



信義光能控股有限公司
XINYI SOLAR HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 00968

LEADING
GREEN NEW ENERGY
XINYI SOLAR

INTERIM
REPORT **2022**

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Financial Highlights

	Six months ended 30 June		Year ended 31
	2022	2021	December
	(Unaudited)	(Unaudited)	(Audited)
<i>(in HK\$ '000)</i>			
Revenue	9,697,539	8,074,911	16,064,655
Profit before income tax	2,657,283	4,018,474	6,568,321
Profit attributable to Company's equity holders	1,904,638	3,072,425	4,924,347
Dividends	889,560	1,511,234	2,400,744
<i>(Number of ordinary shares in '000)</i>			
Weighted average number of shares in issue	8,892,991	8,810,127	8,849,069
<i>(in Hong Kong cents)</i>			
Earnings per Share			
– Basic	21.42	34.87	55.65
– Diluted	21.40	34.81	55.56
Dividends per share	10.0	17.0	27.00
	<u> </u>	<u> </u>	<u> </u>
			At 31
	At 30 June		December
	2022	2021	2021
	(Unaudited)	(Unaudited)	(Audited)
<i>(in HK\$ '000)</i>			
Equity attributable to Company's equity holders	30,105,082	28,367,663	30,312,083
	<u> </u>	<u> </u>	<u> </u>

Dear Shareholders

On behalf of the board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Solar Holdings Limited (the “**Company**”), I present herewith the unaudited condensed consolidated interim results of the Company and its subsidiaries (collectively the “**Group**” or “**Xinyi Solar**”) for the six months ended 30 June 2022 (“**1H2022**”).

OVERVIEW

Despite high module prices and unresolved supply chain bottlenecks, the global photovoltaic (“**PV**”) installations continued to grow rapidly during the 1H2022 amid the global inflationary pressures, soaring fuel costs, regional energy crises and rising geopolitical tensions. The strong growth in the downstream PV installation has also led to a significant increase in the demand for solar glass and thus absorbed the increases in the supply from the solar glass industry. As a result, the overall supply and demand situation in the solar glass market remained relatively balanced during the 1H2022. Driven by the growth in market demand, the Group’s solar glass sales volume increased significantly by 44.6% year-on-year during the 1H2022. However, the lower average selling prices (“**ASP**”) and the higher raw material and energy costs offset the increase in the sales volume, resulting in a lower gross profit contribution from the Group’s solar glass segment compared to the six months ended 30 June 2021 (“**1H2021**”). As such, the Group’s consolidated net profit decreased in 1H2022.

During the 1H2022, the Group achieved consolidated revenue of HK\$9,697.5 million, representing a 20.1% increase as compared to the 1H2021. Profit attributable to equity holders of the Company decreased by 38.0% to HK\$1,904.6 million. Basic earnings per share were 21.42 HK cents for the 1H2022, compared to 34.87 HK cents for the 1H2021.

Chairman's Statement

BUSINESS REVIEW

Solar competitiveness continues to increase amidst the global inflationary pressure, regional energy crises and the rising geopolitical tensions

The high-cost environment in the solar value chain did not experience any material change during the 1H2022 as the polysilicon shortage, a demand-driven supply chain bottleneck, was still far from over. Slower-than-expected ramp-up of the new capacity and the strong demand have kept polysilicon prices high. Although this supply chain issue could not be fully resolved in the near future, the tight supply situation is expected to gradually improve in the second half of 2022 and 2023 as more new capacity will come on stream.

Besides that, the solar industry was challenged by other supply chain issues and policy uncertainties, including soaring commodity and energy prices, logistics disruption and the elevated freight charges caused by the COVID-19 pandemic and the uncertainty over tariffs on the solar modules exported to the United States (the "U.S.") from certain Southeast Asian countries. Nonetheless, the global PV development continued to show resilience, with many countries seeing better-than-expected PV capacity growth during the 1H2022.

The installation costs showed no drop in general or even some increases during the 1H2022 but the competitiveness of solar power has increased amidst the global inflationary pressure and the significant increases in the energy costs. In addition, the escalating geopolitical tensions have increased the urgency for some countries to accelerate the clean energy transition to secure energy sovereignty for the purpose of reducing the extreme energy price risk.

Given that the above positive drivers are expected to continue whilst the negative drivers would gradually ease, the growth rate of the global PV installation is expected to accelerate in the next two to three years.

Global PV installations continued to grow rapidly despite various challenges

With the continuous technology improvements and the increasing variety of applications, the role of solar power in the global energy transition is becoming more prominent. Despite the increase in the solar component costs and other challenges, the annual global PV installations reached a new all-time high in 2021.

According to the Snapshot of Global PV Markets 2022 issued by the International Energy Agency, PV capacity of at least 175 gigawatts ("GW") were installed and commissioned globally in the year of 2021, representing an increase of 20.7% as compared to 145GW in 2020. China continued to be the world's largest PV market in terms of annual installed capacity, accounting for around 31% of the global new installations in 2021. On the other hand, the rest of the global PV market also grew significantly from 97GW in 2020 to at least 120GW in 2021, representing a year-on-year increase of 24%. There were at least 20 countries with more than 1GW installation and all top ten PV markets each had at least 3GW installation.

PV installations not only grew rapidly in major markets, but also in many other regions around the world. A more diversified PV market could help to reduce global PV demand fluctuations caused by changes in the PV policies each of individual countries and international trade disputes, which is conducive to the Company's capacity expansion plans.

Hampered by the uncertain regulatory policies related to the import of solar modules, PV installations in the U.S. fell far short of initial expectations during the 1H2022. The global PV growth during the 1H2022 was mainly driven by the strong demand from China, the European Union and India, which more than offset the decline in the U.S.

Chairman's Statement

Distributed generation continued to be a key growth driver of China's PV installations during the 1H2022

For China's PV development during the 1H2022, the growth in the utility-scale centralised segment was still affected by high system costs, land availability, mandatory energy storage and other policy requirements. In contrast, the distributed generation market continued to grow rapidly due to lower price sensitivity, policies support and subsidies from local governments. According to the statistics compiled by the National Energy Administration ("NEA"), the newly installed PV capacity grew by 137% year-on-year to 30.88GW in 1H2022 and new distributed installations accounted for 63.6% of the total increase, up 157% year-on-year.

The PRC government has stepped up its efforts to promote distributed PV deployments across the country. Distributed PV generation will play an important role in driving the energy reform in China to achieve the dual carbon goal, reduce the risk of power curtailment and mitigate the pressure of rising energy prices.

In addition to those distributed PV generation projects, the implementation of "power generation, grid, loads and storage" integration projects and the development of mega-sized wind and PV power generation bases is also an important measure for the promotion of China's green and low-carbon energy transition. In 2021, the government introduced a number of guiding policies to accelerate the construction of mega-sized wind and PV power generation bases in desert areas. It is expected that the solar value chain, including the solar glass industry, will soon usher in more development opportunities following the details of such guiding policies announced.

Downward pressure on margins due to significant increase in production costs and increased competition

The overall supply and demand situation in the solar glass market remained relatively balanced during the 1H2022, but solar glass manufacturers have faced increasing pressure on gross margins as production costs rose sharply.

Demand for solar glass continued to increase under the growing trend of the global PV installations, but tight supply and high prices of polysilicon inhibited the full release of downstream PV demand. As a result, solar glass prices rose only modestly during the 1H2022 amid rising but suppressed demand and substantial supply growth. The price increases were triggered partly by growing demand and partly by rising production costs.

Substantial growth in solar glass supply has led to increasingly fierce competition in the industry. During the 1H2022, the total daily melting capacity of the industry increased by around 16,700 tonnes, representing a rise of 36.8% from the beginning of the year. Many manufacturers, including certain new players, launched capacity expansion plans aggressively during the industry's "highly profitable" period in the second half of 2020. Part of this capacity will eventually come online in 2022 and 2023. However, some of them may be delayed, curtailed or even cancelled due to lower solar glass prices, inflated production costs and other changes in market condition.

In addition to the competitive market environment, solar glass manufacturers have also been confronted by rising production costs. Prices of major raw materials and fuels showed double-digit year-on-year increases during the 1H2022, and even with occasional pullbacks, the adjustments were only short-term and modest.

Capacity expansion to capture market growth, expand market share and mitigate the downward pressure on margins

Solar glass prices remained at exceptionally high levels in the first quarter of 2021, but have returned to reasonable and sustainable levels since the sharp decline in the second quarter of 2021. Average market prices for mainstream 3.2mm and 2.0mm solar glass declined by 12.5% and 15.5%, respectively, during the 1H2022 compared to the high base of a year ago. The lower ASP, coupled with the significantly higher procurement costs, resulted in a decrease in the gross profit margin of the Group's solar glass segment from 51.2% in 1H2021 to 26.7% in 1H2022.

Chairman's Statement

The negative impact on segment profit due to margin squeeze was partially offset by higher sales volume. The Group has accelerated its capacity expansion by adding four and three new solar glass production lines with a daily melting capacity of 1,000 tonnes each in 2021 and the 1H2022, respectively. In addition, two production lines with a daily melting capacity of 900 tonnes, which had been undergoing cold repairs since November 2021, resumed commercial operations in April and June 2022. As at 30 June 2022, the Group's total solar glass melting capacity reached 16,800 tonnes per day. As the new production lines have adopted advanced designs and production techniques, they not only expanded the Group's scale of operation, but also enhanced the overall production efficiency and cost advantages of the Group. By leveraging its increased production capacity and strong market presence, the Group has improved its inventory turnover and achieved year-on-year growth of 44.6% in sales volume (in tonnage) and 22.6% in revenue of solar glass in 1H2022.

Given that the global PV installation market has entered into a new stage of fast-paced development with more rapid growth expected in the coming years, the timely expansion of solar glass production capacity allows the Group to capture new market opportunities, expand its market share and reinforce its market-leading position. The Group will further expand solar glass production capacity in an orderly manner with a view to achieving a faster growth rate than global PV installations and gaining more market share.

As for the product mix, the Group has continued to further develop the thin glass and large-format glass market so as to maintain its industry leadership and focus on niche areas in which it enjoys strong competitive advantages. During the 1H2022, the Group's thin glass and large-format glass sales continued to increase, as double-glass, bifacial and high-power modules became increasingly popular. However, as a large portion of the new PV installations in China during the 1H2022 were distributed generation projects (with site constraints resulting in lower adoption of double-glass and bifacial power generation modules), thin glass sales as a percentage of total sales increased less than previously expected.

Energy saving, efficiency improvement and more environmentally friendly production

As an industry leader and a socially responsible company, the Group has continued to strengthen its efforts in energy saving and emission reduction. All furnaces of the Group's solar glass production lines use natural gas as the main fuel, which can significantly reduce carbon emissions compared to heavy oil. Large-scale production lines and production bases can provide greater economies of scale, such as lower procurement, logistics and production costs, as well as reduced raw material and energy consumption, thereby producing more environmentally friendly products for the solar value chain. In addition, all of the Group's production bases have been equipped with residual heat power generation systems and rooftop PV facilities to reduce the purchases of electricity from external sources and to use more clean energy.

Following the tightening of energy consumption and emission standards by many provincial and municipal governments in the PRC, it becomes more difficult for solar glass manufacturers to obtain the approval for adding new capacity. Currently, all new solar glass projects have to go through a hearing process in which designated industry associations or professional agencies will evaluate the project in terms of its technology standards, energy consumption and environmental performance. The Group has already completed the hearing processes for its solar glass expansion projects in five different provinces in the PRC. With its consistent leading edge in technological innovation, energy conservation and emission reduction, the Group has an advantage in obtaining new capacity quotas.

Steady growth of contribution from solar farm business

High module prices, mandatory energy storage requirements, land availability and quarantine restrictions have affected the Group's new solar farm development in 1H2022. Due to the increase in technical and non-technical costs, the Group has postponed the construction work of its self-developed solar farm projects to balance the risks and rewards. In 1H2022, the Group had two solar farm projects newly connected to the grid, including a 2 megawatts ("MW") rooftop distributed generation project developed by its own EPC team and a 40MW utility-scale ground-mounted project acquired by Xinyi Energy Holdings Limited ("Xinyi Energy") and its subsidiaries (collectively, the "Xinyi Energy Group") from an independent third party.

Chairman's Statement

After years of development, the Group has already established solar farms in eleven different provinces and municipalities in China. The widely distributed portfolio can help the Group reduce the risk brought by extreme weather in certain regions, thereby improving the stability of electricity generation income. The total electricity generated from the Group's solar farm portfolio grew steadily in 1H2022, primarily due to the capacity added in 2021. During 1H2022, revenue and gross profit of the Group's solar farm business increased by 5.5% and 4.1% year-on-year, respectively.

As at 30 June 2022, the accumulated approved grid-connected capacity of the Group's solar farm projects was 4,115MW, of which 3,884MW was for utility-scale ground-mounted projects and 231MW was for rooftop distributed generation projects with electricity generated for self-consumption or for sale to the grid. In terms of ownership, solar farm projects with a capacity of 2,534MW were held through Xinyi Energy Group, a subsidiary owned as to 48.76% by the Company; solar farm projects with a capacity of 1,481MW were held through wholly-owned subsidiaries of the Company; and a solar farm project with a capacity of 100MW was held by a joint venture in which the Group has 50% ownership.

