



# 2021

INTERIM REPORT 中期報告



**華潤醫療控股有限公司**

**China Resources Medical Holdings Company Limited**

(Incorporated in the Cayman Islands with limited liability)  
(於開曼群島註冊成立之有限責任公司)

Stock Code 股票代號 : 1515

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# Corporate Information

## 公司資料

### Directors

#### Executive Directors

Mr. SONG Qing (*Chairman of the Board*)  
Mr. CHENG Libing (*Chief Executive Officer*)  
Ms. REN Yuan (*Chief Financial Officer*)  
Ms. FU Yanjun (*Deputy President*)

#### Non-executive Directors

Mr. WANG Yan (*Resigned on August 25, 2021*)  
Mr. SHAN Baojie (*Appointed on August 25, 2021*)

#### Independent Non-executive Directors

Mr. WU Ting Yuk, Anthony  
Mr. KWONG Kwok Kong  
Ms. CHIU Kam Hing Kathy  
Mr. LEE Kar Chung Felix

#### Audit Committee

Mr. KWONG Kwok Kong (*Chairman of Committee*)  
Mr. WANG Yan (*Resigned on August 25, 2021*)  
Ms. CHIU Kam Hing Kathy  
Mr. SHAN Baojie (*Appointed on August 25, 2021*)

#### Remuneration Committee

Ms. CHIU Kam Hing Kathy (*Chairman of Committee*)  
Mr. LEE Kar Chung Felix  
Ms. REN Yuan

#### Nomination Committee

Mr. LEE Kar Chung Felix (*Chairman of Committee*)  
Mr. CHENG Libing  
Mr. KWONG Kwok Kong

#### Authorised Representatives

Mr. CHENG Libing  
Mr. SO Yiu Fung

#### Company Secretary

Mr. SO Yiu Fung

### 董事

#### 執行董事

宋清先生 (*董事長*)  
成立兵先生 (*總裁*)  
任遠女士 (*首席財務官*)  
付燕珺女士 (*副總裁*)

#### 非執行董事

王彥先生 (*於2021年8月25日辭任*)  
單寶杰先生 (*於2021年8月25日獲委任*)

#### 獨立非執行董事

胡定旭先生  
鄺國光先生  
趙金卿女士  
李家聰先生

#### 審核委員會

鄺國光先生 (*委員會主席*)  
王彥先生 (*於2021年8月25日辭任*)  
趙金卿女士  
單寶杰先生 (*於2021年8月25日獲委任*)

#### 薪酬委員會

趙金卿女士 (*委員會主席*)  
李家聰先生  
任遠女士

#### 提名委員會

李家聰先生 (*委員會主席*)  
成立兵先生  
鄺國光先生

#### 授權代表

成立兵先生  
蘇堯鋒先生

#### 公司秘書

蘇堯鋒先生

### Headquarters and Principal Place of Business in Mainland China

14/F, Kunlun Center Office Building  
No. 9, Fuyi Street  
Fengtai District, Beijing  
China

### 總部及中國內地主要營業地點

中華人民共和國  
北京市豐台區  
福宜街9號院  
崑崙中心寫字樓14樓

### Principal Place of Business in Hong Kong

41/F, China Resources Building  
26 Harbour Road,  
Wanchai, Hong Kong SAR

### 香港主要營業地點

中華人民共和國  
香港特別行政區  
灣仔  
港灣道26號  
華潤大廈41樓

### Registered Office

Harneys Services (Cayman) Limited  
4th Floor, Harbour Place  
103 South Church Street  
PO Box 10240, Grand Cayman  
KY1-1002, Cayman Islands

### 註冊地址

Harneys Services (Cayman) Limited  
4th Floor, Harbour Place  
103 South Church Street  
PO Box 10240, Grand Cayman  
KY1-1002, Cayman Islands

### Principal Share Registrar and Transfer Office in Cayman Islands

Harneys Services (Cayman) Limited  
4th Floor, Harbour Place  
103 South Church Street  
PO Box 10240, Grand Cayman  
KY1-1002, Cayman Islands

### 開曼群島主要股份過戶登記處

Harneys Services (Cayman) Limited  
4th Floor, Harbour Place  
103 South Church Street  
PO Box 10240, Grand Cayman  
KY1-1002, Cayman Islands

### Hong Kong Branch Share Registrar

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716, 17th Floor  
Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong SAR

### 香港證券登記分處

香港中央證券登記有限公司  
中華人民共和國  
香港特別行政區  
灣仔  
皇后大道東183號  
合和中心  
17樓1712-1716號舖

### Auditor

Ernst & Young  
Certified Public Accountants  
Registered Public Interest Entity Auditor  
27/F, One Taikoo Place  
979 King's Road  
Quarry Bay  
Hong Kong SAR

### 核數師

安永會計師事務所  
執業會計師  
註冊公眾利益實體核數師  
中華人民共和國  
香港特別行政區  
鰂魚涌  
英皇道979號  
太古坊第一座27樓

## Corporate Information

### 公司資料

#### Legal Advisers

##### As to Hong Kong law

Jingtian & Gongcheng LLP  
Suites 3203-3207, 32/F  
Edinburgh Tower  
The Landmark  
15 Queen's Road Central  
Hong Kong SAR

#### Principal Bankers

China Merchants Bank  
F1 Tianrun Financial  
Central Building, No. 58  
Dongzongbu Hutong  
Dongcheng District  
Beijing, China

Industrial and Commercial Bank of China  
Room 102, Block 6, Court 2, East Baizhifang Street  
Xicheng District  
Beijing, China

DBS Bank Ltd, Hong Kong Branch  
18th Floor, The Center  
99 Queen's Road Central  
Central  
Hong Kong SAR

China Construction Bank (Asia) Corporation Limited  
25/F, CCB Tower  
3 Connaught Road Central  
Central  
Hong Kong SAR

#### Stock Code

1515

#### Company Website

[www.crmedical.hk](http://www.crmedical.hk)

#### 法律顧問

##### 香港法律

競天公誠律師事務所有限法律責任合夥  
中華人民共和國  
香港特別行政區  
皇后大道中15號  
置地廣場  
公爵大廈  
32樓3203-3207室

#### 主要往來銀行

中國招商銀行  
中華人民共和國  
北京市  
東城區  
東總布胡同58號  
天潤財富中心1層

中國工商銀行  
中華人民共和國  
北京市  
西城區  
白紙坊東街2號院6號樓102室

星展銀行有限公司香港分行  
中華人民共和國  
香港特別行政區  
中環  
皇后大道中99號  
中環中心18樓

中國建設銀行(亞洲)股份有限公司  
中華人民共和國  
香港特別行政區  
中環  
干諾道中3號  
中國建設銀行大廈25樓

#### 股份代號

1515

#### 公司網站

[www.crmedical.hk](http://www.crmedical.hk)



# Management Discussion and Analysis

## 管理層討論與分析

### BUSINESS REVIEW

The consolidated revenue of the Group for the six months ended June 30, 2021 amounted to RMB1,772 million (same period of last year: RMB907 million), and net profit for the period amounted to RMB205 million (same period of last year: RMB110 million). Earnings per share of the Company amounted to RMB0.16 (same period of last year: RMB0.09). Such increase was mainly attributable to the effective prevention and control of the COVID-19 epidemic in China, leading to the satisfactory recovery of the business operation of the member hospitals of the Group during the Reporting Period, thus allowing most of the member hospitals recorded a better year-on-year growth in their business volume, revenue and operating results that the overall number of out-patients and in-patients respectively increased by 50.5% and 36.8%, and medical business revenue of our member hospitals recorded a year-on-year increase of 39.8%.

### Acquisition of Huaiyin Hospital

On March 28, 2021, JH Management Company Limited (a wholly-owned subsidiary of the Company, as the buyer) entered into a share purchase agreement with Renfang Medical Holdings Ltd. and Sinophi Healthcare Limited (as the sellers), the shareholders of Renfang Medical Holdings Ltd. and Sinophi China Hospitals Limited (i.e. the target company). Pursuant to such share purchase agreement, JH Management Company Limited conditionally agreed to acquire and the sellers conditionally agreed to dispose of approximately 99.19% shareholding interest in the target company at a consideration of approximately RMB880 million. The target company is indirectly holding 80% equity interest in Huaiyin Hospital, and the latter is a for-profit general hospital located in Huai'an City, Jiangsu Province, the PRC with the scale of around 1,190 operating beds. The abovementioned acquisition has been completed on June 17, 2021. As at the end of the Reporting Period, the financial statements of Huaiyin Hospital have been consolidated to the Group.

### 業務回顧

本集團截至2021年6月30日止六個月共實現綜合營業額人民幣17.72億元(上年同期:人民幣9.07億元),淨利潤為人民幣2.05億元(上年同期:人民幣1.10億元)及每股盈利人民幣0.16元(上年同期:人民幣0.09元)。上述的增長主要是由於我國新冠病毒疫情得到有效防控,因此報告期內本集團下屬成員醫院的業務恢復良好,報告期內公司下屬成員醫院在業務量、收入和經營利潤方面均較去年同期有大幅提升,整體門急診人次及出院人次分別增長了50.5%和36.8%,成員醫院之醫療業務收入則錄得同比增長39.8%。

### 併購淮陰醫院

於2021年3月28日,江華管理有限公司(本公司之全資附屬公司,及作為買方)與仁方醫療控股有限公司及信諾醫療有限公司(俱作為賣方)、仁方醫療控股有限公司之股東及Sinophi China Hospitals Limited(即目標公司)訂立一份股份購買協議。根據該股份購買協議,江華管理有限公司有條件同意收購而賣方有條件同意出售目標公司99.19%的股權,代價為約人民幣8.8億元。目標公司間接持有淮陰醫院80%股權,而後者為一間位於中國江蘇省淮安市的營利性綜合醫院,其開放床位數約為1,190床。上述收購已於2021年6月17日完成。於報告期末,淮陰醫院之財務報表已歸入本集團合併。

## Management Discussion and Analysis

### 管理層討論與分析

#### List of Medical Institutions under the Group's Management and Operation

As of June 30, 2021, the Group managed and operated a total of 123 medical institutions in 8 provinces and cities in the PRC. During the Reporting Period, the number of out-patient visits and in-patient visits of our in-network hospitals were approximately 4,739,000 and 128,000, respectively.

#### 本集團管理營運醫療機構分佈表

截至2021年6月30日，本集團在中國8個省、市共管理營運123家醫療機構。於報告期內，本集團成員醫院門診量和住院量分別約為473.9萬人次和12.8萬人次。

Province/City	省份/城市	Grade III Hospitals 三級醫院	Grade II Hospitals 二級醫院	Grade I Hospitals and Community Centres 一級醫院及社區中心	Clinics & Other Medical Institutions 診所及其他醫療機構	Total 合計
Beijing	北京	1	5	11	29	46
Shandong	山東	—	3	2	13	18
Shanxi	山西	—	1	—	—	1
Jiangsu	江蘇	—	2	—	—	2
Anhui	安徽	1	6	16	6	29
Hubei	湖北	2	—	3	15	20
Guangdong	廣東	1	1	—	2	4
Guangxi	廣西	—	1	1	1	3
<b>Total</b>	<b>合計</b>	<b>5</b>	<b>19</b>	<b>33</b>	<b>66</b>	<b>123</b>

#### Operating data for 2021H1

#### 2021年上半年營運數據

Type	類型	Number of beds in operation 運營床位數	Utilization rate of beds 床位使用率	Number of patients 診療人次		Revenue from medical business (RMB'000) 醫療業務收入(人民幣千元)			Total 合計
				Number of out-patients 門診人次	Number of in-patients 住院人次	Revenue from outpatient visits 門診收入	Revenue from inpatient visits 住院收入	Revenue from physical examination 體檢收入	
Self-owned Hospitals <sup>(Note)</sup>	自有醫院 <sup>(註)</sup>	9,293	75.0%	3,315,393	108,626	1,345,877	1,667,830	39,882	3,053,589
IOT/OT Hospitals	IOT/OT醫院	1,804	53.7%	1,423,253	19,644	438,646	260,471	24,442	723,559
<b>Subtotal</b>	<b>小計</b>	<b>11,097</b>	<b>71.6%</b>	<b>4,738,646</b>	<b>128,270</b>	<b>1,784,523</b>	<b>1,928,301</b>	<b>64,324</b>	<b>3,777,148</b>

#### Operating data for 2020H1

#### 2020年上半年營運數據

Type	類型	Number of beds in operation 運營床位數	Utilization rate of beds 床位使用率	Number of patients 診療人次		Revenue from medical business (RMB'000) 醫療業務收入(人民幣千元)			Total 合計
				Number of out-patients 門診人次	Number of in-patients 住院人次	Revenue from outpatient visits 門診收入	Revenue from inpatient visits 住院收入	Revenue from physical examination 體檢收入	
Self-owned Hospitals <sup>(Note)</sup>	自有醫院 <sup>(註)</sup>	7,460	56.7%	1,777,365	69,702	649,722	926,482	26,008	1,602,212
IOT/OT Hospitals	IOT/OT醫院	3,412	58.0%	1,371,575	24,059	663,957	429,930	6,351	1,100,238
<b>Subtotal</b>	<b>小計</b>	<b>10,872</b>	<b>57.1%</b>	<b>3,148,940</b>	<b>93,761</b>	<b>1,313,679</b>	<b>1,356,412</b>	<b>32,359</b>	<b>2,702,450</b>

Note: In respect of the operating data statistics, the abovementioned self-owned hospitals refers to all consolidated hospitals and unconsolidated hospitals of the Group, and except for the IOT/OT hospitals managed by the Group.

註：就營運數據統計目的，上述自有醫院即指本集團之所有併表醫院及非併表醫院，不包括由本集團管理的IOT/OT醫院。

Financial data for 2021H1

2021上半年財務數據

2021H1 RMB'000	2021年上半年 人民幣千元	Total 合計	Segment results 分部業績				Administrative expenses 行政費用	Other gains and expenses 其他收益及費用
			Consolidated Hospitals 併表醫院	Unconsolidated Hospitals 非併表醫院	IOT/OT Hospitals IOT/OT醫院	Other derived businesses 其他衍生業務		
Revenue from goods and services	商品及服務收益	1,772,123	1,156,032	411,142	192,259	12,690	—	—
Cost of sales and services	銷售及服務成本	(1,377,549)	(952,553)	(277,960)	(133,842)	(13,194)	—	—
Other income	其他收入	20,530	9,632	—	4,615	6,283	—	—
Selling and distribution expenses	銷售及分銷費用	(7,952)	(1,632)	(4,419)	(1,901)	—	—	—
Administrative expenses	行政費用	(127,506)	(95,731)	(17,152)	(11,760)	(2,863)	—	—
Finance costs	財務費用	(1,177)	(1,144)	—	—	(33)	—	—
Impairment losses on financial assets, net	信用減值損失	1,012	1,012	—	—	—	—	—
Other expenses	其他費用	(1,139)	(1,008)	—	—	(131)	—	—
Share of profit of joint ventures/associates	應佔合營/聯營 公司利潤	43,134	—	43,134	—	—	—	—
<b>Segment results</b>	<b>分部業績</b>	<b>321,476</b>	<b>114,608</b>	<b>154,745</b>	<b>49,371</b>	<b>2,752</b>	<b>N/A不適用</b>	<b>N/A不適用</b>
Headquarters operating expenses	總部運營費用	(61,379)	—	—	—	—	(61,379)	—
Other profit or loss	其他損益	14,166	—	—	—	—	—	14,166
Finance costs	財務費用	(4,701)	—	—	—	—	—	(4,701)
Share of profit of an associate	應佔合營/聯營 公司利潤	580	—	—	—	—	—	580
Income tax	所得稅	(64,817)	—	—	—	—	—	(64,817)
<b>Net profit or loss</b>	<b>淨損益</b>	<b>205,325</b>	<b>114,608</b>	<b>154,745</b>	<b>49,371</b>	<b>2,752</b>	<b>(61,379)</b>	<b>(54,772)</b>
<b>Revenue from medical business (Notes)</b>	<b>醫療業務收入 (註)</b>	<b>3,777,148</b>	<b>1,138,886</b>	<b>1,914,703</b>	<b>723,559</b>	<b>—</b>	<b>N/A不適用</b>	<b>N/A不適用</b>

Notes:

During the Reporting Period:

- (1) Consolidated hospitals include: Jian Gong Hospital, Jinan Zhong Qi Hospital, Huaikuang Hospital Group and the Runneng Hospitals.
- (2) Unconsolidated hospitals include: Guangdong 999 Brain Hospital, Huaibei City Mental Health Center, Xukuang Hospital, Wugang Hospital Group and Jing Mei Hospital Group.
- (3) IOT hospitals include: Mentougou Hospital, Mentougou Traditional Chinese Medicine Hospital, Mentougou Hospital for Women and Children, Shunyi District Konggang Hospital and the Second Hospital of Shunyi District.
- (4) OT hospitals include: Tai'an City Hospital, Yantai Zhifu Hospital and Yuenianhua Nanning Rehabilitation Hospital (since March 2021).

註:

於報告期內:

- (1) 併表醫院包括: 健宮醫院、濟南重汽醫院、淮礦醫院集團及潤能系醫院。
- (2) 非併表醫院包括: 廣東三九腦科醫院、淮北市精神(心理)衛生中心、徐礦醫院、武鋼醫院集團及京煤醫院集團。
- (3) IOT醫院包括: 門頭溝區醫院、門頭溝區中醫院、門頭溝區婦幼保健院、順義區空港醫院、順義區第二醫院。
- (4) OT醫院包括: 泰安市立醫院、煙台芝罘醫院及悅年華南寧康復醫院(自2021年3月起)。



# Management Discussion and Analysis

## 管理層討論與分析

### Financial data for 2020H1

### 2020上半年財務數據

2020H1 RMB'000	2020年上半年 人民幣千元	Total 合計	Segment results 分部業績					
			Consolidated Hospitals 併表醫院	Unconsolidated Hospitals 非併表醫院	IOT/OT Hospitals IOT/OT醫院	Other derived businesses 其他衍生業務	Administrative expenses 行政費用	Other gains and expenses 其他收益及費用
Revenue from goods and services	商品及服務收益	907,413	438,409	95,928	358,625	14,451	—	—
Cost of sales and services	銷售及服務成本	(662,090)	(374,268)	(40,004)	(241,151)	(6,667)	—	—
Other income	其他收入	10,935	3,393	—	4,794	2,748	—	—
Other gains and losses	其他收益及虧損	(182)	(182)	—	—	—	—	—
Selling and distribution expenses	銷售及分銷費用	(6,072)	(1,030)	(1,692)	(3,350)	—	—	—
Administrative expenses	行政費用	(66,460)	(43,141)	(6,393)	(14,038)	(2,888)	—	—
Impairment losses on financial assets, net	信用減值損失	(6,622)	(6,622)	—	—	—	—	—
Other expenses	其他費用	(309)	(290)	—	—	(19)	—	—
<b>Segment results</b>	<b>分部業績</b>	176,613	16,269	47,839	104,880	7,625	N/A不適用	N/A不適用
Headquarters operating expenses	總部運營費用	(40,535)	—	—	—	—	(40,535)	—
Other profit or loss	其他損益	29,052	—	—	—	—	—	29,052
Finance costs	財務費用	(9,343)	—	—	—	—	—	(9,343)
Share of profit of joint ventures/ associates	應佔合營/聯營公司利潤	404	—	—	—	—	—	404
Income tax	所得稅	(45,971)	—	—	—	—	—	(45,971)
<b>Net profit or loss</b>	<b>淨損益</b>	<b>110,220</b>	<b>16,269</b>	<b>47,839</b>	<b>104,880</b>	<b>7,625</b>	<b>(40,535)</b>	<b>(25,858)</b>
<b>Revenue from medical business (Notes)</b>	<b>醫療業務收入 (註)</b>	2,702,450	428,687	1,173,525	1,100,238	—	N/A不適用	N/A不適用

Notes:

During the six months ended June 30, 2020:

- Consolidated hospitals include: Jian Gong Hospital, Jinan Zhong Qi Hospital (since April 2020), Huaikuang Hospital Group (since May 2020) and the Runneng Hospitals (since June 2020).
- Unconsolidated hospitals include: Guangdong 999 Brain Hospital, Huaibei City Mental Health Center (since January 2020), Xukuang Hospital, Wugang Hospital Group, Jinan Zhong Qi Hospital (January 2020 to March 2020), Huaikuang Hospital Group (January 2020 to April 2020) and the Runneng Hospitals (January 2020 to May 2020).
- IOT hospitals include: Jing Mei Hospital Group, Mentougou Hospital, Mentougou Traditional Chinese Medicine Hospital, Mentougou Hospital for Women and Children, Shunyi District Konggang Hospital, the Second Hospital of Shunyi District and Baoding Third Center Hospital.
- OT hospital includes: Tai'an City Hospital.

註:

於截至2020年6月30日的6個月期間:

- 併表醫院包括: 健宮醫院、濟南重汽醫院(自2020年4月起)、淮礦醫院集團(自2020年5月起)及潤能系醫院(自2020年6月起)。
- 非併表醫院包括: 廣東三九腦科醫院、淮北市精神(心理)衛生中心(自2020年1月起)、徐礦醫院、武鋼醫院集團、濟南重汽醫院(2020年1月至3月)、淮礦醫院集團(2020年1月至4月)及潤能系醫院(2020年1月至5月)。
- IOT醫院包括: 京煤醫院集團、門頭溝區醫院、門頭溝區中醫院、門頭溝區婦幼保健院、順義區空港醫院、順義區第二醫院、保定市第三中心醫院。
- OT醫院包括: 泰安市立醫院。

## SEGMENT RESULTS

In the first half of 2021, the aggregated results of all segments amounted to about RMB321 million, which increased by approximately 82.0% as compared with the same period of the previous year, and is mainly due to the effective control of COVID-19 epidemic of clinic, leading to satisfactory recovery of operation and growth in revenue of the member medical institutions of the Group.

