

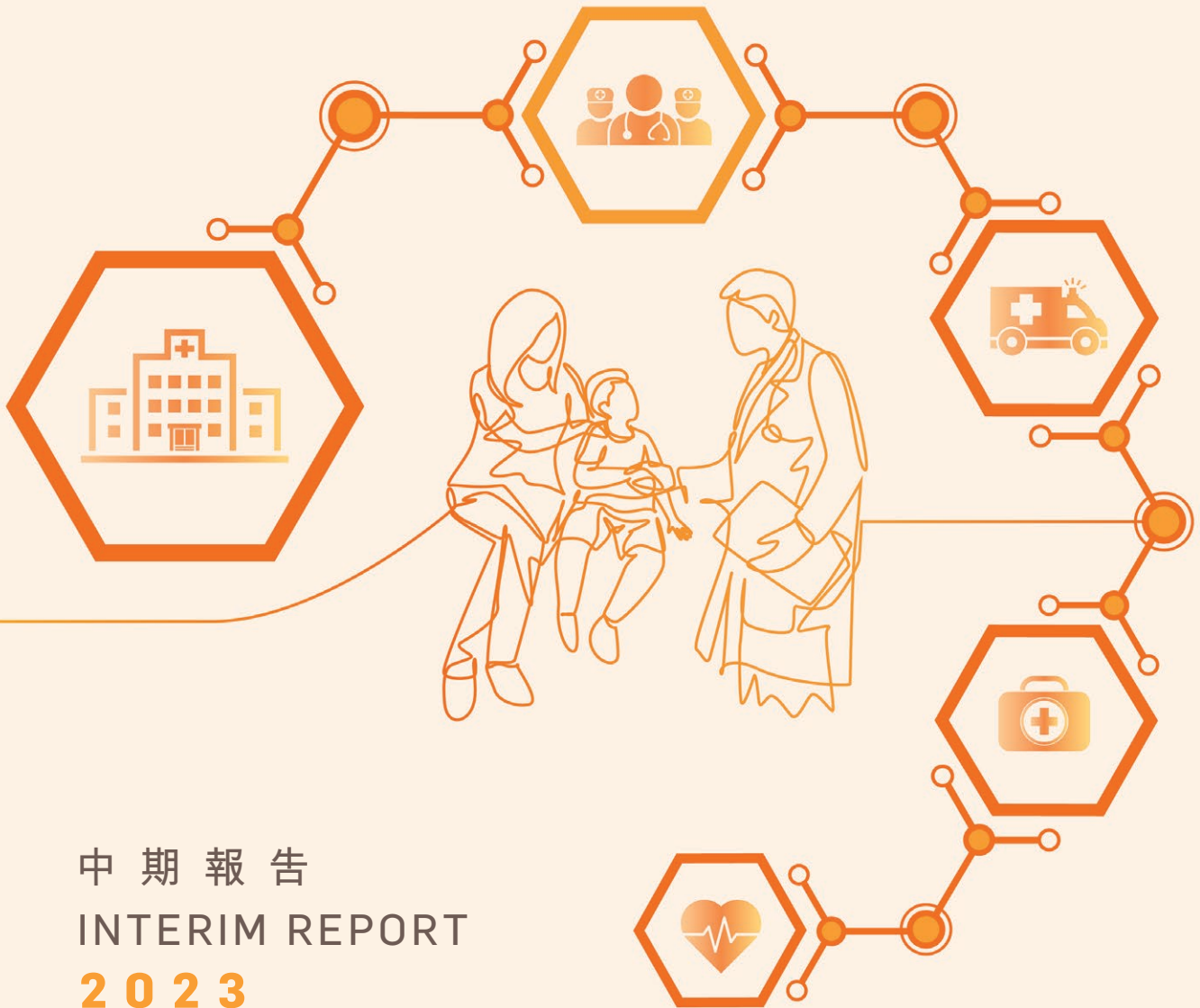


# 華潤醫療控股有限公司

China Resources Medical Holdings Company Limited

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

Stock Code 股票代號 : 1515



中期報告  
INTERIM REPORT  
**2023**



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# Corporate Information

## 公司資料

### Directors

#### Executive Directors

Mr. SONG Qing (*Chairman of the Board*)  
Mr. YU Hai (*Chief Executive Officer*)  
(Appointed on February 27, 2023)  
Mr. SHAN Baojie (*Vice President*)  
Ms. YANG Min (*Chief Financial Officer*)  
(Appointed on June 13, 2023)  
Mr. CHENG Libing (Resigned as an executive Director and Chief Executive Officer on February 27, 2023)  
Ms. REN Yuan (Resigned as an executive Director and Chief Financial Officer on June 13, 2023)

#### Non-executive Director

Mr. HU Hui

#### Independent Non-executive Directors

Mr. WU Ting Yuk, Anthony  
Mr. KWONG Kwok Kong  
Mr. FU Tingmei (Appointed on February 27, 2023)  
Mr. LEE Kar Chung Felix (Resigned on June 13, 2023)

#### Audit Committee

Mr. KWONG Kwok Kong (*Chairman of committee*)  
Mr. HU Hui  
Mr. FU Tingmei (Appointed as a member on February 27, 2023)  
Mr. LEE Kar Chung Felix (Resigned as a member on February 27, 2023)

#### Remuneration Committee

Mr. WU Ting Yuk, Anthony (*Chairman of committee*)  
Mr. KWONG Kwok Kong  
(Appointed as a member on June 13, 2023)  
Mr. FU Tingmei (Appointed as a member on February 27, 2023)  
Mr. HU Hui (Resigned as a member on February 27, 2023)  
Mr. LEE Kar Chung Felix  
(Resigned as a member on June 13, 2023)

#### Nomination Committee

Mr. SONG Qing (*Chairman of committee*)  
Mr. KWONG Kwok Kong  
Mr. WU Ting Yuk, Anthony  
(Appointed as a member on June 13, 2023)  
Mr. LEE Kar Chung Felix  
(Resigned as a member on June 13, 2023)

#### Authorised Representatives

Mr. SONG Qing (Appointed on February 27, 2023)  
Mr. SO Yiu Fung  
Mr. CHENG Libing (Resigned on February 27, 2023)

#### Company Secretary

Mr. SO Yiu Fung

### 董事

#### 執行董事

宋清先生 (*董事長*)  
于海先生 (*總裁*)  
(於2023年2月27日獲委任)  
單寶杰先生 (*副總裁*)  
楊敏女士 (*首席財務官*)  
(於2023年6月13日獲委任)  
成立兵先生 (於2023年2月27日辭任  
執行董事及總裁)  
任遠女士 (於2023年6月13日辭任  
執行董事及首席財務官)

#### 非執行董事

胡輝先生

#### 獨立非執行董事

胡定旭先生  
鄭國光先生  
傅廷美先生 (於2023年2月27日獲委任)  
李家聰先生 (於2023年6月13日辭任)

#### 審核委員會

鄭國光先生 (*委員會主席*)  
胡輝先生  
傅廷美先生 (於2023年2月27日獲委任為委員)  
李家聰先生 (於2023年2月27日辭任委員職務)

#### 薪酬委員會

胡定旭先生 (*委員會主席*)  
鄭國光先生  
(於2023年6月13日獲委任為委員)  
傅廷美先生 (於2023年2月27日獲委任為委員)  
胡輝先生 (於2023年2月27日辭任委員職務)  
李家聰先生  
(於2023年6月13日辭任委員職務)

#### 提名委員會

宋清先生 (*委員會主席*)  
鄭國光先生  
胡定旭先生  
(於2023年6月13日獲委任為委員)  
李家聰先生  
(於2023年6月13日辭任委員職務)

#### 授權代表

宋清先生 (於2023年2月27日獲委任)  
蘇堯鋒先生  
成立兵先生 (於2023年2月27日辭任)

#### 公司秘書

蘇堯鋒先生

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

14/F, Kunlun Center Office Building  
No. 9, Fuyi Street  
Fengtai District, Beijing  
The People's Republic of China

### 總部及中國內地主要營業地點

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

### Principal Place of Business in Hong Kong

Room 2603, 26/F, China Resources Building  
26 Harbour Road  
Wanchai  
Hong Kong SAR

### 香港主要營業地點

中華人民共和國  
香港特別行政區  
灣仔  
港灣道26號  
華潤大廈26樓2603室

### Registered Office

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

### 註冊地址

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

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

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

### 開曼群島主要股份過戶登記處

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

### Hong Kong Branch Share Registrar

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

### 香港證券登記分處

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

### Auditor

KPMG  
Certified Public Accountants  
Public Interest Entity Auditor registered in accordance with  
the Accounting and Financial Reporting Council Ordinance  
8th Floor, Prince's Building  
10 Chater Road  
Central  
Hong Kong SAR

### 核數師

畢馬威會計師事務所  
執業會計師  
於《會計及財務匯報局條例》下的註冊公眾  
利益實體核數師  
中華人民共和國  
香港特別行政區  
中環遮打道10號  
太子大廈8樓

## Corporate Information

### 公司資料

#### Legal Adviser

##### As to Hong Kong law

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

#### Principal Bankers

China Merchants Bank  
2nd Floor, Tower A  
156 Fuxingmennei Street  
Xicheng District  
Beijing  
The People's Republic of China

Industrial and Commercial Bank of China  
Room 102, Block 6, Court 2, East Baizhifang Street  
Xicheng District  
Beijing  
The People's Republic of China

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

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

#### Stock Code

1515

#### Company Website

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

#### 法律顧問

##### 香港法律

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

#### 主要往來銀行

中國招商銀行  
中華人民共和國  
北京市  
西城區  
復興門內大街156號  
A座2樓

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

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

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

#### 股份代號

1515

#### 公司網站

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



# Management Discussion and Analysis

## 管理層討論與分析

### BUSINESS REVIEW

On February 22, 2023, CR Hospital Investment (a wholly-owned subsidiary of the Company) (as transferee) entered into the relevant equity/debt transfer agreements with LR Management and CR Technology (fellow subsidiaries of the Company) (both as transferors), respectively, to acquire the 76.10% equity interests in Liaoning CR Healthcare, 100% equity interests in Shenzhen CR Healthcare, 80% equity interests in the JE Subject and the debts owed by the JE Subject to CR Technology all at considerations settled in cash. The aforesaid transactions covered the acquisition of the sponsorship rights of 31 LH Member Institutions and six JE Member Medical Institutions, and the equity transfers of which have been completed by the end of June 2023. The Company confirms that according to the International Financial Reporting Standards and the accounting policies of the Group, the Group will retrospectively consolidate the financial results of the LH Subjects and the JE Subject from June 2, 2022 (the date on which the Group, the LH Subjects and the JE Subject started to come under common control). The comparative data of the Group's 2022 financial statements (the "Comparative Data") will be restated, that is, the financial results of the LH Subjects and the JE Subject from June 2, 2022 will be included in the Comparative Data. The Group's 2023 financial results will include the financial results of the LH Subjects and the JE Subject starting from January 1, 2023. Further details of the aforesaid transactions and the accounting arrangement could be found in the announcements of the Company dated February 22, 2023, May 17, 2023 and June 30, 2023 and the circular of the Company dated April 27, 2023.

With the effect of the aforesaid accounting arrangement, the consolidated revenue of the Group for the Reporting Period amounted to RMB5,114 million (Corresponding Period: RMB3,206 million), and the consolidated net profit of the Group for the Reporting Period amounted to RMB487 million (Corresponding Period: RMB271 million). Earnings per share of the Company for the Reporting Period amounted to RMB0.31 (Corresponding Period: RMB0.19). Among them, the consolidated revenue and the consolidated net profit brought by the LH Member Institutions and JE Member Medical Institutions amounted to RMB2,091 million and RMB257 million, respectively. During the Reporting Period, the member hospitals of the Company recorded a year-on-

### 業務回顧

於2023年2月22日，本公司下屬全資附屬公司華潤醫院投資（作為受讓方）與同系附屬公司遼潤管理及華潤科技（俱作為轉讓方）簽署了相關的股權／債權轉讓協議，並按此以現金對價分別收購遼寧華潤健康的76.10%股權、深圳華潤健康的100%股權、江能標的80%股權及華潤科技對江能標的持有的債權。上述交易涵蓋收購31家遼健成員機構的舉辦權及6家江能成員醫療機構的舉辦權，而有關交易已於2023年6月底完成股權交割。本公司確認根據國際財務報告準則及本集團的會計政策，本集團自2022年6月2日（即本集團與遼健標的和江能標的開始處於同一控制的日期）起追溯合併遼健標的和江能標的之財務業績。本集團2022年度財務報表的比較數據（「比較數據」）將進行重述，即將遼健標的和江能標的自2022年6月2日起的財務業績列入比較數據。本集團2023年度的財務業績將包含遼健標的和江能標的自2023年1月1日起之財務業績。上述交易及相關會計處理安排詳見本公司日期為2023年2月22日、2023年5月17日及2023年6月30日的公告及本公司日期為2023年4月27日的通函。

因應上述相關會計處理安排之生效，本集團報告期共實現綜合營業額人民幣51.14億元（相應期間：人民幣32.06億元），而報告期本集團綜合淨利潤為人民幣4.87億元（相應期間：人民幣2.71億元）及每股盈利人民幣0.31元（相應期間：人民幣0.19元）；當中遼健成員機構及江能成員醫療機構帶來的綜合營業額及綜合淨利潤則分別為人民幣20.91億元及人民幣2.57億元。報告期內，本公司下屬成員醫院在業務量、收入和經營利潤方面均

## Management Discussion and Analysis

### 管理層討論與分析

year improvement in terms of business volume, revenue and operating profit. The number of conventional out-patient visits and in-patient visits of our member hospitals increased by 5.3% and 9.7%, respectively, and the medical business revenue of our member hospitals recorded a year-on-year increase of 10.4%.

### Scale of our operation

As of June 30, 2023, the Group managed and operated a total of 146 medical institutions in 10 provinces and cities in the PRC. During the Reporting Period, the number of conventional out-patient visits and in-patient visits of our member hospitals were approximately 7,100,000 and 310,000, respectively, representing the respective year-on-year increase of 5.3% and 9.7%.

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

Province/City	省份/城市	Grade III Hospitals 三級醫院	Grade II Hospitals 二級醫院	Grade I Hospitals and Community Centres 一級醫院及社區中心	Clinics & Other Medical Institutions 診所及其他醫療機構	Total 合計
Beijing	北京	3	4	8	27	42
Liaoning	遼寧	5	11	13	8	37
Jiangxi	江西	1	3	4	3	11
Shandong	山東	—	2	2	7	11
Shanxi	山西	—	1	—	—	1
Jiangsu	江蘇	—	2	—	—	2
Anhui	安徽	1	1	17	4	23
Hubei	湖北	2	—	3	7	12
Guangdong	廣東	1	1	—	2	4
Guangxi	廣西	—	2	1	—	3
Total	合計	13	27	48	58	146

較去年同期錄得提升，常規診療門診人次及住院人次分別增長了5.3%和9.7%，成員醫院之醫療業務收入則錄得同比增長10.4%。

### 經營規模

截至2023年6月30日，本集團在中國10個省、市共管理運營146家醫療機構。於報告期內，本集團成員醫院常規診療門診量和住院量分別約為710萬人次和31萬人次，分別較去年同期增長5.3%及9.7%。

### 本集團管理營運醫療機構分佈表

## Management Discussion and Analysis 管理層討論與分析

### Operating data for 2023H1

### 2023年上半年營運數據

Type	類型	Number of beds in operation 運營床位數	Utilization rate of beds 床位使用率	Revenue from medical business (RMB'000) 醫療業務收入(人民幣千元)					Total 合計
				Number of out-patients 門診人次	Number of in-patients 住院人次	Revenue from out-patient visits 門診收入	Revenue from in-patient visits 住院收入	Revenue from physical examination 體檢收入	
Self-owned Hospitals	自有醫院	18,630	80.60%	4,880,551	273,969	1,785,195	2,880,908	78,421	4,744,524
— LH Member Institutions and JE Member Medical Institutions	— 遠健成員機構及 江能成員 醫療機構	11,130	79.03%	2,225,610	159,337	739,870	1,303,668	47,484	2,091,022
Other Hospitals	其他醫院	3,355	70.70%	2,796,943	40,536	1,076,879	693,739	25,970	1,796,588
Subtotal	合計	21,985	79.09%	7,677,494	314,505	2,862,074	3,574,647	104,391	6,541,112

### Operating data for 2022H1

### 2022年上半年營運數據

Type	類型	Number of beds in operation 運營床位數	Utilization rate of beds 床位使用率	Revenue from medical business (RMB'000) 醫療業務收入(人民幣千元)					Total 合計
				Number of out-patients 門診人次	Number of in-patients 住院人次	Revenue from out-patient visits 門診收入	Revenue from in-patient visits 住院收入	Revenue from physical examination 體檢收入	
Self-owned Hospitals	自有醫院	19,501	72.33%	7,644,677	252,035	1,715,681	2,509,219	72,625	4,297,525
— LH Member Institutions and JE Member Medical Institutions	— 遠健成員機構及 江能成員 醫療機構	11,578	69.83%	3,986,612	143,856	716,996	1,149,425	41,173	1,907,594
Other Hospitals	其他醫院	3,446	58.66%	4,211,903	34,698	998,066	611,568	17,650	1,627,284
Subtotal	合計	22,947	70.28%	11,856,580	286,733	2,713,747	3,120,787	90,275	5,924,809

Notes:

註：

- In respect of the operating data statistics, the abovementioned self-owned hospitals refer to all consolidated hospitals.
- The operating data for the first half of 2022 and 2023 both include six months's operating data of LH Member Institutions and JE Member Medical Institutions.

- 就營運數據統計目的，上述自有醫院即指本集團之所有併表醫院。
- 2022年和2023年上半年營運數據均包含遠健成員機構及江能成員醫療機構六個月運營數據。



## Management Discussion and Analysis

### 管理層討論與分析

#### Financial data for 2023H1

#### 2023年上半年財務數據

		Segment results 分部業績						
		— LH Member Institutions and JE Member						
2023H1	2023年上半年	Total	Self-owned Hospitals	Medical Institutions — 遼健成員 機構及 江能成員 醫療機構	Other hospitals	Other derived businesses	Administrative expenses	Other gains and expenses
RMB'000	人民幣千元	合計	自有醫院	醫療機構	其他醫院	其他衍生業務	行政費用	其他收益及 費用
Revenue from goods and services	商品及服務收益	5,114,026	4,744,524	2,091,022	366,872	2,630	—	—
Cost of sales and services	銷售及服務成本	(4,024,751)	(3,766,242)	(1,613,760)	(255,895)	(2,614)	—	—
Other income	其他收入	33,655	29,751	17,068	3,577	327	—	—
Other gains and losses	其他收益及虧損	4	4	(2,717)	—	—	—	—
Selling and distribution expenses	銷售及分銷費用	(5,278)	(1,955)	—	(3,323)	—	—	—
Administrative expenses	行政費用	(411,038)	(396,023)	(156,079)	(13,769)	(1,246)	—	—
Finance costs	財務費用	(9,542)	(9,542)	(5,811)	—	—	—	—
Impairment losses on financial and contract assets, net	信用減值損失	(4,121)	(4,121)	(1,565)	—	—	—	—
Other expenses	其他費用	(7,270)	(7,270)	(6,018)	—	—	—	—
Share of profit of joint ventures/associates	應佔合營/聯營公司利潤	41,529	—	—	41,529	—	—	—
<b>Segment results</b>	<b>分部業績</b>	<b>727,214</b>	<b>589,126</b>	<b>322,140</b>	<b>138,991</b>	<b>(903)</b>	<b>N/A不適用</b>	<b>N/A不適用</b>
Headquarters operating expenses	總部運營費用	(36,987)	—	—	—	—	(36,987)	—
Other profit or loss	其他損益	(13,493)	—	—	—	—	—	(13,493)
Finance costs	財務費用	(51,608)	—	—	—	—	—	(51,608)
Income tax	所得稅	(138,258)	—	—	—	—	—	(138,258)
<b>Net profit or loss</b>	<b>淨損益</b>	<b>486,868</b>	<b>589,126</b>	<b>322,140</b>	<b>138,991</b>	<b>(903)</b>	<b>(36,987)</b>	<b>(203,359)</b>

Notes:

註：

During the Reporting Period:

於報告期內：

- (1) Self-owned hospitals include: Jian Gong Hospital, Jinan Bei Cheng Hospital, Huaikuang Hospital Group, the Run Neng Hospitals, Guangdong 999 Brain Hospital, Xuzhou Mining Hospital and Huaibei City Mental Health Center, Wugang Hospital Group, Huaiyin Hospital, LH Member Institutions and JE Member Medical Institutions.
- (2) Other hospitals include: Beijing Mentougou Hospital, Beijing Mentougou Traditional Chinese Medicine Hospital, Beijing Mentougou Hospital for Women and Children, Beijing Shunyi District Konggang Hospital, the Second Hospital of Beijing Shunyi District, Yantai Zhifu Hospital, Yuenianhua Rehabilitation Hospital and Jing Mei Hospital.

