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## **ASIA CEMENT (CHINA) HOLDINGS CORPORATION**

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

**(Stock Code: 743)**

### **2011 Interim Results Announcement**

#### **HIGHLIGHTS OF THE SIX MONTHS ENDED 30 JUNE 2011**

Revenue increased by 68% to approximately RMB3,829.3 million (2010: approximately RMB2,274.5 million)

Profit attributable to owners of the Company increased by 355% to approximately RMB638.5 million (2010: approximately RMB140.2 million). The significant improvement in profit attributable to owners of the Company was mainly attributable to (i) the increase of production capacity and sales volume after the full operation of No. 3 new dry process rotary kiln at Sichuan Yadong Plant, No. 1 new dry process rotary kiln at Huanggang Yadong Plant, No. 4 new dry process rotary kiln at Jiangxi Yadong Plant, No. 2 new dry process rotary kiln at Hubei Yadong Plant and Wuhan Yaxin Cement Co, Ltd.; and (ii) the significant increase in average selling price of the Company's products compared with that of the corresponding period of the previous year.

Basic earning per share amounted to RMB0.41 (2010: RMB0.09), representing an increase of approximately 356%.

## INTERIM RESULTS

The board (the “Board”) of directors (the “Directors”) of Asia Cement (China) Holdings Corporation (the “Company”), the Company and its subsidiaries (collectively the “Group”) hereby announces the unaudited consolidated interim results for the six months ended 30 June 2011 together with comparative figures for the corresponding period in 2010. These interim condensed consolidated financial statements for the six months ended 30 June 2011 have not been audited, but have been reviewed by the Audit Committee and the auditors of the Company.

### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2011

	Notes	Six months ended 30 June	
		2011 RMB'000 (unaudited)	2010 RMB'000 (unaudited)
Revenue		3,829,295	2,274,458
Cost of sales		(2,698,785)	(1,854,281)
Gross profit		1,130,510	420,177
Other income	5	58,686	37,284
Other gains	6	41,487	6,244
Distribution and selling expenses		(150,484)	(118,413)
Administrative expenses		(136,616)	(102,384)
Share of losses of jointly controlled entities		(226)	(764)
Share of profit of an associate		500	–
Finance costs	7	(103,282)	(73,425)
Profit before tax		840,575	168,719
Income tax expense	8	(175,978)	(27,011)
Profit for the period	9	664,597	141,708
Other comprehensive income:			
Fair value gain on hedging instruments designated in cash flow hedges		1,061	–
Total comprehensive income for the period		665,658	141,708
Profit for the period attributable to:			
Owners of the Company		638,538	140,225
Non-controlling interests		26,059	1,483
		664,597	141,708
Total comprehensive income for the period attributable to:			
Owners of the Company		639,599	140,225
Non-controlling interests		26,059	1,483
		665,658	141,708
		RMB	RMB
Earnings per share:	11		
Basic		0.41	0.09
Diluted		0.41	0.09

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2011

		30 June 2011 <i>RMB'000</i> (unaudited)	31 December 2010 <i>RMB'000</i> (audited)
<b>Non-current assets</b>			
Property, plant and equipment	12	9,780,205	10,021,327
Quarry	13	213,369	215,511
Prepaid lease payments	14	539,069	548,729
Goodwill		138,759	138,759
Other intangible assets		19,707	20,421
Interests in jointly controlled entities	15	24,144	45,755
Interests in an associate		12,253	11,753
Deferred tax assets	16	20,402	14,877
Long term receivables	17	77,481	79,007
Derivative asset	18	1,061	–
		<b>10,826,450</b>	<b>11,096,139</b>
<b>Current assets</b>			
Inventories	19	893,588	679,669
Long term receivables – due within one year	17	7,965	15,083
Trade and other receivables	20	2,435,189	1,983,489
Prepaid lease payments	14	17,071	14,491
Amount due from an associate	21	3,905	980
Derivative assets	18	–	4,181
Restricted bank deposits	22	40,426	19,769
Time deposits	23	100,000	–
Bank balances and cash		977,850	686,099
		<b>4,475,994</b>	<b>3,403,761</b>
<b>Current liabilities</b>			
Trade and other payables	24	852,109	886,555
Amounts due to non-controlling interests		21,692	37,000
Amounts due to jointly controlled entities	25	643	5,940
Tax payables		54,126	57,437
Bank borrowings – due within one year	26	1,189,644	1,244,228
Derivative liabilities	18	–	4,783
		<b>2,118,214</b>	<b>2,235,943</b>
<b>Net current assets</b>		<b>2,357,780</b>	<b>1,167,818</b>
<b>Total assets less current liabilities</b>		<b>13,184,230</b>	<b>12,263,957</b>