As at 30 June 2022, out of the 3,884MW utility-scale ground-mounted projects owned by the Group, solar farms with a capacity of 2,104MW have already been enlisted on the Renewable Energy Power Generation Project List and solar farms with a capacity of 1,720MW are grid parity projects.

BUSINESS OUTLOOK

There has been a worldwide consensus on carbon reduction to address climate change. Many countries have launched green recovery plans to revitalise the economy and promote renewable energy applications. With years of technological advances and cost reductions, the solar energy has already become the most important renewable energy source, and its annual incremental share has greatly exceeded that of other renewable energy sources. However, solar energy only accounted for about 4% of global electricity consumption in 2021. It has great potential for further development in the future.

The deepening of the regional energy crises may bring changes to the energy policies of some countries. In order to reduce the dependence on external energy supply and mitigate the impact of rising fossil fuel prices, many countries (especially those in Europe) have accelerated the development of renewable energy, which will bring new input for PV demand.

In addition to the above, declining installation costs remain critical for further growth in the downstream PV demand. It is expected that the tight supply of polysilicon can be gradually resolved through capacity expansion, which will help the rationalisation of the economic benefits allocation amongst different segments along the solar value chain and provide more impetus for the PV installation costs to return to a downward trajectory.

The increase in the global PV installations will continue to drive the growth in the demand for solar glass. The Group will continuously expand its solar glass production capacity so as to enlarge its market share and sustain further growth. The Group's plan is to add eight new solar glass production lines with a daily melting capacity of 1,000 tonnes each, four of which are located in Zhangjiagang, Jiangsu Province, and another four are located in Wuhu, Anhui Province. Among these eight new production lines, three have started operation in the second quarter of 2022. Subject to factors such as the results of the hearing process, market conditions and energy prices, the remaining five new production lines are expected to begin operation in the second half of 2022.

Furthermore, the Group has in its pipeline the construction of twelve new solar glass production lines, of which eight lines (with a daily melting capacity of 1,000 tonnes each) are to be located in Wuhu, Anhui Province, two lines (with a daily melting capacity of 1,200 tonnes each) are to be located in Qujing, Yunnan Province, and two lines (with a daily melting capacity of 1,200 tonnes each) are to be located in Malaysia. The commissioning time of these twelve new production lines has not yet been determined. The Group will constantly review and adjust its expansion plan based on the changing market conditions. The Group will monitor the future geographical distribution of production capacity of major solar module manufacturers and make strategic deployment of new solar glass production capacity in the PRC and overseas accordingly.

Chairman's Statement

The Group is well positioned to capture the accelerated growth of global PV installations in the next few years. In order to better cope with the competition arising from increased industry supply, the Group will continue to pursue excellence in production processes, product differentiation and innovation by expanding, upgrading and improving its solar glass production facilities, enhancing production efficiency and optimising product mix to boost sales of value-added products such as thin glass and large-format glass, thereby effectively mitigating the pressure on margins due to rising costs and maintaining its leading position in the industry.

As for the solar farm business, the Group will further explore development opportunities in different regions of China so as to strengthen its project pipeline. As the implementation schedule of new solar farm projects in the second half of 2022 may still be affected by factors such as solar module prices, land availability and mandatory storage and other policy requirements, the capacity of new solar farm projects to be added by the Group in 2022 will be likely lower than the original target of 720MW, and the Group will make flexible adjustments according to market conditions and the specific circumstances of each project.

Regarding the construction of a 60,000 tonnes/year polysilicon production facility in Qujing, Yunnan Province, the preparatory work for the project is progressing well, and it is expected to start operation in the second half of 2023 ahead of schedule.

In light of global inflationary pressure, rising raw material and energy prices and uncertain market conditions, the Group will relentlessly focus on improving production efficiency, effective cost control and product innovation to further strengthen its competitive edge. The Directors believe that the Group will continue to enjoy the benefits of further industry expansion, strong downstream demand and its own economies of scale. The Group's solid business foundation and strong management execution capabilities will enable it to navigate through different market cycles and facilitate the continued growth of its solar glass and solar farm businesses.

Dr. LEE Yin Yee, B.B.S.

Chairman

Hong Kong, 1 August 2022

Management Discussion and Analysis

FINANCIAL REVIEW

Revenue

Revenue for 1H2022 was mainly derived from two core business segments, namely: (i) sales of solar glass; and (ii) solar farm business which includes solar farm development, solar power generation and the provision of engineering, procurement and construction (“EPC”) services.

Revenue – By Segment

	1H2022		1H2021		Increase/(Decrease)	
	<i>HK\$</i>	<i>% of</i>	<i>HK\$</i>	<i>% of</i>	<i>HK\$</i>	<i>%</i>
	<i>million</i>	<i>revenue</i>	<i>million</i>	<i>revenue</i>	<i>million</i>	<i>%</i>
Sales of solar glass	8,090.6	83.4	6,597.7	81.7	1,492.9	22.6
Solar farm business	1,558.1	16.1	1,477.2	18.3	80.9	5.5
Unallocated	48.8	0.5	—	—	48.8	n/a
Total external revenue*	<u>9,697.5</u>	<u>100.0</u>	<u>8,074.9</u>	<u>100.0</u>	1,622.6	20.1

* Because of rounding off, the sum of the individual amounts may not be the same as the actual total amount.

Solar Glass Revenue – By Geographical Area

	1H2022		1H2021		Increase/(Decrease)	
	<i>HK\$</i>	<i>% of</i>	<i>HK\$</i>	<i>% of</i>	<i>HK\$</i>	<i>%</i>
	<i>million</i>	<i>revenue</i>	<i>million</i>	<i>revenue</i>	<i>million</i>	<i>%</i>
Mainland China	6,101.6	75.4	4,493.5	68.1	1,608.1	35.8
Other areas in Asia	1,601.6	19.8	1,608.8	24.4	(7.2)	(0.4)
North America and Europe	365.4	4.5	351.6	5.3	13.8	3.9
Others	22.1	0.3	143.8	2.2	(121.7)	(84.6)
Total solar glass revenue*	<u>8,090.6</u>	<u>100.0</u>	<u>6,597.7</u>	<u>100.0</u>	1,492.9	22.6

* Because of rounding off, the sum of the individual amounts may not be the same as the actual total amount.

Management Discussion and Analysis

The Group's solar glass revenue increased 22.6% year-on-year to HK\$8,090.6 million in 1H2022. The increase was mainly due to higher sales volume, partially offset by lower ASP.

By adding four and three new solar glass production lines with a daily melting capacity of 1,000 tonnes each in 2021 and the 1H2022, respectively, the Group has substantially increased its aggregate daily melting capacity from 9,800 tonnes at the beginning of 2021 to 16,800 tonnes at the end of June 2022. Increased capacity and continued growth in downstream PV demand – albeit somewhat constrained by high solar module prices – drove the sales growth of the Group's solar glass business in 1H2022. During the 1H2022, the Group's solar glass sales volume (in tonnage) rose 44.6% year-on-year.

Solar glass prices were on an upward trend in 1H2022 amid growing demand and surging production costs. During the 1H2022, prices for mainstream 3.2mm and 2.0mm solar glass increased by 11.8% and 9.6%, respectively. However, given the last year's high base, the average market prices of these two types of solar glass still experienced year-on-year declines of 12.5% and 15.5%, respectively.

In terms of geographic mix, overseas sales and sales in Mainland China accounted for 24.6% (1H2021: 31.9%) and 75.4% (1H2021: 68.1%), respectively, of the Group's total solar glass sales in 1H2022. The geographic mix of the Group's solar glass sales was generally consistent with the distribution of the global solar module production capacity. During the 1H2022, the Group's solar glass sales in Mainland China showed faster growth than other markets, mainly due to the rapid growth of PV installation in China, which led to a faster increase in demand for solar modules and solar glass. In addition, the COVID-19 pandemic and the US trade restrictions on solar module imports from certain Southeast Asian countries affected the demand for solar glass from these Southeast Asian countries.

Management Discussion and Analysis

Revenue from the Group's solar farm segment increased by 5.5% from HK\$1,477.2 million in 1H2021 to HK\$1,558.1 million in 1H2022. The revenue of this segment comprised electricity generation income and EPC service revenue. Electricity generation income, amounting to HK\$1,518.3 million during the 1H2022 – an increase of 9.8% compared to the HK\$1,382.8 million recorded during the 1H2021 – was mainly derived from the solar farms located in the PRC as set forth below. EPC revenue, amounting to HK\$39.8 million during the 1H2022 (1H2021: HK\$94.4 million), was mainly derived from the distributed generation PV projects developed by a 60%-owned subsidiary in Canada.

	Approved grid-connected capacity		
	As at 30 June 2022 MW	As at 31 December 2021 MW	As at 30 June 2021 MW
Utility-scale ground-mounted solar farms			
Anhui	1,520	1,520	1,460
Hubei	630	630	530
Guangdong	450	450	450
Guangxi	400	400	400
Others (Tianjin, Henan, Hebei, etc.)	784	744	444
Subtotal	3,784	3,744	3,284
Commercial distributed generation projects	64	62	38
Total	3,848	3,806	3,322
Total number of solar farms	51	49	42
Weighted average feed-in-tariff ("FIT") * (RMB/kWh)	0.68	0.69	0.73

* The weighted average FIT rate is proportionately weighted in accordance with the approved grid connection capacity of each solar farm.

Management Discussion and Analysis

The growth in electricity generation revenue during the 1H2022 was mainly driven by the capacity added in 2021. The Group has postponed the construction of some self-developed solar farm projects as solar module prices hovered at high levels. Except for a 40MW solar farm project acquired by Xinyi Energy Group from an independent third party and a 2MW self-developed rooftop distributed generation project, no new solar farm project was connected to the grid by the Group during the 1H2022.

Similar to other PRC's solar farm operators, the Group has experienced delays in collecting subsidies from the government in relation to the electricity generation of its subsidised solar farm projects. As at 30 June 2022, the outstanding tariff adjustment (subsidy) receivable by the Group amounted to HK\$5,631.1 million. Receivables from sales of electricity are generally settled on a monthly basis by state grid companies, while tariff adjustment (subsidy) receivables are settled in accordance with prevailing government policies.

Gross profit

The Group's gross profit decreased by HK\$1,166.7 million, or 26.1%, from HK\$4,469.6 million in 1H2021 to HK\$3,302.9 million in the 1H2022. The Group's overall gross profit margin decreased to 34.1% (1H2021: 55.4%). The declines were primarily due to the decrease in profitability of the solar glass business of the Group.

During the 1H2022, the gross profit margin of the solar glass business dropped by 24.5 percentage points to 26.7% (1H2021: 51.2%). The decrease in the gross profit margin was mainly attributable to: (i) a relatively lower ASP compared to the last corresponding period (despite the increases in 1H2022, the average market prices of mainstream 3.2mm and 2.0mm solar glass still dropped by 12.5% and 15.5%, respectively, year-on-year) and (ii) the sharp increase in the procurement costs of raw materials and energy, such as soda ash and natural gas, and such negative impact was partially offset by efficiency improvement as a result of new capacity ramp-up, optimised and streamlined operations and tighter cost control.

Management Discussion and Analysis

The gross profit contribution from the solar farm business increased steadily by 4.1% during the 1H2022 to HK\$1,134.0 million (1H2021: HK\$1,089.4 million). The gross profit margin of this segment decreased slightly from 73.7% during the 1H2021 to 72.8% during the 1H2022. Grid parity projects – without government subsidies – contributed a larger share of the Group's electricity generation revenue in 1H2022 than in 1H2021, thereby reducing the weighted average FiT. This resulted in the segment's revenue growth being lower than the increase in its cost of sales.

Other income

During the 1H2022, the Group's other income decreased by HK\$7.8 million to HK\$115.2 million, as compared to the HK\$123.0 million recorded during the 1H2021. The decrease was principally due to the decline in government grant income, partially offset by the increase in sales of scrap materials.

Other gains, net

Other gains, net decreased by HK\$5.1 million to HK\$4.3 million during the 1H2022. The decline was mainly due to the decrease in foreign exchange gains and increase in losses on disposal of property, plant and equipment.

Selling and marketing expenses

The Group's selling and marketing expenses increased by 33.0% from HK\$250.2 million during the 1H2021 to HK\$332.8 million during the 1H2022. The increase primarily stemmed from: (i) additional transportation costs as a result of increased solar glass sales and (ii) extra freight and other charges for domestic sales in the PRC due to COVID-19 pandemic prevention and control measures. During the 1H2022, the Group's solar glass sales volume increased by 44.6%, while its transportation costs increased by 34.6%, mainly due to the lower proportion of overseas sales compared to 1H2021. The selling and marketing expenses to revenue ratio increased from 3.1% in 1H2021 to 3.4% in 1H2022.

Management Discussion and Analysis

Administrative and other operating expenses

Administrative and other operating expenses increased by HK\$75.8 million, or 21.3%, from HK\$356.1 million during the 1H2021 to HK\$431.9 million during the 1H2022. The increase was mainly due to an increase in research and development expenses of HK\$69.0 million and an increase in business tax and surtax of HK\$8.2 million. With higher spending on research and development, the ratio of administrative and other operating expenses to revenue increased slightly from 4.4% during the 1H2021 to 4.5% during the 1H2022.