- (1) 自有醫院包括：健宮醫院、濟南北城醫院、淮礦醫院集團、潤能系醫院、廣東三九腦科醫院、徐州市礦山醫院及淮北市精神(心理)衛生中心、武鋼醫院集團、淮陰醫院、遼健成員機構及江能成員醫療機構。
- (2) 其他醫院包括：北京市門頭溝區醫院、北京市門頭溝區中醫院、北京市門頭溝區婦幼保健院、北京市順義區空港醫院、北京市順義區第二醫院、煙台芝罘醫院、悅年華康復醫院及京煤醫院。

Financial data for 2022H1

2022年上半年財務資料

2022H1	2022年上半年	Segment results 分部業績						
		Total	Self-owned Hospitals	LH Member Institutions and JE Member Medical Institutions — 遼健成員機構及江能成員醫療機構	Other hospitals	Other derived businesses	Administrative expenses	Other gains and expenses
RMB'000	人民幣千元	合計	自有醫院	其他醫院	其他衍生業務	行政費用	其他收益及費用	
Revenue from goods and services	商品及服務收益	3,205,932	2,742,692	355,443	455,601	7,639	—	—
Cost of sales and services	銷售及服務成本	(2,600,472)	(2,260,111)	(274,249)	(329,105)	(11,256)	—	—
Other income	其他收入	38,018	30,360	2,043	3,778	3,880	—	—
Other gains and losses	其他收益及虧損	343	343	(8)	—	—	—	—
Selling and distribution expenses	銷售及分銷費用	(8,684)	(3,216)	—	(5,308)	(160)	—	—
Administrative expenses	行政費用	(274,496)	(234,758)	(18,292)	(33,972)	(5,766)	—	—
Finance costs	財務費用	(2,846)	(2,838)	(1,666)	—	(8)	—	—
Impairment losses on financial and contract assets, net	信用減值損失	(5,407)	(5,023)	(2,468)	—	(384)	—	—
Other expenses	其他費用	(5,328)	(5,302)	(286)	—	(26)	—	—
Share of profit of joint ventures/ associates	應佔合營/聯營公司利潤	31,209	—	—	31,209	—	—	—
<b>Segment results</b>	<b>分部業績</b>	<b>378,269</b>	<b>262,147</b>	<b>60,517</b>	<b>122,203</b>	<b>(6,081)</b>	<b>N/A不適用</b>	<b>N/A不適用</b>
Headquarters operating expenses	總部運營費用	(38,032)	—	—	—	—	(38,032)	—
Other profit or loss	其他損益	(13,743)	—	—	—	—	—	(13,743)
Finance costs	財務費用	(12,533)	—	—	—	—	—	(12,533)
Income tax	所得稅	(43,365)	—	—	—	—	—	(43,365)
<b>Net profit or loss</b>	<b>淨損益</b>	<b>270,596</b>	<b>262,147</b>	<b>60,517</b>	<b>122,203</b>	<b>(6,081)</b>	<b>(38,032)</b>	<b>(69,641)</b>

Notes:

註：

For the Corresponding Period:

於相應期間：

- Self-owned hospitals include: Jian Gong Hospital, Jinan Bei Cheng Hospital, Huaikuang Hospital Group, the Run Neng Hospitals, Guangdong 999 Brain Hospital, Xuzhou Mining Hospital and Huaibei City Mental Health Center, Wugang Hospital Group, Huaiyin Hospital, LH Member Institutions and JE Member Medical Institutions (since June 2, 2022).
- Other hospitals include: Beijing Mentougou Hospital, Beijing Mentougou Traditional Chinese Medicine Hospital, Beijing Mentougou Hospital for Women and Children, Beijing Shunyi District Konggang Hospital, the Second Hospital of Beijing Shunyi District, Yantai Zhifu Hospital, Yuenianhua Rehabilitation Hospital and Jing Mei Hospital.

- 自有醫院包括：健宮醫院、濟南北城醫院、淮礦醫院集團、潤能系醫院、廣東三九腦科醫院、徐州市礦山醫院及淮北市精神(心理)衛生中心、武鋼醫院集團、淮陰醫院、遼健成員機構及江能成員醫療機構(自2022年6月2日起)。
- 其他醫院包括：北京市門頭溝區醫院、北京市門頭溝區中醫院、北京市門頭溝區婦幼保健院、北京市順義區空港醫院、北京市順義區第二醫院、煙台芝罘醫院、悅年華康復醫院及京煤醫院。



## Management Discussion and Analysis

### 管理層討論與分析

#### SEGMENT RESULTS

In the first half of 2023, the aggregated results of all segments amounted to about RMB727 million, which increased by approximately 92.2% as compared with the Corresponding Period. The Group retroactively consolidated the financial results of the LH Subjects and the JE Subject from June 2, 2022, so the Corresponding Period's financial results include the results of LH Subjects and JE Subject starting from June 2, 2022 to June 30, 2022. In the first half of 2023, the Group's financial results include six months financial results of the LH Subjects and the JE Subject, and the segment results of the LH Subjects and the JE Subject were approximately RMB322 million.

#### Segment Results — Self-owned Hospitals

During the Reporting Period, the segment results of the self-owned hospitals recorded approximately RMB589 million, of which the segment results of LH Subjects and JE Subject recorded approximately RMB322 million. Due to the further improvement of operational management efficiency, the segment results of other self-owned hospitals were approximately RMB267 million, representing an increase of 32.4%.

#### 分部業績

2023年上半年各業務分部業績合計約為人民幣7.27億元，較相應期間增長約92.2%。本集團自2022年6月2日起追溯合併遼健標的和江能標的財務數據，因此相應期間財務數據僅含遼健標的和江能標的6月2日至6月30日財務數據。2023年上半年含遼健標的和江能標的6個月的財務數據，其分部業績約為人民幣3.22億元。

#### 分部業績 — 自有醫院

報告期內，自有醫院分部業績約為人民幣5.89億元，其中，遼健標的和江能標的分部業績約為人民幣3.22億元。得益於運營管理效率的進一步提升，其他自有醫院分部業績約為人民幣2.67億元，同比增長32.4%。

## Management Discussion and Analysis

### 管理層討論與分析

Since the Reporting Period, Jing Mei Hospital was no longer counted as a self-owned hospital, and its corresponding financial data were included in the “other hospitals” segment. To ensure consistency, the data for the Corresponding Period were also adjusted accordingly.

自本報告期起，京煤醫院不再作為自有醫院統計，其對應財務資料包含在「其他醫院」分部中。為保證口徑一致，相應期間資料也做了相應調整。

Self-owned hospitals	自有醫院	2023H1	2022H1	Year-on-Year Change	
		2023年 上半年	2022年 上半年	同比變化	
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	Percentage 百分比
<b>Revenue from medical business</b>	<b>醫療業務收入</b>	<b>4,744,524</b>	2,735,064	2,009,460	73.5%
General healthcare services performance	綜合醫療服務	<b>613,032</b>	248,357	364,675	146.8%
Supply chain gross profit	供應鏈利潤	<b>33,447</b>	30,570	2,877	9.4%
<b>Profit contribution</b>	<b>利潤貢獻合計</b>	<b>646,479</b>	278,927	367,552	131.8%
<b>Profit contribution rate</b>	<b>利潤貢獻率</b>	<b>13.6%</b>	10.2%	3.4ppt	
Operating expenses and other profit or loss	運營費用及其他損益	<b>(57,353)</b>	(16,780)	(40,573)	241.8%
<b>Segment results</b>	<b>分部業績</b>	<b>589,126</b>	262,147	326,979	124.7%
<b>Segment results rate</b>	<b>分部利潤率</b>	<b>12.4%</b>	9.6%	2.8ppt	

### Segment Results — Other Hospitals

Other hospitals segment recorded respective increase in medical business revenue and results of 10.4% and 13.7% year-on-year respectively.

### 分部業績 — 其他醫院

其他醫院分部於報告期內的醫療業務收入和分部業績分別錄得同比增加10.4%和13.7%。

Other hospitals	其他醫院	2023H1	2022H1	Year-on-Year Change	
		2023年 上半年	2022年 上半年	同比變化	
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	Percentage 百分比
<b>Revenue from medical business</b>	<b>醫療業務收入</b>	<b>1,796,588</b>	1,627,284	169,304	10.4%
Hospital management services	醫院管理服務	<b>23,966</b>	28,739	(4,773)	-16.6%
Supply chain gross profit	供應鏈利潤	<b>132,754</b>	118,318	14,436	12.2%
<b>Profit contribution</b>	<b>利潤貢獻合計</b>	<b>156,720</b>	147,057	9,663	6.6%
<b>Profit contribution rate</b>	<b>利潤貢獻率</b>	<b>8.7%</b>	9.0%	-0.3ppt	
Operating expenses and other profit or loss	運營費用及其他損益	<b>(17,729)</b>	(24,854)	7,125	-28.7%
<b>Segment results</b>	<b>分部業績</b>	<b>138,991</b>	122,203	16,788	13.7%
<b>Segment results rate</b>	<b>分部利潤率</b>	<b>7.7%</b>	7.5%	0.2ppt	

## Management Discussion and Analysis

### 管理層討論與分析

#### Headquarters operating expenses

During the Reporting Period, the total operating expenses of the headquarters amounted to approximately RMB37 million (Corresponding Period: approximately RMB38 million), accounting for 8.3% of the total administrative expenses of the Group (Corresponding Period: 12.2%).

#### Other profit or loss

During the Reporting Period, other loss of the Group totaled approximately RMB13.5 million (Corresponding Period: other loss totaled approximately RMB13.7 million), which mainly included the income from bank financial products, and the change in the fair value of shares of UMP Healthcare Holdings as held by the Group and the exchange gains and losses.

#### Finance costs

During the Reporting Period, the unallocated finance cost of the Group amounted to approximately RMB52 million (Corresponding Period: approximately RMB13 million). The increase in the finance costs was in line with the increase in foreign currency loan interest rates due to an increase in the U.S. dollar interest rate.

#### Income tax expense

During the Reporting Period, the Group's income tax expenses amounted to approximately RMB138 million (Corresponding Period: approximately RMB43 million). The effective income tax rate of the Group's recurring business was 22% (Corresponding Period: 14%).

#### Net profit

The Group recorded a net profit of RMB487 million, representing a year-on-year increase of 79.9%, among them, the net profit brought by the LH Subjects and JE Subject amounted to RMB257 million.

#### 總部運營費用

報告期內，總部運營費用合計約人民幣3,700萬元(相應期間：約人民幣3,800萬元)，佔本集團全部行政費用總數的8.3%(相應期間：12.2%)。

#### 其他損益

報告期內，本集團之其他損失合計約人民幣1,350萬元(相應期間：其他損失約人民幣1,370萬元)，主要包含銀行理財產品收益、本集團所持之聯合醫務集團股票其公允價值之變動及匯兌損益。

#### 財務費用

報告期內，本集團之未分配財務費用合計約為人民幣5,200萬元，(相應期間：約人民幣1,300萬元)，有關財務費用上升主要是由於隨美元加息形成的外幣貸款利率增加所致。

#### 所得稅費用

報告期內，本集團之所得稅費用約為人民幣1.38億元(相應期間：約人民幣4,300萬元)，本集團經常性業務的有效所得稅稅率為22%(相應期間：14%)。

#### 淨利潤

本集團於報告期內錄得淨利潤人民幣4.87億元，同比增加79.9%，當中遼健標的和江能標的帶來的淨利潤為人民幣2.57億元。

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

As at June 30, 2023, the Group did not have any significant investments. Save as disclosed in the paragraph headed “CONNECTED TRANSACTIONS — The Acquisitions of LH Subject Equity, JE Subject Equity and JE Subject Debts” of this report, the Group did not have any significant acquisitions and disposals of subsidiaries, associates or joint ventures during the Reporting Period.

### Investment in UMP Healthcare Holdings

UMP Healthcare Holdings, listed on the main board of the Stock Exchange (stock code: 722.HK), is mainly engaged in providing healthcare solutions and service in Hong Kong. Details of investment in UMP Healthcare Holdings have been disclosed in the Company’s annual reports in prior years. Pursuant to the relevant accounting standards, the Company has categorised the investment in UMP Healthcare Holdings as financial assets at fair value through profit or loss. As at June 30, 2023, the fair value of the investment in UMP Healthcare Holdings was approximately RMB65.17 million.

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

On June 28, 2020, the Group entered into a restructuring agreement on the establishment of two associates with Jing Mei Group, pursuant to which Beijing Jing Run Renkang Hospital Management Co., Ltd. (“**JR Renkang**”) and Beijing Jing Run Renkang Holdings Co., Ltd. (“**JR Holdings**”) were established and held by the Group and Jing Mei Group as to 49% and 51%, respectively. Upon establishment, JR Renkang and JR Holdings became associates of the Group. Pursuant to the abovementioned agreement, JR Holdings has become the sponsor of the Jing Mei Hospital Group and JR Renkang has been providing hospital management services to the Jing Mei Hospital Group. Please refer to the announcement of the Company dated June 28, 2020 for further details.

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

於2023年6月30日，本集團並無任何重大投資。除本報告「關連交易 — 收購遼健標的股權、江能標的股權及江能標的債權」段落已披露者外，本集團于報告期內並無任何有關附屬公司、聯營公司或合營企業的重大收購及出售。

### 對聯合醫務集團的投資

聯合醫務集團為在聯交所主板上市的公司（股份代號：722.HK），致力於在香港提供醫療護理方案和服務。關於聯合醫務集團的投資細節已在本公司此前的年度報告中披露。根據適用的會計準則，本公司對聯合醫務集團投資獲劃分為以公允價值計量且其變動計入損益的金融資產。於2023年6月30日，對聯合醫務集團所持股權的公允價值約為人民幣6,517萬元。

### 於聯營公司 — 京潤仁康及京潤控股之投資

於2020年6月28日，本集團與京煤集團就成立兩間聯營公司訂立一份重組協議，雙方據此成立了北京京潤仁康醫院管理有限公司（「**京潤仁康**」）及北京京潤仁康控股有限公司（「**京潤控股**」），並由本集團及京煤集團分別持有49%及51%。成立後，京潤仁康及京潤控股成為本集團之聯營公司。根據上述協議之相關安排，京潤控股已成為京煤醫院集團之舉辦人，京潤仁康則向京煤醫院集團提供醫院管理服務。請參閱本公司日期為2020年6月28日之公告以了解進一步詳情。

## Management Discussion and Analysis

### 管理層討論與分析

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

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

#### CONNECTED TRANSACTIONS

##### The Acquisitions of LH Subject Equity, JE Subject Equity and JE Subject Debts

On February 22, 2023, CR Hospital Investment (a wholly-owned subsidiary of the Company) (as transferee) entered into the Equity Transfer Agreement I with LR Management (as transferor), pursuant to which LR Management has conditionally agreed to sell and CR Hospital Investment has conditionally agreed to purchase 76.10% equity interests in Liaoning CR Healthcare and 100% equity interests in Shenzhen CR Healthcare at a consideration of RMB3,394,607,000, which was settled in cash. As at the date of this report, Liaoning CR Healthcare holds one wholly-owned subsidiary and indirectly holds the sponsorship rights of 31 LH Member Institutions.

CR Hospital Investment (as transferee) also entered into the Equity and Debt Transfer Agreement II with CR Technology (as transferor) of even date, pursuant to which CR Technology has conditionally agreed to sell and CR Hospital Investment has conditionally agreed to purchase 80% equity interests in the JE Subject and the debts owed by the JE Subject to CR Technology (the principal balance amounted to RMB316,944,600 as at December 31, 2022) at a consideration of RMB244,536,000, which was settled in cash. As at the date of this report, the JE Subject directly holds the sponsorship rights of six JE Member Medical Institutions.

The equity transfers of the aforesaid transactions have been completed by the end of June 2023. The Company confirms that according to the International Financial Reporting Standards and the accounting policies of the Group, the Group will retrospectively consolidate the financial results of the LH Subjects and the JE Subject from June 2, 2022 (the date on which the Group, the LH Subjects and the JE Subject started to come under common control). The

#### 未來重大投資或資本資產計劃

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

#### 關連交易

##### 收購遼健標的股權、江能標的股權及江能標的債權

於2023年2月22日，華潤醫院投資(本公司之全資附屬公司)(作為受讓方)與遼潤管理(作為轉讓方)訂立股權轉讓協議I，據此，遼潤管理有條件同意出售及華潤醫院投資有條件同意按對價人民幣3,394,607,000元購買遼寧華潤健康的76.10%股權和深圳華潤健康的100%股權，相關對價以現金支付。截至本報告日期，遼寧華潤健康持有1家全資附屬公司及間接持有31家遼健成員機構的舉辦權。

同日，華潤醫院投資(作為受讓方)亦與華潤科技(作為轉讓方)訂立股權債權轉讓協議II，據此，華潤科技有條件同意出售及華潤醫院投資有條件同意按對價人民幣244,536,000元購買江能標的80%股權，以及購買華潤科技對江能標的持有的債權(截至2022年12月31日，本金餘額為人民幣316,944,600元)，該等對價以現金支付。截至本報告日期，江能標的直接持有6家江能成員醫療機構的舉辦權。

上述交易已於2023年6月底完成股權交割。本公司確認根據國際財務報告準則及本集團的會計政策，本集團自2022年6月2日(即本集團與遼健標的和江能標的開始處於同一控制的日期)起追溯合併遼健標的和江能標的之財務業績。本集團2022年度財務報表的比較數據將進行重述，即將遼健標的和江能標的自2022年6月2日起的財務業績列入比較數



## Management Discussion and Analysis 管理層討論與分析

comparative data of the Group's FY2022 financial statements will be restated, that is, the financial results of the LH Subjects and the JE Subject from June 2, 2022 will be included in the Comparative Data. The Group's FY2023 financial results will include the financial results of the LH Subjects and the JE Subject starting from January 1, 2023.

Each of LR Management and CR Technology is indirectly wholly owned by CR Healthcare, and CR Healthcare is indirectly wholly owned by CR Holdings, a controlling shareholder of the Company. Therefore, both LR Management and CR Technology are the connected persons of the Company.

Further details of the aforesaid transactions and the accounting arrangement could be found in the announcements of the Company dated February 22, 2023, May 17, 2023 and June 30, 2023 and the circular of the Company dated April 27, 2023.

As at June 30, 2023, the considerations for the equity and the debts have not yet been paid.

### CONTINUING CONNECTED TRANSACTIONS

#### The Information Technology Services Framework Agreement

CR Hospital Management & Consulting (a wholly-owned subsidiary of the Company) and CR Digital entered into the information technology services annual agreement (the **"2023 Information Technology Services Annual Agreement"**) on January 11, 2023 for a fixed term of one year commencing from January 1, 2023 to December 31, 2023, pursuant to which CR Digital and its subsidiaries shall provide the relevant information technology services to the Group and its Sponsored Hospitals pursuant to the 2023 Information Technology Services Annual Agreement. The annual cap for the information technology services under 2023 Information Technology Services Annual Agreement is RMB16 million.

CRC is the holding company of CR Holdings (a controlling shareholder of the Company) and indirectly holds the entire equity interests in CR Digital. Hence, CR Digital is a connected person of the Company.

據。本集團2023年度的財務業績將包含遼健標的和江能標的自2023年1月1日起之財務業績。

遼潤管理及華潤科技均由華潤健康間接全資擁有，而華潤健康由本公司控股股東華潤集團公司間接全資擁有，因此，遼潤管理及華潤科技均為本公司的關連人士。

上述交易及相關會計處理安排詳見本公司日期為2023年2月22日、2023年5月17日及2023年6月30日的公告及本公司日期為2023年4月27日的通函。

於2023年6月30日，股權及債權轉讓款尚未支付。

### 持續關連交易

#### 信息化服務框架協議

華潤醫院管理諮詢(本公司之全資附屬公司)於2023年1月11日與華潤數科訂立信息化服務年度協議(「**2023信息化服務年度協議**」)，協議期限自2023年1月1日起至2023年12月31日止為期一年，據此，華潤數科及其附屬公司將按2023信息化服務年度協議向本集團及下屬舉辦權醫院提供相關的信息化服務。2023信息化服務年度協議項下的年度上限為人民幣1,600萬元。

中國華潤為華潤集團公司(本公司之控股股東)的控股公司，其間接持有華潤數科之全部權益，因此，華潤數科為本公司之關連人士。





## Management Discussion and Analysis

### 管理層討論與分析

Further details of the aforesaid transactions could be found in the announcement of the Company dated January 11, 2023.

