

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **SINOPEC KANTONS HOLDINGS LIMITED**

**( 中 石 化 冠 德 控 股 有 限 公 司 ) \***

*(incorporated in Bermuda with limited liability)*

**(Stock Code: 934)**

### **ANNOUNCEMENT OF RESULTS FOR THE YEAR ENDED 31 DECEMBER 2017**

The board (the “**Board**”) of directors (the “**Directors**”) of Sinopec Kantons Holdings Limited (the “**Company**”) is pleased to announce the consolidated results of the Company and its subsidiaries (collectively, the “**Group**”) for the year ended 31 December 2017 (the “**Year**” or the “**Period**”) together with the comparative figures for the previous financial year. The financial information in the announcement (including the comparative information of same period of 2016) is extracted from the 2017 financial statements, which have been audited by PricewaterhouseCoopers and reviewed by the audit committee of the Company (the “**Audit Committee**”).

## CONSOLIDATED INCOME STATEMENT

For the year ended 31 December 2017

	Note	2017 HK\$'000	2016 HK\$'000
<b>Revenue</b>	3, 4	<b>1,729,239</b>	1,766,590
Cost of sales	6	<u>(864,771)</u>	<u>(1,136,201)</u>
<b>Gross profit</b>		<b>864,468</b>	630,389
Other income and other gains, net	5	<b>117,637</b>	107,329
Distribution costs	6	<b>(19,810)</b>	(20,760)
Administrative expenses	6	<u><b>(214,657)</b></u>	<u>(162,997)</u>
<b>Operating profit</b>		<u><b>747,638</b></u>	<u>553,961</u>
Finance income		<b>3,833</b>	10,421
Finance costs		<u><b>(166,279)</b></u>	<u>(203,756)</u>
Finance costs, net		<u><b>(162,446)</b></u>	<u>(193,335)</u>
Share of results of:			
–Associates		<b>143,331</b>	135,549
–Joint ventures		<u><b>699,178</b></u>	<u>644,128</u>
		<u><b>842,509</b></u>	<u>779,677</u>
<b>Profit before income tax</b>		<b>1,427,701</b>	1,140,303
Income tax expenses	7	<u><b>(221,045)</b></u>	<u>(135,317)</u>
<b>Profit for the year</b>		<u><b>1,206,656</b></u>	<u>1,004,986</u>
<b>Profit attributable to:</b>			
Equity holders of the Company		<b>1,207,928</b>	1,005,259
Non-controlling interests		<u><b>(1,272)</b></u>	<u>(273)</u>
		<u><b>1,206,656</b></u>	<u>1,004,986</u>
<b>Basic and diluted earnings per share for profit attributable to equity holders of the Company (expressed in HK cents per share)</b>	8	<u><b>48.59</b></u>	<u>40.43</u>

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2017

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
<b>Profit for the year</b>	<b>1,206,656</b>	1,004,986
<b>Other comprehensive income for the year:</b>		
<i>Items that may be reclassified subsequently to profit or loss:</i>		
Exchange differences on currency translation		
– Subsidiaries	320,793	(283,744)
– Associates	47,449	(45,648)
– Joint ventures	465,875	(307,326)
Cash flow hedges		
– Associates	(3,980)	(6,688)
– Joint ventures	(56,336)	(23,732)
Other comprehensive income for the year, net of tax	<b>773,801</b>	(667,138)
<b>Total comprehensive income for the year</b>	<b>1,980,457</b>	337,848
<b>Total comprehensive income attributable to:</b>		
Equity holders of the Company	1,981,729	338,121
Non-controlling interests	(1,272)	(273)
<b>Total comprehensive income for the year</b>	<b>1,980,457</b>	337,848

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2017

	<i>Note</i>	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment		6,915,064	6,872,274
Investment properties		61,988	62,555
Prepaid land lease payments		673,759	681,920
Prepayment and other receivables		50,082	–
Interests in associates		838,256	710,784
Interests in joint ventures		7,118,721	6,460,197
		<u>15,657,870</u>	<u>14,787,730</u>
<b>Total non-current assets</b>		<b>15,657,870</b>	<b>14,787,730</b>
<b>Current assets</b>			
Inventories		15,300	15,584
Trade and other receivables	9	1,005,725	1,173,286
Cash and cash equivalents		409,855	323,206
		<u>1,430,880</u>	<u>1,512,076</u>
<b>Total current assets</b>		<b>1,430,880</b>	<b>1,512,076</b>
		<u>17,088,750</u>	<u>16,299,806</u>
<b>Total assets</b>		<b>17,088,750</b>	<b>16,299,806</b>
<b>EQUITY</b>			
<b>Equity attributable to equity holders of the Company</b>			
Share capital		248,616	248,616
Reserves		11,084,169	9,313,764
		<u>11,332,785</u>	<u>9,562,380</u>
Equity attributable to equity holders of the Company		11,332,785	9,562,380
Non-controlling interests		37,120	38,392
		<u>11,369,905</u>	<u>9,600,772</u>
<b>Total equity</b>		<b>11,369,905</b>	<b>9,600,772</b>

	<i>Note</i>	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Deferred income tax liabilities		109,993	99,800
Borrowings		2,775,452	3,353,791
Government grants		21,491	13,178
		<u>2,906,936</u>	<u>3,466,769</u>
<b>Total non-current liabilities</b>		<b>2,906,936</b>	<b>3,466,769</b>
<b>Current liabilities</b>			
Trade and other payables	<i>11</i>	363,399	943,577
Borrowings		2,387,658	2,273,812
Income tax payable		60,852	14,876
		<u>2,811,909</u>	<u>3,232,265</u>
<b>Total current liabilities</b>		<b>2,811,909</b>	<b>3,232,265</b>
		<u>5,718,845</u>	<u>6,699,034</u>
<b>Total liabilities</b>		<b>5,718,845</b>	<b>6,699,034</b>
		<u>17,088,750</u>	<u>16,299,806</u>
<b>Total equity and liabilities</b>		<b>17,088,750</b>	<b>16,299,806</b>

# NOTES TO THE FINANCIAL STATEMENTS

## 1 General information

Sinopec Kantons Holdings Limited (the “**Company**”) is a company incorporated in Bermuda with limited liability and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited. The addresses of its registered office and principal place of business are Clarendon House, 2 Church Street, Hamilton HM11, Bermuda and 34/F, Citicorp Centre, 18 Whitfield Road, Causeway Bay, Hong Kong respectively.

The Company and its subsidiaries (together, the “**Group**”) are principally engaged in the provision of crude oil jetty services and natural gas pipeline transmission services. The principal activities of the associates and joint ventures of the Group are principally engaged in operation of crude oil and oil product terminals and ancillary facilities, provision of logistics services including storage, transportation and terminal services.

