,923**	226,369
		14,545,315	13,339,675	**297,444**	544,954

於報告期末，應付賬款之賬齡分析如下：

Trade payables with the following ageing analysis as of the end of the reporting period is as follows:

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
1年以內	Within 1 year	**9,856,188**	6,941,123	**59,682**	95,263
1至2年	1 to 2 years	**1,199,575**	2,877,157	**43,477**	208,001
2至3年	2 to 3 years	**548,747**	267,834	**15,008**	9,081
3年以上	Over 3 years	**141,516**	80,431	**5,354**	–
		11,746,026	10,166,545	**123,521**	312,345

28. 已收按金

28. DEPOSITS RECEIVED

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
流動部分	Current portion	**11,681,047**	15,216,864	**1,758,845**	2,239,895
非流動部分	Non-current portion	**7,592,559**	8,118,370	**–**	–
		19,273,606	23,335,234	**1,758,845**	2,239,895

已收按金為在建中合約工程向客戶收取之進度款項。已收按金中，約有人民幣7,592,559,000元(二零零九年：人民幣8,118,370,000元)為於報告期末後十二個月才開始動工之建造合同工程已收取之進度款項，故歸入綜合財務狀況表的非流動負債。而其餘部分則為一年內開始動工的建造合同工程已收取之按金，故歸入流動負債。已收按金將會用作抵銷建造合同工程完成後的合同價。

The amount represents the progress payments received from customers in respect of work in progress. Included in deposits received of approximately RMB7,592,559,000 (2009: RMB8,118,370,000) were the progress payments received in respect of contract works to be commenced twelve months from the end of the reporting period and were classified in the consolidated statement of financial position as non-current. The remaining balance represents deposits received for contract works to be commenced within one year and were classified as current liabilities. The deposits received will be used to set-off the contract price upon the completion of contract works.

29. 欠控股公司款項

29. ADVANCE FROM HOLDING COMPANY

			本集團 The Group		本公司 The Company	
			2010	2009	**2010**	2009
		附註 Note	人民幣千元 **RMB'000**	人民幣千元 RMB'000	人民幣千元 **RMB'000**	人民幣千元 RMB'000
流動部分	Current portion	(i)	**20,478**	20,478	**–**	–
非流動部分	Non-current portion	(ii)	**1,042,918**	814,020	**392,960**	292,460
			1,063,396	834,498	**392,960**	292,460

附註：

(i) 欠控股公司款項結餘為不計息，合共為人民幣20,478,000元(二零零九年：人民幣20,478,000元)。此款項為無抵押且按要求償還。

(ii) 本集團欠控股公司款項結餘包括不計息及計息之貸款，分別為人民幣73,400,000元(二零零九年：人民幣442,450,000元)及人民幣969,518,000元(二零零九年：人民幣371,570,000元)。實際年率為4.78%(二零零九年：4.78%)。

本公司欠控股公司款項結餘包括計息之貸款，為人民幣392,960,000元(二零零九年：人民幣292,460,000元)。實際年率為4.78%(二零零九年：4.78%)。

此欠款於報告期末後的五年內，不會被要求歸還。因此被歸納為非流動負債。

Note:

(i) The balance of the advance from holding company is non-interest bearing, amounting to RMB20,478,000 (2009: RMB20,478,000). The amount is unsecured and repayable on demand.

(ii) The balance of the advance from holding company of the Group comprises of non-interest bearing and interest bearing loans amounting to RMB73,400,000 (2009: RMB442,450,000) and RMB969,518,000 (2009: RMB371,570,000) respectively with effective interest rate of 4.78% (2009: 4.78%) per annum.

The balance of the advance from holding company of the Company comprises of interest bearing loans amounting to RMB392,960,000 (2009: RMB292,460,000) with effective interest rate of 4.78% (2009: 4.78%) per annum.

The amount will not be demanded for repayment in the next five years from the end of the reporting period and, accordingly, the amounts have been classified as non-current liabilities.

30. 借款 30. BORROWINGS

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
銀行貸款	Bank loans	**1,678,699**	3,703,735	**–**	–
其他貸款	Other loans	**378,215**	291,943	**33,784**	33,784
		2,056,914	3,995,678	**33,784**	33,784
擔保	Secured	**1,678,699**	3,708,535	**–**	–
非擔保	Unsecured	**378,215**	287,143	**33,784**	33,784
		2,056,914	3,995,678	**33,784**	33,784
借款還款情況如下：	The borrowings are repayable as follows:				
一年內或按要求	Within one year or on demand	**507,005**	1,288,579	**–**	–
一年後及兩年內	After one year but within two years	**440,000**	570,570	**–**	–
兩年後及五年內	After two years but within five years	**920,000**	1,310,000	**–**	–
五年後	After five years	**189,909**	826,529	**33,784**	33,784
		2,056,914	3,995,678	**33,784**	33,784
減：一年內或按要求償還之流動負債	Less: repayable within one year or on demand classified under current liabilities	**(507,005)**	(1,288,579)	**–**	–
		1,549,909	2,707,099	**33,784**	33,784

30. 借款(續)

借款的賬面值以下列貨幣為單位：

30. BORROWINGS (continued)

The carrying amounts of the borrowings are denominated in the following currencies:

		本集團 The Group		本公司 The Company	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
人民幣	RMB	**1,911,215**	3,067,043	**33,784**	33,784
美元	USD	**145,699**	928,635	**–**	–
		2,056,914	3,995,678	**33,784**	33,784

截至二零一零年十二月三十一日止年度，本集團所有借款的利率介乎3.51%至6.22%之間(二零零九年：介乎3.51%至6.72%)。

All of the Group's borrowings are carrying at rates ranging from 3.51% to 6.22% (2009: 3.51% to 6.72%) for the year ended 31 December 2010.

於二零一零年十二月三十一日，本集團抵押若干資產作為所獲一般銀行融資之擔保。該等資產之賬面值如下：

At 31 December 2010, the Group pledged certain assets with the following carrying amounts to secure the banking facilities granted to the Group:

(i) 投資物業為人民幣4,227,000元(二零零九年：人民幣170,442,000元)(參閱附註11)。

(i) investment properties of RMB4,227,000 (2009: RMB170,442,000) (note 11).

(ii) 銀行存款為人民幣249,294,000元(二零零九年：人民幣526,229,000元)(參閱附註25)。

(ii) bank deposits of RMB249,294,000 (2009: RMB526,229,000) (note 25).

(iii) 預付土地租賃款為人民幣零元(二零零九年：人民幣34,210,000元)(參閱附註13)。

(iii) prepaid lease payments of RMBNil (2009: RMB34,210,000) (note 13).

於二零一零年十二月三十一日及二零零九年十二月三十一日，哈電集團公司並無對本集團的銀行借款作擔保。

At 31 December 2010 and 2009, none of the Group's bank borrowings are guaranteed by HE.

31. 退休福利計劃

本集團須向哈爾濱市社會保險事業管理局監管的界定供款退休養老基金繳付供款。本集團按現有中國職工基本工資的22%繳付退休養老基金，職工按其基本工資的8%繳付。

31. RETIREMENT BENEFIT SCHEME

The Group is required to make contributions to a defined contribution retirement fund which is administered by the Harbin Social Insurance Administration Bureau of the local government. The Group is required to contribute 22% of the basic salary of its existing PRC staff, while employees contribute 8% of their basic salary.

32. 應交稅金

32. TAX PAYABLES

		本集團 The Group		本公司 The Company	
		2010	2009	**2010**	2009
		人民幣千元	人民幣千元	人民幣千元	人民幣千元
		RMB'000	RMB'000	**RMB'000**	RMB'000
增值稅	Value added tax	**261,467**	195,702	**(72,988)**	(39,728)
企業所得稅	Enterprise income tax	**408,567**	298,577	**60,281**	33,183
營業稅	Business tax	**24,674**	32,048	**18,800**	21,948
其他稅項	Other taxes	**120,376**	65,986	**9,727**	2,118
應交稅金	Tax payables	**815,084**	592,313	**15,820**	17,521

33. 股本、儲備及股息

33. CAPITAL, RESERVES AND DIVIDENDS

(a) Movements in components of equity

The Group

The reconciliation between the opening and closing balances of each components of the Group's consolidated equity is set out in the consolidated statement of changes in equity on page 61 of the financial statements. Details of the changes in the Company's individual components of equity between the beginning and the end of the year are set out below:

The Company

		股本 **Share capital** 人民幣千元 RMB'000	股份溢價 **Share premium** 人民幣千元 RMB'000	法定資本儲備 **Statutory capital reserve** 人民幣千元 RMB'000	法定盈餘公積金 **Statutory surplus reserve** 人民幣千元 RMB'000	保留溢利 **Retained profits** 人民幣千元 RMB'000	總計 **Total** 人民幣千元 RMB'000
於二零零九年一月一日之結餘	Balance at 1 January 2009	1,376,806	1,980,295	709,849	393,955	421,571	4,882,476
本年度溢利及綜合收益總計	Profit and total comprehensive income for the year	–	–	–	–	125,310	125,310
轉撥至儲備	Transfer to reserves	–	–	–	12,531	(12,531)	–
股息	Dividends	–	–	–	–	(103,260)	(103,260)
於二零零九年十二月三十一日之結餘	Balance at 31 December 2009	1,376,806	1,980,295	709,849	406,486	431,090	4,904,526
於二零一零年一月一日之結餘	Balance at 1 January 2010	1,376,806	1,980,295	709,849	406,486	431,090	4,904,526
本年度溢利及綜合收益總計	Profit and total comprehensive income for the year	–	–	–	–	272,223	272,223
轉撥至儲備	Transfer to reserves	–	–	–	27,222	(27,222)	–
股息	Dividends	–	–	–	–	(93,623)	(93,623)
於二零一零年十二月三十一日之結餘	**Balance at 31 December 2010**	**1,376,806**	**1,980,295**	**709,849**	**433,708**	**582,468**	**5,083,126**

33. 股本、儲備及股息(續)

(b) 股息

(i) *本年度應付本公司股份持有人股息*

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
報告期末後的建議末期股息為每股普通股人民幣0.14元(二零零九年：每股普通股人民幣0.068元)，均含適應稅率	Final dividend proposed after the end of the reporting period of RMB0.14 per ordinary share (2009: RMB0.068 per ordinary share), including applicable tax	**192,753**	93,623

報告期末後建議的末期股息於報告期末日尚未確認為負債。

(ii) 年內批准及派付之上一財政年度應付本公司股份持有人之股息。

		2010 人民幣千元 RMB'000	2009 人民幣千元 RMB'000
年內批准及派付之上一財政年度之末期股息為每股普通股人民幣0.068元(二零零九年：每股普通股人民幣0.075元)	Final dividend in respect of the previous financial year, approved and paid during the year, of RMB0.068 per ordinary share (2009: RMB0.075 per ordinary share)	**93,623**	103,260

33. **CAPITAL, RESERVES AND DIVIDENDS** (continued)

(b) **Dividends**

(i) ***Dividends payable to equity shareholders of the Company attributable to the year.***

The final dividend proposed after the end of the reporting has not been recognised as a liability at the end of the reporting period.