### FUTURE OUTLOOK

The Group will adhere to its positioning as a state-owned medical group and firmly promote its 14th Five-Year Plan strategy, with a view to becoming a top-tier medical and healthcare services provider in China as well as a leader in the reform of SOE medical groups. Building regional leading hospitals and regional medical clusters will continue to be the Group's top priority during the 14th Five-Year Plan period. We will deeply integrate into the local public healthcare systems, fully explore local healthcare integration opportunities, promote the differentiated development of leading hospitals and small and medium-sized hospitals, and enhance the overall level of medical technology and service capacity in each region, so as to drive the growth of the regional operational efficiency. At the same time, we will promote the achievement of our 14th Five-Year Plan strategic objectives through further optimizing our capital structure, deepening organisational reshaping, merging and integrating quality hospitals, and continuing to push forward with digitalisation. We will also continue to enhance our disciplinary capabilities, taking the disciplinary assessment and closed-loop management as the basis, focusing on the professional sub-committee system and specialised disciplinary centres, and promoting synergistic development of medical education and research, so as to create a group collective discipline management system with the characteristics of China Resources Medical. On this basis, we will enhance the stock of hospitals and integrate the incremental hospitals through the construction of core competencies such as patient services, group operation, organisation and talent building, and digitalisation, so as to achieve high-quality and sustainable development of the Group as a whole.

With the deepening of population aging and the improvement of people's living standards, China's medical service market will continue to maintain rapid growth, and state-run medical institutions will be an important part of China's medical industry. After the issuance of the "Plan for Supporting the High-Quality Development of State-owned Enterprises in Operating Medical Institutions", we are also

上述交易詳見本公司日期為2023年1月11日的公告。

### 未來展望

華潤醫療將堅持國企醫療集團的定位，堅定推進十四五戰略，致力於成為國內領先的醫療健康產業集團和國企醫療機構改革領導者。打造區域龍頭醫院和區域醫聯體將持續作為本集團十四五期間的重中之重，我們將深度融入地方公共衛生體系，充分挖掘地方醫療整合機會，促進龍頭醫院和中小型醫院的差異化發展，提升在各區域的整體醫療技術水平、服務能力，帶動區域運營效益的增長。與此同時，我們還將通過進一步優化資本結構、深化組織重塑、併購與整合優質醫院以及持續推進智數化的舉措推動十四五戰略目標的實現。我們也將持續提升學科能力，以學科評估與閉環管理為基礎，以專業分委會體系、特色學科中心為重點，推進醫教研協同發展，打造華潤醫療特色的集團化學科管理體系。在此基礎上，通過患者服務、集團化運營、組織人才建設、數字化等核心能力的建設，提升存量醫院、整合增量醫院，實現集團整體的高質量可持續發展。

隨著人口老齡化的加深以及人民生活水平的提升，我國醫療服務市場空間將會持續保持快速增長，國企辦醫療機構將是我國醫療行業的重要組成部分。在《支持國有企業辦醫



## Management Discussion and Analysis 管理層討論與分析

closely monitoring the work progress of the national and local programs for the high-quality development of medical institutions run by state-owned enterprises, with a view to seizing the opportunities and standing out again in the future wave of consolidation in China's healthcare industry.

### FINANCIAL REVIEW

#### Liquidity and Financing

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

As at June 30, 2023, the Group's consolidated bank balances and cash, time deposits and bank financial products amounted to approximately RMB4.77 billion in total (December 31, 2022 (restated): approximately RMB3.97 billion) which were primarily denominated in RMB.

As at June 30, 2023, the Group has obtained offshore revolving term loan facility of HK\$5.2 billion (or its equivalent in U.S. dollar or RMB). Among which, HK\$1.1 billion of the facility is a five-year committed loan, HK\$3.0 billion of the facility is with no fixed term until further notice by the corresponding bank, whilst the remaining HK\$1.1 billion of the facility is of a term of one year which shall be automatically renewed if the relevant bank does not notify otherwise. In addition, the Group has also obtained from banks in mainland facilities of RMB2.723 billion. As at June 30, 2023, the Group had interest-bearing bank borrowings of approximately HK\$2.271 billion and RMB0.34 billion (equivalent to approximately RMB2.434 billion in total) (December 31, 2022 (restated): approximately HK\$2.234 billion and RMB0.333 billion (equivalent to approximately RMB2.328 billion in total)), and unutilized bank facilities of approximately HK\$2.929 billion and RMB2.383 billion (equivalent to approximately RMB5.083 billion in total). As at June 30, 2023, the Group's offshore bank borrowings carried interests at floating rates, among which, HK\$1.1 billion would be due on June 25, 2027, and the rest would be due within one year. HK\$0.7 billion of the facilities is the sustainability-linked and social loan.

療機構高質量發展工作方案》出台後，我們也在密切關注國家和地方落地國企辦醫高質量發展方案的工作進展，以期在中國醫療行業未來的整合浪潮中抓住機遇、再立潮頭。

#### 財務回顧

#### 資金及融資

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

於2023年6月30日，本集團綜合銀行結餘及現金、定期存款及銀行理財產品合計約人民幣47.7億元(2022年12月31日(重述後)：約人民幣39.7億元)，其主要以人民幣計值。

於2023年6月30日，本集團於境外獲銀行提供的循環貸款授信總額度為52億港元(或等值美元／人民幣)；當中11億港元額度為五年期承諾性貸款，30億港元額度其直至相關銀行另行通知為止為無固定期限，其餘11億港元額度為一年期及如相關銀行無另行通知則自動續期。另外，本集團獲境內銀行貸款授信額度為人民幣27.23億元。於2023年6月30日，本集團擁有計息銀行貸款約為22.71億港元及人民幣3.4億元(約合人民幣24.34億元)(2022年12月31日(重述後)：約為22.34億港元及人民幣3.33億元(約合人民幣23.28億元))，未使用銀行授信額度約為29.29億港元及人民幣23.83億元(約合人民幣50.83億元)。於2023年6月30日，本集團之境外銀行貸款按浮動利率計息，其中11億港元境外銀行貸款將於2027年6月25日到期，剩餘貸款將於一年內到期。本集團有7億港元貸款為社會責任貸款兼可持續發展關聯貸款。

## Management Discussion and Analysis

### 管理層討論與分析

As at June 30, 2023, on the basis of interest-bearing liabilities (excluding payables to the Sponsored Hospitals and lease liabilities) divided by total assets, the Group's gearing ratio was 13.2% (December 31, 2022 (restated): 13.1%). In addition, the carrying value of each of our wealth management products as at June 30, 2023 did not exceed 5% of the Group's total asset value.

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

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

To address the aforesaid risks, the management of the Company will consider adjusting the proportions between different currency loans as and when appropriate.

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

We are also exposed to risk of talent shortage, and therefore we have been taking an active approach to attract, train and retain sufficient qualified doctors, management personnel and other medical staff members, in the absent of which the business of hospitals affiliated to the Group would be affected to a certain extent. Please refer to the paragraph headed "Management Discussion and Analysis — Employees and Remuneration Policy" for the relevant measures undertaken.

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

於2023年6月30日，按有息負債(不含應付舉辦權醫院款項以及租賃負債)除以總資產的基準計算，本集團的槓桿比率為13.2% (2022年12月31日(重述後)：13.1%)。另外，於2023年6月30日，我們每項理財產品的賬面價值均不超過本集團總資產價值的5%。

### 匯率波動風險、利率風險及其他風險

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

為應對有關風險，本公司管理層將於適當時間考慮調整不同貨幣貸款之間的比例。

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

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

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

### Contingent Liabilities

As at June 30, 2023, the Group did not have any contingent liabilities or guarantees that would have a material impact on the financial position or operations of the Group.

### Pledge of Assets

As of June 30, 2023, the Group did not have any material pledge of assets.

### Employees and Remuneration Policy

As of June 30, 2023, the Group had a total of 20,189 full-time employees (December 31, 2022 (restated): 20,622 employees). For the Reporting Period, the staff costs (including Directors' remuneration in the form of salaries and other benefits) was approximately RMB1,667 million (Corresponding Period: RMB952 million).

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

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

### Contractual Obligations

As at June 30, 2023, the Group did not have any significant contractual obligations that would have a material effect on the financial position or operations of the Group.

### 或有負債

於2023年6月30日，本集團並無擁有任何會對本集團財務狀況或營運產生重大影響的或有負債或擔保。

### 資產抵押

於2023年6月30日，本集團無任何重大資產抵押。

### 僱員及薪酬政策


於2023年6月30日，本集團合共擁有20,189名全職僱員（2022年12月31日（重述後）：20,622名僱員）。於報告期，僱員成本（包括薪金及其他福利形式的董事薪酬）約為人民幣16.67億元（相應期間：人民幣9.52億元）。

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

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

### 合同義務

於2023年6月30日，本集團概無任何重大合同義務會對本集團的財務狀況或營運造成重大影響。



## Management Discussion and Analysis

### 管理層討論與分析

#### Financial Instruments

The Group's major financial instruments include trade and bills receivables, amounts due from related parties, receivables from IOT Hospitals, other receivables, financial assets at fair value through profit or loss, other financial assets at amortised cost (all of them are fixed deposits in nature, and certain of their deposit periods are longer than one year), cash and cash equivalents, restricted and pledged bank deposits, trade and bills payables, amount due to related parties, payables to the Sponsored Hospitals, other payables and interest bearing bank and other borrowings. The risks associated with these financial instruments include market risk, credit risk and liquidity risk. The management manages and monitors the exposure to such risks to ensure appropriate measures are implemented on a timely and effective manner.

#### Interim Dividend

The Board resolved not to declare any interim dividend for the Reporting Period (Corresponding Period: Nil).

#### Events After The Reporting Period

The Group had no significant subsequent events since the end of the Reporting Period.

#### 金融工具


本集團的主要金融工具包括應收貿易款項及應收票據、應收關聯方款項、應收IOT醫院款項、其他應收款項、以公允價值計量且其變動計入損益的金融資產、其他按攤銷成本計量的金融資產(性質上全數為定期存款，當中部分存款期長於1年)、現金及現金等價物、限制性及已抵押銀行存款、應付貿易款項及應付票據、應付關聯方款項、應付舉辦權醫院款項、其他應付款項及計息銀行及其他借款。與該等金融工具相關的風險包括市場風險、信用風險及流動性風險。管理層管理及監察該等風險，以確保及時採取有效措施。

#### 中期股息

董事會議決不宣派報告期中期股息(相應期間：無)。

#### 期後事項

本集團於報告期結束後並無重大期後事項。



## Corporate Governance Highlights 企業管治摘要

### Compliance with the CG Code

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

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

### Model Code for Securities Transactions by Directors

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

### Review of Interim Results

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

The interim financial report for the six months ended 30 June 2023 is unaudited, but has been reviewed by KPMG, in accordance with Hong Kong Standard on Review Engagements 2410 “Review of interim financial information performed by the independent auditor of the entity”, issued by the Hong Kong Institute of Certified Public Accountants, whose unmodified review report is included in this report.

### 遵守企業管治守則

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

董事會將不時審閱企業管治架構及常規，並於其認為適當時作出必要安排。

### 董事進行證券交易的標準守則

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

### 審閱中期業績

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

截至2023年6月30日止六個月的中期財務報告未經審核，但已由畢馬威會計師事務所根據香港會計師公會頒佈的香港審閱委聘準則第2410號「由實體獨立核數師執行的中期財務資料審閱」進行審閱，標準意見的審閱報告已載入本報告。



## Corporate Governance Highlights

### 企業管治摘要

#### Risk Management and Internal Control

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

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

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

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

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

#### 風險管理及內部監控

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

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

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

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

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



## Corporate Governance Highlights 企業管治摘要

### Changes in Directors' Information

Changes in Directors' information since the date of the 2022 annual report of the Company which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules are set out below:

Mr. FU Tingmei was appointed as an independent non-executive director of China Zheshang Bank Co., Ltd. (which is listed on the main board of the Stock Exchange (stock code: 2016) and Shanghai Stock Exchange (stock code: 601916)) with effect from April 29, 2023.

### 董事資料變更

自本公司2022年年報日期以來，根據《上市規則》第13.51B(1)條所須披露之本公司董事資料的變更載列如下：

傅廷美先生獲委任為浙商銀行股份有限公司（該公司於聯交所主板（股票代號：2016）及上海證券交易所（股票代號：601916）上市）之獨立非執行董事，自2023年4月29日起生效。



## Other Information 其他資料

### Goodwill

Management of the Company performed impairment reviews on goodwill annually, or more frequently if events or changes in circumstances indicated a potential impairment. The Company uses the income approach (i.e. discounted cash flow models) as the evaluation method for such provision. The reason for adopting this method is that according to IAS 36 — Impairment of Assets, goodwill impairment assessment usually uses the income approach to determine the use value of a cash generating unit. Cash generating units which have a sufficiently long financial history would have a basis for predicting future results, and in such case, the recoverable amount of goodwill of the cash generating units would be based on the valuation in use.

### Yan Hua IOT Agreement Dispute

In respect of the litigation case between the Company and the Yanhua Parties regarding the performance of the Yanhua IOT Agreement in 2019 (the “**2019 Litigation**”), the Beijing Higher People’s Court handed down a final judgment (2020 Jing Minzhong No.110) on November 22, 2021, which rejected the appeal filed by the Yanhua Parties in 2020 and upheld the original judgment in 2019: the core of the final judgement is as follows: (1) the unilateral termination of Yan Hua IOT Agreement by the Yan Hua Parties is declared to be void and that the parties shall continue to perform its obligations under the Yan Hua IOT Agreement; (2) the amount of RMB14,400,000, being the liquidated damages, is to be paid by Yan Hua Phoenix to CR Hospital Management & Consulting. The Company received the liquidated damages amounted to RMB14,400,000 and related overdue fine paid by Yanhua Phoenix in April 2022 through the court enforcement procedure. However, due to the Yanhua Parties’ persistent refusal to perform the Yanhua IOT Agreement, the Company brought a separate lawsuit against the Yanhua Parties in September 2022 (the “**2022 Litigation**”) to seek compensation for the losses suffered by the Company as a result of the Yanhua Parties’ breach of the Yanhua IOT Agreement (including the management fee and supply chain fee receivable by the Company from 2019 to the filing date). The 2022 Litigation is currently in the hearing process of Beijing Second Intermediate People’s Court. During the course of the 2022 Litigation, the Company was informed that the Beijing Higher People’s

### 商譽

本公司管理層對商譽進行減值審查，一般而言每年進行，如有任何事件或情況變化可能導致潛在的減值則有關的審查會更頻繁地進行。本公司採用收益法（亦即貼現現金流量模型）作為有關計提的評估方法。採用這種方法的原因乃根據《國際會計準則第36號—資產減值》，商譽減值評估通常採用收益法來確定現金產生單位之價值。具有足夠長時間之財務歷史的現金產生單位則相應具備預測未來業績的基礎，在這種情況下，現金產生單位之商譽的可收回金額將基於使用估值而定。

### 燕化IOT協議爭議

關於本公司與燕化方就繼續履行燕化IOT協議於2019年開始的訴訟（「**2019年訴訟**」），北京市高級人民法院於2021年11月22日做出終審判決（民事判決書[2020]京民終110號），駁回燕化方於2020年提起的上訴，維持2019年的一審判決，一審判決的核心內容如下：(1)宣告燕化方單方面對《燕化IOT協議》作出的終止為無效，各方應繼續履行《燕化IOT協議》；(2)由燕化鳳凰向華潤醫院管理諮詢支付金額為人民幣1,440萬元的違約金。本公司通過法院強制執行程序於2022年4月收到燕化鳳凰支付的人民幣1,440萬元的違約金及相應金額的滯納金。但由於燕化方堅持拒不履行燕化IOT協議，本公司於2022年9月向燕化方再次提起訴訟（「**2022年訴訟**」），要求賠償本公司因燕化方違約而遭受的損失（包括由2019年至起訴時本公司應收管理費和供應鏈費用）。目前2022年訴訟正處在北京市第二中級人民法院的審理過程中。在2022年訴訟進行過程中，本公司獲悉北京市高級人民法院於2022年11月15日駁



## Other Information

### 其他資料

Court rejected the retrial application filed by Yanhua Parties in respect of the 2019 Litigation on November 15, 2022. The Company will continue to use its best endeavours and take all appropriate actions to protect the interests of the Company and the Shareholders. The Company will make further announcement in accordance with the Listing Rules as and when appropriate for the future progress of the Yan Hua IOT Agreement dispute.

### Share Option Scheme

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

During the Reporting Period, no share option was granted, exercised, cancelled or lapsed and there was no outstanding share option under the Share Option Scheme. The Share Option Scheme will expire on September 30, 2023.

### Share Award Scheme

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

回燕化方就2019年訴訟提起的再審申請。本公司將會繼續盡最大努力及採取所有適當行動以保障本公司及其股東的利益。就燕化IOT協議爭議的未來進展，本公司將會根據上市規則中的相關規定適時作出進一步公告。

### 購股權計劃

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

報告期內概無購股權已授出、行使、取消或失效，以及概無根據購股權計劃尚未行使的購股權。購股權計劃將於2023年9月30日到期。

### 股份獎勵計劃

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



## Other Information

### 其他資料

In order to provide more flexibility in the administration and implementation of the Share Award Scheme, the Board resolved on May 25, 2015 to make amendments to the terms of the Share Award Scheme and the scheme rules, having retrospective effect from the Adoption Date, to the effect that the Board may, from time to time, in its absolute discretion, determine if the Award Shares shall be granted to a Selected Participant with or without payment of a price per Award Share payable by the Selected Participant (the “Grant Price”) which shall be notified by the Board to each Selected Participant. In determining whether the Selected Participant shall pay a Grant Price for the Award Shares and the amount of the Grant Price, as the case may be, the Board shall take into consideration matters, including but not limited to the Selected Participant’s position, experience, years of service, performance and contribution to the Company, its subsidiaries and/or associated entities. The Grant Price shall be settled according to the payment schedule determined by the Board. Exercise period is not applicable under the Share Award Scheme.

The Board also resolved on August 31, 2018 to make further amendments to the terms of the Share Award Scheme to the effect that the maximum number of the Award Shares, which have been and to be awarded by the Board throughout the duration of the scheme, to be revised to 5% of the total number of issued Shares of the Company as at the date of the abovementioned resolution (i.e. 64,833,825 Shares), representing approximately 5.00% of the issued share capital of the Company as at the date of this report, and the maximum number of the Award Shares to each of the Selected Participants to be revised to 1% of the total number of issued Shares as at the date of the abovementioned resolution (i.e. 12,966,765 Shares).

The Board will implement the Share Award Scheme in accordance with the scheme rules. Pursuant to the Share Award Scheme, the Board may from time to time while the scheme is in force and subject to all applicable laws, determine such vesting criteria and conditions and vesting periods. The Company shall comply with the relevant Listing Rules when granting the Award Shares.

