

# CHANGCHAI COMPANY, LIMITED

# **ANNUAL REPORT 2019**

**April 2020** 

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#### Part I Important Notes, Table of Contents and Definitions

The Board of Directors (or the "Board"), the Supervisory Committee as well as the directors, supervisors and senior management of Changchai Company, Limited (hereinafter referred to as the "Company") hereby guarantee the factuality, accuracy and completeness of the contents of this Report and its summary, and shall be jointly and severally liable for any misrepresentations, misleading statements or material omissions therein.

Shi Xinkun, the Company's legal representative, Zhang Xin, the Company's General Manager, and Jiang He, head of the Company's financial department (equivalent to financial manager) hereby guarantee that the Financial Statements carried in this Report are factual, accurate and complete.

All the Company's directors have attended the Board meeting for the review of this Report and its summary.

Any plans for the future and other forward-looking statements mentioned in this Report shall NOT be considered as absolute promises of the Company to investors. Therefore, investors are kindly reminded to pay attention to possible investment risks.

The Company has described in detail the risks it might face in "Part IV Operating Performance Discussion and Analysis", IX, "4. Possible Risks in Future" herein.

The Board has approved a final dividend plan as follows: based on the 561,374,326 shares, the Company has no final dividend plan, either in the form of cash or stock.

This Report and its summary have been prepared in both Chinese and English. Should there be any discrepancies or misunderstandings between the two versions, the Chinese versions shall prevail.

## **Definitions**

Term	Definition			
The "Company", "Changchai" or "we"	Changchai Company, Limited and its consolidated subsidiaries, except where the context otherwise requires			
Changchai Benniu	Changzhou Changchai Benniu Diesel Engine Fittings Co., Ltd.			
Changchai Wanzhou	Changchai Wanzhou Diesel Engine Co., Ltd.			
Housheng Investment	Changzhou Housheng Investment Co., Ltd.			
Housheng Agricultural Equipment	Changzhou Changchai Housheng Agricultural Equipment Co., Ltd.			
Changchai Robin	Changzhou Fuji Changchai Robin Gasoline Engine Co., Ltd.			
Changchai Machinery	Jiangsu Changchai Machinery Co., Ltd.			
RMB, RMB'0,000	Expressed in the Chinese currency of Renminbi, expressed in tens of thousands of Renminbi			
The "Reporting Period" or "Current Period"	The period from 1 January 2019 to 31 December 2019			

## Part II Corporate Information and Key Financial Information

#### **I Corporate Information**

Stock name	Changchai, Changchai-B Stock code 000570, 200570				
Stock exchange for stock listing	Shenzhen Stock Exchange				
Company name in Chinese	常柴股份有限公司				
Abbr.	苏常柴				
Company name in English	CHANGCHAI COMPANY,LIMITED				
Abbr.	CHANGCAHI CO.,LTD.				
Legal representative	Shi Xinkun				
Registered address	123 Huaide Middle Road, Changzhou, Jiangsu, China				
Zip code	213002				
Office address	123 Huaide Middle Road, Changzhou, Jiangsu, China				
Zip code	213002				
Company website	http://www.changchai.com.cn				
Email address	cctqm@public.cz.js.cn				

#### **II Contact Information**

	Board Secretary	Securities Representative
Name	He Jianjiang	
Address	123 Huaide Middle Road, Changzhou, Jiangsu, China	
Tel.	(86) 519-68683155	
Fax	(86) 519-86630954	
Email address	cchjj@changchai.com	

#### III Media for Information Disclosure and Place where this Report Is Lodged

Newspapers designated by the Company for information disclosure	Securities Times, Ta Kung Pao (HK)
Website designated by CSRC for publication of this Report	http://www.cninfo.com.cn



Place where this Report is lodged	Board Secretariat of the Company and the Shenzhen Stoc
	Exchange

#### **IV Change to Company Registered Information**

Unified social credit code	91320400134792410W
Change to principal activity of the Company since going public	No change
Every change of controlling shareholder since incorporation	On 22 November 2018, the State-owned Assets Supervision and Administration Commission of Changzhou Municipal People's Government transferred its entire holdings of 170,845,236 shares in the Company (a stake of 30.43%) to Changzhou Investment Group Co., Ltd. for no compensation. These shares are non-restricted public shares.

#### V Other Information

The independent audit firm hired by the Company:

Name	Gongzheng Tianye Certified Public Accountants LLP	
Office address	Yingtong Commerce Building, Changzhou, Jiangsu, China	
Accountants writing signatures	Dai Weizhong, Xu Wenxiang	

The independent sponsor hired by the Company to exercise constant supervision over the Company in the Reporting Period:

□ Applicable √ Not applicable

The independent financial advisor hired by the Company to exercise constant supervision over the Company in the Reporting Period:

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

#### VI Key Financial Information

Indicate by tick mark whether there is any retrospectively restated datum in the table below.

□ Yes √ No

	2019	2018	2019-over-2018 change (%)	2017
Operating revenue (RMB)	2,040,133,717.30	2,132,902,718.60	-4.35%	2,423,058,958.29
Net profit attributable to the listed company's shareholders (RMB)	24,934,586.11	62,021,374.04	-59.80%	46,431,302.73



Net profit attributable to the listed company's shareholders before exceptional gains and losses (RMB)	14,376,783.21	-43,333,196.13	-	18,818,435.16
Net cash generated from/used in operating activities (RMB)	-20,542,857.52	273,819,526.89	-	-121,669,279.39
Basic earnings per share (RMB/share)	0.04	0.11	-63.64%	0.08
Diluted earnings per share (RMB/share)	0.04	0.11	-63.64%	0.08
Weighted average return on equity (%)	1.20%	2.84%	-1.64%	2.00%
	31 December 2019	31 December 2018	Change of 31 December 2019 over 31 December 2018 (%)	31 December 2017
Total assets (RMB)	3,484,975,990.48	3,542,019,195.75	-1.61%	3,722,905,285.05
Equity attributable to the listed company's shareholders (RMB)	2,109,239,597.94	2,043,308,026.74	3.23%	2,246,896,857.86

# VII Accounting Data Differences under China's Accounting Standards for Business Enterprises (CAS) and International Financial Reporting Standards (IFRS) and Foreign Accounting Standards

#### 1. Net Profit and Equity under CAS and IFRS

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

No difference for the Reporting Period.

#### 2. Net Profit and Equity under CAS and Foreign Accounting Standards

□ Applicable √ Not applicable

No difference for the Reporting Period.

#### 3. Reasons for Accounting Data Differences Above

□ Applicable √ Not applicable

#### VIII Key Financial Information by Quarter

Unit: RMB

	Q1	Q2	Q3	Q4
Operating revenue	557,670,611.48	558,159,234.11	460,579,449.28	463,724,422.4
Net profit attributable to the listed company's shareholders	2,518,025.10	16,539,999.97	950,668.62	4,925,892.42
Net profit attributable to the listed company's shareholders before exceptional gains and losses	1,083,678.62	13,143,476.97	197,704.53	-48,076.91
Net cash generated from/used in operating activities	-63,832,631.41	-90,395,073.36	-23,645,425.75	157,330,273.00

Indicate by tick mark whether any of the quarterly financial data in the table above or their summations differs materially from what have been disclosed in the Company's quarterly or interim reports.

□ Yes √ No

#### **IX Exceptional Gains and Losses**

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Item	2019	2018	2017	Note
Gain or loss on disposal of non-current assets (inclusive of impairment allowance write-offs)	1,914,137.47	-265,966.68	1,005,800.62	
Government subsidies charged to current profit or loss (exclusive of government subsidies given in the Company's ordinary course of business at fixed quotas or amounts as per the government's uniform standards)	5,312,295.51	6,291,685.65	8,456,560.85	
Capital occupation charges on non-financial enterprises that are charged to current profit or loss	536,504.84	938,737.87	1,200,592.21	



			T	
Gain equal to the amount by which investment costs for the Company to obtain subsidiaries, associates and joint ventures are lower than the Company's enjoyable fair value of identifiable net assets of investees when making investments			19,924,486.12	
Gain or loss on fair-value changes in held-for-trading and derivative financial assets and liabilities & income from disposal of held-for-trading and derivative financial assets and liabilities and other investments in debt obligations (exclusive of the effective portion of hedges that arise in the Company's ordinary course of business)	-49,255.00	105,672,874.83	654,862.68	
Non-operating income and expense other than the above	372,534.93	1,392,895.84	-4,441,830.05	
Gain or loss on re-measurement by the fair value of equity interests in joint ventures before acquisition dates in business combinations not under common control			1,751,203.43	
Reversed portions of impairment allowances for entrustment loans which are tested individually for impairment	4,000,000.00	10,000,000.00		
Less: Income tax effects	1,520,857.98	18,670,371.98	951,629.77	
Non-controlling interests effects (net of tax)	7,556.87	5,285.36	-12,821.48	
Total	10,557,802.90	105,354,570.17	27,612,867.57	

Explanation of why the Company reclassifies as recurrent an exceptional gain/loss item defined or listed in the Explanatory Announcement No. 1 on Information Disclosure for Companies Offering Their Securities to the Public—Exceptional Gain/Loss Items:

□ Applicable √ Not applicable

No such cases for the Reporting Period.

## **Part III Business Summary**

#### I Principal Activity of the Company in the Reporting Period

As a manufacturer, we specialize in the manufacture and sale of diesel engines, diesel engine fittings and castings, gasoline engines, gasoline engine fittings, rotovators, walking tractors, molds and jigs as well as the assembly and sale of diesel engine and gasoline engine supporting sets.

We mainly manufacture and sell small and medium-sized single-cylinder and multi-cylinder diesel engines under the brand of "Changchai", which are often used in tractors, combine-harvesters, light commercial vehicles, agriculture equipment, small-sized engineering machinery, generator sets, ship machines, etc.

#### **II Significant Changes in Major Assets**

#### 1. Significant Changes in Major Assets

Major assets	Main reason for significant changes		
Equity assets	During the reporting period, the company set up a wholly-owned subsidiary, Jiangsu Changchai Machinery Co., Ltd., and invested in Jiangsu Housheng New Energy Technology Co., Ltd.		
Other current assets	The ending amount stood at RMB6,353,920.33, down 81.51% from the beginning amount, primarily driven by a decrease in VAT withheld.		

#### 2. Major Assets Overseas

☐ Applicable √ Not applicable

#### **III Core Competitiveness Analysis**

#### 1. Advantages in Brand

Changchai is a national industrial enterprise with a history of over one hundred years. It is one of the earliest professional manufacturers of internal combustion engines in China. The brand "Changchai" is the earliest domestic trademark of production goods known as China's well-known trademarks. The diesel engine of "Changchai" brand is China's brand-name product. The enterprise has been certified by ISO9001 and IATF16949 quality systems, ISO14001 environmental management system, ISO/TS16949 automotive product quality management system, and accessed to the national export-free enterprise qualification. Changchai was honorably



ranked among "the Top One Hundred Chinese Enterprises in Engineering Industry" and "China Pacesetter Enterprise of Industrial Industry" for several times, and was awarded the honorary title of "State-level Enterprise of Observing Contracts and Keeping Promise", "China's Agricultural Machinery Parts and Components Leading Enterprises", "China's Agricultural Machinery AAA Credit Enterprise", "Quality Management Excellence Award of Jiangsu Province" and "Mayor Quality Award of Changzhou City". The Company has been among the "Jiangsu Independent Industries Brand Top 50"for four years in a row. Also, it has been among the 10 users' most satisfied leading brands in "Jing Geng" competition for many years. In 2019, the Company once again was given the title of "Top 50 Industrial Brands of Jiangsu Province", "China's Agricultural Machinery Parts and Components Leading Enterprises", "National Model Enterprise for Trustworthy Product and Service Quality" and "China's Top 500 Most Valuable Brands", among others. For many years, in the process of achieving steady economic development of the enterprise, we developed in a sound manner and cultivated the "Changchai" brand, a famous small diesel engine brand of China with independent intellectual property rights.

#### 2. Advantages in Technology

The Company has a state-level technology center and post-doctoral research station, and a research center of small and medium-power internal combustion engine engineering and technology in Jiangsu Province. Currently, it is mainly engaged in production of small and medium-power single-cylinder and multi-cylinder diesel engine. It has a complete product range, a wide power level coverage, a high reputation and intellectual property rights for its main products. Its 4G33TC diesel engine has been included in the provincial catalog of key new technologies and products to be promoted. Its 4G33TC and 3M78 diesel engines have been recognized as "high-tech products" at the provincial level. The 4G33V16 Multi-Cylinder Diesel Engine won the China Agricultural Machinery Industry Annual Product Innovation Award, The Speed Regulator for Single-Cylinder Diesel Engines—one of the Company's patented technologies, won the China Patent Excellence Award, and three other products including the H16 Diesel Engine were recognized as "High-Tech Product" at the municipal level. During the Reporting Period, the Company filed for 9 patents and was granted 10 patents. Currently, the Company has a total of 138 patents granted by authorities at home and abroad, including 12 invention patents.

#### 3. Advantages in Marketing

Changchai has built up a sales service network covering the whole country, with 5 sales business units, 27 sales service centers and over 800 service stations. In addition, in order to meet the National Emission Standard IV for Non-Road Vehicles and provide better after-sales service for customers, a service monitoring platform with Changchai characteristics has been put in place. With a perfect diesel sales service network system, the Company

is able to provide high quality, efficient and timely services for customers.

#### Part IV Operating Performance Discussion and Analysis

#### I Overview

In 2019, China's economic situation was extremely severe, with much greater risks and challenges at home and abroad. The agricultural machinery market remained under depression due to multiple factors such as changes to the agricultural subsidy policy, stricter emission regulations for diesel engines, more stringent inspection of safety and environmental protection, fluctuating prices of raw materials, weaker purchasing power of farmers and the China-U.S. trade war. Amid the deep change in the agricultural machinery industry and the harsh market environment, the Company formulated effective operating strategies, refined the product mix, worked on segment markets, strengthened quality control and enhanced internal management. As a result, despite a decreasing output and sales volume in the industry as a whole, the Company managed to maintain stable and orderly development. Certain business indicators such as the sales volume decreased, but slower than the industry average. During the Reporting Period, the Company sold 675,000 units of diesel engines, gasoline engines and related generator sets, including 138,100 units of gasoline engines, generating total sales revenue of RMB2,040,133,717.30, a drop of 4.35% year-on-year.

In terms of product development and supporting areas, the Company has completed the development of several models of single-cylinder common rail diesel engines to fully meet the State III emission standards of three-wheels and State IV emission standards of non-road mobile machinery. The Company has established all-round connection with industrial mainstream brands for products of State IV standards. For the key product 4G36V16 diesel, it has completed the calibration of emission source machines for multiple after-treatment modes and multiple power ranges, with a diversity of plant protection tractors as supporting products. The Company developed supporting resources on all fronts, completed supporting promotion for a number of product models and achieved marked growth in market alignment.

In terms of market service, the Company further optimized and expanded the franchised dealer team, strengthened the franchised dealer network, enhanced franchise loyalty, improved the aftermarket sales and service network, developed new dealers and beefed up the sales and management of accessories. The Company continued to enhance service quality, fully promoted the experience of modular management of busy farming seasons, intensified training for market service personnel, main engine plants and dealers, explored the service application of Internet+, drove the analysis, integration and application management of quality information and service data and improved the overall service capacity of service resources.

In terms of quality management, the Company further implemented quality projects, refined system management and successfully passed the external review for IATF16949 and the ISO9001 quality system and the on-site monitoring and review of CNAS. It enhanced the quality of whole machines and parts on all fronts, made continuous efforts to improve product quality, optimized work flows in a number of aspects, including testing equipment, product parts traceability systems and quality improvement projects, and refined processes, leading to enhancement in product image.

In terms of internal management, the Company strengthened production organization and management according to the actual situation, continuously improved the supply system, intensified delicacy management of cost and inventory, and promoted cost reduction and expenditure minimization as a response to the continuous market downturn, leading to substantial achievements in cost reduction and efficiency enhancement and improvements in production and operation efficiency.

During the Reporting Period, the Company established Jiangsu Changchai Machinery Co., Ltd. to implement

light engine and casting relocation projects. The new subsidiary has a registered capital of RMB300 million with RMB10 million already paid up. Early-stage work of the project, including feasibility demonstration, planning, design and registration, has been completed. So far, construction has commenced. The project is planned to be completed and put into operation in 2021.

#### **II Core Business Analysis**

#### 1. Overview

See "I Overview" above.

#### 2. Revenue and Cost Analysis

#### (1) Breakdown of Operating Revenue

Unit: RMB

	2019		201	8		
	Operating revenue	As % of total operating revenue (%)	Operating revenue	As % of total operating revenue (%)	Change (%)	
Total	2,040,133,717.30	100%	2,132,902,718.60	100%	-4.35%	
By operating divi	sion					
Internal combustion engines	2,001,911,782.04	98.13%	2,093,039,249.58	98.13%	-4.35%	
Other	38,221,935.26	1.87%	39,863,469.02	1.87%	-4.29%	
By product categor	ory					
Diesel engines	1,856,130,365.33	90.98%	1,945,336,290.52	91.21%	-4.59%	
Gasoline engines	133,936,656.91	6.57%	130,329,100.71	6.11%	2.77%	
Other	50,066,695.06	2.45%	57,237,327.37	2.68%	-12.53%	
By operating segment						
Domestic	1,726,174,312.79	84.61%	1,785,012,986.06	83.69%	-3.30%	
Overseas	313,959,404.51	15.39%	347,889,732.54	16.31%	-9.75%	

# (2) Operating Division, Product Category or Operating Segment Contributing over 10% of Operating Revenue or Operating Profit

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable



	Operating revenue	Cost of sales	Gross profit margin	YoY change in operating revenue (%)	YoY change in cost of sales (%)	YoY change in gross profit margin (%)	
By operating d	ivision						
Internal combustion engines	2,001,911,78 2.04	1,679,856,89 1.00	16.09%	-4.35%	-5.74%	1.24%	
By product cat	By product category						
Diesel engines	1,856,130,36 5.33	1,560,642,19 5.38	15.92%	-4.59%	-5.65%	0.95%	
Gasoline engines	133,936,656. 91	108,678,942. 40	18.86%	2.77%	-4.68%	6.34%	
Other	50,066,695.0	40,328,639.9	19.45%	-12.53%	-11.05%	-1.34%	
By operating segment							
Domestic	1,726,174,31 2.79	1,404,826,59 1.91	18.62%	-3.30%	-4.74%	1.24%	
Overseas	313,959,404. 51	304,823,185. 84	2.91%	-9.75%	-10.01%	0.28%	

Core business data of the prior year restated according to the changed statistical caliber for the Reporting Period:

□ Applicable √ Not applicable

#### (3) Whether Revenue from Physical Sales Is Higher than Service Revenue

 $\sqrt{\text{Yes}} \square \text{No}$ 

Operating division	Item	Unit	2019	2018	Change (%)
	Unit sales	Unit	536,932	556,443	-3.51%
Diesel engines	Output	Unit	519,339	562,223	-7.63%
	Inventory	Unit	48,003	65,596	-26.82%

 $<sup>\</sup>Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

#### (4) Execution Progress of Major Signed Sales Contracts in the Reporting Period

□ Applicable √ Not applicable

#### (5) Breakdown of Cost of Sales



		2019		2018		
Product category	Item	Cost of sales	As % of total cost of sales (%)	Cost of sales	As % of total cost of sales (%)	Change (%)
Diesel engines	Raw materials	1,317,459,424.33	78.43%	1,422,647,277.45	78.45%	-7.39%
Diesel engines	Labor cost	214,361,508.91	12.76%	238,105,274.10	13.13%	-9.97%
Diesel engines	Depreciati on	74,355,935.23	4.43%	75,456,887.66	4.16%	-1.46%
Diesel engines	Energy	27,773,748.68	1.65%	28,471,079.99	1.57%	-2.45%

#### (6) Changes in the Scope of Consolidated Financial Statements for the Reporting Period

√Yes □ No

Changchai Company, Limited (hereinafter referred to as "the Company") reviewed and approved the Proposal on Establishing the Wholly-owned Subsidiary to Implement the Project of Producing Light Engines and Casting on the extraordinary board meeting held on 25 February 2019. The Board agreed the Company to invest RMB0.3 billion for establishing the wholly-owned subsidiary to implement the project of producing light engines and casting. For details, please refer to the Announcement on the External Investment and Intention of Establishing the Wholly-owned Subsidiary (No.: 2019-004) disclosed on Securities Times, Hong Kong Ta Kung Pao and Cninfo on 26 February 2019. On 6 March 2019, the wholly-owned subsidiary completed the registration procedures and obtained the Business License issued by the Administrative Examination and Approval Authority of Changzhou State Hi-Tech Industry Development Zone (Xinbei District). For more details, please refer to the Announcement on the Progress of External investment and Intention of Establishing the Wholly-owned Subsidiary (No.: 2019-005) disclosed on Securities Times, Hong Kong Ta Kung Pao and Cninfo on 7 March 2019. Thus, the consolidation scope of the Reporting Period increased a subsidiary- Jiangsu Changchai Machinery Co., Ltd.

#### (7) Major Changes to the Business Scope or Product or Service Range in the Reporting Period

☐ Applicable √ Not applicable

#### (8) Major Customers and Suppliers

#### Major customers:

Total sales to top five customers (RMB)	864,536,279.47
Total sales to top five customers as % of total sales of the Reporting Period (%)	42.38%



Total sales to related parties among top five customers as % of	
total sales of the Reporting Period (%)	0.00

Information about top five customers:

No.	Customer	Sales revenue contributed for the Reporting Period (RMB)	As % of total sales revenue (%)
1	Customer 1	360,622,078.51	17.68%
2	Customer 2	192,587,952.49	9.44%
3	Customer 3	139,976,253.71	6.86%
4	Customer 4	90,595,836.18	4.44%
5	Customer 5	80,754,158.58	3.96%
Total		864,536,279.47	42.38%

Other information about major customers:

□ Applicable √ Not applicable

Major suppliers:

Total purchases from top five suppliers (RMB)	239,017,892.01
Total purchases from top five suppliers as % of total purchases of the Reporting Period (%)	16.11%
Total purchases from related parties among top five suppliers as % of total purchases of the Reporting Period (%)	0.00

Information about top five suppliers:

No.	Supplier	Purchase in the Reporting Period (RMB)	As % of total purchases (%)
1	Supplier 1	98,793,697.74	6.66%
2	Supplier 2	51,409,844.73	3.47%
3	Supplier 3	37,965,669.05	2.56%
4	Supplier 4	28,270,929.54	1.91%
5	Supplier 5	22,577,750.95	1.52%
Total		239,017,892.01	16.11%

Other information about major suppliers:

□ Applicable √ Not applicable

#### 3. Expense

	2019	2018	Change (%)	Reason for any significant change
Selling expense	97,085,117.05	126,997,066.87	-23.55%	



Administrative expense	106,183,133.40	116,027,838.96	-8.48%	
Finance costs	-4,424,871.16	-903,762.30		
R&D expenses	66,221,376.27	72,182,840.78	-8.26%	

#### 4. R&D Expense

#### $\sqrt{\text{Applicable}}$ $\square$ Not applicable

The Company has been valuing the R&D of new products and application of new technologies. Based on the market-oriented policy, the Company continuously promotes technological upgrading, makes great efforts to improve the technological development capacity and self-innovation capacity and increases the added value of products so as to continuously enhance the Company's market competitiveness.

Details about R&D expense:

	2019	2018	Change (%)
Number of R&D personnel	360	368	-2.17%
R&D personnel as % of total employees	11.96%	11.55%	0.41%
R&D expense (RMB)	66,221,376.27	72,182,840.78	-8.26%
R&D expense as % of operating revenue	3.25%	3.38%	-0.13%
Capitalized R&D expense (RMB)	0.00	0.00	
Capitalized R&D expense as % of total R&D expense	0.00%	0.00%	

Reasons for any significant YoY change in the percentage of R&D expense in operating revenue:

□ Applicable √ Not applicable

Reason for any sharp variation in the percentage of capitalized R&D expense and rationale:

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

#### 5. Cash Flows

Item	2019	2018	Change (%)	
Subtotal of cash generated from operating activities	2,226,972,713.23	2,494,609,605.84	-10.73%	
Subtotal of cash used in operating activities	2,247,515,570.75	2,220,790,078.95	1.20%	
Net cash generated from/used in operating activities	-20,542,857.52	273,819,526.89		
Subtotal of cash generated from investing activities	20,016,934.88	157,994,762.83	-87.33%	
Subtotal of cash used in investing activities	98,179,310.79	51,775,807.81	89.62%	



Net cash generated from/used in investing activities	-78,162,375.91	106,218,955.02	
Subtotal of cash generated from financing activities	34,000,000.00	40,700,000.00	-16.46%
Subtotal of cash used in financing activities	78,505,058.96	58,922,496.75	33.23%
Net cash generated from/used in financing activities	-44,505,058.96	-18,222,496.75	
Net increase in cash and cash equivalents	-142,494,895.42	361,815,985.16	

Explanation of why any of the data above varies significantly:

Significant changes in net cash generated from/used in operating activities compared to that of last year were mainly due to the increase of accounts receivable within the credit period, realization of less bank's acceptance bills in the Reporting Period;

Significant changes in net cash generated from/used in investing activities compared to that of last year were due to the Company's investment in Jiangsu Changchai Machinery Co., Ltd. and Jiangsu Housheng New Energy Technology Co., Ltd. in the Reporting Period and increase in cash inflow through sales of stocks in Bank of Jiangsu last year;

Significant changes in net cash generated from/used in financing activities compared to that of last year were mainly due to decrease of bank loans in the Reporting Period.

Reason for any big difference between the net operating cash flow and the net profit for this Reporting Period  $\sqrt{\text{Applicable}}$  Dot applicable

The big difference between the net operating cash flow and the net profit for this Reporting Period mainly due to increase of accounts receivable within the credit period which decreased the net operating cash flow. The external investments of the Company in the Reporting Period decreased the net investing cash flow.

#### **III Analysis of Non-Core Businesses**

☐ Applicable √ Not applicable

#### IV Analysis of Assets and Liabilities

#### 1. Significant Changes in Asset Composition

Adjustments to the Financial Statements at the Beginning of the First Execution Year of any New Standards Governing Financial Instruments, Revenue or Leases since 2019

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

	31 December 2019	31 December 2018	Change	Reason for
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 $<sup>\</sup>sqrt{\text{Applicable}}$  Dot applicable

	Amount	As % of total assets	Amount	As % of total assets	in percenta ge (%)	any significant change
Monetary assets	637,214,006.06	18.28%	800,960,036.69	22.61%	-4.33%	
Accounts receivable	419,295,665.51	12.03%	378,859,159.11	10.70%	1.33%	
Inventories	473,352,010.58	13.58%	557,953,891.70	15.75%	-2.17%	
Investment property	48,447,666.83	1.39%	50,656,007.63	1.43%	-0.04%	
Long-term equity investments	0	0.00%	0.00	0.00%	0.00%	
Fixed assets	457,582,514.13	13.13%	511,250,371.37	14.43%	-1.30%	
Construction in progress	91,358,156.24	2.62%	89,090,384.71	2.52%	0.10%	
Short-term borrowings	22,000,000.00	0.63%	27,000,000.00	0.76%	-0.13%	
Long-term borrowings	0.00	0.00%	2,000,000.00	0.06%	-0.06%	

#### 2. Assets and Liabilities at Fair Value

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Item	Beginning amount	Gain/loss on fair-value changes in the Reporting Period	Cumulati ve fair-value changes charged to equity	Impairme nt allowance for the Reporting Period	Purchased in the Reporting Period	Sold in the Reporting Period	Other change	Ending amount
Financial								
assets								
1.								
Held-for-t								
rading								
financial								
assets	36,205,97				78,500,00	26,753,87		87,952,1
(derivativ	5.04				0.00	3.41		01.63



e financial								
assets								
exclusive)								
4.								
Investmen								
t in other								
equity								
instrumen	470,940,0	61,946,00	317,059,7					532,886,
ts	00.00	0.00	75.00					000.00
Subtotal								
of								
financial	507,145,9	61,946,00	317,059,7		78,500,00	26,753,87		620,838,
assets	75.04	0.00	75.00	-	0.00	3.41	-	101.63
T 1 0								
Total of	507,145,9	61,946,00	317,059,7		78,500,00	26,753,87		620,838,
above	75.04	0.00	75.00	-	0.00	3.41	-	101.63
Financial liabilities	0.00							0.00

Significant changes to the measurement attributes of the major assets in the Reporting Period:

□ Yes √ No

#### 3. Restricted Asset Rights as at the Period-End

Item	Ending carrying value	Reasons			
Monetary assets		Cash deposits of bank acceptance's bill and letter of credit			
House constructions	2,936,446.13	Mortgage of bank loan			
Land use right	995,328.00	Mortgage of bank loan			
Machinery equipment	48,181,935.62	Mortgage of bank loan			
Total	144,742,971.64				

#### V Investments Made

#### 1. Total Investment Amount

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Investments made in Reporting Period (RMB)	Investments made in same period of last year (RMB)	+/-%
60,000,000.00	20,315,967.20	195.33%



#### 2. Major Equity Investments Made in the Reporting Period

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Inve stee	Mai n busi ness	Inve stme nt meth od	Inve stme nt amo unt	Shar ehol ding perc enta ge	Capi tal reso urce s	Part ner	Inve stme nt term	Type of prod ucts	Prog ress as of the bala nce shee t date	Esti mate d inco me	Profits or losse s of investme nt in the Reportin g Period	Invo lvin g in laws uit or not	Disc losur e date (if any)	Disc losur e inde x (if any)
Jian gsu Hou shen g New Ener gy Tech nolo gy Co., Ltd.	Lithi um batte ry baffl e	Capi tal incre ase	50,0 00,0 00.0 0	8.33	Self- own ed	Cha ngzh ou Inve stme nt Gro up Co., Ltd. and Cha ngzh ou Syne rgeti c Inno vatio n Priv ate Equi ty Fun d (Lim	Lon g-ter m	Lithi um batte ry baffl e	The inpu t has been mad e	0.00	0.00	No	9 July 2019	2019 -022



						ited Part ners hip)								
Jian gsu Cha ngch ai Mac hine ry Co., Ltd.	Inter nal com busti on engi ne, relat ed gene rator sets and parts	Esta blish ment	10,0 00,0 00.0 0	100. 00%	Self- own ed	Nau ght	Lon g-ter m	Inter nal com busti on engi ne, relat ed gene rator sets and parts	The inpu t has been mad e	0.00	-396 ,390. 46	No	26 Febr uary 2019	2019 -004
Tota 1			60,0 00,0 00.0 0							0.00	-396 ,390. 46			

#### 3. Major Non-Equity Investments Ongoing in the Reporting Period

□ Applicable √ Not applicable

#### 4. Financial Investments

#### (1) Securities Investments

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Varie ty of secur ity	Code of secur ity	Nam e of secur ity	Initia  1 inves tmen t cost	Acco untin g meas urem ent meth od	Begi nnin g carry ing value	Gain /Loss on fair value chan ges in Repo rting Perio d	Accu mula ted fair value chan ges charg ed to equit y	Purc hase d in Repo rting Perio d	Sold in Repo rting Perio d	Gain /loss in Repo rting Perio d	Endi ng carry ing value	Acco untin g title	Sour ce of inves tmen t funds
Dom	6001	Foto	41,7	Fair				0.00	0.00	0.00		Inves	Self-
estic/	66	n	84,0	value	262,	39,0	221,	0.00	0.00	0.00	302,	tmen	owne



Forei gn stock		Moto r	00.0	meth od	990, 000. 00	15,0 00.0 0	187, 850. 00				005, 000. 00	t in other equit y instrume nts	d fund
Dom estic/ Forei gn stock	6009	Bank of Jiang su	18,0 00,0 00.0 0	Fair value meth od	107, 460, 000. 00	22,8 60,0 00.0 0	95,4 72,0 00.0 0	0.00	0.00	0.00	130, 320, 000. 00	Inves tmen t in other equit y instr ume nts	Self- owne d fund
Dom estic/ Forei gn stock	6003 77	Jiang su Expr essw ay	90,5 00.0 0	Fair value meth od	490, 000. 00	71,0 00.0 0	399, 925. 00	0.00	0.00	0.00	561, 000. 00	Inves tmen t in other equit y instr ume nts	Self- owne d fund
investr	securitie nents he	ld at											
Total			59,8 74,5 00.0 0		370, 940, 000.	61,9 46,0 00.0 0	317, 059, 775. 00				432, 886, 000. 00		

#### (2) Investments in Derivative Financial Instruments

 $\hfill\Box$  Applicable  $\hfill \sqrt{Not}$  applicable No such cases in the Reporting Period.

#### 5. Use of Funds Raised

 $\hfill\Box$  Applicable  $\hfill \sqrt{Not}$  applicable No such cases in the Reporting Period.



#### VI Sale of Major Assets and Equity Interests

#### 1. Sale of Major Assets

□ Applicable √ Not applicable
 No such cases in the Reporting Period.

#### 2. Sale of Major Equity Interests

□ Applicable √ Not applicable

#### VII Major Subsidiaries

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Major fully/majority-owned subsidiaries and those minority-owned subsidiaries with an over 10% effect on the Company's net profit:

Name	Relat ionsh ip with the Com pany	Principal activity	Register ed capital	Total assets	Net assets	Operating revenue	Operating profit	Net profit
Changchai Benniu	Subsi diary	Production of diesel engine accessorie s	55,063, 000.00	157,983,69 8.84	85,916,91 7.70	183,792,93 3.88	-4,215,018 .99	-3,863,13 3.37
Changchai Wanzhou	Subsi diary	Diesel engine assembly	85,000, 000.00	69,629,305	49,034,87 1.81	40,959,222	248,139.3	160,355. 43
Housheng Investment	Subsi diary	External investment and consulting	40,000, 000.00	48,830,828	48,029,71 2.93	536,504.84	1,758,606. 98	1,727,30 7.33
Housheng Agricultur al Equipment	Subsi diary	agricultura  l machinery product of rice transplante	10,000, 000.00	29,088,562	446,645.8	13,888,579	-926,825.3 8	-926,825. 38



		r etc.						
Changchai Robin	Subsi diary	Gasoline engines assembly	37,250, 000.00	101,729,65 1.75	90,091,43 5.72	133,936,65 6.91	9,931,517. 74	8,591,28 7.04
Changch ai Machiner y	Subsi diary	Internal combustio n engine and related accessorie s	100,000,000.00	9,606,403. 66	9,606,403 .66	0.00	-387,276.3 4	-393,596. 34

Subsidiaries obtained or disposed in the Reporting Period:

#### $\sqrt{\text{Applicable}}$ $\square$ Not applicable

Subsidiary	How subsidiary was obtained or disposed in the Reporting Period	Effects on overall operations and operating performance
Jiangsu Changchai Machinery Co., Ltd.	Newly established	Conform to the long-term development plan of the Company and interests of all shareholders and the Company. It is estimated that no significant impacts will be generated on the Company's financial status and operating performance.

#### Notes:

- (1) Changchai Company, Limited held the 15<sup>th</sup> Meeting of the 8<sup>th</sup> Board of Directors on 27 November 2018, on which the Proposal on Capital Increase in the Wholly-owned Subsidiary was reviewed and approved, and intended to make the capital increase in the wholly-owned subsidiary Housheng Investment with its self-owned funds of RMB10 million. After this capital increase, the registered capital of Housheng Investment increased to RMB40 million from RMB30 million. On 14 February 2019, Housheng Investment completed the registration procedures and obtained the Business License issued by Changzhou Bureau of Industry and Commerce. For details, please refer to the Announcement on Capital Increase in the Wholly-owned Subsidiary (No.: 2018-034) and the Announcement on Progress of Capital Increase in the Wholly-owned Subsidiary (No.: 2019-002) disclosed on Securities Times, Hong Kong Ta Kung Pao and Cninfo respectively on 29 November 2018 and 15 February 2019.
- (2) On 26 December 2018, Changchai Company, Limited formally signed the Investment Agreement with Changzhou High-tech Zone. According to the agreement, the Company will invest RMB0.3 billion to establish a wholly-owned subsidiary to implement the project of producing light engine and casting. The Company held the extraordinary board meeting on 25 February 2019 and approved the Proposal on Establishing A Wholly-owned Subsidiary to Implement the Project of Producing Light Engine and Casting. The said wholly-owned subsidiary completed the registration procedures on 6 March 2019 and obtained the Business License issued by the Administrative Examination and Approval Authority of Changzhou National Hi-Tech Industrial Development Zone (Xinbei District). For more details, please refer to the Announcement on the External Investment and Intention of Establishing the Wholly-owned Subsidiary (No.: 2019-004) and the Announcement on Progress of the External Investment and Establishing the Wholly-owned Subsidiary (No.: 2019-005) on Securities Times, Hong



Kong Ta Kung Pao and Cninfo respectively on 26 February 2019 and 7 March 2019. The preliminary work of the project such as feasibility demonstration, planning design and filing has been completed. The construction has officially started at the end of December 2019 and is scheduled to be completed and put into operation in 2021.

#### **VIII Structured Bodies Controlled by the Company**

 $\square$  Applicable  $\sqrt{\text{Not applicable}}$ 

#### **IX Prospects**

1. Industrial Competition Pattern and Development Trend

In 2019, agricultural machinery market remained in the stage of deep adjustment, with faster product upgrading and more intensive industrial reshuffle. In 2020, China's agricultural machinery market will sustain the low-speed normalized development of the transformation stage. Despite the decline of the traditional categories market, opportunities can still be found in market segments, with intelligent agricultural machinery favored by the market. The national macro-economy will be positive in the long run and agricultural machinery industry is supported by policies. The agricultural machinery market is prospective from the perspective of long-term development. As total market demand is large, it is not only an opportunity but also a challenge for agricultural machinery manufacturers, who need to accelerate the upgrading of agricultural machinery products and technology.

In addition, the huge pressure brought by the new energy industry to traditional internal-combustion engine companies has forced traditional engine manufacturers to actively or passively become involved in the development of new energy automotive industries.

At present, the development trend and market situation of the industry are mainly as follows: firstly, the demand for agricultural machinery and commercial vehicles slows down, bringing further competition of the industry; secondly, the cost of product emission upgrade is increasing and it takes a certain time for the market to accept; thirdly, users are very concerned about reliability, vibration, noise and appearance quality of diesel engines, and extension of "Three Guarantees of Products" increased the enterprise expense on service. Overall, the diesel market competition is fierce. There will be better market prospects for diesel engines with high-performance in energy saving and environmental protection and meeting the rigid demand of specific fields.

2. Company development strategies:

To base on the farm machinery, do stronger in the power, develop the fields and develop scientifically.

The current products market structure of the Company mainly distributed in the farm equipment such as the walking tractor, big small and medium-sized wheeled tractors, caterpillar tractors, gardening tractors, plant protection tractors, tractors for peanut harvest, and combine harvesters; agricultural small construction machinery, three rounds and low-speed vehicles; light trucks, pickups automobile industry; generator and water pump, small ship auxiliary machinery. The Company would take the market and users' demands as the orientation to seize the main line of the products and to improve the quality and increase the efficiency as well as to do better in the power and to constantly enhance the market competitiveness.