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

33. 股本、儲備及股息(續)

33. CAPITAL, RESERVES AND DIVIDENDS (continued)

(c) 股本

(c) Share capital

		股份數目 **Number of shares**	**2010** 人民幣千元 **RMB'000**	股份數目 Number of shares	2009 人民幣千元 RMB'000
已註冊、已發行及繳足：	Registered, issued and fully paid:				
國有法人股每股面值人民幣1元	State owned equity interest shares of RMB1 each	**701,235,000**	**701,235**	701,235,000	701,235
H股每股面值人民幣1元	H shares of RMB1 each	**675,571,000**	**675,571**	675,571,000	675,571
於一月一日及十二月三十一日	At 1 January and 31 December	**1,376,806,000**	**1,376,806**	1,376,806,000	1,376,806

除股息支付的幣種不同以及對中國境內和境外投資者是否可成為股東的限制不同外，國有法人股和H股在其他權益方面均相同。

Except for the currency in which dividends are paid and restrictions as to whether the shareholders can be PRC investors or foreign investors, state owned equity interest shares and H shares rank pari passu in all respects with each other.

(d) 資本管理

本集團資本管理的首要目標，為確保本集團具備持續發展的能力，且維持穩健的資本比率，以支持其業務運作，爭取最大的股東價值。

本集團根據經濟情況的變動，管理其資本結構並作出調整。為維持或調整資本結構，本集團可能會調整向股東派發的股息、向股東退還資本或發行新股。截至二零一零年十二月三十一日及二零零九年十二月三十一日止各年度，本集團並無更改其目標、政策或程序。

(d) Capital management

The primary objective of the Group's capital management is to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended 31 December 2010 and 2009.

33. 股本、儲備及股息(續)

(d) 資本管理(續)

本集團運用資本負債比率(淨債務除以總資本及淨債務之和)監控其資本情況。本集團的政策為維持穩健的資本負債比率。淨債務包括計息銀行及其他借款、應付票據及其他應付款項、應計款項，減去現金及現金等價物。報告期末的資本負債比率如下：

33. CAPITAL, RESERVES AND DIVIDENDS (continued)

(d) Capital management (continued)

The Group monitors capital using a gearing ratio, which is net debt divided by the total capital plus net debt. The Group's policy is to maintain a stable gearing ratio. Net debt includes interest-bearing bank and other borrowings, bills and other payables, accruals, less cash and cash equivalents. The gearing ratios as at the end of reporting periods were as follows:

		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
總債務	**Total debts**		
建造合同應付款	Amounts due to customers for contract work	**1,274,290**	509,964
應付賬款	Trade payables	**11,746,026**	10,166,545
其他應付款及應計費用	Other payables and accrued charges	**2,799,289**	3,173,130
已收按金	Deposits received	**19,273,606**	23,335,234
應付同系附屬公司款項	Amounts due to fellow subsidiaries	**24,418**	51,757
欠控股公司款項	Advance from holding company	**1,063,396**	834,498
借款	Borrowings	**2,056,914**	3,995,678
		38,237,939	42,066,806
減：銀行存款、現金及現金等價物	Less: Bank deposits, cash and cash equivalents		
受限制銀行存款	Restricted bank deposits	**–**	(7,006)
已抵押銀行存款	Pledged bank deposits	**(249,294)**	(526,229)
銀行存款	Bank deposits	**(1,090,000)**	(3,553,595)
現金及現金等價物	Cash and cash equivalents	**(11,425,774)**	(10,612,136)
		(12,765,068)	(14,698,966)
淨債務	Net debt	**25,472,871**	27,367,840
總資本	Equity	**9,637,783**	8,639,026
資本與淨債務	Capital and net debt	**35,110,654**	36,006,866
資本負債比率	Gearing ratio	**73%**	76%

34. 財務風險管理及公允價值

本集團面對來自其日常業務過程中產生的信貸、流動資金、利率及貨幣風險，同時亦面對來自其他企業的股權投資的股價風險。

本集團所面對之風險及本集團用以管理該等風險的財務風險管理政策及慣例如下。

(a) 信貸風險

信貸風險指客戶或金融工具交易對方未能履行合約責任而導致本集團承擔財務損失之風險，有關風險主要來自：

— 綜合財務狀況表所列之各金融資產賬面值；及

— 附註38所披露之或然負債金額。

為盡可能減低綜合財務報表所列各類別已確認金融資產之信貸風險，本集團管理層已選派一個專責釐定信貸額度、信貸批准及其他監管程序的隊伍，以負責跟進行動收回逾期債務。此外，本集團於每個報告期末均進行檢討各項個別交易債務及非交易性債務的可收回金額，以確保就不可收回款項作出足夠減值虧損。就此，本公司董事認為，本集團的信貸風險已大幅減少。

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES

Exposure to credit, liquidity, interest rate and currency risk arises in the normal course of the Group's business. The Group is also exposed to equity price risk arising from its equity investments in other entities.

The Group's exposure to these risks and the financial risk management policies and practices used by the Group to manage these risks are described below.

(a) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligation, and arises principally from:

– the carrying amount of the respective financial assets as stated in the consolidated statement of financial position; and

– the amount of contingent liabilities as disclosed in note 38.

In order to minimise the credit risk in relation to each class of recognised financial assets as stated in the consolidated financial statements, the management of the Group has delegated a team responsible for determination of credit limits, credit approvals and other monitoring procedures to ensure that follow up actions are taken to recover overdue debts. In addition, the Group reviews the recoverable amount of each individual trade debt and non-trade debt at the end of each reporting period to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the directors of the Company consider that the Group's credit risk is significantly reduced.

34. 財務風險管理及公允價值(續)

(a) 信貸風險(續)

現金及銀行存款均存放於信用評級良好之銀行。本公司董事認為，本集團之現金及銀行存款之信貸風險甚低。

本集團承受之信貸風險主要受各客戶個別特性所影響，而非受客戶業務所在之行業或國家影響，故當本集團受個別客戶的較大影響時，一般會令本集團出現信貸風險顯著集中之情況。於報告期末，本集團有一定程度的信貸風險集中情況，其應收賬款總額有14%(二零零九年：16%)來自同一個客戶。

在不計及任何持有之抵押品的情況下，最大的信貸風險為綜合財務狀況表內各金融資產之賬面值(包括衍生金融工具)並扣除任何減值撥備。除附註38所披露的財務擔保外，本集團並無提供其他會導致信貸風險之財務擔保。於報告期末，有關本集團該等財務擔保之最大信貸風險於附註38披露。

有關本集團就來自應收賬款所承擔信貸風險之進一步量化披露資料載於附註21。

(b) 流動資金風險

本集團之政策為定期監察其流動資金需要，以及是否符合借款契約，確保其維持充足現金儲備及隨時可銷售變現的有市證券及獲主要金融機構承諾提供充足資金額度，以應付短期及較長期之流動資金需要。

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(a) Credit risk (continued)

Cash at banks and bank deposits are placed with banks and financial institutions with good credit ratings. The directors of the Company consider that the Group's credit risk on the cash at banks and bank deposits is low.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer rather than the industry or country in which the customers operate and therefore significant concentrations of credit risk primarily arise when the Group has significant exposure to individual customers. At the end of reporting period, the Group has a certain concentration of credit risk as 14% (2009: 16%) of the total trade receivables was due from a single customer.

The maximum exposure to credit risk without taking into account of any collateral held is represented by the carrying amount of each financial asset, including derivative financial instruments, in the consolidated statement of financial position after deducting any impairment allowance. The maximum exposure to credit risk in respect of the financial guarantees given by the Group at the end of the reporting period is disclosed in note 38.

Further quantitative disclosures in respect of the Group's exposure to credit risk arising from trade receivables are set out in note 21.

(b) Liquidity risk

The Group's policy is to regularly monitor its liquidity requirements and its compliance with lending covenants, to ensure that it maintains sufficient reserves of cash and readily realisable marketable securities and adequate committed lines of funding from major financial institutions to meet its liquidity requirements in the short and longer term.

34. 財務風險管理及公允價值(續)

(b) 流動資金風險(續)

下表列示本集團非衍生性質金融負債於報告期末之餘下合約到期情況，乃根據合約非貼現現金流量(包括使用合約利率或(如為浮息)於報告期末之利率計算之利息付款)及本集團可能被要求還款之最早日期作出：

本集團

二零一零年

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(b) Liquidity risk (continued)

The following tables show the remaining contractual maturities at the end of reporting period of the Group's non-derivative financial liabilities, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates current at the end of reporting period) and the earliest date the Group can be required to pay:

The Group

2010

			已訂約未貼現現金流出 Contractual undiscounted cash outflow				
		賬面值 Carrying amount	總計 Total	一年內或應要求 Within 1 year or on demand	一年以上兩年以內 More than 1 year but less than 2 years	兩年以上五年以內 More than 2 years but less than 5 years	五年以上 More than 5 years
		人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000
建造合同應付款	Amounts due to customers for contract work	1,274,290	1,274,290	1,274,290	–	–	–
應付賬款	Trade payables	11,746,026	11,746,026	11,746,026	–	–	–
其他應付款及應計費用	Other payables and accrued charges	2,799,289	2,799,289	2,799,289	–	–	–
應付同系附屬公司款項	Amounts due to fellow subsidiaries	24,418	24,418	24,418	–	–	–
欠控股公司款項	Advance from holding company	1,063,396	1,341,454	66,821	46,343	139,029	1,089,261
借款	Borrowings	2,056,914	2,189,087	571,294	483,422	944,462	189,909
		18,964,333	19,374,564	16,482,138	529,765	1,083,491	1,279,170
已作出之財務擔保：	Financial guarantee issued:						
最高擔保金額(附註38)	Maximum amount guaranteed (note 38)	–	5,000	5,000	–	–	–

34. 財務風險管理及公允價值(續)

(b) 流動資金風險(續)

本集團

二零零九年

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(b) Liquidity risk (continued)

The Group

2009

			已訂約未貼現現金流出 Contractual undiscounted cash outflow				
		賬面值 Carrying amount	總計 Total	一年內或應要求 Within 1 year or on demand	一年以上兩年以內 More than 1 year but less than 2 years	兩年以上五年以內 More than 2 years but less than 5 years	五年以上 More than 5 years
		人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000
建造合同應付款	Amounts due to customers for contract work	509,964	509,964	509,964	–	–	–
應付賬款	Trade payables	10,166,545	10,166,545	10,166,545	–	–	–
其他應付款及應計費用	Other payables and accrued charges	3,173,130	3,173,130	3,173,130	–	–	–
應付同系附屬公司款項	Amounts due to fellow subsidiaries	51,757	51,757	51,757	–	–	–
欠控股公司款項	Advance from holding company	834,498	941,064	38,239	17,761	53,283	831,781
借款	Borrowings	3,995,678	4,301,076	1,371,206	616,861	1,434,549	878,460
		18,731,572	19,143,536	15,310,841	634,622	1,487,832	1,710,241
已作出之財務擔保： 最高擔保金額(附註38)	Financial guarantee issued: Maximum amount guaranteed (note 38)	–	5,000	5,000	–	–	–

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(b) Liquidity risk (continued)