為了就管理及執行股份獎勵計劃提供更高靈活性，董事會於2015年5月25日議決修訂股份獎勵計劃之條款及計劃規則，自採納日期起追溯生效，以表明董事會可不時絕對酌情決定向獲選參與者授出獎勵股份時，相關獲選參與者是否應付每股獎勵股份價格（「授出價格」），須由董事會知會各獲選參與者。於釐定獲選參與者是否須就獎勵股份支付授出價及授出價之金額（視乎情況而定）時，董事會應考慮（其中包括但不限於）獲選參與者之職位、經驗、服務年期、表現及對本公司、其附屬公司及／或關聯實體之貢獻。授出價格應根據董事會決定的付款時間表進行結算。股份獎勵計劃項下之安排不設行使期。

董事會亦於2018年8月31日議決進一步修訂股份獎勵計劃之條款，經修訂後，董事會於整段計劃期間授出的獎勵股份總數上限重訂為本公司於董事會議決當天已發行股份總數的5%（即64,833,825股股份），佔本公司於本報告日期已發行股本約5.00%，且向各獲選參與者授出獎勵股份的總數上限重訂為本公司於董事會議決當天已發行股份總數的1%（即12,966,765股股份）。

董事會將根據股份獎勵計劃的規則實施該計劃。根據股份獎勵計劃，董事會可在該計劃有效期間根據所有適用法律不時釐定該等歸屬標準、條件以及歸屬期。本公司於授出獎勵股份時應遵守相關上市規則。

## Other Information 其他資料

Since the Adoption Date of Share Award Scheme and up to June 30, 2023, an aggregate of 32,212,216 Award Shares have been granted pursuant to the Share Award Scheme subject to certain vesting criteria and conditions. No Award Shares were granted under the Share Award Scheme within the six months ended June 30, 2023. Details of the interests of the Selected Participants in the Award Shares are as follows:

自股份獎勵計劃的採納日期，截至2023年6月30日，根據股份獎勵計劃合共授出32,212,216股獎勵股份，惟須受若干歸屬標準及條件所限。在截至2023年6月30日止六個月內，概無根據股份獎勵計劃授出的獎勵股份。獲選參與者在獎勵股份中的權益詳情如下：

Name of Director 董事姓名	Number of Award Shares 獎勵股份數目	Number of Award Shares 獎勵股份數目				Unvested as at June 30, 2023 於2023年6月30日止六個月內未歸屬	Closing price of Award Shares immediately before the relevant vesting date during the six months ended June 30, 2023 (HK\$) 於2023年6月30日止六個月內相關歸屬日期前獎勵股份的收市價(港元)
		Unvested as at January 1, 2023 截至2023年1月1日未歸屬	Vested during the six months ended June 30, 2023 於2023年6月30日止六個月內歸屬	Cancelled during the six months ended June 30, 2023 於2023年6月30日止六個月內註銷	Lapsed during the six months ended June 30, 2023 於2023年6月30日止六個月內失效		
SONG Qing 宋清	400,000	—	—	—	—	N/A	
WU Ting Yuk, Anthony 胡定旭	1,500,000	—	—	—	—	N/A	
CHENG Libing (Resigned on February 27, 2023) 成立兵(於2023年2月27日辭任)	400,000	—	—	—	—	N/A	
REN Yuan (Resigned on June 13, 2023) 任遠(於2023年6月13日辭任)	300,000	—	—	—	—	N/A	
Other grantees in aggregate 其他獲授人(合共)	15,959,800	—	—	—	—	N/A	

### Notes:

- The Award Shares granted under the Share Award Scheme as set out in the above table (the “**Relevant Award Shares**”) were approved by the Board on August 31, 2018 and were granted pursuant to the relevant agreements that came into effect in May 2019.
- 50% of the Relevant Award Shares were acquired by the Selected Participants at HK\$5.27 per Share (which have already been settled pursuant to the respective agreements), and the remaining 50% were granted by the Company to the Selected Participants at zero consideration.
- The Relevant Award Shares were vested during the period from FY2020 to FY2022. The first batch of Award Shares were vested on the date when the relevant annual assessment of year 2019 was completed, the second batch of Award Shares were vested on the date when the relevant annual assessment of year 2020 was completed, and the remaining portion of Award Shares (i.e. the third batch) were vested on the date when the relevant annual assessment of year 2021 was completed.

### 註：

- 上表所載按股份獎勵計劃授出的獎勵股份(「**相關獎勵股份**」)，授出安排於2018年8月31日獲董事會審議通過，並按於2019年5月生效的相關協議書授出。
- 相關獎勵股份中50%由獲選參與者以每股港幣5.27元購買(已按個別協議書完成支付)，餘下50%由本公司以無代價方式向獲選參與者授予。
- 相關獎勵股份於2020年財政年度至2022年財政年度內予以歸屬。相關獎勵股份的首部分已於2019年年度業績考核確定日歸屬，第二批相關獎勵股份已於2020年年度業績考核確定日歸屬，而餘下的第三批獎勵股份已於2021年年度業績考核確定日歸屬。

The remaining life of the Share Award Scheme is approximately 10 months as at the date of this report.

截至本報告日期，股份獎勵計劃的餘下年期約為10個月。



## Other Information

### 其他資料

#### Issuance of Equity Securities

During the Reporting Period, the Company did not issue any equity securities (including securities convertible into equity securities) for cash.

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

As at June 30, 2023, the interests/short positions of the Directors and the chief executives of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO); or (b) to be entered into the register required to be kept by the Company pursuant to Section 352 of the SFO; or (c) as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (i.e. the Model Code) set out in Appendix 10 to the Listing Rules were as follows:

#### 發行股本證券

報告期內，本公司無發行任何股本證券（包括可轉換為股本證券的證券）以換取現金。

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

截至2023年6月30日，本公司董事及最高行政人員於本公司或其相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債權證中擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所（包括彼等根據證券及期貨條例之該等條文被視為或被當作擁有的權益或淡倉）；或(b)須列入由本公司按證券及期貨條例第352條存置之登記冊內；或(c)根據上市規則附錄十所載上市發行人董事進行證券交易的標準守則（即標準守則）須知會本公司及聯交所之任何權益／淡倉如下：



## Other Information

### 其他資料

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

Name of Director 董事姓名	Capacity/ Nature of interest 身份／權益性質	Long position/ short position 好倉／淡倉	Number of ordinary shares (Note) 普通股股份數目 (附註)	Approximate percentage of shareholding 持股概約百分比 %
SONG Qing 宋清	Beneficial owner 實益擁有人	Long position 好倉	400,000	0.03
WU Ting Yuk, Anthony 胡定旭	Beneficial owner 實益擁有人	Long position 好倉	1,000,000	0.08

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

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

Save as disclosed above, as at June 30, 2023, so far as it is known to the Directors or chief executives of the Company, none of the Directors or chief executives of the Company had any interests/short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO); or (b) to be entered into the register required to be kept by the Company pursuant to section 352 of the SFO; or (c) as otherwise to be notified to the Company and the Stock Exchange pursuant to the Model Code.

除上述披露者外，於2023年6月30日，據本公司董事或最高行政人員所知，概無本公司董事或最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債券中擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所（包括彼等根據證券及期貨條例之該等條文被視為或被當作擁有的權益或淡倉）；或(b)須列入由本公司按證券及期貨條例第352條存置之登記冊內；或(c)根據標準守則須知會本公司及聯交所之任何權益／淡倉。

## Other Information

### 其他資料

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

As at June 30, 2023, the following persons (other than the Directors and chief executives of the Company) had or were deemed or taken to have an interest and/ or short position in the shares or the underlying shares which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO and as recorded in the register required to be kept by the Company under section 336 of the SFO, or who was, directly or indirectly, interested in 5% or more of the issued Shares of the Company.

## 主要股東及其他人士於股份及相關股份之權益

於2023年6月30日，以下人士（不包括本公司董事及主要行政人員）於股份或相關股份中擁有或被視為或被當作擁有根據證券及期貨條例第XV部第2及3分部之條文須予披露及記錄於本公司根據證券及期貨條例第336條規定存置之登記冊內之權益及／或淡倉，或直接或間接擁有本公司已發行股份中5%或以上的權益。

Name of Shareholder 股東名稱	Capacity/Nature of interest 身份／權益性質	Number of Shares held 持有股份數目	Approximate percentage of shareholding 持股概約百分比 %
China Resources Company Limited 中國華潤有限公司	Interest of a controlled corporation 受控法團權益	474,319,516(L) <sup>(1)</sup>	36.58
Mitsubishi UFJ Financial Group, Inc. 三菱日聯金融集團	Interest of a controlled corporation 受控法團權益	77,645,666(L) <sup>(2)</sup>	5.98

L: Long position

L: 好倉

Notes:

附註：

- (1) (a) 463,681,516 of these shares are directly held by CRH (Medical) Limited. CRH (Medical) Limited is wholly owned by China Resources Healthcare Group Limited. China Resources Healthcare Group Limited is wholly owned by CRH (Healthcare) Limited. CRH (Healthcare) Limited is wholly owned by China Resources (Holdings) Company Limited. China Resources (Holdings) Company Limited is wholly owned by CRC Bluesky Limited. CRC Bluesky Limited is wholly owned by China Resources Inc. China Resources Inc. is wholly owned by China Resources Company Limited; and (b) 10,638,000 of these shares are directly held by Commotra Company Limited which is wholly owned by China Resources (Holdings) Company Limited.
- (2) Mitsubishi UFJ Financial Group, Inc. is the sole shareholder of Mitsubishi UFJ Trust and Banking Corporation whilst the latter is directly holding the entire shareholding interest in First Sentier Investors Holdings Pty Ltd. First Sentier Investors Holdings Pty Ltd (via its wholly-owned subsidiary First Sentier Investors Asia Holdings Ltd) held the entire interest in First Sentier Investors (Hong Kong) Limited and the latter directly held 77,645,666 Shares (representing approximately 5.98% of the issued Shares of the Company).

- (1) (a) 其中該等463,681,516股股份由華潤集團(醫療)有限公司直接持有。華潤集團(醫療)有限公司由華潤健康集團有限公司全資擁有。華潤健康集團有限公司由華潤集團(健康)有限公司全資擁有。華潤集團(健康)有限公司由華潤(集團)有限公司全資擁有。華潤(集團)有限公司由CRC Bluesky Limited全資擁有。CRC Bluesky Limited由華潤股份有限公司全資擁有。華潤股份有限公司由中國華潤有限公司全資擁有；及(b)其中該等10,638,000股股份由合貿有限公司直接持有，而合貿有限公司由華潤(集團)有限公司全資擁有。
- (2) 三菱日聯金融集團為三菱日聯信託銀行的唯一股東，而後者則直接持有First Sentier Investors Holdings Pty Ltd全數股權。First Sentier Investors Holdings Pty Ltd(透過其全資附屬公司First Sentier Investors Asia Holdings Ltd)持有First Sentier Investors (Hong Kong) Limited全數權益，而後者則直接持有77,645,666股股份(佔本公司已發行股份數目的約5.98%)。



## Other Information

### 其他資料

Save as disclosed above, as at June 30, 2023, the Directors have not been notified by any person (other than the Directors or chief executives of the Company) who had interests or short position in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

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

During the Reporting Period, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

### Sufficiency of the Public Float

Based on the information publicly available and to the best knowledge, information and belief of the Directors, the Directors confirm that the Company had maintained a sufficient public float as required under the Listing Rules throughout the Reporting Period.

On behalf of the Board

**SONG Qing**

*Chairman*

Hong Kong, August 22, 2023

除上述披露者外，於2023年6月30日，董事並無知悉任何人士（不包括本公司董事或最高行政人員）於本公司股份或相關股份中擁有記載於本公司根據證券及期貨條例第336條須存置之登記冊內的權益或淡倉。

### 購買、出售或贖回本公司上市證券

報告期內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### 足夠的公眾持股量

根據公開可獲得的資料及據董事所深知、盡悉及確信，董事確認，本公司於報告期內一直維持上市規則規定之足夠的公眾持股量。

代表董事會

*董事長*

宋清

香港，2023年8月22日





# Review Report

## 審閱報告



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

(Incorporated in the Cayman Islands with limited liability)

### Introduction

We have reviewed the interim financial report set out on pages 34 to 76 which comprises the condensed consolidated statement of financial position of China Resources Medical Holdings Company Limited (the "Company") as of 30 June 2023 and the related condensed consolidated statement of profit or loss and other comprehensive income and condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and International Accounting Standard 34, *Interim financial reporting*, issued by the International Accounting Standards Board. The directors are responsible for the preparation and presentation of the interim financial report in accordance with International Accounting Standard 34.

Our responsibility is to form a conclusion, based on our review, on the interim financial report and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

### 致華潤醫療控股有限公司董事會

(於開曼群島註冊成立的有限公司)

### 緒言

吾等已審閱載於第34頁至第76頁之華潤醫療控股有限公司(「貴公司」)之中期財務報告，此等中期財務報告包括於2023年6月30日之簡明綜合財務狀況報表及截至該日止六個月期間之相關簡明綜合損益及其他全面收益報表、簡明綜合權益變動報表及簡明綜合現金流量報表，以及其他說明附註。香港聯合交易所有限公司證券上市規則要求按照上市規則的相關條文及國際會計準則理事會頒佈之國際會計準則第34號*中期財務報告*編製中期財務報告。董事負責根據國際會計準則第34號編製及呈列中期財務報告。

吾等責任為根據審閱之結果，對中期財務報告作出結論，並根據協定之聘用條款僅向閣下(作為整體)作出報告，除此之外本報告並無其他用途。吾等概不就本報告之內容對任何其他人士負責或承擔任何責任。



## Scope of Review

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

## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report as at 30 June 2023 is not prepared, in all material respects, in accordance with International Accounting Standard 34, *Interim financial reporting*.

### KPMG

*Certified Public Accountants*  
8th Floor, Prince's Building  
10 Chater Road  
Central, Hong Kong

22 August 2023

## 審閱範圍

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

## 結論

按照吾等的審閱，吾等並無發現有任何事項導致吾等相信截至2023年6月30日的中期財務報告在各重大方面未有按照國際會計準則第34號中期財務報告編製。

### 畢馬威會計師事務所

執業會計師  
香港中環  
遮打道10號  
太子大廈8樓

2023年8月22日

# Interim Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

## 中期簡明綜合損益及其他全面收益報表

For the six months ended 30 June 2023 — unaudited 截至2023年6月30日止六個月—未經審核

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
	Notes 附註		
<b>REVENUE</b>	收益	4	<b>5,114,026</b>
Cost of sales	銷售成本		<b>(4,024,751)</b>
Gross profit	毛利		<b>1,089,275</b>
Other income	其他收入	5	<b>92,233</b>
Other gains and losses, net	其他收益及虧損淨額	6	<b>(71,765)</b>
Selling and distribution expenses	銷售及分銷費用		<b>(5,278)</b>
Administrative expenses	行政費用		<b>(448,025)</b>
Impairment losses on financial assets, net	金融資產減值虧損淨額		<b>(4,282)</b>
Other expenses	其他費用		<b>(7,411)</b>
Finance costs	財務費用		<b>(61,150)</b>
Share of profits and losses of:	應佔利潤及虧損：		
A joint venture	一間合營公司		—
Associates	聯營公司		<b>41,529</b>
<b>PROFIT BEFORE TAX</b>	稅前利潤	7	<b>625,126</b>
Income tax expense	所得稅費用	8	<b>(138,258)</b>
<b>PROFIT FOR THE PERIOD</b>	期內利潤		<b>486,868</b>
Attributable to:	應佔：		
Owners of the parent	母公司擁有人		<b>397,677</b>
Non-controlling interests	非控股權益		<b>89,191</b>
			<b>486,868</b>
<b>EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT</b>	母公司普通股權益持有人應佔每股盈利	10	
Basic (RMB yuan)	基本(人民幣元)		<b>0.31</b>
Diluted (RMB yuan)	攤薄(人民幣元)		<b>0.31</b>



## Interim Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

### 中期簡明綜合損益及其他全面收益報表

For the six months ended 30 June 2023 — unaudited 截至2023年6月30日止六個月—未經審核

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
<b>PROFIT FOR THE PERIOD</b>	期內利潤	<b>486,868</b>	270,596
<b>OTHER COMPREHENSIVE INCOME</b>	其他全面收入		
Items that will not be reclassified to profit or loss	將不會重新分類至損益的項目		
— Remeasurement (losses)/gains on defined benefit plans	— 界定福利計劃的重新計量(虧損)/收益	<b>(8,612)</b>	610
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	期間全面收入總額	<b>478,256</b>	271,206
Attributable to:	應佔：		
Owners of the parent	母公司擁有人	<b>391,122</b>	245,134
Non-controlling interests	非控股權益	<b>87,134</b>	26,072
		<b>478,256</b>	271,206

# Interim Condensed Consolidated Statement of Financial Position

## 中期簡明綜合財務狀況報表

At 30 June 2023 — unaudited 於2023年6月30日—未經審核

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
	Notes 附註	RMB'000 人民幣千元	RMB'000 人民幣千元
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	11	4,996,057	4,987,692
Right-of-use assets		429,138	429,984
Goodwill		3,740,200	3,740,200
Other intangible assets	12	65,310	68,657
Investments in associates		1,021,982	980,453
Receivables from invest- operate- transfer ("IOT") hospitals		56,155	54,965
Financial assets at fair value through profit or loss ("FVTPL")	13	65,173	65,604
Other financial assets at amortised cost		362,090	526,586
Deferred tax assets		31,549	26,303
Due from related parties	19	7,847	5,283
Other non-current assets		126,713	165,560
<b>Total non-current assets</b>		<b>10,902,214</b>	<b>11,051,287</b>
<b>CURRENT ASSETS</b>			
Inventories		356,348	367,475
Trade and bills receivables	14	1,672,415	1,490,670
Contract assets		23,522	21,872
Prepayments, deposits and other receivables	15	380,854	380,631
Due from related parties	19	764,157	1,062,448
Other financial assets at amortised cost		385,970	324,301
Restricted and pledged bank deposits		15,563	18,879
Cash and cash equivalents		4,003,347	3,100,011
<b>Total current assets</b>		<b>7,602,176</b>	<b>6,766,287</b>
<b>CURRENT LIABILITIES</b>			
Trade and bills payables	16	1,751,101	1,734,297
Other payables and accruals		1,725,568	1,698,992
Due to related parties	19	4,432,785	303,978
Interest-bearing bank borrowings and other borrowings		1,385,490	1,310,636
Lease liabilities		40,285	38,518
Deferred income		1,149	2,488
Tax payable		227,937	35,401
<b>Total current liabilities</b>		<b>9,564,315</b>	<b>5,124,310</b>
<b>NET CURRENT (LIABILITIES)/ ASSETS</b>		<b>(1,962,139)</b>	<b>1,641,977</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>8,940,075</b>	<b>12,693,264</b>

## Interim Condensed Consolidated Statement of Financial Position

### 中期簡明綜合財務狀況報表

At 30 June 2023 — unaudited 於2023年6月30日—未經審核

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
	Notes 附註	RMB'000 人民幣千元	RMB'000 人民幣千元
<b>NON-CURRENT LIABILITIES</b>	<b>非流動負債</b>		
Interest-bearing bank and other borrowings	計息銀行及其他借款	<b>1,048,547</b>	1,017,263
Lease liabilities	租賃負債	<b>50,800</b>	35,306
Retirement benefit obligations	退休福利責任	<b>372,458</b>	374,858
Deferred income	遞延收入	<b>48,767</b>	41,449
Deferred tax liabilities	遞延稅項負債	<b>70,922</b>	71,316
Provision	撥備	<b>20,094</b>	23,884
Due to related parties	應付關聯方款項	<b>122,196</b>	449,017
Other liabilities	其他負債	<b>27,241</b>	26,271
Total non-current liabilities	非流動負債總額	<b>1,761,025</b>	2,039,364
Net assets	資產淨值	<b>7,179,050</b>	10,653,900
<b>EQUITY</b>	<b>權益</b>		
Share capital	股本	<b>267</b>	267
Reserves	儲備	<b>5,959,078</b>	9,509,193
<b>Equity attributable to owners of the parent</b>	<b>母公司擁有人應佔權益</b>	<b>5,959,345</b>	9,509,460
Non-controlling interests	非控股權益	<b>1,219,705</b>	1,144,440
Total equity	總權益	<b>7,179,050</b>	10,653,900

Approved and authorised for issue by the board of directors on 22 August 2023.