### Segment Results — Consolidated Hospitals

During the Reporting Period, the medical business revenue of the consolidated hospital segment increased by 165.7% year-on-year to approximately RMB1.14 billion and the segment results also recorded an increase of 604.5% to approximately RMB115 million. Such growth in revenue and segment profit are mainly due to: the satisfactory recovery of the operation of the consolidated hospitals when the COVID-19 epidemics has been effectively controlled in China; also since Jinan Zhong Qi Hospital has completed its for-profit reform in 2020 and since then its financial statements have been consolidated to the Group, and the financial results of the Huaikang Hospital Group and the Run Neng Hospitals have also been consolidated to the Group respectively since May and June 2020, which contributed to the segment results as well.

## 分部業績

2021年上半年各業務分部利潤合計約為人民幣3.21億元，較上年同期同比增長約82.0%，主要由於國家對於新冠病毒疫情的有效防控，致使本集團成員醫療機構收入獲得良好的恢復及增長所致。

### 分部業績 — 併表醫院

報告期內，併表醫院分部的醫療業務收入同比增長165.7%至約人民幣11.4億元，分部利潤亦錄得同比增長604.5%至約人民幣1.15億元。上述的增長一方面是由於並表醫院於我國疫情獲有效防控後，而彼之復工復產情況良好、業績回暖顯著所致；另一方面，濟南重汽醫院在2020年完成營利性改制後納入本集團併表範圍，而淮礦醫院集團和潤能系醫院亦已分別於2020年5月和6月開始納入本集團併表範圍，彼等亦為併表醫院分部的業績帶來較大貢獻。

		2021H1 2021年 上半年	2020H1 2020年 上半年	Year-on-Year Change 同比變化	
Consolidated Hospitals	併表醫院	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	Percentage 百分比
<b>Revenue from medical business</b>	<b>醫療業務收入</b>	<b>1,138,886</b>	428,687	710,199	165.7%
General healthcare services performance	綜合醫療服務	<b>82,813</b>	1,521	81,292	5,344.6%
Third-party supply chain service fees	第三方供應鏈服務費	<b>17,146</b>	9,722	7,424	76.4%
GPO gross profit	GPO毛利	<b>20,058</b>	12,799	7,259	56.7%
<b>Profit contribution</b>	<b>利潤貢獻合計</b>	<b>120,017</b>	24,042	95,975	399.2%
Operating expenses and other profit or loss	運營費用及其他損益	<b>(5,409)</b>	(7,773)	2,364	-30.4%
<b>Segment results</b>	<b>分部業績</b>	<b>114,608</b>	16,269	98,339	604.5%
<b>Segment profit margin</b>	<b>分部利潤率</b>	<b>10.1%</b>	3.8%	6.3ppt	

## Management Discussion and Analysis

### 管理層討論與分析

#### Segment Results — Unconsolidated Hospitals

During the Reporting Period, the overall medical business revenue of the unconsolidated hospital segment increased by 63.2% year-on-year to approximately RMB1.91 billion, while segment profit recorded a year-on-year increase of 223.5% to approximately RMB155 million. Since January 2021, Jing Mei Hospital has been reclassified from the original IOT hospital segment to the unconsolidated hospitals segment due to the completion of change of sponsorship holding entity, and its contribution in revenue and segment profit during the Reporting Period were RMB820 million and RMB69.4 million, respectively.

CR Hospital Holdings, a wholly-owned subsidiary of the Company, entered into the restructuring agreement with Jing Mei Group in respect of Jing Mei Hospital and its branches on June 28, 2020 and pursuant to which CR Hospital Holdings and Jing Mei Group agreed to establish a sponsorship joint venture and a management joint venture. Such joint ventures shall be owned as to 49% by CR Hospital Holdings and 51% by Jing Mei Group. The contract parties also agreed that Jing Mei Group, the management joint venture and Jing Mei Hospital shall enter into a new OT agreement on terms similar to the original IOT agreement in order to replace the latter, and pursuant to which the management joint venture shall provide hospital management services to the Jing Mei Hospital Group and receive management fee income accordingly. The abovementioned original IOT agreement was then terminated with retrospective effect from December 31, 2019, whilst the new OT agreement retrospectively became effective on January 1, 2020.

#### 分部業績 — 非併表醫院

報告期內，非併表醫院分部的整體醫療業務收入同比增加63.2%至約人民幣19.1億元，分部利潤則錄得同比增加223.5%至約人民幣1.55億元。京煤醫院自2021年1月起因應舉辦主體變更的完成，由原來的IOT醫院分部改列入非並表醫院分部，而彼於報告期內帶來的收入和分部業績貢獻分別為人民幣8.2億元及人民幣6,940萬元。

於2020年6月28日，本集團下屬全資附屬公司華潤醫院控股與京煤集團就京煤醫院及下屬分院的重組安排簽署了重組協議，雙方同意按華潤醫院控股和京煤集團分別持股49%和51%的比例成立合資舉辦權公司和合資管理公司。而根據重組協議，訂約方同意京煤集團、合資管理公司及京煤醫院須比照原有IOT協議有關內容簽訂新的OT協議，並按此由合資管理公司向京煤醫院提供醫院管理服務並收取管理費收益；原IOT協議已追溯至2019年12月31日終止，及相關新的OT協議已追溯自2020年1月1日起生效。

Unconsolidated Hospitals	非併表醫院	2021H1	2020H1	Year-on-Year Change	
		2021年 上半年	2020年 上半年	同比變化	
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	Percentage 百分比
<b>Revenue from medical business</b>	<b>醫療業務收入</b>	<b>1,914,703</b>	1,173,525	741,178	63.2%
Hospital management services fees	醫院管理服務費	<b>29,899</b>	20,980	8,919	42.5%
Third-party supply chain service fees	第三方供應鏈服務費	<b>81,149</b>	31,459	49,690	158.0%
GPO gross profit	GPO毛利	<b>56,581</b>	4,371	52,210	1,194.5%
<b>Profit contribution</b>	<b>利潤貢獻合計</b>	<b>167,629</b>	56,810	110,819	195.1%
Operating expenses and other profit or loss	運營費用及其他損益	<b>(12,884)</b>	(8,971)	(3,913)	43.6%
<b>Segment results</b>	<b>分部業績</b>	<b>154,745</b>	47,839	106,906	223.5%
<b>Segment profit margin</b>	<b>分部利潤率</b>	<b>8.1%</b>	4.1%	4.0ppt	

### Segment Results – IOT/OT Hospitals

The IOT/OT hospital segment recorded respective decrease in medical business revenue and results of 34.2% and 52.9% year-on-year due to the reclassification of Jing Mei Hospital to the category of unconsolidated hospitals segment.

### 分部業績 – IOT/OT醫院

IOT/OT醫院分部於報告期內的醫療業務收入和分部業績分別錄得同比下降34.2%和52.9%，主要因京煤醫院被列入公司的非併表醫院分部。

IOT/OT hospitals	IOT/OT醫院	2021H1	2020H1	Year-on-Year Change	
		2021年 上半年	2020年 上半年	同比變化	
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	Percentage 百分比
<b>Revenue from medical business</b>	<b>醫療業務收入</b>	<b>723,559</b>	1,100,238	(376,679)	-34.2%
Hospital management services fees	醫院管理服務費	<b>19,396</b>	36,608	(17,212)	-47.0%
Third-party supply chain service fees	第三方供應鏈服務費	<b>19,756</b>	50,729	(30,973)	-61.1%
GPO gross profit	GPO毛利	<b>31,319</b>	47,512	(16,193)	-34.1%
<b>Profit contribution</b>	<b>利潤貢獻合計</b>	<b>70,471</b>	134,849	(64,378)	-47.7%
Operating expenses and other profit or loss	運營費用及其他損益	<b>(21,100)</b>	(29,969)	8,869	-29.6%
<b>Segment results</b>	<b>分部業績</b>	<b>49,371</b>	104,880	(55,509)	-52.9%
<b>Segment profit margin</b>	<b>分部利潤率</b>	<b>6.8%</b>	9.5%	-2.7ppt	

## Management Discussion and Analysis

### 管理層討論與分析

#### Segment Results — Other derived businesses

During the Reporting Period, the segment results of the other derived businesses of the Group was approximately RMB2.75 million. The decrease in the result of this segment as compared with the corresponding period in the prior year was mainly due to the increase in costs of project development and operation.

#### Headquarters operating expenses

During the Reporting Period, the total operating expenses of the headquarters amounted to approximately RMB61 million (the same period of 2020: approximately RMB40 million), accounting for 32.5% of the total administrative expenses of the Group (the corresponding period of 2020: 38.0%). Due to the impact of the epidemic in the first half of 2020, the operational activities of the headquarters have been reduced, and during the same period, our labor costs have also been reduced in response to the temporary social security relief policy in China. The relevant expenses during the Reporting Period have already resumed to normal level.

#### Other profit or loss

During the Reporting Period, other profit or loss of the Group totaled approximately RMB14 million (the corresponding period of 2020: approximately RMB29 million), which mainly included the income from bank financial products, and the change in the fair value of shares of UMP Healthcare Holdings as held by the Group and the exchange gains and losses.

#### Finance costs

During the Reporting Period, the finance cost of the Group amounted to approximately RMB5.9 million (among which the unallocated finance costs amounted to approximately RMB4.7 million) (the corresponding period of 2020: approximately RMB9.3 million). The decrease in the finance costs was in line with the decrease in interest rate of our loans.

#### Income tax expense

During the Reporting Period, the Group's income tax expenses amounted to approximately RMB65 million (the same period in 2020: approximately RMB46 million). The effective income tax rate of the Group's recurring business was 24.0% (the same period in 2020: 29.4%).

#### Net profit

The Group recorded a net profit of RMB205 million, representing a year-on-year increase of 86.3%.

#### 分部業績 — 其他衍生業務

報告期內本集團之其他衍生業務分部利潤約為人民幣275.2萬元。該分部的利潤較去年同期錄得下調主要是由於相關項目拓展及營運的費用增加所致。

#### 總部運營費用

報告期內，總部運營費用合計約人民幣6,100萬元（2020年同期：約人民幣4,000萬元），佔本集團全部行政費用總數的32.5%（2020年同期：38.0%）。2020年上半年由於受疫情影響故總部運營活動有所減少，而且該段時間因應國家的臨時社保減免政策亦令人工成本有所降低；而報告期內有關費用已恢復到一般水平。

#### 其他損益

報告期內，本集團之其他損益合計約人民幣1,400萬元（2020年同期：約人民幣2,900萬元），主要包含銀行理財產品收益、本集團所持之聯合醫務集團股票其公允價值之變動及匯兌損益。

#### 財務費用

報告期內，本集團之財務費用合計約為人民幣590萬元，當中未分配的財務費用合計約人民幣470萬元（2020年同期：約人民幣930萬元），有關費用下調主要是由於銀行貸款利率下降所致。

#### 所得稅費用

報告期內，本集團之所得稅費用約為人民幣6,500萬元（2020年同期：約人民幣4,600萬元），本集團經常性業務的有效所得稅稅率為24.0%（2020年同期：29.4%）。

#### 淨利潤

本集團於報告期內錄得淨利潤人民幣2.05億元，同比增加86.3%。

## SIGNIFICANT INVESTMENTS, ACQUISITIONS AND DISPOSALS, INVESTMENTS IN JOINT VENTURE(S) AND ASSOCIATE(S), AND SUBSEQUENT PLANS FOR MATERIAL CAPITAL INVESTMENTS

### Investment in UMP Healthcare Holdings

UMP Healthcare Holdings, listed on the Main Board of The Stock Exchange (stock code: 722.HK), is mainly engaged in providing healthcare solutions and service in Hong Kong. Details of investment in UMP Healthcare Holdings have been disclosed in the Company's annual reports in prior years. Pursuant to the relevant accounting standards, the Company has categorised the investment in UMP Healthcare Holdings as financial assets at fair value through profit or loss. As at June 30, 2021, the fair value of the investment in UMP Healthcare Holdings was approximately RMB71 million.

### Investments in Associates — JR Renkang & JR Holdings

On June 28, 2020, the Group entered into a restructuring agreement on the establishment of two associates with Jing Mei Group, pursuant to which Beijing Jing Run Renkang Hospital Management Co., Ltd. (“**JR Renkang**”) and Beijing Jing Run Renkang Holdings Co., Ltd. (“**JR Holdings**”) were established and held by the Group and Jing Mei Group as to 49% and 51%, respectively. Upon establishment, JR Renkang and JR Holdings became associates of the Group. Pursuant to the abovementioned agreement, JR Holdings has become the sponsor of the Jing Mei Hospital Group and JR Renkang has been providing hospital management services to the Jing Mei Hospital Group. During the Reporting Period, the Group made the agreed capital contribution in respect of the arrangement of the increase in capital of JR Holdings. Please refer to note 12 to the consolidated financial statements for the Reporting Period in this report and the announcement of the Company dated June 28, 2020 for further details.

重大投資、收購和出售，於合資公司及聯營公司的投資，以及後續主要資本性投資計劃

### 對聯合醫務集團的投資

聯合醫務集團為在聯交所主板上市的公司（股份代號：722.HK），致力於在香港提供醫療護理方案和服務。關於聯合醫務集團的投資細節已在本公司此前的年度報告中披露。根據適用的會計準則，本公司對聯合醫務集團投資獲劃分為以公允價值計量且其變動計入損益的金融資產。於2021年6月30日，對聯合醫務集團所持股權的公允價值約為人民幣7,100萬元。

### 於聯營公司 — 京潤仁康及京潤控股之投資

於2020年6月28日，本集團與京煤集團就成立兩間聯營公司訂立一份重組協議，雙方據此成立了北京京潤仁康醫院管理有限公司（「**京潤仁康**」）及北京京潤仁康控股有限公司（「**京潤控股**」），並由本集團及京煤集團分別持有49%及51%。成立後，京潤仁康及京潤控股成為本集團之聯營公司。根據上述協議之相關安排，京潤控股已成為京煤醫院集團之舉辦人，京潤仁康則向京煤醫院集團提供醫院管理服務；而報告期內，本集團亦已完成對京潤控股的相關增資安排。請參閱本報告所載之報告期綜合財務報表附註12及本公司日期為2020年6月28日之公告以了解進一步詳情。

## Management Discussion and Analysis

### 管理層討論與分析

#### Acquisition of Huaiyin Hospital

On March 28, 2021, JH Management Company Limited (a wholly-owned subsidiary of the Company, as the buyer) entered into a share purchase agreement and conditionally agreed to acquire and the sellers conditionally agreed to dispose of approximately 99.19% shareholding interest in the target company (which is indirectly holding 80% equity interest in Huaiyin Hospital) at a consideration of approximately RMB880 million. The abovementioned acquisition has been completed on June 17, 2021 and Huaiyin Hospital has become a subsidiary of the Company since then. Please refer to the section headed “Business Review — Acquisition of Huaiyin Hospital” to this report and the announcement of the Company dated March 28, 2021 for further details.

#### Future Plans for Material Investment or Capital Assets

As at the date of this report, there are currently no concrete plans to acquire any material investment or capital assets other than those conducted in the Group’s ordinary course of business.

#### OUTLOOK

During the second half of 2021, we will continue to focus on our core business in the provision of medical services, whilst continue to strengthen our advantageous specialties and cultivate six discipline clusters covering cardiovascular, encephalopathy, orthopedics, rehabilitation, gastroenterology and oncology and to build our brand name in these disciplines. We shall also optimize patient services and provide good patient experiences by improving our service system. We also aim at shaping benchmarks in the healthcare industry, promoting our brand name and introducing a standardised service system that can be easily duplicated in our member hospitals. In respect of the hospital operation, we shall improve our quality control and management system, and strengthen our safety management; on the other hand, we shall continue to improve operating efficiency and reduce the operating costs. Through merger and acquisitions and by expanding our existing hospitals, we shall maintain the “major specialties and strong general practice” strategy to develop leading hospitals in different regions in China.

#### 併購淮陰醫院

於2021年3月28日，江華管理有限公司（本公司之全資附屬公司，及作為買方）訂立一份股份購買協議並有條件同意收購目標公司（彼間接持有淮陰醫院80%股權）99.19%的股權，代價為約人民幣8.8億元。上述收購已於2021年6月17日完成，而淮陰醫院自該日期成為本公司之附屬公司。請參閱本報告之「業務回顧 — 併購淮陰醫院」章節及本公司日期為2021年3月28日之公告以了解進一步詳情。

#### 未來重大投資或資本資產計劃

於本報告日期並無實際計劃收購任何重大投資或資本資產，惟循本集團日常業務進行者除外。

#### 未來展望

2021年下半年，我們將繼續堅持以醫療服務為主業，加強學科建設，佈局優勢專科，聚焦心血管、腦病、骨科、康復、消化和腫瘤等優勢專科，建設六大學科集群，打造華潤醫療優勢學科品牌。我們亦將持續優化患者服務，完善患者服務體系，創造良好患者體驗，塑造行業標桿，形成易於推廣的標準化服務體系，樹立醫療服務品牌。在醫院運營方面，我們將形成品質控制與管理方面的完善體系，加強品質安全管理，對醫療服務的品質安全管理進行全流程管控；另一方面，還將持續深化醫院運營管理體系，提升運營效率，降低運營成本，提高服務效率。本集團擇機獲取優質醫療資產，存量醫院視機擴張床位規模，建設具有專科特色、地區領先的「強專科、大綜合」醫院。

## FINANCIAL REVIEW

### Liquidity and Financing

We adopt a prudent treasury management policy to maintain a solid and healthy financial position. The Group funds its operations principally from cash generated from its operations and bank facilities. Its cash requirements relate primarily to operating activities, business expansion, repayment of liabilities as they become due, capital expenditures, interest and dividend payments.

As at June 30, 2021, the Group's consolidated bank balances and cash, time deposits and bank financial products amounted to approximately RMB2.49 billion in total (December 31, 2020: approximately RMB3.09 billion) which were primarily denominated in RMB.

As at June 30, 2021, the Group has obtained offshore revolving term loan facility of HK\$3.8 billion (or its equivalent in U.S. dollar or Renminbi). Among which, HK\$3 billion of the facilities is with no fixed term until further notice by the corresponding bank, whilst the remaining HK\$800 million is of the term of one year which shall be automatically renewed if the relevant bank does not notify otherwise. As at June 30, 2021, the Group had interest-bearing bank borrowings of approximately US\$139 million and HK\$923 million (equivalent to approximately RMB1.664 billion) (December 31, 2020: approximately HK\$799 million and RMB12 million (equivalent to approximately RMB684 million)), and unutilized bank facilities of approximately HK\$1.801 billion (equivalent to approximately RMB1.498 billion). As at June 30, 2021, the Group's offshore bank borrowings carried interests at floating rates, and all of them would be due within one year. As at June 30, 2021, the Group's amounts payable to the sponsored hospitals of the Group amounted to approximately RMB217 million (December 31, 2020: approximately RMB218 million).

As at June 30, 2021, on the basis of interest-bearing liabilities (excluding payables to hospitals sponsored by the Group and lease liabilities) divided by total assets, the Group's gearing ratio was 16.3% (December 31, 2020: 7.6%). In addition, the carrying value of each of our wealth management products as at December 31, 2020 did not exceed 5% of the Group's total asset value.

### 財務回顧

#### 資金及融資

我們採取審慎財務管理政策以維持健全財務狀況。本集團主要透過營運產生之資金及銀行授信為營運提供資金。本集團現金需求主要與經營活動、業務拓展、償還到期負債、資本支出、利息及股息派付有關。

於2021年6月30日，本集團綜合銀行結餘及現金、定期存款及銀行理財產品合計約人民幣24.9億元（2020年12月31日：約人民幣30.9億元），其主要以人民幣計值。

於2021年6月30日，本集團於境外獲銀行提供的循環貸款授信總額度為港幣38億元（或等值美元／人民幣）；當中港幣30億元額度其直至相關銀行另行通知為止為無固定期限，其餘港幣8億元額度為一年期及如相關銀行無另行通知則自動續期。於2021年6月30日，本集團擁有計息銀行貸款約為1.39億美元及9.23億港元（約合人民幣16.64億元）（2020年12月31日：約7.99億港元及人民幣1,200萬元（約合人民幣6.84億元）），未使用銀行授信額度約為18.01億港元（約合人民幣14.98億元）。於2021年6月30日，本集團之境外銀行貸款按浮動利率計息，將於一年內到期。於2021年6月30日，本集團應付本集團舉辦權醫院款項約為人民幣2.17億元（2020年12月31日：約人民幣2.18億元）。

於2021年6月30日，按有息負債（不含應付本集團舉辦之醫院款項以及租賃負債）除以總資產的基準計算，本集團的槓桿比率為16.3%（2020年12月31日：7.6%）。另外，於2021年6月30日，我們每項理財產品的賬面價值均不超過本集團總資產價值的5%。



## Management Discussion and Analysis

### 管理層討論與分析

#### Exposure to Fluctuation in Exchange Rates, the Interest Rate Risk and Other Risks

The Group undertakes certain operating transactions in foreign currencies, which exposes the Group to foreign currency risk, mainly pertaining to the risk of fluctuations in the Hong Kong dollar and U.S. dollar against RMB.