These financial statements are presented in Hong Kong dollars (“**HK\$**”), unless otherwise stated. These financial statements have been approved by the board of directors for issue on 21 March 2018.

In the opinion of the directors, the immediate holding company of the Company is Sinopec Kantons International Limited and the ultimate holding company is China Petrochemical Corporation (“**Sinopec Group**”). China Petroleum & Chemical Corporation (“**Sinopec Corp.**”), is an intermediate company of the Company and its shares are listed on the stock exchanges of Shanghai, Hong Kong, New York and London.

## 2 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRS**”). The consolidated financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with HKFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies.

### 2.1 Going concern

As at 31 December 2017, the Group had net current liabilities of approximately HK\$1,381 million, which was primarily due to the drawn down of approximately HK\$2,388 million of the relatively lower interest rate short-term revolving facility, from Sinopec Century Bright Capital Investment Limited (“**Century Bright**”), for the settlement of consideration payable for the acquisition of the entire equity interest in Yu Ji Pipeline Company completed in December 2015. This short-term revolving facility is a financing arrangement within Sinopec Group companies.

The board of directors of the Company has considered, among others, internally generated funds and financial resources available to the Group in the adoption of going concern basis in the preparation of the consolidated financial statements. In December 2017, the Group has renewed the short-term revolving facility of US\$500 million (equivalent to approximately HK\$3,878 million) provided by Century Bright, expiring on 31 December 2018. Subject to fulfilment of certain conditions, Century Bright has confirmed their intention that without unforeseen situation, approval of renewal of the short-term facility is expected.

Based on the above, the directors of the Company believe that the Group will have adequate resources to continue its operations for the foreseeable future for a period that is not less than 12 months from the end of the reporting period. Accordingly, the directors of the Company continue adopting the going concern basis in preparing consolidated financial statements.

## 2.2 Change in accounting estimates of the useful life of natural gas pipeline

Starting from 1 January 2017, the useful life of natural gas pipeline of the Group has been changed from 20 years to 30 years, so as to reflect the physical conditions of the pipeline and to provide more reliable and relevant information of the Group. The change has been applied prospectively from 1 January 2017.

Accordingly, the adoption of the change in the estimated useful life of the natural gas pipeline has no effect on prior years. The effects of the above change are summarised below:

Consolidated statement of comprehensive income for the year ended 31 December 2017

	<i>HK\$'000</i>
Decrease in depreciation	109,277
Increase in income tax expenses	27,319
Increase in profit for the year and profit attributable to owners of the Company	81,958

## 2.3 Changes in accounting policy and disclosures

### *(a) Amended standards adopted by the Group*

HKAS 12 (Amendments)	Income taxes
HKAS 7 (Amendments)	Statement of cash flows
Annual improvement to HKFRSs 2014-2016 cycle: HKFRS 12 Amendments	Disclosure in other entities

The adoption of these amendments to standards and interpretation have no significant effects on the Group's financial information.

***(b) New standards, amendments and interpretations have been issued but are not effective for the financial year beginning 1 January 2017 and have not been early adopted***

The following standards, amendments to standards and interpretation have been published and are mandatory for the Group's accounting periods beginning on or after 1 January 2018 or later periods, but the Group has not early adopted them:

		<b>Effective for accounting periods beginning on or after</b>
Amendments to HKAS 40	Transfer of investment properties	1 January 2018
Amendments to HKFRS 1 and HKAS 28	Annual Improvements to HKFRS 2014-2016 Cycle	1 January 2018
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions	1 January 2018
Amendments to HKFRS 4	Insurance Contracts applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts	1 January 2018
HK(IFRIC) 22	Foreign currency transactions and advance consideration	1 January 2018
HKFRS 9	Financial instruments	1 January 2018
HKFRS 15	Revenue from contracts with customers	1 January 2018
HKFRS 16	Leases	1 January 2019
HK(IFRIC) 23	Uncertainty over income tax treatments	1 January 2019
HKFRS 17	Insurance Contracts	1 January 2022
HKFRS 10 and HKAS 28 (Amendments)	Sale or contribution of assets between an investor and its associate or joint venture	To be announced

***HKFRS 9, 'Financial instruments'***

The new standard addresses and introduces new requirements for the classification, measurement and derecognition of financial instruments, hedge accounting, and a new impairment model for financial assets.

The new standard also introduces expanded disclosure requirements and changes in presentation. These are expected to change the nature and extent of the Group's disclosures about its financial instruments particularly in the year of the adoption of the new standard.

The Group has assessed that its financial assets currently measured at amortised cost or fair value through profit or loss will continue with their respective classification and measurements upon the adoption of HKFRS 9.

The Group has also assessed on a forward looking basis the expected credit losses associated with its financial assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The impairment provision is determined based on the 12-month expected credit losses which are not material to the Group.

### ***HKFRS 15, 'Revenue from contracts with customers'***

The HKICPA has issued a new standard for the recognition of revenue. This will replace HKAS 18 which covers contracts for goods and services and HKAS 11 which covers construction contracts. The new standard is based on the principle that revenue is recognised when control of a good or service transfers to a customer. The standard permits either a full retrospective or a modified retrospective approach for the adoption.

The Group has assessed the effects of the applying the new standard on the consolidated financial statements and has not identified any material impact to the Group.

### ***HKFRS 16, 'Leases'***

HKFRS 16 will result in almost all leases being recognised on the balance sheet, as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low-value leases.

The accounting for lessors will not significantly change.

The standard will affect primarily the accounting for Group's operating leases. At 31 December 2017, the Group had operating lease commitments of HK\$41,087,000. Upon adoption of HKFRS 16 the majority of operating lease commitments will be recognised in the consolidated balance sheet as lease liabilities and right-of-use assets. The lease liabilities would subsequently be measured at amortised cost and the right-of-use asset will be depreciated on a straight-line basis during the lease term.

The Group has not early adopted the above standards, amendments and interpretations on the Group's accounting policies and financial statements.

There are no other standards that are not yet effective and that would be expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

### 3 Segment reporting

The Group manages its businesses by divisions, which are organised by its business lines (products and services). In a manner consistent with the way in which information is reported internally to the Group's chief operating decision-maker for the purposes of resource allocation and performance assessment, the Group has identified three reportable segments, namely, rendering of crude oil jetty and storage services, rendering of vessel chartering and logistics services and rendering of natural gas pipeline transmission services. All operating segments which fulfil the aggregation criteria under HKFRS 8 – Operating segments identified by the Group's chief operating decision-maker have been aggregated in arriving at the reportable segments of the Group.