經董事會於2023年8月22日批准及授權刊發。

**Yu Hai**  
于海  
Director  
董事

**Yang Min**  
楊敏  
Director  
董事

# Interim Condensed Consolidated Statement of Changes in Equity

## 中期簡明綜合權益變動報表

For the six months ended 30 June 2023 — unaudited 截至2023年6月30日止六個月—未經審核

		Attributable to owners of the parent 母公司擁有人應佔										
		Share capital	Share premium account	Capital reserve	Statutory surplus reserve	Treasury shares reserve	Exchange fluctuation reserve	Actuarial changes reserve	Retained profits	Total	Non-controlling interests	Total
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Notes		股本	股份溢價賬	資本公積	法定盈餘公積	庫存股份	匯兌波動	精算變動	保留利潤	總計	非控股權益	總計
附註		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2023	於2023年1月1日	267	5,614,571	(341,049)	228,546	(206,578)	567	(15,629)	1,181,194	6,461,889	536,164	6,998,053
Business combination under common control	共同控制下的業務合併	—	—	2,915,871	—	—	—	1,570	130,130	3,047,571	608,276	3,655,847
At 1 January 2023, as restated	於2023年1月1日·經重列	267	5,614,571	2,574,822	228,546	(206,578)	567	(14,059)	1,311,324	9,509,460	1,144,440	10,653,900
Profit and total comprehensive income for the period	期內利潤及全面收入總額	—	—	—	—	—	—	—	397,677	397,677	89,191	486,868
— Profit for the period	— 期內利潤	—	—	—	—	—	—	—	—	—	(2,057)	(8,612)
— Remeasurement losses on defined benefit plans	— 界定福利計劃的重新計量虧損	—	—	—	—	—	—	(6,555)	—	(6,555)	—	(8,612)
Business combination under common control	共同控制下的業務合併	—	—	(3,898,884)	—	—	—	—	—	(3,898,884)	—	(3,898,884)
Final 2022 dividend	2022年末期股息	—	(42,353)	—	—	—	—	—	—	(42,353)	—	(42,353)
Dividends paid to non-controlling shareholders	支付予非控股股東之股息	—	—	—	—	—	—	—	—	—	(11,869)	(11,869)
At 30 June 2023	於2023年6月30日	267	5,572,218*	(1,324,062)*	228,546*	(206,578)*	567*	(20,614)*	1,709,001*	5,959,345	1,219,705	7,179,050

\* These reserve accounts comprise the consolidated reserves of RMB5,959,078,000 (31 December 2022: RMB9,509,193,000) in the interim condensed consolidated statement of financial position as at 30 June 2023. 該等儲備賬包括於2023年6月30日中期簡明綜合財務狀況報表內人民幣5,959,078,000元(2022年12月31日:人民幣9,509,193,000元)的綜合儲備。

# Interim Condensed Consolidated Statement of Changes in Equity

## 中期簡明綜合權益變動報表

For the six months ended 30 June 2023 — unaudited 截至2023年6月30日止六個月一未經審核

		Attributable to owners of the parent 母公司擁有人應佔												
		Share capital	Share premium account	Share	Capital reserve	Statutory surplus reserve	Treasury shares reserve	Share-based payment reserve	Exchange fluctuation reserve	Actuarial changes reserve	Retained profits	Total	Non-controlling interests	Total
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
	At 1 January 2022	267	5,785,472	(341,049)	198,219	(280,448)	30,432	567	(15,231)	1,072,547	6,450,776	395,669	6,846,445	
	於2022年1月1日													
	Profit and total comprehensive income for the period													
	期內利潤及全面收入總額													
	— Profit for the period	—	—	—	—	—	—	—	—	244,669	244,669	25,927	270,596	
	— Remeasurement gains on defined benefit plans	—	—	—	—	—	—	—	—	—	—	145	145	
	Business combination under common control	—	—	2,915,871	—	—	—	—	—	—	2,915,871	568,974	3,484,845	
	Acquisition of subsidiaries	—	—	—	—	—	—	—	—	—	—	134,906	134,906	
	Disposal of a subsidiary	—	—	—	—	—	—	—	—	—	—	(44)	(44)	
	Equity-settled share-based payment arrangement	—	—	—	—	—	2,204	—	—	—	2,204	25	2,229	
	Share Award Scheme	—	(32,210)	—	—	66,666	(33,456)	—	—	—	—	—	—	
	Final 2021 dividend	—	(129,602)	—	—	—	—	—	—	—	(129,602)	—	(129,602)	
	Dividends paid to non-controlling shareholders	—	—	—	—	—	—	—	—	—	—	(543)	(543)	
	At 30 June 2022, as restated	267	5,622,660	2,574,822	198,219	(213,782)	(820)	567	(14,766)	1,317,216	9,484,363	1,125,059	10,609,442	
	於2022年6月30日，經重列													



# Interim Condensed Consolidated Statement of Cash Flows

## 中期簡明綜合現金流量報表

For the six months ended 30 June 2023 — unaudited 截至2023年6月30日止六個月—未經審核

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Net cash flows from operating activities	經營活動所得現金流量淨額	<b>540,437</b>	96,598
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>	<b>投資活動所得現金流量</b>		
Investment income on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產投資收入	<b>9,891</b>	12,289
Dividend received from a financial asset at FVTPL	自以公允價值計量且其變動計入損益的金融資產收取之股息	<b>3,871</b>	3,249
Purchases of items of property, plant and equipment	購買物業、廠房及設備項目	<b>(193,694)</b>	(108,683)
Proceeds from disposal of items of property, plant and equipment	處置物業、廠房及設備項目所得款項	<b>7,926</b>	3,872
Purchases of financial assets at FVTPL	購買以公允價值計量且其變動計入損益的金融資產	<b>(2,308,600)</b>	(1,957,100)
Proceeds from disposal of financial assets at FVTPL	處置以公允價值計量且其變動計入損益的金融資產所得款項	<b>2,308,600</b>	1,877,239
Purchases of other financial assets at amortised cost	購買其他按攤銷成本計量的金融資產	<b>(217,310)</b>	(180,000)
Proceeds from disposal of other financial assets at amortised cost	處置其他按攤銷成本計量的金融資產所得款項	<b>334,282</b>	179,935
Settlement balance due from related parties	應收關聯方的結算餘額	<b>448,035</b>	—
Repayment from IOT hospitals	來自IOT醫院之還款	<b>2,388</b>	3,687
Disposal of a subsidiary	處置一間附屬公司	—	50
Acquisition of subsidiaries	收購附屬公司	—	173,918
Decrease/(increase) in restricted and pledged bank deposits	限制性和已抵押銀行存款減少/(增加)	<b>3,316</b>	(1,230)
Net cash flows from investing activities	投資活動所得現金流量淨額	<b>398,705</b>	7,226



## Interim Condensed Consolidated Statement of Cash Flows

### 中期簡明綜合現金流量報表

For the six months ended 30 June 2023 — unaudited 截至2023年6月30日止六個月—未經審核

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>	<b>融資活動所得現金流量</b>		
New bank borrowings	新銀行借款	<b>1,939,453</b>	4,392,577
Repayment of bank borrowings	銀行借款的還款	<b>(1,898,809)</b>	(4,414,259)
Principal portion of lease payments	租賃付款的本金部分	<b>(10,791)</b>	(8,539)
Dividend paid	已付股息	<b>(11,869)</b>	(543)
Interest paid	已付利息	<b>(54,488)</b>	(13,523)
Net cash flows used in financing activities	融資活動所用現金流量淨額	<b>(36,504)</b>	(44,287)
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>現金及現金等價物增加淨額</b>	<b>902,638</b>	59,537
Cash and cash equivalents at beginning of period	期初現金及現金等價物	<b>3,100,011</b>	2,951,401
Effect of foreign exchange rate changes, net	匯率變動影響淨額	<b>698</b>	1,745
<b>CASH AND CASH EQUIVALENTS AT END OF THE PERIOD</b>	<b>期末現金及現金等價物</b>	<b>4,003,347</b>	3,012,683

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 1. CORPORATE INFORMATION

China Resources Medical Holdings Company Limited is a limited liability company incorporated in the Cayman Islands.

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

#### 2.1 BASIS OF PREPARATION

The interim condensed consolidated financial information of the Group for the six months ended 30 June 2023 has been prepared in accordance with International Accounting Standard (“IAS”) 34 *Interim Financial Reporting* issued by the International Accounting Standards Board (“IASB”).

The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual consolidated financial statements for the year ended 31 December 2022. The predecessor auditor of the Company, Ernst & Young, has expressed an unqualified opinion on these financial statements in their report dated 28 March 2023.

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

As disclosed in Note 17, the comparative information has been restated to account for business combination under common control completed during the six months ended 30 June 2023.

### 1. 公司資料

華潤醫療控股有限公司於開曼群島註冊成立為有限責任公司。

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

#### 2.1 編製基準

本集團截至2023年6月30日止六個月的中期簡明綜合財務資料乃根據國際會計準則理事會（「國際會計準則理事會」）頒佈的國際會計準則（「國際會計準則」）第34號中期財務報告編製。

中期簡明綜合財務資料並不包括年度財務報表所規定的所有資料及披露，並應與本集團截至2022年12月31日止年度的年度綜合財務報表一併閱讀。本公司前任核數師安永會計師事務所已在其日期為2023年3月28日的報告中，就該等財務報表發表無保留意見。

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

誠如附註17披露，比較資料已經重列，以核算截至2023年6月30日止六個月內完成之共同控制下的業務合併。

## 2.1 BASIS OF PREPARATION (continued)

As at 30 June 2023, the Group's current liabilities exceeded its current assets by RMB1.96 billion, which included consideration payables due to related parties of RMB3.90 billion in relation to the equity acquisition as disclosed in Note 17 and payables due to related parties of RMB0.32 billion in relation to assigning the debts owed by China Resources Healthcare (Jiangxi) Co., Limited to China Resources Healthcare Technology Development (China) Co., Ltd.. The considerations for the equity acquisitions and payables arising from debt assignment will be funded by the internal resources and bank loans of the Group. As at 30 June 2023, the Group has unutilised bank facilities of approximately HKD2.93 billion and RMB2.38 billion (equivalent to approximately RMB5.08 billion in total). The directors of the Company have reviewed the Group's cash flow forecast for the next twelve months and are of the opinion that the Group will have sufficient facilities to repay the liabilities. Accordingly, the directors of the Company consider it is appropriate to prepare the consolidated financial statements on a going concern basis.

## 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has applied the following new and amended International Financial Reporting Standards ("IFRSs") issued by the IASB to this interim financial report for the current accounting period:

- IFRS 17, *Insurance contracts*
- Amendments to IAS 1 *Presentation of Financial Statements* and IFRS Practice Statement 2: *Disclosure of Accounting Policies*

## 2.1 編製基準 (續)

於2023年6月30日，本集團的流動負債較其流動資產高出人民幣19.6億元，當中包括就附註17披露的股權收購應付關聯方的代價人民幣39.0億元及應付關聯方華潤健康科技產業發展(中國)有限公司的華潤健康(江西)有限公司欠其的債務人民幣3.2億元。股權收購代價及轉讓債務產生的應付款項將以本集團的內部資源及銀行貸款撥付。於2023年6月30日，本集團擁有未動用銀行授信額度約29.3億港元及人民幣23.8億元(折合約共人民幣50.8億元)。本公司董事已審閱本集團未來十二個月的現金流量預測，並認為本集團將有足夠授信償還負債。因此，本公司董事認為按持續經營基準編製綜合財務報表乃屬恰當。

## 2.2 會計政策變動及披露

本集團已於本會計期間的本中期財務報告應用下列由國際會計準則理事會頒佈的新訂及經修訂國際財務報告準則(「國際財務報告準則」)：

- 國際財務報告準則第17號「保險合同」
- 國際會計準則第1號「財務報表的呈列」及國際財務報告準則實務說明第2號「會計政策的披露」之修訂

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

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

- Amendments to IAS 8, *Accounting policies, changes in accounting estimates and errors: Definition of accounting estimates*
- Amendments to IAS 12, *Income taxes: Deferred tax related to assets and liabilities arising from a single transaction*
- Amendments to IAS 12, *Income taxes: international tax reform-Pillar Two model rules*

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

None of these new and amended IFRSs have had a material effect on how the Group's results and financial position for the current period have been prepared or presented.

In addition, the accounting policies that are first adopted by the Group in 2023 are set out below:

### Business combinations under common control

An acquisition of a business which is a business combination under common control is accounted for using the pooling of interests method whereby the assets and liabilities acquired are accounted for at carryover predecessor values from the date when the Group and the acquired business are first under common control. The difference between the consideration paid by the Group and the net assets or liabilities of the business acquired is adjusted against equity. The results and cash flows of the acquired business under common control are consolidated from the date when the Group and the acquired business first came under common control.

## 2.2 會計政策變動及披露 (續)

- 國際會計準則第8號之修訂「會計政策、會計估計變動及錯誤：會計估計的定義」
- 國際會計準則第12號之修訂「所得稅：與單一交易產生的資產及負債相關的遞延稅項」
- 國際會計準則第12號之修訂「所得稅：國際稅務改革 — 第二支柱模型規則」

本集團並無應用任何於本會計期間尚未生效的新訂準則或詮釋。

該等新訂及經修訂國際財務報告準則概無對本期間編製或呈列本集團業績及財務狀況的方式產生任何重大影響。

此外，本集團於2023年首次採納的會計政策如下：

### 共同控制下的業務合併

收購屬共同控制下的業務合併之業務，乃使用權益結合法入賬，據此，所收購資產及負債自本集團與被收購業務首次受共同控制當日起按結轉先前價值入賬。本集團已付代價與所收購業務資產淨值或負債淨額之間的差額針對權益作出調整。共同控制下的被收購業務之業績及現金流量，自本集團與被收購業務首次受共同控制當日起合併入賬。



## Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 3. OPERATING SEGMENT INFORMATION

Management monitors the results of the Group's operating segments separately for the purpose of facilitating decision-making process of resource allocation and performance assessment. During the reporting period, the Group has changed the structure of its business units based on their services that causes the composition of its reportable segments to change to the following:

- (a) Self-owned hospitals — this segment engages in the provision of out-patient and in-patient services by the consolidated hospitals;
- (b) Other hospitals — this segment engages in the provision of services to other hospitals such as IOT hospitals, OT hospitals, etc.; and
- (c) Others — this segment engages in the provision of services to other kinds of clients.

Certain comparative figures in the segment information have been adjusted to conform to the current period's presentation.

Segment performance is evaluated based on reportable segment results, which are measurements of adjusted profit/loss before tax. The adjusted profit/loss before tax is measured consistently with the Group's profit/loss before tax except that fair value gains/losses on financial assets at FVTPL, dividend income on a financial asset at FVTPL, investment income on financial assets at FVTPL, investment income on other financial assets at amortised cost, unallocated interest and investment income, unallocated impairment losses on financial assets, net, equity-settled share-based payment expense, unallocated finance costs, foreign exchange differences, net, unallocated share of profits and losses of a joint venture and associates as well as other unallocated income, other unallocated administrative expenses, other unallocated expenses and losses are excluded from such measurement.

### 3. 經營分部資料

管理層獨立監察本集團經營分部之業績，以便作出有關資源分配之決定及評估表現。報告期內，本集團根據其服務變更了業務單位結構，導致可報告分部組成變更如下：

- (a) 自有醫院 — 該分部由併表醫院從事提供門診及住院服務；
- (b) 其他醫院 — 該分部從事向IOT醫院及OT醫院等其他醫院提供服務；及
- (c) 其他 — 該分部從事向其他類別客戶提供服務。

分部資料內的若干比較數字已作出調整，以配合本期間的呈列方式。

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



## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 3. OPERATING SEGMENT INFORMATION

(continued)

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

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

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

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

### 3. 經營分部資料 (續)

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

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

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

以下是按可報告和經營分部對本集團的收益和業績以及資產和負債的分析。



## Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 3. OPERATING SEGMENT INFORMATION 3. 經營分部資料(續)

(continued)

#### Segment revenue and results

#### 分部收益及業績

		Self-owned hospitals 自有醫院 RMB'000 人民幣千元	Other hospitals 其他醫院 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>Six months ended 30 June 2023</b>	<b>截至2023年6月30日止六個月</b>				
External revenue	外部收益				
General healthcare services	綜合醫療服務	4,744,524	—	—	4,744,524
Hospital management services	醫院管理服務	—	3,202	—	3,202
Third-party supply chain service fees	第三方供應鏈服務費	—	28,978	—	28,978
GPO business	GPO業務	—	334,692	—	334,692
Other hospital-derived services	其他醫院衍生服務	—	—	2,630	2,630
Inter-segment revenue	分部間收益				
General healthcare services	綜合醫療服務	718	—	—	718
Third-party supply chain services fees	第三方供應鏈服務費	171,115	—	—	171,115
Hospital management services	醫院管理服務	209,737	—	—	209,737
GPO business	GPO業務	217,412	—	—	217,412
Other hospital-derived services	其他醫院衍生服務	1,363	—	—	1,363
Segment revenue	分部收益	5,344,869	366,872	2,630	5,714,371
Eliminations	抵銷	(600,345)	—	—	(600,345)
<b>Consolidated revenue</b>	<b>綜合收益</b>	<b>4,744,524</b>	<b>366,872</b>	<b>2,630</b>	<b>5,114,026</b>
Segment cost	分部成本	(3,766,242)	(255,895)	(2,614)	(4,024,751)
Other income	其他收入	29,751	3,577	327	33,655
Other gains	其他收益	4	—	—	4
Selling and distribution expenses	銷售及分銷費用	(1,955)	(3,323)	—	(5,278)
Administrative expenses	行政費用	(396,023)	(13,769)	(1,246)	(411,038)
Finance costs	財務費用	(9,542)	—	—	(9,542)
Impairment losses on financial assets, net	金融資產減值虧損淨額	(4,121)	—	—	(4,121)
Other expenses	其他費用	(7,270)	—	—	(7,270)
Share of profits of associates	應佔聯營公司利潤	—	41,529	—	41,529



## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 3. OPERATING SEGMENT INFORMATION 3. 經營分部資料 (續) (continued)

#### Segment revenue and results (continued)

#### 分部收益及業績 (續)

		Self-owned hospitals 自有醫院 RMB'000 人民幣千元	Other hospitals 其他醫院 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Segment results	分部業績	<b>589,126</b>	<b>138,991</b>	<b>(903)</b>	<b>727,214</b>
Fair value losses on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產公允價值虧損				(431)
Dividend income on a financial asset at FVTPL	以公允價值計量且其變動計入損益的金融資產的股息收入				3,871
Loss on disposal of a subsidiary	處置一間附屬公司虧損				(6,373)
Investment income on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產投資收入				8,523
Investment income on other financial assets at amortised cost	其他按攤銷成本計量的金融資產投資收入				11,685
Unallocated interest and investment income	未分配利息及投資收入				27,870
Unallocated impairment losses on financial assets	未分配金融資產減值虧損				(161)
Unallocated finance costs	未分配財務費用				(51,608)
Foreign exchange differences, net	匯兌差異淨額				(64,965)
Other unallocated income	其他未分配收入				6,629
Other unallocated administrative expenses	其他未分配行政費用				(36,987)
Other unallocated expenses	其他未分配開支				(141)
Profit before tax	稅前利潤				<b>625,126</b>

## Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 3. OPERATING SEGMENT INFORMATION 3. 經營分部資料 (續)

(continued)

## Segment revenue and results (continued)

## 分部收益及業績 (續)

		Self-owned hospitals 自有醫院 (Restated) (經重列) RMB'000 人民幣千元	Other hospitals 其他醫院 (Restated) (經重列) RMB'000 人民幣千元	Others 其他 (Restated) (經重列) RMB'000 人民幣千元	Total 總計 (Restated) (經重列) RMB'000 人民幣千元
<b>Six months ended 30 June 2022</b>	<b>截至2022年6月30日止 六個月</b>				
External revenue	外部收益				
General healthcare services	綜合醫療服務	2,678,020	—	—	2,678,020
Hospital management services	醫院管理服務	—	13,712	—	13,712
Third-party supply chain service fees	第三方供應鏈服務費	64,672	37,803	—	102,475
GPO business	GPO業務	—	404,086	—	404,086
Other hospital-derived services	其他醫院衍生服務	—	—	7,639	7,639
Inter-segment revenue	分部間收益				
General healthcare services	綜合醫療服務	20	—	—	20
Third-party supply chain services fees	第三方供應鏈服務費	17,494	—	—	17,494
Hospital management services	醫院管理服務	62,142	—	—	62,142
GPO business	GPO業務	163,360	—	—	163,360
Other hospital-derived services	其他醫院衍生服務	4,083	—	687	4,770
<b>Segment revenue</b>	<b>分部收益</b>	<b>2,989,791</b>	<b>455,601</b>	<b>8,326</b>	<b>3,453,718</b>
Eliminations	抵銷	(247,099)	—	(687)	(247,786)
<b>Consolidated revenue</b>	<b>綜合收益</b>	<b>2,742,692</b>	<b>455,601</b>	<b>7,639</b>	<b>3,205,932</b>
Segment cost	分部成本	(2,260,111)	(329,105)	(11,256)	(2,600,472)
Other income	其他收入	30,360	3,778	3,880	38,018
Other gains	其他收益	343	—	—	343
Selling and distribution expenses	銷售及分銷費用	(3,216)	(5,308)	(160)	(8,684)
Administrative expenses	行政費用	(234,758)	(33,972)	(5,766)	(274,496)
Finance costs	財務費用	(2,838)	—	(8)	(2,846)
Impairment losses on financial assets, net	金融資產減值虧損淨額	(5,023)	—	(384)	(5,407)
Other expenses	其他費用	(5,302)	—	(26)	(5,328)
Share of profits of associates	應佔聯營公司利潤	—	35,426	—	35,426
Share of loss of a joint venture	應佔一間合營公司虧損	—	(4,217)	—	(4,217)

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 3. OPERATING SEGMENT INFORMATION 3. 經營分部資料 (續)