The Group has not used any derivative contracts to hedge against its exposure to currency risk. The management manages the currency risk by closely monitoring the movement of the foreign currency rates and considers hedging against significant foreign exchange exposure should such need arise.

We are also exposed to risk of talent shortage, so we have been taking an active approach to attract, train and retain sufficient qualified doctors, management personnel and other medical staff members, otherwise the business of hospitals affiliated to the Group would be affected to a certain extent. Please refer to the paragraph headed “Management Discussion and Analysis — Employees and Remuneration Policy” for those measures mentioned above.

We also recognise that our relationship with patients and partners is key to the resilient development of the Group. We strive to provide qualified services and medical staffs with extensive experiences to our patients. By leveraging on sophisticated medical skills and equipment, we try our best to cater to our patients’ needs for medical treatments. We also cooperate with our partners to achieve the sustainable development of our business.

#### Contingent Liabilities

As at June 30, 2021, the Group did not have any contingent liabilities or guarantees that would have a material impact on the financial position or operations of the Group.

#### Pledge of Assets

As of June 30, 2021, the Group did not have any material pledge of assets.

#### 匯率波動風險、利率風險及其他風險

本集團以外幣訂立若干營運交易協議，主要涉及港元和美元兌人民幣的匯率波動風險，本集團因此面臨外匯風險。

本集團未使用任何衍生合約對沖貨幣風險。管理層透過密切監控外匯率變動來管理貨幣風險，若出現相關需求，管理層亦考慮對重大外匯風險進行對沖。

我們亦面對人才風險，故一直積極採取相應措施以吸引、培訓及挽留足夠的合資格醫生、管理人員和其他義務人員，否則我們下屬的醫院業務將受到一定的影響。上述措施詳見本報告「管理層討論與分析 — 僱員及薪酬政策」段落。

我們亦深知與病人及合作夥伴的關係是本集團業務穩健發展的關鍵。我們致力為病人提供優質服務，為病人配備經驗豐富的醫護人員，運用成熟的醫療技術和設備，盡力滿足病人的醫療需要。我們亦與合作夥伴協力同心，以實現我們業務的可持續發展。

#### 或有負債

於2021年6月30日，本集團並無擁有任何會對本集團財務狀況或營運產生重大影響的或有負債或擔保。

#### 資產抵押

於2021年6月30日，本集團無任何重大資產抵押。

## Employees and Remuneration Policy

As of June 30, 2021, the Group had a total of 6,097 full-time employees (December 31, 2020: 4,903 employees). The increase in the number of staff was mainly due to the completion of the acquisition of Huaiyin Hospital. For the six months ended June 30, 2021, the staff costs (including Directors' remuneration in the form of salaries and other benefits) was approximately RMB471 million (2020H1: RMB205 million).

The Group ensured that the remuneration packages of employees remain competitive and the remuneration level of its employees was determined on the basis of performance with reference to the profitability of the Group, industry remuneration standards and market conditions within the general framework of the Group's remuneration system.

The Group has also adopted the Share Option Scheme and the Share Award Scheme so as to provide incentives or rewards to eligible participants for their contribution or potential contribution to the Company and/or any of its subsidiaries.

## Contractual Obligations

As at June 30, 2021, the Group did not have any significant contractual obligations that would have a material effect on the financial position or operations of the Group.

## Financial Instruments

The Group's major financial instruments include trade receivables, amounts due from related parties, receivables from IOT Hospitals, loan to a sponsored hospital, other receivables, financial assets at fair value through profit or loss, other financial assets at amortised cost (All of them are fixed deposits in nature, and certain of their deposit periods are longer than 1 year), cash and bank balances, trade payables, amount due to related parties, payables to hospitals sponsored by the Group, other payables and borrowings. The risks associated with these financial instruments include market risk, credit risk and liquidity risk. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

## Interim Dividend

The Board did not recommend the payment of any interim dividend for the six months ended June 30, 2021 (six months ended June 30, 2020: nil).

## 僱員及薪酬政策

於2021年6月30日，本集團合共擁有6,097名全職僱員（2020年12月31日：4,903名僱員）。員工的人數增主要是由於完成對淮陰醫院的併購所致。於截至2021年6月30日止六個月，僱員成本（包括薪金及其他福利形式的董事薪酬）約為人民幣4.71億元（2020年上半年：人民幣2.05億元）。

本集團確保僱員薪酬福利方案具維持競爭力，僱員的薪酬水平乃經參考本集團盈利能力、同行同業薪酬水平及市場環境後於本集團的一般薪酬制度架構內按工作表現釐定。

本集團亦已採納購股權計劃及股份獎勵計劃以向合資格參與者就其為本公司及／或其任何附屬公司作出的貢獻或可能作出的貢獻提供獎勵或回報。

## 合同義務

於2021年6月30日，本集團概無任何重大合同義務會對本集團的財務狀況或營運造成重大影響。

## 金融工具

本集團的主要金融工具包括應收貿易款項、應收關聯方款項、應收IOT醫院款項、向一間本集團舉辦之醫院提供的貸款、其他應收款項、以公允價值計量且其變動計入損益的金融資產、其他按攤銷成本計量的金融資產（性質上全數為定期存款，當中部分存款期長於1年）、現金及銀行結餘、應付貿易款項、應付關聯方款項、應付本集團舉辦之醫院款項、其他應付款項及借款。與該等金融工具相關的風險包括市場風險、信用風險及流動性風險。管理層管理及監察該等風險，以確保及時採取有效措施。

## 中期股息

董事會不建議派付截至2021年6月30日止六個月的中期股息（截至2020年6月30日止六個月：無）。

# Corporate Governance Highlights

## 企業管治摘要

### Compliance with the CG Code

The Company confirms that it has complied with all material code provisions of the CG Code contained in Appendix 14 to the Listing Rules during the Reporting Period.

The Board will review the corporate governance structure and practices from time to time and shall make necessary arrangements when the Board considers appropriate.

### Model Code for Securities Transactions by Directors

The Company has adopted the Model Code as its own code of conduct for dealing in securities of the Company by the Directors. Having made specific enquiry with all Directors, the Company confirmed that all Directors complied with the Model Code throughout the period under review. Senior management, executives and staff who, because of their offices in the Company, are likely to possess inside information of the Company have also been requested to comply with the provisions of the Model Code and the Company confirmed that there was no incident of non-compliance of the Model Code by such employees throughout the Reporting Period.

### Review of Interim Results

The Audit Committee has reviewed the unaudited consolidated interim results of the Group for the period under review and considered that they were prepared in compliance with the relevant accounting standards, the Listing Rules and the applicable legal requirements, and that the Company has made appropriate disclosure thereof.

In addition, the unaudited consolidated interim results of the Group for the period under review have been reviewed by the external auditors of the Company.

### Risk Management and Internal Control

The risk management and internal control systems have been designed to protect the assets of the Group, to ensure the proper maintenance of accounting records, and to ensure the compliance with the relevant laws and regulations.

### 遵守企業管治守則

本公司確認，於報告期內其已遵守上市規則附錄14所載之企業管治守則之所有重大守則條文。

董事會將不時審閱企業管治架構及常規，並於其認為適當時作出必要安排。

### 董事進行證券交易的標準守則

本公司已採納標準守則作為董事買賣本公司證券的行為守則。經對所有董事作出具體查詢後，本公司確認所有董事於整段回顧期間均遵守標準守則。基於高級管理層、高級行政人員及高級職員於本公司的職務，彼等可能擁有本公司的內部資料，亦須遵守標準守則的條文，且本公司確認，並無該等僱員於整段報告期內未有遵守標準守則的事件。

### 審閱中期業績

審核委員會已審閱本集團回顧期間之未經審核綜合中期業績，並認為該等中期業績已根據有關會計準則、上市規則及適用法律規定編製，且本公司已作出適當披露。

另外，本集團回顧期間之未經審核綜合中期業績已經本公司外聘核數師審閱。

### 風險管理及內部監控

風險管理及內部監控制度的制訂旨在保障本集團資產、確保妥為存置會計記錄及確保遵守有關法律法規。

The Board has overall responsibility for maintaining a sound and effective risk management and internal control systems of the Group in general which includes a clearly defined management structure with limits of authority, and is designed to ensure the proper application of accounting standards, the provision of reliable financial information for internal use and publication, and to secure compliance with the relevant laws and regulations. Such systems are developed to provide reasonable, but not absolute assurance against material misstatement or omission and to manage, but not fully eliminate, the risks of operational systems failure and the risks of the Group's failure in meeting the standards. The Board will review the risk management and internal control systems on an on-going basis.

During the six months ended June 30, 2021, the Board has performed a review on the efficiency of the Group's risk management and internal control systems on different aspects of the Group such as financial, operation, compliance and risk management, and has also assessed the accounting and financial reporting functions of the Group, estimated the resources and budgets for training programmes and reviewed the qualifications and experience of staff members.

The Board considers that the current risk management and internal control systems cover the existing businesses of the Group, and will continue to be optimized in line with the business development of the Group.

In particular, the Board will devote efforts in complying with the Listing Rules, ensuring compliance with the relevant laws and regulation and safeguarding the interests of the Shareholders as a whole.

### Changes in Directors' Information

Changes in Directors' information since the date of the 2020 annual report of the Company which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules are set out below:

- (1) Mr. WU Ting Yuk, Anthony has tendered his resignation as the Chairman of the Board, and remains as an independent non-executive Director due to his other engagements in business, and Mr. SONG Qing, the executive Director, is re-designated to the Chairman of the Board with effect from April 23, 2021;

董事會負整體責任維持本集團整體的良好有效風險管理及內部監控制度，當中包括設有權力限制的明確管理架構，旨在確保妥為應用會計準則以及提供可靠財務資料作內部使用及刊發用途，並確保符合相關法律法規。該制度的建立是杜絕重大錯誤陳述或遺漏提供合理而非絕對保證，並管理而非全面消除營運系統故障的風險，以及本集團未能符合標準的風險。董事會將持續檢討風險管理及內部監控制度。

截至2021年6月30日止六個月，董事會已就財務、營運、合規及風險管理等本集團不同範疇對本集團風險管理及內部監控制度的效率進行檢討，亦已評估本集團會計及財務報告職能、估計培訓課程的資源及預算，並核證員工的資格及經驗。

董事會認為，目前的風險管理及內部監控制度已涵蓋本集團現有業務，並將持續根據本集團的業務發展完善。

尤其是在遵守上市規則、遵守相關法律及法規、維護整體股東權益方面，董事會將會做出努力。

### 董事資料變更

自本公司2020年年報日期以來，根據《上市規則》第13.51B(1)條所須披露之本公司董事資料的變更載列如下：

- (1) 胡定旭先生因彼之個人工作的其他安排而辭任本公司董事長職務，並留任本公司獨立非執行董事職務，而執行董事宋清先生獲委任為本公司董事長，自2021年4月23日起生效；

## Corporate Governance Highlights

### 企業管治摘要

- (2) Mr. CHENG Libing has been appointed as the vice chairman of CR Healthcare Group with effect from June 1, 2021.

CR Healthcare, as one of the primary healthcare platform of the China Resources Group, is specialised in the investment and operations management in the healthcare industry. CR Healthcare is committed to the long-term development of China's medical and healthcare services, actively participates in China's medical system reform, and has proactively explores and involves in the investment, operation and management of hospitals and healthcare industries in the PRC. In addition to being the single largest Shareholder of the Company, CR Healthcare also operates and manages a number of medical institutions in certain provinces of China including Liaoning, Jiangxi, Yunnan and Guangdong and Guangxi, etc.;

- (3) Mr. LEE Kar Chung Felix has been appointed as the independent director of Asymchem Laboratories (Tianjin) Company Limited (which is listed on the Shenzhen Stock Exchange, stock code: 002821.SZ) with effect from June 1, 2021;

- (4) Mr. WU Ting Yuk, Anthony has been appointed as the independent non-executive director of Sing Tao News Corporation Limited (which is listed on the main board of the Stock Exchange, stock code: 1105.HK) with effect from June 3, 2021;

- (5) The basic salary (before taxation) of Mr. CHENG Libing, Ms. REN Yuan and Ms. FU Yanjun have been respectively adjusted to RMB143,800, RMB101,000 and RMB73,800 per month with effect from June 8, 2021;

- (6) The annual director fee of all the independent non-executive directors of the Company have been adjusted to HK\$300,000 (before taxation) with effect from August 1, 2021; and

- (7) Mr. WANG Yan has resigned, with effect from August 25, 2021, as a non-executive Director and a member of the Audit Committee due to other work arrangement. Mr. SHAN Baojie has been appointed as a non-executive Director and a member of the Audit Committee with effect from the even date.

- (2) 成立兵先生獲委任為華潤健康集團之副董事長，自2021年6月1日起生效。

華潤健康專業從事健康產業的投資和運營管理，是華潤集團重點打造的健康服務產業平台。華潤健康致力於中國醫療衛生事業及健康事業的長遠發展，積極參與中國醫療體制改革，在醫院及健康產業的投資、運營管理方面做出了積極的探索與實踐。除作為本公司之第一大股東外，華潤健康亦於遼寧、江西、雲南和兩廣等地運營、管理多家醫療機構；

- (3) 李家聰先生獲委任為凱萊英醫藥集團(天津)股份有限公司(該公司於深圳證券交易所上市，股票代號：002821.SZ)之獨立董事，自2021年6月1日起生效；

- (4) 胡定旭先生獲委任為星島新聞集團有限公司(該公司聯交所主板上市，股票代號：1105.HK)之獨立非執行董事，自2021年6月3日起生效；

- (5) 成立兵先生、任遠女士及付燕珺女士之基本月薪(稅前)已分別調整為人民幣143,800元、人民幣101,000元及人民幣73,800元，並自2021年6月8日起生效；

- (6) 本公司全體獨立非執行董事之年度袍金已統一調整為港幣30萬元(稅前)，自2021年8月1日起生效；及

- (7) 王彥先生因其他工作安排，不再出任非執行董事及審核委員會委員職務，自2021年8月25日起生效。單寶杰先生則獲委任為本公司非執行董事及審核委員會委員並自同日起生效。

### Sponsorship Rights, Service Contracts and Goodwill

Pursuant to IAS 38, an intangible asset shall be regarded by the entity as having an indefinite useful life when, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the entity.

The Group has considered the following factors and concluded that the Group has the ability to renew the service contracts of Xukuang Hospital Group, Huaibei City Mental Health Center and 999 Brain Hospital (“**Service Contracts**”, and each of the hospitals, the “**Sponsored Hospital**”) through the sponsorship rights, and it is appropriate to classify the sponsorship rights and service contracts as the intangible assets of the Group of infinite useful life:

1. The sponsors of the Sponsored Hospitals are subsidiaries of the Group;
2. The rights and obligations of the sponsors as stipulated in the articles of associations of each Sponsored Hospitals include, among others, (i) access to the operation status and financial reports of the Sponsored Hospitals, (ii) recommending members to the executive committee which is the highest authority of the Sponsored Hospitals; and
3. According to the articles of association of Xukuang Hospital Group, 999 Brain Hospital and also Wugang Hospital, their respective executive committee comprises three members recommended by the sponsor, one member elected by the employees and one member who is the chairman of the labor union of the relevant hospital. Executive committee has the absolute right in renewal of the Service Contracts with the relevant resolution to be approved by simple majority vote of the executive committee.

### 舉辦權、服務合同及商譽

根據國際會計準則第38號，經對所有相關因素進行分析後，如就該資產為實體產生淨現金流入之期間沒有可以預計的期限，則視該無形資產對實體而言具有無限長的使用期。

本集團已考慮下列因素，並總結得出本集團將能夠透過舉辦權重續徐礦醫院集團、淮北市精神（心理）衛生中心及三九腦科醫院的服務合同（「服務合同」，而各醫院為「**相關舉辦權醫院**」），且將舉辦權及服務合同分類為本集團之具有無限使用年期的無形資產乃屬恰當：

1. 相關舉辦權醫院的舉辦人為本集團的附屬公司；
2. 各相關舉辦權醫院的章程細則訂明舉辦人的權利及義務，其中包括(i)取得相關舉辦權醫院經營狀況及財務報告；(ii)推薦執行委員會成員，而執行委員會為相關舉辦權醫院的最高權力機關；及
3. 根據徐礦醫院集團及腦科醫院以及武鋼醫院的章程細則，彼等各自的執行委員包括3名由舉辦人推薦的成員、1名由僱員選出的成員及1名擔任相關醫院工會主席的成員。執行委員會可全權以執行委員會大多數表決批准的相關決議案重續服務合同。

## Other Information

### 其他資料

Management of the Company performed impairment reviews of sponsorship rights, service contracts and goodwill annually or more frequently if events or changes in circumstances indicated a potential impairment. The recoverable amounts of the abovementioned sponsorship rights, service contracts and goodwill were determined based on the fair value under income approach less costs of disposal. These calculations required the use of estimates and professional judgements, and management of the Company involved an external valuer in these calculations. Based on the management's assessment, no impairment was required on the abovementioned sponsorship rights and service contracts and goodwill as at June 30, 2021.

### Yan Hua IOT Agreement Dispute

On January 21, 2019, the Company received a letter from Yan Hua Phoenix and Yan Hua Hospital to unilaterally terminate the Yan Hua IOT Agreement with effect from January 21, 2019. On April 17, 2019, the Group has submitted the civil claim statement against Yan Hua Phoenix and Yan Hua Hospital in relation to the Yan Hua IOT Agreement dispute to Beijing Second Intermediate People's Court on the even date to seek the court's ruling that the unilateral termination of Yan Hua IOT Agreement by Yan Hua Phoenix and Yan Hua Hospital on January 21, 2019 shall be void and that Yan Hua Phoenix and Yan Hua Hospital should be liable for damages for breach of the Yan Hua IOT Agreement. On December 18, 2019, the Beijing Second Intermediate People's Court handed down the civil judgment ([2019] Jing 02 Minchu No.304) and the major details are as follows: (1) the unilateral termination of Yan Hua IOT Agreement by Yan Hua Phoenix and Yan Hua Hospital is declared to be void and that the parties shall continue to perform its obligations under the Yan Hua IOT Agreement; (2) the amount of RMB14,400,000, being the damages for breach of the Yan Hua IOT Agreement, is to be paid by Yan Hua Phoenix to CR Hospital Management & Consulting; (3) other reliefs sought by CR Hospital Management & Consulting shall be dismissed; and (4) other counterclaims of Yan Hua Phoenix and Yan Hua Hospital shall be dismissed. Pursuant to the laws of the PRC, the Judgment is still not effective. Yan Hua Phoenix and Yan Hua Hospital have filed appeal in January 2020 to Beijing Higher People's Court, the court hearing was held on October 26, 2020 and the judgement is yet to be announced.

本公司管理層對舉辦權、服務合同及商譽進行減值審查，一般而言每年進行，如有任何事件或情況變化可能導致潛在的減值則有關的審查會更頻繁地進行。上述舉辦權、服務合同及商譽的可收回金額乃據使用收益法下釐定的公允價值減去出售成本計算而得。鑒於有關的計算需要預估和專業判斷，本公司管理層聘請外部估值師進行相關計算。根據管理層判定，截至2021年6月30日上述舉辦權、服務合同及商譽無需計提減值。

### 燕化IOT協議爭議

於2019年1月21日，本公司收到燕化鳳凰及燕化醫院之信函通知其自2019年1月21日起單方面終止燕化IOT協議。本集團已於2019年4月17日就燕化IOT協議爭議向北京市第二中級人民法院遞交民事起訴狀起訴燕化鳳凰及燕化醫院，請求法院判定燕化鳳凰及燕化醫院2019年1月21日單方面解除燕化IOT協議的行為無效，以及燕化鳳凰及燕化醫院須支付其因違反燕化IOT協議所造成的違約損失。於2019年12月18日，北京市第二中級人民法院作出(民事判決書[2019]京02民初第304號)民事判決，主要內容如下：(1)宣告燕化鳳凰及燕化醫院單方面對《燕化IOT協議》作出的終止為無效，及雙方應繼續履行《燕化IOT協議》項下的義務；(2)由燕化鳳凰向華潤醫院管理諮詢公司支付金額為人民幣14,400,000元的因違反《燕化IOT協議》引起的損害賠償；(3)駁回華潤醫院管理諮詢尋求的其他賠償；及(4)駁回燕化鳳凰和燕化醫院的反訴。根據中華人民共和國法律，判決仍未生效。燕化鳳凰和燕化醫院已於2020年1月向北京高級人民法院提起上訴，並已於2020年10月26日開庭，惟尚未頒佈判決。

The Company will use its best endeavours and will take all appropriate actions to protect the interests of the Company and the Shareholders.

Please refer to the announcements published by the Company on January 15, 2019, January 21, 2019 and April 17, 2019 for more details.

### Share Option Scheme

The Group has adopted a Share Option Scheme (pursuant to a resolution passed by the Shareholders on September 30, 2013) so as to provide incentives or rewards to eligible participants for their contribution or potential contribution to the Company and/or any of its subsidiaries.

During the Reporting Period, no share option was granted, exercised, cancelled or lapsed and there was no outstanding share option under the Share Option Scheme.