The Company

2010

	已訂約未貼現現金流出 Contractual undiscounted cash outflow				
賬面值 Carrying amount	總計 Total	一年內或應要求 Within 1 year or on demand	一年以上兩年以內 More than 1 year but less than 2 years	兩年以上五年以內 More than 2 years but less than 5 years	五年以上 盲竭跰璶嬌鸇

34. 財務風險管理及公允價值(續)

(b) 流動資金風險(續)

本公司

二零零九年

34. **FINANCIAL RISK MANAGEMENT AND FAIR VALUES** (continued)

(b) **Liquidity risk** (continued)

The Company

2009

			已訂約未貼現現金流出 Contractual undiscounted cash outflow			
		賬面值 Carrying amount 人民幣千元 RMB'000	總計 Total 人民幣千元 RMB'000	一年內或應要求 Within 1 year or on demand 人民幣千元 RMB'000	一年以上兩年以內 More than 1 year but less than 2 years 人民幣千元 RMB'000	兩年以上五年以內 More than 2 years but less than 5 years 人民幣千元 RMB'000	五年以上 More than 5 years 人民幣千元 RMB'000
應付賬款	Trade payables	312,345	312,345	312,345	–	–	–
其他應付款及應計費用	Other payables and accrued charges	232,609	232,609	232,609	–	–	–
應付附屬公司款項	Amounts due to subsidiaries	310,674	310,674	310,674	–	–	–
欠控股公司款項	Advance from holding company	292,460	376,340	13,980	13,980	41,940	306,440
借款	Borrowings	33,784	33,784	–	–	–	33,784
		1,181,872	1,265,752	869,608	13,980	41,940	340,224

(c) 利率風險

(i) *所面對之利率風險*

本集團及本公司之利率風險主要來自借款、現金及銀行存款。現金及銀行存款於二零一零年十二月三十一日的年利率介乎0.36%至2.25%之間(二零零九年十二月三十一日:0.36%至1.71%)。本集團及本公司之借款利率於附註30中披露。

(c) **Interest rate risk**

(i) ***Exposure to interest rate risk***

The Group and the Company's interest rate risk arises primarily from borrowings, cash at banks and bank deposits. The annual interest rates for cash at banks and bank deposits ranging from 0.36% to 2.25% as at 31 December 2010 (at 31 December 2009: 0.36% to 1.71%). The interest rates of the Group and the Company's borrowings are disclosed in note 30.

34. 財務風險管理及公允價值(續)

(c) 利率風險(續)

(i) *所面對之利率風險*(續)

帶有各種利率的銀行存款及借款令本集團及本公司承受現金流量利率風險，而固定利率借款則令本集團及本公司承受公允價值利率風險。本集團並無進行任何對沖活動以管理其利率風險。

(ii) *敏感度分析*

由於預期銀行存款利率不會出現重大變動，故本集團並無預計利率變動會對計息資產造成任何重大影響。

本集團

倘息率增／減0.5%而所有其他變量維持不變，本集團年內稅前溢利將分別增加／減少約人民幣55,401,000(二零零九年：增加／減少人民幣54,895,000元)。

上述敏感度分析顯示，假設於報告期末利率已經變動，並已應用於重新計量於報告期末本集團所持有的令本集團承受公允價值利率風險的金融工具，則會對本集團之除稅前溢利造成即時影響。就於報告期末本集團所持浮息非衍生性質工具所承受現金流量利率風險而言，本集團除稅前溢利所受影響，乃按該等利率變動對年度化利息支出之影響估計。本分析乃按與二零零九年相同之基準進行。

34. **FINANCIAL RISK MANAGEMENT AND FAIR VALUES** (continued)

(c) **Interest rate risk** (continued)

(i) ***Exposure to interest rate risk*** (continued)

Bank deposits and borrowings issued at variable rates expose the Group and the Company to cash flow interest rate risk, and borrowings issued at fixed rates expose the Group and the Company to fair value interest rate risk. The Group and the Company does not carry out any hedging activities to manage its interest rate exposure.

(ii) ***Sensitivity analysis***

The Group does not anticipate that there would be any significant impact on its interest-bearing assets resulting from the changes in interest rates as the interest rates of bank deposits are not expected to change significantly.

The Group

If interest rates had been 0.5% higher/lower and all other variables were held constant, the Group's profit before tax for the year would increase/decrease by approximately RMB55,401,000 (2009: increase/decrease RMB54,895,000).

The sensitivity analysis above indicates the instantaneous change in the Group's profit before tax that would arise assuming that the change in interest rates had occurred at the end of the reporting period and had been applied to re-measure those financial instruments held by the Group which expose the Group to fair value interest rate risk at the end of the reporting period. In respect of the exposure to cash flow interest rate risk arising from floating rate non-derivative instruments held by the Group at the end of the reporting period, the impact on the Group's profit before tax is estimated as an annualised impact on interest expense of such a change in interest rates. The analysis is performed on the same basis for 2009.

34. 財務風險管理及公允價值(續)

(d) 貨幣風險

人民幣不可自由兌換為外幣。所有涉及人民幣之外匯交易必須透過中國人民銀行(「人民銀行」)或其他獲授權買賣外匯之金融機構進行。外匯交易採納之匯率為人民銀行所報匯率，該匯率將根據一籃子無指定貨幣監管之匯率浮動。

外幣付款(包括將盈利匯出中國)須視乎是否有外匯(其取決於本集團以外幣結算之盈利)或必須在政府批准下透過人民銀行安排進行。

本集團之若干銀行存款，貿易應收賬款及貿易應付賬款以外幣計值。管理層監察外匯風險及利用遠期外匯合約進行部分對沖。遠期外匯合約並不適用於對沖會計方法。

(i) *所面對之貨幣風險*

下表詳列於報告期末本集團就來自以有關企業之功能貨幣以外貨幣計值之已確認資產或負債所承受之貨幣風險。

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(d) Currency risk

Renminbi ("RMB") is not freely convertible into foreign currencies. All foreign exchange transactions involving RMB must take place through the People's Bank of China ("PBOC") or other financial institutions authorised to buy and sell foreign exchange. The exchange rate adopted for foreign exchange transactions are the rates of exchange quoted by the PBOC that would be subject to a managed float against an unspecified basket of currencies.

Foreign currency payments, including the remittance of earnings outside the PRC, are subject to the availability of foreign currency (which depends on the foreign currency denominated earnings of the Group) or must be arranged through the PBOC with government approval.

Certain cash at bank balances, trade receivables and trade payables of the Group are denominated in foreign currencies. The management monitors foreign exchange exposure and hedges certain exposure using foreign currency forward contracts. The foreign currency forward contracts do not qualify for hedging accounting.

(i) ***Exposure to currency risk***

The following table details the Group's exposure at the end of reporting period to currency risk arising from recognised assets or liabilities denominated in a currency other than the functional currency of the entity to which they relate.

34. 財務風險管理及公允價值(續)

(d) 貨幣風險(續)

(i) *所面對之貨幣風險*(續)

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(d) Currency risk (continued)

(i) ***Exposure to currency risk*** (continued)

		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
本公司	**The Company**		
外幣計值之金融資產：	Financial assets denominated in foreign currencies:		
應收賬款	Trade receivables	**322**	322
銀行結存及現金	Bank balances and cash	**5,686**	17,495
		6,008	17,817
下列外幣計值之金融資產：	The financial assets were denominated in the following foreign currencies:		
美元	USD	**387**	489
港元	HKD	**5,621**	17,328
		6,008	17,817
外幣計值之金融負債：	Financial liabilities denominated in foreign currencies:		
應付賬款	Trade payables	**3,506**	–
下列外幣計值之金融負債載列如下：	The financial liabilities were denominated in the following foreign currency:		
美元	USD	**3,506**	–

34. 財務風險管理及公允價值(續)

(d) 貨幣風險(續)

(ii) *敏感度分析*

下表列示本集團之除稅前溢利因於報告期結束當日之匯率變動(本集團須就此變動承受重大風險)而產生之即時變動(已假設其他風險變量不變)。

34. **FINANCIAL RISK MANAGEMENT AND FAIR VALUES** (continued)

(d) **Currency risk** (continued)

(ii) ***Sensitivity analysis***

The following table indicates the instantaneous change in the Group's profit before tax that would arise if foreign exchange rates to which the Group has significant exposure at the end of reporting period had changed at that date, assuming all other risk variables remained constant.

		匯率上升／(減少) **Increase/ (decrease) in foreign exchange rate**	**2010** 對除稅前溢利之影響 **Effect on profit before taxation** 人民幣千元 **RMB'000**	2009 對除稅前溢利之影響 Effect on profit before taxation 人民幣千元 RMB'000
歐元	EUR	5%	**1,861**	2,289
		(5%)	**(1,861)**	(2,289)
美元	USD	5%	**120,761**	127,306
		(5%)	**(120,761)**	(127,306)
港元	HKD	5%	**281**	867
		(5%)	**(281)**	(867)

上表所列示之分析結果代表對本集團旗下各企業按各種功能貨幣計算，並按報告期末之匯率換算為人民幣以供呈列之用的除稅前溢利之即時影響總額。

Results of the analysis as presented in the above table represent an aggregation of the instantaneous effects on each of the Group's entities' profit before tax measured in the respective functional currencies, translated into RMB at the exchange rate ruling at the end of reporting period for presentation purposes.

34. 財務風險管理及公允價值(續)

(d) 貨幣風險(續)

(ii) *敏感度分析*(續)

敏感度分析乃假設匯率變動應用於重估本集團於報告期末持有並面臨外匯風險的金融工具。該分析乃以二零零九年之同一基準進行。

(e) 權益價格風險

本集團因分類為交易性證券之權益投資而面臨權益價格變動風險。

本集團之上市投資於上海證券交易所掛牌上市。購買或出售交易性證券之決定乃根據每日監控單個證券與指數及其他行業指標相比較之表現，以及本集團之流動資金需要而作出。

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(d) Currency risk (continued)

(ii) ***Sensitivity analysis*** (continued)

The sensitivity analysis assumes that the change in foreign exchange rates had been applied to re-measure those financial instruments held by the Group which expose the Group to foreign currency risk at the end of reporting period. The analysis is performed on the same basis for 2009.

(e) Equity price risk

The Group is exposed to equity price changes arising from equity investments classified as trading securities.

The Group's listed investments are listed on the Shanghai Stock Exchange. Decisions to buy or sell trading securities are based on daily monitoring of the performance of individual securities compared to that of the Index and other industry indicators, as well as the Group's liquidity needs.