- Crude oil jetty and storage services: this segment provides crude oil transportation, unloading, storage and other jetty services for oil tankers. Currently, the Group's activities in this regard are carried out in the PRC, Europe and the Middle East.
- Vessel chartering and logistics services: this segment provides vessel chartering services for liquefied natural gas and crude oil transportation. Currently, the Group's activities are mainly carried out in the PRC, Australia and Papua New Guinea.
- Natural gas pipeline transmission services: this segment provides transmission services through its natural gas pipelines located in the PRC.

For the purposes of assessing segment performance and allocating resources between segments, the Group's chief operating decision-maker monitors the results, assets and liabilities attributable to each reporting segment on the following basis:

Segment assets included all assets, except for cash and cash equivalents, investment properties, dividend receivable from joint ventures, prepaid land lease payments, property, plant and equipment and unallocated trade and other receivables. Segment liabilities exclude unallocated trade and other payables, borrowings and deferred income tax liabilities. The Group's chief operating decision-maker has determined to present segment assets, liabilities and results of associates and joint ventures under respective segments. Comparative information has been reclassified to conform with current year's presentation.

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

Revenue and expenses are allocated to the reportable segments with reference to revenue generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments.

The measure used for reporting segment profit is "segment results". Segment results includes the operating profit generated by the segment and finance costs directly attributable to the segment. Items that are not specifically attributed to individual segments, such as unallocated other income, unallocated other finance income, unallocated depreciation and amortisation and other corporate costs or income are excluded from segment results.

In addition to receiving segment information concerning segment results, management is also provided with segment information concerning bank interest income, depreciation and amortisation and capital expenditures used by the segments in their operations.

Information regarding the Group's reportable segments as provided to the Group's chief operating decision-maker for the purposes of resource allocation and assessment of segment performance for the year ended is set out as follow:

(i) As at and for the year ended 31 December 2017:

**Year ended 31 December 2017**

	Crude oil jetty and storage services <i>HK\$'000</i>	Vessel chartering and logistics services <i>HK\$'000</i>	Natural gas pipeline transmission services <i>HK\$'000</i>	Total <i>HK\$'000</i>
<b>Segment revenue</b>	<u>592,354</u>	<u>–</u>	<u>1,136,885</u>	<u>1,729,239</u>
<b>Segment results</b>				
– Company and subsidiaries	231,206	–	475,167	706,373
– Associates	136,271	7,060	–	143,331
– Joint ventures	<u>642,903</u>	<u>56,275</u>	<u>–</u>	<u>699,178</u>
	<u>1,010,380</u>	<u>63,335</u>	<u>475,167</u>	<u>1,548,882</u>
Unallocated other corporate expenses				<u>(121,181)</u>
Profit before income tax				1,427,701
Income tax expenses				<u>(221,045)</u>
Profit for the year				<u>1,206,656</u>
<b>Other segment items</b>				
Bank interest income	569	–	3,248	3,817
Depreciation and amortisation	(171,928)	–	(263,887)	(435,815)
Capital expenditures	<u>(30,550)</u>	<u>–</u>	<u>(20,124)</u>	<u>(50,674)</u>
<b>As at 31 December 2017</b>				
<b>Segment assets</b>				
– Company and subsidiaries	2,298,904	–	5,296,817	7,595,721
– Associates	760,702	77,554	–	838,256
– Joint ventures	<u>6,266,868</u>	<u>851,853</u>	<u>–</u>	<u>7,118,721</u>
	<u>9,326,474</u>	<u>929,407</u>	<u>5,296,817</u>	<u>15,552,698</u>
<b>Unallocated assets</b>				
– Cash and cash equivalents				409,855
– Trade and other receivables				25,110
– Investment properties				61,988
– Property, plant and equipment				86,345
– Dividend receivable from joint ventures				340,946
– Prepaid land lease payments				611,808
				<u>1,536,052</u>
<b>Total assets</b>				<u>17,088,750</u>
<b>Segment liabilities</b>	<u>116,011</u>	<u>–</u>	<u>2,937,496</u>	<u>3,053,507</u>
<b>Unallocated liabilities</b>				
– Trade and other payables				167,687
– Borrowings				2,387,658
– Deferred income tax liabilities				109,993
				<u>2,665,338</u>
<b>Total liabilities</b>				<u>5,718,845</u>

(ii) As at and for the year ended 31 December 2016:

Year ended 31 December 2016

	Crude oil jetty and storage services <i>HK\$ '000</i>	Vessel chartering and logistics services <i>HK\$ '000</i>	Natural gas pipeline transmission services <i>HK\$ '000</i>	Total <i>HK\$ '000</i>
<b>Segment revenue</b>	<u>586,512</u>	<u>140,473</u>	<u>1,039,605</u>	<u>1,766,590</u>
<b>Segment results</b>				
– Company and subsidiaries	242,578	59,139	191,156	492,873
– Associates	130,649	4,900	–	135,549
– Joint ventures	<u>639,386</u>	<u>4,742</u>	<u>–</u>	<u>644,128</u>
	<u>1,012,613</u>	<u>68,781</u>	<u>191,156</u>	<u>1,272,550</u>
Unallocated other corporate expenses				<u>(132,247)</u>
Profit before income tax				1,140,303
Income tax expenses				<u>(135,317)</u>
Profit for the year				<u>1,004,986</u>
<b>Other segment items</b>				
Bank interest income	263	3,926	6,232	10,421
Depreciation and amortisation	(148,503)	(1,420)	(374,421)	(524,344)
Capital expenditures	<u>(142,553)</u>	<u>(44)</u>	<u>(138,609)</u>	<u>(281,206)</u>
As at 31 December 2016				
<b>Segment assets</b>				
– Company and subsidiaries	2,244,228	–	5,512,290	7,756,518
– Associates	640,463	70,321	–	710,784
– Joint ventures	<u>5,735,727</u>	<u>724,470</u>	<u>–</u>	<u>6,460,197</u>
	<u>8,620,418</u>	<u>794,791</u>	<u>5,512,290</u>	<u>14,927,499</u>
<b>Unallocated assets</b>				
– Cash and cash equivalents				323,206
– Trade and other receivables				44,286
– Investment properties				62,555
– Property, plant and equipment				85,928
– Dividend receivable from joint ventures				236,053
– Prepaid land lease payments				<u>620,279</u>
				<u>1,372,307</u>
<b>Total assets</b>				<u>16,299,806</u>
<b>Segment liabilities</b>	<u>122,304</u>	<u>–</u>	<u>3,429,529</u>	<u>3,551,833</u>
<b>Unallocated liabilities</b>				
– Trade and other payables				773,589
– Borrowings				2,273,812
– Deferred income tax liabilities				<u>99,800</u>
				<u>3,147,201</u>
<b>Total liabilities</b>				<u>6,699,034</u>

**(b) Analysis of information by geographical regions**

The following tables set out information about the geographical information of the Group's revenue, non-current assets and total assets. In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers, and segment assets are based on the geographical location of the assets.