In the field of agricultural machinery, the Company maintained a leading position in the horsepower segment and continues to expand the market share, and actively explored and entered the market in large-horse-powered vehicles and non-road-specific power supporting areas for engineering use and achieved stable breakthroughs in the niche. In the terminal area, the Company actively expanded the market share of transplanter products. In addition, the Company extended its product structure to the gasoline engine field by acquiring a joint venture with



Changzhou Fuji Changchai Robin Gasoline Engine Co., Ltd., continuously expanded product application, firmly grasped product quality and actively developed overseas and domestic customers. The Company will further innovate the management mechanism, accelerate the progress of product development and vigorously expand the market to promote the sustained and steady development of the Company.

In addition, the Company is using the cloud platform technology to promote information building and develop a highly efficient and practical information platform. Meanwhile, as a response to the plans of Changzhou, the Company is implementing light engine and casting relocation projects to integrate existing resources, improve quality and increase efficiency, which is beneficial to the Company's sustainable development.

3. Operation Plan for the Year 2020:

The Company is improving the quality of single cylinder machinery to create fine quality products and enhancing the competitiveness of multi-cylinder machinery products to expand the market; speeding up the development of end market, increasing its size and making achievements in the park building; creating new management models for higher returns and utilizing capital to drive development. In 2020, the Company is expected to achieve a sales revenue of RMB2 billion with more than 80,000 units of new products.

The above operation plan does not represent the profit forecast of Y2020 by the listed company, and whether can be realized depends on various factors on the changes of market conditions and the effort level of the management team. There is a lot of uncertainty, and investors should pay special attention on it.

- 4. Possible risks and countermeasures:
- (1) Market risk:

With fierce competition, over-capacity of some traditional products and the total available market of the single cylinder engine were in a decline tendency as well as the demand from the industry was insufficient. And the profitability of the enterprises faced with rather great pressure. In the future, emission standards of internal combustion engines will be further updated and air pollution control will be further stringent. Safety production and environmental protection will be normalized, and the industry will still be in a period of deep adjustment. However, long-term improvement of the national macro-economy remains unchanged, and the agricultural machinery market is still promising with a large total market demand.

#### Countermeasures:

- 1. Continue to optimize product and market structures and strengthen the market foundation to domestic and foreign markets.
  - 2. Dedicate to product development and upgrading and proactively expanding new supporting areas.
  - 3. Fully focus on market quality matters and improve market reputation with sound measures.
- 4. Continue to drive the progress of key technological improvement projects and build Changchai Industry Park with high standards.
- 5.Make tangible efforts to reinforce lean management to promote quality improvement, cost reduction and efficiency enhancement.
  - 6. Make full use of the capital market to perform capital operation and assist corporate development.
  - 7. To improve the quality of employees and provide human resources support for company development.
  - (2) Industrial risk:

The rapid development of new energy vehicles is bound to affect the traditional fuel automobile industry and its industrial chain, specifically; it will directly affect the engine and gearbox manufacturing industry, and generate a greater impact on the traditional gasoline and diesel engine industry. Although the maturity of related industries in the field of new energy may take years, more than a decade or even longer for transition, the trend is inevitable. In response to the upgrading of emission standards and the rapid development of new energy industries,



enterprises in the traditional internal-combustion engine industry need to seek new development opportunities to shift industrial risks.

#### Countermeasures:

The first measure is to prepare layout in new energy industries in advance to seize the opportunity for industry development.

The second one is to increase the R&D intensity of new products that meets the standards of non-road national Grade IV and other new products, increase product emission standards, and take advanced diesel engine products as the basis of the Company to explore the development direction of new industries and meet the industrial upgrading and transformation.

#### (3) Policy risk:

The macro-economic environment is complex and changeable, economic growth is slowing down and the policy on the diesel engine emissions is becoming stricter and stricter, which increased the operating difficulties and the pressure. As such, the market demands for some products of the Company will be affected to some extent.

#### Countermeasures:

The Company will pay close attention to the government's economic macro-control policies and market developments. To promote the work such as "promote the products upgrade and quality enhancing", to embrace the upgrading of the engine emission standards, to accelerate the forging of the new "Standard V" platform, and to execute the necessary products resources reserves in advance.

#### (4) Talent risk:

As the Company keeps, in recent years, improving operational efficiency and technological innovation to cope with the increasingly fierce market competition and industry development trend, the demand for professional and senior management personnel is greatly increased.

#### Countermeasures:

Firstly, introduce all kinds of high-ranking talents through varieties of channels and strengthen personnel training.

Secondly, the Company also makes optimization in the performance appraisal system and incentive pay system and strengthens the training of employees to reduce the loss of professionals and strengthens personnel for the construction of talented personnel teams.

# X Communications with the Investment Community such as Researches, Inquiries and Interviews

#### 1. During the Reporting Period

#### $\sqrt{\text{Applicable}}$ $\square$ Not applicable

Date	Way of communication	Type of communication party	Index to main information communicated
31 December 2019	Other	Individual	Inquired the capital operation of the capital market
27 December 2019	Other	Individual	Inquired the Housheng lithium battery baffle project



24 December 2019	Other	Individual	Inquired the reform and restructuring toward state-owned enterprises
24 December 2019	Other	Individual	Inquired the general election of the Board
24 December 2019	Other	Individual	Inquired the general election of the Board
16 December 2019	Other	Individual	Inquired the visiting activity of Housheng lithium battery baffle project
16 December 2019	Other	Individual	Inquired the general election of the Board
5 December 2019	Other	Individual	Inquired the starting time of production of Housheng lithium battery baffle
26 November 2019	Other	Individual	Inquired the business name
25 November 2019	Other	Individual	Inquired the business name
25 November 2019	Other	Individual	Inquired the business name
25 November 2019	Other	Individual	Inquired the continuous supervision opinions from securities companies
20 November 2019	Other	Individual	Inquired the stock price of the Company
7 November 2019	Other	Individual	Inquired the transformation and upgrading of the Company
7 November 2019	Other	Individual	Inquired the construction progress of the industrial park
6 November 2019	Other	Individual	Inquired the stock price of the Company
23 October 2019	Other	Individual	Inquired the repurchase of B shares
17 September 2019	Other	Individual	Inquired the consultation of the Company's financial affairs
11 September 2019	Other	Individual	Inquired shareholders
5 September 2019	Other	Individual	Inquired industry policies
5 September 2019	Other	Individual	Inquired the condition of the agricultural machinery industry
5 September 2019	Other	Individual	Inquired the transformation and upgrading of the Company
5 September 2019	Other	Individual	Inquired the development strategy of the Company
30 August 2019	Other	Individual	Inquired the progress of new energy project
6 August 2019	Other	Individual	Inquired the progress of the lithium battery baffle
29 July 2019	Other	Individual	Inquired the land of the industrial park
28 July 2019	Other	Individual	Inquired the removal project
28 July 2019	Other	Individual	Inquired the removal project



10 July 2019	Other	Individual	Inquired the transformation and upgrading of the Company		
4 July 2019	Other	Individual	Inquired the progress of the lithium battery baffle		
1 July 2019	Other	Individual	Inquired the consultation of the Company's business		
31 May 2019	Other	Individual	Inquired the investment in the new energy industry		
31 May 2019	Other	Individual	Inquired the progress of the lithium battery baffle		
21 May 2019	Other	Individual	Inquired the ownership of premises of the Company's after-sale service sites		
21 May 2019	Other	Individual	Inquired the transformation and upgrading of the Company		
21 May 2019	Other	Individual	Inquired the main business of the Company		
9 May 2019	Other	Individual	Inquired the reform of state-owned enterprises toward mixed system and innovation		
8 May 2019	Other	Individual	Inquired the proposals on general meetings		
25 April 2019	Other	Individual	Inquired the business development of the Company		
25 April 2019	Other	Individual	Inquired the industrial investment fund		
17 April 2019	Other	Individual	Inquired the transformation and upgrading of the Company		
12 April 2019	Other	Individual	Inquired the investment of the Company		
11 April 2019	Other	Individual	Inquired the reform and upgrading of the Company		
11 April 2019	Other	Individual	Inquired the Company's layout in the new energy industry		
10 April 2019	Other	Individual	Inquired the development suggestions of the Company		
10 April 2019	Other	Individual	Inquired the Company's layout in the new energy industry		
10 April 2019	Other	Individual	Inquired the development suggestions of the Company		
2 April 2019	Other	Individual	Inquired the development suggestions of the Company		
31 March 2019	Other	Individual	Inquired the engagement of directors of the Company		



31 March 2019	Other	Individual	Inquired the investments made by the industrial investment fund
28 March 2019	Other	Individual	Inquired the development suggestions of the Company
28 March 2019	Other	Individual	Inquired the progress of M&A and restructuring of the Company
28 March 2019	Other	Individual	Inquired the main business of the Company
27 March 2019	Other	Individual	Inquired the progress of lithium battery baffle and progress of invested projects by subsidiaries
21 March 2019	Other	Individual	Inquired the investment of the Company
21 March 2019	Other	Individual	Inquired the brand value of the Company
19 March 2019	Other	Individual	Inquired the progress of invested projects by subsidiaries
18 March 2019	Other	Individual	Inquired the investment of the Company
18 March 2019	Other	Individual	Inquired the investment of the Company
14 March 2019	Other	Individual	Inquired the investment of the Company
10 March 2019	Other	Individual	Inquired the reform and development of the Company
10 March 2019	Other	Individual	Inquired the stock price of the Company
8 March 2019	Other	Individual	Inquired the stock price of the Company
5 March 2019	Other	Individual	Inquired the transformation and upgrading of the Company
25 February 2019	Other	Individual	Inquired the progress of the lithium battery baffle
25 February 2019	Other	Individual	Inquired the investment of the Company
25 February 2019	Other	Individual	Inquired the development suggestions of the Company
2 February 2019	Other	Individual	Inquired the investment of the Company
1 February 2019	Other	Individual	Inquired the festival greetings to investors
1 February 2019	Other	Individual	Inquired the investment intention progress of the Company
31 January 2019	Other	Individual	Inquired the development suggestions of the Company
25 January 2019	Other	Individual	Inquired the industrial layout of the Company
25 January 2019	Other	Individual	Inquired the impacts of equity transfer on the Company
-			



25 January 2019	Other	Individual	Inquired the sales of financial assets by the Company
24 January 2019	Other	Individual	Inquired the industry condition
24 January 2019	Other	Individual	Inquired the development planning of the Company
24 January 2019	Other	Individual	Inquired the products of the Company
23 January 2019	Other	Individual	Inquired the development suggestions of the Company
23 January 2019	Other	Individual	Inquired the progress of the lithium battery baffle
13 January 2019	Other	Individual	Inquired the government subsidies
11 January 2019	Other	Individual	Inquired the performance forecast of the Company
Times of communication	ıs		81
Number of institution with	s communicated		0
Number of individual with	s communicated		81
Number of other commu	inication parties		0
Tip-offs or leakages supposedly-confidential during communications	of substantial information		None



### **Part V Significant Events**

#### I Profit Distributions to Ordinary Shareholders (in the Form of Cash and/or Stock)

How the profit distribution policy, especially the cash dividend policy, for ordinary shareholders was formulated, executed or revised in the Reporting Period:

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

In Articles of Association, which had confirmed the specific profits distribution and cleared out the conditions, standards and proportion of the cash bonus, stipulated the decision-making progress of the formulation and alternation of the profits distribution policies and the chapters as well as the regulations fully ensure the opportunities for the medium and small shareholders to exert the functions and to provide advices as well as appeals. The cash bonus of recent 3 years of the Company met with the regulations of the Articles of Association and during the decision-making process of the profits distribution proposal, the Independent Directors stated the independent advices and fully respected the advices from the medium and small shareholders. The profits distribution preplan and the turning capital reserve into share capital preplan of the Company were both met with the relevant regulations of the Articles of Association and so on.

Special statement about	the cash dividend policy
In compliance with the Company's Articles of Association and resolution of general meeting	Yes
Specific and clear dividend standard and ratio	Yes
Complete decision-making procedure and mechanism	Yes
Independent directors faithfully performed their duties and played their due role	Yes
Non-controlling interests are able to fully express their opinion and desire and their legal rights and interests are fully protected	Yes
In case of adjusting or changing the cash dividend policy, the conditions and procedures involved are in compliance with applicable regulations and transparent	N/A

The profit distributions to ordinary shareholders, either in the form of cash or stock, in the past three years (including the Reporting Period) are summarized as follows:

Year	Profits distribution proposal	Turning capital reserve into share capital proposal	Execution
2019	No	No	Still needed to submit to the Annual General Meeting
2018	Distributed RMB0.25 of every 10 shares (taxes including)	No	Finished the execution



2017	Distributed RMB0.30 of every 10	No	Finished the execution	
	shares (taxes including)			

Cash dividend for ordinary shareholders in the past three years (including the Reporting Period):

Unit: RMB

Year	Cash dividends (tax inclusive) (A)	Net profit attributable to ordinary shareholders of the listed company in consolidated statements for the year (B)	A as % of B (%)	Cash dividends in other forms (C)	C as % of B (%)	Total cash dividends (including those in other forms) (D)	D as % of B (%)
2019	0.00	24,934,586.11	0.00%	0.00	0.00%	0.00	0.00%
2018	14,034,358	62,021,374.04	22.63%	0.00	0.00%	14,034,358 .15	22.63%
2017	16,841,229 .78	46,431,302.73	36.27%	0.00	0.00%	16,841,229 .78	36.27%

Indicate by tick mark whether the Company fails to put forward a cash dividend proposal for the ordinary shareholders despite the facts that the Company has made profits in the Reporting Period and the profits of the Company as the parent distributable to the ordinary shareholders are positive.

#### $\sqrt{\text{Applicable}}$ $\square$ Not applicable

Reason why the Company fails to put forward a cash dividend proposal for the ordinary shareholders despite the facts that the Company has made profits in the Reporting Period and the profits of the Company as the parent distributable to the ordinary shareholders are positive	Use and use plan for retained earnings of the Company	
The implementation of the removal project of light engine and casting by the Company needs subsequent capital input with large amount. Based on the comprehensive consideration of the Company's operation and development, the Company intends to fail to conduct cash distribution in 2019. In addition, the Company will actively promote the cash distribution way under the premise of making profits and cash meeting the sustainable operation and development of the Company so as to protect and increase the long-term interests of investors.	nhance the Company's capital strength and prepar or the corporate development	

#### II Final Dividend Plan for the Reporting Period

☐ Applicable √ Not applicable

No such cases in the Reporting Period.

#### **III Fulfillment of Commitments**

1. Commitments of the Company's Actual Controller, Shareholders, Related Parties and Acquirers, as well as the Company Itself and other Entities Fulfilled in the Reporting Period or Ongoing at the Period-end

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Commitment	Promisor	Type of commitme nt	Details of commitment	Date of commi tment makin g	Term of commi tment	Fulfil lmen t
Other commitments made to minority shareholders	Changchai Company, Limited	bonus	Rewards Plan for Shareholders in Next Three Years(2017-2019) Under the premise of positive distributive profit (remaining after-tax profits after making up for the loss and extracting for the common reserves) in this year or half year and abundant money flow and no influence on the following-up going concern after cash bonus, the profits allocated by cash every year shouldn't be lower than 10% of the allocable profits from parent company. Meanwhile, the accumulated allocable profits by cash in the arbitrary continuous three accounting years	11 May 2017	Year 2017- 2019	Ongo



		should not be lower than 30% of the annual average allocable profits in those three years.		
Fulfilled on time	Yes			
Specific reasons for failing to fulfill commitments on time and plans for next step (if any)	N/A			

2. Where there had been an earnings forecast for an asset or project and the Reporting Period was still within the forecast period, explain why the forecast has been reached for the Reporting Period.

☐ Applicable √ Not applicable

## IV Occupation of the Company's Capital by the Controlling Shareholder or Its Related Parties for Non-Operating Purposes

□ Applicable √ Not applicable

No such cases in the Reporting Period.

# V Explanations Given by the Board of Directors, the Supervisory Board and the Independent Directors (if any) Regarding the Independent Auditor's "Modified Opinion" on the Financial Statements of the Reporting Period

☐ Applicable √ Not applicable

### VI YoY Changes to Accounting Policies, Estimates and Methods

√Applicable □ Not applicable

Changes to the accounting policies and why	Approval process	Remark
The Notice on Revising and Issuing the Formats of 2019		
Financial Statements for General Enterprises issued by the	On 27 August 2019, the	
Ministry of Finance on 30 April 2019 requires the	Company held the 20th	
companies which have implemented the new standards	Meeting of the 8th Board	
governing financial instruments but not the new standards	of Directors and the 16 <sup>th</sup>	Refer to (1) of
governing revenue and lease or companies which have	Meeting of the 8 <sup>th</sup>	other notes for
implemented the new standards governing financial	Supervisory Committee	details
instruments and revenue but not the new standards	and approved the <i>Proposal</i>	
governing lease to adjust items of financial statements in	on Changes of Some	
line with requirements of the Appendix 1 and Appendix 2	Accounting Policies	
of the Notice.		



The Company starts to implement the Accounting Standards for Business Enterprises No.22-Recognition and Measurement of Financial Instruments, Accounting Standards for Business Enterprises No.23-Transfer of Financial Assets, Accounting Standards for Business Enterprises No.24-Hedge Accounting and Accounting Standards for Business Enterprises No.37-Presentation of Financial Instruments, which revised and issued by the Ministry of Finance in March 2017 and hereinafter collectively referred to as new standards governing financial instruments since 1 January 2019 which stipulate that the company shall classify and measure financial instruments in accordance with regulations on the execution date, when the data of comparative financial statements of prior years do not comply with the new standards, no adjustment is made by the Company.

On 9 April 2019, the Company held the 17<sup>th</sup> Meeting of the 8<sup>th</sup> Board of Directors and 13<sup>th</sup> Meeting of the 8<sup>th</sup> Supervisory Committee and approved the *Proposal on Changes in Some Accounting Policies* 

Refer to (2) of other notes for details

### Other notes:

### (1) Influence of Changes in Formats of Financial statements

Affected items in the consolidated balance sheet and amount thereof:

31 Decem	nber 2018	1 Janua	ry 2019
Notes receivable and	874,229,941.58	Notes receivable	495,370,782.47
accounts receivable		Accounts receivable	378,859,159.11
Notes payable and accounts	1,030,130,275.77	Notes payable	438,375,400.00
payable		Accounts payable	591,754,875.77

Affected items in the balance sheet of the Company as the parent and amount thereof:

	31	Decen	nber 2018	1 Janua	ry 2019
Notes	receivable	and	790,877,079.72	Notes receivable	490,519,795.91
accounts	s receivable			Accounts receivable	300,357,283.81
Notes	payable	and	987,550,797.44	Notes payable	425,995,400.00
accoun	ts payable			Accounts payable	561,555,397.44

### (2) Influence of Execution of New Standards Governing Financial Instruments

Affected items in the consolidated balance sheet and amount thereof:

		Affected		
Item	31 December 2018	Affected by		1 January 2019
Item	31 December 2018	classification and	impairment of	1 January 2019
		measurement	measurement financial assets	
Other current assets	34,357,608.97	-8,253,873.41		26,103,735.56
Held-for-trading		8,253,873.41		8,253,873.41
financial assets		0,233,673.41		0,233,673.41
Available-for-sale	498,851,369.49	-498,851,369.49		
financial assets	490,031,309.49	-490,031,309.49		
Investment in other		472,150,000.00	1,210,000.00	470,940,000.00



equity instruments			
Other non-current financial assets	27,911,369.49		27,911,369.49
Other non-current assets	-4,000,000.00	4,000,000.00	
Investment in debt obligations	4,000,000.00	-4,000,000.00	

Affected items in the balance sheet of the Company as the parent and amount thereof:

		Affected			
Item	31 December 2018	Affected by	Affected by	1 1 2010	
Item	31 December 2018	classification and	impairment of	1 January 2019	
		measurement	financial assets		
Available-for-sale	470,940,000.00	-470,940,000.00			
financial assets	470,940,000.00	-470,940,000.00			
Investment in other equity instruments		471,350,000.00	410,000.00	470,940,000.00	
Other non-current assets		-4,000,000.00	4,000,000.00		
Investment in debt obligations		4,000,000.00	-4,000,000.00		

## VII Retrospective Restatements due to Correction of Material Accounting Errors in the Reporting Period

☐ Applicable √ Not applicable

No such cases in the Reporting Period.

### VIII YoY Changes to the Scope of the Consolidated Financial Statements

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Changchai Company, Limited (hereinafter referred to as "the Company") reviewed and approved the Proposal on Establishing the Wholly-owned Subsidiary to Implement the Project of Producing Light Engines and Casting on the extraordinary board meeting held on 25 February 2019. The Board agreed the Company to invest RMB0.3 billion for establishing the wholly-owned subsidiary to implement the project of producing light engines and casting. For details, please refer to the Announcement on the External Investment and Intention of Establishing the Wholly-owned Subsidiary (No.: 2019-004) disclosed on Securities Times, Hong Kong Ta Kung Pao and Cninfo on 26 February 2019. On 6 March 2019, the wholly-owned subsidiary completed the registration procedures and obtained the Business License issued by the Administrative Examination and Approval Authority of Changzhou State Hi-Tech Industry Development Zone (Xinbei District). For more details, please refer to the Announcement on the Progress of External investment and Intention of Establishing the Wholly-owned Subsidiary (No.: 2019-005) disclosed on Securities Times, Hong Kong Ta Kung Pao and Cninfo on 7 March 2019.

Therefore, the subsidiary Jiangsu Changchai Machinery Co., Ltd. has been newly added to the consolidated financial statements of the Reporting Period.



### IX Engagement and Disengagement of Independent Auditor

Current independent auditor:

Name of the domestic independent auditor	Gongzheng Tianye Certified Public Accountants (Special General Partnership)
The Company's payment to the domestic independent auditor (RMB'0,000)	60
How many consecutive years the domestic independent auditor has provided audit service for the Company	18
Names of the certified public accountants from the domestic independent auditor writing signatures on the auditor's report	Dai Weizhong, Xu Wenxiang
How many consecutive years the certified public accountants have provided audit service for the Company	Dai Weizhong four years, Xu Wenxiang two years

Indicate by tick mark whether the independent auditor was changed for the Reporting Period.

□ Yes √ No

Independent auditor, financial advisor or sponsor engaged for the audit of internal controls:

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

### X Possibility of Listing Suspension or Termination after Disclosure of this Report

□ Applicable √ Not applicable

### XI Insolvency and Reorganization

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

No such cases in the Reporting Period.

### XII Major Legal Matters

√Applicable □ Not applicable

General information	Involved amount (RMB'0,0	Provision	Progress	Decisions and effects	Execution of decisions	Disclosur e date	Index to disclos ed inform ation
As for the lawsuit against Shandong Hongli Group Co., Ltd., the defendant	1,436	None	The judgment was made	Not applicable	Compulsory execution and under the		



accumulatively owed the		at the	bankruptcy	
Company's payment for goods		second	liquidation	
of RMB14.36 million. The		instance		
Company filed an appeal to				
Changzhou Intermediate				
People's Court in 2001 and				
applied to the court for				
compulsory execution in April				
2002. At present, the said				
company is going into				
bankruptcy proceedings.				

### XIII Punishments and Rectifications

☐ Applicable √ Not applicable

No such cases in the Reporting Period.

### XIV Credit Quality of the Company as well as Its Controlling Shareholder and Actual Controller

□ Applicable √ Not applicable

## XV Equity Incentive Plans, Employee Stock Ownership Plans or Other Incentive Measures for Employees

☐ Applicable √ Not applicable

### **XVI Major Related-Party Transactions**

- 1. Continuing Related-Party Transactions
- $\Box$  Applicable  $\sqrt{\text{Not applicable}}$

No such cases in the Reporting Period. •

- 2. Related-Party Transactions Regarding Purchase or Sales of Assets or Equity Interests
- ☐ Applicable √ Not applicable

No such cases in the Reporting Period.

### 3. Related Transactions Regarding Joint Investments in Third Parties

□ Applicable √ Not applicable

No such cases in the Reporting Period.

### 4. Credits and Liabilities with Related Parties

☐ Applicable √ Not applicable

No such cases in the Reporting Period.

### 5. Other Major Related-Party Transactions

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

The Company and its controlling shareholder Changzhou Investment Group Co., Ltd. signed the Agreement of Transferring the Capital Contribution Right in Jiangsu Housheng New Energy Technology Co., Ltd. with Changzhou Synergetic Innovation Private Equity Fund (Limited Partnership), each transferee accepted the capital contribution right of RMB50 million in Jiangsu Housheng New Energy Technology Co., Ltd.

Index to the current announcements about the said related-party transactions disclosed:

Title of announcement	Disclosure date	Disclosure website		
Announcement on Joint Accepting the Transfer of the Capital Contribution Right in Jiangsu Housheng New Energy Technology Co., Ltd. Held by Changzhou Synergetic Innovation Private Equity Fund (Limited Partnership) with Controlling Shareholders	9 July 2019	Cninfo		

### XVII Major Contracts and Execution thereof

### 1. Entrustment, Contracting and Leases

### (1) Entrustment

□ Applicable √ Not applicable

No such cases in the Reporting Period.

### (2) Contracting

□ Applicable √ Not applicable

No such cases in the Reporting Period.

#### (3) Leases

□ Applicable √ Not applicable

No such cases in the Reporting Period.

### 2. Major guarantees

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable



### (1) Guarantees

Unit: RMB'0,000

	Unit. Rivib 0,00							
Guarantees provid	led by the (	Company as	•		ries for extern	nal parties (e	xclusive of	of those
	Т	Т	for subsid	liaries)	T	T		
Obligor	Disclos ure date of the guarant ee line announc ement	Line of guarant ee	Actual occurrence date (date of agreement signing)	Actual guarante e amount	Type of guarantee	Term of guarantee	Havin g expire d or not	Guara ntee for a relate d party or not
	Guaran	tees betwee	n the Company	as the paren	t and its sub	sidiaries		
Obligor	Disclos ure date of the guarant ee line announ cement	Line of guarant ee	Actual occurrence date (date of agreement signing)	Actual guarante e amount	Type of guarantee	Term of guarantee	Havin g expire d or not	Guara ntee for a relate d party or not
Changzhou Changchai Housheng Agricultural Equipment Co., Ltd.	25 Decemb er 2018	2,000	25 December 2018	2,000	Joint liability	1 year	No	No
Total approved line for such guarantees in the Reporting Period (B1)		2,000	of such gu	ual amount narantees in ting Period			2,000	
Total approved line for such guarantees at the end of the Reporting Period (B3)		2,000	Total actual balance of such guarantees at the end of the Reporting Period (B4)				2,000	
		Guara	ntees provided b	etween subs	sidiaries			
Obligor	Disclos ure date of the guarant ee line announ	Line of guarant ee	Actual occurrence date (date of agreement signing)	Actual guarante e amount	Type of guarantee	Term of guarantee	Havin g expire d or not	Guara ntee for a related party or not



cement						
Total gu	arantee am	ount (total of the	three kinds	of guarantee	es above)	
Total guarantee line approved in the Reporting Period (A1+B1+C1)		2,000	Ŭ	actual amount in ting Period C2)		2,000
Total approved guarantee line at the end of the Reporting Period (A3+B3+C3)		2,000	Total guarantee the end Reporting (A4+B4+6	Period		2,000
Total actual guarantee amoun Company's net assets	t (A4+B4+	C4) as % of the				0.95%
Of which:						
Balance of guarantees provide controller and their related pa		eholders, actual				0
	Balance of debt guarantees provided directly or indirectly for obligors with an over 70% debt/asset ratio (E)					2,000
Amount by which the total gu 50% of the Company's net ass				0		
Total of the three amounts abo	2,000					
Explanation on possibility to bear joint liability due to undue guarantees (if any)						N/A
Explanation on the external stipulated procedures (if any)	guarantees	in violation of				N/A

### (2) Irregularities in Provision of Guarantees

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

No such cases in the Reporting Period.

### 3. Cash Entrusted to Other Entities for Management

### (1) Cash Entrusted for Wealth Management

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Overviews of cash entrusted for wealth management during the Reporting Period

Unit: RMB'0,000

Specific type	Capital resources	Amount incurred	Undue Balance	Overdue amount
---------------	-------------------	-----------------	---------------	----------------



Broker finance	cial Self-owned funds	2,850.00	1,000.00	0.00
products	Sen-owned rands	2,030.00	1,000.00	0.00

Particulars of cash entrusted for wealth management with single significant amount or low security, bad liquidity, and no capital preservation

 $\square$  Applicable  $\sqrt{\text{Not applicable}}$ 

Whether there is the case where the principal cannot be recovered at maturity or other case which may cause impairment for entrusted asset management

☐ Applicable √ Not applicable

#### (2) Entrusted Loans

□ Applicable √ Not applicable

No such cases in the Reporting Period.

### 4. Other Major Contracts

☐ Applicable √ Not applicable

No such cases in the Reporting Period.

### XVIII Corporate Social Responsibility (CSR)

#### 1. Measures Taken to Fulfill CSR Commitment

By taking "Provide Green Power for A Better Life" as its corporate mission and "Customer First, Staff First, Rewarding Shareholders and Benefiting the Society" as its core value, the Company pays attention to the interests of all parties, earnestly fulfill the responsibilities and obligations due to shareholders, employees, consumers, suppliers and other parties, actively shoulder the social responsibilities and achieve common development while maintaining scientific development and steady operation. After years of practice and continuous refinement and summary, the company has formed an enterprise culture system of "Love Country as well as Love Factory, Work Down to Earth as well as Good at Innovation, Strict in Discipline, and Noble in Ethics", it has become a qualified enterprise citizen, and strives to achieve the coordination and unity between enterprise development and ecological and environmental protection as well as social harmony.

I. Adhere to standard operation and guaranty of interests of shareholders. In strict accordance with laws, regulations, rules and articles of association, the Company has established a perfect corporate governance structure and a sound internal control system, and it continuously strengthens the risk management and internal supervision, and improves the scientific character of decision. During the reporting period, the Company has standardized the disclosure of information, ensured the sincerity, accuracy and completeness of content, safeguarded the shareholders' right to know, and provided sufficient investment basis to investors. Through doing a good job in the careful organization and good management of investors, smooth and effective communication with shareholders as well as the accurate, complete, fair treatment of all shareholders, all shareholders enjoy fairness and guaranteed legitimate rights and interests entitled.

II. Staff first, and protect the rights and interests of workers. The Company signs the labor contracts in accordance with the requirements of the *Labor Law*, *Labor Contract Law* and other laws and regulations, and it



strictly implements the terms as required in contract, pays the social security for the employees and carries out the employee welfare physical examination as required by regulations, and guarantees the employee's annual leave, marriage leave, maternity leave and other leave rights and interests; it also takes care of employees' family affairs, balances their work and life, and provides spiritual comfort and practical help at critical moments. The Company attaches great importance to the protection of employees' rights and interests, pays attention to talent training, devotes itself to the common development of enterprises and employees, and strives to build a stable and harmonious labor-capital relationship.

III. Prudence and integrity, and safeguard the rights and interests of consumers, customers and suppliers. By adhering to the principle of integrity management, benefit-sharing and mutual benefit, and upholding the enterprise ethics of "Advocating Science, Integrity and Trustworthiness", the Company has organized the production and operation activities and product sales works, established long-term strategic partnership with suppliers and customers, taken the improvement of product quality and consumer satisfaction as an important work of the Company, and realized its own value in the process of creating values for consumers. The company attaches importance to the communication with the suppliers, and gives priority to the selection of advanced technology and environmental protection products to help the Company's energy conservation and environment protection during the production process. In the process of cooperating with suppliers, it carries out experience exchange, assists suppliers to improve product quality, and helps suppliers to grow. It improves services according to market demand and response and guarantees the rights and interests of customers, and continuously provides complete service for the market.

IV. Steady operation and sustainable development. Based on the national policies and actual situation, the Company takes the opportunity of emission standard updating of non-road machinery and rural construction to promote the research and development of agricultural machinery products and speeds up product updating, and promotes the supporting application of products. The Company has continuously implemented the measures of energy conservation and emission reduction, improved the efficiency of energy utilization, and achieved remarkable results in cost and expenditure reduction, and it has promoted the Company to continuously improve its governance system and enhance its management level. Under the support of relevant government departments, the Company proceeds the construction of industrial parks in accordance with urban planning in an orderly manner to form industrial agglomeration for the implement of urban planning and a green and harmonious living environment.

V. Support social welfare activities and give back to the society. In recent years, the Company has taken an active part in the local public welfare action week and donated money to help needy residents every year. Over the past years, the Company has organically combined economic development with social contribution, actively carried out various public welfare activities such as assisting "Agriculture, Rural Areas, and Rural Residents", caring students, voluntary blood donation, voluntary service, energy conservation and environmental protection, earnestly fulfilled enterprise social responsibility, and made due contributions to the harmonious and stable development of society with its practical actions.

### 2. Measures Taken for Targeted Poverty Alleviation

The Company didn't take any targeted measures to help people lift themselves out of poverty during the Reporting Period, no subsequent plan temporarily too.



### 3. Issues Related to Environmental Protection

Indicate by tick mark whether the Company or any of its subsidiaries is identified as a major polluter by the environmental protection authorities.

No

The Company and its subsidiaries are not the major polluter identified by the environmental protection authorities of China during the Reporting Period. The Company attaches great importance to the work of environmental protection, and requires the subsidiaries to build corresponding environmental protection facilities according to the actual situation of production and operation, strictly controlling the pollutants, like "waste gas, waste water, and waste residue" generated from the production process.

### **XIX Other Significant Events**

□ Applicable √ Not applicable
 No such cases in the Reporting Period.

### **XX** Significant Events of Subsidiaries

□ Applicable √ Not applicable

### Part VI Share Changes and Shareholder Information

### I. Share Changes

### 1. Share Changes

Unit: share

	Befor	re	Increase/decrease in the Reporting Period (+/-)					After	
	Shares	Percenta ge (%)	Ne W iss ues	Sh are s as div ide nd co nv ert ed fro m pr ofi t	Sha res as div ide nd con ver ted fro m cap ital res erv es	Oth er	Su bt ot al	Shares	Percenta ge (%)
I. Restricted shares	0	0.00%						0	0.00%
1.Shares held by the state	0	0.00%						0	0.00%
2. Shares held by state-own Legal-person	0	0.00%						0	0.00%
3. Shares held by other domestic investors	0	0.00%						0	0.00%
Among which: shares held by domestic legal person	0	0.00%						0	0.00%
Shares held by domestic natural person	0	0.00%						0	0.00%
4.Oversea shareholdings	0	0.00%						0	0.00%
Among which: shares held by oversea legal person	0	0.00%						0	0.00%



Shares held by oversea natural person	0	0.00%			0	0.00%
II. Unrestricted shares	561,374,326	100.00%			561,374,326	100.00%
1. RMB ordinary shares	411,374,326	73.28%			411,374,326	73.28%
2. Domestically listed foreign shares	150,000,000	26.72%			150,000,000	26.72%
3. Overseas listed foreign shares	0	0.00%			0	0.00%
4. Other	0	0.00%			0	0.00%
III. Total shares	561,374,326	100.00%			561,374,326	100.00%

Reasons	for	share	changes:

☐ Applicable √ Not applicable

Approval of share changes:

□ Applicable √ Not applicable

Transfer of share ownership:

□ Applicable √ Not applicable

Progress on any share repurchases:

☐ Applicable √ Not applicable

Progress on reducing the repurchased shares by means of centralized bidding:

□ Applicable √ Not applicable

Effects of share changes on the basic and diluted earnings per share, equity per share attributable to the Company's ordinary shareholders and other financial indicators of the prior year and the prior accounting period, respectively:

☐ Applicable √ Not applicable

Other information that the Company considers necessary or is required by the securities regulator to be disclosed:

☐ Applicable √ Not applicable

### 2. Changes in Restricted Shares

☐ Applicable √ Not applicable

### II. Issuance and Listing of Securities

### 1. Securities (Exclusive of Preferred Shares) Issued in the Reporting Period

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

### 2. Changes to Total Shares, Shareholder Structure and Asset and Liability Structures

☐ Applicable √ Not applicable

### 3. Existing Staff-Held Shares

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

### **III Shareholders and Actual Controller**

### 1. Shareholders and Their Shareholdings at the Period-End

Unit: share

Number of ordinary shareholders	50,382	ordina share the m prior disclo	holders at onth-end to the osure of th	48,072	Number of preferred shareholds with resun voting right	ers ned nts	rs 0 ed ts		Number preferred sharehol resumed rights at month-e to the disofthis R	ders with voting the nd prior sclosure	0
			% or grea Shareho	ter shareholde	Increase/	0 snare	enoide	ers		Shares in	
Name of shareholder	Natur		lding percenta ge	Total shares held at the period-end	decrease in the Reporting Period	Restri			estricted res held	or fro	Shares
Changzhou Investment Group Co., Ltd	State-ow legal per		30.43%	170,845,236				170	,845,236		
KGI Asia Limited	Foreign person	legal	0.57%	3,189,845				3,	,189,845		
Lei Yanqin	Domesti natural p		0.39%	2,181,447				2,	,181,447		
Gao Fenhuai	Domest natural person	ic	0.35%	1,950,000				1,	,950,000		
Hu Wenyong	Domesti natural p		0.28%	1,561,866				1,	,561,866		
Huang Guolian	Domest g natural person	ic	0.27%	1,528,891				1,	,528,891		
Li Suinan	Domesti natural p		0.27%	1,507,800				1,	,507,800		
Zhou Yong	Domest	ic	0.27%	1,500,000				1,	,500,000		



						<b>I</b>	_	
	natural person							
Xue Hong	Domestic natural person	0.23%	1,310,900			1,310,900		
Tao Xiaofang	Domestic natural person	0.22%	1,230,000			1,230,000		
Strategic investoral legal person becommendated ordinary sharehorights issue	oming a top-10	N/A						
Related or ac parties among the above	eting-in-concert ne shareholders	top 10 un parties as	restricted pub	olic shar he Admi	eholders any r	op 10 public sl elated parties asures for Info	or acting-in-	-concert
		То	p 10 unrestric	ted share	eholders			
Name of sh	areholder	Unrestricted shares held at the period-end			Tun	Shares by ty	y type Shares	
Changzhou Invest	tment Group		•	845,236	Type  RMB ordinary shares		170,845,236	
KGI Asia Limite	d		3 189 8451		Domestically listed foreign shares		3,189,845	
Lei Yanqin		2,181,447			RMB ordinar	y shares	2,1	181,447
Gao Fenhuai			1,	950,000	RMB ordinary	y shares	1,9	950,000
Hu Wenyong			1,	561,866	Domestically foreign shares		1,561,866	
Huang Guoliang		1,528,891			Domestically foreign shares		1,5	528,891
Li Suinan			1,507,800			listed	1,5	507,800
Zhou Yong		1,500,000		RMB ordinary shares		1,5	500,000	
Xue Hong		1,310,900 Domestically listed foreign shares				310,900		
Tao Xiaofang 1,230,000 RMB ordinary shares 1,230,000								
parties among top public sharehold	ers, as well as	top 10 ui parties a	nrestricted pu	blic shar he Adm	eholders any r	elated parties	or acting-in-	-concert



public shareholders and top 10	
shareholders	
involved in securities margin	The shareholders Let Yandin and Gao Fennial respectively held / UL/ 34/L

Indicate by tick mark whether any of the top 10 ordinary shareholders or the top 10 unrestricted ordinary shareholders of the Company conducted any promissory repo during the Reporting Period.