34. 財務風險管理及公允價值(續)

(e) 權益價格風險(續)

於二零一零年十二月三十一日，假設相關股市指數上升／(下跌)5%(二零零九年：5%)，而所有其他變量保持不變，則本集團之除稅前溢利將發生如下增加／減少：

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(e) Equity price risk (continued)

At 31 December 2010, it is estimated that an increase/(decrease) of 5% (2009: 5%) in the relevant stock market index with all other variables held constant, would have increased/decreased the Group's profit before tax as follows:

		2010		2009	
			對除稅前溢利之影響 **Effect on profit before tax** 人民幣千元 **RMB'000**		對除稅前溢利之影響 Effect on profit before tax 人民幣千元 RMB'000
相關權益價格風險變量之變動：	**Change in the relevant equity price risk variable:**				
交易性證券	Trading securities				
上升	Increase	**5%**	**59,400**	5%	–
下跌	Decrease	**(5%)**	**(59,400)**	(5%)	–

敏感度分析所顯示對本集團除稅前溢利將會造成之即時影響，為假設股市指數之變動於報告期結束時已產生，並已應用於重新計量本集團持有且導致其於報告期結束時面臨權益價格風險之金融工具。亦假設本集團權益投資之公允價值將根據其與相關股市指數或相關風險變量之歷來相互關係而變動，而所有其他變量均維持不變。該項分析按與二零零九年相同之基準進行。

The sensitivity analysis indicates the instantaneous change in the Group's profit before tax that would arise assuming that the changes in the stock market index had occurred at the end of the reporting period and had been applied to re-measure those financial instruments held by the Group which expose the Group to equity price risk at the end of the reporting period. It is also assumed that the fair values of the Group's equity investments would change in accordance with the historical correlation with the relevant stock market index or the relevant risk variables, and that all other variables remain constant. The analysis is performed on the same basis for 2009.

34. 財務風險管理及公允價值(續)

(f) 公允價值

(i) *按公允價值入賬之金融工具*

下表呈列於報告期末在香港財務報告準則第7號「金融工具：披露」所界定之三個公允價值層級計量公允價值之金融工具賬面值。各金融工具之公允價值全部根據對該公允價值計量而言屬重要之最低層級輸入數據分類，該等層級界定如下:

第一級：(最高級)：使用活躍市場就相同金融工具之報價(未調整)計量之公允價值

第二級：使用活躍市場就相若金融工具之報價或所有重要輸入數據均直接或間接根據公開市場數據進行之估值技術計量之公允價值

第三級：(最低級)：使用任何重要輸入數據均非根據公開市場數據進行之估值技術計量之公允價值

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(f) Fair value

(i) ***Financial instruments carried at fair value***

The following table presents the carrying value of financial instruments measured at fair value at the end of reporting period across the three levels of the fair value hierarchy defined in HKFRS 7 "Financial Instruments: Disclosure" with the fair value of each financial instrument categorized in its entirety based on the lowest level of input that is significant to that fair value measurement. The levels are defined as follows:

Level 1: (highest level): fair values measured using quoted prices (unadjusted) in active markets for identical financial instruments

Level 2: fair values measured using quoted prices in active markets for similar financial instruments, or using valuation techniques in which all significant inputs are directly or indirectly based on observable market data

Level 3: (lowest level): fair values measured using valuation techniques in which any significant input is not based on observable market data

34. 財務風險管理及公允價值(續)

(f) 公允價值(續)

(i) *按公允價值入賬之金融工具*(續)

本集團

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(f) Fair value (continued)

(i) ***Financial instruments carried at fair value*** (continued)

The Group

		於二零一零年十二月三十一日 **At 31 December 2010**			
		第一級 **Level 1**	第二級 **Level 2**	第三級 **Level 3**	總計 **Total**
		人民幣千元 **RMB'000**	人民幣千元 **RMB'000**	人民幣千元 **RMB'000**	人民幣千元 **RMB'000**
資產	**Assets**				
衍生金融工具	Derivative financial instruments				
一遠期外匯合約	– forward exchange contracts	–	**104,276**	–	**104,276**
交易性證券	Trading securities	**1,188,000**	–	–	**1,188,000**
		1,188,000	**104,276**	–	**1,292,276**

本集團於二零零九年十二月三十一日沒有使用公允價值入賬之金融工具。

The Group had no significant financial instruments that were carried at fair value on 31 December 2009.

本公司

The Company

		於二零一零年十二月三十一日 At 31 December 2010			
		第一級 Level 1	第二級 Level 2	第三級 Level 3	總計 Total
		人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000
資產	**Assets**				
交易性證券	Trading securities	1,188,000	–	–	1,188,000

34. 財務風險管理及公允價值(續)

(f) 公允價值(續)

(i) *按公允價值入賬之金融工具*(續)

本公司(續)

本公司於二零零九年十二月三十一日並沒有使用公允價值入賬之金融工具。

年內，第一級與第二級的工具之間並無重大轉移。

(ii) *以公允價值以外入賬的金融工具之公允價值*

本集團以成本或攤銷成本入賬之金融工具之賬面值與二零一零年十二月三十一日及二零零九年十二月三十一日之公允價值並無重大差異。

(g) 公允價值估計

下文概述用以估算金融工具之公允價值的主要方法及假設。

(i) *證券*

公允值乃按結算日之市場報價計算，而並無扣除任何交易成本。

(ii) *衍生工具*

遠期外匯合約公允價值乃採用報告期結束日之遠期匯率，將其價值貼現至現值而釐定。

34. FINANCIAL RISK MANAGEMENT AND FAIR VALUES (continued)

(f) Fair value (continued)

(i) ***Financial instruments carried at fair value*** (continued)

T e C l a (continued)

The Company had no significant financial instruments that were carried at fair value on 31 December 2009.

During the year, there were no significant transfers between instruments in Level 1 and Level 2.

(ii) ***Fair values of financial instruments carried at other than fair value***

The carrying amounts of the Group's and the Company's financial instruments carried at cost or amortised cost are not materially different from their fair values as at 31 December 2010 and 2009.

(g) Estimation of fair values

The following summarises the major methods and assumptions used in estimating the fair values of financial instruments.

(i) ***Securities***

Fair value is based on quoted market prices at the end of the reporting period without any deduction for transaction costs.

(ii) ***Derivatives***

The fair value of foreign currency forward contracts is determined using forward exchange rates at the end of the reporting period with the resulting value discounted back to present value.

36. 出售附屬公司

於二零一零年八月，本集團出售其持有的哈爾濱哈電地產置業股份有限公司(「哈電地產」)及其附屬公司合共35%股本權益，總代價為人民幣156,750,000元。哈電地產及其附屬公司成立於中國，並在中國從事房地產開發及物業租賃業務。此次出售產生收益約人民幣150,349,000元。

有關哈電地產及其附屬公司的已出售淨資產詳情列示如下：

36. DISPOSAL OF SUBSIDIARIES

In August 2010, the Group disposed of its entire 35% equity interest in 哈爾濱哈電地產置業股份有限公司 ("哈電地產") and its subsidiaries for a total consideration of RMB156,750,000. 哈電地產 and its subsidiaries were established in the PRC and engaged in property development and property leasing in the PRC. A gain on disposal of approximately RMB150,349,000 arose from this disposal.

Details of the net assets disposed of in respect of 哈電地產 and its subsidiaries are summarised below:

		人民幣千元 RMB'000
已出售淨資產	**Net assets disposed of**	
於聯營公司之權益	Interests in associates	158
投資物業	Investment properties	236,328
物業、廠房及設備	Property, plant and equipment	4,254
存貨	Inventories	355,454
應收賬款	Trade receivables	14,474
其他應收款、按金及預付款項	Other receivables, deposits and prepayments	22,202
現金和現金等價物	Cash and cash equivalents	102,294
應付賬款	Trade payables	(228,213)
其他應付款及應計費用	Other payables and accrued charges	(184,863)
已收按金	Deposits received	(65,665)
借款	Borrowings	(227,099)
應交稅金	Tax payables	(19,581)
		9,743
非控股權益	Non-controlling interests	(3,342)
		6,401
出售附屬公司收益	Gain on disposal of subsidiaries	150,349
		156,750
總代價支付方式：	Total consideration satisfied by:	
已收現金	Cash received	156,750
出售產生現金流入淨額：	Net cash inflow arising on disposal:	
已收現金代價	Cash consideration received	156,750
已出售銀行結存及現金	Bank balances and cash disposed of	(102,294)
出售附屬公司產生現金及現金等價物流入淨額	Net cash inflow of cash and cash equivalents in respect of the disposal of subsidiaries	54,456

37. 資本承擔

本集團進行了以下交易，而該等交易於報告期末或本綜合財務報表獲授權刊發日期尚未完成。

(i) 於二零一零年九月二十六日，本公司一家附屬公司與一名獨立第三方簽訂協議，以收購通用電氣能源(瀋陽)有限公司49%的股本權益，總代價為人民幣160,000,000元。通用電氣能源(瀋陽)有限公司主要在中國從事風能業務。收購後，該公司名稱將更改為通用哈電風能(瀋陽)有限公司。

(ii) 於二零一零年九月二十六日，本公司一家附屬公司與一名獨立第三方簽訂協議，以設立一家附屬公司，名為哈電通用風能(江蘇)有限公司。根據該協議，本公司之附屬公司所出資51%股本權益，代價為人民幣186,000,000元。

除上文所披露者外，於二零一零年十二月三十一日，本集團於綜合財務報表中就收購物業、廠房及設備已訂約未撥備之資本承擔為人民幣758,051,000元(二零零九年：人民幣414,039,000元)。

37. CAPITAL COMMITMENTS

The Group has entered into the following transactions, which have not been completed at the end of the reporting period nor at the date these consolidated financial statements were authorised for issuance.

(i) On 26 September 2010, a subsidiary of the Company entered into an agreement with an independent third party to acquire 49% equity interest of GE Energy (Shenyang) Co., Ltd at a total consideration of RMB160,000,000. GE Energy (Shenyang) Co., Ltd is principally engaged in the wind power business in the PRC. After the acquisition, the company will change its name as GE & HE Wind Power (Shenyang) Co., Ltd.

(ii) On 26 September 2010, a subsidiary of the Company entered into an agreement with an independent third party to form a new subsidiary, namely Harbin Electric and General Electric Wind Power (Jiangsu) Co., Ltd. According to the agreement, the contribution of 51% equity interest of the new subsidiary amounting to RMB186,000,000.

Save as disclosed above, as at 31 December 2010, the Group has capital commitments in respect of the acquisition for property, plant and equipment contracted for but not provided in the consolidated financial statements amounting to RMB758,051,000 (2009: RMB414,039,000).