**Revenue**

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
The PRC	1,729,239	1,626,117
Hong Kong	—	140,473
	<u>1,729,239</u>	<u>1,766,590</u>

**Non-current assets**

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
The PRC	12,025,062	11,426,023
Europe	1,429,214	1,250,990
Indonesia	698,406	706,480
Hong Kong	954,703	821,368
United Arab Emirates	549,697	582,032
Other	788	837
	<u>15,657,870</u>	<u>14,787,730</u>

**Total assets**

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
The PRC	12,984,877	12,557,960
Europe	1,429,214	1,250,990
Indonesia	805,641	813,589
Hong Kong	1,318,533	1,094,398
United Arab Emirates	549,697	582,032
Other	788	837
	<u>17,088,750</u>	<u>16,299,806</u>

**(c) Major customers**

For the purpose of disclosure under segment reporting, one customer (including China Petroleum & Chemical Corporation Guangzhou Branch and Sinopec Gas Company) (2016: one customer, including China Petroleum & Chemical Corporation Guangzhou Branch and Sinopec Gas Company) from crude oil jetty services and natural gas pipeline transmission services has transactions that exceeded 94% of the Group's revenue, amounting to HK\$1,624,098,000 (2016: HK\$1,697,415,000). This customer mainly operates in the PRC.

**(d) Capital expenditures**

	<b>2017</b>	2016
	<b><i>HK\$'000</i></b>	<i>HK\$'000</i>
Hong Kong	–	44
The PRC	<u>50,674</u>	<u>281,162</u>
	<u><b>50,674</b></u>	<u><b>281,206</b></u>

**4 Revenue**

	<b>2017</b>	2016
	<b><i>HK\$'000</i></b>	<i>HK\$'000</i>
Provision of services:		
– Crude oil and storage services	<b>592,354</b>	586,512
– Vessel chartering and logistics services	–	140,473
– Natural gas pipeline transmission services	<u><b>1,136,885</b></u>	<u>1,039,605</u>
	<u><b>1,729,239</b></u>	<u><b>1,766,590</b></u>

## 5 Other income and other gains, net

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Other income:		
– Rental income from investment properties	8,070	8,593
– Sale of fuel oil for vessels	–	13,551
– Government grants	56,083	54,391
– Interest income from loan to:		
– An associate	4,085	3,750
– A joint venture	36,244	18,880
– Management fee income from a joint venture	3,249	3,420
	<u>107,731</u>	<u>102,585</u>
Other gains/(losses):		
– Net foreign exchange gain	10,001	5,067
– Net loss on disposal of property, plant and equipment	(113)	(840)
– Others	18	517
	<u>9,906</u>	<u>4,744</u>
	<u><u>117,637</u></u>	<u><u>107,329</u></u>

## 6 Expenses by nature

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Cost of inventories sold		
– fuel oil for vessels	–	36,514
Depreciation		
– properties, plant and equipment	441,313	516,061
– investment properties	3,020	3,043
Amortisation of prepaid land lease payments	18,425	19,086
Employee benefit expenses, including directors' remuneration	96,815	100,978
Management fees to a fellow subsidiary	9,458	9,010
Expenses relating to investment properties	601	998
Operating lease charges: minimum lease payments		
– hire of vessels	–	62,293
– hire of natural gas storage	51,335	112,507
– hire of a property	12,278	12,205
	<u><u>12,278</u></u>	<u><u>12,205</u></u>

## 7 Income tax expenses

	<i>Note</i>	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Current income tax:			
– Hong Kong profits tax	<i>(b)</i>	3,402	1,398
– PRC current income tax	<i>(c)</i>	174,870	104,527
– Withholding tax		<u>40,473</u>	<u>19,291</u>
		218,745	125,216
Deferred income tax charged	<i>(d)</i>	<u>2,300</u>	<u>10,101</u>
		<u><u>221,045</u></u>	<u><u>135,317</u></u>

- (a) The Company was incorporated in Bermuda as an exempted company with limited liability under the Companies Law of the Bermuda and, accordingly, is exempted from payment of the Bermuda income tax.
- (b) Hong Kong profits tax has been provided at the rate of 16.5% (2016: 16.5%) on the estimated assessable profit for the year.
- (c) The provision for PRC current income tax is based on a statutory income tax rate of 25% of the assessable income of the Group as determined in accordance with the relevant income tax rules and regulations of the PRC (2016: 25%).
- (d) Dividend distributions out of profit of foreign-invested enterprises earned in the PRC subsequent to 1 January 2008 is subject to withholding tax at tax rate of 5% or 10%. During the year, withholding tax was provided for portion of the relevant undistributed profits of the Group's subsidiaries, joint ventures and associates established in the PRC at tax rate of 5% (2016: 5% or 10%).

## 8 Earnings per share

	2017	2016
Profit attributable to equity holders of the Company (HK\$'000)	1,207,928	1,005,259
Weighted average number of ordinary shares in issue (shares'000)	2,486,160	2,486,160
Basic earnings per share (HK cents per share)	<u>48.59</u>	<u>40.43</u>

Diluted earnings per share is the same as the basic earnings per share as there were no dilutive potential ordinary shares in the current and prior years.

## 9 Trade and other receivables

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Trade receivables		
– An intermediate holding company and a fellow subsidiary	567,961	576,634
– Bills receivables	32,300	55,998
– Others	6,010	1,704
	<u>606,271</u>	<u>634,336</u>
Other receivables		
– Amounts due from an intermediate holding company and fellow subsidiaries	–	250,423
– Dividend receivables from joint ventures	340,946	236,053
– Management fee receivable from a joint venture	–	3,420
– Others	58,508	49,054
	<u>399,454</u>	<u>538,950</u>
	<u><b>1,005,725</b></u>	<u><b>1,173,286</b></u>

The Group grants credit periods of 30 to 90 days or one year from the date of billing to its customers.

The amounts due from an intermediate holding company are unsecured, interest free and repayable on demand.