Finance costs

The Group's finance costs increased from HK\$67.1 million (or HK\$79.4 million before capitalisation) during the 1H2021 to HK\$83.8 million (or HK\$94.1 million before capitalisation) during the 1H2022. The increase was principally due to the increase in the Group's average debt level and the increase in interest rates. During the 1H2022, an interest expense of HK\$10.3 million (1H2021: HK\$12.3 million) was capitalised into the costs of solar farms and solar glass production facilities under construction. The capitalised amounts will depreciate along with the relevant assets over their estimated useful lives.

Share of profit of a joint venture

The Group's share of profit of a joint venture amounted to HK\$16.2 million for the 1H2022 (1H2021: HK\$18.8 million), which was contributed by a 50%-owned joint venture, Xinyi Solar (Lu'an) Company Limited, engaging in the management and operation of a 100MW solar farm in Lu'an, Anhui Province, the PRC.

Management Discussion and Analysis

Income tax expense

The Group's income tax expense decreased from HK\$613.1 million during the 1H2021 to HK\$420.2 million during the 1H2022. The decrease was primarily attributable to a decline in profit contribution from the solar glass business. The effective tax rate of the Group increased slightly from 15.3% during the 1H2021 to 15.8% during the 1H2022 as the income tax exemption/reduction period of certain solar farms have expired.

The Group's solar farms are eligible for CIT exemption in the first three years from the year they began recording revenue after offsetting prior year losses, and a 50% tax reduction in the subsequent three years.

EBITDA and net profit

During the 1H2022, the Company's EBITDA (earnings before interest, taxation, depreciation and amortisation) amounted to HK\$3,451.0 million, representing a decrease of 25.3% when compared to the HK\$4,622.5 million recorded in 1H2021. The EBITDA margin (calculated based on total revenue for the period) was 35.6% for the 1H2022 as compared to 57.2% for the 1H2021.

Net profit attributable to equity holders of the Company for the 1H2022 was HK\$1,904.6 million, representing a decrease of 38.0% as compared to HK\$3,072.4 million for the 1H2021. Net profit margin decreased to 19.6% for the 1H2022 from 38.0% for the 1H2021, mainly due to (i) the decline in operating profit from the solar glass business and (ii) lower finance income and higher finance costs.

Management Discussion and Analysis

Financial Resources and Liquidity

During the 1H2022, the total assets of the Group increased by 0.8% to HK\$49,469.3 million while shareholders' equity decreased by 0.7% to HK\$30,105.1 million. The decline in shareholders' equity was mainly due to the 2021 final dividend payment of HK\$889.5 million and the changing of the Group's exchange reserve from a credit balance of HK\$996.6 million at 31 December 2021 to a debit balance of HK\$488.4 million at 30 June 2022 as a result of depreciation of Renminbi ("RMB") against Hong Kong dollar ("HKD"), partially offset by the net profit for 1H2022. The Group's current ratio as at 30 June 2022 was 2.0, compared to 2.7 as at 31 December 2021. The decrease in current ratio was primarily due to the increase in current liabilities, including bank borrowings and dividend payable.

During 1H2022, the Group's primary source of funding included cash generated from the Group's operating activities and the equity capital raised by Xinyi Energy. Net cash inflow from operating activities amounted to HK\$2,929.1 million (1H2021: HK\$3,260.4 million). The decrease in net cash inflow was primarily attributable to the decline in profitability of the solar glass segment. Net cash used for investing activities amounted to HK\$2,879.7 million (1H2021: HK\$2,500.1 million). The increase was primarily due to capital expenditures in relation to the expansion of solar glass capacity and investments in new solar farm projects. Net cash used in financing activities amounted to HK\$252.0 million (1H2021: net cash generated HK\$127.2 million). During 1H2022, the Group secured new bank borrowings of HK\$540.0 million and repaid bank borrowings of HK\$1,578.7 million. In addition, the Group's non-wholly owned subsidiary, Xinyi Energy, raised net proceeds of approximately HK\$779.4 million by the issuance of 188,400,000 new shares to independent third parties in April 2022.

The Group's liquidity remains strong, with net cash (cash and cash equivalents less bank borrowings) amounted to HK\$24.3 million at 30 June 2022. The Group's net gearing ratio (calculated as bank borrowings less cash and cash equivalents divided by total equity) was 1.5% at 31 December 2021.

CAPITAL EXPENDITURES AND COMMITMENTS

The Group incurred capital expenditures of HK\$2,955.2 million for 1H2022 which were primarily used in the expansion and upgrade of solar glass production capacity and the development of the solar farm projects in the PRC. Capital commitments contracted for but not incurred by the Group as at 30 June 2022 amounted to HK\$3,365.4 million, which were mainly related to the expansion of solar glass production capacity, establishment of polysilicon production facility and the development and construction of solar farm projects in the PRC.

PLEDGE OF ASSETS

As at 30 June 2022, bills receivables of HK\$38.4 million were pledged as collaterals for obtaining letter of credit facilities in the PRC.

CONTINGENT LIABILITIES

As at 30 June 2022, the Group did not have any significant contingent liabilities.

MATERIAL ACQUISITIONS AND DISPOSAL OF SUBSIDIARIES

Save as disclosed in note 20 to the condensed consolidated financial information, there was no material acquisition and disposal of subsidiaries and associated companies during 1H2022.

TREASURY POLICIES AND EXPOSURE TO FLUCTUATION IN FOREIGN EXCHANGE RATES

The Group mainly operates in China with most of its significant transactions denominated and settled in RMB and United States Dollar (“USD”). The exchange rate fluctuations between RMB and HKD or RMB and USD could affect the Group’s performance and asset value. The Directors do not foresee that the Group is subject to any significant foreign exchange risk for transactions conducted in HKD or USD. The exchange rate fluctuations between Malaysian Ringgit and HKD could also affect the Group’s performance and asset value.

Management Discussion and Analysis

The presentation currency of the Group's consolidated financial statements is HKD. Due to the depreciation of RMB against HKD in 1H2022, the Group reported non-cash translation losses, which represent a decline in the reserve of its consolidated balance sheet, in the translation of the RMB-denominated assets into HKD. Exchange losses of HK\$1,485.0 million were recorded as the exchange reserve movement in 1H2022. As a result, the Group's consolidated exchange reserve account changed from a credit balance of HK\$996.6 million as at 31 December 2021 to a debit balance of HK\$488.4 million as at 30 June 2022.

For the Group's solar farm business, the revenue from solar power electricity generation is denominated in RMB whilst the bank borrowings are denominated in HKD. As part of the treasury policies, the Group would strike a deliberate balance between the risk of currency mismatch and the advantage of the lower interest rates in HKD borrowings, as compared to those of the RMB. As at 30 June 2022, all the bank borrowings of the Group were denominated in HKD.

The Group has not experienced any material difficulties and liquidity problems resulting from currency exchange fluctuations. During 1H2022, the Group did not use any financial instrument for hedging purpose.

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2022, the Group had about 7,492 full-time employees of whom 6,626 were based in Mainland China and 866 were based in Malaysia, Hong Kong, and Canada. The total staff costs, including the emoluments of the Directors, amounted to HK\$442.5 million for 1H2022.

The Group maintains good working relationship with its employees and provides training when necessary to keep its employees informed of the latest information on developments of its products and production processes. Remuneration packages offered to the Group's employees are generally competitive and are reviewed on a regular basis. Apart from basic remuneration and the statutory retirement benefit scheme, discretionary bonuses may be provided to selected employees taking into consideration the performance of the relevant employee and the overall performance of the Group.

Condensed Consolidated Income Statement

		Six months ended 30 June	
		2022	2021
		HK\$'000	HK\$'000
		(Unaudited)	(Unaudited)
	Note		
Revenue	3	9,697,539	8,074,911
Cost of sales	6	<u>(6,394,643)</u>	<u>(3,605,279)</u>
Gross profit		3,302,896	4,469,632
Other income	4	115,239	123,000
Other gains, net	5	4,293	9,402
Selling and marketing expenses	6	(332,825)	(250,236)
Administrative and other operating expenses	6	<u>(431,912)</u>	<u>(356,133)</u>
Operating profit		2,657,691	3,995,665
Finance income	7	67,100	71,322
Finance costs	7	(83,769)	(67,116)
Share of profits of a joint venture	13	16,208	18,756
Share of profits/(losses) of associates		<u>53</u>	<u>(153)</u>
Profit before income tax		2,657,283	4,018,474
Income tax expense	8	<u>(420,222)</u>	<u>(613,124)</u>
Profit for the period		<u>2,237,061</u>	<u>3,405,350</u>
Profit for the period attributable to:			
– the equity holders of the Company		1,904,638	3,072,425
– non-controlling interests		<u>332,423</u>	<u>332,925</u>
		<u>2,237,061</u>	<u>3,405,350</u>
Earnings per share attributable to the equity holders of the Company (Expressed in HK cents per share)			
– Basic	9(a)	21.42	34.87
– Diluted	9(b)	<u>21.40</u>	<u>34.81</u>

Condensed Consolidated Statement of Comprehensive Income

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Profit for the period	2,237,061	3,405,350
Other comprehensive (loss)/income for the period, net of tax:		
<i>Items that may be reclassified to profit or loss</i>		
Currency translation differences	(1,863,808)	204,221
Share of other comprehensive (loss)/income of a joint venture accounted for under equity method		
– Share of currency translation differences	(19,547)	2,778
Total comprehensive income for the period	353,706	3,612,349
Total comprehensive income/(loss) for the period attributable to:		
– the equity holders of the Company	419,711	3,219,623
– non-controlling interests	(66,005)	392,726
	353,706	3,612,349

Condensed Consolidated Balance Sheet

		As at	
		30 June 2022	31 December 2021
		HK\$'000 (Unaudited)	HK\$'000 (Audited)
	Note		
ASSETS			
Non-current assets			
Property, plant and equipment	11	25,844,833	24,844,459
Right-of-use assets	12	2,014,598	1,917,239
Intangible assets		22,986	24,081
Prepayments for land use rights and property, plant and equipment	15	750,894	733,156
Finance lease receivables		240,009	247,046
Interests in a joint venture	13	377,093	387,667
Investments in associates		68,993	68,940
Deferred income tax assets		75,194	23,185
Total non-current assets		<u>29,394,600</u>	<u>28,245,773</u>
Current assets			
Inventories		1,496,755	2,045,318
Contract assets		27,120	38,987
Trade receivables	14	8,461,552	7,070,189
Bills receivables	14	1,892,581	2,400,292
Prepayments, deposits and other receivables	15	1,057,333	1,670,513
Finance lease receivables		12,362	12,107
Current income tax recoverable		113,585	118,634
Amounts due from related companies	21(b)	9,929	10,273
Amount due from a joint venture	21(b)	309	—
Cash and cash equivalents		7,003,217	7,458,267
Total current assets		<u>20,074,743</u>	<u>20,824,580</u>
Total assets		<u>49,469,343</u>	<u>49,070,353</u>
EQUITY			
Capital and reserves attributable to the equity holders of the Company			
Share capital	17	889,553	889,076
Share premium and other reserves		11,874,459	13,986,575
Retained earnings		17,341,070	15,436,432
		<u>30,105,082</u>	<u>30,312,083</u>
Non-controlling interests		5,691,761	5,585,338
Total equity		<u>35,796,843</u>	<u>35,897,421</u>

Condensed Consolidated Balance Sheet

	Note	As at	
		30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
LIABILITIES			
Non-current liabilities			
Deferred income tax liabilities		128,835	30,497
Bank borrowings	18	2,505,266	4,350,341
Lease liabilities		820,500	793,778
Other payables		256,924	282,303
Total non-current liabilities		3,711,525	5,456,919
Current liabilities			
Bank borrowings	18	4,473,622	3,657,554
Trade and other payables	16	3,741,222	3,717,890
Contract liabilities		137,900	91,098
Lease liabilities		50,446	46,813
Amounts due to related companies	21(b)	87,085	16,740
Amount due to a joint venture	21(b)	3,510	—
Dividend payable		1,263,501	—
Current income tax liabilities		203,689	185,918
Total current liabilities		9,960,975	7,716,013
Total liabilities		13,672,500	13,172,932
Total equity and liabilities		49,469,343	49,070,353

Condensed Consolidated Statement of Changes in Equity

	Attributable to equity holders of the Company (Unaudited)						
	Share capital HK\$'000	Share premium HK\$'000	Other reserves HK\$'000	Retained earnings HK\$'000	Total HK\$'000	Non-controlling interests HK\$'000	Total equity HK\$'000
Balance at 1 January 2022	889,076	9,166,467	4,820,108	15,436,432	30,312,083	5,585,338	35,897,421
Comprehensive income							
Profit for the period	—	—	—	1,904,638	1,904,638	332,423	2,237,061
Other comprehensive loss							
Currency translation differences	—	—	(1,465,380)	—	(1,465,380)	(398,428)	(1,863,808)
Share of other comprehensive loss of a joint venture accounted for under equity method	—	—	(19,547)	—	(19,547)	—	(19,547)
Total comprehensive (loss)/ income for the period	—	—	(1,484,927)	1,904,638	419,711	(66,005)	353,706
Transactions with owners							
Employees' share option scheme							
– exercise of employees' share options	477	19,291	(3,549)	—	16,219	—	16,219
– value of employee services	—	—	13,574	—	13,574	—	13,574
Dividend relating to 2021	—	(889,510)	—	—	(889,510)	—	(889,510)
Dividend payable to non-controlling interests	—	—	—	—	—	(373,985)	(373,985)
Changes in ownership interest in subsidiaries without loss of control (Note 19)	—	—	233,005	—	233,005	546,413	779,418
Balance at 30 June 2022	889,553	8,296,248	3,578,211	17,341,070	30,105,082	5,691,761	35,796,843