### Share Award Scheme

The Company has adopted the Share Award Scheme as a means to recognise the contribution of and provide incentives for the key management personnel including Directors and senior management, employed experts and core employees of the Group. The Share Award Scheme shall be valid and effective for a period of 10 years commencing from July 7, 2014 (the “**Adoption Date**”) on which the Board adopted the Share Award Scheme and is administrated by the Board and the trustee of the Share Award Scheme. The Board resolved on May 25, 2015 to make amendments to the terms of the Share Award Scheme and the corresponding scheme rules, having retrospective effect from the Adoption Date.

The Board also resolved on August 31, 2018 to make further amendments to the terms of the Share Award Scheme to the effect that the maximum number of the Award Shares, which have been and to be awarded by the Board throughout the duration of the Scheme, to be revised to 5% of the total number of issued Shares of the Company as at the date of the abovementioned Board resolution and the maximum number of the Award Shares to each of the Selected Participants to be revised to 1% of the total number of issued Shares as at the date of the abovementioned Board resolution.

本公司將會盡最大努力採取所有適當行動以保障本公司及股東的利益。

上述事項之詳情請參閱本公司於2019年1月15日、2019年1月21日及2019年4月17日刊發之公告。

### 購股權計劃

本集團根據股東於2013年9月30日通過的一項決議案採納購股權計劃以向合資格參與者就其為本公司及／或其任何附屬公司作出的貢獻或可能作出的貢獻提供獎勵或回報。

報告期內概無購股權已授出、行使、取消或失效，以及概無根據購股權計劃尚未行使的購股權。

### 股份獎勵計劃

本公司已採納股份獎勵計劃作為嘉許本集團主要管理人員(包括董事及高級管理層)、僱用專家及核心僱員所作出的貢獻及為彼等提供獎勵的方式。股份獎勵計劃自2014年7月7日(「**採納日期**」)，即董事會採納股份獎勵計劃之日期起計10年期間有效及生效，並由董事會及股份獎勵計劃的受託人管理。董事會於2015年5月25日議決修訂股份獎勵計劃之條款及相關之計劃規則，自採納日期起追溯生效。

董事會亦於2018年8月31日議決進一步修訂股份獎勵計劃之條款，經修訂後，董事會於整段計劃期間授出的獎勵股份總數上限重訂為本公司於董事會議決當天已發行股份總數的5%，且向各獲選參與者授出獎勵股份的總數上限重訂為本公司於董事會議決當天已發行股份總數的1%。



## Other Information

### 其他資料

The Board will implement the Share Award Scheme in accordance with the scheme rules of Share Award Scheme. The Company shall comply with the relevant Listing Rules when granting the Award Shares.

Since the Adoption Date of Share Award Scheme and up to June 30, 2021, an aggregate of 32,212,216 Award Shares were granted pursuant to the Share Award Scheme subject to certain vesting criteria and conditions.

### Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company or its Associated Corporations

As at June 30, 2021, the interests/short positions of the Directors and the chief executives of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO); or (b) to be entered into the register required to be kept by the Company pursuant to Section 352 of the SFO; or (c) as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (i.e. the Model Code) set out in Appendix 10 to the Listing Rules were as follows:

董事會將根據股份獎勵計劃之規則實施該計劃。本公司於授出獎勵股份時應遵守相關上市規則。

自股份獎勵計劃的採納日期起並截至2021年6月30日，根據股份獎勵計劃合共授出32,212,216股獎勵股份，惟須受若干歸屬標準及條件所限。

### 董事及最高行政人員於本公司或其相聯法團股份、相關股份及債券之權益及淡倉

截至2021年6月30日，本公司董事及最高行政人員於本公司或其相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債權證中擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所（包括彼等根據證券及期貨條例之該等條文被視為或被當作擁有的權益或淡倉）；或(b)須列入由本公司按證券及期貨條例第352條存置之登記冊內；或(c)根據上市規則附錄十所載上市發行人董事進行證券交易的標準守則（即標準守則）須知會本公司及聯交所之任何權益／淡倉如下：

Interests/short positions in Shares of the Company 於本公司股份的權益／淡倉

Name of Director 董事姓名	Capacity/ Nature of interest 身份／權益性質	Long position/ short position 好倉／淡倉	Number of ordinary shares (Note) 普通股股份數目 (附註)	Approximate percentage of shareholding 持股概約百分比 %
WU Ting Yuk, Anthony 胡定旭	Beneficial owner 實益擁有人	Long position 好倉	1,000,000	0.08
SONG Qing 宋清	Beneficial owner 實益擁有人	Long position 好倉	400,000	0.03
CHENG Libing 成立兵	Beneficial owner 實益擁有人	Long position 好倉	1,774,746	0.14
REN Yuan 任遠	Beneficial owner 實益擁有人	Long position 好倉	300,000	0.02
FU Yanjun 付燕珺	Beneficial owner 實益擁有人	Long position 好倉	659,540	0.05

Note: This includes also the long positions of the Award Shares, which have been declared to be granted by the Company to the corresponding Directors on August 31, 2018 and part of the declared Award Shares have been vested.

註：當中包括本公司於2018年8月31日宣告授予相關董事之獎勵股份所產生的好倉，而部份獎勵股份已授出。

Save as disclosed above, as at June 30, 2021, so far as it is known to the Directors or chief executives of the Company, none of the Directors or chief executives of the Company had any interests/short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO); or (b) to be entered into the register required to be kept by the Company pursuant to section 352 of the SFO; or (c) as otherwise to be notified to the Company and the Stock Exchange pursuant to the Model Code.

除上述披露者外，於2021年6月30日，據本公司董事或最高行政人員所知，概無本公司董事或最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債券中擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所（包括彼等根據證券及期貨條例之該等條文被視為或被當作擁有的權益或淡倉）；或(b)須列入由本公司按證券及期貨條例第352條存置之登記冊內；或(c)根據標準守則須知會本公司及聯交所之任何權益／淡倉。

## Other Information

### 其他資料

## Interests of Substantial Shareholders and Other Persons in Shares and Underlying Shares

As at June 30, 2021, the following persons (other than the Directors and chief executives of the Company) had or were deemed or taken to have an interest and/ or short position in the shares or the underlying shares which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO and as recorded in the register required to be kept by the Company under section 336 of the SFO, or who was, directly or indirectly, interested in 5% or more of the issued Shares of the Company.

## 主要股東及其他人士於股份及相關股份之權益

於2021年6月30日，以下人士（不包括本公司董事及主要行政人員）於股份或相關股份中擁有或被視為或被當作擁有根據證券及期貨條例第XV部第2及3分部之條文須予披露及記錄於本公司根據證券及期貨條例第336條規定存置之登記冊內之權益及／或淡倉，或直接或間接擁有本公司已發行股份中5%或以上的權益。

Name of Shareholder 股東名稱	Capacity/Nature of interest 身份／權益性質	Number of Shares held 持有股份數目	Approximate percentage of shareholding 持股概約百分比 %
China Resources Company Limited 中國華潤有限公司	Interest of a controlled corporation 受控法團權益	474,319,516(L) <sup>(1)</sup>	36.58
Mitsui UFJ Financial Group, Inc. 三菱日聯金融集團	Interest of a controlled corporation 受控法團權益	87,745,000(L) <sup>(2)</sup>	6.77

L: Long position

L: 好倉

Notes:

附註：

- (1) (a) 463,681,516 of these shares are directly held by CRH (Medical) Limited. CRH (Medical) Limited is wholly owned by China Resources Healthcare Group Limited. China Resources Healthcare Group Limited is wholly owned by CRH (Healthcare) Limited. CRH (Healthcare) Limited is wholly owned by China Resources (Holdings) Company Limited. China Resources (Holdings) Company Limited is wholly owned by CRC Bluesky Limited. CRC Bluesky Limited is wholly owned by China Resources Inc. China Resources Inc. is wholly owned by China Resources Company Limited; and (b) 10,638,000 of these shares are directly held by Commotra Company Limited which is wholly owned by China Resources (Holdings) Company Limited.
- (2) Mitsubishi UFJ Financial Group, Inc. is the sole shareholder of Mitsubishi UFJ Trust and Banking Corporation whilst the latter is directly holding the entire shareholding interest in Carol Australia Holdings Pty Limited. Carol Australia Holdings Pty Limited (via its wholly-owned subsidiary First State Investment Managers (Asia) Limited) held the entire interest in First State Investments (Hong Kong) Limited and the latter directly held 87,745,000 Shares (representing 6.77% of the issued shares of the Company).

- (1) (a) 其中該等463,681,516股股份由華潤集團(醫療)有限公司直接持有。華潤集團(醫療)有限公司由華潤健康集團有限公司全資擁有。華潤健康集團有限公司由華潤集團(健康)有限公司全資擁有。華潤集團(健康)有限公司由華潤(集團)有限公司全資擁有。華潤(集團)有限公司由CRC Bluesky Limited全資擁有。CRC Bluesky Limited由華潤股份有限公司全資擁有。華潤股份有限公司由中國華潤有限公司全資擁有；及(b)其中該等10,638,000股股份由合貿有限公司直接持有，而合貿有限公司由華潤(集團)有限公司全資擁有。
- (2) 三菱日聯金融集團為三菱日聯信託銀行的唯一股東，而後者則直接持有Carol Australia Holdings Pty Limited全數股權。Carol Australia Holdings Pty Limited(透過其全資附屬公司First State Investment Managers (Asia) Limited)持有First State Investments (Hong Kong) Limited全數權益，而後者則直接持有87,745,000股股份(佔本公司已發行股份數目的6.77%)。

Save as disclosed above, as at June 30, 2021, the Directors have not been notified by any person (other than the Directors or chief executives of the Company) who had interests or short position in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

### Purchase, Sale or Redemption of the Company's Listed Securities

For the six months ended June 30, 2021, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

### Sufficiency of the Public Float

Based on the information publicly available and to the best knowledge, information and belief of the Directors, the Directors confirm that the Company had maintained a sufficient public float as required under the Listing Rules throughout the six months ended June 30, 2021.

On behalf of the Board

**CHENG Libing**

*Executive Director and Chief Executive Officer*

Beijing, August 25, 2021

除上述披露者外，於2021年6月30日，董事並無知悉任何人士（不包括本公司董事或最高行政人員）於本公司股份或相關股份中擁有記載於本公司根據證券及期貨條例第336條須存置之登記冊內的權益或淡倉。

### 購買、出售或贖回本公司上市證券

截至2021年6月30日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### 足夠的公眾持股量

根據公開可獲得的資料及據董事所深知、盡悉及確信，董事確認，本公司於截至2021年6月30日止六個月一直維持上市規則規定之足夠的公眾持股量。

代表董事會

*執行董事及總裁*

**成立兵**

北京，2021年8月25日

# Independent Review Report

## 獨立審閱報告



### To the board of directors of China Resources Medical Holdings Company Limited

*(Incorporated in the Cayman Islands with limited liability)*

### Introduction

We have reviewed the interim financial information set on pages 30 to 76, which comprises the condensed consolidated statement of financial position of China Resources Medical Holdings Company Limited (the “Company”) and its subsidiaries (the “Group”) as at 30 June 2021 and the related condensed consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the six-month period then ended, and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and International Accounting Standard 34 *Interim Financial Reporting* (“IAS 34”) issued by the International Accounting Standards Board. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with IAS 34. Our responsibility is to express a conclusion on this interim financial information based on our review. Our report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

### 致華潤醫療控股有限公司董事會

*(於開曼群島註冊成立的有限公司)*

### 緒言

吾等已審閱載於第30頁至第76頁之華潤醫療控股有限公司(「貴公司」)及其附屬公司(統稱「貴集團」)之中期財務資料，此等中期財務資料包括於2021年6月30日之簡明綜合財務狀況報表及截至該日止六個月期間之相關簡明綜合損益報表、簡明綜合全面收益報表、簡明綜合權益變動報表及簡明綜合現金流量報表，以及其他說明附註。香港聯合交易所有限公司證券上市規則要求按照上市規則的相關條文及國際會計準則理事會頒佈之國際會計準則第34號《中期財務報告》(「國際會計準則第34號」)就中期財務資料編製報告。貴公司董事負責根據國際會計準則第34號編製及呈列本中期財務資料。吾等責任為根據審閱之結果，對本中期財務資料作出結論，並根據協定之聘用條款僅向閣下(作為整體)作出報告，除此之外本報告並無其他用途。吾等概不就本報告之內容對任何其他人士負責或承擔任何責任。

## Scope of Review

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

## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with IAS 34.

### Ernst & Young

*Certified Public Accountants*  
27/F, One Taikoo Place  
979 King's Road  
Quarry Bay, Hong Kong

25 August 2021

## 審閱範圍

吾等已按照香港會計師公會頒佈之香港審閱工作準則第2410號實體的獨立核數師對中期財務資料的審閱進行審閱工作。中期財務資料審閱工作主要包括向負責財務和會計事務的人員作出查詢，及進行分析性和其他審閱程序。審閱的範圍遠小於根據香港審計準則進行審計的範圍，故不能令吾等保證吾等將知悉在審計中可能被發現的所有重大事項。因此，吾等不會發表審計意見。

## 結論

按照吾等的審閱，吾等並無發現有任何事項導致吾等相信中期財務資料在各重大方面未有按照國際會計準則第34號編製。

### 安永會計師事務所

執業會計師  
香港鰂魚涌  
英皇道979號  
太古坊一座27樓

2021年8月25日

# Interim Condensed Consolidated Statement of Profit or Loss

## 中期簡明綜合損益報表

For the six months ended June 30, 2021 截至2021年6月30日止六個月

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
	Notes 附註		
<b>REVENUE</b>	收益	4	<b>1,772,123</b>
Cost of sales	銷售成本		<b>(1,377,549)</b>
Gross profit	毛利		<b>394,574</b>
Other income	其他收入	5	<b>54,697</b>
Other gains and losses, net	其他收益及虧損淨額	6	<b>(19,776)</b>
Selling and distribution expenses	銷售及分銷費用		<b>(8,145)</b>
Administrative expenses	行政費用		<b>(188,692)</b>
Reversal of impairment losses/ (impairment losses) on financial assets, net	金融資產減值虧損撥回/ (減值虧損)淨額		<b>796</b>
Other expenses	其他費用		<b>(1,148)</b>
Finance costs	財務費用		<b>(5,878)</b>
Share of profits and losses of:	應佔利潤及虧損：		
A joint venture	一間合營公司		<b>630</b>
Associates	聯營公司		<b>43,084</b>
<b>PROFIT BEFORE TAX</b>	稅前利潤	7	<b>270,142</b>
Income tax expense	所得稅費用	8	<b>(64,817)</b>
<b>PROFIT FOR THE PERIOD</b>	期內利潤		<b>205,325</b>
Attributable to:	應佔：		
Owners of the parent	母公司擁有人		<b>199,315</b>
Non-controlling interests	非控股權益		<b>6,010</b>
			<b>205,325</b>
<b>EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT</b>	母公司普通股權益持有人 應佔每股盈利	10	
Basic (RMB yuan)	基本(人民幣元)		<b>0.16</b>
Diluted (RMB yuan)	攤薄(人民幣元)		<b>0.16</b>

# Interim Condensed Consolidated Statement of Comprehensive Income

## 中期簡明綜合全面收益報表

For the six months ended June 30, 2021 截至2021年6月30日止六個月

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>期內利潤和全面收入總額</b>	<b>205,325</b>	110,220
Attributable to:	應佔：		
Owners of the parent	母公司擁有人	<b>199,315</b>	107,753
Non-controlling interests	非控股權益	<b>6,010</b>	2,467
		<b>205,325</b>	110,220



# Interim Condensed Consolidated Statement of Financial Position

## 中期簡明綜合財務狀況報表

June 30, 2021 2021年6月30日

			30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
		Notes 附註		
<b>NON-CURRENT ASSETS</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	11	<b>1,318,619</b>	805,149
Right-of-use assets	使用權資產		<b>269,231</b>	240,483
Goodwill	商譽		<b>1,721,211</b>	1,471,868
Other intangible assets	其他無形資產		<b>1,342,346</b>	1,345,623
Investment in a joint venture	於一間合營公司之投資		<b>514,730</b>	514,100
Investments in associates	於聯營公司之投資	12	<b>922,760</b>	41,397
Receivables from invest-operate-transfer ("IOT") hospitals	來自投資—營運—移交(IOT)醫院之應收款項		<b>79,442</b>	77,214
Loan to a sponsored hospital	向一間舉辦權醫院提供的貸款		<b>52,368</b>	51,197
Financial assets at fair value through profit or loss ("FVTPL")	以公允價值計量且其變動計入損益(以「公允價值計量且其變動計入損益」)的金融資產	13	<b>71,040</b>	92,718
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產		<b>151,602</b>	100,095
Deferred tax assets	遞延稅項資產		<b>188</b>	188
Other non-current assets	其他非流動資產		<b>76,269</b>	76,269
<b>Total non-current assets</b>	<b>非流動資產總額</b>		<b>6,519,806</b>	4,816,301
<b>CURRENT ASSETS</b>	<b>流動資產</b>			
Inventories	存貨		<b>145,749</b>	142,035
Trade and bills receivables	應收貿易款項及應收票據	14	<b>843,324</b>	618,103
Contract assets	合約資產		<b>21,500</b>	19,840
Prepayments, deposits and other receivables	預付款項、保證金及其他應收款項	15	<b>413,518</b>	372,395
Due from related parties	應收關聯方款項	19	<b>47,727</b>	5,472
Financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產	13	<b>324,058</b>	105,296
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產		<b>523,878</b>	164,927
Pledged deposits	已抵押存款		<b>32</b>	17,454
Cash and cash equivalents	現金及現金等價物		<b>1,486,920</b>	2,701,370
<b>Total current assets</b>	<b>流動資產總額</b>		<b>3,806,706</b>	4,146,892
<b>CURRENT LIABILITIES</b>	<b>流動負債</b>			
Trade and bills payables	應付貿易款項及應付票據	16	<b>552,158</b>	564,125
Other payables and accruals	其他應付款項及應計費用		<b>582,759</b>	577,102
Due to related parties	應付關聯方款項	19	<b>144,129</b>	97,751
Payables to hospitals sponsored by the Group (the "Sponsored Hospitals")	應付本集團舉辦之醫院(「舉辦權醫院」)款項		<b>217,361</b>	217,717
Interest-bearing bank and other borrowings	計息銀行及其他借款		<b>1,684,401</b>	684,301
Lease liabilities	租賃負債		<b>17,090</b>	19,398
Tax payable	應繳稅金		<b>41,027</b>	46,792
Deferred income	遞延收入		<b>817</b>	—
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>3,239,742</b>	2,207,186
<b>NET CURRENT ASSETS</b>	<b>流動資產淨值</b>		<b>566,964</b>	1,939,706
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>總資產減流動負債</b>		<b>7,086,770</b>	6,756,007



## Interim Condensed Consolidated Statement of Financial Position

### 中期簡明綜合財務狀況報表

June 30, 2021 2021年6月30日

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
	Notes 附註		
<b>NON-CURRENT LIABILITIES</b>	<b>非流動負債</b>		
Lease liabilities	租賃負債	<b>44,569</b>	46,775
Retirement benefit obligations	退休福利責任	<b>45,963</b>	47,323
Deferred tax liabilities	遞延稅項負債	<b>372,382</b>	317,615
Provision	撥備	<b>272</b>	3,840
Deferred income	遞延收入	<b>2,996</b>	—
Total non-current liabilities	非流動負債總額	<b>466,182</b>	415,553
Net assets	資產淨值	<b>6,620,588</b>	6,340,454
<b>EQUITY</b>	<b>權益</b>		
<b>Equity attributable to owners of the parent</b>	<b>母公司擁有人應佔權益</b>		
Share capital	股本	<b>267</b>	267
Reserves	儲備	<b>6,219,585</b>	6,105,189
		<b>6,219,852</b>	6,105,456
Non-controlling interests	非控股權益	<b>400,736</b>	234,998
Total equity	總權益	<b>6,620,588</b>	6,340,454

**Cheng Libing**

成立兵

Director

董事

**Ren Yuan**

任遠

Director

董事

# Interim Condensed Consolidated Statement of Changes in Equity

## 中期簡明綜合權益變動報表

For the six months ended June 30, 2021 截至2021年6月30日止六個月

		Attributable to owners of the parent 母公司擁有人應佔										
	Share capital 股本	Share premium account 股份溢價賬	Capital reserve 資本公積	Statutory surplus reserve 法定盈餘公積	Treasury share reserve 庫存股份儲備	Share-based payment reserve 股份付款儲備	Exchange fluctuation reserve 匯兌波動儲備	Actuarial changes reserve 精算變動儲備	Retained profits 保留利潤	Total 總計	Non-controlling interests 非控股權益	Total 總計
Notes	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
At 1 January 2021	267	5,877,796	(342,090)	188,432	(282,765)	20,663	567	(21,833)	664,419	6,105,456	234,998	6,340,454
Profit and total comprehensive income for the period	-	-	-	-	-	-	-	-	199,315	199,315	6,010	205,325
Acquisition of subsidiaries	-	-	-	-	-	-	-	-	-	-	161,242	161,242
Acquisition of non-controlling interests	-	-	497	-	-	-	-	-	-	497	(1,519)	(1,022)
Equity-settled share-based payment arrangement	-	-	-	-	-	5,660	-	-	-	5,660	5	5,665
Final 2020 dividend	-	(91,076)	-	-	-	-	-	-	-	(91,076)	-	(91,076)
At 30 June 2021 (unaudited)	267	5,786,720*	(341,593)*	188,432*	(282,765)*	26,323*	567*	(21,833)*	863,734**	6,219,852	400,736	6,620,588