(continued)

#### Segment revenue and results (continued)

#### 分部收益及業績 (續)

		Self-owned hospitals 自有醫院 (Restated) (經重列) RMB'000 人民幣千元	Other hospitals 其他醫院 (Restated) (經重列) RMB'000 人民幣千元	Others 其他 (Restated) (經重列) RMB'000 人民幣千元	Total 總計 (Restated) (經重列) RMB'000 人民幣千元
Segment results	分部業績	262,147	122,203	(6,081)	378,269
Fair value losses on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產公允價值虧損				(419)
Dividend income on a financial asset at FVTPL	以公允價值計量且其變動計入損益的金融資產的股息收入				3,249
Gain on disposal of a subsidiary	處置一間附屬公司收益				89
Investment income on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產投資收入				8,537
Investment income on other financial assets at amortised cost	其他按攤銷成本計量的金融資產投資收入				21,803
Unallocated interest and investment income	未分配利息及投資收入				11,351
Unallocated impairment losses on financial assets, net	未分配金融資產減值虧損淨額				2,169
Equity-settled share-based payment expense	按權益結算以股份付款開支				(2,229)
Unallocated finance costs	未分配財務費用				(12,533)
Foreign exchange differences, net	匯兌差異淨額				(77,053)
Other unallocated income	其他未分配收入				16,609
Other unallocated losses	其他未分配虧損				(37)
Other unallocated administrative expenses	其他未分配行政費用				(35,803)
Other unallocated expenses	其他未分配開支				(41)
Profit before tax	稅前利潤				313,961



## Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 3. OPERATING SEGMENT INFORMATION 3. 經營分部資料 (續)

(continued)

#### Segment assets and liabilities

#### 分部資產及負債

		Self-owned hospitals 自有醫院 RMB'000 人民幣千元	Other hospitals 其他醫院 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>As at 30 June 2023</b>	<b>於2023年6月30日</b>				
Segment assets	分部資產	<b>6,109,387</b>	<b>1,463,214</b>	<b>76,482</b>	<b>7,649,083</b>
Goodwill	商譽				<b>3,740,200</b>
Financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產				<b>65,173</b>
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產				<b>748,060</b>
Cash and cash equivalents and pledged deposits	現金及現金等價物以及已抵押存款				<b>4,003,347</b>
Restricted and pledged bank deposits	限制性和已抵押銀行存款				<b>15,563</b>
Corporate and other unallocated assets	企業及其他未分配資產				<b>5,606,915</b>
Elimination of inter-segment receivables	分部間應收款項抵銷				<b>(3,323,951)</b>
Total assets	總資產				<b>18,504,390</b>
Segment liabilities	分部負債	<b>4,589,088</b>	<b>26,671</b>	<b>46,782</b>	<b>4,662,541</b>
Interest-bearing bank borrowings	計息銀行借款				<b>2,434,037</b>
Corporate and other unallocated liabilities	企業及其他未分配負債				<b>7,554,299</b>
Elimination of inter-segment payables	分部間應付款項抵銷				<b>(3,325,537)</b>
Total liabilities	總負債				<b>11,325,340</b>

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 3. OPERATING SEGMENT INFORMATION 3. 經營分部資料 (續)

(continued)

#### Segment assets and liabilities (continued)

#### 分部資產及負債 (續)

		Self-owned hospitals 自有醫院 (Restated) (經重列) RMB'000 人民幣千元	Other hospitals 其他醫院 (Restated) (經重列) RMB'000 人民幣千元	Others 其他 (Restated) (經重列) RMB'000 人民幣千元	Total 總計 (Restated) (經重列) RMB'000 人民幣千元
<b>As at 31 December 2022</b>	<b>於2022年12月31日</b>				
Segment assets	分部資產	8,540,411	1,256,640	72,293	9,869,344
Goodwill	商譽				3,740,200
Financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產				65,604
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產				850,887
Restricted and pledged bank deposits	限制性和已抵押銀行存款				18,879
Cash and cash equivalents	現金及現金等價物				3,100,011
Corporate and other unallocated assets	企業及其他未分配資產				3,185,560
Elimination of inter-segment receivables	分部間應收款項抵銷				(3,012,911)
<b>Total assets</b>	<b>總資產</b>				<b>17,817,574</b>
Segment liabilities	分部負債	4,795,974	35,210	46,744	4,877,928
Interest-bearing bank borrowings	計息銀行借款				2,327,899
Corporate and other unallocated liabilities	企業及其他未分配負債				2,970,757
Elimination of inter-segment payables	分部間應付款項抵銷				(3,012,910)
<b>Total liabilities</b>	<b>總負債</b>				<b>7,163,674</b>

## Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 4. REVENUE

#### Disaggregated revenue information

For the six months ended 30 June 2023

### 4. 收益

#### 收益資料明細

截至2023年6月30日止六個月

		General healthcare services	Hospital management services	GPO business	Other hospital-derived services	Elimination	Total
		綜合醫療服務 RMB'000 人民幣千元	醫院管理服務 RMB'000 人民幣千元	GPO業務 RMB'000 人民幣千元	其他醫院 衍生服務 RMB'000 人民幣千元	抵銷 RMB'000 人民幣千元	總計 RMB'000 人民幣千元
<b>Type of goods or services</b>	<b>商品或服務類別</b>						
<b>General healthcare services</b>	<b>綜合醫療服務</b>						
In-patient	住院服務	2,880,905	—	—	—	—	2,880,905
Out-patient	門診服務	1,864,337	—	—	—	(718)	1,863,619
		4,745,242	—	—	—	(718)	4,744,524
<b>Hospital management services</b>	<b>醫院管理服務</b>						
From self-owned hospitals	來自自有醫院	—	209,737	—	—	(209,737)	—
From other hospitals	來自其他醫院	—	3,202	—	—	—	3,202
From third party suppliers (Note)	來自第三方供應商(附註)	—	200,093	—	—	(171,115)	28,978
		—	413,032	—	—	(380,852)	32,180
<b>GPO business</b>	<b>GPO業務</b>						
From self-owned hospitals	來自自有醫院	—	—	217,412	—	(217,412)	—
From other hospitals	來自其他醫院	—	—	334,692	—	—	334,692
		—	—	552,104	—	(217,412)	334,692
<b>Other hospital-derived services</b>	<b>其他醫院衍生服務</b>						
		—	—	—	3,993	(1,363)	2,630
<b>Total</b>	<b>合計</b>	<b>4,745,242</b>	<b>413,032</b>	<b>552,104</b>	<b>3,993</b>	<b>(600,345)</b>	<b>5,114,026</b>
<b>Timing of revenue recognition</b>	<b>確認收益的時間</b>						
A point in time	於某個時間點	1,864,337	—	552,104	3,993	(219,493)	2,200,941
Over time	於一段時間內	2,880,905	413,032	—	—	(380,852)	2,913,085
<b>Total</b>	<b>合計</b>	<b>4,745,242</b>	<b>413,032</b>	<b>552,104</b>	<b>3,993</b>	<b>(600,345)</b>	<b>5,114,026</b>

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

#### 4. REVENUE (continued)

##### Disaggregated revenue information

(continued)

For the six months ended 30 June 2022

#### 4. 收益 (續)

##### 收益資料明細 (續)

截至2022年6月30日止六個月

		General healthcare services	Hospital management services	GPO business	Other hospital-derived services	Elimination	Total
		綜合醫療服務 (Restated) (經重列)	醫院管理服務 (Restated) (經重列)	GPO業務 (Restated) (經重列)	其他醫院 衍生服務 (Restated) (經重列)	抵銷 (Restated) (經重列)	總計 (Restated) (經重列)
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
<b>Type of goods or services</b>	<b>商品或服務類別</b>						
<b>General healthcare services</b>	<b>綜合醫療服務</b>						
In-patient	住院服務	1,538,906	—	—	—	—	1,538,906
Out-patient	門診服務	1,139,134	—	—	—	(20)	1,139,114
		2,678,040	—	—	—	(20)	2,678,020
<b>Hospital management services</b>	<b>醫院管理服務</b>						
From self-owned Hospitals	來自自有醫院	—	62,142	—	—	(62,142)	—
From other hospitals	來自其他醫院	—	13,712	—	—	—	13,712
From third party suppliers (Note)	來自第三方供應商(附註)	—	119,969	—	—	(17,494)	102,475
		—	195,823	—	—	(79,636)	116,187
<b>GPO business</b>	<b>GPO業務</b>						
From self-owned Hospitals	來自自有醫院	—	—	163,360	—	(163,360)	—
From other hospitals	來自其他醫院	—	—	404,086	—	—	404,086
		—	—	567,446	—	(163,360)	404,086
<b>Other hospital-derived services</b>	<b>其他醫院衍生服務</b>						
		—	—	—	12,409	(4,770)	7,639
<b>Total</b>	<b>合計</b>	<b>2,678,040</b>	<b>195,823</b>	<b>567,446</b>	<b>12,409</b>	<b>(247,786)</b>	<b>3,205,932</b>
<b>Timing of revenue recognition</b>	<b>確認收益的時間</b>						
A point in time	於某個時間點	1,139,134	—	567,446	12,409	(168,150)	1,550,839
Over time	於一段時間內	1,538,906	195,823	—	—	(79,636)	1,655,093
<b>Total</b>	<b>合計</b>	<b>2,678,040</b>	<b>195,823</b>	<b>567,446</b>	<b>12,409</b>	<b>(247,786)</b>	<b>3,205,932</b>

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

本集團的所有收益均源於中國。

Note:

附註：

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

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



## Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 5. OTHER INCOME

### 5. 其他收入

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Interest and investment income on:	利息及投資收入：		
Financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產	<b>9,891</b>	8,537
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產	<b>14,145</b>	21,803
Receivables from IOT hospitals	來自IOT醫院之應收款項	<b>3,577</b>	3,778
Bank deposits	銀行存款	<b>29,629</b>	12,288
Dividend income on a financial asset at FVTPL	以公允價值計量且其變動計入損益的金融資產的股息收入	<b>3,871</b>	3,249
Government grants	政府補助	<b>6,888</b>	7,957
Compensation received	收到賠償	—	14,725
Others	其他	<b>24,232</b>	27,230
		<b>92,233</b>	99,567

### 6. OTHER GAINS AND LOSSES, NET

### 6. 其他收益及虧損淨額

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Fair value losses on financial assets at FVTPL	以公允價值計量且其變動計入損益的金融資產公允價值虧損	<b>(431)</b>	(281)
Foreign exchange differences, net	匯兌差異淨額	<b>(64,965)</b>	(77,053)
Gains on disposal of items of property, plant and equipment, net	處置物業、廠房及設備項目之收益淨額	<b>4</b>	168
(Loss)/gain on disposal of subsidiaries	處置附屬公司(虧損)/收益	<b>(6,373)</b>	89
		<b>(71,765)</b>	(77,077)



## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

#### 7. PROFIT BEFORE TAX

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

#### 7. 稅前利潤

本集團的稅前利潤乃經扣除／(計入)以下各項得出：

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Cost of inventories sold	已售存貨成本	<b>2,175,368</b>	1,665,258
Depreciation of property, plant and equipment	物業、廠房及設備折舊	<b>257,257</b>	161,152
Depreciation of investment properties	投資物業折舊	—	312
Depreciation of right-of-use assets	使用權資產折舊	<b>28,840</b>	23,251
Amortisation of intangible assets (included in cost of sales)	無形資產攤銷(計入銷售成本)	<b>3,347</b>	3,347
Total depreciation and amortisation	折舊及攤銷總額	<b>289,444</b>	188,062
Impairment of trade receivables, net	應收貿易款項減值淨額	<b>4,318</b>	3,532
Loss on disposal of items of property, plant and equipment, net	處置物業、廠房及設備項目虧損淨額	<b>1,305</b>	2,923

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

#### 8. INCOME TAX

The PRC enterprise income tax has been provided at the rate of 25% (six months ended 30 June 2022: 25%) on the estimated assessable income arising in the PRC during the period. No provision for Hong Kong profits tax has been made as the Group did not generate any assessable profits arising in Hong Kong during the period (six months ended 30 June 2022: Nil).

#### 8. 所得稅

期內，在中國產生估計應課稅收入者，均須按稅率25%（截至2022年6月30日止六個月：25%）計提中國企業所得稅撥備。由於本集團於本期內並無在香港產生任何應課稅利潤，因此並無計提香港利得稅撥備（截至2022年6月30日止六個月：無）。

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Current — Mainland China	即期 — 中國內地	<b>143,898</b>	68,646
Deferred	遞延	<b>(5,640)</b>	(25,281)
Total tax charge for the period	期內稅費總額	<b>138,258</b>	43,365

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

#### 9. DIVIDEND

#### 9. 股息

		For the six months ended 30 June 截至6月30日止六個月	
		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Dividend recognised as distribution during the period:	於期內確認為分派之股息：		
Final 2022 — HK3.70 cents (2021: HK12.00 cents) per ordinary share	2022年末期 — 每股普通股3.70港仙(2021年：12.00港仙)	<b>43,436</b>	133,042
Less: Dividend for shares held under the Share Award Scheme	減：根據股份獎勵計劃持有股份的股息	<b>(1,083)</b>	(3,440)
		<b>42,353</b>	129,602

The directors resolved not to declare any interim dividend for the six months ended 30 June 2023 (six months ended 30 June 2022: Nil).

董事議決不宣派截至2023年6月30日止六個月的中期股息(截至2022年6月30日止六個月：無)。

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

#### 10. 母公司普通股權益持有人應佔每股盈利

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

每股基本及攤薄盈利乃根據以下數據計算得出：

		For the six months ended 30 June 截至6月30日止六個月	
		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
<b>Earnings</b>	<b>盈利</b>		
Profit for the period attributable to ordinary equity holders of the parent for the purpose of the basic and diluted earnings per share calculation	用作計算每股基本及攤薄盈利之母公司普通股權益持有人應佔期內利潤	<b>397,677</b>	244,669



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

(continued)

### 10. 母公司普通股權益持有人應 佔每股盈利(續)

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 '000 千股	2022 2022年 '000 千股
<b>Shares</b>	<b>股份</b>		
Weighted average number of ordinary shares in issue during the period for the purpose of the basic earnings per share calculation	用作計算每股基本盈利之期內已發行加權平均普通股數目	<b>1,264,292</b>	1,257,753
Effect of dilution — weighted average number of ordinary shares:	加權平均普通股數目攤薄影響：		
Shares awarded under the Share Award Scheme	根據股份獎勵計劃授出之股份	—	900
Weighted average number of ordinary shares in issue during the period for the purpose of the diluted earnings per share calculation	用作計算每股攤薄盈利之期內已發行加權平均普通股數目	<b>1,264,292</b>	1,258,653

The weighted average number of shares used for the purpose of calculating the basic and diluted earnings per share for six months ended 30 June 2023 and 2022, respectively, has been arrived at after adjusting the effect of shares repurchased and held under the Share Award Scheme.

用於計算截至2023年及2022年6月30日止六個月各自之每股基本及攤薄盈利之加權平均股份數目，乃經調整根據股份獎勵計劃購回及持有股份之影響後計算得出。

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#### 11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2023, the Group acquired property, plant and equipment with an aggregate cost of RMB273,571,000 (six months ended 30 June 2022: RMB117,019,000).

#### 12. OTHER INTANGIBLE ASSETS

Other intangible assets of the Group mainly represent operating rights under IOT arrangement.

#### 13. FINANCIAL ASSETS AT FVTPL

#### 11. 物業、廠房及設備

截至2023年6月30日止六個月，本集團收購物業、廠房及設備的總成本為人民幣273,571,000元（截至2022年6月30日止六個月：人民幣117,019,000元）。

#### 12. 其他無形資產

本集團的其他無形資產主要指IOT安排下之經營權。

#### 13. 以公允價值計量且其變動計入損益的金融資產

	30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
	RMB'000 人民幣千元	RMB'000 人民幣千元
Listed equity investment, at fair value (note i)	65,173	65,604
上市股本投資，按公允價值（附註i）		

Note:

- (i) The listed equity investment was classified as financial assets at FVTPL as the Group has not elected to recognise the fair value gain or loss through other comprehensive income. It was held for long-term strategic purposes. The Group does not intend to dispose of it within twelve months after the reporting period.

附註：

- (i) 由於本集團選擇不透過其他全面收入確認公允價值收益或虧損，故上市股本投資分類為以公允價值計量且其變動計入損益的金融資產，乃持有作長期戰略用途。本集團無意於報告期後十二個月內處置。



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### 14. TRADE AND BILLS RECEIVABLES

### 14. 應收貿易款項及應收票據

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Trade and bills receivables	應收貿易款項及應收票據		
Public health insurance programs and social organisation for medical services	公共醫療保險計劃及醫療 服務社會組織	<b>1,851,469</b>	1,675,136
Other customers	其他客戶	<b>251,464</b>	245,320
Bill receivables	應收票據	<b>8,360</b>	6,698
		<b>2,111,293</b>	1,927,154
Impairment	減值	<b>(438,878)</b>	(436,484)
		<b>1,672,415</b>	1,490,670

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

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#### 14. TRADE AND BILLS RECEIVABLES

(continued)

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

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

#### 14. 應收貿易款項及應收票據 (續)

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

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

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Within 1 year	1年內	<b>1,583,962</b>	1,429,109
1 to 2 years	1年至2年	<b>75,678</b>	53,877
Over 2 years	2年以上	<b>12,775</b>	7,684
		<b>1,672,415</b>	1,490,670

## 15. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

## 15. 預付款項、保證金及其他應收款項

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Prepayments to suppliers	向供應商支付的預付款	<b>34,582</b>	45,533
Current portion of receivables from IOT hospital	來自IOT醫院之應收款項的即期部分	<b>10,079</b>	10,079
Other receivable from "Yan Hua Hospital"	來自「燕化醫院」的其他應收款項	<b>189,747</b>	189,747
Others	其他	<b>196,441</b>	185,292
		<b>430,849</b>	430,651
Impairment	減值	<b>(49,995)</b>	(50,020)
		<b>380,854</b>	380,631

Beijing Yan Hua Phoenix Healthcare Asset Management Company Limited ("Yan Hua Phoenix") is the sponsor of Yan Hua Hospital, and Yan Hua Hospital unilaterally terminated the IOT agreement entered into between the Group, Yan Hua Phoenix and Yan Hua Hospital (the "Yan Hua IOT Agreement") from 21 January 2019. The Group has submitted a civil claim statement against Yan Hua Phoenix and Yan Hua Hospital in relation to the Yan Hua IOT Agreement dispute to the Beijing Second Intermediate People's Court on 17 April 2019 to seek the court's ruling that the unilateral termination of the Yan Hua IOT Agreement by Yan Hua Phoenix and Yan Hua Hospital on 21 January 2019 shall be void.

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



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

On 18 December 2019, the Beijing Second Intermediate People's Court issued a judgement in favour of the Group. Yan Hua Phoenix and Yan Hua Hospital filed an appeal to the Beijing Higher People's Court in January 2020. On 22 November 2021, the Beijing Higher People's Court handed down a judgment (2020 Jing Minzhong No.110) which rejected the appeal filed by Yan Hua Phoenix and Yan Hua Hospital and upheld the original judgment, and adjudged that such ruling shall be final.

Having considered the terms of the Yan Hua IOT Agreement, the Group has further claimed that Yan Hua Phoenix and Yan Hua Hospital should be liable for damages for breach of the Yan Hua IOT Agreement. Accordingly, the Group classified the related receivables and operating right under the IOT arrangement with Yan Hua Hospital as other receivable.