□ Yes √ No

### 2. Controlling Shareholder

Nature of the controlling shareholder: Controlled by a local state-owned legal person

Type of the controlling shareholder: legal person

Name of controlling shareholder	Legal representativ e/person in charge	Date of establishment	Unified social credit code	Principal activity
Changzhou Investment Group Co., Ltd	Chen Limin	20 June 2002	91320400467283980X	Property investment and management
Controlling shareholder's holdings in other listed companies at home or abroad in the Reporting Period	None			

Change of the controlling shareholder in the Reporting Period:

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

No such cases in the Reporting Period.

### 3. Actual Controller and Its Acting-in-Concert Parties

Nature of the actual controller: Local institution for state-owned assets management

Type of the actual controller: legal person

Name of actual controller	Legal representativ e/person in charge	Date of establishment	Unified social credit code	Principal activity
State-owned Assets Supervision and Administration Commission of	Liu Yuedong		01411025-1	Not applicable



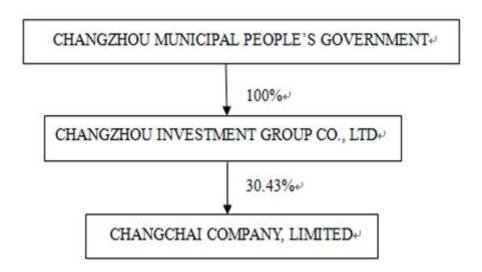
Changzhou Municipal	
People's Government	
Other listed companies at	
home or abroad	
controlled by the actual	None
controller in the	
Reporting Period	

Change of the actual controller during the Reporting Period:

□ Applicable √ Not applicable

No such cases in the Reporting Period.

Ownership and control relations between the actual controller and the Company:



According to the document of Changzhou Municipal People's Government (CZF[2006] No. 62]),the controlling shareholder Changzhou Investment Group Co., Ltd. is the enterprise to perform the investor role for the State-owned Assets Supervision and Administration Commission of Changzhou Municipal People's Government as authorized by Changzhou Municipal People's Government. Thus, the State-owned Assets Supervision and Administration Commission of Changzhou Municipal People's Government is the actual controller of the Company.

Indicate by tick mark whether the actual controller controls the Company via trust or other ways of asset management.

 $\square$  Applicable  $\sqrt{\text{Not applicable}}$ 

### 4. Other 10% or Greater Corporate Shareholders

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

## 5. Limitations on Shareholding Decrease by the Company's Controlling Shareholder, Actual Controller, Reorganizer and Other Commitment Makers

☐ Applicable √ Not applicable

### **Part VII Preferred Shares**

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

No preferred shares in the Reporting Period.

### **Part VIII Convertible Corporate Bonds**

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

No convertible corporate bonds in the Reporting Period.



### Part IX Directors, Supervisors, Senior Management and Staff

### I Change in Shareholdings of Directors, Supervisors and Senior Management

Name	Office title	Incumbent/ Former	Gende r	Age	Start of tenure	End of tenure	Ending shareholding (share)
Shi Xinkun	Chairman of the Board	Incumbent	Male	56	18 October 2016	Up to now	0
He Jianguan g	Vice Chairman of the Board	Former	Male	56	18 October 2016	29 January 2019	0
Zhang Xin	Director, General Manager	Incumbent	Male	54	18 October 2016	Up to now	0
Shi	Director, Vice-general Manager	Incumbent	Male	58	18 October 2016	Up to now	0
Lin Tian	Director	Incumbent	Male	57	17 December 2018	Up to now	0
Zhang Qiong	Director	Incumbent	Femal e	62	18 October 2016	Up to now	0
Li Minghui	Independent director	Incumbent	Male	46	18 October 2016	Up to now	0
Jia Bin	Independent director	Incumbent	Male	42	18 October 2016	Up to now	0
Feng Genfu	Independent director	Incumbent	Male	63	18 October 2016	Up to now	0
Yin Lihou	Vice-general Manager	Incumbent	Male	56	18 October 2016	Up to now	0
Xu Yi	Vice-general Manager	Incumbent	Male	56	18 October 2016	Up to now	0
Liu Xiaoyun	Vice-general Manager	Incumbent	Male	58	18 October 2016	Up to now	0



Wei Jinxiang	Vice-general Manager	Incumbent	Male	57	18 October 2016	Up to now	0
Ni Minglian	Chairman of the Supervisory Committee	Incumbent	Male	53	18 October 2016	Up to now	0
Zhu Min	Supervisor	Incumbent	Male	56	18 October 2016	Up to now	0
Xie Guozhon	Supervisor	Incumbent	Male	51	18 October 2016	Up to now	0
Lu Zhonggu i	Supervisor	Incumbent	Male	53	18 October 2016	Up to now	0
Liu Yi	Supervisor	Incumbent	Male	51	18 October 2016	Up to now	0
He Jianjiang	Secretary of the Board	Incumbent	Male	41	18 October 2016	Up to now	0
Total							0

### II Change of Directors, Supervisors and Senior Management

√Applicable □ Not applicable

Name	Office title	Type of change	Date of change	Reason for change	
He Jianguang	Vice Chairman of	Left	29 January 2019	Job transfer	
He Jianguang	the Board	Leit			

### **III Biographical Information**

Professional backgrounds, major work experience and current duties in the Company of the incumbent directors, supervisors and senior management:

Shi Xinkun: Now he acts as vice-president of Changzhou Investment Group Co., Ltd., the Chairman of the Board and Party Secretary in the Company and the director in Jiangsu Housheng New Energy Technology Co., Ltd.

Zhang Xin: He successively took the posts of Sales Manager, General Manager Assistant, and vice-general manager in our company. Now, he acts as Director, General Manager, deputy Party Secretary of the Company and executive director of Jiangsu Changchai Machinery Co., Ltd.

Shi Jianchun: He successively acted as Party Secretary, Director, Vice-general Manager and Secretary of the Board of the Company. Now he is the Director, Vice-general Manager and Chairman of the Board of Housheng Investment Co., Ltd.



Lin Tian: He successively worked as deputy director of enterprise development Dept., GM of investment management Dept. II and I, assistant president in Changzhou Investment Group Co., Ltd. Now he is the vice president, director of Changzhou Investment Group Co., Ltd., and the director of the Company.

Zhang Qiong: She successively acted as Lecturer and Associate Professor in Department of Law of Anhui University, Deputy Director of Intellectual Property Office and Director of Legal Affairs Office in Shenzhen Huawei Technologies Co., Ltd, Senior Manager, Assistant Secretary General of Shenzhen Innovation Investment Group Ltd, Director, General Manager, and consultant of Anhui Hongtu Venture Capital Co., Ltd. Now, she works as the supervisor of Synergetic Funds Management Limited, and the director of the Company.

Feng Genfu: he held the post of Dean of Institute of Economics and Finance in Xi'an Jiaotong University. Now, he is Professor and Doctoral Advisor of Institute of Economics and Finance in Xi'an Jiaotong University, and independent Director of Datang International Power Generation Co., Ltd., China Securities Co., Ltd., Huaren Pharmaceutical Co., Ltd., Xi'An Shaangu Power Co., Ltd. and the Company.

Li Minghui: He acted as Lecturer and Associate Professor of School of Accounting in Xiamen University, Associate Professor and Professor of School of Accounting in Nanjing University Business School. Now he is the Doctoral Supervisor of School of Accounting in Nanjing University Business School, independent director of Baosheng Science & Technology Innovation Co., Ltd, Nanjing Securities Co., Ltd, and GCL Power (Group) Co., Ltd., and independent director of the Company.

Jia Bin: He successively acted as the Deputy Director of No.1 Research office in Tianjin Research Institute of Internal Combustion Engine, now he acts as the Director of No.1 Research office in Tianjin Research Institute of Internal Combustion Engine and Secretary-general of CICEIA Small Gasoline Engine Branch, and independent director of the Company.

Yin Lihou: He worked as Minister of Human Resources Department and General Manager Assistant. Now he acts as Deputy General Manager of the Company, and the Chairman of the Board of Changchai Robin.

Xu Yi: He successively took the posts of Director of Technical Center and General Manager Assistant. Now he is Vice-general Manager of the Company.

Liu Xiaoyun: He successively acted as Multi-cylinder Engine Factory Director, Minister of Purchase Department, and General Manager Assistant in the Company. Now he acts as Deputy General Manager of the Company.

Wei Jinxiang: He successively held the posts of Department Director of Quality Assurance Department, General Manager Assistant of the Company. Now he acts as Deputy General Manager of the Company, and the chairman of Changchai Wanzhou, Changchai Benniu, and Housheng Agricultural Equipment.

Ni Mingliang: Now he acts as Deputy Party Secretary, Secretary of Commission, Chairman of Labor Union and Chairman of the Supervisory.

Zhu Min: Now he acts as the Principal Staff Member of Organization and Personnel Division of Chanzhou Audit Bureau and supervisor of the Company.

Xie Guozhong: Now he acts as General Manager Assistant of the Company, General Manager and Secretary of Party General Branch of the Sales Company, and Supervisor of the Company and Director of Housheng Agriculture Equipment.

Lu Zhonggui: Now he acts as Minister of political Department of the Company, Office Director, Secretary of Organ Party General Branch as well as employee supervisor of the Company.

Liu Yi: He successively took the posts of Assistant Minister of Enterprise Management Department. Now he acts as Deputy Director of Audit Department and Supervisor of the Company and Supervisor of Changchai Wanzhou and Changchai Machinery.

He Jianjiang: He successively acted as the Section Member, Assistant Minister, Vice Minister of Investment and Development Department, Representative of Securities in the Company. Now he is Secretary of the Board and



Minister of Investment and Development Department in our Company, and Director of Housheng Investment, Changchai Robin, Housheng Agricultural Equipment, and Changchai Wanzhou.

Offices held concurrently in shareholding entities:

### $\sqrt{\text{Applicable}}$ $\square$ Not applicable

Name	Shareholding entity	Office held in the sharehold ing entity	Start of tenure	End of tenure	Remuneration or allowance from the shareholding entity	
Lin Tian	Changzhou Investment Group Co., Ltd.	Vice president, director	December 2017		Yes	
Notes	Now, he is the vice president and director of Changzhou Investment Group Co., Ltd.					

Offices held concurrently in other entities:

### $\sqrt{\text{Applicable}}$ $\square$ Not applicable

Name	Other entity	Office held in the entity	Start of tenure	End of tenure	Remuneration or allowance from the entity
Zhang Qiong	Synergetic Funds Management Limited	Supervisor			Yes
	Nanjing University	Doctoral Supervisor	1 April 2012		
τ:	Baosheng Science & Technology Innovation Co., Ltd	Independent Director	3 December 2014	May 2019	
Li Minghui	Nanjing Securities Co., Ltd	Independent Director	12 May 2016		Yes
	Jiangsu Fasten Co., Ltd	Independent Director	20 April 2015	November 2019	
	GCL Power (Group) Co., Ltd.	Independent Director	18 June 2019		
	Tianjin Research Institute of Internal Combustion Engine	the Director of No.1 Research office	1 March 2009		
Jia Bin	China Internal Combustion Engine Industry Association	Secretary-general of CICEIA Small Gasoline Engine Branch.	1 November 2011		Yes
Feng Genfu	Institute of Economics and Finance in Xi'an Jiaotong University	Professor and Doctoral Advisor	1 March 2016		Yes

	Datang International Power Generation Co., Ltd.	Independent Director	30 June 2016	January 2020	
	China Securities Co., Ltd.	Independent Director	15 May 2015		
	Huaren Pharmaceutical Co.,Ltd.	Independent Director	28 August 2019		
	Xi'An Shaangu Power Co.,Ltd.	Independent Director	19 December 2019		
Notes	None				

Punishments imposed in the recent three years by the securities regulator on the incumbent directors, supervisors and senior management as well as those who left in the Reporting Period:

☐ Applicable √ Not applicable

### IV Remuneration of Directors, Supervisors and Senior Management

Decision-making procedure, determination basis and actual payments of remuneration for directors, supervisors and senior management:

In 2019, the monthly salaries of directors, supervisors and senior executives in the Company were in line with the stipulations of relevant salary management and grade standards, and the benefits of the Company and assessment results. The Director Lin Tian obtained salaries in shareholders' entities.

Remuneration of directors, supervisors and senior management for the Reporting Period

Unit: RMB'0,000

Name	Office title	Gender	Age	Incumbent/For mer	Total before-tax remuneration from the Company	Any remuneration from related party
Shi Xinkun	Chairman of the Board	Male	56	Incumbent	79.18	No
Zhang Xin	Director, General Manager	Male	54	Incumbent	79.18	No
Shi Jianchun	Director, Vice-general Manager	Male	58	Incumbent	79.18	No
Lin Tian	Director	Male	57	Incumbent	0	Yes
Zhang Qiong	Director	Female	62	Incumbent	0	No
Li Minghui	Independent director	Male	46	Incumbent	5	No
Jia Bin	Independent	Male	42	Incumbent	5	No



	director					
Feng Genfu	Independent director	Male	63	Former	5	No
Yin Lihou	Vice-general Manager	Male	56	Incumbent	68.67	No
Xu Yi	Vice-general Manager	Male	56	Incumbent	69.14	No
Liu Xiaoyun	Vice-general Manager	Male	58	Incumbent	69.14	No
Wei Jinxiang	Vice-general Manager	Male	57	Incumbent	67.73	No
Ni Mingliang	Chairman of the Supervisory Committee	Male	53	Incumbent	69.14	No
Zhu Min	Supervisor	Male	56	Incumbent	0	No
Xie Guozhong	Supervisor	Male	51	Incumbent	54.17	No
Lu Zhonggui	Supervisor	Male	53	Incumbent	17.01	No
Liu Yi	Supervisor	Male	51	Incumbent	18.14	No
He Jianjiang	Secretary of the Board	Male	41	Incumbent	40.45	No
Total					726.13	

Equity incentives for directors, supervisors and senior management in the Reporting Period:

### **V** Employees

### 1. Number, Functions and Educational Backgrounds of Employees

Number of in-service employees of the Company as the parent	2,440
Number of in-service employees of major subsidiaries	570
Total number of in-service employees	3,010
Total number of paid employees in the Reporting Period	3,010



 $<sup>\</sup>sqrt{\text{Applicable}}$   $\square$  Not applicable

Number of retirees to whom the Company as the parent or its major subsidiaries need to pay retirement pensions	0
Fund	etions
Function	Employees
Production	1,992
Sales	226
Technical	360
Financial	39
Administrative	308
Other	85
Total	3,010
Educational	backgrounds
Educational background	Employees
Junior high school graduates and below	1,356
High school graduates	852
College graduates and technical secondary school graduates	525
Bachelors	259
Masters and above	18
Total	3,010



### Part X Corporate Governance

### I General Information of Corporate Governance

In the Reporting Period, the Company was strictly in line with laws, statutes such as Company Law, Securities Laws, Code of Corporate Governance of Listed Companies, Guide Opinion on Establishment of Independent Director System by Listed Companies and Guidelines on Internal Controls of Listed Companies and so on, continuously perfected corporate governance, established and accomplished internal management and control system, consistently and deeply put forward corporate governance activities, so as to further normalized operation of the Company, raising corporate governance level, laying a guard for steady and healthy development of the Company, protect legal rights and interests of the Company and all shareholders.

The Company promulgated or revised a series of internal control system through all aspects of normal operation and management activities in accordance with each national laws and regulations, characteristics of the industry, operation and self-managing business, and improved it continuously, and finally formed a normative management system. And formulated a series of management system, process and standard covered each operation link and level of the financial assets control, human resources management, quality environment management and internal audit supervisor etc., which ensured all the work had rules to follow.

Indicate by tick market whether there is any material incompliance with the regulatory documents issued by the CSRC governing the governance of listed companies.

□ Yes √ No

No such cases in the Reporting Period.

## II The Company's Independence from Its Controlling Shareholder in Business, Personnel, Asset, Organization and Financial Affairs

The Company was totally independent from the controlling shareholder Changzhou Investment Group Co., Ltd in terms of assets, business, personnel, organization and financing, with independent & complete business and capability to operate independently.

### **III Horizontal Competition**

☐ Applicable √ Not applicable

### IV Annual and Special General Meetings Convened during the Reporting Period

### 1. General Meeting Convened during the Reporting Period

Meeting Type	Investor participation ratio	Date of the meeting	Disclosure date	Index to disclosed information
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The 2018 Annual General Meeting	Annual General Meeting	0.01%	16 May 2019	17 May 2019	2019-019
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### 2. Special General Meetings Convened at the Request of Preferred Shareholders with Resumed Voting Rights

□ Applicable √ Not applicable

### V Performance of Duty by Independent Directors in the Reporting Period

### 1. Attendance of Independent Directors at Board Meetings and General Meetings

Attendance of independent directors at board meetings and general meetings							
Independent director	Total number of board meetings the independe nt director was eligible to attend	Board meetings attended on site	Board meetings attended by way of telecommu nication	Board meetings attended through a proxy	Board meetings the independe nt director failed to attend	The independe nt director failed to attend two consecutiv e board meetings (yes/no)	General meetings attended
Li Minghui	9	2	7	0	0	No	1
Feng Genfu	9	2	7	0	0	No	1
Jia Bin	9	2	7	0	0	No	1

### 2. Objections Raised by Independent Directors on Matters of the Company

Indicate by tick mark whether any independent directors raised any objections on any matter of the Company.

□ Yes √ No

No such cases in the Reporting Period.

### 3. Other Information about the Performance of Duty by Independent Directors

Indicate by tick mark whether any suggestions from independent directors were adopted by the Company.  $\sqrt{\text{Yes}} \square \text{No}$ 

Suggestions from independent directors adopted or not adopted by the Company:

The independent directors of the Company in line with the law, rules, normative documents and obligations given by the Company of the Company law, Article of Associations and Independent Directors Work Rules, comprehensively focused on the development and operation of the Company, actively attended the general meeting of shareholder and meeting of board of directors, and given independent opinions for the significant



events of the Company, and effectively maintained the profits of the Company and all the shareholders. The Company actively listened to the suggestions from the independent directors upon the significant events and adopted them.

### VI Performance of Duty by Specialized Committees under the Board in the Reporting Period

1. Summary Report on Responsibility Performance of the Audit Committee under the Board of Directors:

During the Reporting Period, the Audit Committee under the Board of Directors performed its duty according to the diligent and responsible principle, based on relevant regulations such as the Company Law, the Guidelines for Corporate Governance of Listed Companies, the Articles of Association as well as provisions in the Enforcement Regulation of the Audit Committee under the Board of Director of the Company.

- (1) Major work of Audit Committee in Reporting Period:
- 1) Periodically examined the working plan and execution of inner control of the Company;
- 2) Communicated fully with the CPAs firm on plan and content of audit;
- 3) Urged the CPAs firm to summit report as scheduled;
- 4) The Audit Committee reviewed the financial statements of the Company before the audit and after the issuance of preliminary opinion by the CPAs firm. After it communicated with the CPAs firm on some important items as well as major accounting estimation items, audit adjustment items and important accounting policies which were likely to have potential influence on the financial statements, it considered that the financial statements reflected the overall situation of the Company authentically, accurately and completely.
- 5) Submitted the summary report on annual audit of the Company conducted by the CPAs firm to the Board of Directors;
- 6) Advised to continue the appointment of Gongzheng Tianye Certified Public Accountants (Special General Partnership) as the audit institution of the Company in 2020.
  - (2) Written opinions on financial statements of the Company issued by the Audit Committee
- 1) On 20 March 2020, the Audit Committee the Audit Committee examined the financial statements of the Company after the certified public accountants had issued the preliminary opinion on the statements, and issued a written opinion as follows: The financial statements of the Company were prepared in accordance with the New Accounting Standards for Enterprises and relevant financial rules of the Company, and faithfully reflected the financial position of the Company, as well as the business results and cash flows in 2019 in all material aspects.
- 2) With regard to the audited financial statements 2019, on 9 April 2020, the Audit Committee made the following resolution: the Audit Committee reviewed the financial statements 2019 audited by auditors, and believed that the said financial statements faithfully reflected the financial position of the Company as at 31 December 2019, as well as the business results and cash flows in 2019 in all material aspects. It agreed to submit the statements to the Board of Directors for examination and approval.
  - (3) Summary report on the audit work conducted by the CPAs firm in 2019:

According to the annual audit plan jointly formulated by the Audit Committee and Gongzheng Tianye Certified Public Accountants (Special General Partnership), auditors communicated fully with the management personnel of the Company and members of the Audit Committee on the consolidation of financial statements, accounting adjustment, accounting policy and other accounting work needed to be improved, which helped both parties acquire a deeper understanding about the operation, financial process and implementation of the New Accounting Standards for Business Enterprises in the Company. With such understanding, the annual audit accountants would make more mature judgment to issue a fair audit conclusion.

The Audit Committee held that the CPAs firm conducted the audit strictly in accordance with provisions stipulated in the Independent Auditing Standards for CPAs of the PRC. The time of audit was sufficient, and the auditors with excellent ability to practice were deployed reasonably. The issued auditor's report fully reflected the financial position of the Company as at 31 December 2019, as well as the business results and cash flows in 2019, and the audit conclusion was in line with the actual situation of the Company.

(4) Resolution letter on renewing the employment of the CPAs firm:

The Audit Committee convened a meeting on 9 April 2020 to review the matter concerning the employment of a CPAs firm for the audit in 2020, and the review opinion was as follows:

Gongzheng Tianye Certified Public Accountants (Special General Partnership) had accomplished the audit of the Company 2018, and the auditor's report reflected the actual financial status of the Company in 2019 objectively and fairly.



The Audit Committee was satisfied with the audit conducted by Gongzheng Tianye Certified Public Accountants (Special General Partnership) and decided to continue to engage it as the audit institution of the Company in 2020.

The said proposal was agreed to be submitted to the 24th Meeting of the 8th Board of Directors for review.

2. Summary Report on Responsibility Performance of Remuneration & Appraisal Committee under the Board of Directors:

The Remuneration & Appraisal Committee under the Board of Directors was composed of 3 Directors, including 2 Independent Directors and 1 Inner Director. And one of the Independent Directors assumed the position of Chairman of the Committee.

In the Reporting Period, the Remuneration & Appraisal Committee raised the proposal on implementing the appraisal of senior executives in 2019, based on the fulfillment of the main financial indicators and operation targets in 2019, which were determined in the Contract for Appraisal of Senior Executives in 2019.

In the Reporting Period, based on relevant regulations and rules, the Remuneration & Appraisal Committee examined the remuneration of the Company's senior executives in 2019 and issued opinions as follows:

The Remuneration & Appraisal Committee held that, the remuneration of the Company's senior executives in 2019 was in accordance with provisions in the Contract for Appraisal of Senior Executives in 2019, as well as the laws, regulations and rules of the Company.

### VII Performance of Duty by the Supervisory Committee

Indicate by tick mark whether the Supervisory Committee found any risk to the Company during its supervision in the Reporting Period.

□ Yes √ No

The Supervisory Committee raised no objections in the Reporting Period.

### VIII Appraisal of and Incentive for Senior Management

The Company has established a fair and objective performance appraisal and incentive restraint mechanism for senior management staffs. The annual remuneration of senior management staffs consisted of the basic annual salary and performance appraisal bonus, and the basic annual salary was distributed monthly with a certain proportion, while the performance appraisal bonus was distributed after being appraised according to the appraisal scheme for senior management staffs signed between the Board of Directors and the managers for each year.

### **IX Internal Control**

### 1. Material Internal Control Weaknesses Identified for the Reporting Period

□ Yes √ No

### 2. Internal Control Self-Evaluation Report

Disclosure date of the internal control self-evaluation report	11 April 2020
Index to the disclosed internal control self-evaluation report	2020-013



Evaluated entities' combined assets as % of consolidated total assets	100.00%		
Evaluated entities' combined operating revenue as % of consolidated operating revenue	100.00% ation standards for internal control weaknesses		
Identific			
Туре	Weaknesses in internal control over financial reporting	Weaknesses in internal control not related to financial reporting	
Nature standard	The Company classified the defects as serious defect, important defect and general defect according to the influence degree from the internal control:  (1) Serious defect: refers to one or multiple groups with control defect which may lead the enterprise seriously deviates the control target;  (2) Important defect: refers to one or multiple groups with control defect with the severity and the economic results lower than the great defect but may still lead the enterprise seriously deviates the control target;  (3) General defect: refers to other defect except for the great defect and significant defect.  Nature standards: defects with the following random characteristics should be recognized as serious defect:  1) the defect involves with the malpractice of the Directors, Supervisors and Senior Executives;  2) revised the disclosed financial report;  3) CPAs discovered the great misstatement among the current financial statement while which could not be found during the operating process of the internal control;  4) the supervision from the Audit Committee and the internal audit institution of the enterprise was invalid.  Quantitative standards:	Defects with the following random characteristics should be recognized as serious defect:  1) Seriously violated the national laws and administrative regulations and the normative documents;  2) "three significant one great" event had not been through the collective decision-making process;  3) the significant events involved with the production and operation of the Company lacked of systematic control or the institutional system was invalid;  4) the internal control of the information disclosure was invalid, which led the Company be open condemned by the supervision department;  5) the serious defect from the assessment results of the internal control had not been revised.	
Quantitative standard	Quantitative standards: The quantitative standards of recognizing the significant degree of the misstatement (including the false negatives) of the consolidated financial report of the Company	of the internal control defect of the financial report, to recognize the quantitative criteria of the significant degree of the internal control defect of the	



	based on the data from the 2019 consolidated statements was as: Serious defect: misstatement≥5% of the annual profits Important defect: 2.5% of the annual profits≤ misstatement < 5% of the annual profits General defect < 2.5% of the annual profits	non-financial report of the Company as: Serious defect: possibly caused directly losses≥0.1% of the net assets Important defect: 0.05% of the net assets≤ possibly caused directly losses < 0.1% of the net assets General defect: possibly caused directly losses < 0.05% of the net assets
Number of material weaknesses in internal control over financial reporting		0
Number of material weaknesses in internal control not related to financial reporting		0
Number of serious weaknesses in internal control over financial reporting		0
Number of serious weaknesses in internal control not related to financial reporting		0

### X Independent Auditor's Report on Internal Control

### $\sqrt{\text{Applicable}}$ $\square$ Not applicable

Opinion paragraph in the independent auditor's report on internal control		
We believed that Changchai Company, Limited maintained effective internal control of the financial report in significant aspects according to the Basic Norms of Internal Control and relevant regulations on 31 December 2019.		
Independent auditor's report on internal control disclosed or not	Disclosed	
Disclosure date	11 April 2020	
Index to such report disclosed	2020-013	
Type of the auditor's opinion	Unmodified unqualified opinion	
Material weaknesses in internal control not related to financial reporting	None	

Indicate by tick mark whether any modified opinion is expressed in the independent auditor's report on the Company's internal control.

□ Yes √ No



Indicate by tick mark whether the independent auditor's report on the Company's internal control is consistent with the internal control self-evaluation report issued by the Company's Board.

√Yes □ No

### 2. Employee Remuneration Policy

The Company always adhered to the principle of tilting the remuneration incentive mechanism towards excellent talents, so as to display the roles of various professional technicians, management staffs and skilled backbones. Besides, it adhered to the principle of increasing the employee's income integrated with increasing labor production efficiency and production & operation efficiency, so as to perfect the salary structure and further increase employees' income steadily.

### 3. Employee Training Plans

The Company established the Management Rules on the Education & Training for Employees, aiming to enhance employees' quality and try its best to cultivate a team of faithful and highly professional talents. Besides, it innovated the training mechanism, optimized the training environment, and reinforced to encourage employees to attend various training, so as to inspire the employees' potential to the maximum extent and further promote the sustainable development of the Company.

### 4. Labor Outsourcing

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

### **Part XI Corporate Bonds**

Does the Company have any corporate bonds publicly offered on the stock exchange, which were outstanding before the date of this Report's approval or were due but could not be redeemed in full?

No.



### **Part XII Financial Statements**

### I Independent Auditor's Report

Type of the independent auditor's opinion	Unmodified unqualified opinion	
Date of signing this report	9 April 2020	
Name of the independent auditor	Gongzheng Tianye Certified Public Accountants (Special General Partnership)	
No. of the auditor's report	SGW[2020]A237	
Name of the certified public accountants	Dai Weizhong, Xu Wenxiang	

Text of the Independent Auditor's Report

### To the Shareholders of Changchai Company, Limited, I Opinion

We have audited the accompanying financial statements of Changchai Company, Limited. (together with its consolidated subsidiaries included in the consolidated financial statements, the "Company"), which comprise the parent's and consolidated balance sheets as at 31 December 2019, the parent's and consolidated income statements, the parent's and consolidated cash flow statements, the parent's and consolidated statements of changes in owners' equity for the year then ended, as well as the notes to the financial statements.

In our opinion, the financial statements attached were prepared in line with the regulations of Accounting Standards for Business Enterprises in all significant aspects which gave a true and fair view of the consolidated and parent financial position of Changchai Company, Limited. as at 31 December 2019 and the consolidated and parent business performance and cash flow for 2019.

#### **II Basis for Opinion**

We conducted our audits in accordance with the Audit Standards for Chinese Registered Accountants. Our responsibilities under those standards are further described in the Auditor's Responsibilities for Audit of Financial Statements section of our report. We are independent of the Company in accordance with the China Code of Ethics for Certified Public Accountants, and we have fulfilled our other ethical responsibilities in accordance with the said Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **III Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. And key audit matter identified in our audit is summarized as follows:

#### (I) Recognition of revenue

### 1. Description of the item

For details of accounting policies governing revenue recognition, please refer to the Note III-25 Revenue and the Note V-37 Operating Revenue and Cost of Sales. The operating revenue of the Company in 2019 is RMB2,040,133,700.



Since the operating revenue is one of key performance indicators of the Company, and there is the inherent risk that the management may manipulate the timing of revenue recognition for the purpose of achieving certain goals or expectations, so we identify the revenue recognition as a key audit item.

#### 2. Response for audit

- (1) Know the key internal control related to revenue recognition, evaluate whether its design and execution are valid or not, and test the operation effectiveness of the related internal control.
- (2) Analyze and assess the time-point of transferring major risks and rewards related to recognition of sales revenue through the sampling inspection of sales contract and interviews with management, and then evaluate the recognition policies of sales revenue of the Company.
- (3) Check the supporting documents related to revenue recognition, such as sales contracts, order form, invoice for sales, shipping order, declaration for exportation, and etc.
- (4) Check the operating revenue recognized before and after the balance sheet date to the supporting documents, such as shipping order, declaration for exportation, and etc by sampling method to assess whether the operating revenue is recognized within appropriate period.
- (5) Implement the confirmation by drawing sample to recognize the balance of accounts receivable and the amount of sales revenue according to the features and natures of customer transaction.
- (II) Bad debt provision for accounts receivable

### 1. Description of the item

Please refer to the accounting policies stipulated in the Note III-10 Impairment of Financial Assets and the Note V-4 Accounts Receivable. On 31 December 2019, as for accounts receivable of the Company, the carrying amount was RMB668.5874 million, the bad debt provision was RMB249.2917 million, and the carrying value was RMB419.2957 million, accounting for 12.03% of total assets at the period-end. The bad debt of accounts receivable due to failure of recovery at maturity or failure of recovery will generate significant impacts on financial statements, thus, we identify the impairment of accounts receivable as a key audit item.

#### 2. Response for audit

- (1) Access Changchai's internal control systems of sales and accounts receivable management to understand and evaluate the design of internal control, and carry out walk-through test to confirm the implementation of internal control systems.
- (2) Analyze and confirm the reasonableness of Changchai's accounting estimates of bad debt provision for accounts receivable, including the basis for determining the combination of accounts receivable, the expected credit loss rate and the judgment of impairment test of accounts receivable evaluated individually.
- (3) Access and check the account receivable details, aging schedule, statement of provisions for bad debts, and confirm the reasonableness of bad debt provision for accounts receivable by combining with the request of confirmation of balance and subsequent collection inspection;
- (4) Understand the reasons for accounts receivable, check Changchai's reconciliation and collection during the reporting period and any other data related to payment recovery, verify and confirm its accounts receivable without transaction dispute at the end of the reporting period, as well as the adequacy of bad debt provision for accounts receivable.
- (5) Send request for confirmation of balance, and confirm the authenticity and accuracy of the amount of accounts receivable on the balance sheet date by combining with subsequent inspection and other procedures.

#### **IV Other Information**

The Company's management (hereinafter referred to as "management") is responsible for the other information. The other information comprises all of the information included in the Company's 2019 Annual Report other than the financial statements and our auditor's report thereon.



Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### V Responsibilities of Management and Those Charged with Governance for Financial Statements

The management is responsible for the preparation of the financial statements that give a fair view in accordance with CAS, and for designing, implementing and maintaining such internal control as the management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

### VI Auditor's Responsibilities for Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with CAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with CAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- (1) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- (2) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- (3) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- (4) Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required by CAS to draw users' attention in our auditor's report to the related disclosures in the financial statements. If such disclosures are inadequate, we need to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- (5) Evaluate the overall presentation, structure and content of the financial statements, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



(6) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the Company audit. We remain solely responsible for our audit opinion. We communicate with those charged with governance regarding the planned scope and timing of the audit and significant audit findings, including any noteworthy deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Gongzheng Tianye Certified Public Accountants (Special General Partnership)

Chinese CPA Dai Weizhong
(Engagement Partner)
Chinese CPA Xu Wenxiang

Wuxi · China 9 April 2020

### **II Financial Statements**

Currency unit for the financial statements and the notes thereto: RMB

#### 1. Consolidated Balance Sheet

Prepared by Changchai Company, Limited

Item	31 December 2019	31 December 2018
Current assets:		
Monetary assets	637,214,006.06	800,960,036.69
Settlement reserve		
Interbank loans granted		
Held-for-trading financial assets	10,000,000.00	
Financial assets at fair value through profit or loss		
Derivative financial assets		
Notes receivable	606,283,023.05	495,370,782.47
Accounts receivable	419,295,665.51	378,859,159.11



Accounts receivable		
Frepayments	12,930,546.16	11,352,297.10
Premiums receivable	12,750,540.10	11,352,277.10
Reinsurance receivables		
Receivable reinsurance		
contract reserve		
Other receivables	10,597,073.18	9,244,584.42
Including: Interest receivable		
Dividends		
receivable		
Financial assets purchased		
under resale agreements	472 252 010 50	7.57 0.52 001 70
Inventories	473,352,010.58	557,953,891.70
Contractual assets		
Assets classified as held for sale		
Current portion of		
non-current assets		
Other current assets	6,353,920.33	34,357,608.97
Total current assets	2,176,026,244.87	2,288,098,360.46
Non-current assets:		
Loans and advances to customers		
Investments in debt obligations		
Available-for-sale financial assets		498,851,369.49
Investments in other debt obligations		
Held-to-maturity investments		
Long-term receivables		
Long-term equity investments		
Investments in other equity instruments	532,886,000.00	
Other non-current financial assets	77,952,101.63	
Investment property	48,447,666.83	50,656,007.63



Fixed assets	457,582,514.13	511,250,371.37
Construction in progress	91,358,156.24	89,090,384.71
Productive living assets		
Oil and gas assets		
Use rights assets		
Intangible assets	99,699,450.26	103,092,879.38
R&D expense		
Goodwill		
Long-term prepaid expense		
Deferred income tax assets	1,023,856.52	979,822.71
Other non-current assets		
Total non-current assets	1,308,949,745.61	1,253,920,835.29
Total assets	3,484,975,990.48	3,542,019,195.75
Current liabilities:		
Short-term borrowings	22,000,000.00	27,000,000.00
Borrowings from the central	, ,	, ,
bank		
Interbank loans obtained		
Held-for-trading financial		
liabilities		
Financial liabilities at fair value through profit or loss		
Derivative financial liabilities		
Notes payable	403,035,000.00	438,375,400.00
Accounts payable	525,610,256.89	591,754,875.77
Advances from customers	30,836,615.21	34,500,232.97
Contractual liabilities	30,630,013.21	34,300,232.71
Financial assets sold under		
repurchase agreements		
Customer deposits and		
interbank deposits		
Payables for acting trading of securities		
Payables for underwriting of		
securities		
Payroll payable	44,559,015.79	50,500,592.99
Taxes payable	9,094,382.58	7,066,085.89



Other payables	203,840,127.19	199,412,250.90
Including: Interest payable	0.00	0.00
Dividends payable	3,891,433.83	3,891,433.83
Handling charges and commissions payable		
Reinsurance payables		
Liabilities directly associated with assets classified as held for sale		
Current portion of non-current liabilities		18,500,000.00
Other current liabilities	1,177,712.38	2,082,985.18
Total current liabilities	1,240,153,110.04	1,369,192,423.70
Non-current liabilities:		
Insurance contract reserve		
Long-term borrowings	0.00	2,000,000.00
Bonds payable		
Including: Preferred shares		
Perpetual bonds		
Lease liabilities		
Long-term payables		
Long-term payroll payable		
Provisions		
Deferred income	58,864,111.22	59,928,484.84
Deferred income tax liabilities	57,082,890.27	47,971,780.36
Other non-current liabilities		
Total non-current liabilities	115,947,001.49	109,900,265.20
Total liabilities	1,356,100,111.53	1,479,092,688.90
Owners' equity:		
Share capital	561,374,326.00	561,374,326.00
Other equity instruments		
Including: Preferred shares		
Perpetual bonds		
Capital reserves	164,328,665.43	164,328,665.43



Less: Treasury stock		
Other comprehensive income	317,059,775.00	264,405,675.00
Specific reserve	17,560,202.07	15,182,958.83
Surplus reserves	322,226,700.34	320,133,050.15
General reserve		
Retained earnings	726,689,929.10	717,883,351.33
Total equity attributable to owners of the Company as the parent	2,109,239,597.94	2,043,308,026.74
Non-controlling interests	19,636,281.01	19,618,480.11
Total owners' equity	2,128,875,878.95	2,062,926,506.85
Total liabilities and owners' equity	3,484,975,990.48	3,542,019,195.75

Legal representative: Shi Xinkun General Manager: Zhang Xin

Head of the accounting department: Jiang He

# 2. Balance Sheet of the Company as the Parent

Item	31 December 2019	31 December 2018
Current assets:		
Monetary assets	584,957,678.96	759,404,219.72
Held-for-trading financial		
assets		
Financial assets at fair value through profit or loss		
Derivative financial assets		
Notes receivable	576,948,023.05	490,519,795.91
Accounts receivable	337,447,538.04	300,357,283.81
Accounts receivable	, ,	, ,
financing		
Prepayments	6,386,284.14	4,768,038.11
Other receivables	23,639,899.46	21,681,331.85
Including: Interest		
receivable		
Dividends		
receivable		
Inventories	368,653,472.39	437,423,195.46
Contractual assets		
Assets classified as held for sale		
Current portion of non-current assets		
Other current assets	3,898,333.51	23,099,858.67
Total current assets	1,901,931,229.55	2,037,253,723.53
Non-current assets:	, , ,	, , ,
Investments in debt		
obligations		
Available-for-sale financial assets		470,940,000.00
Investments in other debt obligations		
Held-to-maturity investments		
Long-term receivables		



Long-term equity investments	251,752,730.03	241,752,730.03
Investments in other equity instruments	532,886,000.00	
Other non-current financial assets	50,000,000.00	
Investment property	48,447,666.83	50,656,007.63
Fixed assets	364,071,199.07	413,186,680.19
Construction in progress	89,330,161.60	87,007,215.91
Productive living assets		
Oil and gas assets		
Use rights assets		
Intangible assets	70,169,770.91	72,184,608.63
R&D expense		
Goodwill		
Long-term prepaid expense		
Deferred income tax assets	970,026.67	930,641.19
Other non-current assets		
Total non-current assets	1,407,627,555.11	1,336,657,883.58
Total assets	3,309,558,784.66	3,373,911,607.11
Current liabilities:		
Short-term borrowings	5,000,000.00	10,000,000.00
Held-for-trading financial liabilities		
Financial liabilities at fair value through profit or loss		
Derivative financial liabilities		
Notes payable	392,105,000.00	425,995,400.00
Accounts payable	481,854,210.18	561,555,397.44
Advances from customers	28,673,664.87	32,072,387.55
Contractual liabilities		
Payroll payable	39,125,477.30	43,597,759.22
Taxes payable	5,952,664.10	2,443,767.89
Other payables	191,962,821.35	185,022,961.56
Including: Interest payable	0.00	0.00
Dividends payable	3,243,179.97	3,243,179.97



Liabilities directly associated with assets classified as held for sale		
Current portion of non-current liabilities		18,500,000.00
Other current liabilities		
Total current liabilities	1,144,673,837.80	1,279,187,673.66
Non-current liabilities:		
Long-term borrowings		
Bonds payable		
Including: Preferred shares		
Perpetual bonds		
Lease liabilities		
Long-term payables		
Long-term payroll payable		
Provisions		
Deferred income	58,864,111.22	59,928,484.84
Deferred income tax liabilities	55,951,725.00	46,659,825.00
Other non-current liabilities		
Total non-current liabilities	114,815,836.22	106,588,309.84
Total liabilities	1,259,489,674.02	1,385,775,983.50
Owners' equity:		
Share capital	561,374,326.00	561,374,326.00
Other equity instruments		
Including: Preferred shares		
Perpetual bonds		
Capital reserves	183,071,147.70	183,071,147.70
Less: Treasury stock		
Other comprehensive income	317,059,775.00	264,405,675.00
Specific reserve	17,560,202.07	15,182,958.83
Surplus reserves	322,226,700.34	320,133,050.15
Retained earnings	648,776,959.53	643,968,465.93
Total owners' equity	2,050,069,110.64	1,988,135,623.61
Total liabilities and owners' equity	3,309,558,784.66	3,373,911,607.11



## 3. Consolidated Income Statement

Item	2019	2018
1. Revenue	2,040,133,717.30	2,132,902,718.60
Including: Operating revenue	2,040,133,717.30	2,132,902,718.60
Interest income		
Premium income		
Handling charge and commission		
income		
2. Costs and expenses	1,985,673,605.20	2,140,281,299.65
Including: Cost of sales	1,709,649,777.75	1,813,444,585.66
Interest expense		
Handling charge and commission		
expense		
Surrenders		
Net claims paid		
Net amount provided as insurance contract reserve		
Expenditure on policy dividends		
Reinsurance premium expense		
Taxes and surcharges	10,959,071.89	12,532,729.68
Selling expense	97,085,117.05	126,997,066.87
Administrative expense	106,183,133.40	116,027,838.96
R&D expense	66,221,376.27	72,182,840.78
Finance costs	-4,424,871.16	-903,762.30
Including: Interest expense	5,722,554.43	4,553,608.46
Interest income	6,719,990.78	4,665,445.23
Add: Other income	5,312,295.51	6,291,685.65
Return on investment ("-" for loss)	7,951,711.61	113,270,824.83
Including: Share of profit or loss of joint ventures and associates		
Income from the derecognition of financial assets at amortized cost ("-" for loss)		
Foreign exchange gain ("-" for loss)		
Net gain on exposure hedges ("-" for loss)		



Gain on changes in fair value ("-" for loss)	-49,255.00	
Credit impairment loss ("-" for loss)	-933,128.89	
Asset impairment loss ("-" for loss)	-42,371,202.17	-37,598,498.08
Asset disposal income ("-" for loss)	2,059,668.56	662,151.89
3. Operating profit ("-" for loss)	26,430,201.72	75,247,583.24
Add: Non-operating income	446,345.38	1,938,995.76
Less: Non-operating expense	219,341.54	1,474,218.49
4. Profit before tax ("-" for loss)	26,657,205.56	75,712,360.51
Less: Income tax expense	1,704,818.55	13,545,662.67
5. Net profit ("-" for net loss)	24,952,387.01	62,166,697.84
5.1 By operating continuity		
5.1.1 Net profit from continuing operations ("-" for net loss)	24,952,387.01	62,166,697.84
5.1.2 Net profit from discontinued operations ("-" for net loss)		
5.2 By ownership		
5.2.1 Net profit attributable to owners of the Company as the parent	24,934,586.11	62,021,374.04
5.2.1 Net profit attributable to non-controlling interests	17,800.90	145,323.80
6. Other comprehensive income, net of tax	52,654,100.00	-250,662,875.00
Attributable to owners of the Company as the parent	52,654,100.00	-250,662,875.00
6.1 Items that will not be reclassified to profit or loss	52,654,100.00	
6.1.1 Changes caused by remeasurements on defined benefit pension schemes  6.1.2 Other comprehensive income that will not be reclassified to profit or loss under		
the equity method  6.1.3 Changes in the fair value of investments in other equity instruments	52,654,100.00	
6.1.4 Changes in the fair value of the company's credit risks		
6.1.5 Other		
6.2 Items that will be reclassified to profit or loss		-250,662,875.00



6.2.1 Other comprehensive income that will be reclassified to profit or loss under the		
equity method		
6.2.2 Changes in the fair value of		
investments in other debt obligations		
6.2.3 Gain/Loss on changes in the fair		-250,662,875.00
value of available-for-sale financial assets		-230,002,873.00
6.2.4 Other comprehensive income		
arising from the reclassification of financial		
assets		
6.2.5 Gain/Loss arising from the		
reclassification of held-to-maturity		
investments to available-for-sale financial		
assets		
6.2.6 Allowance for credit impairments		
in investments in other debt obligations		
6.2.7 Reserve for cash flow hedges		
6.2.8 Differences arising from the		
translation of foreign currency-denominated		
financial statements		
6.2.9 Other		
Attributable to non-controlling interests		
7. Total comprehensive income	77,606,487.01	-188,496,177.16
Attributable to owners of the Company as	77 500 (0/ 11	100 (41 500 0)
the parent	77,588,686.11	-188,641,500.96
Attributable to non-controlling interests	17,800.90	145,323.80
8. Earnings per share		
8.1 Basic earnings per share	0.04	0.11
8.2 Diluted earnings per share	0.04	0.11

Legal representative: Shi Xinkun

Head of the accounting department: Jiang He

General Manager: Zhang Xin



# 4. Income Statement of the Company as the Parent

Item	2019	2018
1. Operating revenue	1,866,291,739.39	1,968,727,065.36
Less: Cost of sales	1,575,626,989.46	1,689,706,860.63
Taxes and surcharges	8,407,285.53	9,550,011.21
Selling expense	89,281,567.68	113,219,756.42
Administrative expense	89,269,943.25	99,399,032.15
R&D expense	60,705,823.99	70,981,785.06
Finance costs	-7,320,351.23	-2,269,683.27
Including: Interest expense	1,974,711.69	1,150,062.50
Interest income	6,955,017.26	4,320,565.70
Add: Other income	3,864,303.74	6,156,851.75
Return on investment ("-" for loss)	6,206,814.50	112,464,720.49
Including: Share of profit or loss of joint ventures and associates		
Income from the derecognition of financial assets at amortized cost ("-" for loss)		
Net gain on exposure hedges ("-" for loss)		
Gain on changes in fair value ("-" for loss)		
Credit impairment loss ("-" for loss)	750,844.30	
Asset impairment loss ("-" for loss)	-41,914,242.93	-33,088,706.77
Asset disposal income ("-" for loss)	2,072,367.71	577,265.23
2. Operating profit ("-" for loss)	21,300,568.03	74,249,433.86
Add: Non-operating income	13,825.00	1,231,701.78
Less: Non-operating expense	141,118.07	1,442,817.89
3. Profit before tax ("-" for loss)	21,173,274.96	74,038,317.75
Less: Income tax expense	236,773.02	9,759,917.90
4. Net profit ("-" for net loss)	20,936,501.94	64,278,399.85
4.1 Net profit from continuing operations ("-" for net loss)	20,936,501.94	64,278,399.85
4.2 Net profit from discontinued operations ("-" for net loss)		



5. Other comprehensive income, net of tax	52,654,100.00	-250,662,875.00
5.1 Items that will not be reclassified to	52,654,100.00	
profit or loss	32,034,100.00	
5.1.1 Changes caused by remeasurements		
on defined benefit pension schemes		
5.1.2 Other comprehensive income that		
will not be reclassified to profit or loss under		
the equity method		
5.1.3 Changes in the fair value of	52,654,100.00	
investments in other equity instruments	32,034,100.00	
5.1.4 Changes in the fair value of the		
company's credit risks		
5.1.5 Other		
5.2 Items that will be reclassified to profit or		-250,662,875.00
loss		250,002,075.00
5.2.1 Other comprehensive income that		
will be reclassified to profit or loss under the		
equity method		
5.2.2 Changes in the fair value of		
investments in other debt obligations		
5.2.3 Gain/Loss on changes in the fair		-250,662,875.00
value of available-for-sale financial assets		230,002,073.00
5.2.4 Other comprehensive income arising		
from the reclassification of financial assets		
5.2.5 Gain/Loss arising from the		
reclassification of held-to-maturity investments		
to available-for-sale financial assets		
5.2.6 Allowance for credit impairments in		
investments in other debt obligations		
5.2.7 Reserve for cash flow hedges		
5.2.8 Differences arising from the		
translation of foreign currency-denominated		
financial statements		
5.2.9 Other		
6. Total comprehensive income	73,590,601.94	-186,384,475.15
7. Earnings per share		
7.1 Basic earnings per share		
7.2 Diluted earnings per share		



## **5. Consolidated Cash Flow Statement**

Item	2019	2018
1. Cash flows from operating activities:		
Proceeds from sale of commodities and rendering of services	2,172,685,126.88	2,425,197,716.22
Net increase in customer deposits		
and interbank deposits		
Net increase in borrowings from		
the central bank		
Net increase in loans from other		
financial institutions		
Premiums received on original insurance contracts		
Net proceeds from reinsurance		
Net increase in deposits and		
investments of policy holders		
Interest, handling charges and		
commissions received		
Net increase in interbank loans		
obtained		
Net increase in proceeds from		
repurchase transactions		
Net proceeds from acting trading of securities		
	42 (07 (17 45	57,000,550,17
Tax rebates	42,607,617.45	57,089,558.17
Cash generated from other operating activities	11,679,968.90	12,322,331.45
Subtotal of cash generated from operating activities	2,226,972,713.23	2,494,609,605.84
Payments for commodities and	1,820,127,110.80	1,748,699,087.54
services	1,020,127,110.00	1,770,077,007.34
Net increase in loans and advances		
to customers		
Net increase in deposits in the		
central bank and in interbank loans		
granted  Power and for plaining on original		
Payments for claims on original		
insurance contracts		



Net increase in interbank loans granted		
Interest, handling charges and commissions paid		
Policy dividends paid		
Cash paid to and for employees	286,479,391.58	321,746,157.63
Taxes paid	19,775,735.08	33,740,896.03
Cash used in other operating activities	121,133,333.29	116,603,937.75
Subtotal of cash used in operating activities	2,247,515,570.75	2,220,790,078.95
Net cash generated from/used in operating activities	-20,542,857.52	273,819,526.89
2. Cash flows from investing activities:		
Proceeds from disinvestment	11,201,882.58	43,589,736.75
Return on investment	8,488,216.45	113,425,932.70
Net proceeds from the disposal of fixed assets, intangible assets and other long-lived assets	326,835.85	979,093.38
Net proceeds from the disposal of subsidiaries and other business units		
Cash generated from other investing activities		
Subtotal of cash generated from investing activities	20,016,934.88	157,994,762.83
Payments for the acquisition of fixed assets, intangible assets and other long-lived assets	39,198,814.48	18,482,660.75
Payments for investments	58,980,496.31	33,293,147.06
Net increase in pledged loans granted		
Net payments for the acquisition of		
subsidiaries and other business units		
Cash used in other investing activities		
Subtotal of cash used in investing activities	98,179,310.79	51,775,807.81
Net cash generated from/used in investing activities	-78,162,375.91	106,218,955.02
3. Cash flows from financing activities:		



Capital contributions received		
Including: Capital contributions		
by non-controlling interests to		
subsidiaries		
Borrowings obtained	34,000,000.00	40,700,000.00
Cash generated from other financing activities		
Subtotal of cash generated from financing activities	34,000,000.00	40,700,000.00
Repayments of borrowings	59,500,000.00	39,600,000.00
Payments for interest and dividends	19,005,058.96	19,322,496.75
Including: Dividends paid by subsidiaries to non-controlling interests		
Cash used in other financing activities		
Subtotal of cash used in financing activities	78,505,058.96	58,922,496.75
Net cash generated from/used in financing activities	-44,505,058.96	-18,222,496.75
4. Effect of foreign exchange rate changes on cash and cash equivalents	715,396.97	
5. Net increase in cash and cash equivalents	-142,494,895.42	361,815,985.16
Add: Cash and cash equivalents, beginning of the period	687,079,639.59	325,263,654.43
6. Cash and cash equivalents, end of the period	544,584,744.17	687,079,639.59



# 6. Cash Flow Statement of the Company as the Parent

Item	2019	2018
1. Cash flows from operating activities:		
Proceeds from sale of commodities and rendering of services	1,911,679,765.84	2,373,022,957.25
Tax rebates	34,035,423.13	40,981,398.83
Cash generated from other operating activities	9,754,947.38	10,293,262.16
Subtotal of cash generated from operating activities	1,955,470,136.35	2,424,297,618.24
Payments for commodities and services	1,637,576,894.25	1,748,150,322.59
Cash paid to and for employees	237,310,147.26	268,331,025.24
Taxes paid	8,675,558.38	21,464,799.34
Cash used in other operating activities	107,932,998.05	114,428,231.52
Subtotal of cash used in operating activities	1,991,495,597.94	2,152,374,378.69
Net cash generated from/used in operating activities	-36,025,461.59	271,923,239.55
2. Cash flows from investing activities:		
Proceeds from disinvestment	4,000,000.00	30,000,000.00
Return on investment	6,206,814.50	112,621,521.91
Net proceeds from the disposal of fixed assets, intangible assets and other long-lived assets	297,935.85	867,615.38
Net proceeds from the disposal of subsidiaries and other business units		
Cash generated from other investing activities	9,500,000.00	
Subtotal of cash generated from investing activities	20,004,750.35	143,489,137.29
Payments for the acquisition of fixed assets, intangible assets and other long-lived assets	30,078,441.85	16,631,342.48
Payments for investments	60,000,000.00	10,000,000.00
Net payments for the acquisition of subsidiaries and other business units		



Cash used in other investing	9,500,000.00	
activities		
Subtotal of cash used in investing activities	99,578,441.85	26,631,342.48
Net cash generated from/used in investing activities	-79,573,691.50	116,857,794.81
3. Cash flows from financing activities:		
Capital contributions received		
Borrowings obtained	5,000,000.00	10,000,000.00
Cash generated from other financing activities		
Subtotal of cash generated from financing activities	5,000,000.00	10,000,000.00
Repayments of borrowings	28,500,000.00	1,000,000.00
Payments for interest and dividends	16,009,069.84	17,991,292.28
Cash used in other financing activities		
Subtotal of cash used in financing activities	44,509,069.84	18,991,292.28
Net cash generated from/used in financing activities	-39,509,069.84	-8,991,292.28
4. Effect of foreign exchange rate changes on cash and cash equivalents	1,031,120.95	
5. Net increase in cash and cash equivalents	-154,077,101.98	379,789,742.08
Add: Cash and cash equivalents, beginning of the period	651,854,206.79	272,064,464.71
6. Cash and cash equivalents, end of the period	497,777,104.81	651,854,206.79



## 7. Consolidated Statements of Changes in Owners' Equity

2019

								201	9						
					Equity attri	butable	to owners of	the Compa	ny as the pa	rent					
Item			ner equit			Less:	Other			Gen				Non-cont	Total
	Share capital	Prefe rred share	Perpe tual bond	Ot her	Capital reserves	Trea sury stock	compreh ensive income	Specific reserve	Surplus reserves	eral reser ve	Retained earnings	Ot her	Subtotal	rolling interests	owners' equity
		S	S												
1. Balances as at the end of the prior year	561,374, 326.00				164,328, 665.43		264,405, 675.00	15,182,9 58.83	320,133, 050.15		717,883, 351.33		2,043,308, 026.74	19,618,48	2,062,926, 506.85
Add: Adjustm ents for changed accounti ng policies															



Changchai	Company.	Limited

		 zenar con						 i Report 2017		
Adjustm										
ents for										
correctio										
ns of										
previous										
errors										
Adjustm										
ents for										
business										
combinat										
ions										
under										
common										
control										
Other										
adjustme										
nts										
2.										
Balances										
as at the	561,374,		164,328,	264,405,	15,182,9	320,133,	717,883,	2,043,308,	19,618,48	2,062,926,
	326.00		665.43	675.00	58.83	050.15	351.33	026.74	0.11	506.85
beginnin	320.00		003.43	0/3.00	30.03	030.13	331.33	020.74	0.11	300.83
g of the										
year										



	Citaing	genai Con	ipuiry, r	ziiiitea					2 Milituu	ii Keport 2019		
3. Increase/ decrease in the period ("-" for decrease)					52,654,1 00.00	2,377,24 3.24	2,093,65 0.19	8,806,57 7.77		65,931,57 1.20	17,800.90	65,949,37 2.10
3.1 Total compreh ensive income					52,654,1 00.00			24,934,5 86.11		77,588,68 6.11	17,800.90	77,606,48 7.01
3.2 Capital increase d and reduced by owners												
3.2. 1 Ordinary shares increase d by owners												



Changchai Company, Limited
----------------------------

-	Citain	genai Con	ipuity, i	Similea				7 Milituu	ii Kepoit 2019	
3.2.										
2 Capital										
increase										
d by										
holders										
of other										
equity										
instrume										
nts										
3.2.										
3										
Share-ba										
sed										
payment										
S										
included										
in										
owners'										
equity										
3.2.										
4 Other										
3.3										
Profit						2,093,65	-16,128,0		-14,034,35	-14,034,35
distributi						0.19	08.34		8.15	8.15
on										

Changchai	Company	Limited
Changenar	Company,	Lillittea

	Chan	genai Con	ipuity, i	311111tea				THIII	1 Keport 2019	
3.3.1										
Appropri						2,093,65	-2,093,65			
ation to						0.19	0.19			
surplus										
reserves										
3.3.2										
Appropri										
ation to										
general										
reserve										
3.3.3										
Appropri										
ation to							-14,034,3		-14,034,35	-14,034,35
owners							58.15		8.15	8.15
(or										
sharehol										
ders)										
3.3.4										
Other										
3.4										
Transfers										
within										
owners'										
equity										



	Chan	gchai Con	npany, l	Limited				Annua	al Report 2019	
3.4.1										
Increase										
in capital										
(or share										
capital)										
from										
capital										
reserves										
3.4.2										
Increase										
in capital										
(or share										
capital)										
from										
surplus										
reserves										
(or share capital) from capital reserves  3.4.2 Increase in capital (or share capital) from surplus										

3.4.3 Loss offset by surplus reserves

	Chang	gchai Com	ıpany, I	Limited	
					-

	Ciruin	genai Con	ipuiij, i	Sillite u				THIII	1 Keport 2019	
3.4.4										
Changes										
in										
defined										
benefit										
pension										
schemes										
transferr										
ed to										
retained										
earnings										
3.4.5										
Other										
compreh										
ensive										
income										
transferr										
ed to										
retained										
earnings										
3.4.6										
Other										
3.5						2,377,24			2,377,243.	2,377,243.
Specific						3.24			24	24
reserve						3.24			24	24

Annual Report 2019

		Chang	genai Con	трану, т	Jiiiited					Amiua	1 Keport 2019		
3.5.1 Increase in the period							3,868,72 7.07				3,868,727. 07		3,868,727. 07
3.5.2 Used in the period							1,491,48 3.83				1,491,483. 83		1,491,483. 83
3.6 Other													
4. Balances													
as at the end of	561,374, 326.00				164,328, 665.43	317,059, 775.00	17,560,2 02.07	322,226, 700.34	726,689, 929.10		2,109,239, 597.94	19,636,28 1.01	2,128,875, 878.95
the period	2 30.00				2300		32.07	, 30.0	2 27.110		27,121	1.01	370.50

2018

						201	8						
			Equity attri	ibutable	to owners of	the Compa	ny as the pa	rent					
Item	Share capital	Perpe tual bond s	Capital reserves	Less: Trea sury stock	Other comprehe nsive income	Specific reserve	Surplus	Gen eral reser ve	Retained earnings	Ot her	Subtotal	Non-cont rolling interests	Total owners' equity



		CIIGII	genai Con	ipunj, i	311111100					 ii Keport 2019		
1.												
Balances												
as at the	561,374,				164,328,	515,068,5	13,289,0	313,705,	679,131,	2,246,896,	19,473,1	2,266,370,
end of	326.00				665.43	50.00	59.21	210.16	047.06	857.86	56.31	014.17
the prior												
year												
Add:												
Adjustm												
ents for												
changed												
accounti												
ng												
policies												
_												
Adjustm												
ents for												
correctio												
ns of												
previous												
errors												
Adjustm												
ents for												
business												
combinat												
ions												
under												
common												
control												
Control												



		Chan	gchai Con	ipany, i	Jiiiiteu					Allilua	l Report 2019		
Other													
adjustme													
nts													
2.													
Balances													
as at the	561,374,				164,328,	515,068,5	13,289,0	313,705,	679,131,		2,246,896,	19,473,1	2,266,370,
beginnin	326.00				665.43	50.00	59.21	210.16	047.06		857.86	56.31	014.17
g of the													
year													
3.													
Increase/													
decrease													
in the						-250,662,	1,893,89	6,427,83	38,752,3		-203,588,	145,323.	-203,443,
period						875.00	9.62	9.99	04.27		831.12	80	507.32
("-" for													
decrease													
)													
3.1													
Total						-250,662,			62,021,3		-188,641,	145,323.	-188,496,
compreh						875.00			74.04		500.96	80	177.16
ensive													
income													
3.2													
Capital													
increase													
d and													
reduced													
by													
owners													



Changchai Company, Limited Annual Report 2019 3.2. Ordinary shares increase d by owners 3.2. 2 Capital increase d by holders of other equity instrume nts 3.2. Share-ba sed payment included in owners' equity



3.2.

4 Other

	Citali	gchai Con	ірапу, і	Jiiiiteu				Aimua	1 Report 2019	
3.3										
Profit						6,427,83	-23,269,0		-16,841,2	-16,841,2
distributi						9.99	69.77		29.78	29.78
on										
3.3.1										
Appropri						6,427,83	-6,427,83			
ation to						9.99	9.99			
surplus										
reserves										
3.3.2										
Appropri										
ation to										
general										
reserve										
3.3.3										
Appropri										
ation to							-16,841,2		-16,841,2	-16,841,2
owners							29.78		29.78	29.78
(or										
sharehol										
ders)									_	
3.3.4										
Other										

	Ciiuii	genai Con	ipuiij, i	311111tCG				7 mmu	1 Keport 2019	
3.4										
Transfers										
within										
owners'										
equity										
3.4.1										
Increase										
in capital										
(or share										
capital)										
from										
capital										
reserves										
3.4.2										
Increase										
in capital										
(or share										
capital)										
from										
surplus										
reserves										
3.4.3										
Loss										
offset by										
surplus										
reserves										

	Chan	genai Com	ipany, i	Billitea				Timua	1 Keport 2019	
3.4.4										
Changes										
in										
defined										
benefit										
pension										
schemes										
transferr										
ed to										
retained										
earnings										
3.4.5										
Other										
compreh										
ensive										
income										
transferr										
ed to										
retained										
earnings										
3.4.6										
Other										
3.5						1,893,89			1,893,899.	1,893,899.
Specific						9.62			62	62
reserve						7.02			02	02

C1 1 :		· · · · ·
Changchai	Company.	Limited

	Tunida Report 2017												
3.5.1 Increase in the period							4,135,80 5.99				4,135,805. 99		4,135,805. 99
3.5.2 Used in the period							2,241,90 6.37				2,241,906. 37		2,241,906. 37
3.6 Other													
4. Balances as at the	561,374,			164,328,		264,405,6	15,182,9	320,133,		717,883,	2,043,308,	19,618,4	2,062,926,
end of the period	326.00			665.43		75.00	58.83	050.15		351.33	026.74	80.11	506.85



# 8. Statements of Changes in Owners' Equity of the Company as the Parent

2019

	2019											
Item		Other equity instruments				Less:	Other					
	Share capital	Preferr ed shares	Perpetu al bonds	Oth er	Capital reserves	Treasu ry stock	comprehensi ve income	Specific reserve	Surplus reserves	Retained earnings	Oth er	Total owners' equity
1. Balances												
as at the end	561,374,326				183,071,147		264,405,675	15,182,958	320,133,050	643,968,465		1,988,135,623
of the prior	.00				.70		.00	.83	.15	.93		.61
year												
Add:												
Adjustment												
s for												
changed												
accounting												
policies												
A 1:												
Adjustment s for												
s for corrections												
of previous												
errors												
Other												
adjustments												



		<u> </u>						
2. Balances								
as at the	561,374,326		183,071,147	264,405,675	15,182,958	320,133,050	643,968,465	1,988,135,623
beginning	.00		.70	.00	.83	.15	.93	.61
of the year								
3. Increase/								
decrease in				52,654,100.	2,377,243.	2,093,650.1	4,808,493.6	
the period				00	24	2,073,030.1	0	61,933,487.03
("-" for					24			
decrease)								
3.1 Total				52,654,100.			20,936,501.	
comprehens				00			94	73,590,601.94
ive income							<i>,</i> , ,	
3.2								
Capital								
increased								
and reduced								
by owners								
3.2.1								
Ordinary								
shares								
increased								
by owners								
3.2.2								
Capital								
increased								
by holders								
of other								
equity								
instruments								

	Cin	ingenur con	ipany, Limite	*			1 111114	ai Keport 2019	
3.2.3									
Share-based									
payments									
included in									
owners'									
equity									
3.2.4									
Other									
3.3 Profit							2,093,650.1	-16,128,008.	-14,034,358.1
distribution							9	34	5
3.3.1									
Appropriati							2 002 650 1	2 002 650 1	
on to							2,093,650.1	-2,093,650.1	
surplus							9	9	
reserves									
3.3.2									
Appropriati									
on to								-14,034,358.	-14,034,358.1
owners (or								15	5
shareholder									
s)									
3.3.3									
Other									
3.4									
Transfers									
within									
owners'									
equity									



	 angenar cor	iipuiiy, Eiiiiit				ti Report 2017	
3.4.1							
Increase in							
capital (or							
share							
capital)							
from capital							
reserves							
3.4.2							
Increase in							
capital (or							
share							
capital)							
from							
surplus							
reserves							
3.4.3							
Loss offset							
by surplus							
reserves							
3.4.4							
Changes in							
defined							
benefit							
pension							
schemes							
transferred							
to retained							
earnings							

Changchai	Company, Limited
0	

Annual Report 2019

	Circ	angenai Con	inpung, Emm				1 1111144	ii Keport 2019	
3.4.5									
Other									
comprehens									
ive income									
transferred									
to retained									
earnings									
3.4.6									
Other									
3.5						2,377,243.			
Specific						24			2,377,243.24
reserve									
3.5.1						3,868,727.			
Increase in						07			3,868,727.07
the period									
3.5.2						1,491,483.			
Used in the						83			1,491,483.83
period									
3.6 Other									
4. Balances									
as at the end	561,374,326			183,071,147	317,059,775	17,560,202	322,226,700	648,776,959	2,050,069,110
of the	.00			.70	.00	.07	.34	.53	.64
period									

2018

Unit: RMB

Itam					2018					
Item	Share	Other equity instruments	Capital	Less:	Other	Specific	Surplus	Retained	Oth	Total owners'



	capital	Preferr	Perpetu	Oth	reserves	Treasu	comprehensi	reserve	reserves	earnings	er	equity
		ed	al	er		ry	ve income					
		shares	bonds	Ci		stock						
1. Balances												
as at the	561,374,326				183,071,147		515,068,550.	13,289,059	313,705,210	602,959,135		2,189,467,42
end of the	.00				.70		00	.21	.16	.85		8.92
prior year												
Add:												
Adjustment												
s for												
changed												
accounting												
policies												
Adjustment												
s for												
corrections												
of previous												
errors												
Other												
adjustments												
2. Balances												
as at the	561,374,326				183,071,147		515,068,550.	13,289,059	313,705,210	602,959,135		2,189,467,42
beginning	.00				.70		00	.21	.16	.85		8.92
of the year												
3. Increase/												
decrease in							-250,662,875	1 202 200	6 427 920 0	41 000 220		-201,331,805.
the period								1,893,899.	6,427,839.9	41,009,330.		
("-" for							.00	62	9	08		31
decrease)												



	Cit	angenar con	ірапу, Еппп			2 Hillian	ii Keport 2019	
3.1 Total					-250,662,875		64,278,399.	-186,384,475.
comprehens					.00		85	15
ive income					.00		63	13
3.2								
Capital								
increased								
and reduced								
by owners								
3.2.1								
Ordinary								
shares								
increased								
by owners								
3.2.2								
Capital								
increased								
by holders								
of other								
equity								
instruments								
3.2.3								
Share-based								
payments								
included in								
owners'								
equity								
3.2.4								
Other								



	Cin	angenar con	npany, Linni			1 1111144	ii Keport 2019	<del></del>
3.3 Profit						6,427,839.9	-23,269,069.	-16,841,229.7
distribution						9	77	8
3.3.1								
Appropriati						6,427,839.9	-6,427,839.9	
on to						9	9	
surplus								
reserves								
3.3.2								
Appropriati								
on to							-16,841,229.	-16,841,229.7
owners (or							78	8
shareholder								
s)								
3.3.3								
Other								
3.4								
Transfers within								
owners'								
equity								
3.4.1								
Increase in								
capital (or								
share								
capital)								
from capital								
reserves								

-	CII	ungenur Cor	npany, cini	ica			7 Hillion	ii Keport 2019	
3.4.2									
Increase in									
capital (or									
share									
capital)									
from									
surplus									
reserves									
3.4.3									
Loss offset									
by surplus									
reserves									
3.4.4									
Changes in									
defined									
benefit									
pension									
schemes									
transferred									
to retained									
earnings									
3.4.5									
Other									
comprehens									
ive income									
transferred									
to retained									
earnings									
3.4.6									
Other									

3.5 Specific reserve					1,893,899. 62			1,893,899.62
3.5.1 Increase in the period					4,135,805. 99			4,135,805.99
3.5.2 Used in the period					2,241,906. 37			2,241,906.37
3.6 Other								
4. Balances as at the end of the period	561,374,326		183,071,147 .70	264,405,675. 00	15,182,958 .83	320,133,050	643,968,465	1,988,135,62 3.61

# **III. Company Profile**

Changchai Company, Limited (hereinafter referred to as "the Company") was founded on 5 May 1994, which is a company limited by shares promoted solely by Changzhou Diesel Engine Plant through the approval by the State Commission for Restructuring the Economic Systems with document TGS [1993] No. 9 on 15 January 1993 by way of public offering of shares. With the approved of the People's Government of Jiangsu Province SZF [1993] No. 67, as well as reexamined and approved by China Securities Regulatory Commission ("CSRC") through document ZJFSZ (1994) No. 9, the Company initially issued A shares to the public from 15 March 1994 to 30 March 1994. As approved by the Shenzhen Stock Exchange through document SZSFZ (1994) No. 15, such tradable shares of the public got listing on 1 July 1994 at Shenzhen Stock Exchange with "Su Changchai A" for short of stock, as well as "0570" as stock code (present stock code is "000570").

In 1996, with the recommendation of the Office of the People's Government of Jiangsu Province SZBH [1996] No. 13, as well as first review by Shenzhen Municipal Securities Administration Office through SZBZ [1996] No. 24, and approval of the State Council Securities Commission ZWF [1996] No. 27, the Company issued 100 million B shares to qualified investors on 27 August 1996 to 30 August 1996, getting listed on 13 September 1996.

On 9 June 2006, the Company held a shareholders' general meeting related to A shares market to examine and approve share merger reform plan, and performed the share merger reform on 19 June 2006.

As examined and approved at the 2<sup>nd</sup> Extraordinary General Meeting of 2009 in September 2009, based on the total share capital of 374,249,551 shares as at 30 June 2009, the Company implemented the profit distribution plan, i.e. to distribute 5 bonus shares and cash of RMB0.80 for every 10 shares, with registered capital increased by RMB187,124,775.00, as well as registered capital of RMB561,374,326.00 after change. As at 31 December 2015, the total share capital of the Company is 561,374,326.00 shares, as well as registered capital of RMB561,374,326.00, which verified by Gongzheng Tianye Certified Public Accountants (Special General Partnership) with issuing Capital Verification Report SGC [2010] No. B002. And the unified social credit code of the enterprise business license of the Company is 91320400134792410W.

The Company's registered address is situated at No. 123 Huaide Middle Road, Changzhou, Jiangsu, as well as its head office located at No. 123 Huaide Middle Road, Changzhou, Jiangsu.

The Company belongs to manufacturing with business scope including manufacturing and sale of diesel engine, diesel engines part and casting, grain harvesting machine, rotary cultivators, walking tractor, mould and fixtures, assembling and sale of diesel generating set and pumping unit. The Company mainly engaged in the production and sales of small and medium-sized single cylinders and multi-cylinder diesel engine with the label of Changchai Brand. The diesel engine produced and sold by the Company were mainly used in tractors, combine harvest models, light commercial vehicle, farm equipment, small-sized construction machinery, generating sets and shipborne machinery and equipment, etc. The Company's main business remained unchanged in the Reporting Period.

The Company established the Shareholders' General Meeting, the Board of Directors and the Supervisory Committee, Corporate office, Financial Department, Political Department, Investment and Development Department, Audit Department, Human Recourses Department, Production Department, Procurement Department, Sales Company, Chief Engineer Office, Technology Center, QA Department, Foundry Branch, Machine Processing Branch, Single-cylinder Engine branch, Multi-cylinder Engine Branch and Overseas Business Department in the Company.

# The financial report has been approved to be issued by the Board of Directors on 9 April 2020.

The consolidated scope of the Company of the Reporting Period includes the Company as the parent and 6 subsidiaries. For the details of the consolidated scope of the Reporting Period and the changes situation, please refer to the changes of the consolidated scope of the notes to the financial report and the notes to the equities among other entities.

# IV. Basis for Preparation of the Financial Report

#### 1. Basis for Preparation

With the going-concern assumption as the basis and based on transactions and other events that actually occurred, the Company prepared financial statements in accordance with The Accounting Standards for Business



Enterprises—Basic Standard issued by the Ministry of Finance with Decree No. 33 and revised with Decree No. 76, the various specific accounting standards, the Application Guidance of Accounting Standards for Business Enterprises, the Interpretation of Accounting Standards for Business Enterprises and other regulations issued and revised from 15 February 2006 onwards (hereinafter jointly referred to as "the Accounting Standards for Business Enterprises", "China Accounting Standards" or "CAS"), as well as the Rules for Preparation Convention of Disclosure of Public Offering Companies No.15 – General Regulations for Financial Reporting (revised in 2014) by China Securities Regulatory Commission.

In accordance with relevant provisions of the Accounting Standards for Business Enterprises, the Company adopted the accrual basis in accounting. Except for some financial instruments, where impairment occurred on an asset, an impairment reserve was withdrawn accordingly pursuant to relevant requirements.

#### 2. Continuation

The Company comprehensively evaluated the information acquired recently that there would be no such factors in the 12 months from the end of the Reporting Period that would obviously influence the continuation capability of the Company and predicted that the operating activities would continue in the future 12 months of the Company. The financial statement compiled base on the continuous operation.

# V. Important Accounting Policies and Estimations

Notification of specific accounting policies and accounting estimations:

The Company and each subsidiary according to the actual production and operation characteristics and in accord with the regulations of the relevant ASBE, formulated certain specific accounting policies and accounting estimations, which mainly reflected in the financial instruments, withdrawal method of the bad debt provision of the accounts receivable, the measurement of the inventory and the depreciation of the fixed assets etc.

#### 1. Statement of Compliance with the Accounting Standards for Business Enterprises

The financial statements prepared by the Company are in compliance with in compliance with the Accounting Standards for Business Enterprises, which factually and completely present the Company's and the Company's financial positions, business results and cash flows and other relevant information.

#### 2. Fiscal Period

The fiscal periods are divided into fiscal year and metaphase, the fiscal year is from January 1 to December 31 and as the metaphase included monthly, quarterly and semi-yearly periods.

#### 3. Operating Cycle

A normal operating cycle refers to a period from the Company purchasing assets for processing to realizing cash or cash equivalents. An operating cycle for the Company is 12 months, which is also the classification criterion for the liquidity of its assets and liabilities.



#### 4. Currency Used in Bookkeeping

Renminbi is functional currency of the Company.

# 5. Accounting Methods for Business Combinations under the Same Control and Business Combinations not under the Same Control

#### (1) Business combinations under the same control:

A business combination under the same control is a business combination in which all of the combining enterprises are ultimately controlled by the same party or the same parties both before and after the business combination and on which the control is not temporary.