		<b>30 June 2011</b>	31 December 2010
	<i>Notes</i>	<b>RMB'000 (unaudited)</b>	<b>RMB'000 (audited)</b>
<b>Non-current liabilities</b>			
Other payables	24	<b>12,000</b>	15,000
Bank borrowings – due after one year	26	<b>5,153,046</b>	4,722,710
Derivative liabilities	18	–	13,937
Deferred tax liabilities	27	<b>24,930</b>	22,521
		<u><b>5,189,976</b></u>	<u>4,774,168</u>
<b>Net assets</b>		<u><b>7,994,254</b></u>	<u>7,489,789</u>
<b>Capital and reserves</b>			
Share capital	28	<b>139,549</b>	139,549
Reserves		<u><b>7,639,550</b></u>	<u>7,154,384</u>
Equity attributable to owners of the Company		<b>7,779,099</b>	7,293,933
Non-controlling interests		<u><b>215,155</b></u>	<u>195,856</u>
<b>Total equity</b>		<u><b>7,994,254</b></u>	<u>7,489,789</u>

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
*For the six months ended 30 June 2011*

	Attributable to owners of the Company									Non- controlling interests	Total
	Share capital	Share premium	Statutory reserves	Other reserves	Special reserve	Share option reserve	Hedging reserve	Retained profits	Sub-total		
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
At 1 January 2010 (audited)	139,549	3,376,570	275,228	286,038	1,673,893	15,944	–	1,166,936	6,934,158	132,933	7,067,091
Profit and total comprehensive income for the period	–	–	–	–	–	–	–	140,225	140,225	1,483	141,708
Appropriation	–	–	148,777	–	–	–	–	(148,777)	–	–	–
Recognition of equity-settled share-based payments	–	–	–	–	–	2,776	–	–	2,776	–	2,776
Dividends recognised as distribution	–	–	–	–	–	–	–	(155,625)	(155,625)	–	(155,625)
Dividends paid to non-controlling interests	–	–	–	–	–	–	–	–	–	(1,717)	(1,717)
At 30 June 2010 (unaudited)	139,549	3,376,570	424,005	286,038	1,673,893	18,720	–	1,002,759	6,921,534	132,699	7,054,233
At 1 January 2011 (audited)	139,549	3,376,570	425,596	286,038	1,673,893	20,471	–	1,371,816	7,293,933	195,856	7,489,789
Profit for the period	–	–	–	–	–	–	–	638,538	638,538	26,059	664,597
Other comprehensive income for the period	–	–	–	–	–	–	1,061	–	1,061	–	1,061
Total comprehensive income for the period	–	–	–	–	–	–	1,061	638,538	639,599	26,059	665,658
Appropriation	–	–	132,419	–	–	–	–	(132,419)	–	–	–
Recognition of equity-settled share- based payments	–	–	–	–	–	1,192	–	–	1,192	–	1,192
Dividends recognised as distribution (note 10)	–	–	–	–	–	–	–	(155,625)	(155,625)	–	(155,625)
Dividends paid to non-controlling interests	–	–	–	–	–	–	–	–	–	(6,760)	(6,760)
At 30 June 2011 (unaudited)	139,549	3,376,570	558,015	286,038	1,673,893	21,663	1,061	1,722,310	7,779,099	215,155	7,994,254

*Note:* The aggregate notional principal amount of the outstanding United States dollar (“US\$”) interest rate swap as at 30 June 2011 of US\$50,000,000 was entered into to hedge against cash flow interest rate risk in relation to a bank loan. Details of the derivative financial instrument have been disclosed in note 18.

