

大化集团大连化工股份有限公司

2005 年半年度报告

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一、重要提示

- 1、本公司董事会及其董事保证本报告所载资料不存在任何虚假记载、误导性陈述或者重大遗漏，并对其内容的真实性、准确性和完整性承担个别及连带责任。
- 2、公司全体董事出席董事会会议。
- 3、公司半年度财务报告未经审计。
- 4、公司负责人董事长刘平芹先生，主管会计工作负责人总经理戚树智先生，会计机构负责人（会计主管人员）财务总监姜生国先生声明：保证本半年度报告中财务报告的真实、完整。

二、公司基本情况

（一）公司基本情况简介

- 1、公司法定中文名称：大化集团大连化工股份有限公司
 公司英文名称：DAHUA GROUP DALIAN CHEMICAL INDUSTRY CO., LTD
 公司英文名称缩写：DLHG
 公司 B 股上市交易所：上海证券交易所
 公司 B 股简称：大化 B 股
 公司 B 股代码：900951
- 3、公司注册地址：辽宁省大连市甘井子区工兴路 10 号
 公司办公地址：辽宁省大连市甘井子区工兴路 10 号
 邮政编码：116032
 公司国际互联网网址：www.dahuagf.com
 公司电子信箱：dhjtdlhuagong@sina.com
- 4、公司法定代表人：刘平芹
- 5、公司董事会秘书：周魏
 电话：0411-86893436
 传真：0411-86671948
 E-mail：dhjtdlhuagong@sina.com
 联系地址：辽宁省大连市甘井子区工兴路 10 号
 公司证券事务代表：单晓东
 电话：0411-86893436
 传真：0411-86671948
 联系地址：辽宁省大连市甘井子区工兴路 10 号
- 6、公司信息披露报纸名称：上海证券报、中国证券报、香港商报（英文）
 登载半年度报告的中国证监会指定网站的网址：www.sse.com.cn
 公司半年度报告备置地点：大化集团大连化工股份有限公司证券部

（二）主要财务数据和指标

1 主要会计数据和财务指标

单位：元 币种：人民币

| 主要会计数据 | 本报告期末 | 上年度期末 | 本报告期末比上年度期末增减（%） |
|----------------|----------------|----------------|------------------|
| 流动资产 | 471,508,998.10 | 441,598,264.29 | 6.77 |
| 流动负债 | 192,695,178.59 | 196,614,993.94 | -1.99 |
| 总资产 | 707,231,973.37 | 694,727,646.95 | 1.80 |
| 股东权益（不含少数股东权益） | 514,536,794.78 | 498,112,653.01 | 3.30 |
| 每股净资产 | 1.87 | 1.81 | 3.31 |
| 调整后的每股净资产 | 1.87 | 1.80 | 3.89 |
| | 报告期（1 - 6 月） | 上年同期 | 本报告期比上年同期增减（%） |

| | | | |
|---------------|---------------|--------------|--------------|
| 净利润 | 16,424,141.77 | 3,887,441.83 | 322.49 |
| 扣除非经常性损益后的净利润 | 16,486,643.73 | 3,882,627.00 | 324.63 |
| 每股收益 | 0.060 | 0.014 | 328.57 |
| 净资产收益率(%) | 3.19 | 0.80 | 增加 2.39 个百分点 |
| 经营活动产生的现金流量净额 | -9,974,204.68 | 1,951,169.19 | -611.19 |

2 扣除非经常性损益项目和金额 单位:元 币种:人民币

| 非经常性损益项目 | 金额 |
|------------------------|------------|
| 扣除资产减值准备后的其他各项营业外收入、支出 | -62,501.96 |
| 合计 | -62,501.96 |

3 按中国证监会发布的《公开发行证券公司信息披露编报规则》第 9 号的要求计算的净资产收益率及每股收益 单位:元 币种:人民币

| 报告期利润 | 净资产收益率(%) | | 每股收益 | |
|---------------|-----------|-------|------|------|
| | 全面摊薄 | 加权平均 | 全面摊薄 | 加权平均 |
| 主营业务利润 | 13.59 | 13.81 | 0.25 | 0.25 |
| 营业利润 | 3.20 | 3.26 | 0.06 | 0.06 |
| 净利润 | 3.19 | 3.24 | 0.06 | 0.06 |
| 扣除非经常性损益后的净利润 | 3.20 | 3.26 | 0.06 | 0.06 |

三、股本变动及股东情况

(一) 股本变动情况

报告期内,公司股份总数及股本结构未发生变化。

(二) 股东情况

1、报告期末股东总数为 18,640 户。

2、前十名股东持股情况

单位:股

| 股东名称(全称) | 报告期内增减 | 报告期末持股数量 | 比例(%) | 股份类别 (已流通或未流通) | 质押或冻结情况 | 股东性质 (国有股东或外资股东) |
|------------|---------|-------------|-------|-------------------|---------|---------------------|
| 大化集团有限责任公司 | | 175,000,000 | 63.64 | 未流通 | | 国有股东 |
| 益生堂药业有限公司 | | 1,120,000 | 0.41 | 已流通 | | 外资股东 |
| 裘阿海 | -30,100 | 534,900 | 0.19 | 已流通 | | 外资股东 |
| 何炜 | | 478,000 | 0.17 | 已流通 | | 外资股东 |
| 冯殿升 | 67,000 | 416,500 | 0.15 | 已流通 | | 外资股东 |
| 曾惠明 | 120,000 | 400,000 | 0.15 | 已流通 | | 外资股东 |
| 吴滨 | | 370,000 | 0.13 | 已流通 | | 外资股东 |
| 梁鸽琴 | | 368,000 | 0.13 | 已流通 | | 外资股东 |
| 王珥玲 | 338,300 | 338,300 | 0.12 | 已流通 | | 外资股东 |
| 袁国荣 | -20,000 | 310,000 | 0.11 | 已流通 | | 外资股东 |

前十名股东关联关系或一致行动的说明

公司前十名股东中国有法人股大化集团有限责任公司与其他股东不存在关联关系,也不属于《上市公司股东持股变动信息披露管理办法》中规定的一致行动人,公司未知其他股东是否存在关联关系,是否是一致行动人。

控股股东情况

公司名称:大化集团有限责任公司

法人代表:邢学朴

注册资本:3,057,850,000 元人民币

成立日期:1996 年 4 月 12 日

主要经营业务或管理活动：生产和销售复合肥料、硫酸、硝酸、硝酸铵、硝酸钠、煤焦油、液氨等

3、前十名流通股股东持股情况

| 股东名称 | 期末持有流通股的数量 | 种类（A、B、H 股或其它） |
|-----------|------------|----------------|
| 益生堂药业有限公司 | 1,120,000 | B 股 |
| 裘阿海 | 534,900 | B 股 |
| 何炜 | 478,000 | B 股 |
| 冯殿升 | 416,500 | B 股 |
| 曾惠明 | 400,000 | B 股 |
| 吴滨 | 370,000 | B 股 |
| 梁鸽琴 | 368,000 | B 股 |
| 王珥玲 | 338,300 | B 股 |
| 袁国荣 | 310,000 | B 股 |
| 王一平 | 309,550 | B 股 |

前十名流通股股东关联关系的说明

公司未知前十名流通股股东之间是否存在关联关系，是否是一致行动人。

前十名流通股股东和前十名股东之间关联关系的说明

公司控股股东大化集团有限责任公司与其他股东不存在关联关系，也不是一致行动人，公司未知其他股东是否存在关联关系，是否是一致行动人。

4、控股股东及实际控制人变更情况

本报告期内公司控股股东及实际控制人没有发生变更。

四、董事、监事和高级管理人员

（一）董事、监事和高级管理人员持股变动

报告期内公司董事、监事、高级管理人员持股未发生变化。

（二）新聘或解聘公司董事、监事、高级管理人员的情况

本报告期内公司无新聘或解聘公司董事、监事、高级管理人员的情况。

五、管理层讨论与分析

（一）报告期内整体经营情况的讨论与分析

2005 年一季度，公司主导产品纯碱和氯化铵市场情况较好，但进入二季度以后，随着国家宏观调控措施的实施，公司主导产品纯碱价格下滑较快，直接影响了公司业绩。

公司主要生产原料原盐价格保持较高水平并且短缺，影响了公司的生产能力，并较大幅度增加了产品成本。

上半年公司实现主营业务收入 63187 万元，较上年增加 26.14%，实现净利润 1642 万元。

| 项目 | 金额(人民币元) | | 增减(%) |
|---------------|----------------|----------------|---------|
| | 本期数 | 上年同期数 | |
| 主营业务收入 | 631,866,593.35 | 500,942,200.43 | 26.14 |
| 净利润 | 16,424,141.77 | 3,887,441.83 | 322.49 |
| 经营活动产生的现金流量净额 | -9,974,204.68 | 1,951,169.19 | -611.19 |

1、主营业务收入较上年同期同比增加 26.14%，主要是因为报告期内，特别是一季度，公司主导产品纯碱及氯化铵市场转好，从而使主营业务收入增加。

2、报告期内公司净利润较上年同期增加 322.49%，主要是因为主导产品市场好转，价格上扬，使利润增加。

3、经营活动产生的现金流量净额较上年同期减少，主要原因是报告期内公司应收帐款增加。

(二) 报告期公司经营情况

1、公司主营业务的范围及其经营情况

(1) 公司主营业务经营情况的说明

公司属于基础化工产业行业，以纯碱和氯化铵为主导产品，报告期内，公司生产纯碱 354274 吨，较上年同期减少 44199 吨，生产氯化铵 202781 吨，较上年同期减少 36857 吨，其中生产工业氯化铵 13819 吨。

(2) 占报告期主营业务收入或主营业务利润 10%以上(含 10%)的行业或产品

单位: 元 币种: 人民币

| | 主营业务收入 | 主营业务成本 | 毛利率 (%) | 主营业务收入比上年同期增减 (%) | 主营业务成本比上年同期增减 (%) | 毛利率比上年同期增减 (%) |
|---------------|-----------------------|----------------|---------|-------------------|-------------------|----------------|
| 分行业 | | | | | | |
| 化工行业 | 631,866,593.35 | 561,345,314.43 | 11.16 | 26.14 | 23.17 | 增加 2.14 个百分点 |
| 分产品 | | | | | | |
| 氨碱纯碱 | 178,354,041.31 | 176,713,184.13 | 0.92 | 34.57 | 35.65 | 减少 0.79 个百分点 |
| 联碱双产品(纯碱及氯化铵) | 439,499,182.52 | 367,050,812.80 | 16.48 | 21.90 | 16.89 | 增加 3.57 个百分点 |
| 其中: 关联交易 | 247,343,121.79 | 242,618,868.16 | 1.91 | / | / | / |
| 关联交易的定价原则 | 市场价, 无可供比较市场价格的双方协商定价 | | | | | |

(3) 主营业务分地区情况表

单位: 元 币种: 人民币

| 分地区 | 主营业务收入 | 主营业务收入比上年同期增减 (%) |
|--------|----------------|-------------------|
| 辽宁 | 415,561,105.21 | 140.09 |
| 广东 | 84,161,509.60 | 8.01 |
| 黑龙江、吉林 | 36,864,022.30 | 49.36 |
| 境外 | 188,569,851.45 | 51.50 |

报告期内，公司加强了东北三省的销售力度，并积极拓展境外销售渠道，因此在东北及境外销售增加较大。

(4) 其中：报告期内上市公司向控股股东及其子公司销售产品和提供劳务的关联交易总金额为 24,734.31 万元。

2、在经营中出现的问题与困难及解决方案

报告期内公司面临的主要问题是营运资金紧张和主要生产原料原盐价格大幅上涨并且短缺。为解决原盐采购问题，公司 2005 年上半年向境外采购原盐 40 余万吨，基本满足了生产所需；同时公司还强化了资金运作管理，保证了生产经营需要。

(三) 公司投资情况

1、募集资金使用情况

报告期内，公司无募集资金或前期募集资金使用到本期的情况。

2、非募集资金项目情况

报告期内，公司无非募集资金投资项目。

六、重要事项

(一) 公司治理的情况

公司严格按照《公司法》、《证券法》和中国证监会有关法律法规的要求，不断完善公司法人治理结构、建立现代企业制度、规范公司运作，报告期内，根据中国证监会及上海证券交易所的相关规定和要求，公司修订了《公司章程》、股东大会议事规则、独立董事工作制度等，按照《上市公司治理准则》规范性文件的要求，不断完善公司治理结构。

(二) 报告期内公司没有以前期间拟定的在报告期内实施的利润分配、公积金转增股本或新股发行、配股等事项

(三) 公司中期不进行利润分配，也不进行公积金转增股本

(四) 重大诉讼仲裁事项

本报告期公司无重大诉讼、仲裁事项。

(五) 报告期内公司收购及出售资产、吸收合并事项

本报告期公司无收购及出售资产、吸收合并事项。

(六) 报告期内公司重大关联交易事项

1、购买商品、接受劳务的重大关联交易

| 关联方 | 关联交易内容 | 关联交易定价原则 | 关联交易价格 | 关联交易金额 | 占同类交易额的比重 (%) | 结算方式 | 市场价格 | 对公司利润的影响 |
|----------------|---------------|----------------------|--------|----------------|---------------|---------|------|----------|
| 大化集团有限责任公司 | 购买原材料、水、电、蒸汽等 | 市场价，无可供比较市场价格的双方协商定价 | | 242,860,665.44 | 44.73 | 通过往来帐结算 | | |
| 大化集团复州湾盐场 | 购买原盐 | 市场价 | | 69,331,982.06 | 13.68 | 通过往来帐结算 | | |
| 大连华迪实业总公司 | 购买包装物 | 市场价 | | 7,384,749.00 | 1.46 | 通过往来帐结算 | | |
| 大化集团大连博尔化工有限公司 | 购买焦炭 | 市场价 | | 21,925,740.00 | 4.32 | 通过往来帐结算 | | |
| 大化集团有限责任公司 | 排渣运输装卸费 | 市场价 | | 13,565,349.36 | 57.54 | 通过往来帐结算 | | |
| 大化集团大连汽车运输有限公司 | 运输装卸费 | 市场价 | | 1,657,424.60 | 7.03 | 通过往来帐结算 | | |
| 大连华迪实业总公司 | 修理费等 | 市场价 | | 421,553.58 | 1.79 | 通过往来帐结算 | | |

2、销售商品、提供劳务的重大关联交易

| 关联方 | 关联交易内容 | 关联交易定价原则 | 关联交易价格 | 关联交易金额 | 占同类交易额的比重 (%) | 结算方式 | 市场价格 | 对公司利润的影响 |
|-----|--------|----------|--------|--------|---------------|------|------|----------|
|-----|--------|----------|--------|--------|---------------|------|------|----------|

| | | | | | | | | |
|----------------------|-------------|-----|--|----------------|-------|---------|--|--|
| 大化国际经济贸易公司 | 销售出口纯碱、氯化铵等 | 市场价 | | 149,561,115.87 | 23.67 | 通过往来帐结算 | | |
| 大化集团大连冠林国际贸易有限公司有限公司 | 销售出口纯碱、氯化铵等 | 市场价 | | 39,008,735.58 | 6.17 | 通过往来帐结算 | | |
| 大化集团有限责任公司 | 销售纯碱、氯化铵等 | 市场价 | | 24,373,836.90 | 3.86 | 通过往来帐结算 | | |
| 大化集团大连瑞霖有限公司 | 销售粗氯化铵等 | 市场价 | | 28,549,848.00 | 4.52 | 通过往来帐结算 | | |
| 大连宏图经销公司 | 销售纯碱、氯化铵等 | 市场价 | | 5,088,000.00 | 0.81 | 通过往来帐结算 | | |
| 大连华迪实业总公司 | 销售纯碱、氯化铵等 | 市场价 | | 761,585.44 | 0.12 | 通过往来帐结算 | | |

公司生产工艺决定了公司必须从控股股东采购合成氨、蒸汽、水、电等原料及动力，以满足生产需要，故此关联交易还将持续下去。

本公司已与大化集团有限责任公司及其附属企业签订了一项综合服务合同，包括由大化集团有限责任公司及其附属企业提供原材料、水、电、汽及各项服务以及本公司向大化集团有限责任公司及其附属企业销售部分产品。上述交易价格将每年由交易双方协商确定。大化集团提供的原材料的交易价格根据同类产品市场价格以及其成本水平，由大化集团与本公司协商确定。

关联交易执行情况与预计比较说明：

公司对 2005 年度日常关联交易进行了预计，并于 2004 年年度股东大会审议通过。报告期内，公司向大化集团有限责任公司采购水、电、蒸汽、合成氨等预计全年发生额为 5.53 亿元，实际上半年发生 2.43 亿元，预计向大化集团有限责任公司采购金额占同类交易比例为 60.23%，实际为 44.73%。从全年生产计划看，采购金额数与预计数是相当的，而采购比例降低的原因是，报告期内由于原盐价格上涨并短缺，公司从境外进口原盐 40 余万吨，价值 1.46 亿元，总采购金额基数大幅增加，从而使从大化集团有限责任公司采购的比例降低。除上述情况外，公司实际发生的关联交易与预计关联交易未有明显差异。

3、其他重大关联交易

(1)、本公司根据与大化集团有限责任公司签订的《土地租赁协议》，本年度公司向其缴纳土地租赁费 1,980,000.00 元，上半年已缴纳 990,000.00 元。

(2)、本公司根据与大化集团有限责任公司签订的《商标使用权协议》，本年度公司向其缴纳商标使用费 1,020,000.00 元，上半年已缴纳 510,000.00 元。

(3)、根据本公司、大化集团和复州湾盐场三方达成的抹账协议，本公司以本期应付复州湾盐场款项 69,331,982.06 元冲抵大化集团欠款。

(4)、期末银行贷款 6000 万元均由大化集团提供担保。

(七) 重大合同及其履行情况

1、托管情况

本报告期公司无托管事项。

2、承包情况

本报告期公司无承包事项。

3、租赁情况

本报告期公司无租赁事项。

4、担保情况

本报告期公司无担保事项。

5、委托理财情况

本报告期公司无委托理财事项。

6、其他重大合同

本报告期公司无其他重大合同。

(八) 公司或持有 5%以上股东对公开披露承诺事项的履行情况

2005 年 4 月 18 日，大化集团有限责任公司承诺以搬迁改造资金直接偿还欠款，其中 2005 年上半年偿还一部分欠款，到 2005 年底偿还一半欠款，到 2006 年底偿还全部欠款。截止到 2005 年 6 月 30 日，大化集团有限责任公司欠款为 359,554,661.25 元，比 2005 年 3 月 31 日的 361,160,698.20 元略有减少。公司已要求大化集团有限责任公司采取有效措施，尽快还款。