Condensed Consolidated Statement of Changes in Equity

	Attributable to equity holders of the Company (Unaudited)						
	Share capital	Share premium	Other reserves	Retained earnings	Total	Non-controlling interests	Total equity
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Balance at 1 January 2021	880,925	9,674,180	3,433,272	12,533,429	26,521,806	5,502,712	32,024,518
Comprehensive income							
Profit for the period	—	—	—	3,072,425	3,072,425	332,925	3,405,350
Other comprehensive income							
Currency translation differences	—	—	144,420	—	144,420	59,801	204,221
Share of other comprehensive income of a joint venture accounted for under equity method	—	—	2,778	—	2,778	—	2,778
Total comprehensive income for the period	—	—	147,198	3,072,425	3,219,623	392,726	3,612,349
Transactions with owners							
Employees' share option scheme							
– exercise of employees' share options	287	10,723	(2,021)	—	8,989	—	8,989
– value of employee services	—	—	5,599	—	5,599	—	5,599
Dividend relating to 2020	—	(1,497,872)	—	—	(1,497,872)	—	(1,497,872)
Dividend paid to non-controlling interests	—	—	—	—	—	(301,873)	(301,873)
Changes in ownership interest in subsidiaries without loss of control	—	—	109,518	—	109,518	(146,627)	(37,109)
Balance at 30 June 2021	881,212	8,187,031	3,693,566	15,605,854	28,367,663	5,446,938	33,814,601

Condensed Consolidated Statement of Cash Flows

		Six months ended 30 June	
		2022	2021
		HK\$'000	HK\$'000
		(Unaudited)	(Unaudited)
Cash flows from operating activities			
		3,347,259	4,079,474
		(70,066)	(61,351)
		(348,112)	(757,755)
		<u>2,929,081</u>	<u>3,260,368</u>
		-----	-----
Cash flows from investing activities			
		(156,888)	(337,895)
		(2,798,262)	(2,246,737)
	20	—	1
		1,074	920
		7,235	12,244
		67,100	71,322
		<u>(2,879,741)</u>	<u>(2,500,145)</u>
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Condensed Consolidated Statement of Cash Flows

	Six months ended 30 June	
	2022	2021
Note	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Cash flows from financing activities		
Proceeds from changes in ownership interest in subsidiaries without loss of control	779,418	—
Proceeds from exercise of employees' share options	16,219	8,989
Proceeds from bank borrowings	540,000	2,311,080
Repayment of bank borrowings	(1,578,748)	(1,879,551)
Dividend paid to Company's shareholders	—	(3)
Dividend paid to non-controlling interests	—	(301,699)
Principal element of lease payments	(8,896)	(11,580)
Net cash (used in)/generated from financing activities	(252,007)	127,236
Net (decrease)/increase in cash and cash equivalents	(202,667)	887,459
Cash and cash equivalents at beginning of the period	7,458,267	9,291,194
Effect of foreign exchange rate changes	(252,383)	26,890
Cash and cash equivalents at end of the period	7,003,217	10,205,543

Notes to the Condensed Consolidated Financial Information

1 GENERAL INFORMATION

Xinyi Solar Holdings Limited (the “**Company**”) and its subsidiaries (collectively, the “**Group**”) are principally engaged in the production and sale of solar glass products, which are carried out internationally, through the production complexes located in the People’s Republic of China (the “**PRC**”) and Malaysia. In addition, the Group is also engaged in the development and operation of solar farms in the PRC and the provision of engineering, procurement and construction (“**EPC**”) services.

This unaudited condensed consolidated interim financial information is presented in thousands of Hong Kong dollars (HK\$’000), unless otherwise stated. This unaudited condensed consolidated interim financial information was approved for issue by the Board of Directors on 1 August 2022.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

This unaudited condensed consolidated interim financial information for the six months ended 30 June 2022 has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and Hong Kong Accounting Standards (“**HKAS**”) 34, ‘Interim financial reporting’ issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”). This unaudited condensed consolidated interim financial information should be read in conjunction with the annual financial statements of the Group for the year ended 31 December 2021, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”).

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31 December 2021, as described in those annual financial statements.

Notes to the Condensed Consolidated Financial Information

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

(Continued)

(a) New standards, amendments to standards and accounting guideline adopted by the Group

The Group has adopted the below new standards, amendments to standards and accounting guideline for the first time for its accounting period commencing 1 January 2022. The adoption of these new standards, amendments to standards and accounting guideline did not have a material impact on the Group in the current or prior periods.

Amendments to HKFRS 16	Covid-19-Related Rent Concessions beyond 30 June 2021 ¹
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Amendments to HKFRS 3, HKAS 16 and HKAS 37	Narrow-scope Amendments ²
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Annual Improvements Project	Annual Improvements to HKFRSs 2018-2020 ²
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Accounting Guideline 5 (Revised)	Merger Accounting for Common Control Combinations ²
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1 Effective for accounting periods beginning on or after 1 April 2021.

2 Effective for accounting periods beginning on or after 1 January 2022.

Notes to the Condensed Consolidated Financial Information

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

(Continued)

- (b) New standards, amendments to standards and interpretation issued but not yet effective for the accounting period beginning on 1 January 2022 and not early adopted by the Group

		Effective for accounting periods beginning on or after
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current	1 January 2023
HK-Int 5 (2020)	Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2023
HKFRS 17	Insurance Contracts	1 January 2023
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies	1 January 2023
Amendments to HKAS 8	Definition of Accounting Estimates	1 January 2023
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to HKFRS10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined

Notes to the Condensed Consolidated Financial Information

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

(Continued)

- (b) **New standards, amendments to standards and interpretation issued but not yet effective for the accounting period beginning on 1 January 2022 and not early adopted by the Group (Continued)**

The Group is in the process of making an assessment on the impact of these new standards, amendments to standards and interpretation. Preliminary assessment results showed that the adoption of these new standards, amendments to standards and interpretation is not expected to have any significant impact on the financial performance and the financial position of the Group.

3 REVENUE AND SEGMENT INFORMATION

Revenue recognised during the period is as follows:

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Sales of solar glass	8,090,646	6,597,662
Solar farm business		
– Sales of electricity	806,181	678,915
– Tariff adjustment	712,072	703,923
– EPC services	39,805	94,411
	1,558,058	1,477,249
Unallocated		
– Sales of mining products	48,835	—
Total revenue	9,697,539	8,074,911

Notes to the Condensed Consolidated Financial Information

3 REVENUE AND SEGMENT INFORMATION (Continued)

Management has determined the operating segments based on the reports reviewed by the Executive Directors that are used to make strategic decisions.

The Executive Directors consider the business from product type perspective. Generally, the Executive Directors consider the performance of business of each product type within the Group separately. Thus, the performance of each product type within the Group is an individual operating segment.

For the six months ended 30 June 2022, there are two operating segments based on business type: (1) sales of solar glass and (2) solar farm business, which includes solar farm development, solar power generation and EPC services.

The Executive Directors assess the performance of the operating segments based on a measure of gross profit. The Group does not allocate operating costs to its segments as this information is not reviewed by the Executive Directors.

The revenue from external parties reported to the Executive Directors is measured in a manner consistent with that in the interim condensed consolidated income statement.

Notes to the Condensed Consolidated Financial Information

3 REVENUE AND SEGMENT INFORMATION (Continued)

The segment information for the six months ended 30 June 2022 and 2021 is as follows:

	Six months ended 30 June 2022 (Unaudited)			
	Sales of	Solar farm	Unallocated	Total
	solar glass	business		
HK\$'000	HK\$'000	HK\$'000	HK\$'000	
Segment revenue				
Recognised at a point in time	8,090,646	1,518,253	48,835	9,657,734
Recognised over time	—	39,805	—	39,805
	<u>8,090,646</u>	<u>1,558,058</u>	<u>48,835</u>	<u>9,697,539</u>
Revenue from external customers	8,090,646	1,558,058	48,835	9,697,539
Cost of sales	(5,929,339)	(424,100)	(41,204)	(6,394,643)
	<u>2,161,307</u>	<u>1,133,958</u>	<u>7,631</u>	<u>3,302,896</u>
Gross profit				
Segment revenue by geographical area				
Mainland China	6,101,552	1,522,703	48,835	7,673,090
Other areas in Asia	1,601,564	—	—	1,601,564
North America and Europe	365,432	35,355	—	400,787
Others	22,098	—	—	22,098
	<u>8,090,646</u>	<u>1,558,058</u>	<u>48,835</u>	<u>9,697,539</u>
Depreciation charge of property, plant and equipment	349,611	328,163	2,141	679,915
Depreciation charge of rights-of-use assets	7,628	21,551	—	29,179
Amortisation charge of intangible assets	—	—	857	857
Additions to non-current assets (other than finance lease receivables and deferred income tax assets)	2,354,071	667,251	9,018	3,030,340

Notes to the Condensed Consolidated Financial Information

3 REVENUE AND SEGMENT INFORMATION (Continued)

	Six months ended 30 June 2021 (Unaudited)			
	Sales of solar glass HK\$'000	Solar farm business HK\$'000	Unallocated HK\$'000	Total HK\$'000
Segment revenue				
Recognised at a point in time	6,597,662	1,382,838	—	7,980,500
Recognised over time	—	94,411	—	94,411
	<u>6,597,662</u>	<u>1,477,249</u>	<u>—</u>	<u>8,074,911</u>
Revenue from external customers	6,597,662	1,477,249	—	8,074,911
Cost of sales	(3,217,454)	(387,825)	—	(3,605,279)
	<u>3,380,208</u>	<u>1,089,424</u>	<u>—</u>	<u>4,469,632</u>
Gross profit	<u>3,380,208</u>	<u>1,089,424</u>	<u>—</u>	<u>4,469,632</u>
Segment revenue by geographical area				
Mainland China	4,493,519	1,381,305	—	5,874,824
Other areas in Asia	1,608,805	—	—	1,608,805
North America and Europe	351,564	95,944	—	447,508
Others	143,774	—	—	143,774
	<u>6,597,662</u>	<u>1,477,249</u>	<u>—</u>	<u>8,074,911</u>
Depreciation charge of property, plant and equipment	218,461	290,040	—	508,501
Depreciation charge of rights-of-use assets	9,780	18,026	—	27,806
Amortisation charge of intangible assets	—	—	646	646
Additions to non-current assets (other than deferred income tax assets)	<u>2,099,069</u>	<u>1,114,429</u>	<u>—</u>	<u>3,213,498</u>

Notes to the Condensed Consolidated Financial Information

3 REVENUE AND SEGMENT INFORMATION (Continued)

Reportable segment assets/liabilities are as follows:

	Segment assets and liabilities			Total HK\$'000
	Sales of solar glass HK\$'000	Solar farm business HK\$'000	Unallocated HK\$'000	
At 30 June 2022 (Unaudited)				
Total assets	24,605,951	24,211,258	652,134	49,469,343
Total liabilities	<u>2,980,204</u>	<u>7,054,945</u>	<u>3,637,351</u>	<u>13,672,500</u>
At 31 December 2021 (Audited)				
Total assets	24,097,990	24,340,485	631,878	49,070,353
Total liabilities	<u>2,570,341</u>	<u>7,450,289</u>	<u>3,152,302</u>	<u>13,172,932</u>

Notes to the Condensed Consolidated Financial Information

3 REVENUE AND SEGMENT INFORMATION (Continued)

Reportable segment assets/(liabilities) are reconciled to total assets/(liabilities) as follows:

	Assets as at		Liabilities as at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Segment assets/(liabilities)	48,817,209	48,438,475	(10,035,149)	(10,020,630)
Unallocated:				
Property, plant and equipment	73,733	70,233	—	—
Right-of-use assets	6,764	7,147	—	—
Intangible assets	9,626	10,892	—	—
Prepayments for land use rights and property, plant and equipment	3,311	4,143	—	—
Investment in a joint venture	377,093	387,667	—	—
Investments in associates	68,993	68,940	—	—
Inventories	9,744	10,814	—	—
Prepayments, deposits and other receivables	53,215	53,173	—	—
Cash and cash equivalents	40,635	9,613	—	—
Deferred income tax assets	9,020	9,256	—	—
Other payables	—	—	(903,177)	(24,626)
Bank borrowings	—	—	(2,734,174)	(3,127,676)
	<u>49,469,343</u>	<u>49,070,353</u>	<u>(13,672,500)</u>	<u>(13,172,932)</u>
Total assets/(liabilities)				

Notes to the Condensed Consolidated Financial Information

3 REVENUE AND SEGMENT INFORMATION (Continued)

A reconciliation of segment gross profit to profit before income tax is provided as follows:

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Segment gross profit	3,295,265	4,469,632
Unallocated gross profit	<u>7,631</u>	<u>—</u>
Total gross profit	3,302,896	4,469,632
Unallocated:		
Other income	115,239	123,000
Other gains, net	4,293	9,402
Selling and marketing expenses	(332,825)	(250,236)
Administrative and other operating expenses	(431,912)	(356,133)
Finance income	67,100	71,322
Finance costs	(83,769)	(67,116)
Share of profits of a joint venture	16,208	18,756
Share of profits/(losses) of associates	<u>53</u>	<u>(153)</u>
Profit before income tax	<u>2,657,283</u>	<u>4,018,474</u>

Notes to the Condensed Consolidated Financial Information

3 REVENUE AND SEGMENT INFORMATION (Continued)

An analysis of the Group's non-current assets other than finance lease receivables and deferred income tax assets by geographical area in which the assets are located is as follows:

	As at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
The PRC	27,700,771	26,514,054
Other countries	<u>1,378,626</u>	<u>1,461,488</u>
	<u>29,079,397</u>	<u>27,975,542</u>

Notes to the Condensed Consolidated Financial Information

4 OTHER INCOME

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Rental income	1,503	796
Government grants	42,939	62,559
Scrap sales	48,508	41,174
Tariff adjustments for electricity generation from self-used solar power system	8,383	9,504
Others (Note)	13,906	8,967
	<u>115,239</u>	<u>123,000</u>

Note: They mainly comprise insurance claims, compensation for contract disputes and other miscellaneous income.