The ageing analysis of the trade receivables based on invoice date was as follows:

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Within 1 month	173,321	64,092
1 to 2 months	82,050	213,372
2 to 3 months	–	16,769
Over 3 months but less than 12 months	350,900	340,103
	<u>606,271</u>	<u>634,336</u>
	<u><b>606,271</b></u>	<u><b>634,336</b></u>

## 10 Dividends

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Interim dividend declared and paid of HK5 cents (2016: HK3.5 cents) per ordinary share	124,308	87,016
Final dividend proposed HK7 cents (2016: HK3.5 cents) per ordinary share	<u>174,031</u>	<u>87,016</u>
	<u><b>298,339</b></u>	<u><b>174,032</b></u>

A final dividend in respect of the year ended 31 December 2017 of HK7 cents per share, amounting to a total dividend of HK\$174,031,000 is to be proposed at the annual general meeting on 27 June 2018. These financial statements do not reflect this dividend payable.

## 11 Trade and other payables

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Trade payables		
– Fellow subsidiaries	42,586	14,873
– Others	<u>70,571</u>	<u>36,452</u>
	<u><b>113,157</b></u>	<u><b>51,325</b></u>
Other payables		
– Amounts due to the immediate holding company, an intermediate holding company and fellow subsidiaries	75,803	743,536
– Accrued charges	<u>174,439</u>	<u>148,716</u>
	<u><b>250,242</b></u>	<u><b>892,252</b></u>
	<u><b>363,399</b></u>	<u><b>943,577</b></u>

The amounts due to the immediate holding company, an intermediate holding company and fellow subsidiaries are unsecured, interest free and repayable on demand.

The ageing analysis of the trade payables based on the invoice date was as follows:

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Due within 1 month or on demand	113,091	51,259
Due after 1 month but within 3 months	<u>66</u>	<u>66</u>
	<u><b>113,157</b></u>	<u><b>51,325</b></u>

## 12 Commitments

- (a) As at 31 December 2017, the outstanding capital commitments not provided for in the financial statements were as follows:

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Contracted for but not provided for	<u><b>372,136</b></u>	<u><b>340,448</b></u>

- (b) As at 31 December 2017, the total future minimum lease payments under non-cancellable operating leases were payable as follows:

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Within 1 year	8,494	71,943
After 1 year but within 5 years	20,220	7,208
After 5 years	<u>12,373</u>	<u>13,214</u>
	<u><b>41,087</b></u>	<u><b>92,365</b></u>

The Group leases a number of properties with an initial lease term of 3 to 32 years, with an option to renew the lease. None of the leases includes contingent rentals.

## **FINAL DIVIDEND**

The Board recommended a dividend of HK12 cents per share payable in cash for the whole year of 2017 (2016: HK7 cents per share), excluding the interim dividend of HK5 cents per share in cash for 2017 (2016: HK3.5 cents per share) paid on 18 October 2017, the final dividend of HK7 cents per share in cash for 2017 (2016: HK3.5 cents per share) will be paid to all the shareholders whose names appear in the register of the members of the Company on 13 July 2018 (Friday).

## **CLOSURE OF REGISTER OF MEMBERS**

### **(i) For determining the entitlement to attend and vote at the 2017 annual general meeting**

The Company will convene the 2017 annual general meeting on 27 June 2018 (Wednesday), and the register of members of the Company will be closed from 21 June 2018 (Thursday) to 27 June 2018 (Wednesday) (both days inclusive) during which period no transfer of shares will be registered. In order to qualify for attending the 2017 annual general meeting of the Company and casting votes at the meeting, all share transfers, accompanied by the relevant share certificates, must be lodged with Tricor Secretaries Limited, the branch share registrar of the Company at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:00 p.m. on 20 June 2018 (Wednesday).

### **(ii) For determining the entitlement to the proposed final dividend**

The register of members of the Company will be closed from 9 July 2018 (Monday) to 13 July 2018 (Friday) (both days inclusive) during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, all share transfers, accompanied by the relevant share certificates, must be lodged with Tricor Secretaries Limited, the branch share registrar of the Company at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:00 p.m. on 6 July 2018 (Friday). The cheques for dividend payment will be sent to shareholders on or about 23 July 2018 (Monday).

## MANAGEMENT DISCUSSION AND ANALYSIS

### Business review and outlook

During 2017, the Chinese government actively promoted the use of clean energy and granted higher quota for local refineries in using imported crude oil. This created favourable market environment for the Group's natural gas pipeline transmission and oil terminal businesses. In order to fully grasp these opportunities, the Group took measures to ensure its safe and smooth operation, and enhance the service quality to expand its market coverage and business volumes. Both businesses achieved outstanding operating results with record highs in its oil terminal throughput and natural gas transmission volume during the year. Nevertheless, due to the suspension of its chartered vessel business, the Group's total revenue for 2017 dropped by approximately 2.11% year-on-year to approximately HK\$1,729 million, while its consolidated net profit grew by approximately 20.07% year-on-year to approximately HK\$1,207 million, translating into an earnings per share of HK48.59 cents. In view of the Company's cash positions and the needs for its future development, the Board recommended the payment of annual dividend of HK12 cents per share for 2017, representing a year-on-year growth of approximately 71.43%. Excluding the interim dividend of HK5 cents per share paid, a final dividend of HK7 cents per share for 2017 is recommended, which represents a year-on-year increase of 100%.

In 2017, China's natural gas market saw a phenomenal growth in demand as the government stepped up efforts to promote the use of clean energy to rein in air pollution. This created an exceptional opportunity for the natural gas pipeline transmission business of Sinopec Yu Ji Pipeline Company Limited ("**Yu Ji Pipeline Company**"), the Company's wholly-owned subsidiary. In the face of the new market conditions, Yu Ji Pipeline Company strove to overcome the challenges arising from the shortage of upstream resources by expanding its gas supply channels to boost natural gas supply. At the same time, it continuously optimized the production processes and further enhanced its pipeline network management so as to boost its transmission volume and improve profitability. In 2017, the natural gas transmission volume of Yu Ji Pipeline Company amounted to approximately 4.114 billion m<sup>3</sup>, representing a year-on-year increment of approximately 38.52%. This segment generated revenue of approximately HK\$1,137 million, representing a year-on-year increase of approximately 9.36%. The segment results were approximately HK\$475 million, representing a year-on-year growth of approximately 148.58%. Overall, the operating results were pleasing in 2017.