For the merger of enterprises under the same control, if the consideration of the merging enterprise is that it makes payment in cash, transfers non-cash assets or bear its debts, it shall, on the date of merger, regard the share of the book value of the owner's equity of the merged enterprise as the initial cost of the long-term equity investment. The difference between the initial cost of the long-term equity investment and the payment in cash, non-cash assets transferred as well as the book value of the debts borne by the merging party shall offset against the capital reserve. If the capital reserve is insufficient to dilute, the retained earnings shall be adjusted.

If the consideration of the merging enterprise is that it issues equity securities, it shall, on the date of merger, regard the share of the book value of the owner's equity of the merged enterprise as the initial cost of the long-term equity investment. The total face value of the stocks issued shall be regarded as the capital stock, while the difference between the initial cost of the long-term equity investment and total face value of the shares issued shall offset against the capital reserve. If the capital reserve is insufficient to dilute, the retained earnings shall be adjusted.

All direct costs for the business combination, including expenses for audit, evaluating and legal services shall be recorded into the profits and losses at the current period. The expenses such as the handling charges and commission etc, premium income of deducting the equity securities, and as for the premium income was insufficient to dilute, the retained earnings shall be written down.

Owning to the reasons such as the additional investment, for the equity investment held before acquiring the control right of the combined parties, the confirmed relevant gains and losses, other comprehensive income and the changes of other net assets since the date of the earlier one between the date when acquiring the original equity right and the date when the combine parties and combined ones were under the same control to the combination date, should be respectively written down and compared with the beginning balance of retained earnings or the current gains and losses during the statement period.

#### (2) Business combinations not under the same control

A business combination not under the same control is a business combination in which the combining enterprises are not ultimately controlled by the same party or the same parties both before and after the business combination.

The combination costs of the acquirer and the identifiable net assets obtained by the acquirer in a business combination shall be measured at the fair values. The acquirer shall recognize the positive balance between the combination costs and the fair value of the identifiable net assets it obtains forms the acquiree as business reputation. The direct relevant expenses occurred from the enterprise combination should be included in the current gains and losses when occurred. The combination costs of the acquirer and the identifiable net assets obtained by it in the combination shall be measured according to their fair values at the acquiring date. The difference between the fair value of the assets paid out by the Company and its book value should be included in



the current gains and losses. The purchase date refers to the date that the purchaser acquires the control right of the acquiree.

For the business combinations not under the same control realized through step by step multiple transaction, as for the equity interests that the Company holds in the acquiree before the acquiring date, they shall be re-measured according to their fair values at the acquiring date; the positive difference between their fair values and carrying amounts shall be recorded into the investment gains for the period including the acquiring date. The equity holed by the acquiree which involved with the other comprehensive income and the other owners' equities changes except for the net gains and losses, other comprehensive income and the profits distribution and other related comprehensive gains and other owners' equities which in relation to the equity interests that the Company holds in the acquiree before the acquiring date should be transferred into the current investment income on the acquiring date, except for the other comprehensive income occurred from the re-measurement of the net profits of the defined benefit plans or the changes of the net assets of the investees.

#### 6. Methods for Preparing Consolidated Financial Statements

The Company confirms the consolidated scope based on the control and includes the subsidiaries with actual control right into the consolidated financial statement.

The consolidated financial statement of the Company is compiled according to the regulations of No. 33 of ASBE-Consolidated Financial Statement and the relevant regulations and as for the whole significant come-and-go balance, investment, transaction and the unrealized profits should be written off when compiling the consolidated financial statement. The portion of a subsidiary's shareholders' equity and the portion of a subsidiary's net profits and losses for the period not held by the Company are recognized as minority interests and minority shareholder profits and losses respectively and presented separately under shareholders' equity and net profits in the consolidation financial statements. The portion of a subsidiary's net profits and losses for the period that belong to minority interests is presented as the item of "minority shareholder profits and losses" under the bigger item of net profits in the consolidated financial statements. Where the loss of a subsidiary shared by minority shareholders exceeds the portion enjoyed by minority shareholders in the subsidiary's opening owners' equity, minority interests are offset.

The accounting policy or accounting period of each subsidiary is different from which of the Company, which shall be adjusted as the Company; or subsidiaries shall prepare financial statement again required by the Company when preparing the consolidated financial statements.

As for the added subsidiary company not controlled by the same enterprise preparing the consolidated financial statement, shall adjust individual financial statement based on the fair value of the identifiable net assets on the acquisition date; as for the added subsidiary companies controlled by the same enterprise preparing the financial statement, shall not adjust the financial statement of the subsidiaries, namely survived by integration as participating in the consolidation when the final control party starts implementing control and should adjust the period-begin amount of the consolidated balance sheet and at the same time adjust the relevant items of the compared statement.

As for the disposed subsidiaries, the operation result and the cash flow should be included in the consolidated income statement and the consolidated cash flow before the disposing date; the disposed subsidiaries of the current period, should not be adjusted the period-begin amount of the consolidated balance sheet.

Where the Company losses control on its original subsidiaries due to disposal of some equity investments or other reasons, the residual equity interests are re-measured according to the fair value on the date when such control ceases. The summation of the consideration obtained from the disposal of equity interests and the fair value of the residual equity interests, minus the portion in the original subsidiary's net assets measured on a continuous basis from the acquisition date that is enjoyable by the Company according to the original shareholding percentage in the subsidiary, is recorded in investment gains for the period when the Company's control on the subsidiary ceases. Other comprehensive incomes in relation to the equity investment and the other owners' equities changes except for the net gains and losses, other comprehensive income and profits distribution in the original subsidiary are treated on the same accounting basis as the acquiree directly disposes the relevant assets or liabilities (that is, except for the changes in the net liabilities or assets with a defined benefit plan resulted from re-measurement of the original subsidiary, the rest shall all be transferred into current investment gains) when such control ceases. And subsequent measurement is conducted on the residual equity interests according to the No.2 Accounting Standard for Business Enterprises-Long-term Equity Investments or the No.22 Accounting Standard for Business Enterprises-Recognition and Measurement of Financial Instruments.

For the disposal of equity investment belongs to a package deal, should be considered as a transaction and conduct accounting treatment. However, Before losing control, every disposal cost and corresponding net assets balance of subsidiary of disposal investment are confirmed as other comprehensive income in consolidated financial statements, which together transferred into the current profits and losses in the loss of control, when the Company losing control on its subsidiary.

For the disposal of the equity investment not belongs to a package deal, should be executed accounting treatment according to the relevant policies of partly disposing the equity investment of the subsidiaries under the situation not lose the control right before losing the control right; when losing the control right, the former should be executed accounting treatment according to the general disposing method of the disposal of the subsidiaries.

# 7. Classification of Joint Arrangements and Accounting Treatment of Joint Operations

The Company classifies joint arrangements into joint operations and joint ventures.

A joint operation refers to a joint arrangement where the Company is the joint operations party of the joint arrangement and enjoys assets and has to bear liabilities related to the arrangement. The Company confirms the following items related to the interests share among the joint operations and executes accounting treatment according to the regulations of the relevant ASBE:

- (1) Recognizes the assets that it holds and bears in the joint operation and recognizes the jointly-held assets according to the Company's stake in the joint operation;
- (2) Recognizes the liabilities that it holds and bears in the joint operation and recognizes the jointly-held liabilities according to the Company's stake in the joint operation;
  - (3) Recognizes the income from sale of the Company's share in the output of the joint operation
  - (4) Recognizes the income from sale of the joint operation's outputs according to the Company's stake in it
- (5) Recognizes the expense solely incurred to the Company and the expense incurred to the joint operation according to the Company's stake in it.

# 8. Recognition Standard for Cash and Cash Equivalents

In the Company's understanding, cash and cash equivalents include cash on hand, any deposit that can be used for cover, and short-term (usually due within 3 months since the day of purchase) and high circulating investments, which are easily convertible into known amount of cash and whose risks in change of value are minimal.



## 9. Foreign Currency Businesses and Translation of Foreign Currency Financial Statements

#### (1) Foreign currency business

Concerning the foreign-currency transactions that occurred, the foreign currency shall be converted into the recording currency according to the middle price of the market exchange rate disclosed by the People's Bank of China on the date of the transaction. Among the said transactions that occurred, those involving foreign exchanges shall be converted according to the exchange rates adopted in the actual transactions.

On the balance sheet date, the foreign-currency monetary assets and the balance of the liability account shall be converted into the recoding currency according to the middle price of the market exchange rates disclosed by the People's Bank of China on the Balance Sheet Date. The difference between the recording-currency amount converted according to the exchange rate on the Balance Sheet Date and the original book recording-currency amount shall be recognized as gains/losses from foreign exchange. And the exchange gain/loss caused by the foreign-currency borrowings related to purchasing fixed assets shall be handled according to the principle of capitalizing borrowing expenses; the exchange gain/loss incurred in the establishment period shall be recorded into the establishment expense; others shall be recorded into the financial expenses for the current period.

On the balance sheet date, the foreign-currency non-monetary items measured by historical cost shall be converted according to the middle price of the market exchange disclosed by the People's Bank of China on the date of the transaction, with no changes in the original recording-currency amount; while the foreign-currency non-monetary items measured by fair value shall be converted according to the middle price of the market exchange disclosed by the People's Bank of China on the date when the fair value is recognized, and the exchange gain/loss caused thereof shall be recognized as the gain/loss from fair value changes and recorded into the gain/loss of the current period.

#### (2) Translation of foreign currency

The assets and liabilities items among the balance sheet of the foreign operation shall be translated at a spot exchange rate on the balance sheet date. Among the owner's equity items, except for the items as "undistributed profits", other items shall be translated at the spot exchange rate at the time when they are incurred. And the revenues and expenses items among the balance sheet of the foreign operation shall be translated at the approximate exchange rate of the transaction date. The difference caused from the above transaction of the foreign currency statement should be listed in the other comprehensive income among the owners' equities.

#### 10. Financial Instruments

## (1) Classification of Financial Instruments

The Company classifies the financial assets when initially recognized into the following three categories based on the business model for financial assets management and characteristics of contractual cash flow of financial assets: financial assets measured at amortized cost, financial assets at fair value through other comprehensive income (debt instruments) and financial assets at fair value through profit or loss

Financial liabilities were classifies when initially recognized into financial liabilities at fair value through profit or loss and financial liabilities measured at amortized cost.

- (2) Recognition Basis and Measurement Method for Financial Instruments
- ① Financial assets measured at amortized cost

Financial assets at amortized cost include notes receivable, accounts receivable, other receivables, long-term receivables, and investment in debt obligations which are initially measured at fair value and related transaction cost shall be recorded into the initial recognized amount. For accounts receivable excluding significant financing



and accounts receivable that the Company decides not to consider financing components less than one year, the initial measurement shall be made at the contract transaction price. The interest calculated with actual rates for the holding period shall be recorded into the current profit or loss. When recovered or disposed, the difference between the price obtained and the carrying value of the financial assets shall be recorded into the current profit or loss.

# ② Financial assets at fair value through other comprehensive income (debt instruments)

Financial assets at fair value through other comprehensive income (debt instruments) include accounts receivable financing and investment in other debt obligations which are initially measured at fair value and related transaction cost shall be recorded into the initial recognized amount. The subsequent measurement of the financial assets shall be at fair value and changes of fair value except for interest calculated with actual rates, impairment losses or gains and exchange gains or losses shall be recorded into other comprehensive income. When derecognized, the accumulated gains or losses originally recorded into other comprehensive income shall be transferred into the current profit or loss.

## ③ Financial assets at fair value through other comprehensive income (equity instruments)

Financial assets at fair value through other comprehensive income (equity instruments) include investment in other equity instruments, etc. which are initially measured at fair value and related transaction cost shall be recorded into the initial recognized amount. The subsequent measurement of the financial assets shall be at fair value and changes of fair value shall be recorded into other comprehensive income. The dividends obtained shall be recorded into the current profit or loss. When derecognized, the accumulated gains or losses originally recorded into other comprehensive income shall be transferred into retained earnings.

## 4 Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include held-for-trading financial assets, derivative financial assets and other non-current financial assets which are initially measured at fair value and the related transaction cost shall be recorded into the current profit or loss. The subsequent measurement of the financial assets shall be at fair value and the changes of fair value shall be recorded into the current profit or loss.

# ⑤ Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include held-for-trading financial liabilities and derivative financial liabilities which are initially measured at fair value and the related transaction cost shall be recorded into the current profit or loss. The subsequent measurement of the financial liabilities shall be at fair value and the changes of fair value shall be recorded into the current profit or loss. When derecognized, the difference between the carrying value and the paid consideration shall be recorded into the current profit or loss.

#### (6) Financial liabilities at amortized cost

Financial liabilities at amortized cost include short-term borrowings, notes payable, accounts payable, other payables, long-term borrowings, bonds payable and long-term payables which are initially measured at fair value and the related transaction cost shall be recorded into the initial recognized amount. The interest calculated with actual rates for the holding period shall be recorded into the current profit or loss. When derecognized, the difference between the paid consideration and the carrying value of the financial liabilities shall be recorded into the current profit or loss.

#### (3) Recognition Basis and Measurement of Transfer of Financial Assets

Where the Company has transferred nearly all of the risks and rewards related to the ownership of the financial asset to the transferee, it shall stop recognizing the financial asset and separately recognize the rights and obligations generated retained from the transfer as assets or liabilities. If it retained nearly all of the risks and rewards related to the ownership of the financial asset, it shall continue to recognize the transferred financial asset.



Where the Company does not transfer or retain nearly all of the risks and rewards related to the ownership of a financial asset, it shall deal with it according to the circumstances as follows, respectively: (1) If it gives up its control over the financial asset, it shall stop recognizing the financial asset and separately recognize the rights and obligations generated retained from the transfer as assets or liabilities; (2) If it does not give up its control over the financial asset, it shall, according to the extent of its continuous involvement in the transferred financial asset, recognize the related financial asset and recognize the relevant liability accordingly.

If the transfer of an entire financial asset satisfies the conditions for stopping recognition, the difference between the amounts of the following 2 items shall be recorded in the profits and losses of the current period: (1) The carrying value of the transferred financial asset on the derecognition date; (2) The sum of consideration received from the transfer of financial assets, and derecognition amount among the accumulative amount of the changes of the fair value originally recorded in the other comprehensive income (the financial assets involve transfer are investments in debt instruments at fair value through other comprehensive income. If the transfer of partial financial asset satisfies the conditions to stop the recognition, the entire carrying value of the transferred financial asset shall, between the portion whose recognition has been stopped and the portion whose recognition has not been stopped, be apportioned according to their respective relative fair value on the transfer date, and the difference between the amounts of the following two items shall be included into the profits and losses of the current period: (1)The carrying value of the portion whose recognition has been stopped; (2)The sum of consideration of the portion whose recognition has been stopped, and derecognition amount among the accumulative amount of the changes of the fair value originally recorded in the other comprehensive income (the financial assets involve transfer are investments in debt instruments at fair value through other comprehensive income.

#### (4) Derecognition Basis of Financial Liabilities

A financial liability or part of it can be derecognized after its current obligation has been relieved in full or in part.

#### (5) Recognition of Fair Value of Financial Assets and Financial Liabilities

The fair value of financial instruments with an active market is determined by the quoted price in the active market. For financial instruments without active market, the fair value is determined by valuation techniques. The Company adopts the valuation techniques applicable to the current conditions which are supported by sufficient data and other information for valuation, and selects the input values consistent with the characteristics of assets or liabilities considered by market participants in asset or liability transactions, with priority to observable input values. Unobservable input values are used only when relevant observable input values are not available or practical.

- (6) Impairment of financial instrument
- ① Impairment measurement and accounting handling of financial instrument

Based on expected credit loss, the Company conducts impairment handling and confirms credit impairment loss for financial assets which is measured by amortized cost, debt instrument investment which is measured by fair value and whose change is calculated into other comprehensive profits, financial guarantee contract

Expected credit loss refers to weighted average of credit loss of financial instrument which takes the risk of contract breach occurrence as the weight. Credit loss refers to the difference between all contract cash flow which is converted into cash according to actual interest rate and receivable according to contract and all cash flow which to be charged as expected, i.e. current value of all cash shortage. Among it, as for financial asset purchased or original which has had credit impairment, it should be converted into cash according actual interest rate of this financial asset after credit adjustment.

As for financial asset purchased or original which has had credit impairment, the Company only confirms



cumulative change of expected credit loss within the whole duration after initial confirmation on the balance sheet date as loss reserve.

As for accounts receivable which don't include major financing contents or the Company does not consider financing contents in contract which is less than one year, the Company applies simplified measurement method, and measures loss reserve according to amount of expected credit loss within the whole duration.

As for account receivable of rental and accounts receivable including major financing contents, the Company applies simplified measurement method, and measure loss reserve according to amount of expected credit loss within the whole duration.

As for financial asset beyond above mentioned measurement methods, the Company evaluates whether its credit risk has increased obviously since the initial confirmation on each balance sheet date. In case credit risk has increased obviously, the Company measures the loss reserve according to amount of expected credit loss within the whole duration; in case the credit risk does not increase obviously, the Company measures loss reserve according to the amount of expected credit loss in next 12 months.

By utilizing obtainable rational and well grounded information, including forward-looking information, comparing the risk of contract breach on balance sheet date and risk of contract breach on initial confirmation date, the Company confirms whether the credit risk of financial instrument has increased obviously from initial confirmation.

On balance sheet date, in case the Company judges that the financial instrument just has relatively low credit risk, then it will be assumed that credit risk of the financial instrument has not increased obviously.

Based on single financial instrument or financial portfolio, the Company evaluates expected credit risk and measures expected credit loss. When based on financial instrument portfolio, the Company takes common risk characteristics as the basis, and divides financial instruments into different portfolios.

The Company measures expected credit loss again on each balance sheet date, the increase of loss reserve or amount which is transfer back generated by it is calculated into current profits and losses as impairment profits or losses. As for financial asset which is measured by amortized cost, loss reserve offsets the carrying value of the financial asset listed in the balance sheet; as for debt investment which is measured by fair value and whose change is calculated into other comprehensive profits, the Company confirms its loss reserve in other comprehensive profits and does not offset the carrying value of the financial asset.

② For notes receivable, accounts receivable, other receivables and long-term receivables with objective evidence indicating impairment and those suitable for individual evaluation, the Company carries out impairment test separately to confirm expected credit loss and prepare provision for impairment of single items. For notes receivable, accounts receivable and other receivables without objective evidence of impairment, or a single financial asset with expected credit loss impossible to be assessed at a reasonable cost, the Company divides the receivables into groups according to the characteristics of credit risk, and calculate the expected credit loss based on receivable groups.

Accounts receivable with expected credit losses measured by groups Specific groups and method of measuring expected credit loss

Item	Recognition basis	Method of measuring expected credit losses
Bank's acceptance bills		Consulting historical experience in credit losses,
receivable		combining current situation and prediction for future
	Bill type	economic situation, the expected credit loss shall be
Trade acceptance bills		accounted through exposure at default and the expected
receivable		credit loss rate over the entire life



Accounts receivable-credit risk characteristics group	Aging group	Prepare the comparative list between aging of accounts receivable and expected credit loss rate over the entire life and calculate the expected credit loss by consulting historical experience in credit losses, combining current situation and prediction for future economic situation
Accounts receivable-intercourse funds among related party group within the consolidation scope	Related party within the consolidation scope	Consulting historical experience in credit losses, combining current situation and prediction for future economic situation, the expected credit loss shall be accounted through exposure at default and the expected credit loss rate over the entire life

Accounts receivable-the comparative list between aging of credit risk characteristic group and expected credit loss rate over the entire life

Aging	Withdrawal proportion
Within 1 year	2.00%
1 to 2 years	5.00%
2 to 3 years	15.00%
3 to 4 years	30.00%
4 to 5 years	60.00%
Over 5 years	100.00%

Other receivables with expected credit losses measured by groups

Specific groups and method of measuring expected credit loss

Item	Recognition basis	Method of measuring expected credit losses	
Other receivables-aging analysis group	Aging group	Consulting historical experience in credit loss combining current situation and prediction for fut economic situation, the expected credit loss shall accounted through exposure at default and the expected credit loss rate within the next 12 months or over entire life	
Other		Consulting historical experience in credit losses,	
receivables-intercourse Related party within		combining current situation and prediction for future	
funds among related party	the consolidation	economic situation, the expected credit loss shall be	
group within the	scope	accounted through exposure at default and the expected	
consolidation scope		credit loss rate over the entire life	

For the measurement of impairment loss of other receivables, refer to the aforesaid measurement of impairment loss of accounts receivable.



#### 11. Notes Receivable

See "10. Financial Instruments".

#### 12. Accounts Receivable

See "10. Financial Instruments".

# 13. Inventory

# (1) Category of Inventory

Inventory refers to the held-for-sale finished products or commodities, goods in process, materials consumed in the production process or the process providing the labor service etc. Inventory is mainly including the raw materials, low priced and easily worn articles, unfinished products, inventories and work in process—outsourced etc.

# (2) Pricing method

Purchasing and storage of the various inventories should be valued according to the planed cost and the dispatch be calculated according to the weighted average method; carried forward the cost of the finished products according to the actual cost of the current period and the sales cost according to the weighted average method.

(3) Determination basis of the net realizable value of inventory and withdrawal method of the provision for falling price of inventory

At the balance sheet date, inventories are measured at the lower of the costs and net realizable value. When all the inventories are checked roundly, for those which were destroyed, outdated in all or in part, sold at a loss, etc, the Company shall estimate the irrecoverable part of its cost and withdrawal the inventory falling price reserve at the year-end. Where the cost of the single inventory item is higher than the net realizable value, the inventory falling price reserve shall be withdrawn and recorded into profits and losses of the current period. Of which: in the normal production and operating process, as for the commodities inventory directly for sales such as the finished products, commodities and the materials for sales, should recognize the net realizable value according to the amount of the estimated selling price of the inventory minuses the estimated selling expenses and the relevant taxes; as for the materials inventory needs to be processed in the normal production and operating process, should recognize its net realizable value according to the amount of the estimated selling price of the finished products minuses the cost predicts to be occur when the production completes and the estimated selling expenses as well as the relevant taxes; on the balance sheet date, for the same inventory with one part agreed by the contract price and other parts not by the contract price, should be respectively recognized the net realizable value. For items of inventories relating to a product line that are produced and marketed in the same geographical area, have the same or similar end users or purposes, and cannot be practicably evaluated separately from other items in that product line provision for decline in value is determined on an aggregate basis; for large quantity and low value items of inventories, provision for decline in value is made based on categories of inventories.

- (4) The perpetual inventory system is maintained for stock system.
- (5) Amortization method of low-value consumables and packages

One time amortization method is adopted for low-value consumables and packages.

#### 14. Classified as Assets Held for Sale

The Company recognizes the components (or the non-current assets) which meet with the following



conditions as assets held for sale:

- (1) The components must be immediately sold only according to the usual terms of selling this kind of components under the current conditions;
- (2) The Company had made solutions on disposing the components (or the non-current assets), for example, the Company should gain the approval from the shareholders according to the regulations and had acquired the approved from the Annual General Meeting or the relevant authority institutions;
  - (3) The Company had signed the irrevocable transformation agreement with the transferee;
  - (4) The transformation should be completed within 1 year.

## 15. Long-term Equity Investments

(1) Judgment standard of joint control and significant influences

Joint control, refers to the control jointly owned according to the relevant agreement on an arrangement by the Company and the relevant activities of the arrangement should be decided only after the participants which share the control right make consensus. Significant influence refers to the power of the Company which could anticipate in the finance and the operation polices of the investees, but could not control or jointly control the formulation of the policies with the other parties.

(2) Recognition for initial investment cost

The initial investment cost of the long-term equity investment shall be recognized by adopting the following ways in accordance with different methods of acquisition:

- 1) As for those forms under the same control of the enterprise combine, if the combine party takes the cash payment, non-cash assets transformation, liabilities assumption or equity securities issuance as the combination consideration, should take the shares of the book value by the ultimate control party in the consolidate financial statement of the owners' equities of the combiners acquired on the merger date as the initial investment cost. The difference between the initial investment cost and the book value of the paid combination consideration or the total amount of the issued shares of the long-term equity investment should be adjusted the capital reserve; If the capital reserve is insufficient to dilute, the retained earnings shall be adjusted. To include each direct relevant expense occurred when executing the enterprise merger into the current gains and losses; while the handling charges and commission occurs from the issuing the equity securities or the bonds for the enterprise merger should be included in the initial measurement amount of the shareholders' equities or the liabilities.
- 2) As for long-term equity investment acquired through the merger of enterprises not under the same control, its initial investment cost shall regard as the combination cost calculated by the fair value of the assets, equity instrument issued and liabilities incurred or undertaken on the purchase date adding the direct cost related with the acquisition. The identifiable assets of the combined party and the liabilities (including contingent liability) undertaken on the combining date shall be measured at the fair value without considering the amount of minority interest. The acquirer shall recognize the positive balance between the combination costs and the fair value of the identifiable net assets it obtains from the acquiree as business reputation. The acquirer shall record the negative balance between the combination costs and the fair value of the identifiable net assets it obtains from the acquiree into the consolidated income statement directly. The agent expense and other relevant management expenses such as the audit, legal service and evaluation consultation occurs from the enterprise merger, should be included in the current gains and losses when occur; while the handling charges and commission occurs from the issuing the equity securities or the bonds for the enterprise merger should be included in the initial measurement amount of the shareholders' equities or the liabilities.
  - 3) Long-term equity investment obtained by other means



The initial cost of a long-term equity investment obtained by making payment in cash shall be the purchase cost which is actually paid.

The initial cost of a long-term equity investment obtained on the basis of issuing equity securities shall be the fair value of the equity securities issued.

The initial cost of a long-term equity investment of an investor shall be the value stipulated in the investment contract or agreement, the unfair value stipulated in the contract or agreement shall be measured at fair value.

As for long-term investment obtained by the exchange of non-monetary assets, where it is commercial in nature, the fair value of the assets surrendered shall be recognized as the initial cost of the long-term equity investment received; where it is not commercial in nature, the book value of the assets surrendered shall be recognized as the initial cost of the long-term equity investment received.

The initial cost of a long-term equity investment obtained by recombination of liabilities shall be recognized at fair value of long-term equity investment.

- (3) Subsequent measurement and recognition of profits and losses
- 1) An investment in the subsidiary company shall be measured by employing the cost method

Where the Company hold, and is able to do equity investment with control over an invested entity, the invested entity shall be its subsidiary company. Where the Company holds the shares of an entity over 50%, or, while the Company holds the shares of an entity below 50%, but has a real control to the said entity, then the said entity shall be its subsidiary company.

2) An investment in the joint enterprise or associated enterprise shall be measured by employing the equity method

Where the Company hold, and is able to do equity investment with joint control with other parties over an invested entity, the invested entity shall be its joint enterprise. Where the Company hold, and is able to have equity investment with significant influences on an invested entity, the invested entity shall be its associated entity.

After the Company acquired the long-term equity investment, should respectively recognize investment income and other comprehensive income according to the net gains and losses as well as the portion of other comprehensive income which should be enjoyed or be shared, and at the same time adjust the book value of the long-term equity investment; corresponding reduce the book value of the long-term equity investment according to profits which be declared to distribute by the investees or the portion of the calculation of cash dividends which should be enjoyed; for the other changes except for the net gains and losses, other comprehensive income and the owners' equity except for the profits distribution of the investees, should adjust the book value of the long-term equity investment as well as include in the owners' equity.

The investing enterprise shall, on the ground of the fair value of all identifiable assets of the invested entity when it obtains the investment, recognize the attributable share of the net profits and losses of the invested entity after it adjusts the net profits of the invested entity.

If the accounting policy adopted by the investees is not accord with that of the Company, should be adjusted according to the accounting policies of the Company and the financial statement of the investees during the accounting period and according which to recognize the investment income as well as other comprehensive income.

For the transaction happened between the Company and associated enterprises as well as joint ventures, if the assets launched or sold not form into business, the portion of the unrealized gains and losses of the internal transaction, which belongs to the Company according to the calculation of the enjoyed proportion, should recognize the investment gains and losses on the basis. But the losses of the unrealized internal transaction happened between the Company and the investees which belongs to the impairment losses of the transferred assets,



should not be neutralized.

The Company shall recognize the net losses of the invested enterprise according to the following sequence: first of all, to write down the book value of the long-term equity investment. Secondly, if the book value of the long-term equity investment is insufficient for written down, should be continued to recognized the investment losses limited to the book value of other long-term equity which forms of the net investment of the investees and to written down the book value of the long-term accounts receivable etc. Lastly, through the above handling, for those should still undertake the additional obligations according to the investment contracts or the agreements, it shall be recognized as the estimated liabilities in accordance with the estimated duties and then recorded into investment losses at current period. If the invested entity realizes any net profits later, the Company shall, after the amount of its attributable share of profits offsets against its attributable share of the un-recognized losses, resume recognizing its attributable share of profits.

In the preparation for the financial statements, the balance existed between the long-term equity investment increased by acquiring shares of minority interest and the attributable net assets on the subsidiary calculated by the increased shares held since the purchase date (or combination date), the capital reserves shall be adjusted, if the capital reserves are not sufficient to offset, the retained profits shall be adjusted; the Company disposed part of the long-term equity investment on subsidiaries without losing its controlling right on them, the balance between the disposed price and attributable net assets of subsidiaries by disposing the long-term equity investment shall be recorded into owners' equity.

For other ways on disposal of long-term equity investment, the balance between the book value of the disposed equity and its actual payment gained shall be recorded into current profits and losses.

For the long-term equity investment measured by adopting equity method, if the remained equity after disposal still adopts the equity method for measurement, the other comprehensive income originally recorded into owners' equity should adopt the same basis of the accounting disposal of the relevant assets or liabilities directly disposed by the investees according to the corresponding proportion. The owners' equity recognized owning to the changes of the other owners' equity except for the net gains and losses, other comprehensive income and the profits distribution of the investees, should be transferred into the current gains and losses according to the proportion.

For the long-term equity investment which adopts the cost method of measurement, if the remained equity still adopt the cost method, the other comprehensive income recognized owning to adopting the equity method for measurement or the recognition and measurement standards of financial instrument before acquiring the control of the investees, should adopt the same basis of the accounting disposal of the relevant assets or liabilities directly disposed by the investees and should be carried forward into the current gains and losses according to the proportion; the changes of the other owners' equity except for the net gains and losses, other comprehensive income and the profits distribution among the net assets of the investees which recognized by adopting the equity method for measurement, should be carried forward into the current gains and losses according to the proportion.

For those the Company lost the control of the investees by disposing part of the equity investment as well as the remained equity after disposal could execute joint control or significant influences on the investees, should change to measure by equity method when compiling the individual financial statement and should adjust the measurement of the remained equity to equity method as adopted since the time acquired; if the remained equity after disposal could not execute joint control or significant influences on the investees, should change the accounting disposal according to the relevant regulations of the recognition and measurement standards of financial instrument, and its difference between the fair value and book value on the date lose the control right should be included in the current gains and losses. For the other comprehensive income recognized by adopting equity method for measurement or the recognition and measurement standards of financial instrument before the



Company acquired the control of the investees, should execute the accounting disposal by adopting the same basis of the accounting disposal of the relevant assets or liabilities directly disposed by the investees when lose the control of them, while the changes of the other owners' equity except for the net gains and losses, other comprehensive income and the profits distribution among the net assets of the investees which recognized by adopting the equity method for measurement, should be carried forward into the current gains and losses according to the proportion. Of which, for the disposed remained equity which adopted the equity method for measurement, the other comprehensive income and the other owners' equity should be carried forward according to the proportion; for the disposed remained equity which changed to execute the accounting disposal according to the recognition and measurement standards of financial instrument, the other comprehensive income and the other owners' equity should be carried forward in full amount.

For those the Company lost the control of the investees by disposing part of the equity investment, the disposed remained equity should change to calculate according to the recognition and measurement standards of financial instrument, and difference between the fair value and book value on the date lose the control right should be included in the current gains and losses. For the other comprehensive income recognized from the original equity investment by adopting the equity method, should execute the accounting disposal by adopting the same basis of the accounting disposal of the relevant assets or liabilities directly disposed by the investees when terminate the equity method for measurement, while for the owners' equity recognized owning to the changes of the other owner's equity except for the net gains and losses, other comprehensive income and the profits distribution of the investees, should be transferred into the current investment income with full amount when terminate adopting the equity method.

#### 16. Investment Real Estate

Measurement mode of investment real estate:

Measurement of cost method

Depreciation or amortization method

The investment real estate shall be measured at its cost. Of which, the cost of an investment real estate by acquisition consists of the acquisition price, relevant taxes, and other expense directly relegated to the asset; the cost of a self-built investment real estate composes of the necessary expenses for building the asset to the hoped condition for use. The investment real estate invested by investors shall be recorded at the value stipulated in the investment contracts or agreements, but the unfair value appointed in the contract or agreement shall be entered into the account book at the fair value.

As for withdrawal basis of provision for impairment of investment real estates, please refer to withdrawal method for provision for impairment of fixed assets.

# 17. Fixed Assets

#### (1) Recognition Conditions

Fixed assets refers to the tangible assets that simultaneously possess the features as follows: (a) they are held for the sake of producing commodities, rendering labor service, renting or business management; and (b) their useful life is in excess of one fiscal year. The fixed assets are only recognized when the relevant economic benefits probably flow in the Company and its cost could be reliable measured.



# (2) Depreciation Method

Category of fixed assets	Method	Useful life	Annual deprecation
Housing and building	Average method of useful life	20-40	2.50%-5%
Machinery equipment	Average method of useful life	6-15	6.67%-16.67%
Transportation equipment	Average method of useful life	5-10	10%-20%
Other equipment	Average method of useful life	5-10	10%-20%

#### (3) Recognition Basis, Pricing and Depreciation Method of Fixed Assets by Finance Lease

The Company recognizes those meet with the following one or certain standards as the fixed assets by finance lease:

- 1) The leasing contract had agreed that (or made the reasonable judgment according to the relevant conditions on the lease starting date) when the lease term expires, the ownership of leasing the fixed assets could be transferred to the Company;
- 2) The Company owns the choosing right for purchasing and leasing the fixed assets, with the set purchase price which is estimated far lower than the fair value of the fixed assets by finance lease when executing the choosing right, so the Company could execute the choosing right reasonably on the lease starting date;
- 3) Even if the ownership of the fixed assets not be transferred, the lease period is of 75% or above of the useful life of the lease fixed assets:
- 4) The current value of the minimum lease payment on the lease starting date of the Company is equal to 90% or above of the fair value of the lease fixed assets on the lease starting date; the current value of the minimum lease receipts on the lease starting date of the leaser is equal to 90% or above of the fair value of the lease fixed assets on the lease starting date;
- 5) The nature of the lease assets is special that only the Company could use it if not execute large transformation.

The fixed assets by finance lease should take the lower one between the fair value of the leasing assets and the current value of the minimum lease payment on the lease starting date as the entry value. As for the minimum lease payment which be regarded as the entry value of the long-term accounts payable, its difference should be regarded as the unrecognized financing expense. For the initial direct expenses occur in the lease negotiations and the signing process of the lease contracts that attribute to the handling expenses, counsel fees, travel expenses and stamp taxes of the lease items, should be included in the charter-in assets value. The unrecognized financing expenses should be amortized by adopting the actual interest rate during the period of the lease term.

The fixed assets by finance lease shall adopt the same depreciation policy for self-owned fixed assets. If it is reasonable to be certain that the lessee will obtain the ownership of the leased asset when the lease term expires, the leased asset shall be fully depreciated over its useful life. If it is not reasonable to be certain that the lessee will obtain the ownership of the leased asset at the expiry of the lease term, the leased asset shall be fully depreciated over the shorter one of the lease term or its useful life



#### 18. Construction in Progress

#### (1) Valuation of the progress in construction

Construction in progress shall be measured at actual cost. Self-operating projects shall be measured at direct materials, direct wages and direct construction fees; construction contract shall be measured at project price payable; project cost for plant engineering shall be recognized at value of equipments installed, cost of installation, trail run of projects. Costs of construction in process also include borrowing costs and exchange gains and losses, which should be capitalized.

#### (2) Standardization on construction in process transferred into fixed assets and time point

The construction in process, of which the fixed assets reach to the predicted condition for use, shall carry forward fixed assets on schedule. The one that has not audited the final accounting shall recognize the cost and make depreciation in line with valuation value. The construction in process shall adjust the original valuation value at its historical cost but not adjust the depreciation that has been made after auditing the final accounting.

#### 19. Borrowing Costs

## (1) Recognition principle of capitalization of borrowing costs

The borrowing costs shall include the interest on borrowings, amortization of discounts or premiums on borrowings, ancillary expenses, and exchange balance on foreign currency borrowings. Where the borrowing costs occurred belong to specifically borrowed loan or general borrowing used for the acquisition and construction of investment real estates and inventories over one year (including one year) shall be capitalized, and record into relevant assets cost. Other borrowing costs shall be recognized as expenses on the basis of the actual amount incurred, and shall be recorded into the current profits and losses. The borrowing costs shall not be capitalized unless they simultaneously meet the following three requirements: (1) The asset disbursements have already incurred; (2) The borrowing costs have already incurred; and (3) The acquisition and construction or production activities which are necessary to prepare the asset for its intended use or sale have already started.

#### (2) The period of capitalization of borrowing costs

The borrowing costs arising from acquisition and construction of fixed assets, investment real estates and inventories, if they meet the above-mentioned capitalization conditions, the capitalization of the borrowing costs shall be measured into asset cost before such assets reach to the intended use or sale, Where acquisition and construction of fixed assets, investment real estates and inventories is interrupted abnormally and the interruption period lasts for more than 3 months, the capitalization of the borrowing costs shall be suspended, and recorded into the current expense, till the acquisition and construction of the assets restarts. When the qualified asset is ready for the intended use or sale, the capitalization of the borrowing costs shall be ceased, the borrowing costs occurred later shall be included into the financial expense directly at the current period.

#### (3) Measurement method of capitalization amount of borrowing costs

As for specifically borrowed loans for the acquisition and construction or production of assets eligible for capitalization, the to-be-capitalized amount of interests shall be determined in light of the actual cost incurred of the specially borrowed loan at the present period minus the income of interests earned on the unused borrowing loans as a deposit in the bank or as a temporary investment.

Where a general borrowing is used for the acquisition and construction or production of assets eligible for capitalization, the enterprise shall calculate and determine the to-be-capitalized amount of interests on the general borrowing by multiplying the weighted average asset disbursement of the part of the accumulative asset disbursements minus the general borrowing by the capitalization rate of the general borrowing used. The



capitalization rate shall be calculated and determined in light of the weighted average interest rate of the general borrowing.

## 20. Intangible Assets

## (1) Pricing Method, Service Life, and Impairment Test

## (1) Pricing method of intangible assets

Intangible assets purchased should take the actual payment and the relevant other expenses as the actual cost.

For the intangible assets invested by the investors should be recognized the actual cost according to the value of the investment contracts or agreements, however, for the value of the contracts or agreements is not fair, the actual cost should be recognized according to the fair value.

For the intangible assets acquires from the exchange of the non-currency assets, if own the commercial nature, should be recorded according to the fair value of the swap-out assets; for those not own the commercial nature, should be recorded according to the book value of the swap-out assets.