#### 16. TRADE AND BILLS PAYABLES

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

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Within 60 days	60天內	<b>574,431</b>	584,092
61 to 180 days	61天至180天	<b>623,088</b>	764,810
Over 180 days	180天以上	<b>553,582</b>	385,395
		<b>1,751,101</b>	1,734,297

#### 15. 預付款項、保證金及其他應收款項(續)

於2019年12月18日，北京市第二中級人民法院宣佈有關起訴結果，本集團勝訴。燕化鳳凰和燕化醫院於2020年1月向北京市高級人民法院提起上訴。於2021年11月22日，北京市高級人民法院頒佈判決(2020京民終110號)，駁回燕化鳳凰和燕化醫院提起的上訴，維持原判決，並裁定此判決為終審判決。

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

#### 16. 應付貿易款項及應付票據

於報告期末，應付貿易款項及應付票據賬齡分析乃基於交付商品日期作出如下：



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### 17. BUSINESS COMBINATIONS UNDER COMMON CONTROL

During the six months ended 30 June 2023, the Group acquired equity interest of the below subsidiaries from fellow subsidiaries. Details of the acquired subsidiaries are as follows:

### 17. 共同控制下的業務合併

截至2023年6月30日止六個月，本集團向同系附屬公司收購以下附屬公司的股權。所收購附屬公司的詳情如下：

Name of the company 公司名稱	Voting rights/ effective equity interests 投票權／實際股權	Date of acquisition 收購日期	Principal activities 主要業務	Total cash consideration 現金代價總額 RMB'000 人民幣千元
China Resources Healthcare (Liaoning) Group Co., Ltd. ("華潤健康(遼寧)集團有限公司") ("CR Liaoning Healthcare Group") 華潤健康(遼寧)集團有限公司 (「華潤遼寧健康集團」)	76.10%/76.10%	25 June 2023	Hospital and corporate management and supply chain services	3,503,219
Shenzhen China Resources Healthcare Industry Development Co., Limited ("深圳華潤健康產業投資有限公司") ("Shenzhen Development") 深圳華潤健康產業投資有限公司 (「深圳產業投資」)	100.00%/100.00%	25 June 2023	Supply chain services	139,383
China Resources Healthcare (Jiangxi) Co., Limited ("華潤健康(江西)有限公司") ("Jiangxi Medical Group") 華潤健康(江西)有限公司 (「江西醫療集團」)	80.00%/80.00%	25 June 2023	Hospital and corporate management and supply chain services	256,282

As Jiangxi Medical Group, CR Liaoning Healthcare Group and Shenzhen Development and the Group are under common control of China Resources Healthcare Group Limited ("CR Healthcare") before and after the business combination and the control is not transitory, the acquisition of Jiangxi Medical Group, CR Liaoning Healthcare Group and Shenzhen Development was considered as a business combination involving entities under common control.

由於江西醫療集團、華潤遼寧健康集團及深圳產業投資與本集團在業務合併前後由華潤健康集團有限公司(「華潤健康」)共同控制，而有關控制並非短暫性質，因此收購江西醫療集團、華潤遼寧健康集團及深圳產業投資被視為涉及受共同控制實體的業務合併。

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#### 17. BUSINESS COMBINATIONS UNDER COMMON CONTROL (continued)

The financial performance previously reported by the Group for the six months ended 30 June 2022 has been restated to include the operating results of the combining entities from the earliest date presented or since the date when combining entities first came under common control (i.e. 2 June 2022), where there is a shorter period, regardless of the date of the business combination, as set out below:

#### 17. 共同控制下的業務合併(續)

本集團先前於截至2022年6月30日止六個月列報的財務表現已經重列，以包括下文所載合併實體自最早呈列日期起或自合併實體首次受共同控制日期(即2022年6月2日)以來(以較短期間為準)的經營業績，而不論業務合併的日期：

		The Group	CR Liaoning Healthcare Group	Shenzhen Development	Jiangxi Medical Group	Inter-company elimination	The Group
		本集團	集團	深圳產業投資	江西醫療集團	公司間抵銷	本集團
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
		(as previously reported)					(as restated)
		(先前列報)					(重列)
<b>REVENUE</b>	<b>收益</b>	2,850,489	294,578	5,606	72,753	(17,494)	3,205,932
Cost of sales	銷售成本	(2,326,223)	(224,534)	(1,893)	(65,316)	17,494	(2,600,472)
<b>Gross profit</b>	<b>毛利</b>	524,266	70,044	3,713	7,437	—	605,460
Other income	其他收入	94,842	4,389	3	333	—	99,567
Other gains and losses, net	其他收益及虧損淨額	(77,069)	(8)	—	—	—	(77,077)
Selling and distribution expenses	銷售及分銷費用	(8,779)	—	—	—	—	(8,779)
Administrative expenses	行政費用	(292,473)	(17,679)	(10)	(2,271)	—	(312,433)
Impairment losses on financial and contract assets, net	金融及合約資產減值虧損淨額	(770)	—	—	(2,468)	—	(3,238)
Other expenses	其他費用	(5,081)	(92)	—	(196)	—	(5,369)
Finance costs	財務費用	(11,970)	(1,951)	—	(1,458)	—	(15,379)
Share of profits and losses of:	應佔利潤及虧損：						
A joint venture	一間合營公司	(4,217)	—	—	—	—	(4,217)
Associates	聯營公司	35,426	—	—	—	—	35,426
<b>PROFIT BEFORE TAX</b>	<b>稅前利潤</b>	254,175	54,703	3,706	1,377	—	313,961
Income tax expense	所得稅費用	(39,428)	(2,429)	(1,508)	—	—	(43,365)
<b>PROFIT FOR THE PERIOD</b>	<b>期內利潤</b>	214,747	52,274	2,198	1,377	—	270,596
<b>OTHER COMPREHENSIVE INCOME</b>	<b>其他全面收入</b>						
— re-measurement gains on a defined benefit plan	— 界定福利計劃的重新計量收益	—	610	—	—	—	610
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>期內全面收入總額</b>	214,747	52,884	2,198	1,377	—	271,206
Attributable to:	應佔：						
Owners of the parent	母公司擁有人	201,589	40,245	2,198	1,102	—	245,134
Non-controlling interests	非控股權益	13,158	12,639	—	275	—	26,072
		214,747	52,884	2,198	1,377	—	271,206

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### 17. BUSINESS COMBINATIONS UNDER COMMON CONTROL (continued)

The financial position previously reported by the Group as at 31 December 2022 has been restated to include the assets and liabilities of the combining entities recognised at the carrying value based on the controlling shareholder's (i.e. CR Healthcare's) financial statements as set out below:

### 17. 共同控制下的業務合併(續)

本集團先前於2022年12月31日列報的財務狀況已經重列，以包括下文所載合併實體根據控股股東(即華潤健康)的財務報表按賬面值確認的資產及負債：

		The Group	CR Liaoning Healthcare Group	Shenzhen Development	Jiangxi Medical Group	Inter-company elimination	The Group
		本集團	華潤遼寧健康 集團	深圳產業投資	江西醫療集團	公司間抵銷	本集團
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
		(as previously reported)					(as restated)
		(先前列報)					(重列)
<b>NON-CURRENT ASSETS</b>	<b>非流動資產</b>						
Property, plant and equipment	物業、廠房及設備	1,933,225	2,634,834	—	419,633	—	4,987,692
Right-of-use assets	使用權資產	357,708	66,989	—	5,287	—	429,984
Goodwill	商譽	2,339,498	1,048,741	—	351,961	—	3,740,200
Other intangible assets	其他無形資產	68,657	—	—	—	—	68,657
Investments in associates	於聯營公司之投資	980,453	—	—	—	—	980,453
Receivables from invest-operate-transfer ("IOT") hospitals	來自投資—營運—移交(IOT)醫院之應收款項	54,965	—	—	—	—	54,965
Financial assets at fair value through profit or loss ("FVTPL")	以公允價值計量且其變動計入損益(「以公允價值計量且其變動計入損益」)的金融資產	65,604	—	—	—	—	65,604
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產	526,586	—	—	—	—	526,586
Deferred tax assets	遞延稅項資產	26,303	—	—	—	—	26,303
Due from related parties	應收關聯方款項	—	3,166	—	2,117	—	5,283
Other non-current assets	其他非流動資產	76,269	86,341	—	2,950	—	165,560
<b>Total non-current assets</b>	<b>非流動資產總額</b>	<b>6,429,268</b>	<b>3,840,071</b>	<b>—</b>	<b>781,948</b>	<b>—</b>	<b>11,051,287</b>
<b>CURRENT ASSETS</b>	<b>流動資產</b>						
Inventories	存貨	217,347	120,286	—	29,842	—	367,475
Trade and bills receivables	應收貿易款項及應收票據	796,107	537,050	1,238	156,275	—	1,490,670
Contract assets	合約資產	21,872	—	—	—	—	21,872
Prepayments, deposits and other receivables	預付款項、保證金及其他應收款項	312,842	58,362	218	9,209	—	380,631
Due from related parties	應收關聯方款項	22,670	909,942	9,921	129,430	(9,515)	1,062,448
Other financial assets at amortised cost	其他按攤銷成本計量的金融資產	324,301	—	—	—	—	324,301
Restricted and pledged bank deposits	限制性和已抵押銀行存款	1,152	—	—	17,727	—	18,879
Cash and cash equivalents	現金及現金等價物	2,977,543	39,668	11,706	71,094	—	3,100,011
<b>Total current assets</b>	<b>流動資產總額</b>	<b>4,673,834</b>	<b>1,665,308</b>	<b>23,083</b>	<b>413,577</b>	<b>(9,515)</b>	<b>6,766,287</b>

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

#### 17. BUSINESS COMBINATIONS UNDER COMMON CONTROL (continued)

#### 17. 共同控制下的業務合併(續)

	The Group	CR Liaoning Healthcare Group	Shenzhen Development	Jiangxi Medical Group	Inter-company elimination	The Group	
	本集團	華潤遼寧健康集團	深圳產業投資	江西醫療集團	公司間抵銷	本集團	
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	
	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	
	(as previously reported)					(as restated)	
	(先前列報)					(重列)	
<b>CURRENT LIABILITIES</b>	<b>流動負債</b>						
Trade and bills payables	應付貿易款項及應付票據	916,921	580,524	—	236,852	—	1,734,297
Other payables and accruals	其他應付款項及應計費用	745,871	813,287	6,886	132,948	—	1,698,992
Due to related parties	應付關聯方款項	147,007	121,881	183	44,422	(9,515)	303,978
Interest-bearing bank and other borrowings	計息銀行借款及其他借款	1,012,756	177,625	—	120,255	—	1,310,636
Lease liabilities	租賃負債	35,052	3,462	—	4	—	38,518
Deferred income	遞延收入	2,488	—	—	—	—	2,488
Tax payable	應繳稅金	30,614	4,787	—	—	—	35,401
<b>Total current liabilities</b>	<b>流動負債總額</b>	<b>2,890,709</b>	<b>1,701,566</b>	<b>7,069</b>	<b>534,481</b>	<b>(9,515)</b>	<b>5,124,310</b>
<b>NET CURRENT ASSETS</b>	<b>流動資產淨額</b>	<b>1,783,125</b>	<b>(36,258)</b>	<b>16,014</b>	<b>(120,904)</b>	<b>—</b>	<b>1,641,977</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>總資產減流動負債</b>	<b>8,212,393</b>	<b>3,803,813</b>	<b>16,014</b>	<b>661,044</b>	<b>—</b>	<b>12,693,264</b>
<b>NON-CURRENT LIABILITIES</b>	<b>非流動負債</b>						
Interest-bearing bank borrowings	計息銀行借款	1,007,636	3,600	—	6,027	—	1,017,263
Lease liabilities	租賃負債	32,189	3,117	—	—	—	35,306
Retirement benefit obligations	退休福利責任	51,763	317,675	—	5,420	—	374,858
Deferred income	遞延收入	23,734	15,799	—	1,916	—	41,449
Deferred tax liabilities	遞延稅項負債	71,316	—	—	—	—	71,316
Provision	撥備	1,431	22,393	—	60	—	23,884
Due to related parties	應付關聯方款項	—	—	—	449,017	—	449,017
Other liabilities	其他負債	26,271	—	—	—	—	26,271
<b>Total non-current liabilities</b>	<b>非流動負債總額</b>	<b>1,214,340</b>	<b>362,584</b>	<b>—</b>	<b>462,440</b>	<b>—</b>	<b>2,039,364</b>
<b>Net assets</b>	<b>資產淨值</b>	<b>6,998,053</b>	<b>3,441,229</b>	<b>16,014</b>	<b>198,604</b>	<b>—</b>	<b>10,653,900</b>
<b>EQUITY</b>	<b>權益</b>						
Share capital	股本	267	2,737,242	—	200,000	(2,937,242)	267
Reserves	儲備	6,461,622	703,987	16,014	(1,396)	2,328,966	9,509,193
Equity attributable to owners of the parent	母公司權益持有人應佔權益	6,461,889	3,441,229	16,014	198,604	(608,276)	9,509,460
Non-controlling interests	非控股權益	536,164	—	—	—	608,276	1,144,440
<b>Total equity</b>	<b>總權益</b>	<b>6,998,053</b>	<b>3,441,229</b>	<b>16,014</b>	<b>198,604</b>	<b>—</b>	<b>10,653,900</b>



## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

#### 17. BUSINESS COMBINATIONS UNDER COMMON CONTROL (continued)

The cash flows previously reported by the Group for the six months ended 30 June 2022 have been restated to include the cash flows of the combining entities from the earliest date presented or since the date when combining entities first came under common control, where this is a shorter period, regardless of the date of the business combination, as set out below:

#### 17. 共同控制下的業務合併(續)

本集團先前於截至2022年6月30日止六個月列報的現金流量已經重列，以包括下文所載合併實體自最早呈列日期起或自合併實體首次受共同控制日期以來(以較短期間為準)的現金流量，而不論業務合併的日期：

		The Group	CR Liaoning Healthcare Group 華潤遼寧健康 集團	Shenzhen Development	Jiangxi Medical Group	Inter-company elimination	The Group
		本集團 RMB'000 人民幣千元 (as previously reported) (先前列報)	RMB'000 人民幣千元	深圳產業投資 RMB'000 人民幣千元	江西醫療集團 RMB'000 人民幣千元	公司間抵銷 RMB'000 人民幣千元	本集團 RMB'000 人民幣千元 (as restated) (重列)
Net cash flows from/(used in) operating activities	經營活動所得/(所用)現金流量淨額	38,600	64,513	9,082	(15,597)	—	96,598
Net cash flows from/(used in) investing activities	投資活動所得/(所用)現金流量淨額	21,669	(12,811)	—	(1,632)	—	7,226
Net cash flows used in financing activities	融資活動所用現金流量淨額	(42,615)	(1,334)	—	(338)	—	(44,287)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等價物增加/(減少)淨額	17,654	50,368	9,082	(17,567)	—	59,537
Cash and cash equivalents at beginning of period	期初現金及現金等價物	2,324,051	460,223	1,902	165,225	—	2,951,401
Effect of exchange rate changes, net	匯率變動影響淨額	1,745	—	—	—	—	1,745
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期末現金及現金等價物	2,343,450	510,591	10,984	147,658	—	3,012,683

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

#### 18. COMMITMENTS

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

#### 18. 承擔

於報告期末，本集團有以下資本承擔：

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Contracted, but not provided for:	已訂約但未計提撥備：		
Property, plant and equipment	有關物業、廠房及設備	<b>114,205</b>	167,147

## 19. RELATED PARTY TRANSACTIONS

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

## 19. 關聯方交易

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

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
<b>Healthcare services</b>	<b>醫療服務</b>		
Subsidiaries controlled by China Resources Company Limited ("CR Co.")	中國華潤有限公司 (「中國華潤」) 所控制的附屬公司	<b>353</b>	648
<b>Other hospital-derived services</b>	<b>其他醫院衍生服務</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>50</b>	89
<b>Hospital management service</b>	<b>醫院管理服務</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>8,733</b>	10,430
<b>Purchases of goods</b>	<b>採購貨品</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>313,995</b>	241,330
<b>Investment income on financial assets at FVTPL</b>	<b>以公允價值計量且其變動計入損益的金融資產投資收入</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	—	4,519
<b>Interest income on bank deposits</b>	<b>銀行存款利息收入</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>1</b>	399
<b>Other purchases and expenses</b>	<b>其他採購及費用</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>10,181</b>	1,566
<b>Lease payment</b>	<b>租賃付款</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>2,230</b>	3,197
<b>Interest expenses</b>	<b>利息開支</b>		
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>956</b>	956



## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

## 19. RELATED PARTY TRANSACTIONS

(continued)

### (b) Outstanding balances with related parties

#### Due from related parties

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司		
Trade in nature	貿易性質	<b>4,742</b>	24,308
Non-trade in nature	非貿易性質	<b>767,262</b>	1,043,423
		<b>772,004</b>	1,067,731

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

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Within 60 days	60天內	<b>1,716</b>	18,892
61 to 180 days	61天至180天	<b>1,750</b>	2,057
Over 181 days	181天以上	<b>1,276</b>	3,359
		<b>4,742</b>	24,308

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

## 19. 關聯方交易 (續)

### (b) 與關聯方的尚未償還結餘

#### 應收關聯方款項

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司		
Trade in nature	貿易性質	<b>4,742</b>	24,308
Non-trade in nature	非貿易性質	<b>767,262</b>	1,043,423
		<b>772,004</b>	1,067,731

於報告期末根據發票日期和扣除虧損撥備後的貿易相關應收款項的賬齡分析如下：

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Within 60 days	60天內	<b>1,716</b>	18,892
61 to 180 days	61天至180天	<b>1,750</b>	2,057
Over 181 days	181天以上	<b>1,276</b>	3,359
		<b>4,742</b>	24,308

應收關聯方款項為無抵押、免息及須於一年內償還。



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未經審核中期財務報告附註

30 June 2023 2023年6月30日

### 19. RELATED PARTY TRANSACTIONS

(continued)

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

##### Due to related parties

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司		
Trade in nature	貿易性質	<b>329,554</b>	288,535
Non-trade in nature	非貿易性質	<b>4,225,427</b>	464,460
		<b>4,554,981</b>	752,995

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

應付關聯方款項為無抵押、免息及須按要求償還。

##### Bank balances

		30 June 2023 2023年 6月30日	31 December 2022 2022年 12月31日 (Restated) (經重列)
		RMB'000 人民幣千元	RMB'000 人民幣千元
Subsidiaries controlled by CR Co.	中國華潤所控制的附屬公司	<b>411</b>	221,212

The bank balances carried interest at a rate of 0.35% (31 December 2022: 0.35%) per annum.

銀行結餘乃按年利率0.35% (2022年12月31日: 0.35%)計息。

### 19. 關聯方交易 (續)

#### (b) 與關聯方的尚未償還結餘 (續)

##### 應付關聯方款項

##### 銀行結餘

## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

30 June 2023 2023年6月30日

## 19. RELATED PARTY TRANSACTIONS

(continued)

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

## 19. 關聯方交易 (續)

### (c) 本集團主要管理人員之薪酬

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Short term employee benefits	短期僱員福利	<b>9,627</b>	13,005
Post-employment benefits	離職後福利	<b>130</b>	205
Equity-settled shared-based payment expense	按權益結算以股份付款開支	—	709
Total compensation paid to key management personnel	向主要管理人員支付的薪酬總額	<b>9,757</b>	13,919



## Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

30 June 2023 2023年6月30日

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

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

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

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

#### Fair value hierarchy

The fair value measurement of listed equity investment falls into Level 1 of the fair value hierarchy.

### 20. 金融工具的公允價值及公允價值層級

管理層評估了現金及現金等價物、已抵押存款、應收貿易款項及應收票據、計入預付款項、保證金及其他應收款項的金融資產、與關聯方的結餘、與一名第三方的結餘、其他按攤銷成本計量的金融資產的流動部分、應付貿易款項及應付票據、計入其他應付款項及應計費用的金融負債、應付舉辦權醫院款項、計息銀行借款及計息其他借款，主要由於這些工具到期期限較短，所以其公允價值大致接近賬面值。

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

以公允價值計量且其變動計入損益的上市金融資產的公允價值基於市場報價。

#### 公允價值層級

上市股本投資的公允價值計量屬於公允價值層級第一級。



## Notes to the Unaudited Interim Financial Report

### 未經審核中期財務報告附註

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

##### Fair value hierarchy (continued)

The Group did not have any financial liabilities measured at fair value as at 30 June 2023 (31 December 2022: Nil).

During the period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities (year ended 31 December 2022: Nil).

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

The interim condensed consolidated financial information was approved and authorised for issue by the board of directors on 22 August 2023.