5 OTHER GAINS, NET

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Foreign exchange gains, net	8,605	9,521
Losses on disposal of property, plant and equipment	<u>(4,312)</u>	<u>(119)</u>
	<u>4,293</u>	<u>9,402</u>

Notes to the Condensed Consolidated Financial Information

6 EXPENSES BY NATURE

Expenses included in cost of sales, selling and marketing expenses and administrative and other operating expenses are analysed as follows:

	Six months ended 30 June	
	2022	2021
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Amortisation charge of intangible assets	857	646
Depreciation charge of property, plant and equipment	679,915	508,501
Depreciation charge of rights-of-use assets	29,179	27,806
Employee benefit expenses (including directors' emoluments)	442,528	287,644
Cost of inventories sold	5,281,118	2,842,556
Other direct operating costs of solar farms	34,864	20,129
Construction contracts costs	30,067	51,297
Expenses relating to short-term leases	4,011	—
Transportation costs	314,477	233,594
Research and development expenditures	238,804	170,560
Other expenses	103,560	68,915
	<u>7,159,380</u>	<u>4,211,648</u>

Notes to the Condensed Consolidated Financial Information

7 FINANCE INCOME AND FINANCE COSTS

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Finance income		
Interest income from bank deposits	<u>67,100</u>	<u>71,322</u>
Finance costs		
Interest for lease liabilities	24,426	22,442
Interest on bank borrowings	<u>69,662</u>	<u>56,957</u>
	94,088	79,399
Less: Amounts capitalised on qualifying assets	<u>(10,319)</u>	<u>(12,283)</u>
	<u>83,769</u>	<u>67,116</u>

8 INCOME TAX EXPENSE

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Current income tax		
PRC corporate income tax ("CIT") (Note (a))	374,136	425,973
Overseas income tax (Note (b))	1,575	169,319
Hong Kong profits tax (Note (c))	<u>40</u>	<u>—</u>
	375,751	595,292
Deferred income tax (Note (d))	<u>44,471</u>	<u>17,832</u>
Income tax expense	<u>420,222</u>	<u>613,124</u>

Notes to the Condensed Consolidated Financial Information

8 INCOME TAX EXPENSE (Continued)

Notes:

- (a) The applicable CIT rate for the Group's subsidiaries in the PRC is 25% except that:
- A subsidiary engaging in solar glass business in Anhui is qualified as "High and New Technology Enterprise" and would be entitled to enjoy a preferential CIT rate of 15% (2021: 15%);
 - A subsidiary engaging in solar glass business in Guangxi is qualified as "Encouraged Enterprise" in the Catalogue of Industries Encouraged for Foreign Investment in Central and Western Region and would be entitled to enjoy a preferential CIT rate of 9% (2021: 9%);
 - Subsidiaries engaging in the operation and management of solar farms enjoyed tax holiday and their profits are fully exempted from the CIT for three years starting from its first year of revenue generation, followed by 50% reduction in CIT in next three years. However, their government grants and insurance claims received are subject to the CIT rate of 25% (2021: 25%).
- (b) Taxation on overseas profits mainly include Malaysia income tax which has been calculated on the estimated assessable profits for the period at the standard Malaysia corporate income tax rates of 24% (2021: 24%). Taxation for profits on subsidiaries in Canada has been calculated for the period at statutory tax rates of 27% (2021: 27%).
- (c) Hong Kong profits tax has been provided at the two-tiered rate of 8.25% for the first HK\$2 million of the estimated assessable profits for a subsidiary of the Group in Hong Kong and 16.5% on the remaining estimated assessable profits for the period (2021: same).
- (d) Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled.

Notes to the Condensed Consolidated Financial Information

9 EARNINGS PER SHARE

(a) Basic

The basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the period.

	Six months ended 30 June	
	2022 (Unaudited)	2021 (Unaudited)
Profit attributable to equity holders of the Company (HK\$'000)	1,904,638	3,072,425
Weighted average number of ordinary shares in issue (thousands)	8,892,991	8,810,127
Basic earnings per share (HK cents)	<u>21.42</u>	<u>34.87</u>

(b) Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company's dilutive potential ordinary shares comprise of share options.

	Six months ended 30 June	
	2022 (Unaudited)	2021 (Unaudited)
Profit attributable to equity holders of the Company (HK\$'000)	<u>1,904,638</u>	<u>3,072,425</u>
Weighted average number of ordinary shares in issue (thousands)	8,892,991	8,810,127
Adjustments for share options (thousands)	<u>9,184</u>	<u>14,932</u>
	<u>8,902,175</u>	<u>8,825,059</u>
Diluted earnings per share (HK cents)	<u>21.40</u>	<u>34.81</u>

Notes to the Condensed Consolidated Financial Information

10 DIVIDENDS

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Final dividend for 2021 of 10.0 HK cents (2020: 17.0 HK cents) per share	889,510	1,497,872
Proposed interim dividend of 10.0 HK cents (2021: 17.0 HK cents) per share	<u>889,560</u>	<u>1,511,234</u>

At a meeting of the Board held on 1 August 2022, the Directors resolved to declare an interim dividend of 10.0 HK cents per share for the six months ended 30 June 2022. The amount of 2022 interim dividend is based on 8,895,601,338 shares in issue as at 31 July 2022. This interim dividend is not reflected as a dividend payable in this unaudited condensed consolidated financial information, but will be deducted from the retained earnings of the Company in the year ending 31 December 2022.

Notes to the Condensed Consolidated Financial Information

11 PROPERTY, PLANT AND EQUIPMENT

	Six months ended 30 June 2022 (Unaudited)						Total HK\$'000
	Freehold Land	Buildings	Plant and machinery	Solar Farms	Office Equipment	Construction in progress	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
Net book amount at 1 January	199,037	1,652,904	5,975,977	14,819,558	9,568	2,187,415	24,844,459
Additions	—	7,847	137,070	4,030	9,424	2,575,926	2,734,297
Transfer	—	221,153	559,648	633,407	831	(1,415,039)	—
Acquisition of a subsidiary (Note 20)	—	—	—	—	—	74,932	74,932
Disposals	—	(4,365)	(686)	(335)	—	—	(5,386)
Depreciation charge	—	(30,354)	(295,376)	(325,298)	(1,478)	—	(652,506)
Currency translation differences	(9,162)	(79,396)	(278,245)	(641,268)	(666)	(142,226)	(1,150,963)
Net book amount at 30 June	<u>189,875</u>	<u>1,767,789</u>	<u>6,098,388</u>	<u>14,490,094</u>	<u>17,679</u>	<u>3,281,008</u>	<u>25,844,833</u>

Notes to the Condensed Consolidated Financial Information

12 RIGHT-OF-USE ASSETS

	Six months ended 30 June 2022 HK\$'000 (Unaudited)
Net book amount at 1 January	1,917,239
Additions	203,195
Acquisition of a subsidiary (Note 20)	17,604
Depreciation charge	(33,242)
Currency translation differences	(90,198)
Net book amount at 30 June	<u>2,014,598</u>

13 INTERESTS IN A JOINT VENTURE

	Six months ended 30 June 2022 HK\$'000 (Unaudited)
At 1 January	387,667
Share of profits	16,208
Repayment from a joint venture	(7,235)
Currency translation differences	(19,547)
At 30 June	<u>377,093</u>

Notes to the Condensed Consolidated Financial Information

14 TRADE AND BILLS RECEIVABLES

	As at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Trade receivables	8,469,848	7,080,238
Less: Provision for impairment of trade receivables	(8,296)	(10,049)
Trade receivables, net	8,461,552	7,070,189
Bills receivables	1,892,581	2,400,292
Trade and bills receivables, net	10,354,133	9,470,481

Breakdown of trade and bills receivables by segment is as follows:

	Sales of solar glass HK\$'000	Solar farm business HK\$'000	Total HK\$'000
At 30 June 2022 (Unaudited)			
Sales of solar glass	2,598,797	—	2,598,797
Sales of electricity	—	200,262	200,262
Tariff adjustment	—	5,631,145	5,631,145
EPC service revenue	—	39,644	39,644
Total	2,598,797	5,871,051	8,469,848
At 31 December 2021 (Audited)			
Sales of solar glass	1,819,437	—	1,819,437
Sales of electricity	—	131,791	131,791
Tariff adjustment	—	5,066,506	5,066,506
EPC service revenue	—	62,504	62,504
Total	1,819,437	5,260,801	7,080,238

Notes to the Condensed Consolidated Financial Information

14 TRADE AND BILLS RECEIVABLES (Continued)

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

	As at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
0 - 90 days	8,314,141	6,988,909
91 - 180 days	122,638	70,154
181 - 365 days	8,425	5,302
1 - 2 years	2,894	2,674
Over 2 years	21,750	13,199
	<u>8,469,848</u>	<u>7,080,238</u>

The ageing analysis of trade receivables from solar farm business based on the Group's revenue recognition policy is as follows:

	As at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
0 - 90 days	682,769	500,542
91 - 180 days	299,469	434,193
181 - 365 days	767,125	791,233
1 - 2 years	1,488,977	1,465,723
Over 2 years	2,593,067	2,006,606
	<u>5,831,407</u>	<u>5,198,297</u>

Notes to the Condensed Consolidated Financial Information

14 TRADE AND BILLS RECEIVABLES (Continued)

The maturity of the bills receivables is within 1 year. As at 30 June 2022, bills receivables of HK\$38,372,000 (31 December 2021: HK\$63,926,000) was pledged as collaterals for obtaining letter of credit facilities in the PRC.

The credit terms granted by the Group to its customers in respect of sales of solar glass are generally within 90 days.

Receivables from sales of electricity were usually settled on a monthly basis by the state grid companies. Tariff adjustment receivables represented the government subsidies on renewable energy to be received from the state grid companies in accordance with the prevailing government policies.

Construction contracts revenue from EPC services is normally settled by instalments in accordance with the terms specified in the contracts governing the relevant EPC works. The payment terms of EPC contract is considered on a case-by-case basis and set out in the EPC contract.

15 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	As at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Prepayments	1,142,227	1,243,018
Deposits and other receivables	469,090	432,225
Other tax receivables (Note)	196,910	728,426
	<u>1,808,227</u>	<u>2,403,669</u>
Less: Non-current portion:		
Prepayments for land use rights and property, plant and equipment	<u>(750,894)</u>	<u>(733,156)</u>
Current portion	<u>1,057,333</u>	<u>1,670,513</u>

Note: Other tax receivables mainly represent value added tax recoverable.

Notes to the Condensed Consolidated Financial Information

16 TRADE AND OTHER PAYABLES

	As at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Trade payables	565,556	549,406
Retention payables for EPC services	<u>150</u>	<u>157</u>
Trade payables and retention payables for EPC services	565,706	549,563
Bills payables	<u>743,015</u>	<u>733,986</u>
Trade, retention and bills payables	1,308,721	1,283,549
Accruals and other payables	<u>2,432,501</u>	<u>2,434,341</u>
	<u>3,741,222</u>	<u>3,717,890</u>

Notes to the Condensed Consolidated Financial Information

16 TRADE AND OTHER PAYABLES (Continued)

The ageing analysis of the trade payables and retention payables for EPC services based on invoice date is as follows:

	As at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
0 - 90 days	496,866	517,566
91 - 180 days	14,773	10,787
181 - 365 days	33,635	4,471
Over 1 year	20,432	16,739
	<u>565,706</u>	<u>549,563</u>

The maturity of the bills payables is within 6 months.

17 SHARE CAPITAL AND SHARE PREMIUM

	Number of ordinary shares (thousands) (unaudited)	Ordinary shares of HK\$ 0.1 each (unaudited)	Share premium (unaudited)	Total (unaudited)
Issued and fully paid:				
At 1 January 2022	8,890,763	889,076	9,166,467	10,055,543
Issuance of shares under employees' share option scheme	4,766	477	19,291	19,768
Dividend relating to 2021	—	—	(889,510)	(889,510)
At 30 June 2022	<u>8,895,529</u>	<u>889,553</u>	<u>8,296,248</u>	<u>9,185,801</u>

Notes to the Condensed Consolidated Financial Information

18 BANK BORROWINGS

The bank borrowings are unsecured and repayable as follows:

	As at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Repayable on demand and within 1 year	4,473,622	3,657,554
Between 1 and 2 years	2,032,102	2,727,774
Between 2 and 5 years	473,164	1,622,567
	<u>6,978,888</u>	<u>8,007,895</u>
Less: Non-current portion	<u>(2,505,266)</u>	<u>(4,350,341)</u>
Current portion	<u>4,473,622</u>	<u>3,657,554</u>

As at 30 June 2022, bank borrowings of HK\$209,938,000 (31 December 2021: HK\$300,000,000) with repayment terms of more than one year and containing repayment on demand clause were classified as current liabilities.