For the intangible assets acquires from the debts reorganization should be recognized by the fair value.

(2) Amortization method and term of intangible assets

As for the intangible assets with limited service life, which are amortized by straight-line method when it is available for use within the service period, shall be recorded into the current profits and losses. The Company shall, at least at the end of each year, check the service life and the amortization method of intangible assets with limited service life. When the service life and the amortization method of intangible assets are different from those before, the years and method of the amortization shall be changed.

Intangible assets with uncertain service life may not be amortized. However, the Company shall check the service life of intangible assets with uncertain service life during each accounting period. Where there are evidences to prove the intangible assets have limited service life, it shall be estimated of its service life, and be amortized according to the above method mentioned.

The rights to use land of the Company shall be amortized according to the rest service life.

#### (2) Accounting Polices of Internal R & D Expenses

The internal research and development projects of an enterprise shall be classified into research phase and development phase: the term "research" refers to the creative and planned investigation to acquire and understand new scientific or technological knowledge; the term "development" refers to the application of research achievements and other knowledge to a certain plan or design, prior to the commercial production or use, so as to produce any new material, device or product, or substantially improved material, device and product.

The Company collects the expenses of the corresponding phases according to the above standard of classifying the research phase and the development phase. The research expenditures for its internal research and development projects of an enterprise shall be recorded into the profit or loss for the current period. The development expenditures for its internal research and development projects of an enterprise may be capitalized when they satisfy the following conditions simultaneously: it is feasible technically to finish intangible assets for use or sale; it is intended to finish and use or sell the intangible assets; the usefulness of methods for intangible assets to generate economic benefits shall be proved, including being able to prove that there is a potential market for the products manufactured by applying the intangible assets or there is a potential market for the intangible assets itself or the intangible assets will be used internally; it is able to finish the development of the intangible assets, and able to use or sell the intangible assets, with the support of sufficient technologies, financial resources and other resources; the development expenditures of the intangible assets can be reliably measured.



#### 21. Impairment of Long-term Assets

For non-current financial Assets of fixed Assets, projects under construction, intangible Assets with limited service life, investing real estate with cost model, long-term equity investment of subsidiaries, cooperative enterprises and joint ventures, the Company should judge whether decrease in value exists on the date of balance sheet. Recoverable amounts should be tested for decrease in value if it exists. Other intangible Assets of reputation and uncertain service life and other non-accessible intangible assets should be tested for decrease in value no matter whether it exists.

If the recoverable amount is less than book value in impairment test results, the provision for impairment of differences should include in impairment loss. Recoverable amounts would be the higher of net value of asset fair value deducting disposal charges or present value of predicted cash flow. Asset fair value should be determined according to negotiated sales price of fair trade. If no sales agreement exists but with asset active market, fair value should be determined according to the Buyer's price of the asset. If no sales agreement or asset active market exists, asset fair value could be acquired on the basis of best information available. Disposal expenses include legal fees, taxes, cartage or other direct expenses of merchantable Assets related to asset disposal. Present value of predicted asset cash flow should be determined by the proper discount rate according to Assets in service and predicted cash flow of final disposal. Asset depreciation reserves should be calculated on the basis of single Assets. If it is difficult to predict the recoverable amounts for single Assets, recoverable amounts should be determined according to the belonging asset group. Asset group is the minimum asset combination producing cash flow independently.

In impairment test, book value of the business reputation in financial report should be shared to beneficial asset group and asset group combination in collaboration of business merger. It is shown in the test that if recoverable amounts of shared business reputation asset group or asset group combination are lower than book value, it should determine the impairment loss. Impairment loss amount should firstly be deducted and shared to the book value of business reputation of asset group or asset group combination, then deduct book value of all assets according to proportions of other book value of above assets in asset group or asset group combination except business reputation.

After the asset impairment loss is determined, recoverable value amounts would not be returned in future.

# 22. Amortization Method of Long-term Deferred Expenses

Long-term deferred expanses of the Company shall be recorded in light of the actual expenditure, and amortized averagely within benefit period. In case of no benefit in the future accounting period, the amortized value of such project that fails to be amortized shall be transferred into the profits and losses of the current period.

# 23. Payroll

#### (1) Accounting Treatment of Short-term Compensation

Short-term compensation mainly including salary, bonus, allowances and subsidies, employee services and benefits, medical insurance premiums, birth insurance premium, industrial injury insurance premium, housing fund, labor union expenditure and personnel education fund, non-monetary benefits etc. The short-term compensation actually happened during the accounting period when the active staff offering the service for the Company should be recognized as liabilities and is included in the current gains and losses or relevant assets cost. Of which the non-monetary benefits should be measured according to the fair value.



## (2) Accounting Treatment of the Welfare after Demission

The Company classifies the welfare plans after demission into defined contribution plans and defined benefit plans. Welfare plans after demission refers to the agreement on the welfare after demission reaches between the Company and the employees, or the regulations or methods formulated by the Company for providing the welfare after demission for the employees. Of which, defined contribution plans refers to the welfare plans after demission that the Company no more undertake the further payment obligations after the payment of the fixed expenses for the independent funds; defined benefit plans, refers to the welfare plans after demission except for the defined contribution plans.

Defined contribution plans

During the accounting period that the Company providing the service for the employees, the Company should recognize the liabilities according to the deposited amount calculated by defined contribution plans, and should be included in the current gains and losses or the relevant assets cost.

## (3) Accounting Treatment of the Demission Welfare

The Company should recognize the payroll payment liabilities occur from the demission welfare according to the earlier date between the following two conditions and include which in the current gains and losses when providing the demission welfare for the employees: the Company could not unilaterally withdraw the demission welfare owning to the relieve plans of the labor relationship or reduction; when the Company recognizing the costs or expenses related to the reorganization involves with the demission welfare payments.

#### 24. Estimated Liabilities

# (1) Criteria of estimated liabilities

Only if the obligation pertinent to a contingencies shall be recognized as an estimated debts when the following conditions are satisfied simultaneously:

- 1) That obligation is a current obligation of the Company;
- 2) It is likely to cause any economic benefit to flow out of the Company as a result of performance of the obligation;
  - 3) The amount of the obligation can be measured in a reliable way.
  - (2) Measurement of estimated liabilities

The Company shall measure the estimated debts in accordance with the best estimate of the necessary expenses for the performance of the current obligation.

The Company shall check the book value of the estimated debts on the Balance Sheet Date. If there is any conclusive evidence proving that the said book value can't truly reflect the current best estimate, the Company shall, subject to change, make adjustment to carrying value to reflect the current best estimate.

#### 25. Revenue

Has the Company implemented the new standards governing revenues  $\hfill\Box Yes \ensuremath{\sqrt{No}}$ 

(1) Recognition of revenue from sale of goods: the revenue from selling shall be recognized by the following conditions: The significant risks and rewards of ownership of the goods have been transferred to the buyer by the Company; the Company retains neither continuous management right that usually keeps relation with the ownership nor effective control over the sold goods; the relevant amount of revenue can be measured in a reliable



way; the relevant revenue and costs of selling goods can be measured in a reliable way. The amount of the revenue from selling shall ascertain the revenue incurred by selling goods in accordance with the received or receivable price stipulated in the contract or agreement signed between the enterprise and the buyer, unless the received or receivable amount as stipulated in the contract or agreement is unfair.

- (2) Recognition of revenue from providing labor services: When the total revenue and costs from providing labor can be measured in a reliable way; the relevant economic benefits are likely to flow into the enterprise; the schedule of completion under the transaction can be measured in a reliable way, the revenue from providing labor shall be recognized. If the Company can reliably estimate the outcome of a transaction concerning the labor services it provides, it shall recognize the revenue from providing services employing the percentage-of-completion method on the date of the balance sheet, otherwise the revenue from the providing of labor services shall be recognized in accordance with the amount of the cost of labor services incurred and expected to be compensated. The Company recognized the completion process of the transaction concerning the labor services according to the proportion of the occurred cost of the estimated total cost. The total amount of the revenue from providing services should be recognized according to the contract price received or receivable from the accepting of the labor services or the agreement price except for those unfair prices.
- (3) Recognition of the revenue from transferring use rights of assets: When the relevant economic benefits are likely to flow into the enterprises and the amount of revenues can be measured in a reliable way, the revenue from abalienating the right to use assets shall be recognized. The amount of interest revenue should be measured and confirmed in accordance with the length of time for which the enterprise's cash is used by others and the actual interest rate; the amount of royalty revenue should be measured and confirmed in accordance with the period and method of charging as stipulated in the relevant contract or agreement; as for the rental revenue: the amount of the rental revenue from the operation lease should be recognized according to the straight-line method during each period of the lease term or accrued into the current gains and losses if rental actual occurred.

#### 26. Government Subsidies

#### (1) Type

A government subsidy means the monetary or non-monetary assets obtained free by an enterprise from the government. Government subsidies consist of the government subsidies pertinent to assets and government subsidies pertinent to income according to the relevant government documents.

For those the government documents not definite stipulate the assistance object, the judgment basis of the Company classifies the government subsidies pertinent to assets and government subsidies pertinent to income is: whether are used for purchasing or constructing or for forming the long-term assets by other methods.

# (2) Recognition of Government Subsidies

The government subsidies should be recognized only when meet with the attached conditions of the government subsidies as well as could be acquired.

If the government subsidies are the monetary assets, should be measured according to the received or receivable amount; and for the government subsidies are the non-monetary assets, should be measured by fair value.

#### (3) Accounting Treatment

The government subsidies pertinent to assets shall be recognized as deferred income, and included in the current gains and losses or offset the book value of related assets within the useful lives of the relevant assets with a reasonable and systematic method. Government subsidies pertinent to income used to compensate the relevant costs, expenses or losses of the Company in the subsequent period shall be recognized as deferred income, and



shall be included in the current profit and loss during the period of confirming the relevant costs, expenses or losses; those used to compensate the relevant costs, expenses or losses of the Company already happened shall be included in the current gains and losses or used to offset relevant costs directly.

For government subsidies that include both assets-related and income-related parts, they should be distinguished separately for accounting treatment; for government subsidies that are difficult to be distinguished, they should be classified as income-related.

Government subsidies related to the daily activities of the Company shall be included into other income or used to offset relevant costs by the nature of economic business; those unrelated shall be included into non-operating income.

The government subsidies recognized with relevant deferred income balance but need to return shall be used to offset the book balance of relevant deferred income, the excessive part shall be included in the current gains and losses or adjusting the book value of assets for the government subsidies assets-related that offset the book value of relevant assets when they are initially recognized; those belong to other cases shall be directly included in the current gains and losses.

#### 27. Deferred Income Tax Assets and Liabilities

# (1) Basis of recognizing the deferred income tax assets

According to the difference between the book value of the assets and liabilities and their tax basis, A deferred tax assets shall be measured in accord with the tax rates that are expected to apply to the period when the asset is realized or the liability is settled.

The recognition of the deferred income tax assets is limited by the income tax payable that the Company probably gains for deducting the deductible temporary differences. At the balance sheet date, where there is strong evidence showing that sufficient taxable profit will be available against which the deductible temporary difference can be utilized, the deferred tax asset unrecognized in prior period shall be recognized.

The Company assesses the carrying amount of deferred tax asset at the balance sheet date. If it's probable that sufficient taxable profit will not be available against which the deductible temporary difference can be utilized, the Company shall write down the carrying amount of deferred tax asset, or reverse the amount written down later when it's probable that sufficient taxable profit will be available.

(2) Basis of recognizing the deferred income tax liabilities

According to the difference between the book value of the assets and liabilities and their tax basis, A deferred tax liabilities shall be measured in accord with the tax rates that are expected to apply to the period when the asset is realized or the liability is settled.

#### 28. Lease

# (1) Accounting Treatment of Operating Lease

Lessee in an operating lease shall treat the lease payment under an operating lease as a relevant asset cost or the current profit or loss on a straight-line basis over the lease term. The initial direct costs incurred shall be recognized as the current profit or loss; Contingent rents shall be charged as expenses in the periods in which they are incurred.

Lessors in an operating lease shall be recognized as the current profit or loss on a straight-line basis over the lease term; Initial direct costs incurred by lessors shall be recognized as the current profit or loss; the initial direct expenses occur should be directly included in the current gains and losses except for those with larger amount and



be capitalized as well as be included in the gains and losses by stages. Contingent rents shall be charged as expenses in the periods in which they are incurred.

#### (2) Accounting Treatments of Financial Lease

When the Company as the lessee, On the lease beginning date, the Company shall record the lower one of the fair value of the leased asset and the present value of the minimum lease payments on the lease beginning date as the entering value in an account, recognize the amount of the minimum lease payments as the entering value in an account of long-term account payable, and treat the balance between the recorded amount of the leased asset and the long-term account payable as unrecognized financing charges and the occurred initial direct expenses, should be recorded in the lease assets value. During each lease period, should recognize the current financing expenses by adopting the actual interest rate.

When the Company as the leasor and on the beginning date of the lease term, the Company shall recognize the sum of the minimum lease receipts on the lease beginning date and the initial direct costs as the entering value in an account of the financing lease values receivable, and record the unguaranteed residual value at the same time. The balance between the sum of the minimum lease receipts, the initial direct costs and the unguaranteed residual value and the sum of their present values shall be recognized as unrealized financing income. During each lease period, should recognize the current financing revenues adopting the actual interest rate.

#### 29. Other Significant Accounting Policies and Estimates

# (1) Operation termination

Operation termination refers to the compose part that meet with one of the following conditions which had been disposed by the Company or be classified to held-to-sold as well as could be individually distinguished in operating and compiling the financial statement:

- 1) The compose part represents an individual main business or a main operation area;
- 2) The compose part is a part intends to dispose and plan an individual main business or a main operation area;
  - 3) The compose part is a subsidiary which be acquired only for resold.
  - (2) Hedging accounting

The term "hedging" refers to one or more hedging instruments which are designated by an enterprise for avoiding the risks of foreign exchange, interest rate, commodity price, stock price, credit and etc., and which is expected to make the changes in fair value or cash flow of hedging instrument(s) to offset all or part of the changes in the fair value or cash flow of the hedged item.

The term "hedging instrument" shall refer to a derivative instrument which is designated by an enterprise for hedging and by which it is expected that changes in its fair value or cash flow can offset the changes in fair value or cash flow of the hedged item. For a hedging of foreign exchange risk, a non-derivative financial asset or non-derivative financial liability may be used as a hedging instrument.

The "hedged item" shall refer to the following items which make an enterprise faced to changes in fair value or cash flow and are designated as the hedged objectives.

The hedging should be executed by the hedging accounting methods when satisfying the following conditions at the same time:

1) At the commencement of the hedging, the enterprise shall specify the hedging relationship formally (namely the relationship between the hedging instrument and the hedged item) and prepare a formal written document on the hedging relationship, risk management objectives and the strategies of hedging.



- 2) The hedging expectation is highly efficient and meets the risk management strategy, which is confirmed for the hedging relationship by enterprise at the very beginning.
- 3) For a cash flow hedging of forecast transaction, the forecast transaction shall be likely to occur and shall make the enterprise faced to the risk of changes in cash flow, which will ultimately affect the profits and losses.
  - 4) The effectiveness of hedging can be reliably measured.
  - 5) The hedging is highly effective in accounting period in which the hedging relationship is specified.

# 30. Changes in Main Accounting Policies and Estimates

# (1) Change of Accounting Policies

# √ Applicable □ Not applicable

Changes to the accounting policies and why	Approval process	Remark
The Notice on Revising and Issuing the Formats of 2019 Financial Statements for General Enterprises (CK[2019]No. 6) issued by the Ministry of Finance on 30 April 2019 requires the companies which have implemented the new standards governing financial instruments but not the new standards governing revenue and lease or companies which have implemented the new standards governing financial instruments and revenue but not the new standards governing lease to adjust items of financial statements in line with requirements in Appendix 1 and Appendix 2 of this Notice.	On 27 August 2019, the Company held the 20 <sup>th</sup> Meeting of the 8 <sup>th</sup> Board of Directors and the 16 <sup>th</sup> Meeting of the 8 <sup>th</sup> Supervisory Committee and approved the <i>Proposal on Changes of Some Accounting Policies</i>	Refer to (1) of other notes for details
The Company starts to implement the Accounting Standards for Business Enterprises No.22-Recognition and Measurement of Financial Instruments, Accounting Standards for Business Enterprises No.23-Transfer of Financial Assets, Accounting Standards for Business Enterprises No.24-Hedge Accounting and Accounting Standards for Business Enterprises No.37-Presentation of Financial Instruments, which revised and issued by the Ministry of Finance in March 2017 and hereinafter collectively referred to as new standards governing financial instruments since 1 January 2019 which stipulate that the company shall classify and measure financial instruments in accordance with regulations on the execution date, when the data of comparative financial statements of prior years do not comply with the new standards, no adjustment is made by the Company.	On 9 April 2019, the Company held the 17 <sup>th</sup> Meeting of the 8 <sup>th</sup> Board of Directors and 13 <sup>th</sup> Meeting of the 8 <sup>th</sup> Supervisory Committee and approved the <i>Proposal on Changes in Some Accounting Policies</i>	Refer to (2) of other notes for details

#### Other notes:

(1) Influence of Changes in Formats of Financial statements

Affected items in the consolidated balance sheet and amount thereof:



31 December 2018		1 January 2019	
Notes receivable and	874,229,941.58	Notes receivable	495,370,782.47
accounts receivable		Accounts receivable	378,859,159.11
Notes payable and accounts	1,030,130,275.77	Notes payable	438,375,400.00
payable		Accounts payable	591,754,875.77

Affected items in the balance sheet of the Company as the parent and amount thereof:

31 December 2018		1 January 2019			
Notes	receivable	and	790,877,079.72	Notes receivable	490,519,795.91
accounts	receivable			Accounts receivable	300,357,283.81
Notes	payable	and	987,550,797.44	Notes payable	425,995,400.00
account	s payable			Accounts payable	561,555,397.44

# (2) Influence of Execution of New Standards Governing Financial Instruments

# Affected items in the consolidated balance sheet and amount thereof:

		Affected amount		
Item	31 December 2018	Affected by	Affected by	1 January 2019
Item	31 December 2018	classification and	impairment of	1 January 2019
		measurement	financial assets	
Other current assets	34,357,608.97	-8,253,873.41		26,103,735.56
Held-for-trading financial		0 252 972 41		0 252 972 41
assets		8,253,873.41		8,253,873.41
Available-for-sale financial	498,851,369.49	-498,851,369.49		
assets	498,831,309.49	-490,031,309.49		
Investment in other equity		472,150,000.00	1,210,000.00	470,940,000.00
instruments	4/2,130,000.00		1,210,000.00	470,940,000.00
Other non-current financial		27,911,369.49		27,911,369.49
assets		27,911,309.49		27,911,309.49
Other non-current assets		-4,000,000.00	4,000,000.00	
Investment in debt obligations		4,000,000.00	-4,000,000.00	

# Affected items in the balance sheet of the Company as the parent and amount thereof:

	31 December 2018	Affected		
Item		Affected by	Affected by	1 January 2019
Item	31 December 2018	classification and	impairment of	1 January 2019
		measurement	financial assets	
Available-for-sale financial	470,940,000.00	-470,940,000.00		
assets	470,940,000.00	-470,940,000.00		
Investment in other equity		471,350,000.00	410,000.00	470,940,000.00
instruments		471,330,000.00	410,000.00	470,940,000.00
Other non-current assets		-4,000,000.00	4,000,000.00	
Investment in debt		4 000 000 00	4 000 000 00	
obligations		4,000,000.00	-4,000,000.00	



# (2) Changes in Accounting Estimates

 $\Box$  Applicable  $\sqrt{\text{Not applicable}}$ 

# (3) Adjustments to the Financial Statements at the Beginning of the First Execution Year of any New Standards Governing Financial Instruments, Revenue or Leases

 $\sqrt{\text{Applicable}} \square \text{Not applicable}$ Consolidated Balance Sheet

Unit: RMB

Item	31 December 2018	1 January 2019	Adjustment
Current assets:			
Monetary assets	800,960,036.69	800,960,036.69	
Settlement reserve			
Interbank loans granted			
Held-for-trading financial assets		8,253,873.41	8,253,873.41
Financial assets at fair value through profit or loss			
Derivative financial assets			
Notes receivable	495,370,782.47	495,370,782.47	
Accounts receivable	378,859,159.11	378,859,159.11	
Accounts receivable financing			
Prepayments	11,352,297.10	11,352,297.10	
Premiums receivable			
Reinsurance receivables			
Receivable reinsurance contract reserve			
Other receivables	9,244,584.42	9,244,584.42	
Including: Interest receivable			
Dividends receivable			
Financial assets purchased under resale agreements			
Inventories	557,953,891.70	557,953,891.70	
Contractual assets			
Assets classified as held for sale	_		
Current portion of non-current			



assets			
Other current assets	34,357,608.97	26,103,735.56	-8,253,873.41
Total current assets	2,288,098,360.46	2,288,098,360.46	
Non-current assets:			
Loans and advances to customers			
Investments in debt obligations			
Available-for-sale financial assets	498,851,369.49		-498,851,369.49
Investments in other debt obligations			
Held-to-maturity investments			
Long-term receivables			
Long-term equity investments			
Investments in other equity instruments		470,940,000.00	470,940,000.00
Other non-current financial assets		27,911,369.49	27,911,369.49
Investment property	50,656,007.63	50,656,007.63	
Fixed assets	511,250,371.37	511,250,371.37	
Construction in progress	89,090,384.71	89,090,384.71	
Productive living assets			
Oil and gas assets			
Right-of-use assets			
Intangible assets	103,092,879.38	103,092,879.38	
R&D expense			
Goodwill			
Long-term prepaid expense			
Deferred income tax assets	979,822.71	979,822.71	
Other non-current assets			
Total non-current assets	1,253,920,835.29	1,253,920,835.29	
Total assets	3,542,019,195.75	3,542,019,195.75	
Current liabilities:			
Short-term borrowings	27,000,000.00	27,000,000.00	
Borrowings from central bank			
Interbank loans obtained			
Held-for-trading financial liabilities			



Financial liabilities at fair value through profit or loss			
Derivative financial liabilities			
Notes payable	438,375,400.00	438,375,400.00	
Accounts payable	591,754,875.77	591,754,875.77	
Advances from customers	34,500,232.97	34,500,232.97	
Financial assets sold under repurchase agreements			
Customer deposits and interbank deposits			
Payables for acting trading of securities			
Payables for underwriting of securities			
Payroll payable	50,500,592.99	50,500,592.99	
Taxes payable	7,066,085.89	7,066,085.89	
Other payables	199,412,250.90	199,412,250.90	
Including: Interest payable			
Dividends payable	3,891,433.83	3,891,433.83	
Handling charges and commissions payable			
Reinsurance payables			
Contractual liabilities			
Liabilities directly associated with assets classified as held for sale			
Current portion of non-current liabilities	18,500,000.00	18,500,000.00	
Other current liabilities	2,082,985.18	2,082,985.18	
Total current liabilities	1,369,192,423.70	1,369,192,423.70	
Non-current liabilities:			
Insurance contract reserve			
Long-term borrowings	2,000,000.00	2,000,000.00	
Bonds payable			
Including: Preferred shares			
Perpetual bonds			
Lease liabilities			



Long-term payables			
Long-term payroll payable			
Provisions			
Deferred income	59,928,484.84	59,928,484.84	
Deferred income tax liabilities	47,971,780.36	47,971,780.36	
Other non-current liabilities			
Total non-current liabilities	109,900,265.20	109,900,265.20	
Total liabilities	1,479,092,688.90	1,479,092,688.90	
Owners' equity:			
Share capital	561,374,326.00	561,374,326.00	
Other equity instruments			
Including: Preferred shares			
Perpetual bonds			
Capital reserves	164,328,665.43	164,328,665.43	
Less: Treasury stock			
Other comprehensive income	264,405,675.00	264,405,675.00	
Specific reserve	15,182,958.83	15,182,958.83	
Surplus reserves	320,133,050.15	320,133,050.15	
General reserve			
Retained earnings	717,883,351.33	717,883,351.33	
Total equity attributable to owners of the Company as the parent	2,043,308,026.74	2,043,308,026.74	
Non-controlling interests	19,618,480.11	19,618,480.11	
Total owners' equity	2,062,926,506.85	2,062,926,506.85	
Total liabilities and owners' equity	3,542,019,195.75	3,542,019,195.75	

#### Note for adjustment

In 2017, the Ministry of Finance revised the Accounting Standards for Business Enterprises No.22-Recognition and Measurement of Financial Instruments, Accounting Standards for Business Enterprises No.23-Transfer of Financial Assets, Accounting Standards for Business Enterprises No.24-Hedge Accounting and Accounting Standards for Business Enterprises No.37-Presentation of Financial Instruments, and required companies listed domestically to implement since 1 January 2019. In accordance with the standards, for financial instruments not derecognized yet on the execution date, when there is inconsistence between the original recognition & measurement and the requirements of the revised standards, retroactive adjustment is needed. For the inconsistence between the prior comparative financial statement data and the requirements of the revised standards, no adjustment is needed.

The Company starts to implement the new standards governing financial instruments since 1 January 2019. Financial assets originally recorded into available-for-sale financial assets shall be classified into financial assets



at fair value through other comprehensive income and presented as investment in other equity instruments in financial statements.

Balance Sheet of the Company as the Parent

Item	31 December 2018	1 January 2019	Adjustment
Current assets:			
Monetary assets	759,404,219.72	759,404,219.72	
Held-for-trading financial assets			
Financial assets at fair value through profit or loss			
Derivative financial assets			
Notes receivable	490,519,795.91	490,519,795.91	
Accounts receivable	300,357,283.81	300,357,283.81	
Accounts receivable financing			
Prepayments	4,768,038.11	4,768,038.11	
Other receivables	21,681,331.85	21,681,331.85	
Including: Interest receivable			
Dividends receivable			
Inventories	437,423,195.46	437,423,195.46	
Contractual assets			
Assets classified as held for sale			
Current portion of non-current assets			
Other current assets	23,099,858.67	23,099,858.67	
Total current assets	2,037,253,723.53	2,037,253,723.53	
Non-current assets:			
Investments in debt obligations			
Available-for-sale financial assets	470,940,000.00		-470,940,000.00
Investments in other debt obligations			
Held-to-maturity investments			
Long-term receivables			
Long-term equity investments	241,752,730.03	241,752,730.03	
Investments in other equity instruments		470,940,000.00	470,940,000.00



Other non-current financial assets			
Investment property	50,656,007.63	50,656,007.63	
Fixed assets	413,186,680.19	413,186,680.19	
Construction in progress	87,007,215.91	87,007,215.91	
Productive living assets			
Oil and gas assets			
Right-of-use assets			
Intangible assets	72,184,608.63	72,184,608.63	
R&D expense			
Goodwill			
Long-term prepaid expense			
Deferred income tax assets	930,641.19	930,641.19	
Other non-current assets			
Total non-current assets	1,336,657,883.58	1,336,657,883.58	
Total assets	3,373,911,607.11	3,373,911,607.11	
Current liabilities:			
Short-term borrowings	10,000,000.00	10,000,000.00	
Held-for-trading financial liabilities			
Financial liabilities at fair value through profit or loss			
Derivative financial liabilities			
Notes payable	425,995,400.00	425,995,400.00	
Accounts payable	561,555,397.44	561,555,397.44	
Advances from customers	32,072,387.55	32,072,387.55	
Contractual liabilities			
Payroll payable	43,597,759.22	43,597,759.22	
Taxes payable	2,443,767.89	2,443,767.89	
Other payables	185,022,961.56	185,022,961.56	
Including: Interest payable			
Dividends payable	3,243,179.97	3,243,179.97	
Liabilities directly associated with assets classified as held for sale			
Current portion of non-current liabilities	18,500,000.00	18,500,000.00	



Other current liabilities			
Total current liabilities	1,279,187,673.66	1,279,187,673.66	
Non-current liabilities:			
Long-term borrowings			
Bonds payable			
Including: Preferred shares			
Perpetual bonds			
Lease liabilities			
Long-term payables			
Long-term payroll payable			
Provisions			
Deferred income	59,928,484.84	59,928,484.84	
Deferred income tax liabilities	46,659,825.00	46,659,825.00	
Other non-current liabilities			
Total non-current liabilities	106,588,309.84	106,588,309.84	
Total liabilities	1,385,775,983.50	1,385,775,983.50	
Owners' equity:			
Share capital	561,374,326.00	561,374,326.00	
Other equity instruments			
Including: Preferred shares			
Perpetual bonds			
Capital reserves	183,071,147.70	183,071,147.70	
Less: Treasury stock			
Other comprehensive income	264,405,675.00	264,405,675.00	
Specific reserve	15,182,958.83	15,182,958.83	
Surplus reserves	320,133,050.15	320,133,050.15	
Retained earnings	643,968,465.93	643,968,465.93	
Total owners' equity	1,988,135,623.61	1,988,135,623.61	
Total liabilities and owners' equity	3,373,911,607.11	3,373,911,607.11	

## Note for adjustment

In 2017, the Ministry of Finance revised the Accounting Standards for Business Enterprises No.22-Recognition and Measurement of Financial Instruments, Accounting Standards for Business Enterprises No.23-Transfer of Financial Assets, Accounting Standards for Business Enterprises No.24-Hedge Accounting and Accounting Standards for Business Enterprises No.37-Presentation of Financial Instruments, and required



companies listed domestically to implement since 1 January 2019. In accordance with the standards, for financial instruments not derecognized yet on the execution date, when there is inconsistence between the original recognition & measurement and the requirements of the revised standards, retroactive adjustment is needed. For the inconsistence between the prior comparative financial statement data and the requirements of the revised standards, no adjustment is needed.

The Company starts to implement the new standards governing financial instruments since 1 January 2019. Financial assets originally recorded into available-for-sale financial assets shall be classified into financial assets at fair value through other comprehensive income and presented as investment in other equity instruments in financial statements.

# (4) Retroactive Adjustments to Comparative Data of Prior Years when First Execution of any New Standards Governing Financial Instruments or Leases

□ Applicable √ Not applicable

#### VI. Taxation

#### 1. Main Taxes and Tax Rate

Category of taxes	Tax basis	Tax rate
VAT	Payable to sales revenue	16%, 13%, 11%, 10%, 6%
Urban maintenance and construction tax	Taxable turnover amount	Tax paid in accordance with the tax regulations of tax units location
Enterprise income tax	Taxable income	25% or 15%
Education surcharge	Taxable turnover amount	5%

Notes of the disclosure situation of the taxpaying bodies with different enterprises income tax rate

Name	Income tax rate
Changchai Co., Ltd.	15%
Changchai Wanzhou Diesel Engine Co., Ltd.	15%
Changzhou Changchai Benniu Diesel Engine Fittings Co., Ltd.	25%
Changzhou Housheng Investment Co., Ltd.	5%
Changzhou Changchai Housheng Agricultural Equipment Co., Ltd.	25%
Changzhou Fuji Changchai Robin Gasoline Engine Co., Ltd.	25%
Jiangsu Changchai Machinery Co., Ltd.	25%



#### 2. Tax Preference

In 2018, the Company has been identified as High-tech Enterprises, therefore, it enjoys 15-percent preferential rate for corporate income tax; the Company's controlling subsidiary-Changchai Wanzhou Diesel Engine Co., Ltd., the controlling subsidiary company, shall pay the corporate income tax at tax rate 15% from 1 January 2011 to 31 December 2020 in accordance with the Notice of the Ministry of Finance, the General Administration of Customs of PRC and the National Administration of Taxation about the Preferential Tax Policies for the Western Development. The controlling subsidiary-Changzhou Housheng Investment Co., Ltd. shall pay the corporate income tax at tax rate 5% from 1 January 2019 to 31 December 2021 in accordance with the Notice of the Implementation of Inclusive Tax Reduction Policy to Small and Micro Enterprises by Ministry of Finance and the National Administration of the Taxation.

#### VII. Notes to Major Items in the Consolidated Financial Statements of the Company

#### 1. Monetary Assets

Unit: RMB

Item	Ending balance	Beginning balance
Cash on hand	153,975.35	441,363.70
Bank deposits	543,923,045.33	684,620,907.41
Other monetary assets	93,136,985.38	115,897,765.58
Total	637,214,006.06	800,960,036.69
Of which: Total amount deposited overseas		
Total amount of restriction in use by guaranteed, pledged or frozen	92,629,261.89	113,880,397.10

At the period-end, the restricted monetary assets of the Company was RMB92,629,261.89, of which RMB90,770,574.15 was the cash deposit for bank acceptance bills, RMB986,662.74 was cash deposit for L/C, and RMB872,025.00 was cash deposit for environment.

#### 2. Trading Financial Assets

Item	Ending balance	Beginning balance
Financial assets assigned measured by fair value and the changes be included in the current gains and losses	10,000,000.00	8,253,873.41
Of which: Financial products	10,000,000.00	8,253,873.41



	Total	10.000.000.00	8 253 873 41
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Refer to "XII. Financial Statements (V) 30. Changes in Main Accounting Policies and Estimates" for the difference between beginning balance and ending balance in the prior period (31 December 2018) for details.

#### 3. Notes Receivable

## (1) Notes Receivable Listed by Category

Unit: RMB

Item	Ending balance	Beginning balance
Bank acceptance bill	606,283,023.05	495,370,782.47
Total	606,283,023.05	495,370,782.47

### (2) There Was No Notes Receivable Pledged by the Company at the Period-end

# (3) Notes Receivable which Had Endorsed by the Company or had Discounted and had not Due on the Balance Sheet Date at the Period-end

Unit: RMB

Item	Amount of recognition termination at the period-end	Amount of not terminated recognition at the period-end
Bank acceptance bill	366,776,726.29	
Total	366,776,726.29	

# (4) Notes Transferred to Accounts Receivable because Drawer of the Notes Failed to Execute the Contract or Agreement

#### 4. Accounts Receivable

## (1) Accounts Receivable Classified by Category

	Ending balance				Beginning balance					
	Carrying amount		Bad debt provision			Carrying amount		Bad debt provision		
Category	Amou nt	Propo rtion	Amou nt	Withd rawal propo rtion	Carryi ng value	Amou nt	Propor tion	Amou nt	Withd rawal propor tion	Carryin g value



Accounts receivable for which bad debt provision separately accrued	35,53 4,574. 55	5.31%	33,44 9,794. 41	94.13	2,084, 780.14	32,020 ,727.5 3	5.135	31,133 ,291.1 1	97.23	887,436. 42
Of which:										
Accounts receivable with significant amount for which bad debt provision separately accrued	30,64 2,717. 62	4.58%	28,55 7,937. 48	93.20 %	2,084, 780.1 4	28,20 5,070. 58	4.52%	27,317 ,634.1 6	96.85	887,436 .42
Accounts receivable with insignificant amount for which bad debt provision separately accrued	4,891, 856.9 3	0.73%	4,891, 856.9 3	100.0		3,815, 656.9 5	0.61%	3,815, 656.95	100.0	
Accounts receivable for which bad debt provision accrued by group	633,0 52,84 3.24	94.69	215,8 41,95 7.87	34.10	417,2 10,88 5.37	591,4 89,45 0.66	94.87 %	213,51 7,727. 97	36.10	377,971 ,722.69
Of which:										
Accounts receivable for which bad debt provision accrued by credit risk features group	633,0 52,84 3.24	94.69	215,8 41,95 7.87	34.10 %	417,2 10,88 5.37	591,4 89,45 0.66	94.87 %	213,51 7,727. 97	36.10	377,971 ,722.69
Total	668,5 87,41 7.79	100.0	249,2 91,75 2.28	37.29 %	419,2 95,66 5.51	623,5 10,17 8.19	100.00	244,65 1,019. 08	39.24 %	378,859 ,159.11

Account receivables withdrawn bad debt provision separately with significant amount in the period end:



	Ending balance					
Name	Carrying amount	Bad debt provision	Withdrawal proportion	Reason of withdrawal		
Customer 1	1,470,110.64	1,470,110.64	100.00	Expected to difficultly recover		
Customer 2	1,902,326.58	1,902,326.58	100.00	Difficult to recover		
Customer 3	6,215,662.64	6,215,662.64	100.00	Difficult to recover		
Customer 4	2,445,367.85	2,177,128.33	89.03	Expected to difficultly recover		
Customer 5	3,633,081.23	1,816,540.61	50.00	Expected to difficultly recover		
Customer 6	3,279,100.00	3,279,100.00	100.00	Expected to difficultly recover		
Customer 7	2,068,377.01	2,068,377.01	100.00	Expected to difficultly recover		
Customer 8	5,359,381.00	5,359,381.00	100.00	Difficult to recover		
Customer 9	2,584,805.83	2,584,805.83	100.00	Difficult to recover		
Customer 10	1,684,504.84	1,684,504.84	100.00	Difficult to recover		
Total	30,642,717.62	28,557,937.48				

Accounts receivable for which bad debt provision accrued by credit risk features group:

Unit: RMB

Aging	Ending balance					
Aging	Accounts receivable	Bad debt provision	Withdrawal proportion			
Within 1 year	399,534,844.49	7,990,697.36	2.00 %			
1 to 2 years	17,871,570.68	893,578.54	5.00 %			
2 to 3 years	7,948,315.22	1,192,247.28	15.00 %			
3 to 4 years	2,241,585.32	672,475.60	30.00 %			
4 to 5 years	908,921.11	545,352.67	60.00 %			
Over 5 years	204,547,606.42	204,547,606.42	100.00 %			
Total	633,052,843.24	215,841,957.87				

Notes of the basis of determining the group:

The accounts receivable was adopted the aging analysis based on the months when the accounts incurred actually, among which the accounts incurred earlier will be priority to be settled in terms of the capital turnover.

Explanation of the input value and assumption adopted to determine the withdrawal amount of bad debt provision on the Current Period: With reference to the experience of the historical credit loss, combining with the prediction of the present status and future financial situation, the comparison table was prepared between the aging of the accounts receivable and estimated credit loss rate in the duration and to calculate the estimated credit



loss.

Please refer to the relevant information of disclosure of bad debt provision of other accounts receivable if adopting the general mode of expected credit loss to withdraw bad debt provision of accounts receivable.

☐ Applicable √ Not applicable

Disclosure by aging

Unit: RMB

Aging	Carrying amount
Within 1 year (including 1 year)	400,301,753.19
1 to 2 years	19,983,341.14
2 to 3 years	11,370,168.43
Over 3 years	236,932,155.03
3 to 4 years	4,987,170.10
4 to 5 years	1,346,662.43
Over 5 years	230,598,322.50
Total	668,587,417.79

## (2) Bad Debt Provision Withdrawn, Reversed or Recovered in the Reporting Period

Information of bad debt provision withdrawn:

Unit: RMB

	Daginaing	Change			
Category	Beginning balance	Reversal or		Write-off	Ending balance
Bad debt provision withdrawn separately	31,133,291.11	3,347,105.92	1,030,602.62		33,449,794.41
Bad debt provision withdrawn by group	213,517,727.97	3,598,115.60	1,273,885.70		215,841,957.87
Total	244,651,019.08	6,945,221.52	2,304,488.32		249,291,752.28

Of which bad debt provision reversed or recovered with significant amount in the Reporting Period: No.