#### 20. 金融工具的公允價值及公允價值層級(續)

##### 公允價值層級(續)

截至2023年6月30日，本集團無任何以公允價值計量的金融負債(2022年12月31日：無)。

期內，金融資產及金融負債在第一級和第二級之間沒有公允價值計量的轉撥，也沒有轉入或轉出第三級(截至2022年12月31日止年度：無)。

#### 21. 批准中期簡明綜合財務資料

中期簡明綜合財務資料已於2023年8月22日經董事會批准及授權刊發。



## Definitions

### 釋義

“Audit Committee”	the audit committee of the Board
“Award Shares”	such Shares awarded pursuant to the Share Award Scheme, the maximum number of which shall not exceed 5% of the total issued capital of the Company as at August 31, 2018 and 1% of the total number issued Shares to each of the Selected Participant as at August 31, 2018
“Board” or “Board of Directors”	the board of Directors of our Company
“CG Code”	Corporate Governance Code as set out in Appendix 14 to the Listing Rules
“Chairman”	the chairman of our Board
“Chief Executive Officer”	the chief executive officer of the Company
“Chief Financial Officer”	the chief financial officer of the Company
“China” or “PRC”	the People’s Republic of China excluding, for the purpose of this report, Taiwan, the Macau Special Administrative Region and Hong Kong
“Company” or “our Company” or “China Resources Medical”	China Resources Medical Holdings Company Limited (華潤醫療控股有限公司), a company incorporated in the Cayman Islands with limited liability on February 28, 2013
“Controlling Shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“Corresponding Period” or “2022 H1”	the period from January 1, 2022 to June 30, 2022
“CRC”	China Resources Company Limited, a company established in the PRC with limited liability and a state-owned enterprise under the supervision of the State-owned Assets Supervision and Administration Commission of the State Council in the PRC
“CR Digital”	華潤數科控股有限公司 (China Resources Digital Holdings Company Limited*) (formerly known as 潤聯智慧科技有限公司), a company incorporated in the PRC with limited liability and a wholly-owned subsidiary of CRC
“CR Healthcare”	China Resources Healthcare Group Limited, a company incorporated in Hong Kong with limited liability, and a subsidiary of CR Holdings
“CR Holdings”	China Resources (Holdings) Company Limited, a company incorporated in Hong Kong with limited liability, which is a wholly-owned subsidiary of China Resources Company Limited and the indirect holding company of CR Healthcare

## Definitions

### 釋義

「審核委員會」	指	董事會審核委員會
「獎勵股份」	指	根據股份獎勵計劃賞予的該等股份，其最高數目不得超過本公司於2018年8月31日已發行股本總數的5%及於2018年8月31日發行予各獲選參與者已發行股份總數的1%
「董事會」	指	本公司董事會
「企業管治守則」	指	上市規則附錄十四所載的企業管治守則
「董事長」	指	董事會董事長
「總裁」	指	本公司總裁
「首席財務官」	指	本公司首席財務官
「中國」	指	中華人民共和國；就本報告而言，不包括台灣、澳門特別行政區及香港
「本公司」或 「華潤醫療」	指	華潤醫療控股有限公司，一間於2013年2月28日在開曼群島註冊成立的有限責任公司
「控股股東」	指	具有上市規則所賦予該詞的涵義
「相應期間」或「2022年 上半年」	指	2022年1月1日至2022年6月30日期間
「中國華潤」	指	中國華潤有限公司，一家於中國註冊成立的有限公司，為受中國國務院國有資產監督管理委員會監管的國有企業
「華潤數科」	指	華潤數科控股有限公司(前稱潤聯智慧科技有限公司)，一間於中國註冊成立的有限公司，並為中國華潤之全資附屬公司
「華潤健康」	指	華潤健康集團有限公司，一間於香港註冊成立的有限公司，並為華潤集團公司之附屬公司
「華潤集團公司」	指	華潤(集團)有限公司，一間於香港註冊成立的有限公司，為中國華潤有限公司的全資附屬公司及華潤健康的間接控股公司



## Definitions

### 釋義

“CR Hospital Investment”	China Resources Hospital Investment (China) Co., Ltd.* (華潤醫院投資(中國)有限公司), a company established in the PRC with limited liability and a wholly-owned subsidiary of the Company
“CR Hospital Management & Consulting”	China Resources Hospital Management & Consulting Co. Ltd. (formerly known as Beijing Phoenix United Hospital Management Consulting Co. Ltd., Beijing Phoenix United Hospital Management Co., Ltd. and Beijing Phoenix United Hospital Management Joint Stock Co., Ltd., a limited liability company established under the laws of the PRC on November 6, 2007, and a wholly-owned subsidiary of our Company
“CR Technology”	China Resources Healthcare Technology Development (China) Co., Ltd.* (華潤健康科技產業發展(中國)有限公司), a company established in the PRC with limited liability and a wholly-owned subsidiary of CR Healthcare
“Director(s)”	the directors of our Company or any of them
“Eligible Persons”	any of the (i) key management personnel including the Directors and senior management of the Group; (ii) employed experts as nominated by the Board; and (iii) core employees of the Group
“Equity and Debt Transfer Agreement II”	the equity and debt transfer agreement entered into between CR Hospital Investment and CR Technology regarding the JE Equity and Debt Acquisition on February 22, 2023
“Equity Transfer Agreement I”	the equity transfer agreement entered into between CR Hospital Investment and LR Management regarding the LH Equity Acquisition on February 22, 2023
“Group”, “our Group”, “we” or “us”	our Company and its subsidiaries
“HK\$” or “HKD” and “HK cent(s)” or “cent(s)”	Hong Kong dollar and cent(s) respectively, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Huaikuang Hospital”	Huaibei Miner General Hospital* (淮北礦工總醫院)
“Huaikuang Hospital Group”	collectively, Huaikuang Hospital and certain affiliated hospitals and community clinics
“Huaiyin Hospital”	Huai’an City Huaiyin Hospital Company Limited (淮安市淮陰醫院有限公司), a company established in the PRC with limited liability and a subsidiary of the Company
“IAS”	International Accounting Standards



## Definitions

### 釋義

「華潤醫院投資」	指	華潤醫院投資(中國)有限公司，一家於中國成立之有限責任公司，本公司之全資附屬公司
「華潤醫院管理諮詢」	指	華潤醫院管理諮詢有限公司(前稱北京鳳凰聯合醫院管理諮詢有限公司、北京鳳凰聯合醫院管理有限公司及北京鳳凰聯合醫院管理股份有限公司)，一間於2007年11月6日根據中國法律成立的有限責任公司，為本公司全資附屬公司
「華潤科技」	指	華潤健康科技產業發展(中國)有限公司，一家於中國成立之有限責任公司，為華潤健康之全資附屬公司
「董事」	指	本公司全體董事或任何一位董事
「合資格人士」	指	任何(i)主要管理人員，包括本集團的董事及高級管理層；(ii)由董事會提名的受聘專家；及(iii)本集團的核心僱員
「股權債權轉讓協議II」	指	華潤醫院投資及華潤科技就江能股權債權收購所訂立日期為二零二三年二月二十二日的股權及債權轉讓協議
「股權轉讓協議I」	指	華潤醫院投資及遼潤管理就遼健股權收購所訂立日期為二零二三年二月二十二日的股權轉讓協議
「本集團」或「我們」	指	本公司及其附屬公司
「港元」和「港仙」	指	分別為港元及仙，香港法定貨幣
「香港」	指	中國香港特別行政區
「淮礦醫院」	指	淮北礦工總醫院
「淮礦醫院集團」	指	淮礦醫院及其附屬的多家醫院及社區診所的統稱
「淮陰醫院」	指	淮安市淮陰醫院有限公司，一間於中國成立的有限公司，並為本公司之附屬公司
「國際會計準則」	指	國際會計準則



## Definitions

### 釋義

“IFRSs”	International Financial Reporting Standards
“IOT”	the “invest-operate-transfer” model
“IOT Hospitals”	third-party hospitals and clinics, which we manage and operate under the IOT model
“JE Debt Acquisition”	the transaction in which CR Technology shall transfer the JE Subject Debts it held to CR Hospital Investment subject to the terms and conditions of the Equity and Debt Transfer Agreement II, and CR Hospital Investment shall acquire the JE Subject Debts to be transferred by CR Technology subject to the terms and conditions of the Equity and Debt Transfer Agreement II
“JE Equity Acquisition”	the transaction in which CR Technology shall transfer the JE Subject Equity it held to CR Hospital Investment subject to the terms and conditions of the Equity and Debt Transfer Agreement II, and CR Hospital Investment shall acquire the JE Subject Equity to be transferred by CR Technology subject to the terms and conditions of the Equity and Debt Transfer Agreement II
“JE Equity and Debt Acquisition”	JE Equity Acquisition and JE Debt Acquisition
“JE Member Medical Institution(s)”	medical institution(s) under the JE Subject and their respective subordinate organizations
“JE Subject”	CR Healthcare (Jiangxi) Co., Ltd.* (華潤健康(江西)有限公司), a company incorporated in the PRC with limited liability
“JE Subject Debts”	debts (including principal balances and interests) owed by the JE Subject to CR Technology to be acquired by CR Hospital Investment pursuant to the Equity and Debt Transfer Agreement II
“JE Subject Equity”	80% equity interests in the JE Subject held by CR Technology
“Jian Gong Hospital”	Beijing Jian Gong Hospital Co., Ltd.* (北京市健宮醫院有限公司), a limited liability company established under the laws of the PRC on May 12, 2003 and a subsidiary of our Company, formerly being Beijing Construction Worker Hospital (北京市建築工人醫院), before its reform

## Definitions

### 釋義

「國際財務報告準則」	指	國際財務報告準則
「IOT」	指	「投資 — 營運 — 移交」模式
「IOT醫院」	指	本集團採用IOT模式管理和營運的第三方醫院及診所
「江能債權收購」	指	華潤科技將其持有的江能標的債權依照股權債權轉讓協議II的條款和條件轉讓予華潤醫院投資、華潤醫院投資按照股權債權轉讓協議II的條款和條件受讓華潤科技擬轉讓的江能標的債權之交易
「江能股權收購」	指	華潤科技將其持有的江能標的股權依照股權債權轉讓協議II的條款和條件轉讓予華潤醫院投資、華潤醫院投資按照股權債權轉讓協議II的條款和條件受讓華潤科技擬轉讓的江能標的股權之交易
「江能股權債權收購」	指	江能股權收購及江能債權收購
「江能成員醫療機構」	指	江能標的下屬的醫療機構及其各自下設機構
「江能標的」	指	華潤健康(江西)有限公司，一家於中國成立之有限責任公司
「江能標的債權」	指	根據股權債權轉讓協議II華潤醫院投資將予收購的華潤科技對江能標的持有的債權(包括本金餘額及利息)
「江能標的股權」	指	華潤科技持有的江能標的80%股權
「健宮醫院」	指	北京市健宮醫院有限公司(改組前為北京市建築工人醫院)，一間於2003年5月12日根據中國法律註冊成立的有限責任公司，為本公司之附屬公司



## Definitions

### 釋義

“Jinan Bei Cheng Hospital”	Jinan Bei Cheng Hospital Company Limited* (濟南北城醫院有限公司, a limited liability company established under the laws of the PRC), a wholly-owned subsidiary of our Company, and its predecessor, CNHTC Hospital (中國重型汽車集團有限公司醫院), before its reform, officially changed its name from Jinan Zhong Qi Hospital Company Limited to Jinan Bei Cheng Hospital Company Limited in January 2023
“Jing Mei Group”	Beijing Jing Mei Group Company Limited* (北京京煤集團有限責任公司), a company established in the PRC with limited liability. Jing Mei Group is a wholly-owned subsidiary of Beijing Energy Holding Company Limited* (北京能源集團有限責任公司), which currently holds the entire interest in and the sponsorship of Jing Mei Hospital and its affiliated medical institutes
“Jing Mei Hospital”	Jing Mei Hospital* (北京京煤集團總醫院)
“Jing Mei Hospital Group”	collectively, Jing Mei Hospital and its affiliated hospitals and community clinics
“LH Equity Acquisition”	the transaction in which LR Management shall transfer the LH Subject Equity it held to CR Hospital Investment subject to the terms and conditions of the Equity Transfer Agreement I, and CR Hospital Investment shall acquire the LH Subject Equity to be transferred by LR Management subject to the terms and conditions of the Equity Transfer Agreement I
“LH Member Institution(s)”	institution(s) under Liaoning Health Industry and their respective subordinate organizations
“LH Subject Equity”	76.10% equity interests in Liaoning CR Healthcare and 100% equity interests in Shenzhen CR Healthcare held by LR Management
“LH Subjects”	Liaoning CR Healthcare and Shenzhen CR Healthcare
“Liaoning CR Healthcare”	China Resources Healthcare (Liaoning) Group Co., Ltd.* (華潤健康(遼寧)集團有限公司), a company established in the PRC with limited liability
“Liaoning Health Industry”	Liaoning Health Industry Group Co., Ltd.* (遼寧省健康產業集團有限公司), a company established in the PRC with limited liability
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“LR Management”	LR Management Company Limited, a company established in Hong Kong with limited liability
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules
“Nomination Committee”	the nomination committee of the Board

## Definitions

### 釋義

「濟南北城醫院」	指	濟南北城醫院有限公司(改組前為中國重型汽車集團有限公司醫院)，一間根據中國法律註冊成立的有限責任公司，為本公司之全資附屬公司，於2023年1月由濟南重汽醫院有限公司正式更名為濟南北城醫院有限公司
「京煤集團」	指	北京京煤集團有限責任公司，一家於中國成立之有限責任公司。京煤集團是北京能源集團有限責任公司的全資子公司，彼目前持有京煤醫院及下屬醫療機構的全部產權及舉辦權
「京煤醫院」	指	北京京煤集團總醫院
「京煤醫院集團」	指	京煤醫院及其附屬的一級醫院和社區診所的統稱
「遼健股權收購」	指	遼潤管理將其持有的遼健標的股權依照股權轉讓協議I的條款和條件轉讓予華潤醫院投資、華潤醫院投資按照股權轉讓協議I的條款和條件受讓遼潤管理擬轉讓的遼健標的股權之交易
「遼健成員機構」	指	遼健產業下屬的機構及其各自下設機構
「遼健標的股權」	指	遼潤管理持有的遼寧華潤健康的76.10%股權和深圳華潤健康的100%股權
「遼健標的」	指	遼寧華潤健康及深圳華潤健康
「遼寧華潤健康」	指	華潤健康(遼寧)集團有限公司，一家於中國成立之有限責任公司
「遼健產業」	指	遼寧省健康產業集團有限公司，一家於中國成立之有限責任公司
「上市規則」	指	聯交所證券上市規則
「遼潤管理」	指	遼潤管理有限公司，一家於香港成立之有限責任公司
「標準守則」	指	上市規則附錄十所載上市發行人董事進行證券交易的標準守則
「提名委員會」	指	董事會提名委員會



## Definitions

### 釋義

“OT”	the “operate-transfer” model
“OT Hospital”	third-party hospital which we manage and operate under the OT model
“Remuneration Committee”	the remuneration committee of the Board
“Reporting Period” or “2023 H1”	the period from January 1, 2023 to June 30, 2023
“RMB”	Renminbi, the lawful currency of the PRC
“Run Neng Hospitals”	collectively, Guangdong CEEC Power Hospital* (廣東中能建電力醫院), Beijing CEEC Hospital* (北京中能建醫院), Guangxi Hydropower Hospital* (廣西水電醫院) and CEEC Anhui Hospital* (中能建安徽醫院)
“SAR”	Special Administrative Region of the PRC
“Selected Participant(s)”	Eligible Persons selected by the Board in accordance with the terms of the Share Award Scheme
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	share(s) with par value of HK\$0.00025 each in the capital of our Company
“Shareholder(s)”	holder(s) of the Share(s)
“Share Award Scheme”	the share award scheme of the Company adopted by the Board pursuant to a resolution passed by the Board on July 7, 2014, as amended by the Board on May 25, 2015 and August 31, 2018, respectively
“Share Option Scheme”	the share option scheme conditionally adopted by the Company pursuant to a resolution passed by our Shareholders on September 30, 2013
“Shenzhen CR Healthcare”	Shenzhen China Resources Healthcare Industry Investment Co., Ltd.* (深圳華潤健康產業投資有限公司), a company established in the PRC with limited liability
“Sponsored Hospital(s)”	the hospital(s) in the PRC whose sponsor is the Company or its subsidiary
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“UMP Healthcare Holdings”	UMP Healthcare Holdings Limited (聯合醫務集團有限公司), a limited liability company incorporated in the Cayman Islands, whose shares are listed on the Stock Exchange (stock code: 722)
“U.S. dollar” or “US\$”	United States dollar, the lawful currency of the United States of America

## Definitions

### 釋義

「OT」	指	「營運 — 移交」模式
「OT醫院」	指	本集團採用OT模式管理和營運的第三方醫院
「薪酬委員會」	指	董事會薪酬委員會
「報告期」或 「2023年上半年」	指	2023年1月1日至2023年6月30日期間
「人民幣」	指	人民幣，中國法定貨幣
「潤能系醫院」	指	廣東中能建電力醫院、北京中能建醫院、廣西水電醫院及中能建安徽醫院之統稱
「特別行政區」	指	中國的特別行政區
「獲選參與者」	指	董事會根據股份獎勵計劃條款挑選的合資格人士
「證券及期貨條例」	指	香港法例第571章證券及期貨條例(經不時修訂、補充或以其他方式修改)
「股份」	指	本公司股本中每股面值0.00025港元的股份
「股東」	指	股份持有人
「股份獎勵計劃」	指	董事會根據董事會於2014年7月7日通過的一項決議案所採納的本公司股份獎勵計劃，經董事會分別於2015年5月25日及2018年8月31日修訂
「購股權計劃」	指	本公司依據於2013年9月30日通過的股東決議案有條件採納的購股權計劃
「深圳華潤健康」	指	深圳華潤健康產業投資有限公司，一家於中國成立之有限責任公司
「舉辦權醫院」	指	其舉辦人為本公司或其附屬公司的中國醫院
「聯交所」	指	香港聯合交易所有限公司
「聯合醫務集團」	指	聯合醫務集團有限公司，一間在開曼群島註冊成立的有限責任公司，其股份於聯交所上市(股份代號：722)
「美元」	指	美元，美利堅合眾國法定貨幣



## Definitions

### 釋義

“Wugang Hospital”	China Resources Wugang General Hospital* (華潤武鋼總醫院)
“Wugang Hospital Group”	collectively, Wugang Hospital, Wuhan Iron and Steel (Group) Corporation No. 2 Staff Hospital* (武漢鋼鐵(集團)公司第二職工醫院) and certain affiliated hospitals and community clinics
“Yan Hua Hospital”	Yan Hua Hospital* (北京燕化醫院)
“Yan Hua Hospital Investment Management Agreement”	the hospital investment management agreement dated February 4, 2008, which was supplemented in April 2008, December 2010, June 2011, July 2013, September 2013 and October 2013, and were entered into between CR Hospital Management & Consulting, Yan Hua Hospital and Yan Hua Phoenix
“Yan Hua IOT Agreement”	the hospital management right and investment framework agreement dated February 1, 2008 and the hospital investment management agreement dated February 4, 2008, both of which were supplemented in April 2008, December 2010, June 2011, June 2013, July 2013, September 2013 and October 2013, entered into by CR Hospital Management & Consulting with Yan Hua Phoenix and Yan Hua Hospital
“Yan Hua Parties”	Yan Hua Phoenix and Yan Hua Hospital
“Yan Hua Phoenix”	Beijing Yan Hua Phoenix Healthcare Asset Management Co., Ltd.* (北京燕化鳳凰醫療資產管理有限公司), a limited liability company incorporated under the laws of the PRC on July 18, 2005
“Yuenianhua Rehabilitation Hospital”	Nanning Yuenianhua Rehabilitation Hospital Co. Ltd.* (南寧市悅年華康復醫院有限公司), a limited company established under the laws of the PRC and a for profit hospital focusing on rehabilitation specially

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

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





## Definitions

### 釋義

「武鋼醫院」	指	華潤武鋼總醫院
「武鋼醫院集團」	指	武鋼醫院、武漢鋼鐵(集團)公司第二職工醫院及其附屬的多家醫院及社區診所的統稱
「燕化醫院」	指	北京燕化醫院
「燕化醫院投資管理協議」	指	由華潤醫院管理諮詢、燕化醫院以及燕化鳳凰簽訂的日期為2008年2月4日的醫院投資管理協議，於2008年4月、2010年12月、2011年6月、2013年7月、2013年9月及2013年10月經補充
「燕化IOT協議」	指	由華潤醫院管理諮詢、燕化醫院以及燕化鳳凰簽訂的日期為2008年2月1日的醫院管理權利與投資框架協議，及燕化醫院投資管理協議的統稱，於2008年4月、2010年12月、2011年6月、2013年6月、2013年7月、2013年9月及2013年10月經補充
「燕化方」	指	燕化鳳凰及燕化醫院
「燕化鳳凰」	指	北京燕化鳳凰醫療資產管理有限公司，一間於2005年7月18日根據中國法律註冊成立的有限責任公司
「悅年華康復醫院」	指	南寧悅年華康復醫院有限公司，一間根據中國法律註冊成立的有限責任公司，以及為一間以復康專科為主的營利性醫院

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



**華潤醫療控股有限公司**

**China Resources Medical Holdings Company Limited**

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