In 2017, Huizhou Daya Bay Huade Petrochemical Company Ltd. ("**Huade Petrochemical**"), a wholly-owned subsidiary of the Company, actively developed a systematic approach to its management and strove to improve its delicacy management standards. While securing stable operations, it made progress in the newly-built fuel oil storage project by putting forward completion acceptance works and preparing for the commencement of its commercial operation, which laid a solid foundation for its full operation in 2018. Besides, persistent efforts were made on exploring external cooperation opportunities to boost its revenue and improve profit. Although its business volume was adversely affected in 2017 by the maintenance of the refinery equipment of China Petroleum & Chemical Corporation ("**Sinopec Corp.**") Guangzhou Branch ("**Guangzhou Petrochemical**"), the largest customer of its downstream operations, which led to a reduction in crude oil imports, Huade Petrochemical's profitability will be continuously enhanced following the full operation of the newly-built fuel oil storage facilities in 2018 and the increasing external cooperation. During 2017, Huade Petrochemical unloaded approximately 11.63

million tonnes of crude oil from 87 oil tankers and transmitted approximately 11.72 million tonnes of crude oil, representing a year-on-year decrease of approximately 5.75% and 4.17% respectively. This segment generated revenue of approximately HK\$592 million, representing a year-on-year growth of approximately 1.00%. The segment results were approximately HK\$231 million, representing a year-on-year decrease of approximately 4.69%.

The year 2017 marked the third year of opening up of domestic crude oil market to local refineries by the Chinese government through the granting of import quota. With increasing imports by local refineries, China's crude oil imports continued to grow steadily. While ensuring safe and stable operations, the Company's oil terminal joint ventures and associates strengthened their service quality assessments and all-round service awareness. They were committed to delivering efficient, convenient and unique services and energetically expanded their markets and business scales. As a result, their throughput volumes had maintained steady growth for the past consecutive years. For the year 2017, the aggregate throughput of Zhan Jiang Port Petrochemical Jetty Co., Ltd. ("**Zhan Jiang Port Terminal**"), Qingdao Shihua Crude Oil Terminal Co., Ltd. ("**Qingdao Shihua**"), Ningbo Shihua Crude Oil Terminal Co., Ltd. ("**Ningbo Shihua**"), Rizhao Shihua Crude Oil Terminal Co., Ltd. ("**Rizhao Shihua**"), Tianjin Port Shihua Crude Oil Terminal Co., Ltd. ("**Tianjin Shihua**") and Tangshan Caofeidian Shihua Crude Oil Terminal Co., Ltd. ("**Caofeidian Shihua**") (collectively, the "**Six Domestic Terminal Companies**") reached approximately 223 million tonnes, representing a year-on-year growth of approximately 13.20%. Despite the negative impacts resulting from the expiry of preferential income tax treatment and higher income tax charges in some of the terminal joint ventures in 2017, the Six Domestic Terminal Companies still generated an aggregate investment return of approximately HK\$743 million, representing a year-on-year increment of approximately 4.35%.

The overall performance of the Group's liquefied natural gas ("**LNG**") vessel construction and LNG shipping business remained stable in 2017, with three LNG vessels completed constructions and were put into commercial operations as scheduled. As at the end of 2017, a total of six LNG vessels were in commercial operations, of which the two LNG vessels under the Papua New Guinea LNG Project ("**PNGLNG**") completed 25 voyages during the year and generated an investment return of approximately HK\$7.06 million, representing a year-on-year improvement of approximately 44.08%. The four LNG vessels under the Australia Pacific LNG Project ("**APLNG**") completed a total of 35 voyages and generated an investment return of approximately HK\$56.28 million, representing a year-on-year growth of approximately 1,087.34%. After another two LNG vessels come on stream in 2018, all the eight LNG vessels under PNGLNG and APLNG will become fully operational. The scale and profitability of the Group's LNG vessel business are expected to grow further.

With the changing expectations on international crude oil price movements, the competition in international oil storage market was increasingly intensified in 2017. This, together with the deteriorating geopolitical situation in certain regions, imposed greater challenges on the production and operation of Fujairah Oil Terminal FZC ("**FOT**") and Vesta Terminals B.V. ("**Vesta**"), the Company's joint ventures. Lower leasing rates and rentals in their oil tanks were seen for certain period during the year. In face of these challenges, the Group increased income and reduced expenditures through external market exploration and internal cost control, and improved competitiveness through short-term measures and long-term planning. By flexibly adopting these effective measures, the Group enhanced the efficiency of these companies. During the year, FOT generated an investment return of approximately

HK\$30.20 million, representing a year-on-year decrease of approximately 1.24%, while Vesta generated an investment return of approximately HK\$6.42 million, representing a year-on-year reduction of approximately 76.46%.

Looking back, we are satisfied with the Group's achievements while going through numerous challenges. Going forward, the Group will adhere to its established development strategy and stick to its business philosophy of "placing production safety as its top priority and pursuing market-oriented development". We will seize the emerging market opportunities to build the Group into a "world-class petrochemical storage and logistics company" as soon as possible and strive for excellence in the Group's operating results to give back to our shareholders, staff and the society.

## REVENUE AND COST OF SALES

For the year ended 31 December 2017, the Group's revenue was approximately HK\$1,729,239,000 (2016: HK\$1,766,590,000), representing a decrease of approximately 2.11% as compared with the same period last year, and its cost of sales was approximately HK\$864,771,000 (2016: HK\$1,136,201,000), representing a decrease of approximately 23.89% as compared with the same period last year. The decreases in the Group's revenue and cost of sales were mainly due to the following reasons: firstly, as the Group had not operated the chartered vessel business since the beginning of 2017, no revenue and costs relating to such business were incurred; secondly, the PRC National Development and Reform Commission (the "NDRC") issued the Measures for the Supervision and Review of Natural Gas Pipeline Transportation Pricing Costs (for Trial Implementation) (《天然氣管道運輸定價成本監審辦法(試行)》) (the "Cost Supervision and Review Measures") on 9 October 2016 and implemented a new natural gas transmission tariff on 1 September 2017; thirdly, with reference to the Cost Supervision and Review Measures, Yu Ji Pipeline Company adjusted the depreciation durations for fixed assets accordingly since 1 January 2017, and in particular, the useful life of natural gas pipeline was adjusted from 20 years to 30 years, which led to a substantial decrease in the depreciation charges of Yu Ji Pipeline Company for 2017; and fourthly, following the spirit of the Cost Supervision and Review Measures, the useful life of gas storage facilities leased by Yu Ji Pipeline Company from Natural Gas Branch Company of Sinopec Corp. ("Sinopec Natural Gas Branch Company") was adjusted from 14 years to 30 years since 1 January 2017, which led to a substantial drop in the rental of gas storage facilities paid in accordance with the actual incurred cost of gas storage facilities for 2017.

## GROSS PROFIT AND OPERATING PROFIT

For the year ended 31 December 2017, the Group's gross profit was approximately HK\$864,468,000 (2016: HK\$630,389,000), representing an increase of approximately 37.13% as compared with the same period last year; the operating profit was approximately HK\$747,638,000 (2016: HK\$553,961,000), representing an increase of approximately 34.96% as compared with the same period last year. Increases in both gross profit and operating profit were mainly due to the substantial increase in the operating results of Yu Ji Pipeline Company brought by the sharp growth in its natural gas transmission volume in 2017.