As at 30 June 2022, all bank borrowings bore floating interest rates. These bank borrowings are repayable by instalments up to year 2024 (31 December 2021: year 2024). The carrying amounts of the Group's bank borrowings are denominated in HK\$ and approximate their fair values as at 30 June 2022. The effective interest rates per annum at reporting date were as follows:

	As at	
	30 June 2022 (Unaudited)	31 December 2021 (Audited)
Bank borrowings	<u>1.68%</u>	<u>1.25%</u>

Corporate guarantee was provided by the Company and its subsidiaries for the bank borrowings.

19 TRANSACTIONS WITH NON-CONTROLLING INTERESTS

On 7 April 2022, Xinyi Energy Holdings Limited (“Xinyi Energy”), a non-wholly owned subsidiary of the Company, issued and allotted 188,400,000 new ordinary shares at a subscription price of HK\$4.14 each to independent third parties pursuant to two subscription agreements dated 28 March 2022. The gross proceeds and the net proceeds were HK\$780.0 million and HK\$779.4 million, respectively. Immediately after this issuance of new ordinary shares, the Company’s indirect equity interest in Xinyi Energy has been reduced from 50.05% to 48.76%. In relation to this change in equity interest in Xinyi Energy, the Group recognised an increase in equity attributable to equity holders of the Company of HK\$233.0 million and an increase in non-controlling interests of HK\$546.4 million.

20 BUSINESS COMBINATION

To build up a more diversified solar farm investment portfolio, Xinyi Energy, through its subsidiaries, acquired 100% equity interest in Baoji Yilin Renewable Energy Limited (“Baoji Yilin”) in 2022. Baoji Yilin owns a utility-scale ground-mounted solar farm project located in Shaanxi Province, the PRC with an approved capacity of 40MW.

Notes to the Condensed Consolidated Financial Information

20 BUSINESS COMBINATION (Continued)

The consideration paid, the provisional fair value of identifiable assets acquired and liabilities assumed at the acquisition date in relation to the above acquisition are as follows:

	HK\$'000 (Unaudited)
Purchases consideration	
Cash consideration	<u>673</u>
Identifiable assets acquired and liabilities assumed	
Property, plant and equipment	74,932
Right-of-use assets	17,604
Lease liabilities	(17,775)
Other payables and accruals	<u>(74,259)</u>
Total identifiable net assets	502
Goodwill	<u>171</u>
	<u>673</u>
Net cash outflow arising from the acquisition	
Cash consideration	673
Less: Cash consideration payable	<u>(673)</u>
	<u>—</u>

Notes to the Condensed Consolidated Financial Information

20 BUSINESS COMBINATION (Continued)

Notes:

(a) Revenue and profits contribution

No revenue and the profits in the condensed consolidated income statement was contributed by the acquired business since its acquisition date during the period.

If the acquisition had occurred on 1 January 2022, the condensed consolidated income statement would show pro-forma revenue and profit of approximately HK\$9,697,539,000 and HK\$2,236,890,000 respectively.

(b) Acquired receivables

No trade receivables, other receivables and prepayments were acquired during the period.

(c) Goodwill

The Group recognised goodwill of approximately HK\$171,000 in the condensed consolidated balance sheet in connection with the acquisition. The goodwill from the acquisition was calculated based on the total consideration less the fair value of total identifiable net assets acquired. The goodwill is attributable to the synergies expected to arise after the acquisition and the saving of certain administrative and operating costs. The goodwill will not be deductible for tax purposes.

Notes to the Condensed Consolidated Financial Information

21 RELATED PARTY TRANSACTIONS

(a) Transactions with related parties

Material related party transactions during the period are as follows:

	Note	Six months ended 30 June	
		2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Related party transactions with subsidiaries of			
Xinyi Glass Holdings Limited*			
– Purchases of machineries	i, ii	126,116	91,825
– Purchases of glass products	i, iii	3,154	118,122
– Sales of silica sand	i, iv	44,363	21,161
– Sales of consumables	vii, viii	2,360	2,607
– Purchases of consumables	vii, viii	1,006	7,402
– Maintenance and service charges received	vii, viii	985	1,305
– Purchases of fixed assets	vii, viii	635	—
– Consultancy fee paid	vii, viii	388	435
– Purchases of packing materials	vii, viii	8	—
– Rental expenses paid	vii, ix	3,448	—
– Rental income received	vii, ix	559	553
– EPC service income received	vii, x	412	3,847
Related party transactions with a subsidiary of			
Xinyi Energy Holdings Limited*			
– Solar farm management fee paid	i, v	4,602	4,624
Related party transactions with subsidiaries of			
Xinyi Electric Storage Holdings Limited [#]			
– Purchases of battery pack and energy storage facilities	i, vi	8,470	302
– Operation and management service fee paid	vii, viii	1,344	—
– Rental expenses paid	vii, viii	20	—
– Sales of electricity	vii, viii	—	226
– Purchases of consumables	vii, viii	—	6

Notes to the Condensed Consolidated Financial Information

21 RELATED PARTY TRANSACTIONS (Continued)

(a) Transactions with related parties (Continued)

- * Companies under control of a company which has a significant influence on the Group.
- # Company with its issued share capital owned as to more than 30% in aggregate by the various directors of the Company, namely Dr. LEE Yin Yee, B.B.S., Tan Sri Datuk TUNG Ching Sai *P.S.M, D.M.S.M, J.P.*, Mr. Li Man Yin and their respective associates.
- ^ Connected subsidiary of the Company.

Notes:

- (i) The transactions constituted continuing connected transactions as defined in Chapter 14A of the Listing Rules.
- (ii) The purchases of machineries were charged at considerations based on mutually agreed terms. Details of the transactions were disclosed in the Company's announcement dated 29 December 2021.
- (iii) The purchases of glass products were charged at mutually agreed prices and terms. Details of the transactions were disclosed in the Company's announcement dated 29 December 2021.
- (iv) The sales of silica sand were charged at mutually agreed prices and terms. Details of the transactions were disclosed in the Company's announcement dated 2 January 2022.
- (v) The management fee was charged in accordance with renewal memorandum dated 31 December 2021 to confirm the renewal of the solar farm operation and management agreement dated 5 December 2018. Details of the transactions were disclosed in the Company's announcement dated 31 December 2021.
- (vi) The purchases of battery pack and energy storage facilities was charged at mutually agreed prices and terms. Details of the transactions were disclosed in the Company's announcement dated 8 April 2021.
- (vii) The transactions were de minimis transactions entered into in the ordinary course of business and under normal commercial terms. They are exempted from all the reporting, announcement and independent shareholders' approval requirements by virtue of rule 14A.76 of the Listing Rules.
- (viii) The transactions were conducted at mutually agreed prices and terms.
- (ix) The leases of premises were charged at mutually agreed rental.
- (x) The EPC services income received were charged at mutually agreed prices.

Notes to the Condensed Consolidated Financial Information

21 RELATED PARTY TRANSACTIONS (Continued)

(b) Balances with related parties

	As at	
	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Amount due from a joint venture		
– Xinyi Solar (Lu'an) Company Limited	309	—
Amounts due from related companies		
– Guangxi Xinyi Supply Chain Management Company Limited*	9,049	7,773
– Xinyi Glass (Guangxi) Company Limited*	424	405
– Anhui Xinyi Intelligent Machinery Company Limited*	456	—
– Xinyi Power (Suzhou) Company Limited [#]	—	2,090
– Xinyi Energy Smart (Wuhu) Company Limited*	—	5
	<u>9,929</u>	<u>10,273</u>
Amount due to a joint venture		
– Xinyi Solar (Lu'an) Company Limited	(3,510)	—
Amounts due to related companies		
– Wuhu Jinsanishi Numerical Control Technology Company Limited*	(82,805)	(10,731)
– Xinyi Energy Smart (Malaysia) Sdn Bhd*	(3,932)	(3,798)
– Xinyi Glass Japan Company Limited*	(173)	(203)
– Xinyi Power (Suzhou) Company Limited [#]	(170)	—
– Polaron Energy Corp. [#]	(5)	(2,008)
	<u>(87,085)</u>	<u>(16,740)</u>

Notes to the Condensed Consolidated Financial Information

21 RELATED PARTY TRANSACTIONS (Continued)

(b) Balances with related parties (Continued)

- * Companies under control of a company which has a significant influence on the Group.
- # Subsidiaries of a company with its issued share capital owned as to more than 30% in aggregate by the various directors of the Company, namely Dr. Lee Yin Yee, B.B.S., Tan Sir Datuk TUNG Ching Sai, *P.S.M, D.M.S.M, J.P.*, Mr. LI Man Yin and their respective associates.

The amounts due from/to a joint venture and related companies are unsecured, interest free and repayable on demand. The amounts approximate their fair values and are denominated in Renminbi, Malaysian Ringgit and Canadian dollar.

Key management compensation amounted to HK\$17,621,000 for the six month ended 30 June 2022 (2021: HK\$27,290,000).

INTERIM DIVIDEND AND CLOSURE OF REGISTER OF MEMBERS

The Board has resolved to declare an interim dividend of 10.0 HK cents per share for 1H2022 (1H2021: 17.0 HK cents) to be paid to all shareholders (the “Shareholders”) of the Company with their names recorded on the register of members of the Company at the close of business on Wednesday, 17 August 2022. The interim dividend is expected to be payable on Tuesday, 6 September 2022. The Company’s register of members was closed from Monday, 15 August 2022 to Wednesday, 17 August 2022 (both days inclusive), and during such period no transfer of shares was registered. In order to qualify for the interim dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on Friday, 12 August 2022.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY’S LISTED SHARES

For the 1H2022, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

In the opinion of the Directors, the Company has complied with the applicable code provisions as contained in the Corporate Governance Code (the “Code”) set forth in Part 2 of Appendix 14 to The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) during 1H2022.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted The Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) set forth in Appendix 10 to the Listing Rules as the code of conduct for securities transactions by the Directors. The Company has made specific enquiry with the Directors and all Directors have confirmed that they complied with the Model Code during 1H2022.

Further Information on the Group

SHARE OPTION SCHEME

(a) Share Option Scheme of the Company

In June 2014, the Company adopted a share option scheme (the "Share Option Scheme"). The following table sets forth movements in the share options of the Company for 1H2022:

Grant date	Exercise price (HK\$)	Closing price of the Company's shares immediately before the date on which the grant was made (HK\$)	Vesting period	Exercise period	As at 1/1/2022	Granted	Number of share options		Cancelled	As at 30/6/2022
							Exercised	Lapsed		
Executive director - Mr. CHEN Xi										
28/3/2019	3.76	3.75	28/3/2019-31/12/2021	1/4/2022-31/3/2023	375,000	—	—	—	—	375,000
31/3/2020	4.39	4.36	31/3/2020-31/12/2022	1/4/2023-31/3/2024	375,000	—	—	—	—	375,000
31/3/2021	12.99	13.40	31/3/2021-31/12/2023	1/4/2024-31/3/2025	300,000	—	—	—	—	300,000
31/3/2022	13.82	14.14	31/3/2022-31/12/2024	1/4/2025-31/3/2026	—	300,000	—	—	—	300,000
Continuous contract employees										
29/3/2018	3.18	3.20	29/3/2018-31/12/2020	1/4/2021-31/3/2022	2,942,500	—	(2,933,500) ^(a)	(9,000)	—	—
28/3/2019	3.76	3.75	28/3/2019-31/12/2021	1/4/2022-31/3/2023	7,904,500	—	(1,832,500) ^(b)	—	(154,000)	5,918,000
31/3/2020	4.39	4.36	31/3/2020-31/12/2022	1/4/2023-31/3/2024	8,012,500	—	—	—	(139,000)	7,873,500
31/3/2021	12.99	13.40	31/3/2021-31/12/2023	1/4/2024-31/3/2025	9,585,500	—	—	—	(118,000)	9,467,500
31/3/2022	13.82	14.14	31/3/2022-31/12/2024	1/4/2025-31/3/2026	—	17,453,500	—	—	(38,500)	17,415,000
Total					29,495,000	17,753,500	(4,766,000)	(9,000)	(449,500)	42,024,000

Further Information on the Group

Notes:

- (1) The weighted average closing price of shares immediately before the dates on which the options were exercised was HK\$13.77.
- (2) The weighted average closing price of shares immediately before the dates on which the options were exercised was HK\$13.42.

During 1H2022, 17,753,500 share options have been granted. The fair value of the equity-settled share options granted under the Share Option Scheme during 1H2022 is estimated at HK\$87,523,000. The fair value of the share options granted to the Director and eligible employees of the Group were HK\$1,479,000 and HK\$86,044,000, respectively. The value of the share options granted during 1H2022 is to be expensed through the Group's consolidated income statement over the three-year vesting period of the options.

The fair value of share options granted during 1H2022 is determined in accordance with the valuation performed by an independent valuer using the Black-Scholes option pricing model. Such model is one of the commonly used models to estimate the fair value of an option. The significant variables and assumptions used in computing the fair value of the share options are set forth in the table below. The value of an option varies with different variables of a number of subjective assumptions. Any change in the variables so adopted may materially affect the estimation of the fair value of an option.