\* These reserve accounts comprise the consolidated reserves of RMB6,219,585,000 (31 December 2020: RMB6,105,189,000) in the interim condensed consolidated statement of financial position as at 30 June 2021. 該等儲備賬包括於2021年6月30日中期簡明綜合財務狀況報表內人民幣6,219,585,000元(2020年12月31日:人民幣6,105,189,000元)的綜合儲備。

# Included in the balance as at 30 June 2021 was accumulated profits of the Group's consolidated not-for-profit hospitals of RMB25,592,000 (31 December 2020: RMB9,548,000). 於2021年6月30日該項餘額包括本集團併表非營利醫院之累計利潤人民幣25,592,000元(2020年12月31日:人民幣9,548,000元)。

# Interim Condensed Consolidated Statement of Changes in Equity

## 中期簡明綜合權益變動報表

For the six months ended June 30, 2021 截至2021年6月30日止六個月

		Attributable to owners of the parent 母公司擁有人應佔										
	Share capital	Share premium account	Capital reserve	Statutory surplus reserve	Treasury share reserve	Share-based payment reserve	Exchange fluctuation reserve	Actuarial changes reserve	Retained profits	Total	Non-controlling interests	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2020	267	5,992,888	(341,682)	158,091	(283,145)	9,677	567	(17,592)	384,629	5,903,700	236,475	6,140,175
Profit and total comprehensive income for the period	—	—	—	—	—	—	—	—	107,753	107,753	2,467	110,220
Acquisition/consolidation of subsidiaries	—	—	—	—	—	—	—	—	—	—	81,993	81,993
Capital contribution by a non-controlling shareholder	—	—	—	—	—	—	—	—	—	—	980	980
Equity-settled share-based payment arrangement	—	—	—	—	—	6,278	—	—	—	6,278	92	6,370
Final 2019 dividend	—	(115,092)	—	—	—	—	—	—	—	(115,092)	—	(115,092)
Dividends paid to non-controlling shareholders	—	—	—	—	—	—	—	—	—	—	(687)	(687)
At 30 June 2020 (unaudited)	267	5,877,796	(341,682)	158,091	(283,145)	15,955	567	(17,592)	492,382	5,902,639	321,320	6,223,959

於2020年1月1日

期內利潤及全面收入總額

收購/合併附屬公司

非控股股東注資

按權益結算以股份付款

2019年末期股息

支付予非控股股東

之股息

於2020年6月30日

(未經審核)

# Interim Condensed Consolidated Statement of Cash Flows

## 中期簡明綜合現金流量報表

For the six months ended June 30, 2021 截至2021年6月30日止六個月

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
	Note 附註		
Net cash flows from operating activities	經營活動所得現金流量淨額	<b>127,408</b>	225,113
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>	<b>投資活動所得現金流量</b>		
Investment income on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產投資收入	<b>7,294</b>	18,510
Dividend received from a financial asset at FVTPL	自以公允價值計量且其變動計入損益的金融資產收取之股息	<b>2,795</b>	2,618
Purchases of items of property, plant and equipment	購買物業、廠房及設備項目	<b>(74,329)</b>	(17,349)
Proceeds from disposal of items of property, plant and equipment	處置物業、廠房及設備項目所得款項	<b>2,075</b>	747
Receipt of government grant for property, plant and equipment	收到的與物業、廠房及設備相關的政府補助款項	<b>4,085</b>	—
Purchases of financial assets at FVTPL	購買以公允價值計量且其變動計入損益的金融資產	<b>(1,565,000)</b>	(4,738,265)
Proceeds from disposal of financial assets at FVTPL	處置以公允價值計量且其變動計入損益的金融資產所得款項	<b>1,517,904</b>	3,783,456
Purchases of other financial assets at amortised cost	購買其他按攤銷成本計量的金融資產	<b>(420,000)</b>	(44,407)
Proceeds from disposal of other financial assets at amortised cost	處置其他按攤銷成本計量的金融資產所得款項	<b>16,936</b>	48,411
Repayment from IOT hospitals	來自IOT醫院之還款	<b>2,387</b>	4,553
Investment in an associate	於一間聯營公司之投資	<b>(869,117)</b>	—
Acquisition of non-controlling interests	收購非控股權益	<b>(1,022)</b>	—
Acquisition of subsidiaries	收購附屬公司	<b>(841,452)</b>	117,216
Settlement of consideration for the acquisition of a subsidiary	收購附屬公司的對價結算	<b>(17,306)</b>	—
Decrease in pledged deposits	已抵押存款減少	<b>17,422</b>	—
Others	其他	—	(8,090)
Net cash flows used in investing activities	投資活動所用現金流量淨額	<b>(2,217,328)</b>	(832,600)



## Interim Condensed Consolidated Statement of Cash Flows

### 中期簡明綜合現金流量報表

For the six months ended June 30, 2021 截至2021年6月30日止六個月

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
	Note 附註		
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>	<b>融資活動所得現金流量</b>		
Repayment to the Sponsored Hospitals	向舉辦權醫院還款	(724)	—
New bank borrowings	新銀行借款	2,968,812	132,590
Repayment of bank borrowings	銀行借款的還款	(1,983,130)	—
Principal portion of lease payments	租賃付款的本金部分	(5,847)	(1,140)
Capital contributions by non- controlling shareholders	非控股股東注資	—	980
Dividend paid	已付股息	(91,076)	(115,092)
Dividends paid to non-controlling shareholders	支付予非控股股東之股息	—	(687)
Interest paid	已付利息	(8,193)	(9,287)
Others	其他	—	295
Net cash flows from financing activities	融資活動所得現金流量 淨額	879,842	7,659
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>	<b>現金及現金等價物 減少淨額</b>	<b>(1,210,078)</b>	<b>(599,828)</b>
Cash and cash equivalents at beginning of period	期初現金及現金等價物	2,701,370	2,006,220
Effect of foreign exchange rate changes, net	匯率變動影響淨額	(4,372)	1,211
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	<b>期末現金及現金等價物</b>	<b>1,486,920</b>	<b>1,407,603</b>

# Notes to Interim Condensed Consolidated Financial Information

## 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

### 1. CORPORATE INFORMATION

China Resources Medical Holdings Company Limited (the “Company”) is a limited liability company incorporated in the Cayman Islands. The address of the registered office of the Company is 4th Floor, Harbour Place, 103 South Church Street, PO Box 10240, Grand Cayman KY1-1002, Cayman Islands. The principal place of business of the Company in Mainland China is located at 14/F, Kunlun Centre Office Building No. 5, Courtyard No. 9, Fuyi Street, Fengtai District, Beijing, the People’s Republic of China (the “PRC”).

During the period, the Company and its subsidiaries (collectively referred to as the “Group”) were mainly engaged in the provision of general healthcare services, hospital management services, group purchasing organisation (“GPO”) business and other hospital-derived services in Mainland China.

### 1. 公司資料

華潤醫療控股有限公司(「本公司」)於開曼群島註冊成立為有限責任公司。本公司註冊辦事處地址為4th Floor, Harbour Place, 103 South Church Street, PO Box 10240, Grand Cayman KY1-1002, Cayman Islands。本公司在中國內地的主要營業地點位於中華人民共和國(「中國」)北京市豐台區福宜街9號院5號昆侖中心寫字樓14樓。

報告期間，本公司及其附屬公司(統稱「本集團」)主要從事於中國內地提供綜合醫療服務、提供醫院管理服務、集團採購組織(「GPO」)業務以及其他醫院衍生服務。



## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 2.1 BASIS OF PREPARATION

The interim condensed consolidated financial information of the Group for the six months ended 30 June 2021 has been prepared in accordance with International Accounting Standard (“IAS”) 34 *Interim Financial Reporting* issued by the International Accounting Standards Board.

The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual consolidated financial statements for the year ended 31 December 2020.

The interim condensed consolidated financial information has been prepared under the historical cost convention, except for financial assets at FVTPL which have been measured at fair value. The financial information is presented in Renminbi (“RMB”) and all values are rounded to the nearest thousand, except when otherwise indicated.

## 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2020, except for the adoption of the following revised International Financial Reporting Standards (“IFRSs”) for the first time for the current period’s financial information.

Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16

*Interest Rate Benchmark Reform — Phase 2*

Amendment to IFRS 16

*Covid-19-Related Rent Concessions beyond 30 June 2021* (early adopted)

## 2.1 編製基準

本集團截至2021年6月30日止六個月的中期簡明綜合財務資料乃根據國際會計準則理事會（「國際會計準則理事會」）頒佈的國際會計準則（「國際會計準則」）第34號中期財務報告編製。

中期簡明綜合財務資料並不包括年度財務報表所規定的所有資料及披露，並應與本集團截至2020年12月31日止年度的年度綜合財務報表一併閱讀。

中期簡明綜合財務資料已根據歷史成本慣例編製，惟以公允價值計量且其變動計入損益的金融資產按公允價值計量除外。該財務資料乃以人民幣（「人民幣」）呈列，且除另有說明者外，所有金額進位至最接近的千元人民幣。

## 2.2 會計政策變動及披露

編製中期簡明綜合財務資料所用的會計政策與編製本集團截至2020年12月31日止年度的年度綜合財務報表所依循者貫徹一致，惟就目前期間之財務資料首次採納之以下經修訂國際財務報告準則（「國際財務報告準則」）除外。

國際財務報告準則第9號、國際會計準則第39號、國際財務報告準則第7號、國際財務報告準則第4號及國際財務報告準則第16號之修訂

*利率基準改革 — 第二階段*

國際財務報告準則第16號之修訂

*2021年6月30日後的新冠病毒相關租金寬減*（提早採納）



## 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

The nature and impact of the revised IFRSs are described below:

- (a) Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 address issues not dealt with in the previous amendments which affect financial reporting when an existing interest rate benchmark is replaced with an alternative risk-free rate ("RFR"). The phase 2 amendments provide a practical expedient to allow the effective interest rate to be updated without adjusting the carrying amount of financial assets and liabilities when accounting for changes in the basis for determining the contractual cash flows of financial assets and liabilities, if the change is a direct consequence of the interest rate benchmark reform and the new basis for determining the contractual cash flows is economically equivalent to the previous basis immediately preceding the change. In addition, the amendments permit changes required by the interest rate benchmark reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued. Any gains or losses that could arise on transition are dealt with through the normal requirements of IFRS 9 to measure and recognise hedge ineffectiveness. The amendments also provide a temporary relief to entities from having to meet the separately identifiable requirement when an RFR is designated as a risk component. The relief allows an entity, upon designation of the hedge, to assume that the separately identifiable requirement is met, provided the entity reasonably expects the RFR risk component to become separately identifiable within the next 24 months. Furthermore, the amendments require an entity to disclose additional information to enable users of financial statements to understand the effect of interest rate benchmark reform on an entity's financial instruments and risk management strategy.

## 2.2 會計政策變動及披露 (續)

經修訂國際財務報告準則之性質及其影響闡述如下：

- (a) 國際財務報告準則第9號、國際會計準則第39號、國際財務報告準則第7號、國際財務報告準則第4號及國際財務報告準則第16號之修訂解決先前修訂中未涉及的問題，當現有利率基準由其他無風險利率（「無風險利率」）取代，該等問題即會影響財務報告。第二階段修訂提供可行權宜方法，在為釐定金融資產及負債的合同現金流的基準變化入賬時，如有關變化是利率基準改革直接引致，而釐定合同現金流的新基準在經濟上等同緊接變動前的先前基準，則可更新實際利率，而無需調整金融資產及負債的賬面值。此外，有關修訂允許就對沖名稱和對沖文件作出利率基準改革要求的變動，而不中斷對沖關係。過渡期間可能產生的任何收益或虧損，均透過國際財務報告準則第9號的正常要求處理，以計量及確認對沖的無效性。有關修訂亦提供暫時性的救濟，使實體在無風險利率指定為風險組成部分的情況下，無須滿足可獨立識別的要求。該救濟容許實體在指定對沖時假設已符合可獨立識別的要求，前提是該實體合理預期無風險利率的風險組成部分在未來24個月內將變為可獨立識別。此外，有關修訂要求實體披露額外資料，以讓財務報表使用者了解利率基準改革對實體的金融工具和風險管理策略的影響。



## 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

The Group had certain interest-bearing bank borrowings denominated in Hong Kong dollars and foreign currencies based on the Hong Kong Interbank Offered Rate and the London Interbank Offered Rate (“LIBOR”) as at 30 June 2021. Since the interest rates of these borrowings were not replaced by RFRs during the period, the amendment did not have any impact on the financial position and performance of the Group. If the interest rates of these borrowings are replaced by RFRs in a future period, the Group will apply this practical expedient upon the modification of these borrowings provided that the “economically equivalent” criterion is met.

- (b) Amendment to IFRS 16 issued in April 2021 extends the availability of the practical expedient for lessees to elect not to apply lease modification accounting for rent concessions arising as a direct consequence of the covid-19 pandemic by 12 months. Accordingly, the practical expedient applies to rent concessions for which any reduction in lease payments affects only payments originally due on or before 30 June 2022, provided the other conditions for applying the practical expedient are met. The amendment is effective retrospectively for annual periods beginning on or after 1 April 2021 with any cumulative effect of initially applying the amendment recognised as an adjustment to the opening balance of retained profits at the beginning of the current accounting period. Earlier application is permitted.

The Group has early adopted the amendment on 1 January 2021. Since the Group did not receive any rent concession from the lessors during the period ended 30 June 2021, the amendment did not have any impact on the financial position and performance of the Group.

## 2.2 會計政策變動及披露 (續)

於2021年6月30日，本集團有若干以港元和外幣計值的計息銀行借款以香港銀行同業拆息和倫敦銀行同業拆息（「倫敦銀行同業拆息」）為基準。由於該等借款的利率於期內未被無風險利率取代，該修訂並無對本集團的財務狀況及表現造成任何影響。若該等借款的利率於未來期間被無風險利率取代，當滿足「經濟上同等」的條件，本集團便會在該等借款修改時應用此可行權宜方法。

- (b) 2021年4月頒佈的國際財務報告準則第16號之修訂擴大了可行權宜方法的適用範圍，讓承租人選擇對由新冠病毒疫情直接產生的租金寬減不應用租賃修改會計法，為期12個月。因此，可行權宜方法適用於租賃付款的任何減幅僅影響原到期日為2022年6月30日或之前付款的租金寬減，但前提是須符合應用該可行權宜方法的其他條件。有關修訂於2021年4月1日或之後開始的年度期間追溯生效，首次應用該修訂的任何累計影響，於當前會計期間開始時確認為保留利潤期初結餘的調整，並允許提早應用。

本集團於2021年1月1日提早應用該修訂。由於本集團於截至2021年6月30日止期間未從出租人收到任何租金寬減，該修訂並無對本集團的財務狀況及表現造成任何影響。

### 3. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their services and has four reportable operating segments as follows:

- (a) Consolidated hospitals — this segment engages in the provision of out-patient and in-patient services;
- (b) Unconsolidated hospitals — this segment engages in the provision of services to the unconsolidated hospitals;
- (c) IOT/operate-transfer (“OT”) hospitals — this segment engages in the provision of services to IOT hospitals and OT hospitals; and
- (d) Others — this segment engages in the provision of services to other kinds of clients.

Management monitors the results of the Group’s operating segments separately for the purpose of facilitating decision-making process of resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss, which is a measurement of adjusted profit/loss before tax. The adjusted profit/loss before tax is measured consistently with the Group’s profit/loss before tax except that fair value gains/losses on financial assets at FVTPL, dividend income on a financial asset at FVTPL, gain on bargain purchase, investment income on financial assets at FVTPL, investment income on other financial assets at amortised cost, unallocated interest and investment income, unallocated impairment losses on financial assets, net, equity-settled share-based payment expense, unallocated finance costs, foreign exchange differences, net, unallocated share of profits and losses of a joint venture and associates as well as other unallocated income, other unallocated administrative expenses, other unallocated expenses and losses are excluded from such measurement.

### 3. 經營分部資料

就管理目的，本集團乃根據服務組成業務單位，並有下列四個可報告經營分部：

- (a) 併表醫院 — 該分部從事提供門診及住院服務；
- (b) 非併表醫院 — 該分部從事向非併表醫院提供服務；
- (c) IOT／營運 — 移交(「OT」)醫院 — 該分部從事向IOT醫院及OT醫院提供服務；及
- (d) 其他 — 該分部從事向其他類別客戶提供服務。

管理層獨立監察本集團經營分部之業績，以便作出有關資源分配之決定及評估表現。分部表現乃根據可報告分部利潤／虧損(乃經調整稅前利潤／虧損之計量基準)評估。經調整稅前利潤／虧損乃與本集團稅前利潤／虧損貫徹計量，惟有關計量並不包括以公允價值計量且其變動計入損益的金融資產公允價值收益／虧損、以公允價值計量且其變動計入損益的金融資產的股息收入、議價收購收益、以公允價值計量且其變動計入損益的金融資產投資收入、其他按攤銷成本計量的金融資產投資收入、未分配利息及投資收入、未分配金融資產減值虧損淨額、按權益結算以股份付款開支、未分配財務費用、匯兌差異淨額、未分配應佔一間合營公司及聯營公司利潤及虧損，以及其他未分配收入、其他未分配行政費用、其他未分配開支及虧損。



### 3. OPERATING SEGMENT INFORMATION (continued)

Segment assets exclude goodwill, financial assets at FVTPL, other financial assets at amortised cost, cash and cash equivalents and pledged deposits and other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude interest-bearing bank borrowings and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

Intersegment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

### 3. 經營分部資料(續)

分部資產不包括商譽、以公允價值計量且其變動計入損益的金融資產、其他按攤銷成本計量的金融資產、現金及現金等價物及已抵押存款、其他未分配總部及企業資產，原因為該等資產乃於集團層面管理。

分部負債不包括計息銀行借款及其他未分配總部及企業負債，原因為該等負債乃於集團層面管理。

分部間銷售及轉讓乃參考按當時現行市場價格向第三方作出銷售所用的售價進行交易。

## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

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### 3. OPERATING SEGMENT INFORMATION (continued)

The following is an analysis of the Group's revenue and results, and assets and liabilities by reportable and operating segments.

#### Segment revenue and results

### 3. 經營分部資料(續)

以下是按可報告和經營分部對本集團的收益和業績以及資產和負債的分析。

#### 分部收益及業績

		Consolidated hospitals 併表醫院 (Unaudited) RMB'000 人民幣千元	Unconsolidated hospitals 非併表醫院 (Unaudited) RMB'000 人民幣千元	IOT/OT hospitals IOT/OT醫院 (Unaudited) RMB'000 人民幣千元	Others 其他 (Unaudited) RMB'000 人民幣千元	Total 總計 (Unaudited) RMB'000 人民幣千元
<b>Six months ended 30 June 2021</b>	<b>截至2021年6月30日止六個月</b>					
External revenue	外部收益					
General healthcare services	綜合醫療服務	1,138,886	—	—	—	1,138,886
Hospital management services	醫院管理服務	—	28,532	19,396	—	47,928
Third-party supply chain service fees	第三方供應鏈服務費	17,146	61,315	19,757	—	98,218
GPO business	GPO業務	—	321,295	153,106	—	474,401
Other hospital-derived services	其他醫院衍生服務	—	—	—	12,690	12,690
Inter-segment revenue	分部間收益					
Hospital management services	醫院管理服務	38,012	—	—	—	38,012
GPO business	GPO業務	120,347	—	—	—	120,347
Other hospital-derived services	其他醫院衍生服務	1,752	—	—	2,237	3,989
Segment revenue	分部收益	1,316,143	411,142	192,259	14,927	1,934,471
Eliminations	抵銷	(160,111)	—	—	(2,237)	(162,348)
<b>Consolidated revenue</b>	<b>綜合收益</b>	<b>1,156,032</b>	<b>411,142</b>	<b>192,259</b>	<b>12,690</b>	<b>1,772,123</b>
Segment cost	分部成本	(952,553)	(277,960)	(133,842)	(13,194)	(1,377,549)
Other income	其他收入	9,632	—	4,615	6,283	20,530
Selling and distribution expenses	銷售及分銷費用	(1,632)	(4,419)	(1,901)	—	(7,952)
Administrative expenses	行政費用	(95,731)	(17,152)	(11,760)	(2,863)	(127,506)
Finance costs	財務費用	(1,144)	—	—	(33)	(1,177)
Reversal of impairment losses on financial assets, net	金融資產減值虧損撥回淨額	1,012	—	—	—	1,012
Other expenses	其他費用	(1,008)	—	—	(131)	(1,139)
Share of profit of a joint venture	應佔一間合營公司利潤	—	630	—	—	630
Share of profits of associates	應佔聯營公司利潤	—	42,504	—	—	42,504

## Notes to Interim Condensed Consolidated Financial Information

## 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 3. OPERATING SEGMENT INFORMATION (continued)

## 3. 經營分部資料(續)

## Segment revenue and results (continued)

## 分部收益及業績(續)

		Consolidated hospitals 併表醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	Unconsolidated hospitals 非併表醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	IOT/OT hospitals IOT/OT醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	Others 其他 (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
Segment results	分部業績	114,608	154,745	49,371	2,752	321,476
Fair value losses on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產公允價值虧損					(21,876)
Dividend income on a financial asset at FVTPL	以公允價值計量且其變動計入損益的金融資產的股息收入					2,795
Investment income on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產投資收入					7,294
Investment income on other financial assets at amortised cost	其他按攤銷成本計量的金融資產投資收入					7,394
Unallocated interest and investment income	未分配利息及投資收入					15,744
Unallocated impairment losses on financial assets, net	未分配金融資產減值虧損淨額					(216)
Equity-settled share-based payment expense	按權益結算以股份付款開支					(5,104)
Unallocated finance costs	未分配財務費用					(4,701)
Foreign exchange differences, net	匯兌差異淨額					2,100
Unallocated share of profit of an associate	未分配應佔一間聯營公司利潤					580
Other unallocated income	其他未分配收入					940
Other unallocated administrative expenses	其他未分配行政費用					(56,275)
Other unallocated expenses	其他未分配開支					(9)
Profit before tax	稅前利潤					270,142

## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

### 3. OPERATING SEGMENT INFORMATION (continued)

#### Segment revenue and results (continued)

### 3. 經營分部資料 (續)

#### 分部收益及業績 (續)

		Consolidated hospitals 併表醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	Unconsolidated hospitals 非併表醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	IOT/OT hospitals IOT/OT醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	Others 其他 (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>Six months ended 30 June 2020</b>	<b>截至2020年6月30日止 六個月</b>					
External revenue	外部收益					
General healthcare services	綜合醫療服務	428,687	—	—	—	428,687
Hospital management services	醫院管理服務	—	20,980	36,608	—	57,588
Third-party supply chain service fees	第三方供應鏈服務費	9,722	31,459	50,729	—	91,910
GPO business	GPO業務	—	43,489	271,288	—	314,777
Other hospital-derived services	其他醫院衍生服務	—	—	—	14,451	14,451
Inter-segment revenue	分部間收益					
Hospital management services	醫院管理服務	14,702	—	—	—	14,702
GPO business	GPO業務	60,971	—	—	—	60,971
Other hospital-derived services	其他醫院衍生服務	796	—	—	1,598	2,394
<b>Segment revenue</b>	<b>分部收益</b>	<b>514,878</b>	<b>95,928</b>	<b>358,625</b>	<b>16,049</b>	<b>985,480</b>
Eliminations	抵銷	(76,469)	—	—	(1,598)	(78,067)
<b>Consolidated revenue</b>	<b>綜合收益</b>	<b>438,409</b>	<b>95,928</b>	<b>358,625</b>	<b>14,451</b>	<b>907,413</b>
Segment cost	分部成本	(374,268)	(40,004)	(241,151)	(6,667)	(662,090)
Other income	其他收入	3,393	—	4,794	2,748	10,935
Other losses	其他虧損	(182)	—	—	—	(182)
Selling and distribution expenses	銷售及分銷費用	(1,030)	(1,692)	(3,350)	—	(6,072)
Administrative expenses	行政費用	(43,141)	(6,393)	(14,038)	(2,888)	(66,460)
Impairment losses on financial assets, net	金融資產減值虧損淨額	(6,622)	—	—	—	(6,622)
Other expenses	其他費用	(290)	—	—	(19)	(309)

## Notes to Interim Condensed Consolidated Financial Information

## 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 3. OPERATING SEGMENT INFORMATION (continued)

## 3. 經營分部資料(續)

## Segment revenue and results (continued)

## 分部收益及業績(續)

		Consolidated hospitals 併表醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	Unconsolidated hospitals 非併表醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	IOT/OT hospitals IOT/OT醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	Others 其他 (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
Segment results	分部業績	16,269	47,839	104,880	7,625	176,613
Fair value gains on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產公允價值收益					2,124
Dividend income on a financial asset at FVTPL	以公允價值計量且其變動計入損益的金融資產的股息收入					2,618
Gain on bargain purchase	議價收購收益					9,428
Investment income on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產投資收入					18,510
Unallocated interest and investment income	未分配利息及投資收入					6,294
Unallocated impairment losses on financial assets, net	未分配金融資產減值虧損淨額					(47)
Equity-settled share-based payment expense	按權益結算以股份付款開支					(3,181)
Finance costs	財務費用					(9,343)
Foreign exchange differences, net	匯兌差異淨額					(10,205)
Share of profit of a joint venture	應佔一間合營公司利潤					409
Share of losses of associates	應佔聯營公司虧損					(5)
Other unallocated income	其他未分配收入					422
Other unallocated administrative expenses	其他未分配行政費用					(37,354)
Other unallocated expenses	其他未分配開支					(92)
Profit before tax	稅前利潤					156,191



## Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

### 3. OPERATING SEGMENT INFORMATION (continued)

#### Segment assets and liabilities

### 3. 經營分部資料(續)

#### 分部資產及負債

		Consolidated hospitals 併表醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	Unconsolidated hospitals 非併表醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	IOT/OT hospitals IOT/OT醫院 (Unaudited) (未經審核) RMB'000 人民幣千元	Others 其他 (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>As at 30 June 2021</b>	<b>於2021年6月30日</b>					
Segment assets	分部資產	<b>2,298,312</b>	<b>3,149,097</b>	<b>474,074</b>	<b>74,886</b>	<b>5,996,369</b>
Goodwill	商譽					<b>1,721,211</b>
Financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產					<b>395,098</b>
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產					<b>675,480</b>
Cash and cash equivalents and pledged deposits	現金及現金等價物及已抵押存款					<b>1,486,952</b>
Corporate and other unallocated assets	企業及其他未分配資產					<b>371,813</b>
Elimination of inter-segment receivables	分部間應收款項抵銷					<b>(320,411)</b>
Total assets	總資產					<b>10,326,512</b>
Segment liabilities	分部負債	<b>1,161,569</b>	<b>226,558</b>	<b>22,887</b>	<b>66,215</b>	<b>1,477,229</b>
Interest-bearing bank borrowings	計息銀行借款					<b>1,663,511</b>
Corporate and other unallocated liabilities	企業及其他未分配負債					<b>885,595</b>
Elimination of inter-segment payables	分部間應付款項抵銷					<b>(320,411)</b>
Total liabilities	總負債					<b>3,705,924</b>

## Notes to Interim Condensed Consolidated Financial Information

## 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 3. OPERATING SEGMENT INFORMATION (continued)

## 3. 經營分部資料(續)

## Segment assets and liabilities (continued)

## 分部資產及負債(續)

		Consolidated hospitals 併表醫院 RMB'000 人民幣千元	Unconsolidated hospitals 非併表醫院 RMB'000 人民幣千元	IOT/OT hospitals IOT/OT醫院 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>As at 31 December 2020</b>	<b>於2020年12月31日</b>					
Segment assets	分部資產	1,507,956	2,026,513	731,302	70,173	4,335,944
Goodwill	商譽					1,471,868
Financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產					198,014
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產					265,022
Cash and cash equivalents and pledged deposits	現金及現金等價物及已抵押存款					2,718,824
Corporate and other unallocated assets	企業及其他未分配資產					270,755
Elimination of inter-segment receivables	分部間應收款項抵銷					(297,234)
<b>Total assets</b>	<b>總資產</b>					<b>8,963,193</b>
Segment liabilities	分部負債	1,025,537	217,659	22,602	71,324	1,337,122
Interest-bearing bank borrowings	計息銀行借款					684,301
Corporate and other unallocated liabilities	企業及其他未分配負債					898,550
Elimination of inter-segment payables	分部間應付款項抵銷					(297,234)
<b>Total liabilities</b>	<b>總負債</b>					<b>2,622,739</b>

## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

#### 4. REVENUE

##### Disaggregated revenue information

For the six months ended 30 June 2021

#### 4. 收益

##### 收益資料明細

截至2021年6月30日止六個月

		General healthcare services	Hospital management services	GPO business	Other hospital-derived services	Elimination	Total
		綜合醫療服務 (Unaudited) (未經審核) RMB'000 人民幣千元	醫院管理服務 (Unaudited) (未經審核) RMB'000 人民幣千元	GPO業務 (Unaudited) (未經審核) RMB'000 人民幣千元	其他醫院 衍生服務 (Unaudited) (未經審核) RMB'000 人民幣千元	抵銷 (Unaudited) (未經審核) RMB'000 人民幣千元	總計 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>Types of goods or services</b>	<b>商品或服務類別</b>						
<b>General healthcare services</b>	<b>綜合醫療服務</b>						
In-patient	住院服務	528,957	—	—	—	—	528,957
Out-patient	門診服務	609,929	—	—	—	—	609,929
		1,138,886	—	—	—	—	1,138,886
<b>Hospital management services</b>	<b>醫院管理服務</b>						
From consolidated hospitals	來自併表醫院	—	38,012	—	—	(38,012)	—
From unconsolidated hospitals	來自非併表醫院	—	28,532	—	—	—	28,532
From IOT hospitals	來自IOT醫院	—	8,394	—	—	—	8,394
From OT hospitals	來自OT醫院	—	11,002	—	—	—	11,002
From third party suppliers (note)	來自第三方供應商(附註)	—	98,218	—	—	—	98,218
		—	184,158	—	—	(38,012)	146,146
<b>GPO business</b>	<b>GPO業務</b>						
From consolidated hospitals	來自併表醫院	—	—	120,347	—	(120,347)	—
From unconsolidated hospitals	來自非併表醫院	—	—	321,295	—	—	321,295
From IOT hospitals	來自IOT醫院	—	—	153,106	—	—	153,106
		—	—	594,748	—	(120,347)	474,401
<b>Other hospital-derived services</b>	<b>其他醫院衍生服務</b>						
		—	—	—	16,679	(3,989)	12,690
<b>Total</b>	<b>合計</b>	<b>1,138,886</b>	<b>184,158</b>	<b>594,748</b>	<b>16,679</b>	<b>(162,348)</b>	<b>1,772,123</b>
<b>Timing of revenue recognition</b>	<b>確認收益的時間</b>						
A point in time	於某個時間點	609,929	—	594,748	16,679	(124,336)	1,097,020
Over time	於一段時間內	528,957	184,158	—	—	(38,012)	675,103
<b>Total</b>	<b>合計</b>	<b>1,138,886</b>	<b>184,158</b>	<b>594,748</b>	<b>16,679</b>	<b>(162,348)</b>	<b>1,772,123</b>

## Notes to Interim Condensed Consolidated Financial Information

## 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 4. REVENUE (continued)

## Disaggregated revenue information

(continued)

For the six months ended 30 June 2020

## 4. 收益 (續)

## 收益資料明細 (續)

截至2020年6月30日止六個月

	General healthcare services	Hospital management services	GPO business	Other hospital-derived services	Elimination	Total	
	綜合醫療服務 (Unaudited) (未經審核) RMB'000 人民幣千元	醫院管理服務 (Unaudited) (未經審核) RMB'000 人民幣千元	GPO業務 (Unaudited) (未經審核) RMB'000 人民幣千元	衍生服務 (Unaudited) (未經審核) RMB'000 人民幣千元	抵銷 (Unaudited) (未經審核) RMB'000 人民幣千元	總計 (Unaudited) (未經審核) RMB'000 人民幣千元	
<b>Types of goods or services</b>	<b>商品或服務類別</b>						
<b>General healthcare services</b>	<b>綜合醫療服務</b>						
In-patient	203,566	—	—	—	—	203,566	
Out-patient	225,121	—	—	—	—	225,121	
	428,687	—	—	—	—	428,687	
<b>Hospital management services</b>	<b>醫院管理服務</b>						
From consolidated hospitals	—	14,702	—	—	(14,702)	—	
From unconsolidated hospitals	—	20,980	—	—	—	20,980	
From IOT hospitals	—	32,009	—	—	—	32,009	
From an OT hospital	—	4,599	—	—	—	4,599	
From third party suppliers (note)	—	91,910	—	—	—	91,910	
	—	164,200	—	—	(14,702)	149,498	
<b>GPO business</b>	<b>GPO業務</b>						
From consolidated hospitals	—	—	60,971	—	(60,971)	—	
From unconsolidated hospitals	—	—	43,489	—	—	43,489	
From IOT hospitals	—	—	271,170	—	—	271,170	
From an OT hospital	—	—	118	—	—	118	
	—	—	375,748	—	(60,971)	314,777	
<b>Other hospital-derived services</b>	<b>其他醫院衍生服務</b>						
	—	—	—	16,845	(2,394)	14,451	
<b>Total</b>	<b>合計</b>	428,687	164,200	375,748	16,845	(78,067)	907,413
<b>Timing of revenue recognition</b>	<b>確認收益的時間</b>						
A point in time	225,121	—	375,748	16,845	(63,365)	554,349	
Over time	203,566	164,200	—	—	(14,702)	353,064	
<b>Total</b>	<b>合計</b>	428,687	164,200	375,748	16,845	(78,067)	907,413

All of the Group's revenue is derived from the PRC.

本集團的所有收益均源於中國。

## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

#### 4. REVENUE (continued)

##### Disaggregated revenue information

(continued)

Note:

The Group entered into agreements with its third party suppliers for the joint development of a regional integrated pharmaceutical and/or medical consumable supply chain management system (the "Supply Chain Joint Development Agreements"). The Group provides supply chain management services to suppliers and recognises relevant revenue based on pre-set formulas set out in the Supply Chain Joint Development Agreements.

#### 5. OTHER INCOME

#### 4. 收益 (續)

##### 收益資料明細 (續)

附註：

本集團與其第三方供應商簽訂區域藥品及/或醫用耗材供應鏈一體化管理體系合作共建協議(「供應鏈共建協議」)。本集團為供應商提供供應鏈管理服務，並按照供應鏈共建協議所載的預定公式確認相關收益。

#### 5. 其他收入

		For the six months ended 30 June	
		截至6月30日止六個月	
		2021	2020
		2021年	2020年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Interest and investment income on:	利息及投資收入：		
Financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產	<b>7,294</b>	18,510
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產	<b>7,394</b>	—
Receivables from IOT hospitals	來自IOT醫院之應收款項	<b>4,615</b>	4,794
Bank deposits	銀行存款	<b>14,573</b>	5,110
Loan to a sponsored hospital	向一間舉辦權醫院提供的貸款	<b>1,171</b>	1,184
Dividend income on a financial asset at FVTPL	以公允價值計量且其變動計入損益的金融資產的股息收入	<b>2,795</b>	2,618
Others	其他	<b>16,855</b>	6,563
		<b>54,697</b>	38,779

## 6. OTHER GAINS AND LOSSES, NET

## 6. 其他收益及虧損淨額

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
Fair value gains/(losses) on financial assets at FVTPL	以公允價值計量且其變動 計入損益的金融資產 公允價值收益/(虧損)	<b>(21,876)</b>	2,124
Gain on bargain purchase	議價收購收益	—	9,428
Foreign exchange differences, net	匯兌差異淨額	<b>2,100</b>	(10,205)
Loss on disposal of items of property, plant and equipment, net	處置物業、廠房及 設備項目之虧損淨額	—	(182)
		<b>(19,776)</b>	1,165

## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

#### 7. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

#### 7. 稅前利潤

本集團的稅前利潤乃經扣除／(計入)以下各項得出：

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
Cost of inventories sold	已售存貨成本	<b>924,993</b>	489,912
Depreciation of property, plant and equipment	物業、廠房及設備折舊	<b>54,546</b>	33,015
Depreciation of right-of-use assets	使用權資產折舊	<b>9,907</b>	6,505
Amortisation of intangible assets (included in cost of sales)	無形資產攤銷 (計入銷售成本)	<b>3,838</b>	8,003
Total depreciation and amortisation	折舊及攤銷總額	<b>68,291</b>	47,523
Impairment/(reversal of impairment) of trade receivables, net	應收貿易款項減值／ (減值撥回)淨額	<b>(803)</b>	6,544
Impairment of financial assets included in prepayments, deposits and other receivables	預付款項、保證金及其他應收款項中包含的金融資產減值	—	125
Impairment of amounts due from related parties	應收關聯方款項減值	<b>7</b>	—

**8. INCOME TAX**

The PRC enterprise income tax has been provided at the rate of 25% (six months ended 30 June 2020: 25%) on the estimated assessable income arising in the PRC during the period. No provision for Hong Kong profits tax has been made as the Group did not generate any assessable profits arising in Hong Kong during the period (six months ended 30 June 2020: Nil).

**8. 所得稅**

期內，在中國產生估計應課稅收入者，均須按稅率25%（截至2020年6月30日止六個月：25%）計提中國企業所得稅撥備。由於本集團於本期內並無在香港產生任何應課稅利潤，因此並無計提香港利得稅撥備（截至2020年6月30日止六個月：無）。

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
Current — Mainland China	即期 — 中國內地	<b>65,061</b>	43,727
Deferred	遞延	<b>(244)</b>	2,244
Total tax charge for the period	期內稅費總額	<b>64,817</b>	45,971



## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 9. DIVIDEND

## 9. 股息

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
Dividend recognised as distribution during the period:	於期內確認為分派之股息：		
Final 2020 — HK8.82 cents (2019: HK10 cents) per ordinary share	2020年末期 — 每股普通股8.82港仙 (2019年：10港仙)	<b>94,054</b>	119,218
Less: Dividend for shares held under the Share Award Scheme	減：根據股份獎勵計劃持有股份的股息	<b>(2,978)</b>	(4,126)
		<b>91,076</b>	115,092

The directors do not recommend the payment of an interim dividend for the six months ended 30 June 2021 (six months ended 30 June 2020: Nil).

董事並不建議就截至2021年6月30日止六個月派付中期股息(截至2020年6月30日止六個月：無)。

## 10. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

## 10. 母公司普通股權益持有人應佔每股盈利

The calculations of the basic and diluted earnings per share are based on:

每股基本及攤薄盈利乃根據以下數據計算得出：

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>Earnings</b>	<b>盈利</b>		
Profit for the period attributable to ordinary equity holders of the parent for the purpose of the basic and diluted earnings per share calculation	用作計算每股基本及攤薄盈利之母公司普通股權益持有人應佔期內利潤	<b>199,315</b>	107,753

## 10. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

(continued)

## 10. 母公司普通股權益持有人應 佔每股盈利(續)

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 '000 千股 (Unaudited) (未經審核)	2020 2020年 '000 千股 (Unaudited) (未經審核)
<b>Shares</b>	<b>股份</b>		
Weighted average number of ordinary shares in issue during the period for the purpose of the basic earnings per share calculation	用作計算每股基本盈利之期內已發行加權平均普通股數目	<b>1,255,952</b>	1,257,582
Effect of dilution — weighted average number of ordinary shares:	加權平均普通股數目攤薄影響：		
Shares awarded under the Share Award Scheme	根據股份獎勵計劃授出之股份	<b>7,117</b>	2,814
Weighted average number of ordinary shares in issue during the period for the purpose of the diluted earnings per share calculation	用作計算每股攤薄盈利之期內已發行加權平均普通股數目	<b>1,263,069</b>	1,260,396

The weighted average number of shares used for the purpose of calculating the basic and diluted earnings per share for the six months ended 30 June 2021 and 2020 has been arrived at after adjusting the effect of shares repurchased and held under the Share Award Scheme.

用於計算截至2021年及2020年6月30日止六個月每股基本及攤薄盈利之加權平均股份數目，乃經調整根據股份獎勵計劃購回及持有股份之影響後計算得出。

## 11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2021, the Group acquired property, plant and equipment with an aggregate cost of RMB79,689,000 (six months ended 30 June 2020: RMB17,895,000), excluding property, plant and equipment acquired through business combinations disclosed in note 17 to the interim condensed consolidated financial information.

## 12. INVESTMENTS IN ASSOCIATES

On 28 June 2020, the Group entered into a restructuring agreement on the establishment of two associates (the “Restructuring Agreement”) with Beijing Jing Mei Group Company Limited (北京京煤集團有限公司) (“Jing Mei Group”), pursuant to which Beijing Jing Run Renkang Hospital Management Co., Ltd. (“JR Renkang”) and Beijing Jing Run Renkang Holdings Co., Ltd. (“JR Holdings”) were established and held by the Group and Jing Mei Group as to 49% and 51%, respectively. Upon establishment, JR Renkang and JR Holdings became associates of the Group. Pursuant to the Restructuring Agreement, the entire interest in Beijing Jing Mei Group General Hospital and its branches and affiliated medical institutions (the “Jing Mei Hospital Group”) would be injected into JR Holdings by Jing Mei Group and JR Renkang would provide hospital management services to the Jing Mei Hospital Group.

On 10 November 2020, the Group entered into an agreement for the increase of capital of JR Holdings with Jing Mei Group, pursuant to which the registered capital of JR Holdings would be increased to RMB1,000,000,000 and the Group committed a capital contribution to JR Holdings in the amount of RMB869,117,000. During the period, the capital contribution of RMB869,117,000 was made to JR Holdings.