# (3) There Were No Particulars of the Actual Verification of Accounts Receivable during the Reporting Period.

## (4) Top 5 of the Ending Balance of the Accounts Receivable Collected according to the Arrears Party

Unit: RMB

Name of the entity	Ending balance of accounts receivable	Proportion to total ending balance of accounts receivable	Ending balance of bad debt provision
Customer 1	170,103,568.50	25.44%	3,402,071.37
Customer 2	23,896,557.76	3.57%	477,931.16
Customer 3	21,182,519.25	3.17%	423,650.39
Customer 4	21,885,020.77	3.27%	437,700.42
Customer 5	18,470,927.36	2.76%	369,418.55
Total	255,538,593.64	38.21%	5,110,771.87

## 5. Prepayments

### (1) List by Aging Analysis

Unit: RMB

Aging	Ending	balance	Beginning balance		
Aging	Amount Proportion		Amount	Proportion	
Within 1 year	10,819,576.65	83.67	9,535,876.40	84.01%	
1 to 2 years	993,030.99	7. 68	437,529.70	3.85%	
2 to 3 years	115,335.90	0.89	57,536.24	0.51%	
Over 3 years	1,002,602.62	7.76	1,321,354.76	11.63%	
Total	12,930,546.16		11,352,297.10		

## (2) Top 5 of the Ending Balance of the Prepayments Collected according to the Prepayment Target

At the period-end, the total top 5 of the ending balance of the prepayments collected according to the prepayment target was RMB5,494,349.33 accounting for 42.49% of the total ending balance of prepayments.

## 6. Other Receivables

Item	Ending balance	Beginning balance
Interest receivable	0.00	0.00



Dividends receivable	0.00	0.00
Other receivables	10,597,073.18	9,244,584.42
Total	10,597,073.18	9,244,584.42

## (1) Other Receivables

## 1) Other Receivables Classified by Account Nature

Unit: RMB

Item	Ending carrying amount	Beginning carrying amount	
Margin and cash pledge	7,758.60	4,200.00	
Intercourse funds	25,293,372.77	25,451,250.34	
Petty cash and borrowings by employees	3,203,041.67	1,232,153.09	
Other	15,374,916.41	15,546,601.57	
Total	43,879,089.45	42,234,205.00	

## 2) Withdrawal of Bad Debt Provision

 $\square$  Applicable  $\square$  Not applicable

	First stage	Second stage	Third stage	
Bad debt provision	Expected credit loss of the next 12 months	Expected loss in the duration (credit impairment not occurred)	Expected loss in the duration (credit impairment occurred)	Total
Balance of 1 January 2019	32,989,620.58			32,989,620.58
Balance of 1 January 2019 in the Current Period				
Transfer to Second stage				
Transfer to Third stage				
Reverse to Second stage				
Reverse to First stage				



Withdrawal of the Current Period	296,359.94		296,359.94
Reversal of the Current Period	3,964.25		3,964.25
Write-offs of the Current Period			
Verification of the Current Period			
Other changes			
Balance of 31 December 2019	33,282,016.27		33,282,016.27

Changes of carrying amount with significant amount changed of loss provision in the Current Period

□ Applicable √ Not applicable

Disclosure by aging

Unit: RMB

Aging	Carrying amount
Within 1 year (including 1 year)	7,635,227.47
1 to 2 years	1,651,595.88
2 to 3 years	1,531,378.71
Over 3 years	33,060,887.39
3 to 4 years	231,294.13
4 to 5 years	96,930.77
Over 5 years	32,732,662.49
Total	43,879,089.45

## 3) Bad Debt Provision Withdrawn, Reversed or Recovered in the Reporting Period

Information of bad debt provision withdrawn:

		Chang	es in the Rep	orting Per	iod		
Category	Beginning balance	Withdrawal	Reversal or recovery	Write- off	Other	Ending balance	



Bad debt provision withdrawn separately	5,011,963.16	30,485.42			5,042,448.58
Bad debt provision withdrawn by group	27,977,657.42	265,874.52	3,964.25		28,239,567.69
Total	32,989,620.58	296,359.94	3,964.25		33,282,016.27

## 4) There Was No Particulars of the Actual Verification of Other Receivables during the Reporting Period

## 5) Top 5 of the Ending Balance of the Other Receivables Collected according to the Arrears Party

Name of the entity	Nature	Ending balance	Aging	Proportion to total ending balance of other receivables	Ending balance of bad debt provision
Changzhou Changjiang Casting Materials Co., Ltd.	Intercourse funds	5,000,000.00	Within 1 year	11.39%	100,000.00
Changzhou Compressors Factory	Intercourse funds	2,940,000.00	Over 5 years	6.70%	2,940,000.00
Changchai Group Imp. & Exp. Co., Ltd.	Intercourse funds	2,853,188.02	Over 5 years	6.50%	2,853,188.02
Changzhou New District Accounting Centre	Intercourse funds	1,626,483.25	Over 5 years	3.71%	1,626,483.25
Changzhou Group Settlement Centre	Intercourse funds	1,140,722.16	Over 5 years	2.60%	1,140,722.16
Total		13,560,393.43		30.90%	8,660,393.43



## 7. Inventories

Whether the Company has executed the new revenue standards  $\hfill\Box$  Yes  $\sqrt{No}$ 

## (1) Category of Inventory

Unit: RMB

		Ending balance		Beginning balance			
Item	Carrying amount	Falling price reserves	Carrying value	Carrying amount	Falling price reserves	Carrying value	
Raw materials	125,757,856. 89	6,539,831.39	119,218,025. 50	134,454,498. 93	5,845,504.24	128,608,994. 69	
Materials processed on commission	12,444,566.4	183,111.28	12,261,455.1	13,330,233.2	993,300.18	12,336,933.1	
Goods in process	142,399,981. 66	26,985,350.1 4	115,414,631. 52	166,798,553. 34	24,187,100.5	142,611,452. 80	
Finished goods	239,694,354. 77	15,404,153.2 9	224,290,201. 48	288,979,920. 46	16,035,855.0	272,944,065. 43	
Low priced and easily worn articles	3,373,235.80	1,205,538.85	2,167,696.95	3,632,711.20	2,180,265.53	1,452,445.67	
Total	523,669,995. 53	50,317,984.9	473,352,010. 58	607,195,917. 22	49,242,025.5	557,953,891. 70	

# (2) Falling Price Reserves of Inventories

	Daginning	Increase		Decrease		Ending
Item	Beginning balance	Withdrawal	Other	Reversal or write-off	Other	balance
Raw materials	5,845,504.24	707,004.81		12,677.66		6,539,831.39
Materials processed on commission	993,300.18			810,188.90		183,111.28
Goods in process	24,187,100.54	26,985,350.14		24,187,100.54		26,985,350.14



Finished goods	16,035,855.03	15,194,526.31	15,826,228.05	15,404,153.29
Low priced and easily worn articles	2,180,265.53		974,726.68	1,205,538.85
Total	49,242,025.52	42,886,881.26	41,810,921.83	50,317,984.95

## (3) There Was No Capitalized Borrowing Expense in the Ending Balance of Inventories

# (4) There Was No Completed but Unsettled Assets Generated from Construction Contracts at the Period-end

#### 8. Other Current Assets

Whether the Company has executed the new revenue standards

□ Yes √ No

Unit: RMB

Item	Ending balance	Beginning balance
The VAT tax credits	6,014,692.92	25,962,369.29
Prepaid expense	98,856.26	86,761.81
Other	240,371.15	54,604.46
Total	6,353,920.33	26,103,735.56

## 9. Creditor's Rights Investment

Unit: RMB

	Ending balance			Beginning balance		
Item	Carrying amount	Impairment provision	Carrying value	Carrying amount	Impairment provision	Carrying value
Entrusted loan				4,000,000.00	4,000,000.00	
Total				4,000,000.00	4,000,000.00	

## Withdrawal of impairment provision

	First stage	Second stage	Third stage	
Bad debt provision	Expected credit loss of the next 12 months	Expected loss in the duration (credit impairment not occurred)	Expected loss in the duration (credit impairment occurred)	Total



Balance of 1 January 2019	4,000,000.00		4,000,000.00
Balance of 1 January 2019 in the Current Period		 	
Transfer to Second stage			
Transfer to Third stage			
Reverse to Second stage			
Reverse to First stage			
Withdrawal of the Current Period			
Reversal of the Current Period	4,000,000.00		4,000,000.00
Write-offs of the Current Period			
Verification of the Current Period			
Other changes			
Balance of 31 December 2019			

Changes of carrying amount with significant amount changed of loss provision in the Current Period  $\Box$  Applicable  $\sqrt{Not}$  applicable

## 10. Long-term Equity Investment

				Change	es in the I	Reporting	Period				
Invest	Begin ning balanc e (carryi ng value)	Additi onal invest ment	Reduc ed invest ment	Gains and losses recogn ized under the equity metho d	Adjust ment of other compr ehensi ve incom e	Chang es of other equity	Cash bonus or profits annou nced to issue	Withd rawal of deprec iation reserv es	Other	Endin g balanc e (carryi ng value)	Endin g balanc e of deprec iation reserv es
II. Asso	ciated ent	erprises									



Beijin g Tsingh ua Indust rial Invest ment Mana gemen t Co., Ltd.	0					0	44,182
Subtot	0					0	44,182
Total	0					0	44,182

## 11. Other Equity Instrument Investment

Unit: RMB

Item	Ending balance	Beginning balance
Changzhou Synergetic Innovation Private Equity Fund (Limited Partnership)	100,000,000.00	100,000,000.00
Other equity instrument investment measured by fair value	432,886,000.00	370,940,000.00
Total	532,886,000.00	470,940,000.00

Disclosure of non-trading equity instrument investment in the reporting period by item:

Item	Recognized dividends income	Accumulative gains	Accu mulati ve losses	Amount of other compressive income transferred to retained earnings	Reason for assigning to measure at fair value and changes recorded into other comprehensive income	Reason of other comprehensive income transferred to retained earnings
Foton Motor Co., Ltd.		39,015,000.00			Non-trading equity investment	
Bank of Jiangsu	6,069,000.00	22,860,000.00			Non-trading equity investment	



Jiangsu Expressway Co., Ltd.		71,000.00	Non-trading equity investment
Changzhou Synergetic			
Innovation Private Equity Fund (Limited			Non-trading equity investment
Partnership)			
Total	6,069,000.00	61,946,000.00	

Refer to "XII. Financial Statements (V) 30. Changes in Main Accounting Policies and Estimates" for the difference between beginning balance and ending balance in the prior period (31 December 2018) for details.

The stocks of listed companies such as Foton Motor Co., Ltd. held by the Company belong to non-trading equity investment. Therefore, the investment was divided into the financial assets assigned measured by fair value and the changes be included in the other comprehensive income.

#### 12. Other Non-current Financial Assets

Unit: RMB

Item	Ending balance	Beginning balance
Jiangsu Liance Electromechanical Technology Co., Ltd.	7,200,000.00	7,200,000.00
Kailong High Technology Co., Ltd.	20,001,268.00	20,001,268.00
Guizhou Warmen Pharmaceutical Co, Ltd.	200,104.80	200,104.80
Guizhou Anda Energy Technology Co., Ltd.	195,297.49	195,297.49
Henan Lantian Gas Co., Ltd.	160,744.76	160,744.76
Hebei Songhe Recycling Resources Co., Ltd.	104,699.44	104,699.44
Anhui Hofo Electromechanical Co., Ltd.	89,987.14	89,987.14
Jiangsu Housheng New Energy Technology Co., Ltd.	50,000,000.00	
Total	77,952,101.63	27,952,101.63

#### Other notes:

Refer to "XII. Financial Statements (V) 30. Changes in Main Accounting Policies and Estimates" for the difference between beginning balance and ending balance in the prior period (31 December 2018) for details.

## 13. Investment Property

## (1) Investment Property Adopting the Cost Measurement Mode

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Item Houses and buildings	Total
---------------------------	-------



I. Original carrying value		
1.Beginning balance	87,632,571.14	87,632,571.14
2.Increased amount of the period		
(1) Outsourcing		
(2) Transfer from inventories/fixed assets/construction in progress		
(3)Enterprise combination increase		
3.Decreased amount of the period		
(1) Disposal		
(2) Other transfer		
4. Ending balance	87,632,571.14	87,632,571.14
II. Accumulative depreciation and accumulative amortization		
1.Beginning balance	36,976,563.51	36,976,563.51
2.Increased amount of the period	2,208,340.80	2,208,340.80
(1) Withdrawal or amortization	2,208,340.80	2,208,340.80
3.Decreased amount of the period		
(1) Disposal		
(2) Other transfer		
4. Ending balance	39,184,904.31	39,184,904.31
III. Depreciation reserves		
1.Beginning balance		
2.Increased amount of the period		
(1) Withdrawal		
3.Decreased amount of the period		
(1) Disposal		
(2) Other transfer		
4. Ending balance		
IV. Carrying value		
1. Ending carrying value	48,447,666.83	48,447,666.83
2.Beginning carrying value	50,656,007.63	50,656,007.63

## 14. Fixed Assets



Item	Ending balance	Beginning balance	
Fixed assets	457,582,514.13	511,250,371.37	
Disposal of fixed assets	0.00	0.00	
Total	457,582,514.13	511,250,371.37	

# (1) List of Fixed Assets

Item	Houses and buildings	Machinery equipment	Transportation equipment	Other equipment	Total
I. Original carrying value					
1. Beginning balance	447,076,373.55	936,110,914.94	18,083,828.53	44,422,389.46	1,445,693,506.48
2. Increased amount of the period	2,093,189.79	27,049,532.05		1,361,109.97	30,503,831.81
(1) Purchase	1,401,958.84	2,546,176.53		948,074.27	4,896,209.64
(2) Transfer from construction in progress	691,230.95	24,503,355.52		413,035.70	25,607,622.17
(3) Enterprise combination increase					
3. Decreased amount of the period	480,902.12	7,022,206.81	800,658.99	3,574,856.25	11,878,624.17
(1) Disposal or scrap	480,902.12	7,022,206.81	800,658.99	3,574,856.25	11,878,624.17
4. Ending balance	448,688,661.22	956,138,240.18	17,283,169.54	42,208,643.18	1,464,318,714.12
II. Accumulative depreciation					
1. Beginning balance	265,778,832.18	619,622,564.64	13,341,638.03	34,205,985.26	932,949,020.11



2. Increased amount of the period	16,273,258.83	61,230,582.50	1,287,627.97	4,506,366.79	83,297,836.09
(1) Withdrawal	16,273,258.83	61,230,582.50	1,287,627.97	4,506,366.79	83,297,836.09
3. Decreased amount of the period	385,508.75	6,307,964.63	736,947.20	3,574,350.63	11,004,771.21
(1) Disposal or scrap	385,508.75	6,307,964.63	736,947.20	3,574,350.63	11,004,771.21
4. Ending balance	281,666,582.26	674,545,182.51	13,892,318.80	35,138,001.42	1,005,242,084.99
III. Depreciation reserves					
1. Beginning balance		1,494,115.00			1,494,115.00
2. Increased amount of the period					
(1) Withdrawal					
3. Decreased amount of the period					
(1) Disposal or scrap					
4. Ending balance		1,494,115.00			1,494,115.00
IV. Carrying value					
1. Ending carrying value	167,022,078.96	280,098,942.67	3,390,850.74	7,070,641.76	457,582,514.13
2. Beginning carrying value	181,297,541.37	314,994,235.30	4,742,190.50	10,216,404.20	511,250,371.37

## 15. Construction in Progress

Item	Ending balance	Beginning balance	
Construction in progress	63,216,445.03	59,851,682.79	



Engineering materials	28,141,711.21	29,238,701.92
Total	91,358,156.24	89,090,384.71

## (1) List of Construction in Progress

	Ending balance			Ве	eginning balar	nce
Item	Carrying amount	Depreciati on reserves	Carrying value	Carrying amount	Depreciati on reserves	Carrying value
Trial						
production						
workshop				14,349,461.80		14,349,461.80
project				14,545,401.00		14,545,401.00
technology						
center						
Casting						
renovation				396,000.00		396,000.00
project				370,000.00		
Expansion						
capacity of						
multi-cylinde	11 275 521 74		11 275 521 74	11 271 000 24		11,371,098.24
r (The 2 <sup>nd</sup>	11,375,531.74		11,375,531.74	11,371,098.24		
Period)						
Diesel						
Engine						
Cylinder						10.061.012.05
Body Flexible	38,266,788.31		38,266,788.31	19,061,813.95		19,061,813.95
Manufacturin						
g Line						
35KV	1,321,959.41		1,321,959.41	1,321,959.41		1,321,959.41
Substation	1,341,333.41		1,321,737.41	1,341,333.41		1,321,737.41
Oily water						
separating	340,800.00		340,800.00			
equipment						



Relocation project of light engine and casting	1,687,194.64	1,687,194.64		
Equipment to be installed and payment for projects	10,224,170.93	10,224,170.93	13,351,349.39	13,351,349.39
Total	63,216,445.03	63,216,445.03	59,851,682.79	59,851,682.79

# (2) Changes in Significant Construction in Progress during the Reporting Period

Item	Budg et	Begin ning balan ce	Incre ased amou nt	Trans ferred in fixed assets	Other decre ased amou nt	Endin g balan ce	Proportion of accu mulat ive invest ment in constr uctio ns to budge t	Job sched ule	Accu mulat ive amou nt of intere st capita lizati on	Of which : Amo unt of capita lized intere sts in the Repor ting Perio d	Capit alizati on rate of intere sts in the Repor ting Perio d	Capit al resou rces
Trial produ ction works hop proje ct techn ology center	22,89 6,300 .00	14,34 9,461 .80		14,34 9,461 .80				Unco mplet ed				Other



Expa nsion capac ity of multi- cylin der (The 2 <sup>nd</sup> Perio d)	79,00 0,000 .00	11,37 1,098 .24	4,433 .50		11,37 5,531 .74	Unco mplet ed		Other
Diese I Engin e Cylin der Body Flexi ble Manu factur ing Line	116,0 40,00 0.00	19,06 1,813 .95	19,20 4,974 .36		38,26 6,788 .31	Unco mplet ed		Other
35KV Subst ation		1,321 ,959. 41			1,321 ,959. 41	Unco mplet ed		Other
Total	217,9 36,30 0.00	46,10 4,333 .40	19,20 9,407 .86	14,34 9,461 .80	50,96 4,279 .46	 		

## (3) Engineering Materials

Ending balance				Beginning balance		
Item	Carrying	Depreciatio	Corrying volue	Carrying	Depreciati	Corrying volue
	amount	n reserves	Carrying value	amount	on reserves	Carrying value



Engineering materials	28,141,711.21	28,141,711.21	29,238,701.92	29,238,701.92
Total	28,141,711.21	28,141,711.21	29,238,701.92	29,238,701.92

# 16. Intangible Assets

# (1) List of Intangible Assets

Item	Land use right	Patent right	License fee	Total
I. Original carrying value				
1. Beginning balance	144,770,507.85	11,517,579.94	5,488,000.00	161,776,087.79
2. Increased amount of the period		1,433,300.90		1,433,300.90
(1) Purchase		1,433,300.90		1,433,300.90
(2) Internal R&D				
(3) Business combination increase				
3. Decreased amount of the period		83,888.26		83,888.26
(1) Disposal		83,888.26		83,888.26
4. Ending balance	144,770,507.85	12,866,992.58	5,488,000.00	163,125,500.43
II. Accumulated amortization				
1. Beginning balance	48,128,022.51	9,549,052.64	1,006,133.26	58,683,208.41
2. Increased amount of the period	2,971,978.31	1,305,951.75	548,799.96	4,826,730.02
(1) Withdrawal	2,971,978.31	1,305,951.75	548,799.96	4,826,730.02
3. Decreased amount of the period		83,888.26		83,888.26
(1) Disposal		83,888.26		83,888.26
4. Ending balance	51,100,000.82	10,771,116.13	1,554,933.22	63,426,050.17
III. Depreciation reserves				
1. Beginning balance				
2. Increased amount of the period				
(1) Withdrawal				
3. Decreased amount of the period				
(1) Disposal				
4. Ending balance				
IV. Carrying value				
1. Ending carrying value	93,670,507.03	2,095,876.45	3,933,066.78	99,699,450.26
2. Beginning carrying value	96,642,485.34	1,968,527.30	4,481,866.74	103,092,879.38



## 17. Deferred Income Tax Assets/Deferred Income Tax Liabilities

## (1) Deferred Income Tax Assets that Had not Been Set-off

Unit: RMB

	Ending	balance	Beginning balance		
Item	Deductible temporary difference	Deferred income tax assets	Deductible temporary difference	Deferred income tax assets	
Provision for impairment of assets	6,682,163.90	1,023,856.52	6,401,000.68	979,822.71	
Total	6,682,163.90	1,023,856.52	6,401,000.68	979,822.71	

## (2) Deferred Income Tax Liabilities Had Not Been Off-set

Unit: RMB

	Ending	balance	Beginning balance		
Item	Deductible temporary difference	Deferred income tax liabilities	Deductible temporary difference	Deferred income tax liabilities	
Changes in fair value of other equity instrument investment	373,011,500.00	55,951,725.00			
Changes in fair value of available-for-sale financial assets			311,065,500.00	46,659,825.00	
Assets evaluation appreciation for business combination not under the same control	4,524,661.07	1,131,165.27	5,247,821.44	1,311,955.36	
Total	377,536,161.07	57,082,890.27	316,313,321.44	47,971,780.36	

## (3) List of Unrecognized Deferred Income Tax Assets

Item	Ending balance	Beginning balance



bad debt	375,416,184.97	271,239,638.98
falling price reserves of inventories	50,317,984.95	49,242,025.52
Total	425,734,169.92	320,481,664.50

#### 18. Other Non-current Assets

Whether the Company has executed the new revenue standards

□ Yes √ No

Unit: RMB

Item	Ending balance	Beginning balance
Total	0.00	0.00

There was no balance at the period-begin. Refer to "XII. Financial Statements (V) 30. Changes in Main Accounting Policies and Estimates-(2) Influence of Execution of New Standards Governing Financial Instruments" for the difference between beginning balance and ending balance in the prior period (31 December 2018) for details.

#### 19. Short-term Borrowings

#### (1) Category of Short-term Borrowings

Unit: RMB

Item	Ending balance	Beginning balance
Mortgage loans	7,000,000.00	7,000,000.00
Guaranteed loans	10,000,000.00	10,000,000.00
Credit loans	5,000,000.00	10,000,000.00
Total	22,000,000.00	27,000,000.00

## (2) There Was No Short-term Borrowings Overdue but Unpaid.

### 20. Notes Payable

Unit: RMB

Item	Ending balance	Beginning balance
Bank acceptance bill	403,035,000.00	438,375,400.00
Total	403,035,000.00	438,375,400.00

The amount of notes payable due but unpaid at the period-end was RMB0.



## 21 Accounts Payable

## (1) List of Accounts Payable

Unit: RMB

Item	Ending balance	Beginning balance
Loans	525,610,256.89	591,754,875.77
Total	525,610,256.89	591,754,875.77

### (2) There Was No Significant Accounts Payable Aging over One Year

## 22. Advances from Customers

Whether the Comp

any has executed the new revenue standards

□ Yes √ No

#### (1) List of Advances from Customers

Unit: RMB

Item	Ending balance	Beginning balance
Loan	30,836,615.21	34,500,232.97
Total	30,836,615.21	34,500,232.97

## (2) There Were No Significant Advances from Customers Aging over One Year

## 23. Payroll Payable

## (1) List of Payroll Payable

Item	Beginning balance	Increase	Decrease	Ending balance
I. Short-term salary	50,500,592.99	245,933,884.31	251,875,461.51	44,559,015.79
II.		34,554,489.90	34,554,489.90	
Post-employment				
benefit-defined				
contribution plans				
III. Termination		284,193.00	284,193.00	
benefits				
Total	50,500,592.99	280,772,567.21	286,714,144.41	44,559,015.79



# (2) List of Short-term Salary

Unit: RMB

Item	Beginning balance	Increase	Decrease	Ending balance
1. Salary, bonus, allowance, subsidy	41,939,857.83	201,033,055.30	206,077,959.42	36,894,953.71
2.Employee welfare	89,592.74	3,658,998.62	3,746,998.62	1,592.74
3. Social insurance		18,016,605.44	18,016,605.44	
Of which: Medical insurance premiums		14,983,569.28	14,983,569.28	
Work-related injury insurance		1,491,692.35	1,491,692.35	
Maternity insurance		1,541,343.81	1,541,343.81	
4. Housing fund		19,198,174.00	19,198,174.00	
5. Labor union budget and employee education budget	8,471,142.42	4,027,050.95	4,835,724.03	7,662,469.34
6. Short-term absence with salary				
7. Short-term profit sharing scheme				
Total	50,500,5	245,933,884.31	251,875,461.51	44,559,015.79
	2.99			

# (3) List of Defined Contribution Plans

Item	Beginning balance	Increase	Decrease	Ending balance
1. Basic pension benefits		33,571,411.49	33,571,411.49	
2. Unemployment insurance		983,078.41	983,078.41	
Total		34,554,489.90	34,554,489.90	



# 24. Taxes Payable

Unit: RMB

Item	Ending balance	Beginning balance
VAT	1,290,060.47	876,055.81
Corporate income tax	5,090,781.18	3,665,483.92
Personal income tax	367,624.40	140,662.05
Urban maintenance and construction tax	970,067.92	993,210.56
Property tax	94,257.20	94,256.40
Land use tax	100,135.19	100,135.19
Stamp duty	6,282.95	4,594.61
Education surcharge	99,824.96	116,355.46
Comprehensive fees	1,075,134.76	1,075,134.76
Environmental protection tax	213.55	197.13
Total	9,094,382.58	7,066,085.89

Other notes:

# 25. Other Payables

Unit: RMB

Item	Ending balance	Beginning balance
Interest payable		
Dividends payable	3,891,433.83	3,891,433.83
Other payables	199,948,693.36	195,520,817.07
Total	203,840,127.19	199,412,250.90

# (1) Dividends Payable

Item	Ending balance	Beginning balance
Ordinary stock dividends	3,243,179.97	3,243,179.97
Interest of preferred shares/ perpetual bond classified as equity instrument		
Dividends for non-controlling shareholders	648,253.86	648,253.86



Other		
Total	3,891,433.83	3,891,433.83

The reason for non-payment for over one year: Not gotten by shareholders yet.

## (2) Other Payables

#### 1) Other Payables Listed by Nature of Account

Unit: RMB

Item	Ending balance	Beginning balance	
Margin and cash pledged	2,674,213.08	3,369,213.08	
Intercourse funds among units	10,791,973.79	10,977,924.77	
Intercourse funds among individuals	333,412.05	375,201.04	
Sales discount and three guarantees	143,497,522.22	144,278,468.99	
Other	42,651,572.22	36,520,009.19	
Total	199,948,693.36	195,520,817.07	

#### 2) Significant Other Payables Aging over One Year

The significant other payables aging over one year at the period-end mainly referred to the unsettled temporary credits and charges owned.

## 26. Current Portion of Non-current Liabilities

Unit: RMB

Item	Ending balance	Beginning balance
Current portion of long-term borrowings	0.00	18,500,000.00
Total	0.00	18,500,000.00

The current portion of long-term borrowings was RMB18,500,000.00 which was the borrowing for technical transformation project of the Company as the parent provided by China Merchants Bank Changzhou Branch with the term from 20 September 2017 to 19 September 2019 and the interest rate of 4.75%.

#### 27. Other Current Liabilities

Whether the Company has executed the new revenue standards

□ Yes √ No

Itam	Ending balance	Beginning balance
item	Enumy varance	Deginning varance



Sale service fee	229,387.96	
Transportation storage fee	132,551.86	
Electric charge	815,772.56	2,082,985.18
Total	1,177,712.38	2,082,985.18

## 28. Long-term Borrowings

## (1) Category of Long-term Borrowings

Unit: RMB

Item	Ending balance	Beginning balance
Mortgage loans	0.00	2,000,000.00
Total	0.00	2,000,000.00

The mortgage loan at the period-end was RMB2,000,000.00, which was the loan by the subsidiary-Changchai Wanzhou from Gaosuntang Branch of Chongqing Three Gorges Bank with the duration from 14 December 2017 to 6 November 2020 and the interest rate of 6.15%. The loan has been paid off in advance on 24 May 2019.

#### 29. Deferred Income

Unit: RMB

Item	Beginning balance	Increase	Decrease	Ending balance	Reason for formation
Government subsidies	59,928,484.84		1,064,373.62	58,864,111.22	Government appropriation
Total	59,928,484.84		1,064,373.62	58,864,111.22	

Item involving government subsidies:

Item	Beginning balance	Amount of new subsidy	Amount recorded into non-oper ating income in the Reportin g Period	Amount recorded into other income in the Reportin g Period	Amount offset cost in the Reportin g Period	Other changes	Ending balance	Related to assets/rel ated income
------	----------------------	-----------------------------	---------------------------------------------------------------------	------------------------------------------------------------	------------------------------------------------------------	------------------	-------------------	-----------------------------------------------



Electric control of diesel engine research and develop ment and industrial ization allocatio ns	646,800.00		398,400. 00		248,400.00	Related to assets
National major project special allocatio ns	28,770,000. 00				28,770,000. 00	Related to assets
Remove compens ation	20,511,684. 84		665,973. 62		19,845,711. 22	Related to assets



standard high-po wered efficient diesel engine for agricultu ral use	10,000,000. 00 59,928,484.		1,064,37		10,000,000. 00 58,864,111.	Related to assets
Total	84		3.62		22	

# 30. Share Capital

Unit: RMB

	Beginning balance	New shares issued	Bonus shares	Bonus issue from profit	Other	Subtotal	Ending balance
The sum of	561,374,32						561,374,32
shares	6.00						6.00

# 31. Capital Reserves

Item Beginning balance	Increase	Decrease	Ending balance
------------------------	----------	----------	----------------



Capital premium (premium on stock)	143,990,690.24		143,990,690.24
Other capital reserves	20,337,975.19		20,337,975.19
Total	164,328,665.43		164,328,665.43

# 32. Other Comprehensive Income

				Reporting	g Period			
Item	Beginni ng balance	Income before taxatio n in the Curren t Period	Less: Recorded in other comprehe nsive income in prior period and transferre d to profit or loss in the Current Period	Less: Record ed into other compre hensiv e income in prior period and transfe rred to retaine d earning s in the Curren t Period	Less: Income tax expens e	Attribu table to owners of the Compa ny as the parent after tax	Attribu table to non-co ntrollin g interest s after tax	Endin g balan ce
I. Other comprehensive income that will not be reclassified to profit or loss	264,405, 675.00	61,946, 000.00			9,291,9 00.00	52,654, 100.00		317,0 59,77 5.00
Of which: Changes caused by re-measurements on defined benefit pension schemes								
Share of other comprehensive income of investees that will not be reclassified to profit or loss under equity method								



Changes in fair value of other equity instrument investment	264,405, 675.00	61,946, 000.00		9,291,9 00.00	52,654, 100.00	317,0 59,77 5.00
Changes in fair value of corporate credit risk						
II. Other comprehensive income that may subsequently be reclassified to profit or loss						
Of which: Share of other comprehensive income of investees that will be reclassified to profit or loss under equity method						
Changes in fair value of other creditor's rights investment						
Amount of financial assets reclassified to other comprehensive income						
Credit depreciation reserves of other creditor's rights investment						
Reserves for cash flow hedges						
Differences arising from translation of foreign currency-denominated financial statements						
Total of other comprehensive income	264,405, 675.00	61,946, 000.00		9,291,9 00.00	52,654, 100.00	317,0 59,77 5.00

# 33. Specific Reserve

Item	Beginning balance	Increase	Decrease	Ending balance
Safety production cost	15,182,958.83	3,868,727.07	1,491,483.83	17,560,202.07
Total	15,182,958.83	3,868,727.07	1,491,483.83	17,560,202.07



# 34. Surplus Reserves

Unit: RMB

Item	Beginning balance	Increase	Decrease	Ending balance
Statutory surplus reserves	306,976,192.25	2,093,650.19		309,069,842.44
Discretional surplus reserves	13,156,857.90			13,156,857.90
Total	320,133,050.15	2,093,650.19		322,226,700.34

# 35. Retained Earnings

Unit: RMB

Item	Reporting Period	Same period of last year
Beginning balance of retained earnings before adjustments	717,883,351.33	679,131,047.06
Total retained earnings at the beginning of the adjustment period ("+" means up, "-" means down)		
Beginning balance of retained earnings after adjustments	717,883,351.33	679,131,047.06
Add: Net profit attributable to owners of the Company as the parent	24,934,586.11	62,021,374.04
Less: Withdrawal of statutory surplus reserves	2,093,650.19	6,427,839.99
Withdrawal of discretional surplus reserves		
Withdrawal of general reserve		
Dividend of ordinary shares payable	14,034,358.15	16,841,229.78
Dividends of ordinary shares transferred as share capital		
Ending retained earnings	726,689,929.10	717,883,351.33

# **36. Operating Revenue and Cost of Sales**

Itom	Reporting Period		Same period of last year		
Item	Operating revenue	Cost of sales	Operating revenue	Cost of sales	



Main operations	2,001,911,782.04	1,679,856,891.00	2,093,039,249.58	1,782,146,126.35
Other operations	38,221,935.26	29,792,886.75	39,863,469.02	31,298,459.31
Total	2,040,133,717.30	1,709,649,777.75	2,132,902,718.60	1,813,444,585.66

Whether the Company has executed the new revenue standards

□ Yes √ No

## 37. Taxes and Surtaxes

Unit: RMB

Item	Reporting Period	Same period of last year
Urban maintenance and	955,480.56	1,538,140.51
construction tax		
Education surcharge	682,129.42	1,098,335.32
Property tax	4,692,583.81	4,720,363.62
Land use tax	3,813,015.72	3,813,015.72
Vehicle and vessel use tax	1,320.00	1,920.00
Stamp duty	541,541.14	1,046,929.90
Environment tax	238,068.00	194,011.91
Other	34,933.24	120,012.70
Total	10,959,071.89	12,532,729.68

# 38. Selling Expense

Unit: RMB

Item	Reporting Period	Same period of last year
Office expenses	15,164,256.65	15,226,739.67
Employee's remuneration	29,850,039.44	30,898,847.11
Sales promotional expense	5,260,765.63	11,065,465.84
Three guarantees	38,321,773.50	59,459,243.39
Transport charge	7,296,670.11	7,875,890.07
Other	1,191,611.72	2,470,880.79
Total	97,085,117.05	126,997,066.87

# 39. Administrative Expense



Item	Reporting Period	Same period of last year
Office expenses	11,008,664.40	13,620,335.64
Employee's remuneration	55,260,415.45	63,552,532.88
Depreciation and amortization	11,164,412.83	12,141,787.46
Transport fees	2,035,060.15	2,203,781.08
Repair charge	391,744.51	918,265.20
Safety expenses	3,868,727.07	4,135,805.99
Other	22,454,108.99	19,455,330.71
Total	106,183,133.40	116,027,838.96

# 40. R&D Expense

Unit: RMB

Item	Reporting Period	Same period of last year
Direct input expense	39,929,867.41	44,893,971.91
Employee's remuneration	19,795,993.59	22,101,113.31
Depreciation and amortization	3,926,467.26	2,812,179.10
Entrusted R&D charges	26,000.00	700,000.00
Other	2,543,048.01	1,675,576.46
Total	66,221,376.27	72,182,840.78

# **41. Finance Costs**

Unit: RMB

Item	Reporting Period	Same period of last year
Interest expense	5,722,554.43	4,553,608.46
Less: Interest income	6,719,990.78	4,665,445.23
Net foreign exchange gains or losses	-1,709,183.70	-6,194,688.23
Other	-1,718,251.11	5,402,762.70
Total	-4,424,871.16	-903,762.30

# 42. Other Income

Sources	Reporting Period	Same period of last year
Government subsidies	5,312,295.51	6,291,685.65



# 43. Investment Income

Item	Reporting Period	Same period of last year
Long-term equity investment income accounted by equity method		
Investment income from disposal of long-term equity investment		
Investment income from holding of trading financial assets		
Investment income from disposal of trading financial assets		
Dividend income from holding of other equity instrument investment	6,069,000.00	
Investment income from holding of held-to -maturity investment		
Investment income from holding of available-for-sale financial assets		7,607,870.00
Investment income from disposal of available-for-sale financial assets		104,824,084.63
Investment income from disposal of held-to -maturity investment		
Income from re-measurement of residual stock rights at fair value after losing control power		
Interest income from holding of creditor's rights investment		
Interest income from holding of other creditor's rights investment		
Investment income from disposal of other creditor's rights investment		
Investment income from disposal of other non-current financial assets	-18,685.03	
Investment income from holding of other non-current financial assets	1,408,752.61	
Investment income from disposal of financial products of securities company	354,829.53	838,870.20
Other income from holding of equity instrument investment	137,814.50	
Total	7,951,711.61	113,270,824.83



# 44. Gain on Changes in Fair Value

Unit: RMB

Sources	Reporting Period	Same period of last year
Trading financial assets	-49,255.00	
Of which: gain on changes in fair value of derivative financial instrument	-49,255.00	
Total	-49,255.00	

# 45. Credit Impairment Loss

Unit: RMB

Item	Reporting Period	Same period of last year
Bad debt loss of other receivables	-292,395.68	
Bad debt loss of accounts receivable	-4,640,733.21	
Impairment loss of entrusted loan	4,000,000.00	
Total	-933,128.89	

# 46. Asset Impairment Loss

Whether the Company has executed the new revenue standards

□ Yes √ No

Item	Reporting Period	Same period of last year
I. Bad debt loss		-5,459,103.29
II. Loss on inventory valuation and contract performance cost	-42,371,202.17	-42,139,394.79
III. Impairment loss on available-for-sale financial assets		
IV. Impairment loss on held-to-maturity investment		
V. Impairment loss on long-term equity investment		
VI. Impairment loss on investment property		
VII. Impairment loss on fixed assets		



VIII. Impairment loss on engineering materials		
IX. Impairment loss on construction in progress		
X. Impairment loss on productive living assets		
XI. Impairment loss on oil and gas assets		
XII. Impairment loss on intangible assets		
XIII. Impairment loss on goodwill		
XIV. Other		-10,000,000.00
Total	-42,371,202.17	-37,598,498.08

# 47. Asset Disposal Income

Unit: RMB

Sources	Reporting Period	Same period of last year
Fixed asset disposal income	2,059,668.56	662,151.89

# 48. Non-operating Income

Unit: RMB

Item	Reporting Period	Same Period of last year	Amount recorded in the current non-recurring profit or loss
Insurance indemnity		1,179,518.37	
Income from penalty	373,200.44	112,645.60	373,200.44
Income generated from disposal of current assets		502,640.00	
Other	59,319.94	144,191.79	59,319.94
Not need to pay	13,825.00		13,825.00
Total	446,345.38	1,938,995.76	446,345.38