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2011

	Six months ended 30 June	
	2011 RMB'000 (unaudited)	2010 RMB'000 (unaudited)
<b>Net cash from operating activities</b>	<b>494,304</b>	<b>308,258</b>
<b>Investing activities:</b>		
Proceeds on disposal of a jointly controlled entity	23,916	–
Interest received	9,392	6,833
Repayments of long term receivables due from local governments and a port lessor in PRC	9,115	1,561
Withdrawal of restricted bank deposits	5,016	28,898
Proceeds on disposal of property, plant and equipment	2,926	3,921
Dividends received from a jointly controlled entity	500	–
Deposit paid for acquisition of a subsidiary	–	(90,980)
Placement of time deposits	(100,000)	(20,000)
Deposits paid for land use rights	–	(3,646)
Advances to local governments and a port lessor in PRC	–	(880)
Purchases of property, plant and equipment	(247,098)	(1,040,219)
Placement of restricted bank deposits	(25,673)	(73,202)
Purchases of quarry	(4,026)	(2,620)
Capital contribution to a jointly controlled entity	(3,000)	–
Purchases of intangible assets	(1,754)	–
Purchases of land use rights	(421)	(11,076)
<b>Net cash used in investing activities</b>	<b>(331,107)</b>	<b>(1,201,410)</b>
<b>Financing activities:</b>		
Repayments of borrowings	(652,657)	(1,026,383)
Dividends paid	(155,625)	(155,625)
Interest paid	(84,813)	(114,374)
Dividends paid to non-controlling interests	(6,760)	(1,717)
Bank borrowings raised	1,028,409	1,598,766
<b>Net cash from financing activities</b>	<b>128,554</b>	<b>300,667</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>291,751</b>	<b>(592,485)</b>
<b>Cash and cash equivalents at beginning of the period</b>	<b>686,099</b>	<b>1,331,266</b>
<b>Cash and cash equivalents at end of the period, represented by bank balances and cash</b>	<b>977,850</b>	<b>738,781</b>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

*For the six months ended 30 June 2011*

### 1. GENERAL INFORMATION

The Company is an exempted company with limited liability incorporated in the Cayman Islands under the Companies Law (2003 Revision), Chapter 22 of the Cayman Islands on 7 April 2004. The shares of the Company have been listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The immediate and ultimate holding company is Asia Cement Corporation (“Asia Cement”), a company incorporated in Taiwan with its shares listed on the Taiwan Stock Exchange Corporation. The address of the registered office of the Company is Century Yard, Cricket Square, Hutchins Drive, P.O. Box 2681 GT, George Town, Grand Cayman, British West Indies and the principal place of business of the Company is at Portion of Unit B, 11th Floor, Lippo Leighton Tower, 103 Leighton Road, Causeway Bay, Hong Kong.

The principal activity of the Group is manufacture and sale of cement, concrete and related products in the People’s Republic of China (the “PRC”). The Company is an investment holding company.

### 2. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the Listing Rules) and with International Accounting Standard 34 (“IAS 34”), “Interim Financial Reporting”.

### 3. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared under the historical cost basis except for certain financial instruments, which are measured at fair value.

The accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2011 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2010. In addition, during the six months ended 30 June 2011, the Group has designated a derivative as a hedging instrument of interest rate exposure on US\$ denominated floating rate bank borrowings (cash flow hedge). The accounting policy is stated below.

#### *Hedge accounting*

At the inception of the hedging relationship the Group documents the relationship between the hedging instrument and hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Group documents whether the hedging instrument that is used in a hedging relationship is highly effective in offsetting changes in fair values or cash flows of the hedged item.

#### *Cash flow hedges*

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges are recognised in other comprehensive income. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss as other gains or losses.

Amounts previously recognised in other comprehensive income and accumulated in equity (hedging reserve) are reclassified to profit or loss in the periods when the hedged item is recognised in profit or loss.

Hedge accounting is discontinued when the Group revokes the hedging relationship, the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. Any cumulative gain or loss accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in profit or loss.

In the current interim period, the Group has applied, for the first time, a number of new or revised standards and interpretations (“new or revised IFRSs”).

The application of these new or revised IFRSs in the current interim period has had no material effect on the amounts reported in these condensed consolidated financial statements and/or disclosures set out in these condensed consolidated financial statements.

The Group has not early applied the following new or revised IFRSs that have been issued but are not yet effective.