## 11. 物業、廠房及設備

截至2021年6月30日止六個月，本集團收購物業、廠房及設備的總成本為人民幣79,689,000元(截至2020年6月30日止六個月：人民幣17,895,000元)，不包括通過中期簡明綜合財務資料附註17中披露的業務合併而獲得的物業、廠房及設備。

## 12. 於聯營公司之投資

於2020年6月28日，本集團與北京京煤集團有限公司(「京煤集團」)就成立兩間聯營公司訂立一份重組協議(「重組協議」)，據此成立北京京潤仁康醫院管理有限公司(「京潤仁康」)及北京京潤仁康控股有限公司(「京潤控股」)，並由本集團及京煤集團分別持有49%及51%。成立後，京潤仁康及京潤控股成為本集團聯營公司。根據重組協議，北京京煤集團總醫院及其分院及附屬醫療機構(「京煤醫院集團」)將由京煤集團注入京潤控股，京潤仁康則向京煤醫院集團提供醫院管理服務。

本集團與京煤集團於2020年11月10日就增資京潤控股訂立協議，據此，京潤控股的註冊資本將增加至人民幣1,000,000,000元，而本集團承諾向京潤控股注資人民幣869,117,000元。於本期，增資款項人民幣869,117,000元已支付予京潤控股。

## 13. FINANCIAL ASSETS AT FVTPL

## 13. 以公允價值計量且其變動計入損益的金融資產

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
Listed equity investment, at fair value (note (i))	上市股本投資，按公允價值（附註(i)）	<b>71,040</b>	92,718
Unlisted investments, at fair value (note (ii))	非上市投資，按公允價值（附註(ii)）	<b>324,058</b>	105,296
		<b>395,098</b>	198,014
Analysed into:	分析為：		
Current portion	流動部分	<b>324,058</b>	105,296
Non-current portion	非流動部分	<b>71,040</b>	92,718
		<b>395,098</b>	198,014

## Notes:

- (i) The listed equity investment was classified as financial assets at FVTPL as the Group has not elected to recognise the fair value gain or loss through other comprehensive income. It was held for long-term strategic purposes. The Group does not intend to dispose of it within twelve months after the reporting period.
- (ii) The unlisted investments were wealth management products issued by banks in Mainland China with expected return ranging from 2.6% to 4.1% (31 December 2020: 2.8% to 3.1%) per annum. They were mandatorily classified as financial assets at FVTPL as their contractual cash flows are not solely payments of principal and interest.

## 附註：

- (i) 由於本集團選擇不透過其他全面收入確認公允價值收益或虧損，故上市股本投資分類為以公允價值計量且其變動計入損益的金融資產，乃持有作長期戰略用途。本集團無意於報告期後十二個月內處置。
- (ii) 非上市投資是中國內地銀行發行的財富管理產品，預期每年回報介乎2.6%至4.1%（2020年12月31日：2.8%至3.1%）。由於非上市投資的合同現金流量不僅是本金和利息的支付，因此被強制分類為以公允價值計量且其變動計入損益的金融資產。

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#### 14. TRADE AND BILLS RECEIVABLES

#### 14. 應收貿易款項及應收票據

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
Trade and bills receivables	應收貿易款項及應收票據	<b>976,756</b>	644,080
Impairment	減值	<b>(133,432)</b>	(25,977)
		<b>843,324</b>	618,103

The Group's trading terms with its customers are mainly on credit, except for new customers, where payment in advance is normally required. The credit periods range from 30 to 180 days. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management. The Group does not hold any collateral or other credit enhancements over its trade and bills receivable balances. Trade and bills receivables are non-interest-bearing.

An ageing analysis of the trade and bills receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

本集團與客戶的交易條款主要以信貸為基礎，但新客戶除外，新客戶通常需要預先付款。信用期為30天至180天不等。本集團致力就未收取的應收款項維持嚴格監控，並設有信貸控制部門，以降低信貸風險。高級管理層定期審閱逾期結餘。本集團並無就應收貿易款項及應收票據結餘持有任何抵押品或採取其他信貸增強措施。應收貿易款項及應收票據為免息。

於報告期末，應收貿易款項及應收票據的賬齡分析（根據賬單日期及扣除虧損撥備）如下：

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
Within 1 year	1年內	<b>603,550</b>	540,565
1 to 2 years	1年到2年	<b>127,798</b>	75,382
2 to 3 years	2年到3年	<b>88,747</b>	2,156
Over 3 years	超過3年	<b>23,229</b>	—
		<b>843,324</b>	618,103



## 15. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

Included in the balance as at 30 June 2021 were a receivable from “Yan Hua Hospital” of RMB189,747,000 (31 December 2020: RMB189,747,000) and a receivable from “Jing Mei Hospital” of RMB86,880,000 (31 December 2020: RMB86,880,000).

As disclosed in the announcements of the Company dated 15 January 2019, 21 January 2019 and 17 April 2019, Beijing Yan Hua Phoenix Healthcare Asset Management Company Limited (北京燕化鳳凰醫療資產管理有限公司) (“Yan Hua Phoenix”), the sponsor of Yan Hua Hospital, and Yan Hua Hospital unilaterally terminated the IOT agreement entered into between the Group, Yan Hua Phoenix and Yan Hua Hospital (the “Yan Hua IOT Agreement”) from 21 January 2019. The Group has submitted a civil claim statement against Yan Hua Phoenix and Yan Hua Hospital in relation to the Yan Hua IOT Agreement dispute to the Beijing Second Intermediate People’s Court on 17 April 2019 to seek the court’s ruling that the unilateral termination of the Yan Hua IOT Agreement by Yan Hua Phoenix and Yan Hua Hospital on 21 January 2019 shall be void.

Having considered the terms of the Yan Hua IOT Agreement, the Group has further claimed that Yan Hua Phoenix and Yan Hua Hospital should be liable for damages for breach of the Yan Hua IOT Agreement. Accordingly, the Group reclassified the related receivables and operating right under the IOT arrangement with Yan Hua Hospital to other receivables during the year ended 31 December 2019.

On 18 December 2019, the Beijing Second Intermediate People’s Court issued a judgement in favour of the Group. Yan Hua Phoenix and Yan Hua Hospital filed appeal to Beijing Higher People’s Court in January 2020. The court hearing was held on 26 October 2020 and the judgement is yet to be announced.

## 15. 預付款項、保證金及其他應收款項

於2021年6月30日的餘額包括應收「燕化醫院」之款項人民幣189,747,000元以（2020年12月31日：人民幣189,747,000元）及應收「京煤醫院」之款項人民幣86,880,000元（2020年12月31日：人民幣86,880,000元）。

誠如本公司日期為2019年1月15日、2019年1月21日及2019年4月17日的公告所披露，燕化醫院的舉辦人北京燕化鳳凰醫療資產管理有限公司（「燕化鳳凰」）和燕化醫院於2019年1月21日起單方面終止由本集團、燕化鳳凰及燕化醫院訂立的IOT協議（「燕化IOT協議」）。本集團已於2019年4月17日就燕化IOT協議爭議向北京市第二中級人民法院遞交民事起訴狀起訴燕化鳳凰及燕化醫院，要求法院判定燕化鳳凰及燕化醫院2019年1月21日單方面終止燕化IOT協議無效。

考慮到燕化IOT協議的條款，本集團進一步要求燕化鳳凰及燕化醫院須支付違反燕化IOT協議之違約金。據此，截至2019年12月31日止年度，本集團將對燕化醫院IOT安排下的相關應收款項和經營權重新分類到其他應收款項。

於2019年12月18日，北京市第二中級人民法院宣佈有關起訴結果，本集團勝訴。燕化鳳凰和燕化醫院已於2020年1月向北京市高級人民法院提起上訴，並已於2020年10月26日開庭聆訊，惟尚未頒佈判決。

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#### 15. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES (continued)

As disclosed in note 12 to the interim condensed consolidated financial information, on 28 June 2020, the Group entered into the Restructuring Agreement with Jing Mei Group, pursuant to which the IOT agreement with Jing Mei Hospital (the “Jing Mei IOT Agreement”) was terminated. The Group is entitled to a refund from Jing Mei Hospital of the carrying amount of the operating right as a result of the early termination of the Jing Mei IOT Agreement. Accordingly, the Group reclassified the operating right under the IOT arrangement with Jing Mei Hospital to other receivables during the year ended 31 December 2020.

#### 16. TRADE AND BILLS PAYABLES

An ageing analysis of the trade and bills payables as at the end of the reporting period, based on the date of delivery of goods, is as follows:

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
Within 60 days	60天內	<b>268,039</b>	347,108
61 to 180 days	61天至180天	<b>234,456</b>	186,274
Over 180 days	180天以上	<b>49,663</b>	30,743
		<b>552,158</b>	564,125

The trade payables are non-interest-bearing and are normally granted a credit term of 0 to 90 days.

#### 15. 預付款項、保證金及其他應收款項(續)

如中期簡明綜合財務資料附註12所披露，本集團與京煤集團於2020年6月28日訂立重組協議，據此終止與京煤醫院的IOT協議(「京煤IOT協議」)。作為提前終止京煤IOT協議的結果，本集團有權從京煤醫院收取經營權賬面價值的返款。相應地，本集團於截至2020年12月31日止年度已將京煤醫院之間的IOT安排下的經營權分類至其他應收款項。

#### 16. 應付貿易款項及應付票據

於報告期末，應付貿易款項及應付票據賬齡分析乃基於交付商品日期作出如下：

應付貿易款項為免息，一般按0至90天的信貸期授出。



## 17. BUSINESS COMBINATION

On 28 March 2021, the Group entered into a share purchase agreement with independent third parties to acquire 100% equity interest in Sinophi China Hospitals Limited (“Sinophi Hospitals”) for a consideration of RMB894,293,000. Sinophi Hospitals indirectly holds 80% equity interest in Huai’an City Huaiyin Hospital Company Limited (“Huaiyin Hospital”). Sinophi Hospitals and its subsidiaries (collectively, the “Sinophi Hospitals Group”) are principally engaged in the provision of general healthcare services.

On 17 June 2021, 99.19% equity interest in Sinophi Hospitals was transferred to the Group and the remaining 0.81% equity interest in Sinophi Hospitals (the “Remaining Shares”) were pledged in favour of the Group. The Remaining Shares will be transferred to the Group and the Group will pay the consideration for the Remaining Shares of RMB7,232,000 to the sellers on the fifth business day after the assignment, transfer or grant to the Group of the cooperation agreement entered into between the sellers and Huaiyin District Government (the “Cooperation Agreement Assignment”). If the Cooperation Agreement Assignment does not occur on or before the first anniversary of the closing date of the acquisition (i.e. 17 June 2021), the consideration for the Remaining Shares will be adjusted to RMB5,063,000 (i.e. 70% of RMB7,232,000).

The Group has elected to measure the non-controlling interests in the Sinophi Hospitals Group at the non-controlling interests’ proportionate share of the Sinophi Hospitals Group’s identifiable net assets.

## 17. 業務合併

於2021年3月28日，本集團與獨立第三方訂立股份購買協議，通過人民幣894,293,000元的對價收購Sinophi China Hospitals Limited（「Sinophi Hospitals」）的100%股權。Sinophi Hospitals間接持有淮安市淮陰醫院有限公司（「淮陰醫院」）的80%股權。Sinophi Hospitals及其附屬公司（統稱「Sinophi Hospitals集團」）主要從事提供綜合醫療服務。

於2021年6月17日，Sinophi Hospitals的99.19%股權被轉移至本集團，剩餘的Sinophi Hospitals的0.81%股權（「剩餘股份」）已質押予本集團。在向本集團轉讓、轉移或授予賣方與淮陰區政府簽訂的合作協議（「合作協議轉讓」）完成起的第五個工作日，剩餘股份將轉移至本集團，本集團將支付賣方人民幣7,232,000元的對價。如果合作協議轉讓沒有在收購日（即2021年6月17日）後的一年以內發生，剩餘股份的對價將被調整為人民幣5,063,000元（即人民幣7,232,000元的70%）。

本集團選擇按照非控股權益對於Sinophi Hospitals集團可識別資產淨值的比例份額，計量Sinophi Hospitals集團的非控股權益。



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#### 17. BUSINESS COMBINATION (continued)

The fair values of the identifiable assets and liabilities of the Sinophi Hospitals Group and the carrying amount of goodwill as at the date of acquisition, which are provisional amounts and are subject to the finalisation of the initial accounting for the business combination, were as follows:

#### 17. 業務合併(續)

Sinophi Hospitals集團於收購日的可識別資產及負債的公允價值及商譽的賬面價值，乃按暫定基準釐定，並視業務合併初始入賬完成而最終確定如下：

		Provisional fair value recognised on acquisition 因收購而 確認的暫定 公允價值 (Unaudited) (未經審核) RMB'000 人民幣千元
Property, plant and equipment	物業、廠房及設備	490,402
Right-of-use assets	使用權資產	37,321
Inventories	存貨	18,007
Trade receivables	應收貿易款項	237,456
Prepayments, deposits and other receivables	預付款項、保證金及其他 應收款項	44,963
Financial assets at FVTPL	以公允價值計量且其變動計入 損益的金融資產	171,864
Cash and cash equivalents	現金及現金等價物	43,218
Trade payables	應付貿易款項	(115,284)
Other payables and accruals	其他應付款項及應計費用	(44,056)
Due to related parties	應付關聯方款項	(1,798)
Interest-bearing other borrowings	計息其他借款	(20,890)
Deferred tax liabilities	遞延稅項負債	(55,011)
<b>Total identifiable net assets at fair value</b>	<b>按公允價值計量之可識別淨 資產的總額</b>	<b>806,192</b>
Non-controlling interests	非控股權益	(161,242)
Goodwill on acquisition	收購商譽	249,343
		<b>894,293</b>
Satisfied by:	支付方式：	
Cash	現金	884,670
Consideration payables	應付對價	9,623
		<b>894,293</b>

## 17. BUSINESS COMBINATION (continued)

An analysis of the cash flows in respect of the acquisition of the Sinophi Hospitals Group is as follows:

## 17. 業務合併(續)

針對收購Sinophi Hospitals集團的現金流分析如下：

		(Unaudited) (未經審核) RMB'000 人民幣千元
Cash consideration	現金對價	(884,670)
Cash and bank balances acquired	獲得的現金及銀行結餘	43,218
Net outflow of cash and cash equivalents included in cash flows used in investing activities	計入投資活動所用現金流的現金及現金等價物流出淨額	(841,452)

Reconciliation of the carrying amount of the Group's goodwill at the beginning and end of the reporting period is presented below:

本集團商譽賬面值於報告期初與報告期末的對賬呈列如下：

		RMB'000 人民幣千元 (Unaudited) (未經審核)
Gross carrying amount:	總賬面值：	
At 1 January 2021	於2021年1月1日	3,199,367
Acquisition of subsidiaries	收購附屬公司	249,343
At 30 June 2021	於2021年6月30日	3,448,710
Accumulated impairment losses:	累計減值虧損：	
At 1 January 2021 and at 30 June 2021	於2021年1月1日及 2021年6月30日	(1,727,499)
Net book value:	賬面淨值：	
At 1 January 2021	於2021年1月1日	1,471,868
At 30 June 2021	於2021年6月30日	1,721,211

## 17. BUSINESS COMBINATION (continued)

The fair values of the trade receivables and other receivables as at the date of acquisition amounted to RMB237,456,000 and RMB42,032,000, respectively. The gross contractual amounts of trade receivables and other receivables were RMB350,580,000 and RMB59,025,000, respectively, of which trade receivables of RMB113,124,000 and other receivables of RMB16,993,000 are expected to be uncollectible.

Goodwill arose in the acquisition of the Sinophi Hospitals Group because the consideration paid for the acquisition effectively included, inter alia, amounts in relation to the benefits of expected synergies from combining the respective operations of the Sinophi Hospitals Group and the Group. These benefits are not recognised separately from goodwill because they do not meet the recognition criteria for identifiable intangible assets. None of the goodwill recognised is expected to be deductible for income tax purposes.

Had the combination taken place at the beginning of the period, the revenue of the Group and the profit of the Group for the period would have been RMB2,006,014,000 and RMB166,840,000, respectively.

## 17. 業務合併(續)

於收購日期，應收貿易款項及其他應收款項的公允價值分別為人民幣237,456,000元及人民幣42,032,000元。應收貿易款項及其他應收款項的總合同金額分別為人民幣350,580,000元及人民幣59,025,000元，其中，應收貿易款項人民幣113,124,000元及其他應收款項人民幣16,993,000元預期無法收回。

Sinophi Hospitals集團的收購產生商譽，是由於收購所支付的對價實際上包括(其中包括)結合Sinophi Hospitals集團及本集團各自的營運預期產生協同效益所帶來的裨益的相關款額。該等裨益沒有與商譽分開確認，原因是該等裨益並未符合可識別無形資產的確認準則。所確認的商譽概不預期可用於扣減所得稅。

如果有關合併發生在期初，本集團期內的收益和利潤將分別為人民幣2,006,014,000元和人民幣166,840,000元。

## 18. COMMITMENTS

The Group had the following capital commitments at the end of the reporting period:

## 18. 承擔

於報告期末，本集團有以下資本承擔：

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
Contracted, but not provided for:	已訂約但未計提撥備：		
Property, plant and equipment	有關物業、廠房及設備	<b>22,071</b>	20,429
Repayable investment amounts to IOT hospitals under IOT arrangements	有關根據IOT安排向IOT醫院作出的應償還投資金額	<b>538,000</b>	538,000
Capital contribution to an associate (note 12)	向一間聯營公司注資(附註12)	—	869,117

## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 19. RELATED PARTY TRANSACTIONS

- (a) In addition to the balances, arrangements and transactions detailed elsewhere in this financial information, the Group had the following material transactions with related parties during the period:

## 19. 關聯方交易

- (a) 除本財務資料其他部分所載的結餘、安排和交易詳情外，本集團期內與關聯方的重大交易如下：

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>Healthcare services</b>	<b>醫療服務</b>		
Subsidiaries controlled by China Resources Company Limited ("CR Co.")*	中國華潤有限公司 (「中國華潤」) 所控制的附屬公司*	448	18
<b>Other hospital-derived services</b>	<b>其他醫院衍生服務</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	357	—
<b>Hospital management services</b>	<b>醫院管理服務</b>		
JR Holdings	京潤控股	13,194	—
<b>Purchases of goods</b>	<b>採購貨品</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	165,510	71,620
<b>Investment income on financial assets at FVTPL</b>	<b>以公允價值計量且其變動計入損益的金融資產投資收入</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	1	1,863
<b>Interest income on bank deposits</b>	<b>銀行存款利息收入</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	264	199
<b>Other purchases and expenses</b>	<b>其他採購及費用</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	1,254	706
<b>Lease payments</b>	<b>租賃付款</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	2,551	1,921

\* CR Co. has significant influence over the Group.

\* 中國華潤對本集團有重大影響力。

## 19. RELATED PARTY TRANSACTIONS

(continued)

## (b) Outstanding balances with related parties

*Due from related parties*

## 19. 關聯方交易 (續)

## (b) 與關聯方的尚未償還結餘

*應收關聯方款項*

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
Trade in nature	貿易性質		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>724</b>	3,538
JR Holdings	京潤控股	<b>13,978</b>	—
Non-trade in nature	非貿易性質		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>2,187</b>	1,934
JR Holdings	京潤控股	<b>1,059</b>	—
JR Renkang	京潤仁康	<b>29,779</b>	—
		<b>47,727</b>	5,472

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### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 19. RELATED PARTY TRANSACTIONS

(continued)

### (b) Outstanding balances with related parties (continued)

#### *Due from related parties (continued)*

An ageing analysis of the trade-related receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
Within 60 days	60天內	<b>14,638</b>	3,342
61 to 180 days	61天至180天	<b>64</b>	196
		<b>14,702</b>	3,538

The amounts due from related parties are unsecured, interest-free and repayable within one year.

## 19. 關聯方交易 (續)

### (b) 與關聯方的尚未償還結餘 (續)

#### *應收關聯方款項 (續)*

於報告期末根據發票日期和扣除虧損儲備後的貿易相關應收款項的賬齡分析如下：

應收關聯方款項為無抵押、免息及須於一年內償還。

## 19. RELATED PARTY TRANSACTIONS

(continued)

## (b) Outstanding balances with related parties (continued)

## Due to related parties

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司		
Trade in nature	貿易性質	<b>142,815</b>	93,361
Non-trade in nature	非貿易性質	<b>1,314</b>	4,390
		<b>144,129</b>	97,751

The amounts due to related parties are unsecured, interest-free and repayable on demand.

## Bank balances

		30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司		
		<b>22,775</b>	260,427

The bank balances carried interest at a rate of 0.35% (31 December 2020: 0.35%) per annum.

## 19. 關聯方交易 (續)

## (b) 與關聯方的尚未償還結餘 (續)

## 應付關聯方款項

應付關聯方款項為無抵押、免息及按要求償還。

## 銀行結餘

銀行結餘乃按年利率0.35% (2020年12月31日：0.35%)計息。



## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 19. RELATED PARTY TRANSACTIONS

(continued)

### (b) Outstanding balances with related parties (continued)

Financial assets at FVTPL

	30 June 2021 2021年 6月30日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 2020年 12月31日 (Audited) (經審核) RMB'000 人民幣千元
A subsidiary controlled by CR Co. 中國華潤所控制的一間附屬公司	—	2,519

The financial assets at FVTPL as at 31 December 2020 carried interest at a rate of 2.8% per annum.

截至2020年12月31日，以公允價值計量且其變動計入損益的金融資產的年利率為2.8%。

### (c) Compensation of key management personnel of the Group

		For the six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 2020年 (Unaudited) (未經審核) RMB'000 人民幣千元
Short term employee benefits 短期僱員福利		<b>17,447</b>	24,717
Post-employment benefits 離職後福利		<b>188</b>	70
Equity-settled shared-based payment expense 按股權結算以股份支付開支		<b>1,525</b>	1,525
Total compensation paid to key management personnel 向主要管理人員支付的薪酬總額		<b>19,160</b>	26,312

## 19. 關聯方交易 (續)

### (b) 與關聯方的尚未償還結餘 (續)

以公允價值計量且其變動計入損益的金融資產

### (c) 本集團主要管理人員之薪酬



## 20. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and cash equivalents, pledged deposits, trade and bills receivables, financial assets included in prepayments, deposits and other receivables, balances with related parties, the current portion of other financial assets at amortised cost, trade and bills payables, financial liabilities included in other payables and accruals, payables to the Sponsored Hospitals and interest-bearing bank and other borrowings approximate to their carrying amounts largely due to the short term maturities of these instruments.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair values of receivables from IOT hospitals, loan to a sponsored hospital and the non-current portion of other financial assets at amortised cost have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities.