2005 年 6 月 22 日，根据中国证监会的相关要求，大化集团有限责任公司又承诺通过“以资抵债”、以搬迁改造资金还款的方式在 2005 年内偿还全部欠款。

(九) 公司、董事会、董事受处罚及整改情况

报告期内公司、公司董事会及董事均未受中国证监会的稽查、行政处罚、通报批评及证券交易所的公开谴责。

(十) 其它重大事项

1)、截止到 2005 年 6 月 30 日，公司控股股东大化集团有限责任公司欠公司 359,554,661.25 元，比 2003 年 9 月中国证监会和国资委共同下发的证监发[2003]56 号文时所核定的 372,793,332.28 元降低 13,238,671.06 元，比 2004 年末的 317,462,924.23 元增加 42,091,737.02 元，比 2005 年一季度的 361,160,698.20 元降低 1,606,036.95 元。公司的生产工艺决定了公司必须从控股股东大化集团有限责任公司采购水、电、蒸汽、合成氨等，大量的资金往来不可避免。控股股东大化集团有限责任公司需要公司提供预付款以采购其基本原料原油、重油、煤等，以生产公司所需的水、电、蒸汽、合成氨等，如果大化集团有限责任公司无原料停产，则公司也必然停产。目前原油、重油、煤等基本原料的价格上涨已给大化集团有限责任公司带来极大的困难。

2005 年 4 月 18 日，大化集团有限责任公司承诺以搬迁改造资金等措施偿还全部欠款，到 2005 年上半年偿还一部分，到 2005 年底偿还一半欠款，到 2006 年底偿还全部欠款。

2005 年 6 月 22 日，根据中国证监会的相关要求，大化集团有限责任公司又承诺通过“以资抵债”、以搬迁改造资金还款的方式在 2005 年内偿还全部欠款。

公司已要求控股股东切实履行自身职责，履行还款承诺，不再发生新的资金占用，并尽快还款。

2)、根据大连市第十三届人大第三次会议审议通过的 2005 年大连市政府工作报告的精神，大连市政府已决定 2005 年启动大化集团有限责任公司及本公司的搬迁改造工作，并计划于 2007 年底完成老厂区的搬迁。

根据大连市政府的规划，本公司计划搬迁到瓦房店松木岛，相关的前期工作已全面展开。

七、财务会计报告(未经审计)

(一)、审计报告

(二) 财务报表

资产负债表

2005 年 6 月 30 日

编制单位:

单位:元 币种:人民币

| 项目 | 附注 | | 合并 | | 母公司 | |
|-------------------|----|-----|-----|-----|----------------|----------------|
| | 合并 | 母公司 | 期末数 | 期初数 | 期末数 | 期初数 |
| 流动资产： | | | | | | |
| 货币资金 | | | | | 45,028,294.39 | 55,666,135.87 |
| 短期投资 | | | | | | |
| 应收票据 | | | | | 8,499,749.00 | 2,905,000.00 |
| 应收股利 | | | | | | |
| 应收利息 | | | | | | |
| 应收账款 | | | | | 11,893,040.33 | 16,321,063.43 |
| 其他应收款 | | | | | 345,530,974.65 | 303,058,748.07 |
| 预付账款 | | | | | | |
| 应收补贴款 | | | | | | |
| 存货 | | | | | 59,975,124.81 | 61,784,194.72 |
| 待摊费用 | | | | | 581,814.92 | 1,863,122.20 |
| 一年内到期的长期债权投资 | | | | | | |
| 其他流动资产 | | | | | | |
| 流动资产合计 | | | | | 471,508,998.10 | 441,598,264.29 |
| 长期投资： | | | | | | |
| 长期股权投资 | | | | | | |
| 长期债权投资 | | | | | | |
| 长期投资合计 | | | | | | |
| 其中：合并价差 | | | | | | |
| 其中：股权投资差额 | | | | | | |
| 固定资产： | | | | | | |
| 固定资产原价 | | | | | 799,002,017.70 | 799,688,521.97 |
| 减：累计折旧 | | | | | 556,926,960.36 | 539,048,347.89 |
| 固定资产净值 | | | | | 242,075,057.34 | 260,640,174.08 |
| 减：固定资产减值准备 | | | | | 9,127,642.81 | 9,127,642.81 |
| 固定资产净额 | | | | | 232,947,414.53 | 251,512,531.27 |
| 工程物资 | | | | | | |
| 在建工程 | | | | | 2,775,560.74 | 1,616,851.39 |
| 固定资产清理 | | | | | | |
| 固定资产合计 | | | | | 235,722,975.27 | 253,129,382.66 |
| 无形资产及其他资产： | | | | | | |
| 无形资产 | | | | | | |

| | | | | | |
|----------------------|--|--|--|----------------|----------------|
| 长期待摊费用 | | | | | |
| 其他长期资产 | | | | | |
| 无形资产及其他资产合计 | | | | | |
| 递延税项： | | | | | |
| 递延税款借项 | | | | | |
| 资产总计 | | | | 707,231,973.37 | 694,727,646.95 |
| 流动负债： | | | | | |
| 短期借款 | | | | 60,000,000.00 | 60,000,000.00 |
| 应付票据 | | | | | |
| 应付账款 | | | | 61,590,674.74 | 77,872,087.31 |
| 预收账款 | | | | 51,875,039.87 | 48,600,788.09 |
| 应付工资 | | | | | |
| 应付福利费 | | | | 870,528.79 | 1,650,311.55 |
| 应付股利 | | | | | |
| 应交税金 | | | | -5,497,181.84 | -13,451,571.24 |
| 其他应付款 | | | | | |
| 其他应付款 | | | | 22,164,222.04 | 21,943,378.23 |
| 预提费用 | | | | 1,691,894.99 | |
| 预计负债 | | | | | |
| 一年内到期的长期负债 | | | | | |
| 其他流动负债 | | | | | |
| 流动负债合计 | | | | 192,695,178.59 | 196,614,993.94 |
| 长期负债： | | | | | |
| 长期借款 | | | | | |
| 应付债券 | | | | | |
| 长期应付款 | | | | | |
| 专项应付款 | | | | | |
| 其他长期负债 | | | | | |
| 长期负债合计 | | | | | |
| 递延税项： | | | | | |
| 递延税款贷项 | | | | | |
| 负债合计 | | | | 192,695,178.59 | 196,614,993.94 |
| 少数股东权益 | | | | | |
| 所有者权益（或股东权益）： | | | | | |
| 实收资本（或股本） | | | | 275,000,000.00 | 275,000,000.00 |
| 减：已归还投资 | | | | | |
| 实收资本（或股本）净额 | | | | 275,000,000.00 | 275,000,000.00 |
| 资本公积 | | | | 228,687,247.84 | 228,687,247.84 |
| 盈余公积 | | | | 14,197,542.40 | 14,197,542.40 |
| 其中：法定公益金 | | | | | |

| | | | | | | |
|-------------------|--|--|--|--|----------------|----------------|
| 未分配利润 | | | | | -3,347,995.46 | -19,772,137.23 |
| 拟分配现金股利 | | | | | | |
| 外币报表折算差额 | | | | | | |
| 减：未确认投资损失 | | | | | | |
| 所有者权益（或股东权益）合计 | | | | | 514,536,794.78 | 498,112,653.01 |
| 负债和所有者权益（或股东权益）总计 | | | | | 707,231,973.37 | 694,727,646.95 |

公司法定代表人：刘平芹 主管会计工作负责人：戚树智 会计机构负责人：姜生国

利润及利润分配表
2005 年 1-6 月

编制单位：

单位：元 币种：人民币

| 项目 | 附注 | | 合并 | | 母公司 | |
|---------------------|----|-----|-----|-------|----------------|----------------|
| | 合并 | 母公司 | 本期数 | 上年同期数 | 本期数 | 上年同期数 |
| 一、主营业务收入 | | | | | 631,866,593.35 | 500,942,200.43 |
| 减：主营业务成本 | | | | | 561,345,314.43 | 455,734,061.88 |
| 主营业务税金及附加 | | | | | 581,322.57 | |
| 二、主营业务利润（亏损以“-”号填列） | | | | | 69,939,956.35 | 45,208,138.55 |
| 加：其他业务利润（亏损以“-”号填列） | | | | | -931,891.81 | -614,944.05 |
| 减：营业费用 | | | | | 7,211,641.99 | 11,490,953.15 |
| 管理费用 | | | | | 45,349,077.93 | 26,153,666.77 |
| 财务费用 | | | | | -39,299.11 | 137,709.26 |
| 三、营业利润（亏损以“-”号填列） | | | | | 16,486,643.73 | 6,810,865.32 |
| 加：投资收益（损失以“-”号填列） | | | | | | |
| 补贴收入 | | | | | | |
| 营业外收入 | | | | | 28,548.04 | 7,186.31 |
| 减：营业外支出 | | | | | 91,050.00 | |
| 四、利润总额（亏损总额以“-”号填列） | | | | | 16,424,141.77 | 6,818,051.63 |
| 减：所得税 | | | | | | 2,930,609.80 |
| 减：少数股东损益 | | | | | | |
| 加：未确认投资损失(合并报表填列) | | | | | | |
| 五、净利润（亏损以“-”号填列） | | | | | 16,424,141.77 | 3,887,441.83 |
| 加：年初未分配利润 | | | | | -19,772,137.23 | -34,383,996.97 |
| 其他转入 | | | | | | |
| 六、可供分配的利润 | | | | | -3,347,995.46 | -30,496,555.14 |
| 减：提取法定盈余公积 | | | | | | |

| | | | | | | |
|-----------------------|--|--|--|--|---------------|----------------|
| 提取法定公益金 | | | | | | |
| 提取职工奖励及福利基金(合并报表填列) | | | | | | |
| 提取储备基金 | | | | | | |
| 提取企业发展基金 | | | | | | |
| 利润归还投资 | | | | | | |
| 七、可供股东分配的利润 | | | | | -3,347,995.46 | -30,496,555.14 |
| 减：应付优先股股利 | | | | | | |
| 提取任意盈余公积 | | | | | | |
| 应付普通股股利 | | | | | | |
| 转作股本的普通股股利 | | | | | | |
| 八、未分配利润(未弥补亏损以“-”号填列) | | | | | -3,347,995.46 | -30,496,555.14 |
| 补充资料： | | | | | | |
| 1. 出售、处置部门或被投资单位所得收益 | | | | | | |
| 2. 自然灾害发生的损失 | | | | | | |
| 3. 会计政策变更增加(或减少)利润总额 | | | | | | |
| 4. 会计估计变更增加(或减少)利润总额 | | | | | | |
| 5. 债务重组损失 | | | | | | |
| 6. 其他 | | | | | | |

公司法定代表人：刘平芹 主管会计工作负责人：戚树智 会计机构负责人：姜生国

现金流量表
2005 年 1-6 月

编制单位:

单位: 元 币种: 人民币

| 项目 | 附注 | | 合并数 | 母公司数 |
|--------------------------|----|-----|-----|----------------|
| | 合并 | 母公司 | | |
| 一、经营活动产生的现金流量： | | | | |
| 销售商品、提供劳务收到的现金 | | | | 448,511,044.75 |
| 收到的税费返还 | | | | 65,437.13 |
| 收到的其他与经营活动有关的现金 | | | | 477,617.72 |
| 现金流入小计 | | | | 449,054,099.60 |
| 购买商品、接受劳务支付的现金 | | | | 412,391,579.11 |
| 支付给职工以及为职工支付的现金 | | | | 33,143,966.55 |
| 支付的各项税费 | | | | 7,442,657.49 |
| 支付的其他与经营活动有关的现金 | | | | 6,050,101.13 |
| 现金流出小计 | | | | 459,028,304.28 |
| 经营活动产生的现金流量净额 | | | | -9,974,204.68 |
| 二、投资活动产生的现金流量： | | | | |
| 收回投资所收到的现金 | | | | |
| 其中：出售子公司收到的现金 | | | | |
| 取得投资收益所收到的现金 | | | | |
| 处置固定资产、无形资产和其他长期资产而收回的现金 | | | | |
| 收到的其他与投资活动有关的现金 | | | | |
| 现金流入小计 | | | | |
| 购建固定资产、无形资产和其他长期资产所支付的现金 | | | | 663,636.80 |
| 投资所支付的现金 | | | | |
| 支付的其他与投资活动有关的现金 | | | | |
| 现金流出小计 | | | | 663,636.80 |
| 投资活动产生的现金流量净额 | | | | -663,636.80 |
| 三、筹资活动产生的现金流量： | | | | |
| 吸收投资所收到的现金 | | | | |
| 其中：子公司吸收少数股东权益性投资收到的现金 | | | | |
| 借款所收到的现金 | | | | 25,000,000.00 |
| 收到的其他与筹资活动有关的现金 | | | | |
| 现金流入小计 | | | | 25,000,000.00 |
| 偿还债务所支付的现金 | | | | 25,000,000.00 |
| 分配股利、利润或偿付利息所支付的现金 | | | | |
| 其中：支付少数股东的股利 | | | | |
| 支付的其他与筹资活动有关的现金 | | | | |
| 其中：子公司依法减资支付给少数股东的现金 | | | | |
| 现金流出小计 | | | | 25,000,000.00 |

| | | | | |
|-----------------------------|--|--|--|----------------|
| 筹资活动产生的现金流量净额 | | | | 0 |
| 四、汇率变动对现金的影响 | | | | |
| 五、现金及现金等价物净增加额 | | | | -10,637,841.48 |
| 补充材料 | | | | |
| 1、将净利润调节为经营活动现金流量： | | | | |
| 净利润 | | | | 16,424,141.77 |
| 加：少数股东损益(亏损以“-”号填列) | | | | |
| 减：未确认的投资损失 | | | | |
| 加：计提的资产减值准备 | | | | 23,977,269.42 |
| 固定资产折旧 | | | | 17,892,393.70 |
| 无形资产摊销 | | | | |
| 长期待摊费用摊销 | | | | |
| 待摊费用减少(减：增加) | | | | 1,281,307.28 |
| 预提费用增加(减：减少) | | | | 1,691,894.99 |
| 处理固定资产、无形资产和其他长期资产的损失(减：收益) | | | | |
| 固定资产报废损失 | | | | 26,548.04 |
| 财务费用 | | | | |
| 投资损失(减：收益) | | | | |
| 递延税款贷项(减：借项) | | | | |
| 存货的减少(减：增加) | | | | 1,369,635.64 |
| 经营性应收项目的减少(减：增加) | | | | -64,364,700.70 |
| 经营性应付项目的增加(减：减少) | | | | -8,272,694.82 |
| 其他 | | | | |
| 经营活动产生的现金流量净额 | | | | -9,974,204.68 |
| 2、不涉及现金收支的投资和筹资活动： | | | | |
| 债务转为资本 | | | | |
| 一年内到期的可转换公司债券 | | | | |
| 融资租入固定资产 | | | | |
| 3、现金及现金等价物净增加情况： | | | | |
| 现金的期末余额 | | | | 45,028,294.39 |
| 减：现金的期初余额 | | | | 55,666,135.87 |
| 加：现金等价物的期末余额 | | | | |
| 减：现金等价物的期初余额 | | | | |
| 现金及现金等价物净增加额 | | | | -10,637,841.48 |

公司法定代表人：刘平芹 主管会计工作负责人：戚树智 会计机构负责人：姜生国

合并资产减值表
2005 年 1-6 月

编制单位:

单位: 元 币种: 人民币

| 项目 | 期初余额 | 本期增加数 | 本期减少数 | 期末余额 |
|------------|------|-------|-------|------|
| | | | 合计 | |
| 坏账准备合计 | | | | |
| 其中: 应收账款 | | | | |
| 其他应收款 | | | | |
| 短期投资跌价准备合计 | | | | |
| 其中: 股票投资 | | | | |
| 债券投资 | | | | |
| 存货跌价准备合计 | | | | |
| 其中: 库存商品 | | | | |
| 原材料 | | | | |
| 长期投资减值准备合计 | | | | |
| 其中: 长期股权投资 | | | | |
| 长期债权投资 | | | | |
| 固定资产减值准备合计 | | | | |
| 其中: 房屋、建筑物 | | | | |
| 机器设备 | | | | |
| 无形资产减值准备 | | | | |
| 其中: 专利权 | | | | |
| 商标权 | | | | |
| 在建工程减值准备 | | | | |
| 委托贷款减值准备 | | | | |
| 资产减值合计 | | | | |

公司法定代表人: 刘平芹 主管会计工作负责人: 戚树智 会计机构负责人: 姜生国

母公司资产减值表
2005 年 1-6 月

编制单位:

单位: 元 币种: 人民币

| 项目 | 期初余额 | 本期增加数 | 本期减少数 | 期末余额 |
|------------|----------------|---------------|-----------|----------------|
| | | | 合计 | |
| 坏账准备合计 | 143,026,103.83 | 24,000,000.00 | | 167,026,103.83 |
| 其中: 应收账款 | 123,585,557.86 | 21,764,619.66 | | 145,350,177.52 |
| 其他应收款 | 19,440,545.97 | 2,235,380.34 | | 21,675,926.31 |
| 短期投资跌价准备合计 | | | | |
| 其中: 股票投资 | | | | |
| 债券投资 | | | | |
| 存货跌价准备合计 | 689,824.77 | | 22,730.58 | 667,094.19 |
| 其中: 库存商品 | | | | |
| 原材料 | 689,824.77 | | 22,730.58 | 667,094.19 |
| 长期投资减值准备合计 | | | | |
| 其中: 长期股权投资 | | | | |
| 长期债权投资 | | | | |
| 固定资产减值准备合计 | 9,127,642.81 | | | 9,127,642.81 |
| 其中: 房屋、建筑物 | | | | 2,474,194.90 |
| 机器设备 | 9,127,642.81 | | | 6,653,447.91 |
| 无形资产减值准备 | | | | |
| 其中: 专利权 | | | | |
| 商标权 | | | | |
| 在建工程减值准备 | | | | |
| 委托贷款减值准备 | | | | |
| 资产减值合计 | 152,843,571.41 | 24,000,000.00 | 22,730.58 | 176,820,840.83 |

公司法定代表人: 刘平芹 主管会计工作负责人: 戚树智 会计机构负责人: 姜生国

股东权益增减变动表
2005 年 1-6 月

编制单位:

单位: 元 币种: 人民币

| 项目 | 本期数 | 上期数 |
|--------------------|----------------|----------------|
| 一、实收资本(或股本) | | |
| 期初余额 | 275,000,000.00 | 275,000,000.00 |
| 本期增加数 | | |
| 其中: 资本公积转入 | | |
| 盈余公积转入 | | |
| 利润分配转入 | | |
| 新增资本(股本) | | |
| 本期减少数 | | |
| 期末余额 | 275,000,000.00 | 275,000,000.00 |
| 二、资本公积 | | |
| 期初余额 | 228,687,247.84 | 228,687,247.84 |
| 本期增加数 | | |
| 其中: 资本(或股本)溢价 | | |
| 接受捐赠非现金资产准备 | | |
| 接受现金捐赠 | | |
| 股权投资准备 | | |
| 关联交易差价 | | |
| 拨款转入 | | |
| 外币资本折算差额 | | |
| 其他资本公积 | | |
| 本期减少数 | | |
| 其中: 转增资本(或股本) | | |
| 期末余额 | 228,687,247.84 | 228,687,247.84 |
| 三、法定和任意盈余公积 | | |
| 期初余额 | 7,098,771.20 | 7,098,771.20 |
| 本期增加数 | | |
| 其中: 从净利润中提取数 | | |
| 法定盈余公积 | | |
| 任意盈余公积 | | |
| 储备基金 | | |
| 企业发展基金 | | |
| 法定公益金转入数 | | |
| 本期减少数 | | |
| 其中: 弥补亏损 | | |
| 转增资本(或股本) | | |
| 分派现金股利或利润 | | |
| 分派股票股利 | | |
| 期末余额 | 7,098,771.20 | 7,098,771.20 |
| 其中: 法定盈余公积 | | |

| | | |
|-----------------------|----------------|----------------|
| 储备基金 | | |
| 企业发展基金 | | |
| 四、法定公益金 | | |
| 期初余额 | 7,098,771.20 | 7,098,771.20 |
| 本期增加数 | | |
| 其中：从净利润中提取数 | | |
| 本期减少数 | | |
| 其中：其他集体福利支出 | | |
| 期末余额 | 7,098,771.20 | 7,098,771.20 |
| 五、未分配利润 | | |
| 期初未分配利润 | -19,772,137.23 | -34,383,996.97 |
| 本期净利润（净亏损以“-”号填列） | 16,424,141.77 | 14,611,859.74 |
| 本期利润分配 | | |
| 期末未分配利润（未弥补亏损以“-”号填列） | -3,347,995.46 | -19,772,137.23 |

公司法定代表人：刘平芹 主管会计工作负责人：戚树智 会计机构负责人：姜生国

应交增值税明细表
2005 年 1-6 月

编制单位：

单位：元 币种：人民币

| 项目 | 金额 |
|----------------------|---------------|
| 一、应交增值税 | |
| 1. 年初未抵扣数（以“-”号填列） | -7,730,408.79 |
| 2. 销项税额 | 80,661,417.67 |
| 出口退税 | 11,082.64 |
| 进项税额转出 | 2,513,097.44 |
| 转出多交增值税 | |
| 3. 进项税额 | 71,436,894.89 |
| 已交税金 | |
| 减免税款 | |
| 出口抵减内销产品应纳税额 | |
| 转出未交增值税 | 5,284,750.49 |
| 4. 期末未抵扣数（以“-”号填列） | -1,266,456.42 |
| 二、未交增值税 | |
| 1. 年初未交数（多交数以“-”号填列） | -8,832,003.80 |
| 2. 本期转入数（多交数以“-”号填列） | 5,284,750.49 |
| 3. 本期已交数 | 2,263,455.38 |
| 4. 期末未交数（多交数以“-”号填列） | -1,283,797.93 |

公司法定代表人：刘平芹 主管会计工作负责人：戚树智 会计机构负责人：姜生国

公司概况

大化集团大连化工股份有限公司是 1997 年经大连市人民政府批准，以大化集团有限责任公司为发起人，以其下属碱厂为主体重组并发行境内上市外资股(B 股)的股份有限公司。

本公司是国内特大型的综合性纯碱生产企业之一，其重组主体—原大化集团有限责任公司碱厂具有 60 多年的生产历史，生产的产品为纯碱、粗铵(农业氯化铵)、烧碱、精铵及碳酸氢铵。其主要产品纯碱产量在我国居于举足轻重的地位，为广泛应用于多种工业领域的基本化学原料，年生产能力约 80 万吨，产品质量卓越，曾荣获国家经济委员会颁发的国家质量奖金奖。公司生产的粗铵年生产能力约 48 万吨，也曾荣获该奖项的银奖。2004 年度公司平均职工人数为 2,465 人。

本公司于 1997 年 9 月发行“B 股”10,000 万股，发行价格为人民币 2.58 元。1997 年 10 月 21 日在上海交易所上市。

(三) 公司主要会计政策、会计估计和会计报表的编制方法

1、会计准则和会计制度

公司执行《企业会计准则》和《企业会计制度》等有关财务会计法规的规定。

2、会计年度

本公司会计年度自公历 1 月 1 日起至 12 月 31 日止。

3、记账本位币

本公司的记账本位币为人民币。

4、编制基础记账基础和计价原则

本公司会计核算以权责发生制为基础，各项财产物资在取得时按实际成本计价，期末以可变现净值与账面价值孰低计价。

5、外币业务核算方法

公司发生的外币业务，以当月 1 日外汇市场中间汇率折合人民币记账，决算日货币性项目中的外币余额按决算日外汇市场中间汇率折合为人民币余额进行调整，因汇率不同而产生的折合本位币差额按会计制度规定记入相关科目核算。

6、现金及现金等价物的确定标准

为公司持有的期限短（指自购买日起 3 个月内到期）、流动性强、易于转换为已知金额现金、价值变动风险很小的投资。

7、短期投资核算方法

公司期末短期投资按成本与市价孰低法计价，并以单项短期投资市价低于成本的差额计提短期投资跌价准备。

8、应收款项坏账损失核算方法

坏账的确认标准为：(1)因债务人破产或死亡，以其破产财产或遗产清偿后，仍不能收回的应收款项；(2)因债务人逾期未履行偿债义务超过三年，且具有明显特征或依据表明无法收回的应收款项。

坏账的核算方法：公司的坏账核算采用备抵法，期末公司对应收款项（包括应收账款和其他应收款）按账龄分析法和个别认定法计提坏账准备，同时符合下列条件的应收款项在计提一般坏账准备的基础上增提特别坏账准备：(1)期末欠款余额较大，一般为 30 万元以上。(2)本期无任何业务发生的客户欠款余额，或本期有业务发生的客户欠款中，经双方同意暂时搁置的以前年度形成的欠款余额。(3)本公司经多次催收未果，还款困难较大的客户。

| 帐龄 | 应收帐款计提比例(%) | 其他应收款计提比例(%) |
|----|-------------|--------------|
|----|-------------|--------------|

| | | |
|--------------|-----|-----|
| 1 年以内(含 1 年) | 5 | 5 |
| 1 - 2 年 | 10 | 10 |
| 2 - 3 年 | 30 | 30 |
| 3 年以上 | | |
| 3-4 年 | 50 | 50 |
| 4- 5 年 | 70 | 70 |
| 5 年以上 | 100 | 100 |

9、存货核算方法

公司存货按实物形态分为原材料、包装物、在产品、产成品等。原材料中修理用备件和包装物因采购和领用频繁，按计划成本计价，其他大宗存货因采购和领用次数少、耗量大，按实际成本计价，发出计价采用加权平均法。低值易耗品按一次摊销法摊销。期末在产品按主要材料成本计价。存货的盘存采用“永续盘存制”，并于每年的 12 月末进行盘点。

存货跌价准备的计提方法：期末按单个存货项目的成本高于其可变现净值的差额提取。

10、长期投资核算方法

长期股权投资按投资时实际支付的价款或确定的价值记账，对拥有被投资单位 20%股权以下或超过 20%股权但不具有重大影响的投资采用成本法核算；对拥有被投资单位 20%（含 20%）股权以上或虽不足 20%股权但有重大影响的投资采用权益法核算；对拥有被投资单位 50%（不含 50%）股权以上或虽不足 50%股权但具有实质控制权的子公司，编制合并会计报表。

长期投资减值准备的计提方法：公司于资产负债表日对长期投资逐项进行考核，对投资项目市价下跌或被投资单位经营状况恶化，已导致其可收回金额低于账面价值，且降低的价值在可预计的未来期间内不可恢复，则将可收回金额低于长期投资账面价值的差额作为长期投资减值准备。

11、固定资产计价和折旧方法及减值准备的计提方法

固定资产为使用期限在一年以上，单位价值在 2,000 元以上的房屋建筑物、机械设备、运输设备以及其他与生产经营有关的设备、器具、工具等。

固定资产按照会计制度的规定以取得时的成本入账。其中：购入或自建固定资产按实际成本计价；通过非货币交易和债务重组换入的固定资产，其入账价值分别按《企业会计准则—非货币性交易》和《企业会计准则—债务重组》的规定确定。

固定资产折旧采用直线法计提，按原值的 3%预留残值，按各类固定资产的原值扣除预留残值和估计经济使用年限，分类计提折旧。

各类固定资产折旧年限及年折旧率列示如下：

| 类别 | 折旧年限(年) | 年折旧率(%) |
|-------|---------|------------|
| 房屋建筑物 | 8—45 | 12.12—2.15 |
| 机械设备 | 9—22 | 10.78—4.41 |
| 运输工具 | 6—12 | 16.17—8.08 |
| 其他设备 | 9—14 | 10.78—6.93 |

固定资产减值准备核算方法：

期末按单项固定资产账面净值与可收回金额孰低计价，对可收回金额低于账面价值的差额，按单项资产计提固定资产减值准备。对存在下列情况之一的固定资产，全额计提减值准备：

- 1) 长期闲置不用，在可预见的未来不会再使用，且已无转让价值的固定资产；
- 2) 由于技术进步等原因，已不可使用的固定资产；
- 3) 虽然固定资产尚可使用，但使用后产生大量不合格品的固定资产；
- 4) 已遭毁损，以致于不再具有使用价值和转让价值的固定资产；
- 5) 其他实质上已经不能再给企业带来经济利益的固定资产。

12、在建工程核算方法

在建工程按实际成本核算。与购建在建工程直接相关的借款利息支出和外币折算差额，在该项资产交付使用前，计入该项资产的成本。在所购建项目达到预定可使用状态时转为固定资产。

期末在建工程按单项工程账面价值与可收回金额孰低计价，对可收回金额低于账面价值的差额，计提在建工程减值准备。对存在下列情况之一的在建工程，计提减值准备：

- 1) 长期停建并且预计在未来 3 年内不会重新开工的在建工程；
- 2) 所建项目无论在性能上，还是在技术上已经落后，并且给企业带来的经济利益具有很大的不确定性；
- 3) 他足以证明在建工程已经发生减值的情形。

13、借款费用的会计处理方法

借款费用的确认原则：因购建固定资产专门借入的款项发生的利息、折价或溢价的摊销和汇兑差额，在符合《企业会计准则—借款费用》规定的条件下，计入该项资产的成本；其他的借款利息、折价或溢价的摊销和汇兑差额，于当期确认为费用，因安排专门借款而发生的辅助费用，按以上原则处理。如果辅助费用金额较小，于当期确认为费用。

因购建固定资产而发生的专门借款费用在同时满足以下三个条件时，且在所购建的固定资产达到预定可使用状态前发生的，开始资本化，计入所购建固定资产成本。

- 1) 为购建固定资产而以支付现金、转移非现金资产或承担债务形式的支出已经发生。
- 2) 借款费用已经发生；
- 3) 为使资产达到预定可使用状态所必要的购建活动已经开始。

资产达到预定可使用状态前发生的非正常中断时间超过三个月的，中断期间的借款费用和资产达到预定可使用状态后发生的借款费用计入当期财务费用。

14、收入确认原则

本公司系以商品所有权上的主要风险和报酬已经转移，本公司不再对该商品实施继续管理权和实际控制权，相关的收入已经收到或取得了收款的证据，与交易相关的经济利益很可能流入企业，并且与销售该商品有关的成本能够可靠的计量时，确认为商品销售收入实现。

15、所得税的会计处理方法

所得税的会计处理采用应付税款法。

16、主要会计政策、会计估计变更及重大会计差错更正

(1) 会计政策变更

无

(2) 会计估计变更

无

(3) 会计差错更正

无

(四) 税项

公司适用的主要税种和税率如下：

1. 增值税：增值税税率纯碱类产品为 17%，化肥类产品为 13%。出口产品采用“免、抵、退”办法，退税率为 13%。根据大连市国家税务局大国税直税函（2002）2 号文件的批复，当期生产的农用氯化铵免征增值税，免征增值税的农用氯化铵进项税记入销售成本。
2. 城市建设维护税：税率为应缴增值税和营业税的 7%。
3. 教育费附加：费率为应缴增值税和营业税的 3%。
4. 地方教育费：费率为应缴增值税和营业税的 1%。

5. 所得税：企业所得税税率为 33%。

6. 其他税项：包括房产税、车船牌照使用税、印花税等，按有关规定计缴。

(五) 会计报表附注：

1、货币资金：

(1) 货币资金分类

单位：元 币种：人民币

| 项目 | 期末数 | 期初数 |
|--------|---------------|---------------|
| 现金 | 144.41 | 346.62 |
| 银行存款 | 45,028,149.98 | 55,665,789.25 |
| 其他货币资金 | | |
| 合计 | 45,028,294.39 | 55,666,135.87 |

(2) 货币资金—外币：

其中：期末美元存款 459,691.80 元，折合人民币 3,804,639.18 元，期末汇率为 1：8.2765。

2、应收票据：

应收票据期末余额 8,499,749.00 元，为银行承兑汇票。

应收票据较期初数额增加 5,594,749.00 元，主要为产品销售市场滑坡，导致回款承兑汇票比例增大。

3、应收账款：

(1) 应收账款帐龄

单位：元 币种：人民币

| 账龄 | 期末数 | | | | | 期初数 | | | | |
|------|---------------|------|---------------|------|------|---------------|------|---------------|------|------|
| | 账面余额 | | 坏账准备 | | 账面净额 | 账面余额 | | 坏账准备 | | 账面净额 |
| | 金额 | 比例 | 金额 | 计提比例 | | 金额 | 比例 | 金额 | 计提比例 | |
| 一年以内 | 5748260.00 | 3.66 | 287413.00 | | | 12306448.10 | 8.8 | 615322.41 | | |
| 一至二年 | 7110386.36 | 4.52 | 711038.64 | | | 2376751.89 | 1.7 | 237675.19 | | |
| 二至三年 | 15619923.52 | 9.93 | 15587077.91 | | | 10586916.37 | 7.57 | 9290749.44 | | |
| 三至四年 | 15,586,916.37 | 9.91 | 15,586,916.37 | | | 12,986,114.44 | 9.28 | 12,362,117.53 | | |
| 四 | 14,715,301.10 | 9.36 | 14,715,301.10 | | | 10,678,200.26 | 7.63 | 10,107,503.06 | | |

| | | | | | | | | | |
|------|---------------|-------|---------------|--|--|---------------|-------|---------------|--|
| 至五年 | | | | | | | | | |
| 五年以上 | 98,462,430.50 | 62.62 | 98,462,430.50 | | | 90,972,190.23 | 65.02 | 90,972,190.23 | |
| 合计 | 157243217.85 | 100 | 145350177.52 | | | 139906621.29 | 100 | 123585557.86 | |

(2) 本报告期应收帐款中无持有公司 5%(含 5%)以上表决权股份的股东单位的欠款

前五名欠款单位累计总欠款金额 39,405,883.57 元, 占应收帐款总额的 25.06%。

4、其他应收款：

(1) 其他应收款帐龄

单位: 元 币种: 人民币

| 账龄 | 期末数 | | | | | 期初数 | | | | |
|------|----------------|--------|---------------|----------|------|----------------|--------|---------------|----------|------|
| | 账面余额 | | 坏账准备 | | 账面净额 | 账面余额 | | 坏账准备 | | 账面净额 |
| | 金额 | 比例 (%) | 金额 | 计提比例 (%) | | 金额 | 比例 (%) | 金额 | 计提比例 (%) | |
| 一年以内 | 363,716,815.42 | 99.05 | 18,185,840.77 | | | 319,009,208.50 | 98.92 | 15,950,460.43 | | |
| 五年以上 | 3,490,085.54 | 0.95 | 3,490,085.54 | | | 3,490,085.54 | 1.08 | 3,490,085.54 | | |
| 合计 | 367,206,900.96 | 100 | 21,675,926.31 | | | 322,499,294.04 | 100 | 19,440,545.97 | | |

(2) 其他应收款主要单位

公司控股股东大化集团有限责任公司持有公司 63.64% 股份, 其欠款占其他应收款总数的 97.92%。

(3) 本报告期其他应收款中持有公司 5%(含 5%)以上表决权股份的股东单位的欠款情况

单位: 元 币种: 人民币

| 单位名称 | 期末数 | | 期初数 | |
|------------|----------------|---------------|----------------|---------------|
| | 欠款金额 | 计提坏帐金额 | 欠款金额 | 计提坏帐金额 |
| 大化集团有限责任公司 | 359,554,661.25 | 17,977,733.06 | 317,462,924.23 | 15,873,146.21 |
| 合计 | | | | |

5、存货：

(1) 存货分类

单位: 元 币种: 人民币

| 项目 | 期末数 | | | 期初数 | | |
|------|---------------|------------|------|---------------|------------|------|
| | 账面余额 | 跌价准备 | 账面价值 | 账面余额 | 跌价准备 | 账面价值 |
| 原材料 | 43,731,648.02 | 667,094.19 | | 42,110,529.36 | 689,824.77 | |
| 库存商品 | | | | | | |
| 包装物 | 6,443,100.42 | | | 9,996,636.75 | | |
| 在产品 | 7,218,608.76 | | | 5,580,628.41 | | |
| 产成品 | 2,581,767.61 | | | 4,786,224.97 | | |
| 合计 | 59,975,124.81 | 667,094.19 | | 62,474,019.49 | 689,824.77 | |

6、待摊费用：

单位：元 币种：人民币

| 类别 | 期初数 | 本期增加数 | 本期摊销数 | 期末数 | 期末结存原因 |
|-----|--------------|-----------|--------------|------------|--------|
| 取暖费 | 1,317,039.10 | | 878,026.00 | 439,013.10 | |
| 保险费 | 546,083.10 | 75,956.31 | 479,237.59 | 142,801.82 | |
| 合计 | 1,863,122.20 | 75,956.31 | 1,357,263.59 | 581,814.92 | / |