38. 或然負債

38. CONTINGENT LIABILITIES

		本集團 The Group	
		2010	2009
		人民幣千元	人民幣千元
		RMB'000	RMB'000
附屬公司為外部第三方貸款提供擔保	Guarantee given to bank and financial institution in respect of general banking facilities granted to external parties	**5,000**	5,000

39. 重大關聯方交易

本集團已訂立下列重大關聯方交易：

(a) 融資安排

		應收關聯方款項 Amounts due from related parties		應付關聯方款項 Amounts due to related parties		相關利息（支出）／收入 Related interest (expenses)/income	
		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000	**2010** 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
欠控股公司款項（附註39(a)(i)）	Advance from holding company (note 39(a)(i))	**–**	–	**1,042,918**	814,020	**(37,626)**	(16,413)
短期委託貸款（附註39(a)(ii)）	Short-term entrustment loan (note 39(a)(ii))	**30,000**	–	**–**	–	**748**	–
於同系附屬公司所存現金及現金等價物（附註39(a)(iii)）	Cash and cash equivalent deposit with a fellow subsidiary (note 39(a)(iii))	**759,381**	–	**–**	–	**543**	–

附註：

(i) 欠控股公司款項結餘包括不計息及計息之貸款，分別為人民幣73,400,000元（二零零九年：人民幣442,450,000元）及人民幣969,518,000元（二零零九年：人民幣371,570,000元）。實際年率為4.78%（二零零九年：4.78%）。此欠款無固定還款期。於報告期末後的十二個月內，不會被要求歸還此款項。

(ii) 有關金額反映授予同系附屬公司昆明電機廠有限公司之委託貸款。該項貸款由昆明電機廠有限公司之若干應收款作為抵押，年利率為5.31%，應於二零一一年七月十四日償還。該項交易亦為本集團於年內之持續性關聯交易，有關委託貸款詳情載於本公司日期為二零一零年七月十六日之公告。

(iii) 有關金額反映存於哈電集團同系附屬公司（為非銀行財務機構）以及本集團聯營公司之現金及現金等價物，以便於哈電集團企業融資及相關融資活動。該等交易亦為本集團於年內之持續性關聯交易，有關財務服務詳情載於本公司日期為二零一零年十二月十四日之公告。

39. MATERIAL RELATED PARTY TRANSACTIONS

The Group has entered into the following material related party transactions:

(a) Financing arrangement

Notes:

(i) The balance of the advance from holding company comprises of non-interest bearing and interest bearing loans amounting to RMB73,400,000 (2009: RMB442,450,000) and RMB969,518,000 (2009: RMB371,570,000) respectively with effective interest rate of 4.78% (2009: 4.78%) per annum and have no fixed repayment term. The amount will not be demanded for repayment in the next twelve months of the end of the reporting period.

(ii) The amount represents an entrustment loan granted to a fellow subsidiary, Kunming Generator. The loan is secured by a charge over certain receivables of Kunming Generator, interest bearing at 5.31% per annum and repayable on 14 July 2011. This transaction was also continuing connected transactions of the Group during the year and details of the entrustment loan have been set out in the announcement of the Company dated 16 July 2010.

(iii) The amount represents cash and cash equivalents deposit with a fellow subsidiary which is a non-bank financial institution within the HE Group, as well as an associate of the Group, to facilitate handling of the corporate funding and related finance activities of the HE Group. These transactions were also continuing connected transactions of the Group during the year and the details of the financial services have been set out in the announcement of the Company dated 14 December 2010.

39. 重大關聯方交易(續)

(b) 買賣交易

本年度買賣交易金額

39. MATERIAL RELATED PARTY TRANSACTIONS (continued)

(b) Trading transactions

Amount of trading transactions during the year

		截至二零一零年十二月三十一日止年度 **Year ended 31/12/2010** 人民幣千元 **RMB'000**	截至二零零九年十二月三十一日止年度 Year ended 31/12/2009 人民幣千元 RMB'000
銷售產品	Sales of goods		
一同系附屬公司	– Fellow subsidiaries	**36,278**	29,281
採購產品	Purchases of goods		
一同系附屬公司	– Fellow subsidiaries	**202,964**	125,426
服務費收入	Service fee income		
一控股公司	– Holding company	**–**	30
一同系附屬公司	– Fellow subsidiaries	**7,823**	9,682
服務費開支	Service fee expenses		
一同系附屬公司	– Fellow subsidiaries	**54,126**	52,348

該等交易亦為本集團於年內之持續性關聯交易，有關交易詳情載於本公司日期為二零一零年十二月二十二日之公告。

These transactions were also continuing connected transactions of the Group during the year and the details of the transactions have been set out in the announcement of the Company dated 22 December 2010.

39. 重大關聯方交易(續)

(b) 買賣交易(續)

下列買賣交易產生之結餘於年底尚未結清：

39. MATERIAL RELATED PARTY TRANSACTIONS (continued)

(b) Trading transactions (continued)

The following balances arising from trading transactions were outstanding at the end of the year:

		應收款項 Amounts due from		應付款項 Amounts due to	
		二零一零年十二月三十一日 **31/12/2010** 人民幣千元 **RMB'000**	二零零九年十二月三十一日 31/12/2009 人民幣千元 RMB'000	二零一零年十二月三十一日 **31/12/2010** 人民幣千元 **RMB'000**	二零零九年十二月三十一日 31/12/2009 人民幣千元 RMB'000
欠控股公司款項(附註39(b)(i))	Advance from holding company (note 39(b)(i))	**–**	–	**20,478**	20,478
應收同系附屬公司款項(附註39(b)(ii))	Amounts due from fellow subsidiaries (note 39(b)(ii))	**112,920**	76,908	**–**	–
應付同系附屬公司款項(附註39(b)(ii))	Amounts due to fellow subsidiaries (note 39(b)(ii))	**–**	–	**24,418**	51,757

附註：

(i) 該款項為免息、無抵押及應於一年以內償還。來自最終控股公司貸款之條款及條件詳情於附註29披露。

(ii) 該款項為無抵押、免息及應按要求償還。

Notes:

(i) The amount is non-interest bearing, unsecured and repayable within one year. Details of terms and conditions of the loan from the ultimate holding company are disclosed in note 29.

(ii) The amounts are unsecured, non-interest bearing and are repayable on demand.

39. 重大關聯方交易(續)

(c) 主要管理人員薪酬

主要管理人員之薪酬(包括附錄8披露之支付本公司董事及監事款項)如下：

39. MATERIAL RELATED PARTY TRANSACTIONS (continued)

(c) Key management personnel compensation

Compensation for key management personnel, including amounts paid to the Company's directors and supervisors as disclosed in note 8, is as follows:

		2010 人民幣千元 **RMB'000**	2009 人民幣千元 RMB'000
工資與其他短期員工福利	Salaries and other short-term employee benefits	**1,606**	1,497
退休福利計劃供款	Retirement benefit scheme contributions	**80**	70
		1,686	1,567

薪酬總額計入「員工成本」(參見附註6(b))。

Total remuneration is included in "staff costs" (see note 6(b)).

(d) 與其他中國國有企業之交易／結存

本集團目前營運的經濟環境由中國政府擁有或控制的企業(「國有企業」)直接或間接地所主導。此外，本集團本身為由中國政府控制的哈電集團的一部分。除與哈電集團以及在上文披露的同系附屬公司進行交易外，本集團亦與其他國有企業有業務往來。董事認為該等國有企業在與本集團進行業務交易層面上屬獨立第三方。

本集團就與其他國有企業的交易制定其定價策略及審批過程時，並無區分對方是否為國有企業。

(d) Transactions/balances with other state-controlled entities in the PRC

The Group operates in an economic environment currently predominated by entities directly or indirectly owned or controlled by the PRC government ("state-controlled entities"). In addition, the Group itself is part of a larger group of companies under HE, which is controlled by the PRC government. Apart from the transactions with HE and fellow subsidiaries disclosed above, the Group also conducts business with other state-controlled entities. The directors consider those state-controlled entities are independent third parties so far as the Group's business transactions with them are concerned.

In establishing its pricing strategies and approval process for transactions with other state-controlled entities, the Group does not differentiate whether the counter-party is a state-controlled entity or not.

39. 重大關聯方交易(續)

(d) 與其他中國國有企業之交易／結存(續)

本集團已於國有企業訂立多項交易，包括銷售及採購，並與其維持貿易結餘。

此外，本集團在其日常業務中與若干國有銀行和金融機構有不同業務往來，包括銀行之存款、借款和其他一般銀行融資。鑒於該等銀行交易的性質，董事認為無需進行分開披露。

40. 報告期後事項

(a) 哈爾濱電機廠有限責任公司(「電機公司」)(本公司非全資擁有附屬公司)與哈爾濱電氣集團公司(「哈電集團公司」)(本公司最終母公司)及哈爾濱電機廠(昆明)有限責任公司(「昆明電機」)(哈電集團公司非全資擁有附屬公司)於二零一一年三月十一日簽署了協議，電機公司向昆明電機出資人民幣250,000,000元。昆明電機主要從事製造小型水力發電設備業務。出資後，電機公司持有昆明電機55.64%股權。有關交易詳情載於本公司於二零一一年三月十五日刊發之公告。

(b) 本公司董事已於報告期末後建議派發末期股息，詳情已於附註33(b)內披露。

39. MATERIAL RELATED PARTY TRANSACTIONS (continued)

(d) Transactions/balances with other state-controlled entities in the PRC (continued)

The Group has entered into various transactions, including sales and purchases, and maintained trade balances with state-controlled entities.

In addition, the Group has entered into various transactions, including deposits placements, borrowings and other general banking facilities, with certain banks and financial institutions which are state-controlled entities in its ordinary course of business. In view of the nature of those banking transactions, the directors are of the opinion that separate disclosure would not be meaningful.

40. NON-ADJUSTING EVENT AFTER THE REPORTING PERIOD

(a) On 11 March 2011, 哈爾濱電機廠有限責任公司 ("Harbin Generator"), a non-wholly owned subsidiary of the Company, entered into an agreement with Harbin Electric Corporation ("HE"), the ultimate parent company of the Company, and 哈爾濱電機廠(昆明)有限責任公司 ("Kunming Generator"), a non-wholly owned subsidiary of HE, to have capital contribution of RMB250,000,000 to Kunming Generator. Kunming Generator is principally engaged in the business of manufacturing of small-scale hydro power equipment. After the capital contribution, Harbin Generator holds an equity interest of 55.64% in Kunming Generator. Details of this transaction were set out in the announcement as issued by the Company on 15 March 2011.

(b) After the end of the reporting period, the directors of the Company proposed a final dividend. Further details are disclosed in note 33(b).

41. 關鍵會計估計及判斷

用於編製綜合財務報表之估計及判斷，乃基於過往經驗及其他因素，包括預期日後在有關情況下相信合理出現之事件而作出。本集團作出有關未來之估計及假設。按此規範，所作的會計估計甚少與有關之實際結果相同。可能會對資產及負債之賬面值造成重大影響之估計及假設乃主要與主要電力設備的生產活動有關。

(a) 即期稅項及遞延稅項

本集團須繳納中國企業所得稅。於釐定相關稅項撥備金額及付款時間時須作出判斷。大量交易及計算之最終釐定稅項於日常業務中無法確定。倘有關事項之最終稅項結果有別於最初記錄金額，有關差額將影響作出相關釐定之期間之所得稅及遞延稅項撥備。

由於管理層認為將可能有日後應課稅溢利以應用暫時性可扣稅差異或稅項虧損作抵銷，故已確認有關若干暫時性可扣稅差異及稅項虧損之遞延稅項。倘預期與最初估計不同，有關差異將影響有關估計變更期間遞延稅項的確認。

41. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements used in preparing the consolidated financial statements are evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will by definition, seldom equal the related actual results. The estimates and assumptions that may have a significant effect on the carrying amounts of assets and liabilities mainly include those related to manufacturing activities of main power equipment.

(a) Current taxation and deferred taxation

The Group is subject to Enterprise Income Tax in the PRC. Judgement is required in determining the amount of the provision for taxation and the timing of payment of the related taxation. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the periods in which such determination is made.

Deferred taxation relating to certain temporary deductible differences and tax losses is recognised as management considers it is probable that future taxable profit will be available against which the temporary deductible differences or tax losses can be utilized. Where the expectation is different from the original estimate, such differences will impact the recognition of deferred taxation in the periods in which such estimate is changed.