## **ADMINISTRATIVE EXPENSES**

For the year ended 31 December 2017, the Group's administrative expenses were approximately HK\$214,657,000 (2016: HK\$162,997,000), representing an increase of approximately 31.69% as compared with the same period last year. The increase in administrative expenses was mainly due to higher maintenance expenses resulting from Yu Ji Pipeline Company's increased efforts in this regard to eliminate safety hazards and ensure the safety of natural gas pipeline transmission in 2017. Besides, higher legal costs arising from arbitration for the construction of 2.60 million m<sup>3</sup> oil storage and terminal facilities in Indonesia (the "**Batam Project**") was incurred in 2017.

## **FINANCE INCOME**

For the year ended 31 December 2017, the Group's finance income was approximately HK\$3,833,000 (2016: HK\$10,421,000), representing a decrease of approximately 63.22% as compared with the same period last year, which was mainly due to a decrease in bank interest income on lower average deposits of the Group in 2017.

## **FINANCE COSTS**

For the year ended 31 December 2017, the Group's finance costs were approximately HK\$166,279,000 (2016: HK\$203,756,000), representing a decrease of approximately 18.39% as compared with the same period last year, which was mainly due to a decrease in interest expenses on lower borrowings of the Group in 2017.

## **INCOME TAX EXPENSES**

For the year ended 31 December 2017, the Group's income tax expenses were approximately HK\$221,045,000 (2016: HK\$135,317,000), representing a substantial increase of approximately 63.35% as compared with the same period last year, which was mainly due to the substantial increase in taxable profit of Yu Ji Pipeline Company, a wholly-owned subsidiary of the Company, in 2017.

## **PROFIT BEFORE INCOME TAX AND PROFIT FOR THE YEAR**

For the year ended 31 December 2017, the Group's profit before income tax was approximately HK\$1,427,701,000 (2016: HK\$1,140,303,000), representing a significant increase of approximately 25.20% as compared with the same period last year; profit for the Year was approximately HK\$1,206,656,000 (2016: HK\$1,004,986,000), representing an increase of approximately 20.07% as compared with the same period last year. The substantial increases in profit before income tax and profit for the Year were mainly due to the substantially improved operating results of the natural gas pipeline transmission business of the Group in 2017, and the steady growth in investment return from oil terminal associates and joint ventures of the Group in China.

## **PREPAYMENT AND OTHER RECEIVABLES**

As at 31 December 2017, the Group's prepayment and other receivables were approximately HK\$50,082,000 (as at 31 December 2016: HK\$0), which was mainly dredging expenses for channel maintenance incurred by Huade Petrochemical in 2017 and classified as long-term prepayment assets.

## **INTERESTS IN ASSOCIATES AND INTERESTS IN JOINT VENTURES**

As at 31 December 2017, the Group's interests in associates amounted to approximately HK\$838,256,000 (as at 31 December 2016: HK\$710,784,000), representing an increase of approximately 17.93% as compared with the end of last year, whereas the Group's interests in joint ventures amounted to approximately HK\$7,118,721,000 (as at 31 December 2016: HK\$6,460,197,000), representing an increase of approximately 10.19% as compared with the end of last year. The increases in interests in associates and interests in joint ventures were mainly due to better operating results of oil terminal associates and joint ventures of the Group in China for 2017 and the appreciation of RMB versus HK\$ as at the end of 2017 over the end of 2016.

## **TRADE AND OTHER RECEIVABLES**

As at 31 December 2017, the Group's trade and other receivables were approximately HK\$1,005,725,000 (as at 31 December 2016: HK\$1,173,286,000), representing a decrease of approximately 14.28% as compared with the end of last year, which was mainly due to enhanced management and increased efforts in calling up of trade receivables by the Group in 2017.

## **LIQUIDITY AND SOURCE OF FINANCE**

As at 31 December 2017, the Group's cash and cash equivalents amounted to approximately HK\$409,855,000 (as at 31 December 2016: HK\$323,206,000), representing an increase of approximately 26.81% as compared with the end of last year, which was mainly due to increased efforts in calling up and settlement of trade receivables by the Group.

## **RESERVES AND EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY**

As at 31 December 2017, the Group's reserves were approximately HK\$11,084,169,000 (as at 31 December 2016: HK\$9,313,764,000), representing an increase of approximately 19.01% as compared with the end of last year, whereas equity attributable to equity holders of the Company were approximately HK\$11,332,785,000 (as at 31 December 2016: HK\$9,562,380,000), representing an increase of approximately 18.51% as compared with the end of last year. The increases in reserves and equity attributable to equity holders of the Company were mainly due to the substantial increase in the operating results of the Group for 2017.

## **GEARING RATIO**

As at 31 December 2017, the Group's current ratio (current assets to current liabilities) was approximately 0.51 (as at 31 December 2016: 0.47); and gearing ratio (total liabilities to total assets) was approximately 33.47% (as at 31 December 2016: 41.10%).

## **DEFERRED INCOME TAX LIABILITIES**

As at 31 December 2017, the Group's deferred income tax liabilities were approximately HK\$109,993,000 (as at 31 December 2016: HK\$99,800,000), representing an increase of approximately 10.21% as compared with the end of last year, which was mainly due to an increase in deferred income tax liabilities incurred resulting from higher profits of companies under the Group in China and the appreciation of RMB in 2017.

## **BORROWINGS**

As at 31 December 2017, the Group's borrowings amounted to approximately HK\$5,163,110,000 (as at 31 December 2016: HK\$5,627,603,000) in aggregate, including non-current and current borrowings of approximately HK\$2,775,452,000 (as at 31 December 2016: HK\$3,353,791,000) and approximately HK\$2,387,658,000 (as at 31 December 2016: HK\$2,273,812,000) respectively, representing a decrease of approximately 8.25% as compared with the end of last year, which was mainly due to increased debt repayment of the Group in 2017.

## **GOVERNMENT GRANTS**

As at 31 December 2017, the Group had government grants of approximately HK\$21,491,000 (as at 31 December 2016: HK\$13,178,000), representing an increase of approximately 63.08% as compared with the end of last year, mainly from local government grants for commencing the safety risk rectification works in crude oil pipelines of Huade Petrochemical during 2017.

## **TRADE AND OTHER PAYABLES**

As at 31 December 2017, the Group's trade and other payables were approximately HK\$363,399,000 (as at 31 December 2016: HK\$943,577,000), representing a decrease of approximately 61.49% as compared with the end of last year, which was mainly because of the settlement of certain payables by the Group to its holding company Sinopec Corp. in 2017, the details of which are set forth in note 11 to the financial statements herein.