7、固定资产：

单位：元 币种：人民币

| 项目 | 期初数 | 本期增加数 | 本期减少数 | 期末数 |
|------------|----------------|----------------|------------|----------------|
| 一、原价合计： | 799,688,521.97 | 55,495.73 | 742,000.00 | 799,002,017.70 |
| 其中：房屋及建筑物 | 243,957,440.94 | | | 243,957,440.94 |
| 机器设备 | 545,018,589.13 | | 600,000.00 | 544,418,589.13 |
| 运输设备 | 9,743,269.91 | 32,478.63 | 142,000.00 | 9,633,748.54 |
| 其他设备 | 969,221.99 | 23,017.10 | | 992,239.09 |
| 二、累计折旧合计： | 539,048,347.89 | 17,977,160.51 | 98,548.04 | 556,926,960.36 |
| 其中：房屋及建筑物 | 139,043,164.96 | 2,973,332.17 | | 142,016,497.13 |
| 机器设备 | 392,661,254.29 | 14,586,643.63 | | 407,247,897.92 |
| 运输设备 | 6,690,759.89 | 360,523.13 | 98,548.04 | 6,952,734.98 |
| 其他设备 | 653,168.75 | 56,661.58 | | 709,830.33 |
| 三、固定资产净值合计 | 260,640,174.08 | -17,921,664.78 | 643,451.96 | 242,075,057.34 |
| 其中：房屋及建筑物 | 104,914,275.98 | -2,973,332.17 | | 101,940,943.81 |
| 机器设备 | 152,357,334.84 | -14,586,643.63 | 600,000.00 | 137,170,691.21 |
| 运输设备 | 3,052,510.02 | -328,044.50 | 43,451.96 | 2,681,013.56 |
| 其他设备 | 316,053.24 | -33,644.48 | | 282,408.76 |
| 四、减值准备合计 | 9,127,642.81 | | | 9,127,642.81 |
| 其中：房屋及建筑物 | 2,474,194.90 | | | 2,474,194.90 |
| 机器设备 | 6,653,447.91 | | | 6,653,447.91 |
| 五、固定资产净额合计 | 251,512,531.27 | -17,921,664.78 | 643,451.96 | 232,947,414.53 |
| 其中：房屋及建筑物 | 102,440,081.08 | -2,973,332.17 | | 99,466,748.91 |
| 机器设备 | 145,703,886.93 | -14,586,643.63 | 600,000.00 | 130,517,243.30 |
| 运输设备 | 3,052,510.02 | -328,044.50 | 43,451.96 | 2,681,013.56 |
| 其他设备 | 316,053.24 | -33,644.48 | | 282,408.76 |

8、在建工程：

(1) 在建工程项目变动情况：

单位: 元 币种: 人民币

| 项目名称 | 期初数 | 本期增加 | 本期减少 | 转入固定资产 | 资金来源 | 期末数 |
|---------|--------------|--------------|--------------|--------|------|--------------|
| 2#滤碱机 | | 292,497.26 | | | 自筹 | 292,497.26 |
| 21#外冷器 | | 251,666.11 | | | 自筹 | 251,666.11 |
| 1#旋风分离器 | 4,030.65 | 188,382.00 | | | 自筹 | 192,412.65 |
| 28#外冷器 | 17,578.75 | 148,084.61 | | | 自筹 | 165,663.36 |
| 1#埋刮板 | | 132,537.44 | | | 自筹 | 132,537.44 |
| 精铵1#外冷器 | 35,900.40 | 65,000.00 | | | 自筹 | 100,900.40 |
| 13#外冷器 | | 93,872.07 | | | 自筹 | 93,872.07 |
| 4#母液换热器 | 89,105.24 | | | | 自筹 | 89,105.24 |
| 7#母液换热器 | 85,836.89 | | | | 自筹 | 85,836.89 |
| 2#旋风分离器 | 1,218.15 | 79,080.65 | | | 自筹 | 80,298.80 |
| 2-2洗盐机 | 72,276.00 | | | | 自筹 | 72,276.00 |
| 其他零星支出 | 1,310,905.31 | 1,263,440.05 | 1,355,850.84 | | 自筹 | 1,218,494.52 |
| 合计 | 1,616,851.39 | 2,514,560.19 | 1,355,850.84 | | / | 2,775,560.74 |

9、短期借款：

(1) 短期借款分类：

单位: 元 币种: 人民币

| 项目 | 期末数 | 期初数 |
|------|---------------|---------------|
| 质押借款 | | |
| 抵押借款 | | |
| 担保借款 | | |
| 信用借款 | 60,000,000.00 | 60,000,000.00 |
| 合计 | | |

10、应付帐款：

应付帐款期末余额为 61,590,674.74 元，较期初减少 16,281,412.57 元，主要为应付账款付款所致。

11、预收帐款：

预收帐款期末余额为 51,875,039.87 元，较期初增加 3,274,251.78 元，为产品预收增加所致。

12、应交税金：

单位: 元 币种: 人民币

| 项目 | 期末数 | 期初数 | 计缴标准 |
|-------|---------------|----------------|---------|
| 增值税 | -1,283,797.93 | -8,832,003.80 | 17%、13% |
| 所得税 | -4,821,292.60 | -4,821,292.60 | 33% |
| 个人所得税 | 23,141.30 | 100,049.40 | 按规定 |
| 城建税 | 480,667.51 | | 7% |
| 印花税 | 104,099.88 | 101,675.76 | 按规定 |
| 合计 | -5,497,181.84 | -13,451,571.24 | / |

13、其他应付款：

(1) 其他应付款的说明：

公司其他应付款主要为应付劳务费用。

14、预提费用：

预提费用 1,691,894.99 元主要为公司预提的大修检修费用。

15、股本：

单位：股

| | 期初值 | 本次变动增减(+,-) | | | | | | 期末值 |
|------------|-------------|-------------|----|-------|----|----|----|-------------|
| | | 配股 | 送股 | 公积金转股 | 增发 | 其他 | 小计 | |
| 一、未上市流通股份 | | | | | | | | |
| 1、发起人股份 | | | | | | | | |
| 其中： | | | | | | | | |
| 国家持有股份 | 175,000,000 | | | | | | | 175,000,000 |
| 境内法人持有股份 | | | | | | | | |
| 境外法人持有股份 | | | | | | | | |
| 其他 | | | | | | | | |
| 2、募集法人股份 | | | | | | | | |
| 3、内部职工股 | | | | | | | | |
| 4、优先股或其他 | | | | | | | | |
| 未上市流通股份合计 | 175,000,000 | | | | | | | 175,000,000 |
| 二、已上市流通股份 | | | | | | | | |
| 1、人民币普通股 | | | | | | | | |
| 2、境内上市的外资股 | 100,000,000 | | | | | | | 100,000,000 |
| 3、境外上市的外资股 | | | | | | | | |
| 4、其他 | | | | | | | | |
| 已上市流通股份合计 | 100,000,000 | | | | | | | 100,000,000 |
| 三、股份总数 | 275,000,000 | | | | | | | 275,000,000 |

16、资本公积：

单位：元 币种：人民币

| 项目 | 期初数 | 本期增加 | 本期减少 | 期末数 |
|-------------|----------------|------|------|----------------|
| 股本溢价 | 228,687,247.84 | | | 228,687,247.84 |
| 接受捐赠非现金资产准备 | | | | |
| 接受现金捐赠 | | | | |
| 股权投资准备 | | | | |
| 关联交易差价 | | | | |
| 拨款转入 | | | | |
| 外币资本折算差额 | | | | |
| 其他资本公积 | | | | |
| 合计 | 228,687,247.84 | | | 228,687,247.84 |

17、盈余公积：

单位:元 币种:人民币

| 项目 | 期初数 | 本期增加 | 本期减少 | 期末数 |
|--------|---------------|------|------|---------------|
| 法定盈余公积 | 7,098,771.20 | | | 7,098,771.20 |
| 法定公益金 | 7,098,771.20 | | | 7,098,771.20 |
| 任意盈余公积 | | | | |
| 储备基金 | | | | |
| 企业发展基金 | | | | |
| 其他盈余公积 | | | | |
| 合计 | 14,197,542.40 | | | 14,197,542.40 |

18、未分配利润：

单位:元 币种:人民币

| 项目 | 期末数 | 期初数 |
|------------|----------------|----------------|
| 净利润 | 16,424,141.77 | 14,611,859.74 |
| 加：年初未分配利润 | -19,772,137.23 | -34,383,996.97 |
| 其他转入 | | |
| 减：提取法定盈余公积 | | |
| 提取法定公益金 | | |
| 未分配利润 | -3,347,995.46 | -19,772,137.23 |

19、主营业务收入及主营业务成本：

(1) 分行业主营业务

单位:元 币种:人民币

| 行业名称 | 本期数 | | 上年同期数 | |
|---------|----------------|----------------|----------------|----------------|
| | 营业收入 | 营业成本 | 营业收入 | 营业成本 |
| 化工行业 | 631,866,593.35 | 561,345,314.43 | 500,942,200.43 | 455,734,061.88 |
| 其中:关联交易 | 247,343,121.79 | 242,618,868.16 | 53,257,620.69 | 52,251,051.66 |
| 合计 | | | | |
| 内部抵消 | | | | |
| 合计 | 631,866,593.35 | 561,345,314.43 | 500,942,200.43 | 455,734,061.88 |

(2) 分产品主营业务

单位:元 币种:人民币

| 产品名称 | 本期数 | | 上年同期数 | |
|---------------|----------------|----------------|----------------|----------------|
| | 营业收入 | 营业成本 | 营业收入 | 营业成本 |
| 氨碱纯碱 | 178,354,041.31 | 176,713,184.13 | 132,533,267.44 | 130,268,899.47 |
| 联碱双产品(纯碱及氯化铵) | 439,499,182.52 | 367,050,812.80 | 360,528,868.13 | 314,000,964.55 |
| 其中:关联交易 | 247,343,121.79 | 242,618,868.16 | 53,257,620.69 | 52,251,051.66 |
| 合计 | | | | |
| 内部抵消 | | | | |
| 合计 | 617,853,223.83 | 543,763,996.93 | 493,062,135.57 | 444,269,864.02 |

20、主营业务税金及附加：

单位:元 币种:人民币

| 项目 | 本期数 | 上年同期数 | 计缴标准 |
|----|-----|-------|------|
| | | | |

| | | | |
|-------|------------|---|-------|
| 城建税 | 369,932.54 | | 7% |
| 教育费附加 | 211,390.03 | | 3%、1% |
| 合计 | 581,322.57 | 0 | / |

21、其他业务利润：

单位：元 币种：人民币

| 项目 | 本期数 | | | 上年同期数 | | |
|-----|-----|----|-------------|-------|----|-------------|
| | 收入 | 成本 | 利润 | 收入 | 成本 | 利润 |
| 劳务费 | | | -931,891.81 | | | -614,944.05 |
| 合计 | | | -931,891.81 | | | -614,944.05 |

22、财务费用：

单位：元 币种：人民币

| 项目 | 本期数 | 上年同期数 |
|--------|------------|------------|
| 利息支出 | | 224,200.70 |
| 减：利息收入 | 71,598.99 | 111,031.68 |
| 汇兑损失 | | 229.64 |
| 减：汇兑收益 | | 183.68 |
| 其他 | 32,299.88 | 24,494.28 |
| 合计 | -39,299.11 | 137,709.26 |

23、营业外收入：

单位：元 币种：人民币

| 项目 | 本期数 | 上年同期数 |
|-----------|-----------|----------|
| 处置固定资产净收益 | 26,548.04 | 7,186.31 |
| 罚款收入 | 2,000.00 | |
| 合计 | 28,548.04 | 7,186.31 |

24、营业外支出：

单位：元 币种：人民币

| 项目 | 本期数 | 上年同期数 |
|--------|-----------|-------|
| 承兑汇票损失 | 91,050.00 | |
| 合计 | 91,050.00 | |

25、支付的其他与经营活动有关的现金

支付的其他与经营活动有关的现金 6,050,101.13 元，为本公司管理费用、销售费用及制造费用付现支出。

(六) 关联方及关联交易

1、存在控制关系关联方的基本情况

| 关联方名称 | 注册地址 | 主营业务 | 与本公司关系 | 经济性质 | 法人代表 |
|------------|-----------------|------------------------------|--------|---------------|------|
| 大化集团有限责任公司 | 大连市甘井子区工兴路 10 号 | 生产与销售复合肥料、硫酸、硝酸、硝酸铵、硝酸钠、煤焦油、 | 控股股东 | 国有企业（全民所有制企业） | 邢学朴 |

| | | | | | |
|--|--|-----|--|--|--|
| | | 氨水等 | | | |
|--|--|-----|--|--|--|

2、存在控制关系关联方的注册资本及其变化情况

单位: 万元 币种: 人民币

| 关联方名称 | 注册资本期初数 | 注册资本增减 | 注册资本期末数 |
|------------|---------|--------|---------|
| 大化集团有限责任公司 | 305,785 | | 305,785 |

3、存在控制关系的关联方所持股份及其变化情况

单位: 万元 币种: 人民币

| 关联方名称 | 关联方所持股份期初数 | 关联方所持股份比例期初数 (%) | 关联方所持股份增减 | 关联方所持股份增减比例 (%) | 关联方所持股份期末数 | 关联方所持股份比例期末数 (%) |
|------------|-------------|------------------|-----------|-----------------|-------------|------------------|
| 大化集团有限责任公司 | 175,000,000 | 63.64 | | | 175,000,000 | 63.64 |

4、不存在控制关系关联方的基本情况

| 关联方名称 | 关联方与本公司关系 |
|------------------|-----------|
| 大化国际经济贸易公司 | 母公司的全资子公司 |
| 大连宏图经销公司 | 其他 |
| 大连华迪实业总公司 | 其他 |
| 大连华迪实业包装制品厂 | 其他 |
| 大连华迪汽车修配厂 | 其他 |
| 大化集团复州湾盐场 | 母公司的全资子公司 |
| 大化集团(香港)国际贸易有限公司 | 其他 |
| 大化集团大连博尔化工有限公司 | 其他 |
| 大化集团大连瑞霖有限公司 | 其他 |
| 大化集团大连汽车运输有限公司 | 其他 |
| 大化集团大连冠林国际贸易有限公司 | 其他 |

除大化国际经济贸易公司及大连复州湾盐场为母公司的全资子公司，其他关联单位皆为母公司的参股子公司。

5、关联交易情况

(1) 购买商品、接受劳务的关联交易

单位: 元 币种: 人民币

| 关联方 | 关联交易事项 | 关联交易定价原则 | 本期数 | | 上年同期数 | |
|------------|---------------|----------------------|----------------|----------------|----------------|----------------|
| | | | 金额 | 占同类交易金额的比例 (%) | 金额 | 占同类交易金额的比例 (%) |
| 大化集团有限责任公司 | 购买原材料、水、电、蒸汽等 | 市场价，无可供比较市场价格的双方协商定价 | 242,860,665.44 | 44.73 | 276,718,375.58 | 63.14 |
| 大化集团复州湾盐场 | 购买原盐 | 市场价 | 69,331,982.06 | 13.68 | 28,016,362.38 | 6.39 |
| 大连华 | 购买包装 | 市场价 | 7,384,749.00 | 1.46 | 5,686,000 | 1.30 |

| | | | | | | |
|----------------|---------|-----|---------------|-------|---------------|-------|
| 迪实业总公司 | 物 | | | | | |
| 大化集团大连博尔化工有限公司 | 购买焦炭 | 市场价 | 21,925,740.00 | 4.32 | | |
| 大化集团有限责任公司 | 排渣运输装卸费 | 市场价 | 13,565,349.36 | 57.54 | 16,111,796.56 | 61.91 |
| 大化集团大连汽车运输有限公司 | 运输装卸费 | 市场价 | 1,657,424.60 | 7.03 | | |
| 大连华迪实业总公司 | 修理费等 | 市场价 | 421,553.58 | 1.79 | | |

(2) 销售商品、提供劳务的关联交易

单位: 元 币种: 人民币

| 关联方 | 关联交易事项 | 关联交易定价原则 | 本期数 | | 上年同期数 | |
|------------------|-------------|-----------------------|----------------|---------------|---------------|---------------|
| | | | 金额 | 占同类交易金额的比例(%) | 金额 | 占同类交易金额的比例(%) |
| 大化集团有限责任公司 | 销售纯碱、氯化铵等 | 市场价, 无可供比较市场价格的双方协商定价 | 24,373,836.90 | 3.86 | 29,272,482.56 | 5.84 |
| 大化国际经济贸易公司 | 销售出口纯碱、氯化铵等 | 市场价 | 149,561,115.87 | 23.67 | | |
| 大化集团大连冠林国际贸易有限公司 | 销售出口纯碱、氯化铵等 | 市场价 | 39,008,735.58 | 6.17 | | |
| 大化集团大连瑞霖有限公司 | 销售粗氯化铵等 | 市场价 | 28,549,848.00 | 4.52 | | |
| 大连宏图经销公司 | 销售纯碱、氯化铵等 | 市场价 | 5,088,000.00 | 0.81 | 518,227.02 | 0.10 |
| 大连华迪实业总公司 | 销售纯碱、氯化铵等 | 市场价 | 761,585.44 | 0.12 | 1,371,818.66 | 0.27 |

(3) 其他关联交易

1、本公司根据与大化集团有限责任公司签订的《土地租赁协议》，本年度公司向其缴纳土地租赁费 1,980,000.00 元, 上半年已缴纳 990,000.00 元。

2、本公司根据与大化集团有限责任公司签订的《商标使用权协议》，本年度公司向其缴纳商标使用费 1,020,000.00 元，上半年已缴纳 510,000.00 元。

3、根据本公司、大化集团和复州湾盐场三方达成的抹账协议，本公司以本期应付复州湾盐场款项 69,331,982.06 元冲抵大化集团欠款。

4、期末银行贷款 6000 万元均由大化集团提供担保。

6、关联方应收应付款项

单位: 元 币种: 人民币

| 应收应付款项名称 | 关联方 | 期初金额 | 期末金额 |
|----------|------------------|----------------|----------------|
| 应收帐款 | 大化国际经济贸易公司 | 22,599.90 | |
| 预收帐款 | 大化国际经济贸易公司 | | 17,534,559.18 |
| 应收帐款 | 大化集团大连冠林国际贸易有限公司 | 6,458,710.91 | 3,710,434.43 |
| 其他应收款 | 大化集团有限责任公司 | 317,462,924.23 | 359,554,661.25 |
| 应付帐款 | 大化集团复州湾盐场 | 423,157.32 | |
| 预收帐款 | 大连华迪实业总公司 | 564,659.05 | 564,659.05 |
| 预收帐款 | 大连宏图经销公司 | 1,273,659.58 | |
| 应收帐款 | 大连宏图经销公司 | | 92,226.00 |
| 预收帐款 | 大化集团大连瑞霖有限公司 | 21,945.00 | 656,000.00 |
| 其他应付款 | 大化集团大连汽车运输有限公司 | 275,471.60 | |

(七) 或有事项

无

(八) 承诺事项

无

(九) 资产负债表日后事项

无

(十) 其他重要事项

无

八、备查文件目录

(一) 载有法定代表人、主管会计工作负责人、会计主管人员签名并盖章的会计报表。

(二) 报告期内在《上海证券报》、《中国证券报》、《香港商报》公开披露过的所有公司文件的正本及公告的原稿。

(三) 以上文件被置于公司证券部。

董事长：刘平芹
大化集团大连化工股份有限公司
2005 年 8 月 17 日

Dahua Group Dalian Chemical Industry Co., Ltd.