The fair value of the listed financial asset at FVTPL is based on quoted market prices.

The fair values of the unlisted financial assets at FVTPL are estimated by using a discounted cash flow valuation model based on the market interest rates of instruments with similar terms and risks.

## 20. 金融工具的公允價值及公允價值層級

管理層評估了現金及現金等價物、已抵押存款、應收貿易款項及應收票據、計入預付款項、保證金及其他應收款項的金融資產、與關聯方的結餘、其他按攤銷成本計量的金融資產的流動部分、應付貿易款項及應付票據、計入其他應付款項及應計費用的金融負債、應付舉辦權醫院款項以及計息銀行及其他借款，主要由於這些工具到期期限較短，所以其公允價值大致接近賬面價值。

金融資產及負債的公允價值按當前交易（強制或清算出售除外）中雙方自願交換工具的金額入賬。以下方法和假設被用於評估公允價值：

來自IOT醫院之應收款項、向一間舉辦權醫院提供的貸款以及其他按攤銷成本計量的金融資產的非流動部分的公允價值乃按照其預期未來現金流量，採用具有類似條款、信貸風險及剩餘到期期限的工具現時可得利率貼現來計算。

以公允價值計量且其變動計入損益的上市金融資產的公允價值基於市場報價。

以公允價值計量且其變動計入損益的非上市金融資產的公允價值是根據具有類似條款和風險的工具的市場利率，採用貼現現金流量估值模型估算的。

## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日

## 20. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

### Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

#### Assets measured at fair value:

As at 30 June 2021

## 20. 金融工具的公允價值及公允價值層級(續)

### 公允價值層級

下表說明了本集團金融工具的公允價值計量層級：

#### 按公允價值計量之資產：

於2021年6月30日

		Fair value measurement using 使用以下各項的公允價值計量			
		Quoted prices in active markets (Level 1) 活躍市場之 報價 (第一級) (Unaudited) (未經審核) RMB'000 人民幣千元	Significant observable inputs (Level 2) 重大可觀察 輸入值 (第二級) (Unaudited) (未經審核) RMB'000 人民幣千元	Significant unobservable inputs (Level 3) 重大不可觀察 輸入值 (第三級) (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
Financial assets at FVTPL	以公允價值計量 且其變動計入 損益的金融 資產	71,040	324,058	—	395,098

## 20. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

### Fair value hierarchy (continued)

#### Assets measured at fair value: (continued)

As at 31 December 2020

## 20. 金融工具的公允價值及公允價值層級(續)

### 公允價值層級(續)

#### 按公允價值計量之資產：(續)

於2020年12月31日

	Fair value measurement using 使用以下各項的公允價值計量			Total 總計
	Quoted prices in active markets (Level 1) 活躍市場 之報價 (第一級) (Audited) (經審核) RMB'000 人民幣千元	Significant observable inputs (Level 2) 重大可觀察 輸入值 (第二級) (Audited) (經審核) RMB'000 人民幣千元	Significant unobservable inputs (Level 3) 重大不可觀察 輸入值 (第三級) (Audited) (經審核) RMB'000 人民幣千元	
Financial assets at FVTPL 以公允價值計量 且其變動計入 損益的金融 資產	92,718	105,296	—	198,014

The Group did not have any financial liabilities measured at fair value as at 30 June 2021 (31 December 2020: Nil).

During the period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities (year ended 31 December 2020: Nil).

截至2021年6月30日，本集團無任何以公允價值計量的金融負債(2020年12月31日：無)。

期內，金融資產及金融負債在第一級和第二級之間沒有公允價值計量的轉撥，也沒有轉入或轉出第三級(截至2020年12月31日止年度：無)。

## Notes to Interim Condensed Consolidated Financial Information

### 中期簡明綜合財務資料附註

June 30, 2021 2021年6月30日



#### 21. APPROVAL OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

The interim condensed consolidated financial information was approved and authorised for issue by the board of directors on 25 August 2021.

#### 21. 批准中期簡明綜合財務資料

中期簡明綜合財務資料已於2021年8月25日經董事會批准及授權刊發。

## Definitions

### 釋義

“Audit Committee”	the audit committee of the Board
“Award Shares”	such Shares awarded pursuant to the Share Award Scheme, the maximum number of which shall not exceed 5% of the total issued capital of the Company as at August 31, 2018 and 1% of the total number issued Shares to each of the Selected Participant as at August 31, 2018
“Board” or “Board of Directors”	the board of Directors of the Company
“BVI”	the British Virgin Islands
“CG Code”	Corporate Governance Code as set out in Appendix 14 to the Listing Rules
“Chairman”	the chairman of the Board
“Chief Executive Officer”	the chief executive officer of the Company
“Chief Financial Officer”	the chief financial officer of the Company
“China” or “PRC”	the People’s Republic of China excluding, for the purpose of this report, Taiwan, the Macau Special Administrative Region and Hong Kong
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company” or “CR Medical”	China Resource Medical Holdings Company Limited (華潤醫療控股有限公司), a company incorporated in the Cayman Islands with limited liability on February 28, 2013
“CR Healthcare Group”	China Resources Healthcare Group Limited, a company incorporated in Hong Kong with limited liability, and a wholly-owned subsidiary of CR Holdings
“CR Holdings”	China Resources (Holdings) Company Limited (華潤(集團)有限公司), a company incorporated in Hong Kong with limited liability, which is a wholly-owned subsidiary of China Resources Company Limited (中國華潤有限公司)
“CR Hospital Holdings”	China Resources Hospital Holdings Company* (華潤醫院控股有限公司), a company established in the PRC with limited liability, a wholly-owned subsidiary and a major investment and operation platform in medical sector of the Company

## Definitions

### 釋義

「審核委員會」	指	董事會審核委員會
「獎勵股份」	指	根據股份獎勵計劃賞予的該等股份，其最高數目不得超過本公司於2018年8月31日已發行股本總數的5%及於2018年8月31日發行予各獲選參與者已發行股份總數的1%
「董事會」	指	本公司董事會
「英屬維京群島」	指	英屬維京群島
「企業管治守則」	指	上市規則附錄十四所載的企業管治守則
「董事長」	指	董事會董事長
「總裁」	指	本公司總裁
「首席財務官」	指	本公司首席財務官
「中國」	指	中華人民共和國；就本報告而言，不包括台灣地區、澳門特別行政區及香港
「公司條例」	指	經不時修訂、補充或以其他方式修改的香港法例第622章公司條例
「本公司」或 「華潤醫療」	指	華潤醫療控股有限公司，一間於2013年2月28日在開曼群島註冊成立的有限責任公司
「華潤健康集團」	指	華潤健康集團有限公司，一間於香港註冊成立的有限公司，並為華潤集團之全資附屬公司
「華潤集團」	指	華潤(集團)有限公司，一間於香港註冊成立的有限公司，為中國華潤有限公司之全資附屬公司
「華潤醫院控股」	指	華潤醫院控股有限公司，一間於中國成立的有限責任公司，並為本公司之全資附屬公司以及在醫療領域的其中一個投資及營運主平台

“CR Hospital Management & Consulting”	China Resources Hospital Management & Consulting Co. Ltd. (華潤醫院管理諮詢有限公司) (formerly known as Beijing Phoenix United Hospital Management Consulting Co. Ltd. (北京鳳凰聯合醫院管理諮詢有限公司), Beijing Phoenix United Hospital Management Co., Ltd. (北京鳳凰聯合醫院管理有限公司) and Beijing Phoenix United Hospital Management Joint Stock Co., Ltd. (北京鳳凰聯合醫院管理股份有限公司), a limited liability company established under the laws of the PRC on November 6, 2007, and a wholly-owned subsidiary of the Company
“Director(s)”	the director(s) of the Company
“Eligible Persons”	any of the (i) key management personnel including the Directors and senior management of the Group; (ii) employed experts as nominated by the Board; and (iii) core employees of the Group
“Group”	the Company and its subsidiaries
“HK\$” or “HKD” and “HK cent(s)” or “cent(s)”	Hong Kong dollar and cent(s) respectively, the lawful currency of Hong Kong
“Hong Kong” or “Hong Kong SAR”	the Hong Kong Special Administrative Region of the PRC
“Huaikuang Hospital”	Huaibei Miner General Hospital* (淮北礦工總醫院)
“Huaikuang Hospital Group”	collectively, Huaikuang Hospital and certain affiliated hospitals and community clinics
“Hubei Runkang”	Hubei Runkang Healthcare Management Company Limited, a company incorporated in the PRC with limited liability and a subsidiary of the Company
“Huaiyin Hospital”	Huai’an City Huaiyin Hospital Company Limited, a company established in the PRC with limited liability and a subsidiary of the Company
“IAS”	International Accounting Standards
“IFRSs”	International Financial Reporting Standards
“IOT”	the “invest-operate-transfer” model
“IOT Hospitals”	third-party hospitals and clinics, which we manage and operate under the IOT model



## Definitions

### 釋義



「華潤醫院管理諮詢」	指	華潤醫院管理諮詢有限公司(前稱北京鳳凰聯合醫院管理諮詢有限公司、北京鳳凰聯合醫院管理有限公司及北京鳳凰聯合醫院管理股份有限公司)，一間於2007年11月6日根據中國法律成立的有限責任公司，為本公司之全資附屬公司
「董事」	指	本公司董事
「合資格人士」	指	任何(i)主要管理人員，包括本集團的董事及高級管理層；(ii)由董事會提名的受聘專家；及(iii)本集團的核心僱員
「本集團」	指	本公司及其附屬公司
「港元」和「港仙」	指	分別為港元及港仙，香港法定貨幣
「香港」	指	中華人民共和國香港特別行政區
「淮礦醫院」	指	淮北礦工總醫院
「淮礦醫院集團」	指	淮礦醫院及其附屬的多家及社區診所的統稱
「湖北潤康」	指	湖北潤康醫療管理有限責任公司，一家於中國註冊成立的有限公司，並為本公司之附屬公司
「淮陰醫院」	指	淮安市淮陰醫院有限公司，一間於中國成立的有限公司，並為本公司之附屬公司
「國際會計準則」	指	國際會計準則
「國際財務報告準則」	指	國際財務報告準則
「IOT」	指	「投資 — 營運 — 移交」模式
「IOT醫院」	指	本集團採用IOT模式管理和營運的第三方醫院及診所

“Jian Gong Hospital”	Beijing Jian Gong Hospital Co., Ltd.* (北京市健宮醫院有限公司), a limited liability company established under the laws of the PRC on May 12, 2003 and a subsidiary of the Company
“Jinan Zhong Qi Hospital”	Jinan Zhong Qi Hospital Company Limited* (濟南重汽醫院有限公司), a limited liability company established under the laws of the PRC and a wholly-owned subsidiary of the Company
“Jing Mei Group”	Beijing Jing Mei Group Company Limited* (北京京煤集團有限公司), a company established in the PRC with limited liability. Jing Mei Group is a wholly-owned subsidiary of Beijing Energy Holding Company Limited* (北京能源集團有限責任公司). It and its respective ultimate beneficial owners are independent third parties to the Company
“Jing Mei Hospital”	Jing Mei Hospital* (北京京煤集團總醫院)
“Jing Mei Hospital Group”	collectively, Jing Mei Hospital and its affiliated hospitals and community clinics
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mentougou Hospital”	Beijing Mentougou Hospital (北京市門頭溝區醫院), a not-for-profit hospital established under the laws of the PRC in 1951 and wholly owned by the Mentougou District government, which we began managing in June 2010 pursuant to the Mentougou IOT Agreement
“Mentougou Hospital for Women and Children”	Mentougou Hospital for Women and Children (門頭溝區婦幼保健院) incorporated under the laws of the PRC in 1983 and wholly owned by the Mentougou District government, which we began managing in September 2014 pursuant to the Mentougou Hospital for Women and Children IOT Agreement
“Mentougou Hospital for Women and Children IOT Agreement”	the IOT agreement we entered into with the Mentougou District government on September 23, 2014
“Mentougou IOT Agreement”	collectively, the IOT agreement we entered into with the Mentougou District government on July 30, 2010, as amended
“Mentougou TCM Hospital IOT Agreement”	the IOT agreement we entered into with the Mentougou District government on June 6, 2012

## Definitions

### 釋義



「健宮醫院」	指	北京市健宮醫院有限公司，一間於2003年5月12日根據中國法律註冊成立的有限責任公司，為本公司之附屬公司
「濟南重汽醫院」	指	濟南重汽醫院有限公司，一間根據中國法律註冊成立的有限責任公司，為本公司之全資附屬公司
「京煤集團」	指	北京京煤集團有限責任公司，一家於中國成立之有限責任公司。京煤集團是北京能源集團有限責任公司的全資附屬公司。彼及其最終實益擁有人為本公司之獨立第三方
「京煤醫院」	指	北京京煤集團總醫院
「京煤醫院集團」	指	京煤醫院及其附屬的一級醫院和社區診所的統稱
「上市規則」	指	聯交所證券上市規則
「門頭溝區醫院」	指	北京市門頭溝區醫院，一家由門頭溝區政府全資擁有的非營利醫院，於1951年根據中國法律成立，本集團根據門頭溝IOT協議於2010年6月開始對其進行管理
「門頭溝區婦幼保健院」	指	門頭溝區婦幼保健院，於1983年根據中國法律註冊成立，由門頭溝區政府全資擁有，本集團根據門頭溝區婦幼保健院IOT協議於2014年9月開始對其進行管理
「門頭溝區婦幼保健院IOT協議」	指	本集團與門頭溝區政府於2014年9月23日訂立之IOT協議
「門頭溝IOT協議」	指	本集團與門頭溝區政府於2010年7月30日訂立的IOT協議（經修訂）的統稱
「門頭溝區中醫院IOT協議」	指	本集團與門頭溝區政府於2012年6月6日訂立的IOT協議

“Mentougou Traditional Chinese Medicine Hospital”	Mentougou Traditional Chinese Medicine Hospital (北京市門頭溝區中醫院), a not-for-profit hospital established under the laws of the PRC in 1956 and wholly owned by the Mentougou District government, which we began managing in June 2012 pursuant to the Mentougou TCM Hospital IOT Agreement
“Model Code”	The Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules
“Nomination Committee”	the nomination committee of the Board
“OT”	the “operate-transfer” model
“OT Hospital(s)”	the third-party hospital(s) which the Group manages and operates under the OT model
“Remuneration Committee”	the remuneration committee of the Board
“Reporting Period”	the period from January 1, 2021 to June 30, 2021
“RMB”	Renminbi, the lawful currency of the PRC
“Run Neng Hospitals”	collectively, Guangdong CEEC Power Hospital* (廣東中能建電力醫院), Beijing CEEC Hospital* (北京中能建醫院), Beijing CEEC Hospital Shuozhou Hospital (北京中能建朔州醫院), Guangxi Hydropower Hospital* (廣西水電醫院) and Hefei Gaoxin District Changning Community Healthcare Center* (合肥高新區長寧社區衛生服務中心), Tiandong Street Dianchang Road Community Healthcare Center* (田東街道電廠路社區衛生服務中心), Gaoxin District Tianle Community Healthcare Center* (高新區天樂社區衛生服務中心), Gaoxin District Xingyuan Community Healthcare Center* (高新區興園社區衛生服務中心)
“Selected Participant(s)”	Eligible Persons selected by the Board in accordance with the terms of the Share Award Scheme
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	share(s) with par value of HK\$0.00025 each in the capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Share Award Scheme”	the share award scheme of the Company adopted by the Board pursuant to a resolution passed by the Board on July 7, 2014, as amended by the Board on May 25, 2015 and August 31, 2018

## Definitions

### 釋義



「門頭溝區中醫院」	指	北京市門頭溝區中醫院，一家由門頭溝區政府全資擁有的非營利醫院，於1956年根據中國法律成立，本集團根據門頭溝區中醫院IOT協議於2012年6月開始對其進行管理
「標準守則」	指	上市規則附錄10所載上市發行人董事進行證券交易的標準守則
「提名委員會」	指	董事會提名委員會
「OT」	指	「營運 — 移交」模式
「OT醫院」	指	本集團採用OT模式管理和營運的第三方醫院
「薪酬委員會」	指	董事會薪酬委員會
「報告期間」	指	2021年1月1日至2021年6月30日期間
「人民幣」	指	人民幣，中國法定貨幣
「潤能系醫院」	指	廣東中能建電力醫院、北京中能建醫院、北京中能建朔州醫院、廣西水電醫院及合肥高新區長寧社區衛生服務中心、田東街道電廠路社區衛生服務中心、高新區天樂社區衛生服務中心、高新區興園社區衛生服務中心之統稱
「獲選參與者」	指	董事會根據股份獎勵計劃條款挑選的合資格人士
「證券及期貨條例」	指	香港法例第571章證券及期貨條例(經不時修訂、補充或以其他方式修改)
「股份」	指	本公司股本中每股面值0.00025港元的股份
「股東」	指	股份持有人
「股份獎勵計劃」	指	董事會根據董事會於2014年7月7日通過的一項決議案所採納的本公司股份獎勵計劃，經董事會於2015年5月25日及2018年8月31日修訂

“Share Option Scheme”	the share option scheme conditionally adopted by the Company pursuant to a resolution passed by our Shareholders on September 30, 2013
“Stock Exchange”	the Stock Exchange of Hong Kong Limited
“UMP Healthcare Holdings”	UMP Healthcare Holdings Limited (聯合醫務集團有限公司), a limited liability company incorporated in the Cayman Islands, whose shares are listed on the Stock Exchange (stock code: 722.HK)
“U.S. dollar” or “US\$”	United States dollar, the lawful currency of the United States of America
“Wugang Hospital”	China Resources Wugang General Hospital* (華潤武鋼總醫院)
“Wugang Hospital Group”	collectively, Wugang Hospital, Wuhan Iron and Steel (Group) Corporation No. 2 Staff Hospital* (武漢鋼鐵(集團)公司第二職工醫院) and certain affiliated hospitals and community clinics
“Xukuang Hospital”	Xuzhou Mining Hospital* (徐州市礦山醫院)
“Yan Hua Hospital”	Yan Hua Hospital* (北京燕化醫院)
“Yan Hua Hospital Group”	collectively, Yan Hua Hospital and the community clinics affiliated with Yan Hua Hospital
“Yan Hua Hospital Investment Management Agreement”	the hospital investment management agreement dated February 4, 2008, which was supplemented in April 2008, December 2010, June 2011, July 2013, September 2013 and October 2013, and were entered into between CR Hospital Management & Consulting, Yan Hua Hospital and Yan Hua Phoenix
“Yan Hua IOT Agreement”	the hospital management right and investment framework agreement dated February 1, 2008 and the hospital investment management agreement dated February 4, 2008, both of which were supplemented in April 2008, December 2010, June 2011, June 2013, July 2013, September 2013 and October 2013, entered into by CR Hospital Management & Consulting with Yan Hua Phoenix and Yan Hua Hospital Group

## Definitions

### 釋義



「購股權計劃」	指	本公司依據於2013年9月30日通過的股東決議案有條件採納的購股權計劃
「聯交所」	指	香港聯合交易所有限公司
「聯合醫務集團」	指	聯合醫務集團有限公司，一間在開曼群島註冊成立的有限責任公司，其股份於聯交所上市(股份代號：722.HK)
「美元」	指	美元，美利堅合眾國之法定貨幣
「武鋼醫院」	指	華潤武鋼總醫院
「武鋼醫院集團」	指	武鋼醫院、武漢鋼鐵(集團)公司第二職工醫院及其附屬的多家醫院及社區診所的統稱
「徐礦醫院」	指	徐州市礦山醫院
「燕化醫院」	指	北京燕化醫院
「燕化醫院集團」	指	燕化醫院及其附屬之社區診所的統稱
「燕化醫院投資管理協議」	指	由華潤醫院管理諮詢、燕化醫院以及燕化鳳凰簽訂的日期為2008年2月4日的醫院投資管理協議，於2008年4月、2010年12月、2011年6月、2013年7月、2013年9月及2013年10月經補充
「燕化IOT協議」	指	由華潤醫院管理諮詢、燕化醫院以及燕化鳳凰簽訂的日期為2008年2月1日的醫院管理權利與投資框架協議，及燕化醫院投資管理協議的統稱，於2008年4月、2010年12月、2011年6月、2013年6月、2013年7月、2013年9月及2013年10月經補充

“Yan Hua Phoenix” Beijing Yan Hua Phoenix Healthcare Asset Management Co., Ltd.\* (北京燕化鳳凰醫療資產管理有限公司), a limited liability company incorporated under the laws of the PRC on July 18, 2005

\* Denotes English translation of the name of a Chinese entity is provided for identification purpose only.

In this report, the terms “associate”, “connected person”, “connected transaction”, “subsidiary” and “substantial shareholder” shall have the same meanings ascribed thereto under in the Listing Rules, unless the context otherwise requires.



## Definitions

### 釋義

「燕化鳳凰」指 北京燕化鳳凰醫療資產管理有限公司，一間於2005年7月18日根據中國法律註冊成立的有限責任公司

在本報告中，除文義另有所指外，「聯繫人」、「關連人士」、「關連交易」、「附屬公司」及「主要股東」應具有上市規則所賦予該等詞彙的相同涵義。



**華潤醫療控股有限公司**

**China Resources Medical Holdings Company Limited**