41. 關鍵會計估計及判斷(續)

(b) 存貨撇減

管理層審核可變現淨值及存貨賬齡分析並按現存市場環境，過往年度銷售表現和估計可變現淨值(即是估計銷售價減去估計銷售成本)而對陳舊及滯銷存貨項目進行撥備。如存貨的估計可變現淨值低於其賬面值時，將會對存貨作出針對性撥備。

(c) 建造合同

誠如附註2(o)及2(w)(iii)所載之政策所述，有關未完成項目之收入及溢利確認方式，取決於估計建造合同成果總額，以及目前已完成工程。根據本集團之近期經驗及本集團承辦的建造活動性質，本集團作出估計時，乃基於工作進度已達至充份程度，致使完成服務之成本及收益能可靠預計。因此，在達至有關階段前，於附註22內披露之應收／(應付)客戶之合同工程款額不會包括本集團就目前已完成工程而最終可能變現之溢利。此外，成本總額或收入總額之實際結果可能會高於或低於報告期末所作的估計(作為對結算日所列金額之調整)，因而影響日後年度收入及溢利的確認。

41. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (continued)

(b) Write-down of inventories

Management reviews the net realisable values and aging of inventories and makes allowance for obsolete and slow moving inventory items identified with reference to existing market environment, the sales performance in previous years and estimated net realisable value, i.e. the estimated selling price, less estimated costs of selling. A specific allowance for inventories is made if the estimated net realisable value of the inventories is lower than its carrying value.

(c) Construction contracts

As explained in policy notes 2(o) and 2(w)(iii), revenue and profit recognition on an uncompleted project is dependent on estimating the total outcome of the construction contract, as well as the work done to date. Based on the Group's recent experience and the nature of the construction activity undertaken by the Group, the Group makes estimates of the point at which it considers the work is sufficiently advanced such that the costs to complete and revenue can be reliably estimated. As a result, until this point is reached the amounts due from/(to) customers for contract work as disclosed in note 22 will not include profit which the Group may eventually realise from the work done to date. In addition, actual outcomes in terms of total cost or revenue may be higher or lower than estimated at the end of the reporting period, which would affect the revenue and profit recognised in future years as an adjustment to the amounts recorded to date.

41. 關鍵會計估計及判斷(續)

(d) 其他物業、廠房及設備減值

倘若情況顯示物業、廠房及設備的賬面淨值可能無法收回，有關資產便會視為「已減值」，並可能根據附註2(m)(ii)所述的物業、廠房及設備會計政策確認減值虧損。物業、廠房及設備的賬面值會定期評估，以評估可收回數額是否下跌至低於賬面值。當事項或環境變動顯示資產的賬面值可能無法收回時，有關資產便會進行減值測試。如果出現下跌跡象，賬面值便會減至可收回值。可收回值是以公允價值減銷售成本與使用價值兩者中的較高者計算。在釐定使用價值時，該資產所產生的預期現金流量會貼現至其現值，因而需要對售價水平及經營成本金額等作出重大判斷。本集團在釐定與可收回數額相若的合理數額時會採用所有已經可供使用的資料，包括根據合理及可支持的假設所作出的估計及售價和經營成本的預測。該等估計出現變化，可能會對資產的賬面值產生重大影響，並可能導致產生額外減值費用或有關減值於未來期間撥回。

41. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (continued)

(d) Impairment of other property, plant and equipment

If circumstances indicate that the carrying amounts of property, plant and equipment may not be recoverable, the asset may be considered "impaired", and an impairment loss is recognised in accordance with the accounting policy for impairment of property, plant and equipment as described in note 2(m)(ii). The carrying amounts of property, plant and equipment are reviewed periodically in order to assess whether the recoverable amounts have declined below the carrying amounts. These assets are tested for impairment whenever events or changes in circumstances indicate that their recorded carrying amounts may not be recoverable. When such a decline has occurred, the carrying amount is reduced to the recoverable amount. The recoverable amount is the greater of the fair value less costs to sell and the value in use. In determining the value in use, expected cash flows generated by the asset are discounted to their present value, which requires significant judgement relating to the level of selling price and the amount of operating costs. The Group uses all readily available information in determining an amount that is a reasonable approximation of the recoverable amount, including estimates based on reasonable and supportable assumptions and projections of selling price and the amount of operating costs. Changes in these estimates could have a significant impact on the carrying amount of the assets and could result in additional impairment charge or reversal of impairment in future periods.

41. 關鍵會計估計及判斷(續)

(e) 應收賬款及其他應收款減值

本集團估計因債務人未能作出所須付款而對應收賬款及其他應收款導致之減值虧損。本集團根據應收賬款及其他應收款結餘、債務人信譽及過往撇銷經驗估計應收賬款及其他應收款結餘之賬齡。倘債務人之財政狀況惡化，實際撇銷金額可能高於所估計者。

(f) 衍生金融工具

在決定衍生金融工具的公允價值時，需要大量判斷來解釋估值技術中使用的市場數據。採用不同的市場假設及／或估值方法可能會對估計公允價值產生重大影響。

(g) 物業、廠房和設備之預計可使用年限

本集團對物業、廠房和設備在考慮其殘值後，按直線法計提折舊。本集團定期審閱預計可使用年限，以決定將計入會計年度的折舊費用數額。預計可使用年限是本公司根據對同類資產的以往經驗並結合預期的技術改變而確定。如果以前的估計發生重大變化，則會在未來期間對折舊費用進行調整。

41. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (continued)

(e) Impairment for trade and other receivables

The Group estimates impairment losses for trade and other receivables resulting from the inability of the debtors to make the required payments. The Group bases the estimates on the ageing of the trade and other receivables balance, debtors' credit-worthiness, and historical write-off experience. If the financial conditions of the debtors were to deteriorate, actual write-offs would be higher than estimated.

(f) Derivative financial instruments

In determining the fair value of the derivative financial instruments, considerable judgement is required to interpret market data used in the valuation techniques. The use of different market assumptions and/or estimation methodologies may have a material effect on the estimated fair value amounts.

(g) Useful lives of property, plant and equipment

The property, plant and equipment are depreciated on a straight-line basis by taking into account the residual value. The Group reviews the estimated useful lives periodically to determine the related depreciation charges for its items of property, plant and equipment. The estimation is based on the historical experience of the actual useful lives of items of property, plant and equipment of similar nature and functions with consideration of expected technology renovation. Depreciation charges may be adjusted if there are significant changes in prior assumptions and estimation.

42. 截至二零一零年十二月三十一日止年度已頒佈但仍未生效之修訂、新準則及詮釋之潛在影響

截至該等財務報表刊發日期，香港會計師公會已頒佈多項於截至二零一零年十二月三十一日止年度尚未生效且並無於該等財務報表內採納之修訂、詮釋及一項新訂準則。其中包括可能與本集團相關之下列各項。

42. POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31 DECEMBER 2010

Up to the date of issue of these financial statements, the HKICPA has issued a number of amendments and interpretations and one new standard which are not yet effective for the year ended 31 December 2010 and which have not been adopted in these financial statements. These include the following which may be relevant to the Group.

		於下列日期或其後開始的會計期間生效 **Effective for accounting periods beginning on or after**
香港財務報告準則(修訂)「*二零一零年之香港財務報告準則之改善*」	HKFRSs (Amendments), "*Improvements to HKFRSs 2010*"	二零一零年七月一日及二零一一年一月一日(如適用) 1 July 2010 and 1 January 2011 as appropriate
香港財務報告準則第1號(修訂)「*首次採納香港財務報告準則—首次採納者有限度豁免就可比較之香港財務報告準則第7號披露資料*」	HKFRS 1 (Amendment), "*Limited Exemption from Comparative HKFRS 7 Disclosures for First-time Adopters*"	二零一零年七月一日 1 July 2010
香港財務報告準則第7號(修訂)「*財務工具：披露—轉移金融資產*」	HKFRS 7 (Amendments), "*Disclosures — Transfers of Financial Assets*"	二零一一年七月一日 1 July 2011
香港財務報告準則第9號「*財務工具*」	HKFRS 9, "*Financial Instruments*"	二零一三年一月一日 1 January 2013
香港會計準則第12號(修訂)「*遞延稅項：撥回相關資產*」	HKAS 12 (Amendments), "*Deferred Tax: Recovery of Underlying Assets*"	二零一二年一月一日 1 January 2012
香港會計準則第24號(經修訂)「*關連人士披露*」*	HKAS 24 (Revised), "*Related Party Disclosures*"*	二零一一年一月一日 1 January 2011
香港會計準則第32號(修訂)「*供股之分類*」	HKAS 32 (Amendments), "*Classification of Rights Issues*"	二零一零年二月一日 1 February 2010
香港(國際財務報告詮釋委員會)—詮釋第14號(修訂)「*最低資金規定的預付款*」	HK(IFRIC) – Int 14 (Amendments), "*Prepayments of a Minimum Funding Requirement*"	二零一一年一月一日 1 January 2011
香港(國際財務報告詮釋委員會)—詮釋第19號「*股本工具之財務負債之喪失*」	HK(IFRIC) – Int 19, "*Extinguishing Financial Liabilities with Equity Instruments*"	二零一零年七月一日 1 July 2010

42. 截至二零一零年十二月三十一日止年度已頒佈但仍未生效之修訂、新準則及詮釋之潛在影響(續)

* 已於本財務報表提早採納之香港會計準則第24號(經修訂)第25至27段除外。

於二零零九年十一月頒佈及二零一零年十二月修訂的香港財務報告準則第9號「金融工具」引入金融資產與金融負債之分類及計量以及取消確認之新規定。

- 香港財務報告準則第9號規定所有符合香港會計準則第39號「金融工具：確認及計量」範疇之已確認金融資產隨後將按攤銷成本或公允價值計量。具體而言，於隨後會計期間末，根據以收取合約現金流量為目的之業務模式所持有，及合約現金流量僅為支付本金及未償還本金利息之債務投資，一般按攤銷成本計量。所有其他債務投資及權益投資乃按隨後會計期間末之公允價值計量。

42. POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31 DECEMBER 2010 (continued)

* Except for paragraphs 25 to 27 of HKAS 24 (Revised) which have been early adopted in these financial statements.

HKFRS 9 *Financial Instruments* (as issued in November 2009) introduces new requirements for the classification and measurement of financial assets. HKFRS 9 *Financial Instruments* (as revised in December 2010) adds requirements for financial liabilities and for derecognition.

- HKFRS 9 requires all recognised financial assets that are within the scope of HKAS 39 Financial Instruments: Recognition and Measurement to be subsequently measured at either amortised cost or fair value. Specifically, debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent accounting periods. All other debt investments and equity investments are measured at their fair values at the end of subsequent accounting periods.