Semiannual Report 2005

This report is compiled respectively in Chinese and English. In case of any ambiguity occurred in the Understanding on the two versions, the version in Chinese shall prevail.

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I. Important Notes

1. The Board of Directors of the Company and its members ensure that, the information contained in this report does not have any false statement, misleading representation and significant omissions, and will take several and joint responsibilities for the truth, accuracy and completeness of the contents.
2. All the members of Board of Directors attended the meeting.
3. Co.'s Semiannual final report has not been audited.
4. Mr. Liu Pingqin, the principal of the Company and the chairman of the Board, Mr. Qi Shuzhi, the principal in charge of accounting work and the general manager, Mr. Jiang Shengguo, the principal of finance department and controller (accounting officer), declare that the financial report in this Semiannual report is guaranteed to keep true and complete.

II. Company Profile

(I) Company Profile

1. Legal Name of the Company: In Chinese: 大化集团大连化工股份有限公司

In English: DAHUA GROUP DALIAN CHEMICAL INDUSTRY CO., LTD.

Abbreviation: DLHG

Stocks exchange for Listing: Shanghai Stock Exchange

Stock Name: Dahua B

Stock Code: 900951

3. Registered address of Co.: No. 10 Gongxing Road, Ganjingzi District, Dalian, Liaoning

Office address of Co.: No. 10 Gongxing Road, Ganjingzi District, Dalian, Liaoning

Zip Code: 116032

Website: www.dahuagf.com

E-mail: dhjtdlhuagong@sina.com

4. Legal Representative: Liu Pingqin

5. Secretary of the Board of Director: Zhou Wei

Telephone: 0411-86893436

Fax: 0411-86671948

E-mail: dhjtdlhuagong@sina.com

Contact address: No. 10 Gongxing Road, Ganjingzi District, Dalian, Liaoning

Securities representative: Shan Xiaodong

Telephone: 0411-86893436

Fax: 0411-86671948

Contact address: No. 10 Gongxing Road, Ganjingzi District, Dalian, Liaoning

6. The newspaper name of publishing company information: Shanghai Securities News, China Securities Journal, Hong Kong Commercial Daily (in English)

Internet Website for Publishing the Co.'s Semiannual Report appointed by China Securities

Supervising Committee: www.sse.com.cn

Site for the Co.'s Semiannual Report Reserved: Securities Department, Dahua Group Dalian Chemical Industry Co., Ltd.

(II) Highlights of accounting data and business data

Unit: RMB yuan Currency: RMB

| Main accounting data | End period of this report | End period of first semiannual | Increase or decrease at period end of this report compared with period end of last year (%) |
|---|---------------------------|--------------------------------|---|
| Current Assets | 471,508,998.10 | 441,598,264.29 | 6.77 |
| Current Liabilities | 192,695,178.59 | 196,614,993.94 | -1.99 |
| Total Assets | 707,231,973.37 | 694,727,646.95 | 1.80 |
| Stockholders' Equity (excluding minor shareholders' equity) | 514,536,794.78 | 498,112,653.01 | 3.30 |

| | | | |
|--|---------------------------------|---------------------------------|--|
| Net assets per share | 1.87 | 1.81 | 3.31 |
| Net assets per share after Adjusted | 1.87 | 1.80 | 3.89 |
| | Reporting Period (Jan. to Jun.) | Figure at same period last year | Increase or decrease compared with the same period last year in this report period (%) |
| Net profit | 16,424,141.77 | 3,887,441.83 | 322.49 |
| Net profit after non-recurrent gain and loss | 16,486,643.73 | 3,882,627.00 | 324.63 |
| Earnings per share | 0.060 | 0.014 | 328.57 |
| Earnings rate of net assets (%) | 3.19 | 0.80 | Increase 2.39% |
| Net Cash Flow from Operating Activities | -9,974,204.68 | 1,951,169.19 | -611.19 |

2. Items of Non-recurrent profit and loss

Unit: RMB yuan Currency: RMB

| Items of Non-recurrent profit and loss | Amount |
|--|------------|
| Other non-operating revenue and expenditure after reduction of provisions for depreciation of assets | -62,501.96 |
| Total | -62,501.96 |

3. Calculate net Earnings Ratio of Net Assets and Earnings per Stock as per the requirements of the provisions specified in the No. 9 of Profiling and Submitting Provisions in Publishing Securities Company Information issued by China Securities Supervising Committee.

Unit: RMB yuan Currency: RMB

| Profit in Reporting Period | Earnings rate of net assets (%) | | Earnings per share | |
|--|---------------------------------|------------------|---------------------|------------------|
| | Overall Apportioned | Weighted Average | Overall Apportioned | Weighted Average |
| Main business profit | 13.59 | 13.81 | 0.25 | 0.25 |
| Operating profit | 3.20 | 3.26 | 0.06 | 0.06 |
| Net profit | 3.19 | 3.24 | 0.06 | 0.06 |
| Net profit after non-recurrent gain and loss | 3.20 | 3.26 | 0.06 | 0.06 |

III. Change in Stock Capital & Particulars about Stockholders

(I) Change of Stock Capital

During the report period, company's total shares and shares structure remained unchanged.

(II) A Brief Account about Stockholders

1. At the period end of reporting period, there are 18,640 total shareholders.

2. Particulars about stocks held by the top 10 stockholders:

Unit: share

| Name of shareholder (Full name) | Increase or decrease in Reporting Period | Holding shares at end of reporting period | Ratio (%) | Kind of share (tradable or untradable) | Shares pledged or frozen | Nature of shareholder (state-owned shareholder or foreign capital shareholder) |
|---------------------------------|--|---|-----------|--|--------------------------|--|
| Dahua Group Co., Ltd. | | 175,000,000 | 63.64 | untradable | | state-owned Shareholder |
| Yishengtang Pharmacy Co., Ltd. | | 1,120,000 | 0.41 | tradable | | Foreign capital shareholder |
| Qiu Ahai | -30,100 | 534,900 | 0.19 | tradable | | Foreign capital shareholder |
| He Wei | | 478,000 | 0.17 | tradable | | Foreign capital shareholder |

| | | | | | | |
|----------------|---------|---------|------|----------|--|-----------------------------|
| Feng Diansheng | 67,000 | 416,500 | 0.15 | tradable | | Foreign capital shareholder |
| Zeng Huiming | 120,000 | 400,000 | 0.15 | tradable | | Foreign capital shareholder |
| Wu Bin | | 370,000 | 0.13 | tradable | | Foreign capital shareholder |
| Liang Geqin | | 368,000 | 0.13 | tradable | | Foreign capital shareholder |
| Wang Erling | 338,300 | 338,300 | 0.12 | tradable | | Foreign capital shareholder |
| Yuan Guorong | -20,000 | 310,000 | 0.11 | tradable | | Foreign capital shareholder |

Explanation of associated relationship or consistent action of top ten shareholders

Among the top ten stockholders, the Dahua Group Co., Ltd. holding state-owned Legal Person's Stock has no associated relationship with other stockholders, which is not an consistent actor provided in the "Methods for Management on the Revelation of the Information about Change of Stocks Held by Listed Corporations". The Co. is not aware whether other stockholders are in associated relationship or whether they are consistent actors.

A Brief Account about Holding Stockholders

Company name: Dahua Group Co., Ltd.

Legal Representative: Xing Xuepu

Registered capital: RMB 3,057,850,000 Yuan

Date of Establishment: April 12th 1996

Main operation business or management activities: Production and sales of compound fertilizer, sulfuric acid, nitric acid, ammonium nitrate, sodium nitrate, coal tar and liquid nitrogen, etc.

3. Particulars about current stocks held by the top 10 stockholders:

| Name of shareholder | Tradable shares held at the end of the reporting period | Kind (A, B, H stock or others) |
|--------------------------------|---|--------------------------------|
| Yishengtang Pharmacy Co., Ltd. | 1,120,000 | B |
| Qiu Ahai | 534,900 | B |
| He Wei | 478,000 | B |
| Feng Diansheng | 416,500 | B |
| Zeng Huiming | 400,000 | B |
| Wu Bin | 370,000 | B |
| Liang Geqin | 368,000 | B |
| Wang Erling | 338,300 | B |
| Yuan Guorong | 310,000 | B |
| Wang Yiping | 309,550 | B |

Explanation of associated relationship of top ten tradable shares's shareholders

The Co. is not aware whether other stockholders are in associated relationship or whether they are consistent actors.

Explanation of associated relationship between top ten tradable shares's shareholders and top ten shareholders

The holding shareholder Dahua Group Co., Ltd. has no associated relationship with other stockholders, and is not an consistent actor either. The Co. is not aware whether other stockholders are in associated relationship or whether they are consistent actors.

4. Change in holding shareholder and actual controlling person

During the report period, company's holding shareholder and actual controlling persons remained unchanged.

IV. Particulars about Directors, Supervisors, Senior Executives and Staffs

(I) Change in Shares held of Directors, Supervisors, Senior Executives

In the reporting period, there is no change in shares held of Directors, Supervisors, Senior Executives.

(I) Particulars about newly employed or dismissed Directors, Supervisors, Senior Executives

In the reporting period, there is no cases for newly employed or dismissed Directors, Supervisors, Senior Executives

V. Discussion and analysis of senior executives

(I) Discussion & Analysis on Overall Operation within Reporting Period

In the first quarter of 2005, it has fairly good market situation for pure soda and Ammonium Chloride, which are the major products of Co. However, in the second quarter, as the implementation of macrocontrol by state, the price of pure soda has decreased dramatically, which has directly influenced the sales of Co.

As the major raw material raw salt is keeping at a high price in great shortage, the production capacity of company has been greatly impacted, having leading to increasing great product cost.

In the first semiannual, the income from main business is RMB 631.87 million Yuan, having increased 26.14% compared with that of last year and realized the net profit of RMB 16.42 million Yuan.

| Item | Amount (RMB Yuan) | | Increment or Decrement (%) |
|---|-----------------------|---------------------------------|----------------------------|
| | Amount of this period | Figure at same period last year | |
| Main Business income | 631,866,593.35 | 500,942,200.43 | 26.14 |
| Net profit | 16,424,141.77 | 3,887,441.83 | 322.49 |
| Net Cash Flow from Operating Activities | -9,974,204.68 | 1,951,169.19 | -611.19 |

1. The main business income increased 26.14% compared with that of last year. This is because that in the reporting period especially for the first quarter, market situation for the leading product pure soda and ammonium chloride are quite good, having increased the main business income.

2. In the reporting period, the net profit has increased 322.49% compared with that of last year, which is mainly caused by the price rise due to the good market situation for our leading products.

3. The Net Cash Flow from Operating Activities has decreased compared with that of last year, and the major reason for that is caused by the increment of Accounts receivable.

(II) Operating Situation in the Co. within the reporting period

1. Scope & Operating Situation of Main Business

(1) Explanation on the operating situation of main business

In the trade of basic chemical industry, the company is engaged mainly in the production of pure soda and ammonium chloride. In the reporting period, the company has produced pure soda 354274 tons, which is 44199 tons less than that of last year; ammonium chloride 202781 tons, which is 36857 tons less than that of last year, having included industrial ammonium chloride 13819 tons.

(2) Industry or products with over 10% (including 10%) profit of income from main business or profit from main business in the reporting period

Unit: RMB yuan Currency: RMB

| | Main Business income | Main Business cost | Gross Profit | Increase or decrease of | Increase or decrease of | Increase or decrease of gross profit rate |
|--|----------------------|--------------------|--------------|-------------------------|-------------------------|---|
| | | | | | | |

| | | | Rate (%) | main business income compared with the same period last year (%) | main business cost compared with the same period last year (%) | compared with the same period last year (%) |
|--|---|----------------|----------|--|--|---|
| Sub-trade | | | | | | |
| Chemical trade | 631,866,593.35 | 561,345,314.43 | 11.16 | 26.14 | 23.17 | Increase 2.14% |
| In products | | | | | | |
| Ammonia Soda & Pure Soda | 178,354,041.31 | 176,713,184.13 | 0.92 | 34.57 | 35.65 | Decrease 0.79 % |
| Two Products by Combined Way (Pure Soda & Ammonium Chloride) | 439,499,182.52 | 367,050,812.80 | 16.48 | 21.90 | 16.89 | Increase 3.57% |
| Of which: associated trade | 247,343,121.79 | 242,618,868.16 | 1.91 | / | / | / |
| Pricing principles for associated transaction | Market price, no agreed price for affordable market price | | | | | |

(3) Main business details (in regions)

Unit: RMB yuan Currency: RMB

| In Area | Main Business income | Increase or decrease of main business income compared with the same period last year (%) |
|---------------------|----------------------|--|
| Liaoning | 415,561,105.21 | 140.09 |
| Guangdong | 84,161,509.60 | 8.01 |
| Heilongjiang, Jilin | 36,864,022.30 | 49.36 |
| Overseas | 188,569,851.45 | 51.50 |

In the reporting period, the Co. has improved the sales in three provinces of North-east China, is actively extending overseas sales. As a result, the sales amount in North-east China and overseas have significantly increased.

(4) Of which: the total associated trade amount of selling products and providing labors to holding shareholder and subordinate company by listed company within reporting period RMB 247,343,100 Yuan

2. Problems and Difficulties Existing in Operation & Solutions thereto

In the reporting period, the major problems that Co., faces are tense operating assets as well as the price rise and shortage of major production raw material raw salt. To solve the procedure of raw salt, for the first semiannual of 2005, the Co. has purchased over 400 thousand tons raw salt, which has basically satisfied the demand of production; at the same time, the Co. has strengthen the management for funds operation, having guaranteed the need in production and business operation.

(III) Investing Situation of the Co.

1. Usage for raised funds

During the reporting period, the Co. has made no fund-raising or any situation that post-phase funds have been used in current period.

2. Non-raised funds projects

There is no Investment project with raised Funds within the Reporting Period

VI. Significant Events

(I) Administrating Condition of the Co.

Strictly adhering to the requirements specified in “Law of Corporations”, “Law of Securities” as well as relevant laws, rules and regulations formulated by China Securities Supervising Committee, the Co. has been constantly perfecting the legal person administrating structure of the Co., establishing modern enterprise system, standardizing the operation of the Co. In the reporting period, according to the rules and regulations formulated by China Securities Supervising Committee and Shanghai Stock Exchange, the Co. has modified the “Articles of Corporation”, the discussion regulations of Shareholder’s Meeting and work system of independent directors, and made efforts in constantly perfecting the administrating structure of the Co. conforming to the requirements specified in such standard documents as “Administrative Code for Listed Corporations”.

(II) In the reporting period, the Co. doesn’t occur any matters planned to be executed in the reporting period such as Profit Distribution, Capital Surplus to be Transferred to Increase Capital Stock, issue new stock or ration stocks.

(III) In the middle period, the Co. doesn’t distribute profit, nor transfer Capital Surplus to Increase Capital Stock.

(IV) Major lawsuits or arbitration cases

In this reporting period, no major lawsuits or arbitration cases occurred in the company.

(V) Within the reporting period, the major matters of purchasing or selling assets, annexation or merger

For this reporting period, there were no matters of purchasing or selling assets, annexation or merger.

(VI) Major Associated Transactions within the reporting period

1. Major associated transactions for purchasing commodities or accepting labor services

| Relations | Content of associated transaction | Pricing principles for associated transaction | Price of associated transaction | Amount of associated transaction | Proportion in the similar transaction | Mode of settlement | Market Price | Effect on profit of company |
|---|---|---|---------------------------------|----------------------------------|---------------------------------------|--------------------------------|--------------|-----------------------------|
| Dahua Group Co., Ltd. | Purchasing raw materials, electricity and steam | Market price, no agreed price for affordable market price | | 242,860,665.44 | 44.73 | Come-and-go account settlement | | |
| Dahua Group Fuzhouwan Salt Field | Purchase raw salt | Market Price | | 69,331,982.06 | 13.68 | Come-and-go account settlement | | |
| Dalian Huadi Industrial General Corporation | Purchase package | Market Price | | 7,384,749.00 | 1.46 | Come-and-go account settlement | | |
| Dahua Group Dalian Boer Chemical Industry Co., Ltd. | Purchase coke | Market Price | | 21,925,740.00 | 4.32 | Come-and-go account settlement | | |
| Dahua Group Co., Ltd. | Expenses for slag discharge, transport | Market Price | | 13,565,349.36 | 57.54 | Come-and-go account settlement | | |
| Dahua Group Dalian Automotive Transport Co., Ltd. | Expenses for transport, disassembly | Market Price | | 1,657,424.60 | 7.03 | Come-and-go account settlement | | |
| Dalian Huadi Industrial General Corporation | Repair expenses | Market Price | | 421,553.58 | 1.79 | Come-and-go account settlement | | |

2. Major associated transactions for selling commodities or offering labor services

| Relations | Content of associated | Pricing principles for | Price of associated | Amount of associated | Proportion in the | Mode of settlement | Market Price | Effect on profit of |
|-----------|-----------------------|------------------------|---------------------|----------------------|-------------------|--------------------|--------------|---------------------|
|-----------|-----------------------|------------------------|---------------------|----------------------|-------------------|--------------------|--------------|---------------------|

| | transaction | associated transaction | transaction | transaction | similar transaction | | | company |
|--|---------------------------------------|------------------------|-------------|----------------|---------------------|--------------------------------|--|---------|
| Dahua International Economics & Trade Co. | sales of pure soda, ammonium chloride | Market Price | | 149,561,115.87 | 23.67 | Come-and-go account settlement | | |
| Dahua Group Dalian Guanlin International Trading Co., Ltd. | sales of pure soda, ammonium chloride | Market Price | | 39,008,735.58 | 6.17 | Come-and-go account settlement | | |
| Dahua Group Co., Ltd. | sales of pure soda, ammonium chloride | Market Price | | 24,373,836.90 | 3.86 | Come-and-go account settlement | | |
| Dahua Group Dalian Ruilin Co., Ltd. | sales of rough ammonium chloride | Market Price | | 28,549,848.00 | 4.52 | Come-and-go account settlement | | |
| Dalian Hongtu Distribution Co. | sales of pure soda, ammonium chloride | Market Price | | 5,088,000.00 | 0.81 | Come-and-go account settlement | | |
| Dalian Huadi Industrial General Corporation | sales of pure soda, ammonium chloride | Market Price | | 761,585.44 | 0.12 | Come-and-go account settlement | | |

The associated transactions will be sustained for the reason that the Co. must, in virtue of its production technologies, purchase such raw materials as synthetic ammonia, steam, water and electricity as well as other power from the holding stockholder in order to meet the requirements for production.