## **INCOME TAX PAYABLE**

As at 31 December 2017, the income tax payable of the Group was approximately HK\$60,852,000 (as at 31 December 2016: HK\$14,876,000), representing an increase of approximately 309.06% as compared with the end of last year, which was mainly due to higher taxable profit of Yu Ji Pipeline Company and increased income tax payables on dividends receivable by the Company from the joint ventures of the Company according to their dividend distribution proposals in 2017.

## **SIGNIFICANT INVESTMENT, ACQUISITION AND DISPOSAL**

Save as disclosed in this announcement, the Company did not have any other significant investment, acquisition and disposal for the year ended 31 December 2017.

## **EXCHANGE RISK**

The Company is engaged in oil storage, oil terminal and logistics businesses in the PRC, Europe and United Arab Emirates (“UAE”) through its respective subsidiaries, associates and joint ventures, and generates operating income in RMB, Euro and US\$ respectively. As the exchange rates of RMB, Euro and US\$ against HK\$ fluctuate, the Group faces exchange risk to a certain extent.

In addition, the Group signed a number of agreements in respect of the expansion of storage and logistics businesses. On 9 October 2012, the Group acquired 95% equity interest in PT. West Point Terminal (“**PT. West Point**”) and entered into the shareholders’ agreement for the Batam Project. In accordance with the shareholders’ agreement, as at 31 December 2017, the Group committed to a contribution obligation not exceeding the balance of US\$144,685,000. On 28 April 2013, the Group entered into the vessel sponsors’ undertakings in relation to the construction of six LNG vessels under Phase I of APLNG. Pursuant to the vessel sponsors’ undertakings, as at 31 December 2017, the Group undertook a contribution obligation not exceeding the balance of US\$30,118,034 in relation to the necessary shareholder’s loan and cost overrun for vessel construction. Along with the progress of those projects and schedules, the Group shall fulfill the corresponding contribution obligations in accordance with the above agreements. As the exchange rates of such currencies fluctuate from time to time, there may be differences between the amount in HK\$ to be paid accordingly and the amount based on the corresponding exchange rate as at the date of the agreements.

Save for the above, the Group was not exposed to any other significant foreign exchange risk during the Year.

## **BATAM PROJECT**

On 9 October 2012, the Company, through its wholly-owned subsidiary, Sinomart KTS Development Limited (“**Sinomart Development**”), acquired 95% equity interest in PT. West Point, and proposed to invest and construct the Batam Project in Indonesia via PT. West Point. Due to the minority shareholder from Indonesia, the project was still pending during the Period.

On 11 November 2016, Sinomart Development and PT. West Point received two requests for arbitration notices from the International Court of Arbitration of the International Chamber of Commerce (“**ICC**”) in respect of the submission of arbitration applications. Currently, the parties are conducting the said arbitration in accordance with the ICC arbitration proceedings. As at the date of this announcement, the arbitral tribunal has been established and the relevant parties are undergoing arbitration according to the schedule stipulated by the tribunal. It is hard to precisely predict the results of the arbitration at the current stage; therefore, investors are reminded to pay attention to the corresponding risk that may be arising from such uncertainties.

For details please refer to the announcements dated 15 November 2016 and 21 March 2017 published by the Company on the website of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (www.hkexnews.hk) and the website of the Company (www.sinopec.com.hk). The Company will take all appropriate measures in the above arbitration and protect the rights and interest of the Company.

## **EMPLOYEES AND EMOLUMENT POLICIES**

As at 31 December 2017, the Group had a total of 248 employees. Remuneration packages, including basic salaries, bonuses and benefits-in-kind, are structured with reference to market terms, trends of human resources costs in various regions, and employee contributions based on performance appraisals. Subject to the profit of the Group and the performance of the employees, the Group also provides discretionary bonuses to employees as an incentive for their greater contributions.

## **COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE**

The Company has complied with the applicable code provisions of the Corporate Governance Code (the “**Corporate Governance Code**”) contained in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) for the year ended 31 December 2017.

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

During the year ended 31 December 2017, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities.

## **AUDIT COMMITTEE**

As at the date of this announcement, the Audit Committee comprised three independent non-executive Directors. Upon the appointment of Ms. Wong Pui Sze, Priscilla as a member of the Audit Committee on 22 March 2018, the Audit Committee will comprise four independent non-executive Directors, of which Mr. Fong Chung, Mark is the chairperson. The Audit Committee is responsible for reviewing the accounting principles and practices, auditing, internal control and risk management, internal audit and legal and regulatory compliance of the Group. It also reviews the interim and annual results of the Group prior to recommending them to the Board for approval.

## **REMUNERATION COMMITTEE**

As at the date of this announcement, the remuneration committee of the Company (the “**Remuneration Committee**”) comprised three independent non-executive Directors and two executive Directors. Upon the appointment of Ms. Wong Pui Sze, Priscilla as a member of the Remuneration Committee on 22 March 2018, the Remuneration Committee will comprise six members, of which Ms. Tam Wai Chu, Maria, an independent non-executive Director, is the chairlady.

## NOMINATION COMMITTEE

As at the date of this announcement, the nomination committee of the Company (the “**Nomination Committee**”) comprised three independent non-executive Directors and two executive Directors. Upon the appointment of Ms. Wong Pui Sze, Priscilla as a member of the Nomination Committee on 22 March 2018, the Nomination Committee will comprise six members, of which Dr. Wong Yau Kar, David, an independent non-executive Director, is the chairperson.

## CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) set out in Appendix 10 of the Listing Rules as its own code of conduct regarding the Directors’ securities transactions. Having made specific enquiry to all Directors, all Directors confirmed that they had complied with the required standard set out in the Model Code during the year ended 31 December 2017.

## PUBLICATION OF ANNUAL RESULTS ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY

This announcement is published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.sinopec.com.hk](http://www.sinopec.com.hk)).

By order of the Board  
**Sinopec Kantons Holdings Limited**  
**Chen Bo**  
*Chairman*

Hong Kong, 21 March 2018

As at the date of this announcement, the Board comprises the following:

### **Executive Directors:**

Mr. Chen Bo (*Chairman*)  
Mr. Xiang Xiwen (*Deputy Chairman*)  
Mr. Dai Liqi  
Mr. Li Jianxin  
Mr. Wang Guotao  
Mr. Ye Zhijun (*Managing Director*)

### **Independent Non-Executive Directors:**

Ms. Tam Wai Chu, Maria  
Mr. Fong Chung, Mark  
Dr. Wong Yau Kar, David

\* *For identification purposes only*