42. 截至二零一零年十二月三十一日止年度已頒佈但仍未生效之修訂、新準則及詮釋之潛在影響(續)

- 就金融負債之分類及計量而言，香港財務報告準則第9號最重大影響乃有關金融負債信貸風險變動應佔該負債(指定為按公允價值計入損益)公允價值變動之會計處理方法。特別是根據香港財務報告準則第9號，就指定為按公允價值計入損益之金融負債而言，該負債信貸風險變動應佔之金融負債公允價值變動金額於其他綜合收益確認，除非在其他綜合收益確認負債之信貸風險變動影響會導致或擴大損益上之會計錯配。金融負債信貸風險應佔之公允價值變動其後不會重新分類至損益。過往，根據香港會計準則第39號，指定為按公允價值計入損益之金融負債公允價值變動全部金額於損益確認。

香港財務報告準則第9號於二零一三年一月一日或之後開始的年度期間生效，並可提早應用。

董事預期，香港財務報告準則第9號將於二零一三年一月一日開始的年度期間在本集團綜合財務報表內採納，採納新準則將重大影響就本集團金融資產及金融負債呈報的金額。然而，於詳細審閱完成前，提供該影響的合理估計並不可行。

42. POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31 DECEMBER 2010 (continued)

- In relation to financial liabilities, the significant change relates to financial liabilities that are designated as at fair value through profit or loss. Specifically, under HKFRS 9, for financial liabilities that are designated as at fair value through profit or loss, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the presentation of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. Changes in fair value attributable to a financial liability's credit risk are not subsequently reclassified to profit or loss. Previously, under HKAS 39, the entire amount of the change in the fair value of the financial liability designated as at fair value through profit or loss was presented in profit or loss.

HKFRS 9 is effective for annual periods beginning on or after 1 January 2013, with earlier application permitted.

The directors anticipate that HKFRS 9 that will be adopted in the Group's consolidated financial statements for the annual period beginning 1 January 2013 and that the application of the new Standard will have a significant impact on amounts reported in respect of the Groups' financial assets and financial liabilities. However, it is not practicable to provide a reasonable estimate of that effect until a detailed review has been completed.

42. POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31 DECEMBER 2010 (continued)

The Group is in the process of making an assessment of what the impact of these amendments, new standard and new interpretations is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the Group's results of operations and financial position.

43. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY

The following list contains only the particulars of the Company's subsidiaries at 31 December 2010 which, in the opinion of the directors, principally affected the results,

43. 本公司主要附屬公司詳述(續)

43. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY (continued)

附屬公司名稱 **Name of subsidiary**	註冊資本詳情 **Particulars of registered share capital** 人民幣千元 **RMB'000**	公司持有註冊資本名義價值比例 **Percentage of nominal value of registered capital held by the Company** 直接 **Directly** %	間接 **Indirectly** %	主要活動 **Principal activities**
哈爾濱三利亞股份有限公司**	76,116	81.39	–	開發、生產、銷售經表面陶瓷化處理的輕金屬合金材料及建築鋁型材、建築板材、工業異性材、電泳漆、電解液及相關化工產品等 Development, production and sale of plasma-enhanced and electrochemical surface ceramicised light alloy materials, building aluminum templates and boards, industrial special nature materials, electrophoresis paints and electrolyte, relevant chemical products.
哈爾濱動力科技貿易股份有限公司**	27,000	55.55	44.45	貿易 Trading
哈爾濱汽輪機廠有限責任公司*	859,723	70.90	–	生產電站汽輪機 Manufacture of steam turbines
哈電集團哈爾濱電站閥門有限公司*	80,000	100	–	生產閥門 Manufacture of valves
哈電發電設備國家工程研究中心有限公司*	50,000	60	–	研究及開發水力發電設備技術 Research and development of power equipment engineerisation technology
哈動國家水力發電設備工程技術研究中心有限公司*	10,000	–	100	研究及開發水力發電設備技術 Research and development of hydropower generation equipment engineerisation technology
哈爾濱鍋爐廠預熱器有限責任公司*	70,000	–	96.86	生產工程設備 Manufacture of engineering equipment

43. 本公司主要附屬公司詳述(續)

43. PARTICULARS OF PRINCIPAL SUBSIDIARIES OF THE COMPANY (continued)

附屬公司名稱 **Name of subsidiary**	註冊資本詳情 **Particulars of registered share capital** 人民幣千元 **RMB'000**	公司持有註冊資本名義價值比例 **Percentage of nominal value of registered capital held by the Company** 直接 **Directly** %	間接 **Indirectly** %	主要活動 **Principal activities**
哈爾濱汽輪機廠輔機工程有限公司*	60,000	–	100	為渦輪提供工程服務 Provision of engineering service to turbines
哈電集團現代制造服務產業有限責任公司*	30,000	100	–	提供工程服務 Provision of engineering service
哈電集團（秦皇島）重型裝備有限公司*	171,624	100	–	生產和裝配大型火電、核電及燃氣輪機 Manufacture and assembly of large-scale thermal power, nuclear power and gas turbine
哈爾濱電機廠交直流電機有限責任公司*	87,207	100	–	生產大中型交直流電機及核電主泵電機 Manufacture of medium-to-heavy-duty AC/DC motors and nuclear power main pump motors.

* 有限責任公司

** 股份有限公司

* Limited liability company

** Joint stock limited company

本年度並無一家附屬公司發行任何債務證券。

None of the subsidiaries had issued any debt securities during the year.

重要事項揭示
Disclosure of Significant Events

1. 股東大會

本公司於2010年6月3日(星期五)上午9:00時，在中華人民共和國黑龍江省哈爾濱市香坊區三大動力路39號B座17樓會議大廳舉行了2009年度股東周年大會，會議審議通過了載於2010年4月9日股東周年大會通知所列之議案。

本公司於2010年6月3日(星期五)上午10:00時，在中華人民共和國黑龍江省哈爾濱市香坊區三大動力路39號B座17樓會議大廳舉行了2010年股東特別大會，會議審議未通過載於2010年4月19日股東特別大會通知所列之全部議案。

2. 2010年2月5日，本公司召開了第六屆董事會第三次會議，聘任吳偉章先生為本公司總經理。

3. 2010年2月5日，本公司召開了第六屆董事會第三次會議，為整合電站維修、改造、備品供應等服務業務，審議通過了組建哈電集團現代製造服務產業有限公司事項。

4. 2010年4月9日，本公司召開的第六屆董事會四次會議，審議通過了投資組建哈電集團財務公司事項。

5. 2010年6月9日，本公司召開的第六屆董事會五次會議，聘任曲哲先生為公司副總經理。

6. 2010年9月14日，本公司召開的第六屆董事會會議，審議通過了本公司所屬的哈爾濱電機廠有限責任公司與GE公司組建風電合資公司事項。

1. General Meeting

The 2009 Annual General Meeting of the Company was held in the meeting-room on the 17 Floor, Block B, No.39 Sandadongli Road, Xiangfang District, Harbin, Heilongjiang Province, the People's Republic of China, at 9:00 a.m. on 3 June, 2010 (Friday). All of the proposed resolutions set out in the Notice of Annual General Meeting dated 9 April, 2010 were passed at the meeting.

The 2010 Extraordinary General Meeting of the Company was held in the meeting-room on the 17 Floor, Block B, No.39 Sandadongli Road, Xiangfang District, Harbin, Heilongjiang Province, the People's Republic of China, at 10:00 a.m. on 3 June, 2010 (Friday). All of the proposed resolutions set out in the Notice of Extraordinary General Meeting dated 19 April, 2010 weren't passed at the meeting.

2. On 5 February, 2010, the sixth session Board of the Company convened its third meeting to engage Mr. Wu Weizhang as general manager of the Company.

3. On 5 February, 2010, the sixth session Board of the Company convened its third meeting to approve the establishment of HEC Modern Manufacturing and Services Corporation, so as to consolidate service businesses like power station maintenance, reconstruction, and supply of equipment.

4. On 9 April, 2010, the sixth session Board of the Company convened its fourth meeting to approve the establishment of HE Financial Corporation.

5. On 9 June, 2010, the sixth session Board of the Company convened its fifth meeting to engage Mr. Qu Zhe as deputy general manager of the Company.

6. On 14 September, 2010, the sixth session Board of the Company convened its meeting to approve the establishment of wing power joint venture by Harbin Electrical Machinery Company Limited, a subsidiary of the Company, and GE Corporation.

7. 2010年8月6日，本公司召開的第六屆董事會六次會議，審議通過了本公司投資建設江北科研基地事項。

8. 2010年10月26日，本公司召開的第六屆董事會會議，審議通過了本公司所屬的秦皇島重裝公司增資事項。

9. 2010年12月14日，本公司召開的第六屆董事會七次會議審議通過了本公司所屬的哈爾濱電機廠有限責任公司對昆明電機廠投資事項。

10. 重要合同簽訂情況

(1) 2010年3月25日，與中電投集團簽訂山東海陽二期2台1250MW常規島汽輪發電機組以及配套的4套汽水分離再熱器的製造合同。

(2) 2010年6月28日，與中電投集團簽訂江西彭澤2台1250MW共4套蒸汽發生器的製造合同。

(3) 2010年8月11日，與中核集團簽訂浙江三門二期2台1250MW常規島汽輪發電機組以及2套蒸汽發生器的製造合同。

(4) 2010年8月17日，與印度愛莎集團簽訂佳凱德二期

(6) 2010年8月30日，與中國機械設備進出口總公司簽訂斯里蘭卡普特拉姆二期2台300MW亞臨界燃煤機組供貨合同。

(7) 2010年10月30日，與山東源和電站工程技術有限公司簽訂印度馬德拉斯2台660MW超臨界燃煤發電機組的製造合同。

(8) 2010年11月1日，與中電投電力工程有限公司簽訂土耳其伊斯肯德倫2台600MW超臨界燃煤機組的製造合同。

(9) 2010年11月4日，與大唐岩灘水力發電有限責任公司簽訂岩灘水電站擴建工程2台300MW水輪機供貨合同。

(10) 2010年11月，與大唐觀音岩水電開發有限公司簽訂觀音岩2台600MW混流式水輪發電機供貨合同。

(11) 2010年11月12日，與蘇丹大巴委員會(DIU)簽訂蘇丹凱吉(Kajbar)6台60MW水電項目的機電設備總承包項目。

(12) 2011年12月6日，與廣西方元公司簽訂廣西鹿寨2台350MW超臨界(「W」火焰)燃煤機組的製造合同。

除以上事項外，本公司未有其他需披露而未披露之事項。

(6) On 30 August, 2010, the Company and CMEC signed a supply contract of two 300MW sub-critical thermal power units for the Phase II of Puttalam in Sri Lanka.

(7) On 30 October, 2010, the Company and Shan Dong Runh Power Plant Engineering Technology Co. Ltd. signed a manufacturing contract of two 660MW super critical thermal power units for Madras in India.

(8) On 1 November, 2010, the Company and CPI Power Engineering Co. Ltd. signed a manufacturing contract of two 600MW super critical thermal power units for Iskenderun in Turkey.

(9) On 4 November, 2010, the Company and Datang Yantan Hydropower Co. Ltd. signed a supply contract of two 300MW water turbines for the expansion project of Yantan Hydropower Station.

(10) In November, 2010, the Company and Datang Guanyinyan Hydropower Development Co. Ltd. signed a supply contract of two 600MW francis water turbines for Guanyinyan.

(11) On 12th November, 2010, the Company and DIU of Sudan signed an electric machinery turn-key contract of six 60MW hydropower project for Kajbar in Sudan.