The company has signed a comprehensive services contract with Dahua Group Co., Ltd. and its subordinate enterprises, including the content of providing raw materials, water, electricity, steam and various services by Dahua Group Co., Ltd. and its subordinate enterprises, as well as sales for partial products to Dahua Group Co., Ltd. and its subordinate enterprises. As the transaction prices will be decided through negotiation of transacting parties. The transacting price of raw materials provided by Dahua Group will base on the market price of same products and cost, and be decided through negotiation between Dahua Group and this company.

Explanation on the Associated Transactions and estimated comparison:

The company has made estimate for the annual associated transactions in 2005, and this estimate has been passed through discussion in the Shareholder's Meeting of 2004. In the reporting period, it is estimated that the company will purchase the water, electricity, steam and synthetic ammonia from Dahua Group Co., Ltd. for about 553 million Yuan, while the actual value occurred for the first half year is 243 million Yuan. Besides, it is anticipated that the purchase percent from Dahua Group Co., Ltd. will cover 60.23% of the total transaction of the same kind, while the actual proportion for such transaction occupies 44.73%. From the entire annual plan, the purchase amount is almost the same with the estimated amount, while the reason for the decrease of purchase proportion is that the price of raw material has increased dramatically and the raw material is also in great shortage, and the company has to purchase from foreign countries raw salt of over 400 thousand tons in 146 million Yuan, having caused increase in total purchase amount and the decrease of purchasing proportion of Dahua Group Co., Ltd. Besides the above status, the actual associated transactions and estimated associated transaction doesn't have any obvious difference.

3. Other Major Associated Transactions

1. According to the "Land Leasing Agreement" signed between Dahua Group Co., Ltd. and the company, the company is to pay land rent 1,980,000.00 Yuan in this year and has paid 990,000.00 Yuan in the first half year.

2. According to the "Trademark Use Right Agreement" signed between Dahua Group Co., Ltd. and the company, the company is to pay trademark use expense of 1,020,000.00 Yuan in this year and has paid 510,000.00 Yuan in the first half year.

3. According to the agreement for account cancellation concluded among the Co., Dahua Group and Fuzhouwan Salt Field, the debt Dahua Group owed were offset with the account of RMB 69,331,982.06 yuan payable by the Co. to Fuzhouwan Salt Field at the end of period.

4. The Company's bank loan of RMB 60,000,000.00 yuan was guaranteed by Dahua Group Co., Ltd. at the end of period.

(VII) Major Contracts & Implementation thereof

1. Trusting

There were no major cases of the Co. trusting in this reporting period.

2. Contracting

There were no major cases of the Co. contracting in this reporting period.

3. Renting

There were no major cases of the Co. renting in this reporting period.

4. Guarantee

There were no major cases of the Co. guarantee in this reporting period.

5. Financial entrustment status

There were no major cases of the financial entrustment in this reporting period.

6. Other Major Contracts

There were no important contract in this reporting period.

(VIII) Implementation for publicized matters of company or shareholder holding over 5% of shares Dahua Group Co., Ltd. has undertaken to repay the balance due with the funds for moving and rebuilding on Apr. 18th 2005. Part of balance due will be repaid in the first half of 2005, and the half sum of balance due will be repaid by the end of 2005, and all the balance due will be totally repaid by the end of 2006. By the end of Jun. 30th 2005, Dahua Group Co., Ltd. has the balance due of 359,554,661.25 Yuan, which is slightly less than the balance due on Mar. 31st 2005, which is 361,160,698.20 Yuan. The Co. has required Dahua Group Co., Ltd. to take effective measures to repay the balance.

On Jun. 22nd 2005, according to related requirement of China Securities Supervising Committee, Dahua Group Co., Ltd. has made commitment of "taking assets to repay liabilities" to repay all the balance due within 2005 by repaying with the assets for moving and rebuilding.

(IX) Penalty and Reconstruction Status of company, board of directors, directors

Within the reporting period, none of the Board of Directors and directors was checked, administratively punished or criticized by circulating notices by China Securities Monitor Council.

(X) Other Significant Matters

1) By the end of Jun. 30th 2005, the holding shareholder Dahua Group Co., Ltd. owned company RMB 359,554,661.25 yuan, which is lower than RMB 372,793,332.28 audited by No. [2003] 56 document from China Securities Monitor Council and National Assets Association in Sept. 2003 with the balance of RMB 13,238,671.06 yuan; which has increased RMB 42,091,737.02 Yuan from RMB 317,462,924.23 Yuan at the end of 2004, and which has reduced RMB 1,606,036.95 Yuan from RMB 361,160,698.20 in the first quarter of 2005. The technological process for production has decided that the Co. must purchase water, electricity, steam and synthetic ammonia etc. from the holding shareholder Dahua Group Co., Ltd. As a result, there will be inevitable come-and-go capital. The holding shareholder Dahua Group Co., Ltd. needs the company to provide prepaid accounts for purchasing the basic raw materials such as raw oil, heavy oil, coal etc. so as to meet

the demand for water, electricity, steam and synthetic ammonia in production. If Dahua Group Co., Ltd. has suspended production without raw materials, the company will suspend production as a result. At present, the rising price for the basic raw material such as raw oil, heavy oil and coal etc. has made extremely difficulties for Dahua Group Co., Ltd.

Dahua Group Co., Ltd. has undertaken to repay the balance due with the funds for moving and rebuilding on Apr. 18, 2005. Part of balance due will be repaid in the first half of 2005, and the half sum of balance due will be repaid by the end of 2005, and all the balance due will be totally repaid by the end of 2006.

On Jun. 22nd 2005, according to related requirement of China Securities Supervising Committee, Dahua Group Co., Ltd. has made commitment of "taking assets to repay liabilities" to repay all the balance due within 2005 by repaying with the assets for moving and rebuilding.

The Co. had claimed the holding stockholder to really exercise its liabilities, fulfill the promise to pay the debt and no longer occupy more funds and urged the holding stockholder to repay the debt as soon as possible.

2) According to the Dalian Municipal Government Work Report in 2005 audited and passed through 3rd meeting of 13 session of Dalian People's Congress, Dalian Municipal Government has decided to start up the moving and reforming project for Dahua Group Co., Ltd. And our company, and has planned to complete the entire moving and rebuilding project for previous factory area by the end of 2007.

According to the planning of Dalian Municipal Government, the Co. will be moved to Songmu Island, Wafangdian City, and related prophase work has been completely carried out.

VII. Financial Accounting Report (not audited)

(I) Audit Report

Audit Report

(II) Financial accounting report

Balance sheet

Jun. 30, 2005

Filed by:

Unit: RMB yuan

Currency: RMB

| Item | Remarks | | Mergence | | Parent Company | |
|---|----------|----------------|-----------------------------|-------------------------------|-----------------------------|-------------------------------|
| | Mergence | Parent Company | Amount by the end of period | Amount at beginning of period | Amount by the end of period | Amount at beginning of period |
| Current Assets: | | | | | | |
| Cash fund | | | | | 45,028,294.39 | 55,666,135.87 |
| Short-term investment | | | | | | |
| Notes receivable | | | | | 8,499,749.00 | 2,905,000.00 |
| Share profit receivable | | | | | | |
| Interest receivable | | | | | | |
| Accounts Receivable | | | | | 11,893,040.33 | 16,321,063.43 |
| Other Accounts Receivable | | | | | 345,530,974.65 | 303,058,748.07 |
| Accounts Prepaid | | | | | | |
| Subsidy Receivable | | | | | | |
| Inventory | | | | | 59,975,124.81 | 61,784,194.72 |
| Expenses to be apportioned | | | | | 581,814.92 | 1,863,122.20 |
| Long-term bond investment due within one year | | | | | | |
| Other current Assets | | | | | | |
| Total current Assets | | | | | 471,508,998.10 | 441,598,264.29 |
| Long-term investment: | | | | | | |
| Long-term share investment: | | | | | | |
| Long-term bond investment: | | | | | | |
| Total long-term investment | | | | | | |
| Of which: merged price difference | | | | | | |
| Of which: share investment price difference | | | | | | |
| Fixed Assets: | | | | | | |
| Original price of fixed Assets | | | | | 799,002,017.70 | 799,688,521.97 |

| | | | | | |
|---|--|--|--|----------------|----------------|
| Less: accumulated depreciation | | | | 556,926,960.36 | 539,048,347.89 |
| Net value of fixed Assets | | | | 242,075,057.34 | 260,640,174.08 |
| Less: fixed Assets waiting for depreciation | | | | 9,127,642.81 | 9,127,642.81 |
| Net value of fixed Assets | | | | 232,947,414.53 | 251,512,531.27 |
| Engineering material on-construction project | | | | 2,775,560.74 | 1,616,851.39 |
| Clearing-up of fixed Assets | | | | | |
| Total fixed Assets | | | | 235,722,975.27 | 253,129,382.66 |
| Intangible assets and other assets: | | | | | |
| Intangible assets | | | | | |
| Long-term expenses to be apportioned | | | | | |
| Other long-term assets | | | | | |
| Total intangible assets and other assets | | | | | |
| Deferred tax: | | | | | |
| Debit item of deferred tax | | | | | |
| Total Assets | | | | 707,231,973.37 | 694,727,646.95 |
| Current Liabilities: | | | | | |
| Short-term loan | | | | 60,000,000.00 | 60,000,000.00 |
| Notes payable | | | | | |
| Accounts Payable: | | | | 61,590,674.74 | 77,872,087.31 |
| Accounts pre-received | | | | 51,875,039.87 | 48,600,788.09 |
| Wages payable | | | | | |
| Welfare payable | | | | 870,528.79 | 1,650,311.55 |
| Share profit payable | | | | | |
| Tax payable | | | | -5,497,181.84 | -13,451,571.24 |
| Other Accounts payable | | | | | |
| Other Accounts Payable | | | | 22,164,222.04 | 21,943,378.23 |
| Withholding expenses | | | | 1,691,894.99 | |
| Estimated Liabilities | | | | | |
| Long-term liabilities due within one year | | | | | |
| Other current Liabilities | | | | | |
| Total current liabilities | | | | 192,695,178.59 | 196,614,993.94 |
| Long-term liabilities: | | | | | |
| Long-term loan | | | | | |
| Bond payable | | | | | |
| Long-term account payable | | | | | |
| Special accounts payable | | | | | |
| Other long-term liabilities | | | | | |
| Total long-term liabilities | | | | | |
| Deferred tax: | | | | | |
| Credit item of deferred tax | | | | | |
| Total liabilities | | | | 192,695,178.59 | 196,614,993.94 |
| Minor stockholders' Equity | | | | | |
| Owner's Equity (or stockholder's equity): | | | | | |
| Paid-up capital (or share cost) | | | | 275,000,000.00 | 275,000,000.00 |
| Less: investment returned | | | | | |
| Net value of paid-up capital (or share cost) | | | | 275,000,000.00 | 275,000,000.00 |
| Capital Public Reserve Fund | | | | 228,687,247.84 | 228,687,247.84 |
| Surplus Public Reserve Fund | | | | 14,197,542.40 | 14,197,542.40 |
| Of which: Legal Public Welfare Fund | | | | | |
| Undistributed Profits | | | | -3,347,995.46 | -19,772,137.23 |
| Cash share profit planned to be distributed | | | | | |
| Conversion price difference for foreign currency report | | | | | |
| Less: unconfirmed investment loss | | | | | |
| Total owner's Equity (or | | | | 514,536,794.78 | 498,112,653.01 |

| | | | | | | |
|--|--|--|--|--|--|--|
| 1. Sales, disposal the earnings from department and invested unit | | | | | | |
| 2. Loss due to natural hazard | | | | | | |
| 3. Total profit increased (or reduced) due to accounting policy alteration | | | | | | |
| 4. Total profit increased (or reduced) due to accounting estimation alteration | | | | | | |
| 5. Loss from liabilities reconstruction | | | | | | |
| 6. Others | | | | | | |

Legal Representative: Liu Pingqin Principal in charge of accounting work: Qi Shuzhi
Principal of finance department: Jiang Shengguo

Cash Flow Statement
Jan. to Jun. 2005

Filed by: _____ Unit: RMB yuan Currency: RMB

| Item | Remarks | | Mergence number | Parent Company name |
|---|----------|----------------|-----------------|---------------------|
| | Mergence | Parent Company | | |
| I. Cash Flow from Operating Activities | | | | |
| Cash from selling commodities or offering labor services | | | | 448,511,044.75 |
| Tax expenses returned | | | | 65,437.13 |
| Other cash received related with Operating Activities | | | | 477,617.72 |
| Subtotal of Cash inflow | | | | 449,054,099.60 |
| Cash from purchasing commodities or accepting labor services | | | | 412,391,579.11 |
| Cash paid to employees and to be paid for employees | | | | 33,143,966.55 |
| Various tax expenses paid | | | | 7,442,657.49 |
| Other cash paid related with Operating Activities | | | | 6,050,101.13 |
| Subtotal of Cash outflow | | | | 459,028,304.28 |
| Net Cash Flow from Operating Activities | | | | -9,974,204.68 |
| II. Cash Flow from Investment | | | | |
| Cash received from investment return | | | | |
| Of which: Cash received from transferring subordinate company | | | | |
| Cash for acquiring investment earnings | | | | |
| Cash from disposal of fixed assets, intangible assets and other long-term assets | | | | |
| Other cash received related with investment Activities | | | | |
| Subtotal of Cash inflow | | | | |
| Cash paid for purchasing fixed assets, intangible assets and other long-term assets | | | | 663,636.80 |
| Cash paid for investment | | | | |
| Other cash paid related with investment Activities | | | | |
| Subtotal of Cash outflow | | | | 663,636.80 |
| Net Cash Flow from investment | | | | -663,636.80 |
| III. Cash Flow from fund raising: | | | | |
| Cash received from absorbing investment | | | | |
| Of which: Cash received for absorbing minor shareholder's equity investment | | | | |
| Cash received from loan | | | | 25,000,000.00 |
| Other cash received related with fund raising activities | | | | |
| Subtotal of Cash inflow | | | | 25,000,000.00 |
| Cash paid for repaying debts | | | | 25,000,000.00 |
| Cash paid for distributing share profit, profit or interest | | | | |
| Of which: share profit paid for minor Stockholders' Equity | | | | |
| Other cash paid related with fund raising activities | | | | |
| Of which: cash paid to minor Stockholders due to subordinate company's capital reduction according to related law | | | | |
| Subtotal of Cash outflow | | | | 25,000,000.00 |
| Net Cash Flow from fund raising | | | | 0 |
| IV. Impact on cash due to exchange rate change | | | | |
| V. Net Increment of Cash & Cash Equivalent | | | | -10,637,841.48 |

| | | | | |
|--|--|--|--|----------------|
| Supplementary material | | | | |
| I. Cash Flow converting net profit for Operating Activities | | | | |
| Net profit | | | | 16,424,141.77 |
| Plus: Profit and loss of minor stockholder (loss indicates with "-") | | | | |
| Less: unconfirmed investment loss | | | | |
| Plus: withheld capital depreciation preparation | | | | 23,977,269.42 |
| Depreciation of Fixed Assets | | | | 17,892,393.70 |
| Intangible assets amortization | | | | |
| Amortization of long-term expenses to be apportioned | | | | |
| Decrease of expenses to be apportioned (Less: increase) | | | | 1,281,307.28 |
| Increase of withheld expenses (Less: decrease) | | | | 1,691,894.99 |
| Loss from disposal of fixed assets, intangible assets and other long-term assets (Less: earning) | | | | |
| Reported worthlessness loss of fixed assets | | | | 26,548.04 |
| Financial expenses | | | | |
| Loss of investment (Less: earnings) | | | | |
| Credit item of deferred tax payment (Less: Debit item) | | | | |
| Decrease of goods in stock (Less: increase) | | | | 1,369,635.64 |
| Decrease of operational items receivable (Less: increase) | | | | -64,364,700.70 |
| Increase of operational items payable (Less: decrease) | | | | -8,272,694.82 |
| Others | | | | |
| Net Cash Flow from Operating Activities | | | | -9,974,204.68 |
| 2. Investment and fund raising activities not related to cash income and expenses: | | | | |
| Converting debts to investment | | | | |
| Convertible Company bond due within one year | | | | |
| Fund raising rent into fixed Assets: | | | | |
| 3. Net Increment status of Cash & Cash Equivalent | | | | |
| Cash final balance | | | | 45,028,294.39 |
| Less: Cash initial balance | | | | 55,666,135.87 |
| Plus: balance of cash equivalent at period end | | | | |
| Less: balance of cash equivalent at period beginning | | | | |
| Net Increment of Cash & Cash Equivalent | | | | -10,637,841.48 |

Legal Representative: Liu Pingqin Principal in charge of accounting work: Qi Shuzhi
Principal of finance department: Jiang Shengguo

Merged assets depreciation statement

Jan. to Jun. 2005

Filed by:

Unit: RMB yuan

Currency: RMB

| Item | Initial Balance | Increased in current period | Decreased in current period | Final Balance |
|--|-----------------|-----------------------------|-----------------------------|---------------|
| | | | Total | |
| Total provision for bad account | | | | |
| Of which: Accounts Receivable | | | | |
| Other Accounts Receivable | | | | |
| Total short-term investment depreciation provision | | | | |
| Of which: stock investment | | | | |
| Bond investment: | | | | |
| Total inventory depreciation provision | | | | |
| Of which: inventory commodities | | | | |
| Raw material | | | | |
| Total long-term investment depreciation provision | | | | |
| Of which: Long-term shareholder right investment: | | | | |
| Long-term bond investment: | | | | |
| Total fixed assets depreciation provision | | | | |
| Of which: housing, construction | | | | |
| Machinery equipment | | | | |
| Intangible assets depreciation provision | | | | |
| Of which: patent right | | | | |
| Trademark right | | | | |
| On-construction project depreciation provision | | | | |
| Trusted loan depreciation provision | | | | |
| Total Assets depreciation | | | | |

Our company is one of the largest comprehensive pure soda manufacturing enterprise, and the reconstructed main body – the previous Soda Factory of Dahua Group Co., Ltd. has the production history for over 60 years, with the major products of pure soda, rough ammonia (agricultural ammonia chloride), caustic soda, refined ammonia and ammonium bicarbonate. The production output of pure soda, which is the major product of our company, has a very important role in China. Pure soda can be widely applied in various industrial fields as the basic chemical raw material. The annual production capacity is about 800 thousand tons, and its supreme product quality has won the national golden metal issued by national economic committee. The company has the annual production capacity of about 480 thousand tons for rough ammonia, which has also once won the national silver metal. In 2004, the average employee number is 2,465.