Share price at the grant date (HK\$)	13.82
Exercise price (HK\$)	13.82
Volatility (%)	53.35
Dividend yield (%)	1.95
Expected share option life (years)	3.50
Annual risk-free rate (%)	1.89

Further Information on the Group

(b) Share option scheme of a subsidiary

Xinyi Energy Holdings Limited (“Xinyi Energy”), a non-wholly owned subsidiary of the Company, adopted a share option scheme (the “XYE Share Option Scheme”) in November 2018, which was also approved by the shareholders at an extraordinary general meeting of Xinyi Energy held on 21 November 2018. The following table sets forth movements in the share options of Xinyi Energy (“XYE Share Options”) for 1H2022:

	Grant date	Exercise price (HK\$)	Closing price of the Xinyi Energy's shares immediately before the date on which the grant was made (HK\$)	Vesting period	Exercise period	As at 1/1/2022	Granted	Exercised	Lapsed	Cancelled	As at 30/6/2022
Executive director - Ms. CHENG Shu E	31/3/2020	2.18	2.08	31/3/2020- 31/12/2022	1/4/2023- 31/3/2024	450,000	—	—	—	—	450,000
	31/3/2021	3.78	3.81	31/3/2021- 31/12/2023	1/4/2024- 31/3/2025	347,000	—	—	—	—	347,000
	31/3/2022	4.76	4.86	31/3/2022- 31/12/2024	1/4/2025- 31/3/2026	—	338,000	—	—	—	338,000
Continuous contract employees	31/3/2020	2.18	2.08	31/3/2020- 31/12/2022	1/4/2023- 31/3/2024	1,312,500	—	—	—	(14,000)	1,298,500
	31/3/2021	3.78	3.81	31/3/2021- 31/12/2023	1/4/2024- 31/3/2025	2,046,000	—	—	—	(14,000)	2,032,000
	31/3/2022	4.76	4.86	31/3/2022- 31/12/2024	1/4/2025- 31/3/2026	—	2,442,500	—	—	(24,000)	2,418,500
Total						4,155,500	2,780,500	—	—	(52,000)	6,884,000

Further Information on the Group

During 1H2022, 2,780,500 XYE Share Options have been granted. The fair value of the equity-settled XYE Share Options granted under the XYE Share Option Scheme during 1H2022 is estimated at HK\$3,889,000. The fair value of the XYE Share Options granted to director and eligible employees of Xinyi Energy and its subsidiaries (the “**XYE Group**”) were HK\$473,000 and HK\$3,416,000, respectively. The value of the XYE Share Options granted during 1H2022 is to be expensed through the consolidated income statement of Xinyi Energy over the three-year vesting period of XYE Share Options.

The fair value of XYE Share Options granted during 1H2022 is determined in accordance with the valuation performed by an independent valuer using the Black-Scholes option pricing model. Such model is one of the commonly used models to estimate the fair value of an option. The significant variables and assumptions used in computing the fair value of the XYE Share Options are set forth in the table below. The value of an option varies with different variables of a number of subjective assumptions. Any change in the variables so adopted may materially affect the estimation of the fair value of an option.

Share price at the grant date (HK\$)	4.76
Exercise price (HK\$)	4.76
Volatility (%)	48.87
Dividend yield (%)	3.66
Expected share option life (years)	3.50
Annual risk-free rate (%)	1.89

Further Information on the Group

SUPPLEMENTAL INFORMATION ON SHARE OPTION SCHEME AND XYE SHARE OPTION SCHEME IN THE 2021 ANNUAL REPORT

Reference is made to the annual report of the Company for the year ended 31 December 2021 (the “2021 Annual Report”). This supplemental information is made in relation to the Share Option Scheme and XYE Share Option Scheme pursuant to Rules 17.09(3) and 17.09 of the Listing Rules.

The total number of securities available for issue under the Share Option Scheme was 512,365,298, representing 5.8% of the shares in issue as of 28 February 2022, being the date of the 2021 Annual Report.

The total number of securities available for issue under the XYE Share Option Scheme was 658,352,447, representing 9.3% of the shares of Xinyi Energy (the “XYE Shares”) in issue as of 28 February 2022, being the date of the annual report of Xinyi Energy for the year ended 31 December 2021.

A summary of the principal terms of the XYE Share Option Scheme, which was approved by the shareholders at an extraordinary general meeting of Xinyi Energy held on 21 November 2018, is as follows:

(i) Purpose

The purpose of the XYE Share Option Scheme is to enable Xinyi Energy to grant options to eligible participants (“XYE Participants”) as incentives or rewards for their contribution or potential contribution to the XYE Group and to provide the XYE Participants an opportunity to have a personal stake in Xinyi Energy with the view to achieving the following objectives: (i) motivate the XYE Participants to optimise their performance efficiency for the benefit of XYE Group; (ii) attract and retain or otherwise maintain on-going business relationship with the XYE Participants whose contributions are or will be beneficial to the long-term growth of the XYE Group; and (iii) for such purposes as the board of directors of Xinyi Energy (the “XYE Board”) may approve from time to time.

Further Information on the Group

(ii) XYE Participants

The XYE Participants includes: (i) any executive director of, manager of, or other employee holding an executive, managerial, supervisory or similar position in any member of the XYE Group (the “**XYE Executive**”), any full-time or part time employee, or a person for the time being seconded to work full-time or part-time for any member of the XYE Group (the “**XYE Employee**”); (ii) a director or proposed director (including an independent non-executive director) of any member of the XYE Group; (iii) a direct or indirect shareholder of any member of the XYE Group; (iv) a supplier of goods or services to any member of the XYE Group; (v) a customer, consultant, business or joint venture partner, franchisee, contractor, agent or representative of any member of the XYE Group; (vi) a person or entity that provides design, research, development or other support or any advisory, consultancy, professional or other services to any member of the XYE Group; and (vii) an associate of any of the persons referred to in items (i) to (iii) above.

(iii) Maximum number of shares of Xinyi Energy

The maximum number of XYE Shares which may be issued upon exercise of all XYE Share Options to be granted under the XYE Share Option Scheme and any other schemes of the XYE Group shall not in aggregate exceed 10% of the XYE Shares in issue as of the date of listing, excluding XYE Shares which may fall to be issued upon the exercise of the over-allotment option of Xinyi Energy in relation to the listing.

The maximum number of XYE Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the XYE Share Option Scheme and any other schemes of XYE Group shall not exceed 30% of XYE Shares in issue from time to time. No options may be granted under the XYE Share Option Scheme and any other share option scheme of Xinyi Energy if this will result in such limit being exceeded.

Further Information on the Group

(iv) Maximum number of XYE Share Option to each XYE Participant

Unless with the approval of the shareholders of Xinyi Energy in general meeting, the maximum number of XYE Shares issued and which may fall to be issued upon exercise of the XYE Share Options granted under the XYE Share Option Scheme and any other share option schemes of Xinyi Energy (including both exercised and outstanding options) to each XYE Participant in any 12-month period up to the date of grant shall not exceed 1% of the XYE Shares in issue as at the date of grant.

(v) XYE Share Option period

The period during which the XYE Share Options may be exercised will be determined by the XYE Board in its absolute discretion, save that no XYE Share Option may be exercised more than 10 years after it has been granted. Save as determined by the XYE Board and provided in the offer of the grant of the relevant XYE Share Options, there is no minimum period for which the XYE Share Option must be held before it can be exercised.

(vi) Acceptance and payment on acceptance

An offer for the grant of the XYE Share Options must be accepted within thirty days inclusive of the day on which such offer was made. The amount payable by the grantee of the XYE Share Options to Xinyi Energy on acceptance of the offer for the grant of the XYE Share Options is HK\$1.00.

Further Information on the Group

(vii) XYE Share Option price for subscription of XYE Shares

The subscription price of the XYE Shares in respect of any particular XYE Share Options shall be such price as the XYE Board may in its absolute discretion determine at the time of grant of the relevant option (and shall be stated in the letter containing the offer of the grant of the XYE Share Options) but the subscription price shall not be less than whichever is the highest of:

- (a) the nominal value of the XYE Shares;
- (b) the closing price of the XYE Shares as stated in the Hong Kong Stock Exchange's daily quotations sheet on the date of grant; and
- (c) the average closing price of the XYE Shares as stated in the Hong Kong Stock Exchange's daily quotations sheets for the 5 business days (as defined in the Listing Rules) immediately preceding the date of grant.

(viii) Remaining life of the XYE Share Option Scheme

The XYE Share Option Scheme will remain in force for a period of ten years commencing on 28 May 2019.

The above addition information does not affect the other information contained in the 2021 Annual Report.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As of 30 June 2022, the interests and short positions of the Directors and chief executive of the Company in the shares, the underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), which are 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 and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code, were as follows:

Further Information on the Group

THE COMPANY AND ASSOCIATED CORPORATIONS

(i) Long positions in the shares of the Company

Name of Director	Capacity	Name of the controlled corporations	Number of shares held	Approximate percentage of the Company's issued share capital
Dr. LEE Yin Yee, B.B.S.	Interest in a controlled corporation ⁽¹⁾	Realbest (as defined below)	861,992,784	9.690%
	Interest in persons acting in concert ⁽²⁾		1,454,264,645	16.348%
Tan Sri Datuk TUNG Ching Sai <i>P.S.M, D.M.S.M, J.P.</i>	Interest in a controlled corporation ⁽³⁾	Copark (as defined below)	220,919,131	2.483%
	Family interest ⁽³⁾		16,497,057	0.185%
	Interest in persons acting in concert ⁽²⁾		2,078,841,241	23.369%
Mr. LI Man Yin	Interest in a controlled corporation ⁽⁴⁾	Perfect All (as defined below)	90,279,566	1.014%
	Personal interest ⁽⁴⁾		3,942,784	0.044%
	Family interest ⁽⁴⁾		1,623,254	0.018%
	Interest in persons acting in concert ⁽²⁾		2,220,411,825	24.961%
Mr. LEE Yau Ching	Interest in a controlled corporation ⁽⁵⁾	Telerich (as defined below)	302,728,516	3.403%
Mr. CHEN Xi	Personal interest ⁽⁶⁾		233,551	0.002%

Further Information on the Group

Notes:

- (1) Dr. LEE Yin Yee, B.B.S. is the beneficial owner of the entire issued share capital of Realbest Investment Limited (“**Realbest**”) which in turn is the registered owner of 861,992,784 shares.
- (2) Pursuant to an agreement dated 31 May 2013 and entered into by Dr. LEE Yin Yee, B.B.S., Mr. TUNG Ching Bor, Tan Sri Datuk TUNG Ching Sai *J.P.*, Mr. LEE Sing Din, Mr. LI Ching Wai, Mr. LI Man Yin, Mr. SZE Nang Sze, Mr. NG Ngan Ho, and Mr. LI Ching Leung, the parties have agreed to grant a right of first offer to the other parties to the agreement if they want to sell their shares allotted to them under a conditional distribution in specie, by way of special interim dividend declared on 19 November 2013 of such number of shares to them representing approximately 67.6% of the shares as of the date.
- (3) Tan Sri Datuk TUNG Ching Sai *J.P.* is the beneficial owner of the entire issued share capital of Copark Investment Limited (“**Copark**”) which is the registered owner of 220,919,131 shares. Tan Sri Datuk TUNG Ching Sai *J.P.* also has 16,497,057 shares through his spouse, Puan Sri Datin SZE Tan Hung.
- (4) Mr. LI Man Yin is the beneficial owner of the entire issued share capital of Perfect All Investments Limited (“**Perfect All**”) which is the registered owner of 90,279,566 shares. Mr. LI Man Yin also has 3,942,784 shares in his own name and 1,623,254 shares through his spouse, Madam LI Sau Suet.
- (5) Mr. LEE Yau Ching is one of the two directors of Telerich Investment Limited (“**Telerich**”), a company incorporated in the British Virgin Islands (the “**BVI**”) with limited liability and wholly-owned by Mr. LEE Sing Din, the father of Mr. LEE Yau Ching. Telerich is the registered owner of 302,728,516 shares.
- (6) Mr. CHEN Xi has 233,551 shares held through his spouse, Madam MAO Ke.