# 49. Non-operating Expense



Item	Reporting Period	Same period of last year	Amount recorded in the current non-recurring profit or loss
Loss on disposal of non-current assets	145,531.09	928,118.57	145,531.09
Loss on disposal of current assets		539,665.92	
Other	73,810.45	6,434.00	73,810.45
Total	219,341.54	1,474,218.49	219,341.54

# **50.** Income Tax Expense

# (1) List of Income Tax Expense

Unit: RMB

Item	Reporting Period	Same Period of last year
Current income tax expense	1,929,642.45	13,721,905.60
Deferred income tax expense	-224,823.90	-176,242.93
Total	1,704,818.55	13,545,662.67

# (2) Adjustment Process of Accounting Profit and Income Tax Expense

Item	Reporting Period
Profit before taxation	26,657,205.56
Current income tax expense accounted at statutory/applicable tax rate	3,998,580.82
Influence of applying different tax rates by subsidiaries	300,367.06
Influence of income tax before adjustment	-6,783,397.42
Influence of non-taxable income	-974,350.00
Influence of non-deductable costs, expenses and losses	228,027.17
Influence of deductable temporary difference or deductable losses of unrecognized deferred income tax assets in the Reporting Period	8,530,167.41
Tax preference generated from eligible expense	-3,594,576.49
Income tax expense	1,704,818.55



## 51. Cash Flow Statement

# (1) Cash Generated from Other Operating Activities

Unit: RMB

Item	Reporting Period	Same period of last year	
Subsidy and appropriation	4,247,921.89	5,227,312.03	
Other intercourses in cash	79,063.29	2,429,574.19	
Interest income	6,974,058.50	4,665,445.23	
Other	378,925.22		
Total	11,679,968.90	12,322,331.45	

Notes:

# (2) Cash Used in Other Operating Activities

Unit: RMB

Item	Reporting Period	Same period of last year
Selling expense paid in cash	62,490,016.60	70,472,280.14
Administrative expense paid in cash	57,388,527.86	44,119,952.70
Handling charge	937,381.75	517,221.04
Other	317,407.08	1,494,483.87
Total	121,133,333.29	116,603,937.75

# **52.** Supplemental Information for Cash Flow Statement

# (1) Supplemental Information for Cash Flow Statement

Supplemental information	Reporting Period	Same period of last year
1. Reconciliation of net profit to net cash flows generated from operating activities		
Net profit	24,952,387.01	62,166,697.84
Add: Provision for impairment of assets	43,304,331.06	37,598,498.08
Depreciation of fixed assets, of oil and gas assets, of productive living assets	85,506,176.89	86,806,660.70
Depreciation of right-to-use assets		
Amortization of intangible assets	4,826,730.02	5,248,080.61



Amortization of long-term deferred expenses		
Losses on disposal of fixed assets, intangible assets and other long-term assets (gains by "-")	-2,059,668.56	-662,151.89
Losses on the scrapping of fixed assets (gains by "-")	145,531.09	928,118.57
Losses on the changes in fair value (gains by "-")	49,255.00	
Financial expenses (gains by "-")	5,007,157.46	4,553,608.46
Investment losses (gains by "-")	-7,951,711.61	-113,270,824.83
Decrease in deferred income tax assets (increase by "-")	-44,033.81	27,131.10
Increase in deferred income tax liabilities (decrease by "-")	-180,790.09	-203,374.03
Decrease in inventory (increase by "-")	42,230,678.95	-91,846,479.01
Decrease in accounts receivable from operating activities (increase by "-")	-139,462,798.46	232,739,906.78
Increase in payables from operating activities (decrease by "-")	-99,430,107.30	63,742,812.33
Other	22,564,004.83	-14,009,157.82
Net cash flows generated from operating activities	-20,542,857.52	273,819,526.89
2. Investing and financing activities that do not involving cash receipts and payment:		
Debt transferred as capital		
Convertible corporate bond due within one year		
Fixed assets from financing lease		
3. Net increase in cash and cash equivalents		
Ending balance of cash	544,584,744.17	687,079,639.59
Less: Beginning balance of cash	687,079,639.59	325,263,654.43
Add: Ending balance of cash equivalents		
Less: Beginning balance of cash equivalents		
Net increase in cash and cash equivalents	-142,494,895.42	361,815,985.16

# (2) Cash and Cash Equivalents

Item	Ending balance	Beginning balance
I. Cash	544,584,744.17	687,079,639.59
Including: Cash on hand	153,975.35	441,363.70
Bank deposit on demand	543,923,045.33	684,620,907.41



Other monetary assets on demand	507,723.49	2,017,368.48
Accounts deposited in the central bank available for payment		
Deposits in other banks		
Accounts of interbank		
II. Cash equivalents		
Of which: Bond investment expired within three months		
III. Ending balance of cash and cash equivalents	544,584,744.17	687,079,639.59
Of which: Cash and cash equivalents with restriction in use for the Company as the parent or subsidiaries of the Group		

# 53. Assets with Restricted Ownership or Right to Use

Unit: RMB

Item	Ending carrying value	Reason for restriction
Monetary assets	92,629,261.89	As cash deposit for bank acceptance bill
Houses and buildings	2,936,446.13	Mortgaged for borrowings from banks
Land use right	995,328.00	Mortgaged for borrowings from banks
Machinery equipment	48,181,935.62	Mortgaged for borrowings from banks
Total	144,742,971.64	

# 54. Foreign Currency Monetary Items

# (1) Foreign Currency Monetary Items

Item	Ending foreign currency balance	Exchange rate	Ending balance converted to RMB
Monetary assets			
Of which: USD	12,870,806.64	6.9762	89,789,321.28
EUR			



HKD	280,787.13	0.8958	251,529.11
SGD	54,427.95	5.1739	281,604.77
JPY	19,477,137.00	0.0641	1,248,484.48
Accounts receivable			
Of which: USD	9,340,696.90	6.9762	65,162,569.71
Accounts payable		-	
Of which: USD	302.60	6.9762	2,111.00

(2) Notes to Overseas Entities Including: for Significant Oversea Entities, Main Operating Place, Recording Currency and Selection Basis Shall Be Disclosed; if there Are Changes in Recording Currency, Relevant Reasons Shall Be Disclosed.

□ Applicable √ Not applicable

## 55. Government Subsidy

# (1) Basic Information on Government Subsidy

Category	Amount	Listed items	Amount recorded in the current profit or loss
Trinity subsidy	674,000.00	Other income	674,000.00
Subsidy for stabilizing posts	2,162,251.03	Other income	2,162,251.03
Research fund for agricultural machinery pollutant discharge control technology and system of Luoyang tractors research laboratory	156,000.00	Other income	156,000.00
Research fund for agricultural diesel engine clean combustion key technology of Wuhan University of Technology	59,400.00	Other income	59,400.00
ECI subsidy	474,400.00	Other income	474,400.00
Relocation compensation	665,973.62	Other income	665,973.62
Patent rewards	200,000.00	Other income	200,000.00
Fund for hillside tractor key technology research and complete machine development of Jiangsu University	96,959.20	Other income	96,959.20
R & D and industrialization of off-road diesel engine controlled by electricity	398,400.00	Other income	398,400.00



Tax contributions reward	80,000.00	Other income	80,000.00
Industry development fund	60,000.00	Other income	60,000.00
Other rewards and subsidies	59,611.66	Other income	59,611.66
Appropriation of other technological projects	225,300.00	Other income	225,300.00
Appropriation for R & D and industrialization of off-road diesel engine controlled by electricity	248,400.00	Deferred income	
National major special appropriation	28,770,000.00	Deferred income	
Relocation compensation	19,845,711.22	Deferred income	
Appropriation or research and development and industrialization allocations of national III/IV standard high-powered efficient diesel engine for agricultural use	10,000,000.00	Deferred income	

### **Return of Government Subsidy**

☐ Applicable √ Not applicable

## **VIII. Changes of Consolidation Scope**

### 1. Changes in Combination Scope for Other Reasons

Note to changes in combination scope for other reasons (such as newly establishment or liquidation of subsidiaries, etc.) and relevant information:

On 25 February 2019, the interim board meeting held by the Company, examined and approved the Proposal on Establishing Wholly-owned Subsidiary to Implement the Production Project of Light Duty Engine and Casting, and agreed the Company to set up a wholly-owned subsidiary in RMB300 million to implement the production project. Refer to Announcement of Foreign Investment and Establishing the Wholly-owned Subsidiary (Announcement No. 2019-004) in Security Times, Ta Kung Pao and the cninfo website on 26 February 2019 for details.

On 6 March 2019, the wholly-owned subsidiary completed the registration procedures and gained the business license issued by Administrative Approval Bureau of Changzhou National High-tech Industry Development Zone (Xinbei District). Refer to Announcement of Procedures of Foreign Investment and Establishing the Wholly-owned Subsidiary (Announcement No. 2019-005) in Security Times, Ta Kung Pao and the cninfo website on 7 March 2019 for details.



# **IX.** Equity in Other Entities

# 1. Equity in Subsidiary

# (1) Subsidiaries

	Main Registration Nature of Holding percenta		centage (%)	Way of		
Name	operating place	place	business	Directly	Indirectly	gaining
Changchai Wanzhou Diesel Engine Co., Ltd.	Chongqing	Chongqing	Industry	60.00%		Set-up
Changzhou Changchai Benniu Diesel Engine Fittings Co., Ltd.	Changzhou	Changzhou	Industry	99.00%	1.00%	Set-up
Changzhou Housheng Investment Co., Ltd.	Changzhou	Changzhou	Service	100.00%		Set-up
Changzhou Changchai Housheng Agricultural Equipment Co., Ltd.	Changzhou	Changzhou	Industry	70.00%	25.00%	Set-up
Changzhou Fuji Changchai Robin Gasoline Engine Co., Ltd.	Changzhou	Changzhou	Industry	100.00%		Combination not under the same control
Jiangsu Changchai Machinery Co., Ltd.	Changzhou	Changzhou	Industry	100.00%		Set-up



# (2) Significant Non-wholly-owned Subsidiary

Unit: RMB

Name	Shareholding proportion of non-controlling interests	The profit or loss attributable to the non-controlling interests	Declaring dividends distributed to non-controlling interests	Balance of non-controlling interests at the period-end
Changchai Wanzhou Diesel Engine Co., Ltd.	40.00%	64,142.17		19,613,948.72
Changzhou Changchai Housheng Agricultural Equipment Co., Ltd.	5.00%	-46,341.27		22,332.29

Holding proportion of non-controlling interests in subsidiary different from voting proportion: Not applicable

# (3) The Main Financial Information of Significant Not Wholly-owned Subsidiary

	Ending balance				Beginning balance							
Name	Curre nt assets	Non- curre nt assets	Total assets	Curre nt liabili ties	Non- curre nt liabili ty	Total liabili ties	Curre nt assets	Non- curre nt assets	Total assets	Curre nt liabili ties	Non- curre nt liabili ty	Total liabili ties
Chan												
gchai												
Wanz												
hou	43,80	25,82	69,62	20,59		20,59	44,94	26,69	71,64	20,76	2,000	22,76
Diese	7,991	1,314	9,305	4,433		4,433	6,886	3,776	0,662	6,145	,000.	6,145
1	.71	.00	.71	.90		.90	.20	.10	.30	.92	00	.92
Engin												
e Co.,												
Ltd.												



Chan gzhou Chan gchai Hous heng 28,57 Agric 3,892 ultura .12 l Equip ment Co., Ltd.	625,6   80,72	35,02 3,512 .30
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Unit: RMB

	Reporting Period				Same period of last year			
Name	Operating revenue	Net profit	Total comprehe nsive income	Cash flows from operating activities	Operating revenue	Net profit	Total comprehe nsive income	Cash flows from operating activities
Changcha								
i								
Wanzhou	40,959,22	160,355.4	160,355.4	1,526,529	46,653,66	1,117,933	1,117,933	1,632,974
Diesel	2.43	3	3	.99	0.46	.80	.80	.66
Engine								
Co., Ltd.								
Changzh ou Changcha i Houshen g Agricultu ral Equipme nt Co., Ltd.	13,888,57 9.77	-926,825. 38	-926,825. 38	-419,750. 02	17,505,78 4.08	-6,036,99 4.34	-6,036,99 4.34	-1,896,20 3.08

## 2. Equity in the Structured Entity Excluded in the Scope of Consolidated Financial Statements

Notes to the structured entity excluded in the scope of consolidated financial statements:

In 2017, the Company set up Changzhou Xietong Private Equity Fund (Limited Partnership) together with Synergetic Innovation Fund Management Co., Ltd. through joint investment. On 18 October 2018, new partners



were added. In line with the revised Partnership Agreement, the general partner is Synergetic Innovation Fund Management Co., Ltd., and the limited partners are Changchai Company, Limited, Changzhou Zhongyou Petroleum Sales Co., Ltd., Changzhou Fuel Co., Ltd., Tong Yinzhu and Tong Yinxin. In accordance with the Partnership Agreement, the limited partner does not execute the partnership affairs. Thus, the Company does not control Changzhou Xietong Private Equity Fund (Limited Partnership) and did not include it into the scope of consolidated financial statements.

#### X. The Risk Related to Financial Instruments

The goal of the Company's risk management was gaining the balance between the risk and income, and reduced the negative impact to the operation performance of the Company in the lowest level and maximized the interests of shareholders and other equity investors. Base on the risk management goal, the basis strategy of the Company's risk management was to recognized and analyze all kinds of risk that the Company faced, set up suitable risk bottom line and conduct risk management, and supervised the risks timely and reliably and control the risk within the limited scope.

The main risks of the Company due to financial instruments were credit risk, liquidity risk and market risk. The management level had reviewed and approved the policies to manage the risks, which summarized as follows:

### (I) Credit Risk

Credit risk was one party of the contract failed to fulfill the obligations and causes loss of financial assets of the other party.

The credit of risk of the Company mainly was related to account receivable. In order to control the risk, the Company conducts the following methods.

The Company only conducts related transaction with approved and reputable third party, in line with the policy of the Company, the Company need to conduct credit-check for the clients adopting way of credit to conduct transaction. In addition, the Company continuously monitors the balance of account receivable to ensure the Company would not face the significant bad debt risk.

#### (II) Liquidity Risk

Liquidity risk is referred to the risk of incurring capital shortage when performing settlement obligation in the way of cash payment or other financial assets. The policies of the Company are to ensure that there was sufficient cash to pay the due liabilities.

The liquidity risk was centralized controlled by the financial department of the Company. The financial departments through supervising the balance of the cash and securities can be convert to cash at any time and the rolling prediction of cash flow in future 12 months to ensure the Company has sufficient cash to pay the liabilities under the case of all reasonable prediction.

### (III) Market Risk

Market risk is referred to risk of the fair value or future cash flow of financial instrument changed due to the change of market price, including: foreign exchange rate risk, interest rate risk.

### 1. Interest Rate Risk

Interest rate risk is refers to fluctuation risk of the fair value or future cash flow of financial instrument change due to the change of market price.

### 2. Foreign Exchange Risk

Foreign exchange rate risk is referred to the risk incurred form the change of exchange rate. As for the Company's export business, customers will be given a certain credit term, if the RMB appreciates against the dollar, the Company's accounts receivable will incur foreign currency exchange loss.

### XI. The Disclosure of Fair Value

### 1. The Disclosure of Fair Value

	Item	Ending fair value	
--	------	-------------------	--



	Fair value measurement items at level 1	Fair value measurement items at level 2	Fair value measurement items at level 3	Total
I. Consistent fair value measurement	ŀ			
(I) Financial assets at fair value through profit or loss	432,886,000.00		187,952,101.63	620,838,101.63
1. Trading financial assets			87,952,101.63	87,952,101.63
(1) Debt instrument investment			10,000,000.00	10,000,000.00
(2) Equity instrument investment			77,952,101.63	77,952,101.63.
(3) Derivative financial assets				
2. Financial assets designated to be measured at fair value and the changes included into the current profit or loss				
(1) Debt instrument investment				
(2) Equity instrument investment				
(II) Other bond investment				
(III)Other equity instrument investment	432,886,000.00		100,000,000.00	532,886,000.00
(2) Equity instrument investment				
(IV) Investment property				
1. Land use right for lease				
2. Buildings leased out				
3. Land use right held and plan to be transferred once appreciating				
(V) Living assets				
1. Consumptive living assets				
2. Productive living assets				
Total assets consistently measured by fair value	432,886,000.00		187,952,101.63	620,838,101.63
(VI) Trading financial liabilities				
Of which: Issued trading bonds				
Derivative financial liabilities				



Other		
(VII) Financial liabilities designated		
to be measured at fair value and the		
changes recorded into the current		
profit or loss		
Total liabilities consistently		
measured by fair value		
II. Inconsistent fair value		
measurement	 	 
(1) Held-to-sale assets		
Total assets inconsistently measured		
by fair value		
Total liabilities inconsistently		
measured by fair value		

# 2. Market Price Recognition Basis for Consistent and Inconsistent Fair Value Measurement Items at Level 1

The available-for-sale financial assets measured at fair value of the Company were shares with the closing price as the basis of fair value calculation at period-end.

# 3. Valuation Technique Adopted and Nature and Amount Determination of Important Parameters for Consistent and Inconsistent Fair Value Measurement Items at Level 3

- (1) In terms of trading financial assets held by the Company, as the underlying assets through financial products investment include cash, bond repurchase, bank deposit, interbank loan, national bank and central bank bill, etc., the assets portfolio invested were executed dynamic management, while the fair value of financial products is difficult to measure, so the fair value shall be recognized by adopting cost amount.
- (2) In terms of non-trading financial assets, with regard to the equity instrument investment without active market transactions, including the capital investment to Jiangsu Housheng New Energy Technology Co., Ltd., Jiangsu Liance Electromechanical Technology Co., Ltd. and Kailong High Technology Co., Ltd., and no significant impact due to the low equity of the invested companies held by the Company, so the appraisement to the invested companies by income or market approach was unfeasible. Therefore, the investment cost shall be regarded as reasonable estimation of fair value to measure at the period-end.

In terms of shares of NEEQ unlisted public companies held by the Company, as for the equity instrument investment with inactive market transactions, due to the market value of shares cannot be reflected by the market transaction price with the low volume of holding, so the appraisement to the invested companies by income or market approach was unfeasible. Therefore, the investment cost shall be regarded as reasonable estimation of fair value to measure at the period-end.

(3)In terms of other equity instrument investment, there was no significant changes in business environment and circumstance and financial condition of Changzhou Synergetic Innovation Private Equity Fund (Limited Partnership), and thus the investment cost shall be regarded as reasonable estimation of fair value to measure at



the period-end.

### XII. Related Party and Related-party Transactions

## 1. Information Related to the Company as the Parent of the Company

Name	Registration place	Nature of business	Registered capital	Proportion of share held by the Company as the parent against the Company	Proportion of voting rights owned by the Company as the parent against the Company
Changzhou Investment Group Co., Ltd.	Changzhou	Investment and operations of state-owned assets, assets management (excluding financial business), investment consulting (excluding consulting on investment in securities and options), etc.	RMB1.2 billion	30.43%	30.43%

Notes: Information on the Company as the parent

On 22 November 2018, Changzhou Government State-owned Assets Supervision and Administration Commission transferred all 170,845,236 shares of the Company (accounting for 30.43% of the total share capital of the Company) to Changzhou Investment Group Co., Ltd. for free. In accordance with Changzhou People's Government Document (CZF [2006] No. 62), both the Company and Changzhou Investment Group Co., Ltd. are enterprises which Changzhou People's Government authorizes Changzhou Government State-owned Assets Supervision and Administration Commission to perform duties of investors. Thus, after the sharer transfer, Changzhou Investment Group Co., Ltd. is the controlling shareholder of the Company and Changzhou Government State-owned Assets Supervision and Administration Commission is still the actual controller of the Company. The final controller of the Company is Changzhou Government State-owned Assets Supervision and Administration Commission.

### 2. Subsidiaries of the Company

Refer to Note IX for details.

### 3. Information on Other Related Parties

Name	Relationship with the Company	
Synergetic Innovation Fund Management Co., Ltd.	The director of the Company serves as the senior management of the company	
Changzhou Synergetic Innovation Private Equity Fund (Limited Partnership)	Participated in establishing the industrial investment fund	
Jiangsu Housheng New Energy Technology Co., Ltd.	Shareholding enterprise of the Company	

### 4. Related-party Transactions

### (1) Asset Transfer and Debt Restructuring of Related Party

Related party	Content	Reporting Period	Same period of last year
Changzhou Synergetic Innovation	Equity transfer (Jiangsu		
Private Equity Fund (Limited	Housheng New Energy	50,000,000.00	
Partnership)	Technology Co., Ltd.)		

## XIII. Commitments and Contingency

### 1. Significant Commitments

Significant commitment on the balance sheet date

As of 31 December 2019, there was no significant commitment for the Company to disclose.

### 2. Contingency

## (1) Significant Contingency on Balance Sheet Date

Previous litigations continuing to the Reporting Period the Company involved:

Name of defendant	Date of accepted	Name of the litigation or arbitration institutions	Amount involved (RMB'0,000)	Remark
Shandong Hongli Group Co.,		Changzhou Intermediate	1,436.00	Under the
Ltd.	27 June 2001	People's Court		bankruptcy and
				liquidation

Notes:

About the lawsuit case of Shandong Hongli Group Co., Ltd., the accused company owed accumulatively RMB 14.36 million to the Company. The Company sued to Changzhou Intermediate People's Court in 2001 and sued for compulsory execution in April 2002. Currently, the defendant has started the bankruptcy procedure. The aforesaid payment has arranged for the full provision for bad debts.



### XIV. Events after Balance Sheet Date

#### 1. Profit Distribution

Unit: RMB

Profits or dividends to be distributed	0
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### 2. Notes to Other Events after Balance Sheet Date

After the outbreak of the epidemic of COVID-19, the Company responded promptly and set up epidemic prevention group headed by the general manager to direct the prevention in all respects. The materials for epidemic prevention were adequate, and the Company has organized the emergency exercise with the staff of all levels to ensure safe production and to control and prevent. The parent of the Company returned to work on 11 February 2020, and other subsidiaries successively after 7 to 15 days as well. Due to the different time in work resumption of each production process, the production efficiency was influenced to some extent. Due to the uneven return time of each production process, the production efficiency is greatly affected, and the delivery pressure of the company is large. To sum up, there was negative influence of the epidemic to the operation performance in the first quarter of Company to some extent, but insignificant influence to the yearly performance.

## XV. Other Significant Events

### 1. Segment Information

### (1) Determination Basis and Accounting Policies of Reportable Segment

Due to the operation scope of the Company and subsidiaries were similar, the Company conducts common management, and did not divide business unit, so the Company only made single branch report.

### 2. Other Significant Transactions and Events with Influence on Investors' Decision-making

As of the approval issue date of financial statements, the Company did not complete the liquidation procedures of 2019 annual enterprise income tax.

### XVI. Notes of Main Items in the Financial Statements of the Company as the Parent

### 1. Accounts Receivable

# (1) Accounts Receivable Classified by Category

Category	Ending balance	Beginning balance
Category	Ending bulance	Degining balance



	Carr	ying ount		ad debt ovision		Carrying amount		Bad debt provision		
	Amou nt	Propo rtion	Amou nt	Withd rawal propo rtion	Carryi ng value	Amou	Propor tion	Amou nt	Withd rawal propor tion	Carryin g value
Accounts receivable for which bad debt provision separately accrued	37,51 0,056. 90	6.66%	33,78 8,291. 86	90.08	3,721, 765.0 4	35,82 3,767. 01	6.85%	32,806 ,077.1 4	91.58	3,017,6 89.87
Of which:										
Accounts receivable with significant single amount for which bad debt provision separately accrued	32,61 8,199. 97	5.79%	28,89 6,434. 93	88.59	3,721, 765.0 4	32,00 8,110. 06	6.12%	28,990 ,420.1 9	90.57 %	3,017,6 89.87
Accounts receivable with insignificant single amount for which bad debt provision separately accrued	4,891, 856.9 3	0.87%	4,891, 856.9 3	100.0		3,815, 656.9 5	0.73%	3,815, 656.95	100.0	
Accounts receivable for which bad debt provision accrued by group	525,8 74,42 3.56	93.34 %	192,1 48,65 0.56	36.54	333,7 25,77 3.00	487,5 66,50 7.88	93.15	190,22 6,913. 94	39.02 %	297,339 ,593.94
Of which:										



Accounts receivable for which bad debt provision accrued by credit risk features group	525,8 74,42 3.56	93.34 %	192,1 48,65 0.56	36.54	333,7 25,77 3.00	487,5 66,50 7.88	93.15	190,22 6,913. 94	39.02	297,339 ,593.94
Total	563,3 84,48 0.46	100.0	225,9 36,94 2.42	40.10	337,4 47,53 8.04	523,3 90,27 4.89	100.00	223,03 2,991. 08	42.61 %	300,357 ,283.81

Accounts receivable with significant single amount for which bad debt provision separately accrued at the end of the period:

Unit: RMB

	Ending balance				
Name	Carrying amount	Bad debt provision	Withdrawal proportion	Withdrawal reason	
Customer 1	1,975,482.35	338,497.45	17.13%	Expected to difficultly recover	
Customer 2	1,470,110.64	1,470,110.64	100.00%	Expected to difficultly recover	
Customer 3	1,902,326.58	1,902,326.58	100.00%	Difficult to recover	
Customer 4	6,215,662.64	6,215,662.64	100.00%	Difficult to recover	
Customer 5	2,445,367.85	2,177,128.33	89.03%	Expected to difficultly recover	
Customer 6	3,633,081.23	1,816,540.62	50.00%	Expected to difficultly recover	
Customer 7	3,279,100.00	3,279,100.00	100.00%	Expected to difficultly recover	
Customer 8	2,068,377.01	2,068,377.01	100.00%	Expected to difficultly recover	
Customer 9	5,359,381.00	5,359,381.00	100.00%	Difficult to recover	
Customer 10	2,584,805.83	2,584,805.83	100.00%	Difficult to recover	
Customer 11	1,684,504.84	1,684,504.84	100.00%	Difficult to recover	
Total	32,618,199.97	28,896,434.94			

Accounts receivable for which bad debt provision accrued by credit risk features group:

Name		Ending balance	
Name	Carrying amount	Bad debt provision	Withdrawal proportion



Within 1 year	323,342,224.45	6,466,844.49	2.00%
1 to 2 years	12,433,193.78	621,659.69	5.00%
2 to 3 years	4,709,436.22	706,415.43	15.00%
3 to 4 years	960,385.32	288,115.60	30.00%
4 to 5 years	908,921.11	545,352.67	60.00%
Over 5 years	183,520,262.68	183,520,262.68	100.00%
Total	525,874,423.56	192,148,650.56	1

Notes to the basis for the determination of the groups:

The accounts receivable was adopted the aging analysis based on the months when the accounts occurred actually, among which the accounts occurred earlier will be priority to be settled in terms of the capital turnover.

Explanation of the input value and assumption adopted to determine the withdrawal amount of bad debt provision on the Current Period: With reference to the experience of the historical credit loss, combining with the prediction of the present status and future financial situation, the comparison table was prepared between the aging of the accounts receivable and estimated credit loss rate in the duration and to calculate the estimated credit loss.

Please refer to the relevant information of disclosure of bad debt provision of other accounts receivable if adopting the general mode of expected credit loss to withdraw bad debt provision of accounts receivable.

☐ Applicable √ Not applicable

Disclosure by aging

Unit: RMB

Aging	Carrying amount
Within 1 year (including 1 year)	324,694,509.71
1 to 2 years	14,957,898.01
2 to 3 years	8,536,920.63
Over 3 years	215,195,152.11
3 to 4 years	4,031,389.90
4 to 5 years	1,346,662.43
Over 5 years	209,817,099.78
Total	563,384,480.46

## (2) Bad Debt Provision Withdrawn, Reversed or Recovered in the Reporting Period

Daginning			Endina			
Category	Beginning balance	Withdrawal	Reversal or recovery	Write-off	Other	Ending balance



Bad debt provision withdrawn separately	32,806,077.1	3,347,105.91	2,364,891.19		33,788,291.8
Bad debt provision withdrawn by group	190,226,913. 94	2,808,078.37	886,341.75		192,148,650. 56
Total	223,032,991. 08	6,155,184.28	3,251,232.94		225,936,942. 42

Of which bad debt provision reversed or recovered with significant amount in the Reporting Period: No

# (3) There Was No Particulars of the Actual Verification of Accounts Receivable during the Reporting Period

# (4) Top 5 of the Ending Balance of the Accounts Receivable Collected according to Arrears Party

Unit: RMB

Name of the entity	Ending balance of accounts receivable	Proportion to total ending balance of accounts receivable	Ending balance of bad debt provision
Customer 1	170,103,568.50	30.19%	3,402,071.37
Customer 2	23,896,557.76	4.24%	477,931.16
Customer 3	21,182,519.25	3.76%	423,650.39
Customer 4	21,885,020.77	3.88%	437,700.42
Customer 5	18,470,927.36	3.28%	369,418.55
Total	255,538,593.64	45.35%	

## 2. Other Receivables

Unit: RMB

Item	Ending balance	Beginning balance
Other receivables	23,639,899.46	21,681,331.85
Total	23,639,899.46	21,681,331.85

## (1)Other Receivable

## 1) Other Receivables Classified by Account Nature



Nature	Ending carrying amount	Beginning carrying amount
Cash deposit and Margin	4,200.00	4,200.00
Intercourse funds among units	38,535,333.35	36,267,607.16
Petty cash and borrowings by employees	624,083.07	596,876.87
Other	15,373,206.41	15,364,366.83
Total	54,536,822.83	52,233,050.86

# 2) Withdrawal of Bad Debt Provision

	First stage	Second stage	Third stage	
Bad debt provision	Expected credit loss of the next 12 months	Expected loss in the duration (credit impairment not occurred)	Expected loss in the duration (credit impairment occurred)	Total
Balance of 1 January 2019	30,551,719.01			30,551,719.01
Balance of 1 January 2019 in the Current Period				
Transfer to Second stage				
Transfer to Third stage				
Reverse to Second stage				
Reverse to First stage				
Withdrawal of the Current Period	345,204.36			345,204.36
Reversal of the Current Period				
Write-offs of the Current Period				
Verification of the Current Period				



Other changes			
Balance of 31	30,896,923.37		30,896,923.37
December 2019	30,890,923.37		30,890,923.37

Changes of carrying amount with significant amount changed of loss provision in the Current Period

 $\square$  Applicable  $\sqrt{\text{Not applicable}}$ 

Disclosure by aging

Unit: RMB

Aging	Carrying amount
Within 1 year (including 1 year)	21,069,950.51
1 to 2 years	1,594,927.07
2 to 3 years	1,513,504.75
Over 3 years	30,358,440.50
3 to 4 years	215,594.13
4 to 5 years	96,930.77
Over 5 years	30,045,915.60

## 3) Bad Debt Provision Withdrawn, Reversed or Recovered in the Reporting Period

Information of bad debt provision withdrawn:

Unit: RMB

	Danimain		Changes in the Reporting Period						
Category	Beginnin g balance	Withdrawal	Reversal or recovery	Write-off	Other	Ending balance			
Bad debt provision withdrawn separately	5,011,963 .16	30,485.42				5,042,448.58			
Bad debt provision withdrawn by group	25,539,75 5.85	314,718.94				25,854,474.79			
Total	30,551,71 9.01	345,204.36				30,896,923.37			

Other receivables with significant amount withdrawn bad debt provision separately at the period-end:

Other receivables	Carrying amount	Bad debt	Withdrawal	Withdrawal	
		provision	proportion (%)	reason	
Changchai Group Imp. & Exp. Co.,	2,853,188.02	2,853,188.02	100	Difficult to	



Ltd.			recover
Total	2,853,188.02	2,853,188.02	

# 4) Particulars of the Actual Verification of Other Receivables during the Reporting Period: No.

# 5) Top 5 of the Ending Balance of Other Receivables Collected according to the Arrears Party

Unit: RMB

Name of the entity	Nature	Ending balance	Aging	Proportion to total ending balance of other receivables	Ending balance of bad debt provision	
Changzhou Changchai Benniu Diesel Engine Fittings Co., Ltd.	Intercourse funds	10,000,000.00	Within 1 year	18.34%	200,000.00	
Changzhou Changchai Housheng Agricultural Equipment Co., Ltd.	Intercourse funds	9,215,263.56	Within 1 year with RMB8,088,841 .90, 1 to 2 years with RMB1,126,421 .66	16.90%	218,097.92	
Changzhou Compressors Factory	Intercourse funds	2,940,000.00	Over 5 years	5.39%	2,940,000.00	
Changchai Group Imp. & Exp. Co., Ltd.	Intercourse funds	2,853,188.02	Over 5 years	5.23%	2,853,188.02	
Changzhou New District Accounting Centre	Intercourse funds	1,626,483.25	Over 5 years	2.98%	1,626,483.25	
Total		26,634,934.83		48.84%	7,837,769.19	

# 3. Long-term Equity Investment

Item	Ending balance	Beginning balance
		6

	Carrying amount	Depreciation reserves	Carrying value	Carrying amount	Depreciation reserves	Carrying value
Investment to subsidiaries	251,752,730. 03	0.00	251,752,730. 03	241,752,730. 03	0.00	241,752,730. 03
Investment to joint ventures and associated enterprises	44,182.50	44,182.50	0.00	44,182.50	44,182.50	0.00
Total	251,796,912. 53	44,182.50	251,752,730. 03	241,796,912. 53	44,182.50	241,752,730. 03

# (1) Investment to Subsidiaries

	Daginning	Increase/decrease				Endina	Endina
Investees	Beginning balance (carrying value)	Additional investment	Reduced investment	Withdrawa l of depreciatio n reserves	Other	Ending balance (carrying value)	Ending balance of depreciation reserves
Changchai Wanzhou Diesel Engine Co., Ltd.	51,000,000					51,000,000	
Changzhou Changchai Benniu Diesel Engine Fittings Co., Ltd.	96,466,500					96,466,500 .00	
Changzhou Housheng Investment Co., Ltd.	40,000,000					40,000,000	



Changzhou Changchai Housheng Agricultural Equipment Co., Ltd.	7,000,000. 00			7,000,000. 00	
Changzhou Fuji Changchai Robin Gasoline Engine Co., Ltd.	47,286,230 .03			47,286,230 .03	
Jiangsu Changchai Machinery Co., Ltd.	241,752,73	10,000,000		10,000,000 .00 251,752,73	
Total	0.03	.00		0.03	0.00

# (2) Investment to Joint Ventures and Associated Enterprises

					Increase	/decrease					
Invest ee	Begin ning balanc e (carryi ng value)	Additi onal invest ment	Reduc ed invest ment	Gains and losses recogn ized under the equity metho d	Adjust ment of other compr ehensi ve incom e	Chang es of other equity	Cash bonus or profits annou nced to issue	Withd rawal of impair ment provis ion	Other	Endin g balanc e (carryi ng value)	Endin g balanc e of deprec iation reserv es
II. Asso	ciated ent	erprises									



Beijin g Tsingh ua Xingy e Indust rial Invest ment Mana gemen t Co.,	0.00					0.00	44,182 .50
Ltd.							
Subtot	0.00					0.00	44,182
Total	0.00					0.00	44,182

# 4. Operating Revenue and Cost of Sales

Unit: RMB

Itam	Reportir	ng Period	Same period of last year		
Item	Operating revenue	Cost of sales	Operating revenue	Cost of sales	
Main operations	1,829,511,302.64	1,547,250,831.33	1,929,864,957.32	1,659,272,787.45	
Other operations	36,780,436.75	28,376,158.13	38,862,108.04	30,434,073.18	
Total	1,866,291,739.39	1,575,626,989.46	1,968,727,065.36	1,689,706,860.63	

Whether the Company has executed the new revenue standards

 $\square$  Yes  $\sqrt{No}$ 

## **5. Investment Income**

Item	Reporting Period	Same period of last year	
Dividend income from holding of other equity instrument investment	6,069,000.00		
Investment income from holding of available-for-sale financial assets		7,597,950.00	
Investment income from disposal of available-for-sale financial assets		104,866,770.49	



Income from transferring to accommodation business	137,814.50	
Total	6,206,814.50	112,464,720.49

# XVII. Supplementary Materials

# 1. Items and Amounts of Non-recurring Profit or Loss

 $\sqrt{\text{Applicable}}$   $\square$  Not applicable

Item	Amount	Note
Gains/losses on the disposal of non-current assets	1,914,137.47	
Government grants recognized in the current period, except for those acquired in the ordinary course of business or granted at certain quotas or amounts according to the government's unified standards	5,312,295.51	
Capital occupation charges on non-financial enterprises that are recorded into current gains and losses	536,504.84	
Gain/loss from change of fair value of trading financial assets and liabilities, and derivative financial assets and liabilities, and investment gains from disposal of trading financial assets and liabilities, and derivative financial assets and liabilities, and liabilities, and other creditor's rights investment, other than valid hedging related to the Company's common businesses	-49,255.00	
Other non-operating income and expenses other than the above	372,534.93	



Reversed portions of impairment allowances for entrustment loans which are tested individually for impairment	4,000,000.00	
Less: Income tax effects	1,520,857.98	
Non-controlling interests effects	7,556.87	
Total	10,557,802.90	

Explain the reasons if the Company classifies an item as an non-recurring gain/loss according to the definition in the Explanatory Announcement No. 1 on Information Disclosure for Companies Offering Their Securities to the Public—Non-recurring Gains and Losses, or classifies any extraordinary gain/loss item mentioned in the said explanatory announcement as a recurrent gain/loss item.

□ Applicable √ Not applicable

# 2. Return on Equity and Earnings Per Share

Durafit as of Domontino Domina	Weighted average ROE (%)	EPS (Yuan/share)		
Profit as of Reporting Period		EPS-basic	EPS-diluted	
Net profit attributable to ordinary shareholders of the Company	1.20%	0.04	0.04	
Net profit attributable to ordinary shareholders of the Company after deduction of non-recurring profit or loss	0.69%	0.03	0.03	

# Part XIII Documents Available for Reference

- 1. The financial statements signed and sealed by the Company's legal representative, General Manager and head of the financial department;
- 2. The original copy of the Independent Auditor's Report signed and sealed by the CPAs, as well as sealed by the CPA firm;
- 3. The originals of all the Company's documents and announcements which were disclosed on Securities Time and Ta Kung Pao (HK) (newspapers designated by the CSRC for information disclosure) during the Reporting Period; and
- 4. The Annual Report disclosed on other stock markets.

The above-mentioned documents available for reference are all kept in the Secretariat of the Board of Directors of the Company and the Shenzhen Stock Exchange.

This Annual Report and its abstract have been prepared in both Chinese and English. Should there be any discrepancies or misunderstandings between the two versions, the Chinese version shall prevail.

The Board of Directors
Changchai Company, Limited
11 April 2020