The company issued 100 million shares of “B share” in Sept. 1997, with the price of 2.58 Yuan per share. On Oct. 21, 1997, the company listed in Shanghai Stock Exchange.

(III) Company’s major accounting policy, accounting estimation and filing method of accounting report

1. Accounting standards and accounting system

The Co. implemented the “Accounting Code for Enterprises”, “Accounting Rules for Enterprises” and relevant provisions on financial accounting.

2. Fiscal Year

The fiscal year of company starts from Jan. 1 to Dec. 31 in Gregorian calendar.

3. Accounting standard money

The accounting standard money of company is RMB.

4. Accounting basis and valuation principle

The accounting audit of company is on accrual basis. All items of properties and materials is valued according to the actual cost when purchase, and is valued as per the lower one from convertible net value and book value.

5. Foreign currency accounting method

Foreign currency transactions are recorded in RMB at the market middle exchange rates on the 1st day of this month.

6. Judgment standard of Cash & Cash Equivalent

To convert the short-term (due within 3 month after the date of purchase), flexible flowability funds held by company into known amount cash and investment with less value fluctuation.

7. Short-term investment accounting method

The short-term investment at end of period are recorded with the lower one between the cost and market price, and are withheld for depreciation provision based on the price difference of short-term investment and the cost of single-item investment market price.

8. Valuation method for bad account loss of account receivable

The judgment standard for bad account is: (1) Since the debtor goes bankruptcy or dies, account receivable can not be recovered even if it is reimbursed with bankruptcy properties or heritage; (2) When the debtor doesn’t perform the obligations of repaying the debts for over three years, there are obvious or uncovered accounts receivable with evidence thereto.

The valuation method of bad account: the valuation method for bad accounts should take allowance method, and the account receivable (including the accounts receivable and other accounts receivable) should be withheld for bad account provision according to the analysis on the years of account and individual analysis method at the end of period. At the same time, the accounts receivable conforming to the following standard should especially increase the bad accounts provision besides the commonly withheld bad accounts provision. (1) The balance due at the end of period is a huge number, generally considering of over RMB 300 thousand Yuan. (2) In this period, there is not any balance due to any transactions owed by clients, or in the balance due

owed by client with certain transaction, there are some balance due caused in the last year, which are mutually agreed by two parties to temporarily suspend such balance due. (3) Though the company has urged many times to return the balance due, the client still has great difficulties in repaying.

| Years of account | Withholding proportion of account receivable (%) | Withholding proportion of other account receivable (%) |
|----------------------------------|--|--|
| Within 1 year (including 1 year) | 5 | 5 |
| 1 to 2 years | 10 | 10 |
| 2 to 3 years | 30 | 30 |
| Over 3 years | | |
| 3 to 4 years | 50 | 50 |
| 4 to 5 years | 70 | 70 |
| Over 5 years | 100 | 100 |

9. Inventory accounting method

The inventories are divided as raw material, package, in-product and finished products etc. according to the physical form. The spare parts and package among the raw materials, which are frequently to purchase and use, are valued as per the planned cost. As other bulky inventories are not so frequently purchased and used, but consumed in large quantity, these inventories are recorded as per the actual cost and the outgo ones are recorded in Weighted Average. The low-value consumables are amortized in one-time amortization method. At the end of period, the products are recorded as per the cost of major raw materials. Inventory on hand utilizes "perpetual inventory system", will be checked at the end of December of each year.

Withholding method for inventory depreciation provision: withhold according to the price difference which cost of single-item inventory is higher than convertible net current value.

10. Long-term investment accounting method

The long-term share investment are recorded as per the payment actual paid when investment or confirmed value. For the investment possessing under 20% shares in invested unit or over 20% shares but without significant influence, cost method will be taken for audit; for the investment with over 20% (including 20%) shares in invested unit or over 20% but with significant influence, equity method will be taken for unit; for the investment by subordinate company with over 50% (excluding 50%) shares in invested unit or under 50% but with working control, accounting report should be filed and merged.

The withholding method for long-term investment depreciation provision: the company will check the Balance Sheet item by item for the long-term investment; if the investment item devalue in market price or the investment unit is under bad operating status, which has caused the recoverable amount is lower than the face value and moreover the depreciated value will not be recovered in the foreseeable future, the price difference which the recoverable amount lower than the face value of long-term investment will be taken as the long-term investment depreciation provision.

11. Fixed asset and depreciation and withholding method for depreciation provision

The assets refer to the item that the operating period is over one year and the unit value is over 2,000 yuan, such as building construction, machinery equipment, transportation equipment and other equipment, apparatus and tools related with business operation.

The fixed assets are recorded in the purchased cost according to the stipulations of accounting system. Of which: the purchased or self-built fixed assets are recorded in actual cost; the fixed assets through non-currency transaction and debts reconstruction exchange will be recorded according to the stipulations in "Accounting Standards for PRC Enterprises – non-currency transaction" and "Accounting Standards for PRC Enterprises – debts reconstruction".

The fixed assets depreciation will be withheld in straight-line method, reserving 3% value and withhold the depreciation in classification conforming to the reserved value of original price of various fixed assets and estimated economic usage time.

The depreciation time and annual depreciation ratio of various fixed assets are listed as follows:

| Category | Depreciation time (year) | Annual Depreciation ratio (%) |
|-----------------------|--------------------------|-------------------------------|
| Building construction | 8 to 45 | 12.12 to 2.15 |
| Machinery equipment | 9 to 22 | 10.78 to 4.41 |
| Transportation tool | 6 to 12 | 16.17 to 8.08 |
| Other equipment | 9 to 14 | 10.78 to 6.93 |

Valuation method for fixed assets depreciation provision

At the end of period, it will be recorded as the lower one between the book net value of single item fixed assets and recoverable amount, for the recoverable amount is lower than book value, the single item assets will be withheld as fixed assets depreciation provision. For fixed assets under any of the following cases, the total amount should be withheld for depreciation provision.

- 1) The fixed assets without transferable value, left unused for long period and will not be used in the foreseeable future;
- 2) Due to the technological progress, the fixed assets could not be used;
- 3) Though the fixed assets could be used, large unqualified products will be manufactured if use such fixed assets;
- 4) Damaged to the degree that without any use value and transferable value;
- 5) The fixed assets which actually could not provide any economic benefit to the enterprise.

12. On-construction project accounting method

The on-construction project will be audited as per the actual cost. The loan interest expenditure and foreign currency conversion price difference related to on-construction project will be recorded into the cost of this sum of assets before such assets are capable to be used. The purchased item will be converted as fixed assets when it reaches to the usable status.

At the end of period, it will be recorded as the lower one between the book value of single item project and recoverable amount, for the recoverable amount is lower than book value, the single item assets will be withheld as on-construction project depreciation provision. For on-construction project under any of the following cases, it should be withheld for depreciation provision as follows:

- 1) The on-construction project has been long-term suspended and will not restart in the near 3 years;
- 2) Such project falls far behind no matter in performance or technology, and brings great uncertainty in economic benefits that can give to the enterprise;
- 3) The evidence that can sufficient prove that depreciation has occurred for the on-construction project.

13. Accounting method for loan

The judgment principle on loan: The amortization and exchange difference on the interest, discount or premium occurring from special loan due to purchasing fixed assets, as long as in accordance with the condition stipulated in "Accounting Standards for PRC Enterprises – Loan", will be recorded into the cost of such asset; the amortization and exchange difference of other loan interest, discount or premium will be considered as the expenses for this period; while the auxiliary expenses occurred for arranging special loan will be treated as per the above-mentioned principle. If the auxiliary expenses is of a small sum, it should be taken as the expense for this period.

When the special loan occurred for purchasing fixed assets satisfy the following three conditions, and the purchased fixed assets have reached to the status before usage, the loan should be capitalized and recorded for the cost of purchasing fixed assets.

- 1) It has occurred for purchasing fixed assets such as paying cash, transferring non-currency assets or undertaking liabilities etc.;
- 2) The loan expense has occurred;
- 3) The purchase activities necessary for assets to reach the utilizable state have started.

If the abnormal suspension time has overpassed three months after the capital has been ready for utilizable status, the loan expenses during suspension period and the loan expenses for the assets to reach the utilizable status will be recorded as the financial expenses for the current period.

14. Income confirmation principles

The major risk and remuneration for the ownership of above commodities have been transferred, and the company will not implement management right and actual control right on the commodities. The related income has been achieved or got evidence of receipt, and related economic benefit will probably flow into the enterprise. When the related cost for this commodity can reach to a reliable quantity, the income from the sales of commodity will be considered having achieved.

15. Accounting method for individual income tax

Accounting method for individual income tax is carried out according to the tax payable method.

16. The major accounting policy, accounting estimation and significant account error correction

(1) Accounting policy modification

None

(2) Accounting estimation modification

None

(3) Accounting error correction

None

(IV) Tax item

The major tax category and tax rate applicable to this company is as follows:

1. VAT: The VAT rate for pure soda products is 17%, and that for fertilizer is 13%. The export product implements with "exemption, mortgage, reimbursement", and the tax reimbursement rate is 13%. According to the reply upon DGSZSH (2002) No. 2 document issued by Dalian National Tax Bureau, the agricultural chloride ammonia produced in this period will be exempted from VAT, and the Income item of chloride ammonia for VAT exemption will be recorded into the sales cost.
2. Urban construction maintenance tax: the tax rate is 7% of VAT and sales tax payable.
3. Education expenses surplus: the tax rate is 3% of VAT and sales tax payable.
4. Local education expenses: the tax rate is 1% of VAT and sales tax payable.
5. Income tax: the tax rate of enterprise income tax is 33%.
6. Other tax item: including the housing property tax, vehicle license using tax, stamp tax etc. will be collected according to the related stipulations.

(V) Notes to accounting report:

1. Cash fund:

(1) Category of cash fund

| Item | Unit: RMB yuan Currency: RMB | |
|-----------------|-----------------------------------|-------------------------------|
| | Amount by the end of period | Amount at beginning of period |
| Cash | 144.41 | 346.62 |
| Bank deposit | 45,028,149.98 | 55,665,789.25 |
| Other cash fund | | |
| Total | 45,028,294.39 | 55,666,135.87 |

(2) Cash fund – foreign currency:

Of which: at the end of period, the deposit is 459,691.80 USD, which is RMB 3,804,639.18 Yuan, with the exchange rate at the end of period of 1:8.2765.

2. Notes receivable:

The balance of notes at the end of period is RMB 8,499,749.00 yuan, which are banker's acceptance bills.

The notes receivable increased RMB 5,594,749.00 Yuan than that of beginning of period, which is due to the increased proportion of banker's acceptance bill since the products sales market drops down.

3. Accounts Receivable:

(1) Years of Accounts Receivable

Unit: RMB yuan Currency: RMB

| Years of account | Amount by the end of period | | | | | Amount at beginning of period | | | | |
|------------------|-----------------------------|-------|---------------------------|-------------------|----------------------|-------------------------------|-------|---------------------------|-------------------|----------------------|
| | Book Face Balance | | Provision for bad account | | Book Face net amount | Book Face Balance | | Provision for bad account | | Book Face net amount |
| | Amount | Ratio | Amount | Withholding Ratio | | Amount | Ratio | Amount | Withholding Ratio | |
| Within 1 year | 5748260.00 | 3.66 | 287413.00 | | | 12306448.10 | 8.8 | 615322.41 | | |
| 1 to 2 years | 7110386.36 | 4.52 | 711038.64 | | | 2376751.89 | 1.7 | 237675.19 | | |
| 2 to 3 years | 15619923.52 | 9.93 | 15587077.91 | | | 10586916.37 | 7.57 | 9290749.44 | | |
| 3 to 4 years | 15,586,916.37 | 9.91 | 15,586,916.37 | | | 12,986,114.44 | 9.28 | 12,362,117.53 | | |
| 4 to 5 years | 14,715,301.10 | 9.36 | 14,715,301.10 | | | 10,678,200.26 | 7.63 | 10,107,503.06 | | |
| Over 5 years | 98,462,430.50 | 62.62 | 98,462,430.50 | | | 90,972,190.23 | 65.02 | 90,972,190.23 | | |
| Total | 157243217.85 | 100 | 145350177.52 | | | 139906621.29 | 100 | 123585557.86 | | |

(2) In the reporting period, there is no balance due for the shareholder with over 5% voting right

The total balance due for the top five units having owed the company amount to 39,405,883.57 Yuan, covering 25.06% of the accounts receivable.

4. Other Accounts Receivable:

(1) Years of account for other account receivable

Unit: RMB yuan Currency: RMB

| Years of account | Amount by the end of period | | | | | Amount at beginning of period | | | | |
|------------------|-----------------------------|-----------|---------------------------|-----------------------|----------------------|-------------------------------|-----------|---------------------------|-----------------------|----------------------|
| | Book Face Balance | | Provision for bad account | | Book Face net amount | Book Face Balance | | Provision for bad account | | Book Face net amount |
| | Amount | Ratio (%) | Amount | Withholding Ratio (%) | | Amount | Ratio (%) | Amount | Withholding Ratio (%) | |
| Within 1 year | 363,716,815.42 | 99.05 | 18,185,840.77 | | | 319,009,208.50 | 98.92 | 15,950,460.43 | | |
| Over 5 years | 3,490,085.54 | 0.95 | 3,490,085.54 | | | 3,490,085.54 | 1.08 | 3,490,085.54 | | |
| Total | 367,206,900.96 | 100 | 21,675,926.31 | | | 322,499,294.04 | | 19,440,545.97 | | |

(2) Major units for other account receivable

The holding shareholder-Dahua Group Co., Ltd. Holds 63.64% shares of this company, and its balance due covers 97.92% of other account receivable.

(3) In the reporting period, balance due in the other account receivable for the shareholder with over 5% voting right

Unit: RMB yuan Currency: RMB

| Unit | Amount by the end of period | | Amount at beginning of period | |
|-----------------------|-----------------------------|--------------------------------|-------------------------------|--------------------------------|
| | Balance due amount | Withholding bad account amount | Balance due amount | Withholding bad account amount |
| Dahua Group Co., Ltd. | 359,554,661.25 | 17,977,733.06 | 317,462,924.23 | 15,873,146.21 |
| Total | | | | |

5. Inventory:

(1) Category of inventory

Unit: RMB yuan Currency: RMB

| Item | Amount by the end of period | | | Amount at beginning of period | | |
|-----------------------|-----------------------------|----------------------------|-----------------|-------------------------------|----------------------------|-----------------|
| | Book Face Balance | Provision for depreciation | Book Face value | Book Face Balance | Provision for depreciation | Book Face value |
| Raw material | 43,731,648.02 | 667,094.19 | | 42,110,529.36 | 689,824.77 | |
| Inventory commodities | | | | | | |
| Package | 6,443,100.42 | | | 9,996,636.75 | | |
| In-product | 7,218,608.76 | | | 5,580,628.41 | | |
| Finished products | 2,581,767.61 | | | 4,786,224.97 | | |
| Total | 59,975,124.81 | 667,094.19 | | 62,474,019.49 | 689,824.77 | |

6. Expenses to be apportioned:

Unit: RMB yuan Currency: RMB

| Category | Amount at beginning of period | Increased in current period | Amortized in current period | Amount by the end of period | Reason for on hands |
|------------------|-------------------------------|-----------------------------|-----------------------------|-----------------------------|---------------------|
| Heating expenses | 1,317,039.10 | | 878,026.00 | 439,013.10 | |
| Insurance | 546,083.10 | 75,956.31 | 479,237.59 | 142,801.82 | |
| Total | 1,863,122.20 | 75,956.31 | 1,357,263.59 | 581,814.92 | / |

7. Fixed Assets:

Unit: RMB yuan Currency: RMB

| Item | Amount at beginning of period | Increased in current period | Decreased in current period | Amount by the end of period |
|--------------------------------------|-------------------------------|-----------------------------|-----------------------------|-----------------------------|
| I. Total original price | 799,688,521.97 | 55,495.73 | 742,000.00 | 799,002,017.70 |
| Of which: housing and construction | 243,957,440.94 | | | 243,957,440.94 |
| Machinery equipment | 545,018,589.13 | | 600,000.00 | 544,418,589.13 |
| Transportation equipment | 9,743,269.91 | 32,478.63 | 142,000.00 | 9,633,748.54 |
| Other equipment | 969,221.99 | 23,017.10 | | 992,239.09 |
| II. Total accumulated depreciation: | 539,048,347.89 | 17,977,160.51 | 98,548.04 | 556,926,960.36 |
| Of which: housing and construction | 139,043,164.96 | 2,973,332.17 | | 142,016,497.13 |
| Machinery equipment | 392,661,254.29 | 14,586,643.63 | | 407,247,897.92 |
| Transportation equipment | 6,690,759.89 | 360,523.13 | 98,548.04 | 6,952,734.98 |
| Other equipment | 653,168.75 | 56,661.58 | | 709,830.33 |
| 3. Total fixed Assets net value | 260,640,174.08 | -17,921,664.78 | 643,451.96 | 242,075,057.34 |
| Of which: housing and construction | 104,914,275.98 | -2,973,332.17 | | 101,940,943.81 |
| Machinery equipment | 152,357,334.84 | -14,586,643.63 | 600,000.00 | 137,170,691.21 |
| Transportation equipment | 3,052,510.02 | -328,044.50 | 43,451.96 | 2,681,013.56 |
| Other equipment | 316,053.24 | -33,644.48 | | 282,408.76 |
| IV: Total provision for depreciation | 9,127,642.81 | | | 9,127,642.81 |
| Of which: housing and construction | 2,474,194.90 | | | 2,474,194.90 |
| Machinery equipment | 6,653,447.91 | | | 6,653,447.91 |
| V. Total fixed Assets net value | 251,512,531.27 | -17,921,664.78 | 643,451.96 | 232,947,414.53 |
| Of which: housing and construction | 102,440,081.08 | -2,973,332.17 | | 99,466,748.91 |
| Transportation equipment | 3,052,510.02 | -328,044.50 | 43,451.96 | 2,681,013.56 |
| Other equipment | 316,053.24 | -33,644.48 | | 282,408.76 |

| | | | | |
|---------------------|----------------|----------------|------------|----------------|
| Machinery equipment | 145,703,886.93 | -14,586,643.63 | 600,000.00 | 130,517,243.30 |
|---------------------|----------------|----------------|------------|----------------|

8. On-construction project:

(1) On-construction project alteration:

Unit: RMB yuan Currency: RMB

| Project name | Amount at beginning of period | Increased in current period | Decreased in current period | Transferred into Fixed Assets | Funds source | Amount by the end of period |
|---|-------------------------------|-----------------------------|-----------------------------|-------------------------------|----------------|-----------------------------|
| No. 2 soda filter | | 292,497.26 | | | Self-collected | 292,497.26 |
| No. 21 Outside cooling machine | | 251,666.11 | | | Self-collected | 251,666.11 |
| No. 1 cyclone separator | 4,030.65 | 188,382.00 | | | Self-collected | 192,412.65 |
| No. 28 Outside cooling machine | 17,578.75 | 148,084.61 | | | Self-collected | 165,663.36 |
| No. 1 buried scraper | | 132,537.44 | | | Self-collected | 132,537.44 |
| Refined ammonia No. 1 Outside cooling machine | 35,900.40 | 65,000.00 | | | Self-collected | 100,900.40 |
| No. 13 Outside cooling machine | | 93,872.07 | | | Self-collected | 93,872.07 |
| No. 4 mother liquid heat exchanger | 89,105.24 | | | | Self-collected | 89,105.24 |
| No. 7 mother liquid heat exchanger | 85,836.89 | | | | Self-collected | 85,836.89 |
| No. 2 cyclone separator | 1,218.15 | 79,080.65 | | | Self-collected | 80,298.80 |
| 2-2 salt washer | 72,276.00 | | | | Self-collected | 72,276.00 |
| Other minute expenditure | 1,310,905.31 | 1,263,440.05 | 1,355,850.84 | | Self-collected | 1,218,494.52 |
| Total | 1,616,851.39 | 2,514,560.19 | 1,355,850.84 | | / | 2,775,560.74 |

9. Short-term loan:

(1) Classification of short-term loan:

Unit: RMB yuan Currency: RMB

| Item | Amount by the end of period | Amount at beginning of period |
|---------------|-----------------------------|-------------------------------|
| Pledged loan | | |
| Mortgage loan | | |
| Secured loan | | |
| Credit loan | 60,000,000.00 | 60,000,000.00 |
| Total | | |

10. Accounts Payable

The balance of account payable at the end of period is 61,590,674.74 Yuan, which has reduced 16,281,412.57 Yuan, mainly due to the repayment of accounts payable.