(ii) Share options of the Company

Name of Director	Capacity	Number of share options outstanding	Approximate percentage of the Company’s issued share capital
Mr. CHEN Xi	Personal interest	1,350,000	0.015%

Further Information on the Group

(iii) Long positions in an associated corporation

The following table sets forth the interests of the Directors in Xinyi Energy, a non-wholly owned subsidiary of the Company, as of 30 June 2022:

Name of Director	Capacity	Name of the controlled corporations	Number of shares held in Xinyi Energy	Approximate percentage of Xinyi Energy's issued share capital
Dr. LEE Yin Yee, B.B.S.	Interest in a controlled corporation ⁽¹⁾	Charm Dazzle (as defined below)	457,957,500	6.274%
	Interest in a controlled corporation ⁽¹⁾	Realbest	82,901,405	1.135%
	Interest in a controlled corporation ⁽²⁾	Full Guang (as defined below)	7,606,019	0.104%
	Joint interest ⁽¹⁾		3,575,733	0.049%
	Family interest ⁽¹⁾		4,337,354	0.059%
	Interest in persons acting in concert ⁽³⁾		909,783,718	12.465%
Tan Sri Datuk TUNG Ching Sai <i>J.P.</i>	Interest in a controlled corporation ⁽⁴⁾	Sharp Elite (as defined below)	187,687,500	2.571%
	Interest in a controlled corporation ⁽⁴⁾	Copark	29,803,255	0.408%
	Family interest ⁽⁴⁾		14,544,041	0.199%
	Interest in persons acting in concert ⁽³⁾		1,234,126,933	16.909%
Mr. LI Man Yin	Interest in a controlled corporation ⁽⁵⁾	Will Sail (as defined below)	45,045,000	0.617%
	Interest in a controlled corporation ⁽⁵⁾	Perfect All	9,139,496	0.125%
	Personal interest ⁽⁵⁾		394,278	0.005%
	Family interest ⁽⁵⁾		162,325	0.002%
	Interest in persons acting in concert ⁽³⁾		1,411,420,630	19.338%

Further Information on the Group

Notes:

- (1) Dr. LEE Yin Yee, B.B.S. is the beneficial owner of the entire issued share capital of Charm Dazzle Limited (“**Charm Dazzle**”) and Realbest which are the registered owner of 457,957,500 and 82,901,405 XYE Shares respectively. Dr. LEE Yin Yee, B.B.S. also has 3,575,733 XYE Shares jointly held with and 4,337,354 XYE Shares through his spouse, Madam TUNG Hai Chi.
- (2) The interest in the XYE shares are held through Full Guang Holdings Limited (“**Full Guang**”). Full Guang is owned by Dr. LEE Yin Yee, B.B.S. as to 33.98%, Mr. TUNG Ching Bor as to 16.21%, Tan Sri Datuk TUNG Ching Sai *J.P.* as to 16.21%, Mr. LEE Sing Din (father of Mr. LEE Yau Ching) as to 11.85%, Mr. LI Ching Wai as to 5.56%, Mr. NG Ngan Ho as to 3.70%, Mr. LI Man Yin as to 3.70%, Mr. SZE Nang Sze as to 5.09% and Mr. LI Ching Leung as to 3.70%.
- (3) Pursuant to an agreement dated 22 November 2018 and entered into by Dr. LEE Yin Yee, B.B.S., Mr. TUNG Ching Bor, Tan Sri Datuk TUNG Ching Sai *J.P.*, Mr. LEE Sing Din, Mr. LI Ching Wai, Mr. LI Man Yin, Mr. SZE Nang Sze, Mr. NG Ngan Ho, and Mr. LI Ching Leung, the parties have agreed to grant a right of first offer to the other parties to the agreement if they want to dispose of their XYE Shares allotted to them under a conditional distribution in specie received at the time of listing of Xinyi Energy.
- (4) Tan Sri Datuk TUNG Ching Sai *J.P.* is the beneficial owner of the entire issued share capital of Sharp Elite Holdings Limited (“**Sharp Elite**”) and Copark which are the registered owner of 187,687,500 and 29,803,255 XYE Shares respectively. Tan Sri Datuk TUNG Ching Sai *J.P.* is also deemed to be interested in 14,544,041 XYE Shares through his spouse, Puan Sri Datin SZE Tan Hung.
- (5) Mr. LI Man Yin is the beneficial owner of the entire issued share capital of Will Sail Limited (“**Will Sail**”) and Perfect All which are the registered owner of 45,045,000 and 9,139,496 XYE Shares respectively. Mr. LI Man Yin also has 394,278 XYE Shares in his own name and 162,325 XYE Shares through his spouse, Madam LI Sau Suet.

Save as disclosed above, as of 30 June 2022, to the knowledge of the Company, none of the Directors or chief executive of the Company had or was deemed under the SFO to have any interests or short positions in any of the shares, the underlying shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the SFO) which was 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 and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code.

Further Information on the Group

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As of 30 June 2022, the interests and short positions of the persons, other than Directors and chief executive of the Company, in the shares and the underlying shares of the Company, as notified to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO, were as follows:

Name of substantial Shareholders	Nature of interest and capacity	(L/S)*	Number of shares held	Approximate percentage of the Company's issued share capital
Xinyi Group (Glass) Company Limited	Beneficial owner	(L)	2,040,470,009	22.938%
Xinyi Automobile Glass (BVI) Company Limited	Interest in a controlled corporation	(L)	2,040,470,009	22.938%
Xinyi Glass Holdings Limited	Beneficial owner	(L)	26,460,842	0.297%
	Interest in a controlled corporation	(L)	2,040,470,009	22.938%

Further Information on the Group

Name of substantial Shareholders	Nature of interest and capacity	(L/S)*	Number of shares held	Approximate percentage of the Company's issued share capital
Mr. TUNG Ching Bor	Interest in a controlled corporation ⁽¹⁾	(L)	312,113,711	3.508%
	Joint interest ⁽¹⁾	(L)	19,278,890	0.216%
	Interest in persons acting in concert ⁽²⁾	(L)	1,984,864,828	22.313%
Mr. LEE Sing Din	Interest in a controlled corporation ⁽³⁾	(L)	302,728,516	3.403%
	Personal interest ⁽³⁾	(L)	2,406,475	0.027%
	Joint interest ⁽³⁾	(L)	35,033,048	0.393%
	Interest in persons acting in concert ⁽²⁾	(L)	1,976,089,390	22.214%
Mr. LI Ching Wai	Interest in a controlled corporation ⁽⁴⁾	(L)	132,304,327	1.487%
	Personal interest	(L)	3,000,000	0.033%
	Interest in persons acting in concert ⁽²⁾	(L)	2,180,953,102	24.517%

Further Information on the Group

Name of substantial Shareholders	Nature of interest and capacity	(L/S)*	Number of shares held	Approximate percentage of the Company's issued share capital
Mr. SZE Nang Sze	Interest in a controlled corporation ⁽⁵⁾	(L)	123,338,468	1.386%
	Personal interest	(L)	3,739,282	0.042%
	Interest in persons acting in concert ⁽²⁾	(L)	2,189,179,679	24.609%
Mr. NG Ngan Ho	Interest in a controlled corporation ⁽⁶⁾	(L)	89,394,543	1.004%
	Personal interest	(L)	2,514,901	0.028%
	Interest in persons acting in concert ⁽²⁾	(L)	2,224,347,985	25.005%
Mr. LI Ching Leung	Interest in a controlled corporation ⁽⁷⁾	(L)	86,858,695	0.976%
	Personal interest ⁽⁷⁾	(L)	7,830,166	0.088%
	Family interest ⁽⁷⁾	(L)	461,831	0.005%
	Interest in persons acting in concert ⁽²⁾	(L)	2,221,106,737	24.968%
BlackRock, Inc. ("BlackRock")	Interest in controlled corporations	(L)	458,610,635	5.155%
	Interest in controlled corporations	(S)	16,985,363 ⁽⁸⁾	0.190%

Further Information on the Group

Name of substantial Shareholder	Nature of interest and capacity	(L/S)*	Number of Shares held	Approximate percentage of the Company's issued share capital
JPMorgan Chase & Co. ("JPMC")	Interest in controlled corporations	(L)	36,869,090	
	Investment manager	(L)	429,554,809	
	Person having a security interest in shares	(L)	238,960	
	Trustee	(L)	34,280	
	Approved lending agent	(L)	275,218,399	
	Sub-total		<u>741,915,538⁽⁹⁾</u>	8.340%
	Interest in controlled corporations	(S)	<u>23,516,129⁽¹⁰⁾</u>	<u>0.264%</u>

* (L) represents Long Position; (S) represents Short Position.

Notes:

- (1) Mr. TUNG Ching Bor's interests in the shares are held through High Park Technology Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. TUNG Ching Bor. Mr. TUNG Ching Bor also has 19,278,890 shares held through a joint account with his spouse, Madam KUNG Sau Wai.
- (2) Pursuant to an agreement dated 31 May 2013 and entered into by Dr. LEE Yin Yee, B.B.S., Mr. TUNG Ching Bor, Tan Sri Datuk TUNG Ching Sai *J.P.*, Mr. LEE Sing Din, Mr. LI Ching Wai, Mr. LI Man Yin, Mr. SZE Nang Sze, Mr. NG Ngan Ho, and Mr. LI Ching Leung, the parties have agreed to grant a right of first offer to the other parties to the agreement if they want to sell their shares allotted to them under a conditional distribution in specie, by way of special interim dividend declared on 19 November 2013 of such number of shares to them representing approximately 67.6% of the shares as of that date.

Further Information on the Group

- (3) Mr. LEE Sing Din's interests in the shares are held through Telerich, a company incorporated in the BVI with limited liability and wholly-owned by Mr. LEE Sing Din. Mr. LEE Sing Din also has 2,406,475 shares held in his own name and 35,033,048 shares through a joint account with his spouse, Madam LI Kam Ha.
- (4) Mr. LI Ching Wai's interests in the shares are held through Goldbo International Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. LI Ching Wai.
- (5) Mr. SZE Nang Sze's interests in the shares are held through Goldpine Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. SZE Nang Sze.
- (6) Mr. NG Ngan Ho's interests in the shares are held through Linkall Investment Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. NG Ngan Ho.
- (7) Mr. LI Ching Leung's interests in the shares are held through Herosmart Holdings Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. LI Ching Leung. Mr. LI Ching Leung also has 7,830,166 shares held in his own name and 461,831 shares through his spouse, Madam DY Maria Lumin.
- (8) It included 3,296,143 underlying shares through BlackRock's holding of unlisted derivatives in cash settled.
- (9) It included an aggregate interest in 14,105,842 underlying shares through JPMC's holding of certain listed derivatives (physically settled: 510,000 shares) and certain unlisted derivatives (physically settled: 376,500 shares; cash settled: 13,219,342 shares).
- (10) It included an aggregate interest in 13,691,844 underlying shares through JPMC's holding of certain listed derivatives (physically settled: 508,000 shares; cash settled: 76,000 shares) and certain unlisted derivatives (physically settled: 8,364,556 shares; cash settled: 4,743,288 shares).

Save as disclosed above, as of 30 June 2022, the Directors were not aware of any other person having an interests or short positions in the shares and the underlying shares of the Company as notified to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO.

REVIEW OF THE INTERIM RESULTS

The Company's interim results for 1H2022 have not been audited but have been reviewed by the audit committee of the Board. The members of the audit committee of the Board are Ms. LEONG Chong Peng, Mr. LO Wan Sing, Vincent and Mr. KAN E-ting, Martin, all of them are independent non-executive Directors.

EXECUTIVE DIRECTORS

Dr. LEE Yin, Yee, B.B.S. (*Chairman*) ø~
Mr. LEE Yau Ching
(*Chief Executive Officer*)
Mr. LI Man Yin
Mr. CHEN Xi

NON- EXECUTIVE DIRECTORS

Tan Sri Datuk TUNG Ching Sai *P.S.M.,
D.M.S.M, J.P. (Vice Chairman)* ø<
Mr. LEE Shing Put, B.B.S.

INDEPENDENT NON- EXECUTIVE DIRECTORS

Mr. LO Wan Sing, Vincent #+<
Mr. KAN E-ting, Martin #ø<
Ms. LEONG Chong Peng
(appointed on 2 June 2022) *ø<
Mr. CHENG Kwok Kin, Paul
(resigned on 2 June 2022) *ø<

- * Chairman of audit committee
- # Members of audit committee
- + Chairman of remuneration committee
- ø Members of remuneration committee
- ~ Chairman of nomination committee
- < Members of nomination committee

COMPANY SECRETARY

Mr. CHU Charn Fai

REGISTERED OFFICE

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN CHINA

Xinyi PV Glass Industrial Zone
2 Xinyi Road
Wuhu Economic and Technology
Development Zone
Wuhu City, Anhui Province, China

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 2109-2115, 21/F
Rykadan Capital Tower
No. 135 Hoi Bun Road
Kwun Tong, Kowloon
Hong Kong

LEGAL ADVISERS AS TO HONG KONG LAW

Squire Patton Boggs
29th Floor, Edinburgh Tower
The Landmark
15 Queen's Road Central
Central, Hong Kong

AUDITOR

PricewaterhouseCoopers
*Certified Public Accountants and
Registered PIE Auditor*
22nd Floor, Prince's Building
Central, Hong Kong

Corporate Information

PRINCIPAL BANKERS

Bank of China (Hong Kong)
Bank of East Asia
China Citic Bank
China Everbright Bank
China Guangfa Bank
Citibank, N.A.
DBS Bank
Hang Seng Bank
HSBC
Huaxia Bank
Huishang Bank
Industrial Bank
Malayan Banking Berhad
Nanyang Commercial Bank
Sumitomo Mitsui Banking Corporation

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN CAYMAN ISLANDS

Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

HONG KONG SHARE REGISTRAR

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

WEBSITE

<http://www.xinyisolar.com>

SHARE INFORMATION

Place of listing: Main Board of The Stock
Exchange of Hong Kong Limited
Stock Code: 00968
Listing date: 12 December 2013
Board lot: 2,000 ordinary shares
Financial year end: 31 December
Share price as of 30 June 2022:
HK\$12.12
Market capitalisation as at 30 June 2022:
Approximately HK\$107.8 billion

KEY DATES

Closure of register of members:
Monday, 15 August 2022 to
Wednesday, 17 August 2022
(both days inclusive)

Interim dividend payable date:
Tuesday, 6 September 2022