(12) On 6 December, 2010, the Company and Guangxi Fangyuan signed a manufacturing contract of two 350MW W thermal power units for Guangxi Luzhai.

Save for disclosed above, the Company does not have any other discloseable matters which are not disclosed.

公司資料
Information on the Company

公司法定名稱

哈爾濱動力設備股份有限公司

公司英文名稱

Harbin Power Equipment Company Limited

公司註冊地址

中華人民共和國
黑龍江省
哈爾濱市
南崗高科技生產基地
3號樓
註冊號：2301001003796

公司辦公地址

中華人民共和國
黑龍江省
哈爾濱市
香坊區三大動力路
39號B座
郵政編碼：150040
電話：86-451-82135717或82135727
傳真：86-451-82135700
網址：www.chpec.com

在香港的營業地址

香港
中環
遮打道18號
歷山大廈二十樓

法定代表人

宮晶堃

授權代表

吳偉章
馬遂

REGISTERED NAME OF THE COMPANY

哈爾濱動力設備股份有限公司

ENGLISH NAME OF THE COMPANY

Harbin Power Equipment Company Limited

REGISTERED ADDRESS OF THE COMPANY

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Harbin
Heilongjiang Province
People's Republic of China
Registration No.2301001003796

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Gong Jing-kun

AUTHORISED REPRESENTATIVES

Wu Wei-zhang
Ma Sui

公司秘書

馬遂

核數師

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執業會計師
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香港聯合交易所
編號：1133

COMPANY SECRETARY

Ma Sui

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LISTING INFORMATION

H Shares
The Stock Exchange of Hong Kong Limited
Stock Code: 1133

公司資料(續)

備查文件
Documents Available for Inspection

1. 本公司二零一零年度報告正本。
2. 本公司經審核之財務報表正本。

1. The original copy of the 2010 Annual Report of the Company.
2. The original copy of the Company's audited financial statements.

股東週年大會通知
Notice of Annual General Meeting

7. 公司章程修改(公司更名事項)：將《公司章程》第二條「公司的註冊中文名稱：哈爾濱動力設備股份有限公司，英文名稱：HARBIN POWER EQUIPMENT COMPANY LIMITED (縮寫為「HPEC」)」修改為：

   《公司章程》第二條「公司的註冊中文名稱：哈爾濱電氣股份有限公司，英文名稱：HARBIN ELECTRIC COMPANY LIMITED」。

8. 授權本公司董事會在遵守有關法律、法規的前提下，在董事會認為適當時機，一次或分多次配發面值總額不超過等於本決議案通過日本公司已發行股份面值總額的20%的H股或A股新股。授權有效期為本決議案通過日起12個月或至股東大會通過特別決議撤消或更改本決議案時為止。如果上述配發新股決議案被通過並得以實施，授權董事會對本公司的《公司章程》第十五條、第十六條有關內容進行必要的修改，以反映公司股本結構和註冊資本由於配發新股所發生的變動。

承董事會命
公司秘書
馬遂

中國哈爾濱，2011年3月18日

7. To make amendments to the Articles of Association of the Company (Change of Company Name): "The registered name of the Company is 哈爾濱動力設備股份有限公司 in Chinese and HARBIN POWER EQUIPMENT COMPANY LIMITED (short name "HPEC") in English." in clause 2 of the Articles of Association be amended to:

   "The registered name of the Company is 哈爾濱電氣股份有限公司 in Chinese and HARBIN ELECTRIC COMPANY LIMITED in English."

8. To authorize the Board of Directors of the Company, in compliance with applicable laws and regulations and in opportunities they considered proper, to place the new shares at once or various times with a total par value of no more than twenty percent (20%) of the Company's listed H shares' or A shares' total par value on this resolution approval day. The authorization will be valid from the resolution approval day, its duration will be 12 months or expire until the Annual General Meeting of the Company approves the special decision to withdraw or modify this resolution. If the above resolution of placing the new shares is approved and carried out, to authorize the Board of Directors of the Company to make necessary revision on the clause 15 and clause 16 in the Articles of Association of the Company, so as to reflect the alterations of the Company's share capital structure and registered capital, which results from the new shares placing.

By order of the Board
Harbin Power Equipment Company Limited
Ma Sui
Company Secretary

Harbin, China, 18 March, 2011

股東週年大會通知(續)
Notice of Annual General Meeting (continued)

公司註冊地址：
中華人民共和國
黑龍江省，哈爾濱市
南崗區高科技生產基地三號樓

公司辦公通訊地址：
中華人民共和國
黑龍江省，哈爾濱市
香坊區三大動力路39號B座

附註：

1. 為確定有權出席股東周年大會並表決和獲派予股東大會擬派的2010年度股息的股東名單，本公司將於2011年4月13日至2011年5月12日期間(包括首尾兩天)，暫停辦理股東名冊變更登記，暫停登記前已經在冊的股東有權出席股東周年大會並進行表決及有權獲派2010年度股息(如經該股東大會宣派)，暫停登記期間買入本公司股份的人士無權出席股東周年大會，亦無權獲派2010年度股息。確保有資格收取2010年度末期股息，所有填妥之過戶文件連同有關股票須於2011年4月12日下午4時30分前送達本公司於香港之過戶登記處香港證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712 – 1716室。

2. 擬出席股東周年大會的股東應在2011年4月15日下午五時前，將擬出席會議的書面回覆送達公司的辦公通訊地址。

3. 任何有權出席股東周年大會並有權表決的股東，均有權委派一個或多個人(不論該人是否為股東)作為其股東代理人，代他出席及表決。

4. 股東代理人委任表格連同簽署人的經公證的授權書或其它授權文件(如有)必須于股東周年大會指定舉行時間二十四小時前送交本公司的辦公通訊地址方為有效。

Registered Office of the Company:
Block 3, Nangang High Technology Production Base
Harbin, Heilongjiang Province
People's Republic of China

Office Address of the Company:
Block B, No 39 Sandadongli Road, Xiangfang District
Harbin, Heilongjiang Province
People's Republic of China

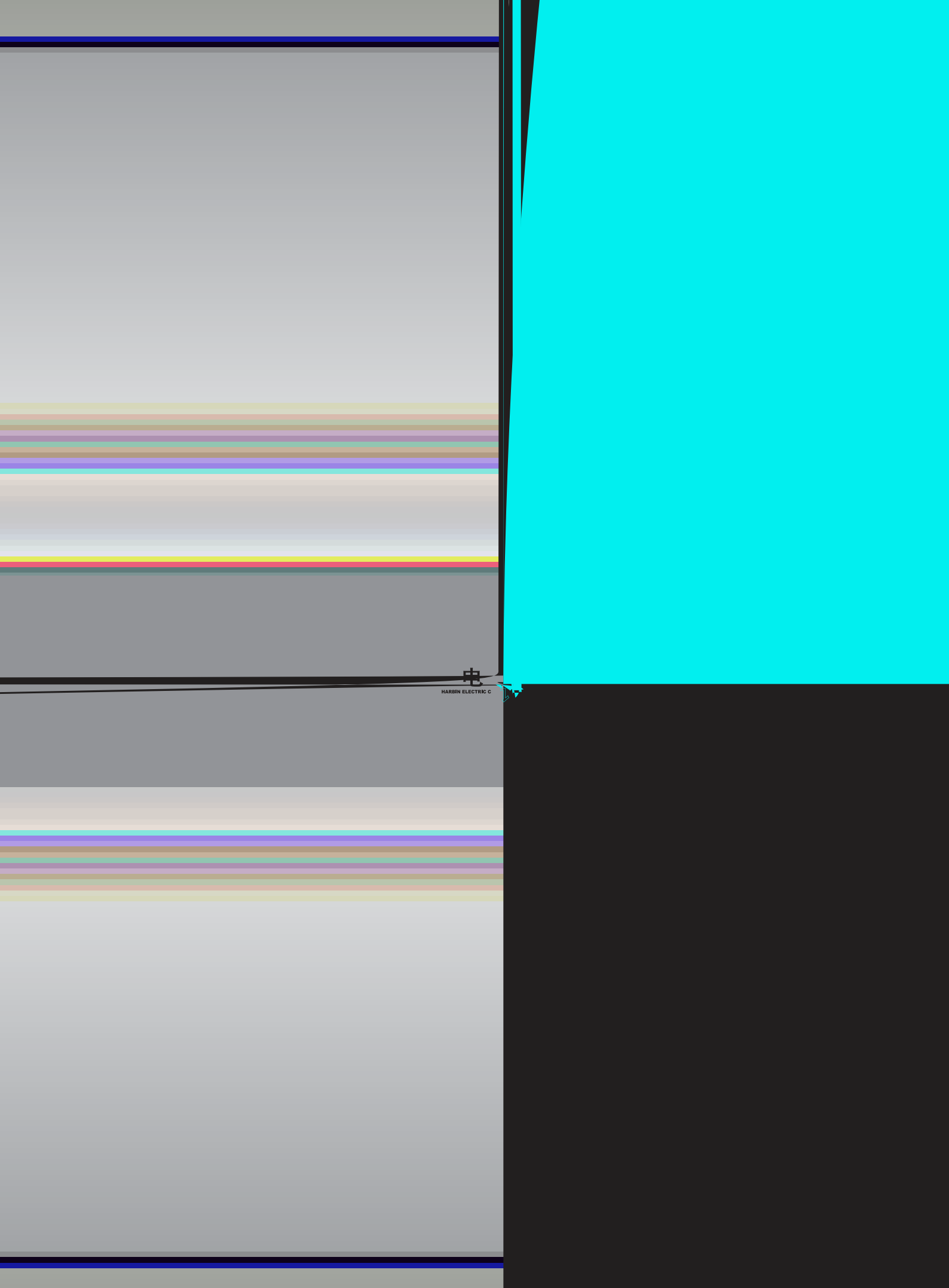
Notes:

1. For the purpose of determining the list of shareholders entitled to attend and vote at the Annual General Meeting and the receive of the proposed dividend of the year of 2010 to be declared at that meeting, the Company shall temporarily suspend changes to the register of shareholders from 13th April, 2011 to 12th May, 2011 (both days inclusive). Shareholders whose names appear on the register at the time of the suspension of registration shall be entitled to attend and vote at the Annual General Meeting and shall be entitled to receive of the proposed dividend of the year of 2010 (if declared at that General Meeting). Person who purchased shares of the Company during the period of suspension of registration shall not be entitled to attend the Annual General Meeting nor to the dividend of the year of 2010. In order to qualify for the final dividend for 2010, all transfers documents, accompanied by the relevant share certificates, must be lodged with the Company's Registrar in Hong Kong, namely, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m., 12th April 2011.

2. Shareholders intending to attend the Annual General Meeting shall give written notice of the same to the Company, which shall be lodged at the office address of the Company before 5:00 p.m. on 15 April 2011.

3. A Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more persons (whether or not a shareholder of the Company) as his proxy to attend and vote on behalf of him.

4. To be valid, the form of proxy, together with a duly notarized power of attorney or other document of authority, if any, under which the form is signed must be deposited at the office address of the Company not less than 24 hours before the time appointed for holding the Annual General Meeting.


HARBIN ELECTRIC C