11. Pre-received accounts

The balance of pre-received account at the end of period is 51,875,039.87 Yuan, which has increased 3,274,251.78 Yuan, mainly due to the increase of pre-received products.

12. Tax payable

Unit: RMB yuan Currency: RMB

| Item | Amount by the end of period | Amount at beginning of period | Collection standard |
|------------------------|-----------------------------|-------------------------------|---------------------|
| VAT | -1,283,797.93 | -8,832,003.80 | 17%、13% |
| Income tax | -4,821,292.60 | -4,821,292.60 | 33% |
| Individual income tax | 23,141.30 | 100,049.40 | As per stipulations |
| Urban construction tax | 480,667.51 | | 7% |

| | | | |
|-----------|---------------|----------------|---------------------|
| Stamp tax | 104,099.88 | 101,675.76 | As per stipulations |
| Total | -5,497,181.84 | -13,451,571.24 | / |

13. Other Accounts Payable:

(1) Explanation on other account payable:

The other account payable mainly refers to service charge payable.

14. Withholding expenses:

The withholding expenses is 1,691,894.99 Yuan, which is withheld for overhaul and recondition expenses.

15. Stock Capital:

Unit: share

| | Amount at beginning of period | Increase & Decrease due to the Change (+, -) | | | | | | Amount at end of period |
|--|-------------------------------|--|--------------------------|--|-----------------|--------|----------|-------------------------|
| | | Stocks Rationed | Bonus Stock from Profits | Stocks Transferred from Reserved Funds | Increase Issued | Others | Subtotal | |
| I. Stocks unlisted | | | | | | | | |
| 1. Promoters' Stocks | | | | | | | | |
| Including: | | | | | | | | |
| Shares hold by the state | 175,000,000 | | | | | | | 175,000,000 |
| Stocks held in domestic legal persons | | | | | | | | |
| Stocks held in foreign legal persons | | | | | | | | |
| Others | | | | | | | | |
| 2. Legal persons' stocks from placement | | | | | | | | |
| 3. Internal staff stocks | | | | | | | | |
| 4. Preferred stocks or others | | | | | | | | |
| Total unlisted stocks | 175,000,000 | | | | | | | 175,000,000 |
| II. Stocks listed | | | | | | | | |
| 1. RMB ordinary stocks | | | | | | | | |
| 2. Foreign-invested stocks listed domestically | 100,000,000 | | | | | | | 100,000,000 |
| 3. Foreign-invested stocks listed overseas | | | | | | | | |
| 4. Others | | | | | | | | |
| Total listed stocks | 100,000,000 | | | | | | | 100,000,000 |
| III. Total Stocks | 275,000,000 | | | | | | | 275,000,000 |

16. Capital Public Reserve Fund:

Unit: RMB yuan Currency: RMB

| Item | Amount at beginning of period | Increased in current period | Decreased in current period | Amount by the end of period |
|---|-------------------------------|-----------------------------|-----------------------------|-----------------------------|
| Stock Capital premium | 228,687,247.84 | | | 228,687,247.84 |
| Accepted donated non-cash capital preparation | | | | |
| Accepted cash donation | | | | |
| Share investment preparation | | | | |
| Price difference of associated transaction | | | | |
| Appropriated funds transfer in | | | | |
| Conversion price difference for foreign capital | | | | |
| Other Capital Public Reserve Fund | | | | |
| Total | 228,687,247.84 | | | 228,687,247.84 |

17. Surplus Public Reserve Fund:

Unit: RMB yuan Currency: RMB

| Item | Amount at beginning of period | Increased in current period | Decreased in current period | Amount by the end of period |
|-----------------------------------|-------------------------------|-----------------------------|-----------------------------|-----------------------------|
| Legal Surplus Public Reserve Fund | 7,098,771.20 | | | 7,098,771.20 |
| Legal Public Welfare Fund | 7,098,771.20 | | | 7,098,771.20 |
| Any Surplus Public Reserve Fund | | | | |
| Reserved funds | | | | |
| Enterprise development funds | | | | |
| Other Surplus Public Reserve Fund | | | | |
| Total | 14,197,542.40 | | | 14,197,542.40 |

18. Undistributed Profits:

Unit: RMB yuan Currency: RMB

| Item | Amount by the end of period | Amount at beginning of period |
|--|-----------------------------|-------------------------------|
| Net profit | 16,424,141.77 | 14,611,859.74 |
| Plus: Undistributed Profits at the beginning of year | -19,772,137.23 | -34,383,996.97 |
| Other transfer | | |
| Less: Withheld Surplus Public Reserve Fund | | |
| Withheld Legal Public Welfare Fund | | |
| Undistributed Profits | -3,347,995.46 | -19,772,137.23 |

19. Main business income and main business cost:

(1) Main business in industry

Unit: RMB yuan Currency: RMB

| Name of industry | Amount of this period | | Figure at same period last year | |
|----------------------------|-----------------------|----------------|---------------------------------|----------------|
| | Business income | Business cost | Business income | Business cost |
| Chemical trade | 631,866,593.35 | 561,345,314.43 | 500,942,200.43 | 455,734,061.88 |
| Of which: associated trade | 247,343,121.79 | 242,618,868.16 | 53,257,620.69 | 52,251,051.66 |
| Total | | | | |
| Inner balance | | | | |
| Total | 631,866,593.35 | 561,345,314.43 | 500,942,200.43 | 455,734,061.88 |

(2) Main business in sub-products

Unit: RMB yuan Currency: RMB

| Name of products | Amount of this period | | Figure at same period last year | |
|--|-----------------------|----------------|---------------------------------|----------------|
| | Business income | Business cost | Business income | Business cost |
| Ammonia Soda & Pure Soda | 178,354,041.31 | 176,713,184.13 | 132,533,267.44 | 130,268,899.47 |
| Two Products by Combined Way (Pure Soda & Ammonium Chloride) | 439,499,182.52 | 367,050,812.80 | 360,528,868.13 | 314,000,964.55 |
| Of which: associated trade | 247,343,121.79 | 242,618,868.16 | 53,257,620.69 | 52,251,051.66 |
| Total | | | | |
| Inner balance | | | | |
| Total | 617,853,223.83 | 543,763,996.93 | 493,062,135.57 | 444,269,864.02 |

20. Main Business tax and plus:

Unit: RMB yuan Currency: RMB

| Item | Amount of this period | Figure at same period last year | Collection standard |
|------|-----------------------|---------------------------------|---------------------|
| | | | |

| | | | |
|------------------------|------------|---|-------|
| Urban construction tax | 369,932.54 | | 7% |
| Education expense plus | 211,390.03 | | 3%、1% |
| Total | 581,322.57 | 0 | / |

21. Other Business Profit:

Unit: RMB yuan Currency: RMB

| Item | Amount of this period | | | Figure at same period last year | | |
|----------------|-----------------------|------|-------------|---------------------------------|------|-------------|
| | Income | Cost | Profit | Income | Cost | Profit |
| Service charge | | | -931,891.81 | | | -614,944.05 |
| Total | | | -931,891.81 | | | -614,944.05 |

22. Financial expenses:

Unit: RMB yuan Currency: RMB

| Item | Amount of this period | Figure at same period last year |
|-------------------------|-----------------------|---------------------------------|
| Interest expenditure | | 224,200.70 |
| Less: Interest income | 71,598.99 | 111,031.68 |
| Exchange loss | | 229.64 |
| Less: exchange earnings | | 183.68 |
| Others | 32,299.88 | 24,494.28 |
| Total | -39,299.11 | 137,709.26 |

23. Business-out income:

Unit: RMB yuan Currency: RMB

| Item | Amount of this period | Figure at same period last year |
|--|-----------------------|---------------------------------|
| Net earnings from disposal of fixed Assets | 26,548.04 | 7,186.31 |
| Penalty income | 2,000.00 | |
| Total | 28,548.04 | 7,186.31 |

24. Business-out expenses:

Unit: RMB yuan Currency: RMB

| Item | Amount of this period | Figure at same period last year |
|----------------------|-----------------------|---------------------------------|
| Acceptance bill loss | 91,050.00 | |
| Total | 91,050.00 | |

25. Other cash paid related with Operating Activities

Other cash paid related to operating activities is 6,050,101.13 Yuan, including the cash paid for management expenses, sales expenses and manufacturing expenses.

(VI) Relations and association transactions

1. Basic information for controlling relations

| Name of Relations | Registered address | Main Business | Relation with this company | Economic Type | Legal representative |
|-----------------------|--|---|----------------------------|---|----------------------|
| Dahua Group Co., Ltd. | No. 10 Gongxing Road, Ganjingzi District, Dalian, Liaoning | Production and sales of compound fertilizer, sulfuric acid, nitric acid, ammonium nitrate, sodium nitrate, coal tar and liquid nitrogen, etc. | Holding Shareholder | State-owned enterprise (enterprise owned by the whole people) | Xing Xuepu |

2. Registered capital and alteration status of controlling relations

Unit: RMB ten thousand yuan Currency: RMB

| Name of Relations | Registered Capital at beginning of this period | Increase or decrease of Registered Capital | Registered Capital at end of this period |
|-----------------------|--|--|--|
| Dahua Group Co., Ltd. | 305,785 | | 305,785 |

3. Held shares and alteration status of controlling relations

Unit: RMB ten thousand yuan Currency: RMB

| Name of Relations | Shares held by relations at beginning of period | Share proportion held by relations at beginning of period (%) | Increase or decrease of Shares held by relations | Proportion of Increase or decrease of Shares held by relations (%) | Shares held by relations at end of period | Share proportion held by relations at end of period (%) |
|-----------------------|---|---|--|--|---|---|
| Dahua Group Co., Ltd. | 175,000,000 | 63.64 | | | 175,000,000 | 63.64 |

4. Basic information of without controlling relations

| Name of Relations | Relation with this company |
|--|---|
| Dahua International Economics & Trade Co. | Parent company's whole-funded holding company |
| Dalian Hongtu Distribution Co. | Others |
| Dalian Huadi Industrial General Corporation | Others |
| Dalian Huadi Industrial Packing Ware Corporation | Others |
| Dalian Huadi Auto Garage | Others |
| Dahua Group Fuzhouwan Salt Field | Parent company's whole-funded holding company |
| Dahua Group (Hong Kong)International Trading Co., Ltd. | Others |
| Dahua Group Dalian Boer Chemical Industry Co., Ltd. | Others |
| Dahua Group Dalian Ruilin Co., Ltd. | Others |
| Dahua Group Dalian Automotive Transport Co., Ltd. | Others |
| Dahua Group Dalian Guanlin International Trading Co., Ltd. | Others |

Besides the sole subordinate company Dahua International Economics & Trade Co. and Dahua Group Fuzhouwan Salt Field, other associated units are all the subordinate company of parent company.

5. Associated transaction

(1) Associated transactions for purchasing commodities or accepting labor services

Unit: RMB yuan Currency: RMB

| Relations | Item of associated transaction | Pricing principles for associated transaction | Amount of this period | | Figure at same period last year | |
|---|---|---|-----------------------|---------------------------------------|---------------------------------|---------------------------------------|
| | | | Amount | Proportion in the similar transaction | Amount | Proportion in the similar transaction |
| Dahua Group Co., Ltd. | Purchasing raw materials, electricity and steam | Market price, no agreed price for affordable market price | 242,860,665.44 | 44.73 | 276,718,375.58 | 63.14 |
| Dahua Group Fuzhouwan Salt Field | Purchase raw salt | Market Price | 69,331,982.06 | 13.68 | 28,016,362.38 | 6.39 |
| Dalian Huadi Industrial General Corporation | Purchase package | Market Price | 7,384,749.00 | 1.46 | 5,686,000 | 1.30 |
| Dahua Group Dalian Boer Chemical Industry Co., Ltd. | Purchase coke | Market Price | 21,925,740.00 | 4.32 | | |
| Dahua Group Co., Ltd. | Expenses for slag discharge, transport | Market Price | 13,565,349.36 | 57.54 | 16,111,796.56 | 61.91 |
| Dahua Group Dalian Automotive Transport | Expenses for transport, disassembly | Market Price | 1,657,424.60 | 7.03 | | |

| | | | | | |
|---|-----------------|--------------|------------|------|--|
| Co., Ltd. | | | | | |
| Dalian Huadi Industrial General Corporation | Repari expenses | Market Price | 421,553.58 | 1.79 | |

(2) Associated transactions for selling commodities or offering labor services

Unit: RMB yuan

Currency: RMB

| Relations | Item of associated transaction | Pricing principles for associated transaction | Amount of this period | | Figure at same period last year | |
|--|---------------------------------------|---|-----------------------|---------------------------------------|---------------------------------|---------------------------------------|
| | | | Amount | Proportion in the similar transaction | Amount | Proportion in the similar transaction |
| Dahua Group Co., Ltd. | sales of pure soda, ammonium chloride | Market price, no agreed price for affordable market price | 24,373,836.90 | 3.86 | 29,272,482.56 | 5.84 |
| Dahua International Economics & Trade Co. | sales of pure soda, ammonium chloride | Market Price | 149,561,115.87 | 23.67 | | |
| Dahua Group Dalian Guanlin International Trading Co., Ltd. | sales of pure soda, ammonium chloride | Market Price | 39,008,735.58 | 6.17 | | |
| Dahua Group Dalian Ruilin Co., Ltd. | sales of rough ammonium chloride | Market Price | 28,549,848.00 | 4.52 | | |
| Dalian Hongtu Distribution Co. | sales of pure soda, ammonium chloride | Market Price | 5,088,000.00 | 0.81 | 518,227.02 | 0.10 |
| Dalian Huadi Industrial General Corporation | sales of pure soda, ammonium chloride | Market Price | 761,585.44 | 0.12 | 1,371,818.66 | 0.27 |

(3) Other associated trade

1. According to the "Land Leasing Agreement" signed between Dahua Group Co., Ltd. and the company, the company is to pay land rent 1,980,000.00 Yuan in this year and has paid 990,000.00 Yuan in the first half year.

2. According to the "Trademark Use Right Agreement" signed between Dahua Group Co., Ltd. and the company, the company is to pay trademark use expense of 1,020,000.00 Yuan in this year and has paid 510,000.00 Yuan in the first half year.

3. According to the agreement for account cancellation concluded among the Co., Dahua Group and Fuzhouwan Salt Field, the debt Dahua Group owed were offset with the account of RMB 69,331,982.06 yuan payable by the Co. to Fuzhouwan Salt Field at the end of period.

4. The Company's bank loan of RMB 60,000,000.00 yuan was guaranteed by Dahua Group Co., Ltd. at the end of period.

6. Account receivable from relations

Unit: RMB yuan

Currency: RMB

| Name of account receivable and account payable | Relations | Initial Amount | Final Amount |
|--|---|----------------|--------------|
| Accounts Receivable | Dahua International Economics & Trade Co. | 22,599.90 | |

| | | | |
|---------------------------|--|----------------|----------------|
| Pre-received accounts | Dahua International Economics & Trade Co. | | 17,534,559.18 |
| Accounts Receivable | Dahua Group Dalian Guanlin International Trading Co., Ltd. | 6,458,710.91 | 3,710,434.43 |
| Other Accounts Receivable | Dahua Group Co., Ltd. | 317,462,924.23 | 359,554,661.25 |
| Accounts Payable | Dahua Group Fuzhouwan Salt Field | 423,157.32 | |
| Pre-received accounts | Dalian Huadi Industrial General Corporation | 564,659.05 | 564,659.05 |
| Pre-received accounts | Dalian Hongtu Distribution Co. | 1,273,659.58 | |
| Accounts Receivable | Dalian Hongtu Distribution Co. | | 92,226.00 |
| Pre-received accounts | Dahua Group Dalian Ruilin Co., Ltd. | 21,945.00 | 656,000.00 |
| Other Accounts Payable | Dahua Group Dalian Automotive Transport Co., Ltd. | 275,471.60 | |

(VII) Issues concerned

None

(VIII) Commitment issues

None

(IX) Issues after date of Balance sheet

None

(X) Other Significant Matters

None

VIII. Documents Available for Reference

(I) The accounting statements with the signatures and seals of the legal representative, the chief in charge of accounting and the accountant-in-charge;

(II) The originals of all the documents and announcements of the Co. openly revealed in "Shanghai Securities News", "China Securities Journal" and "Hong Kong Commercial Daily" within the reporting period.;

(III) The above documents were placed in the Securities Department of the Co.

Board chairman: Liu Pingqin
Dahua Group Dalian Chemical Industry Co., Ltd.
Aug. 17, 2005