IFRS 7 (Amendments)	Disclosure – Transfers of Financial Assets <sup>1</sup>
IFRS 9	Financial Instruments <sup>2</sup>
IFRS 10	Consolidated Financial Statements <sup>2</sup>
IFRS 11	Joint Arrangements <sup>2</sup>
IFRS 12	Disclosure of Interests in Other Entities <sup>2</sup>
IFRS 13	Fair Value Measurement <sup>2</sup>
IAS 1 (Amendments)	Presentation of Items of Other Comprehensive Income <sup>4</sup>
IAS 12 (Amendments)	Deferred Tax: Recovery of Underlying Assets <sup>3</sup>
IAS 19 (as revised in 2011)	Employee Benefits <sup>2</sup>
IAS 27 (as revised in 2011)	Separate Financial Statements <sup>2</sup>
IAS 28 (as revised in 2011)	Investments in Associates and Joint Ventures <sup>2</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 July 2011

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2013

<sup>3</sup> Effective for annual periods beginning on or after 1 January 2012

<sup>4</sup> Effective for annual periods beginning on or after 1 July 2012

The directors of the Company anticipate that the application of the above new or revised IFRSs will have no material impact on the results and the financial position of the Group.

#### 4. SEGMENT INFORMATION

The following is an analysis of the Group's revenue and results by reportable and operating segments for the period under review:

##### Six months ended 30 June 2011 (unaudited)

	Cement business <i>RMB'000</i>	Concrete business <i>RMB'000</i>	Total <i>RMB'000</i>	Elimination <i>RMB'000</i>	Consolidated <i>RMB'000</i>
REVENUE					
External sales	3,539,511	289,784	3,829,295	–	3,829,295
Inter-segment sales	<u>68,103</u>	<u>14,959</u>	<u>83,062</u>	<u>(83,062)</u>	<u>–</u>
Total	<u>3,607,614</u>	<u>304,743</u>	<u>3,912,357</u>	<u>(83,062)</u>	<u>3,829,295</u>
RESULT					
Segment result	<u>986,363</u>	<u>17,715</u>	<u>1,004,078</u>	<u>(25,867)</u>	978,211
Unallocated income					15,752
Central administration costs, directors' salaries and other unallocated expense					(50,380)
Share of losses of jointly controlled entities					(226)
Share of profit of an associate					500
Finance costs					<u>(103,282)</u>
Profit before tax					<u>840,575</u>

##### Six months ended 30 June 2010 (unaudited)

	Cement business <i>RMB'000</i>	Concrete business <i>RMB'000</i>	Total <i>RMB'000</i>	Elimination <i>RMB'000</i>	Consolidated <i>RMB'000</i>
REVENUE					
External sales	2,029,972	244,486	2,274,458	–	2,274,458
Inter-segment sales	<u>48,500</u>	<u>17,372</u>	<u>65,872</u>	<u>(65,872)</u>	<u>–</u>
Total	<u>2,078,472</u>	<u>261,858</u>	<u>2,340,330</u>	<u>(65,872)</u>	<u>2,274,458</u>
RESULT					
Segment result	<u>237,623</u>	<u>13,833</u>	<u>251,456</u>	<u>(7,427)</u>	244,029
Unallocated income					13,767
Central administration costs, directors' salaries and other unallocated expense					(14,888)
Share of losses of jointly controlled entities					(764)
Finance costs					<u>(73,425)</u>
Profit before tax					<u>168,719</u>

Segment result represents the profit earned (loss incurred) by each segment without allocation of central administration costs, directors' salaries, share of results of jointly controlled entities and associate, investment income and financial costs. This is the measure reported to the chief operating decision maker for the purpose of resource allocation and performance assessment.

Inter-segment sales were charged at market price or where no market price was available at cost plus a percentage mark-up.

## 5. OTHER INCOME

	<b>Six months ended 30 June</b>	
	<b>2011</b>	2010
	<b>RMB'000</b>	RMB'000
	<b>(unaudited)</b>	(unaudited)
Government grant ( <i>Note a</i> )	<b>31,924</b>	13,808
Transportation fee income	<b>5,100</b>	4,815
Sales of scrap materials	<b>8,685</b>	4,819
Interest income on bank deposits	<b>9,392</b>	6,833
Imputed interest income on long term receivables	<b>471</b>	667
Rental income, net of outgoings ( <i>Note b</i> )	<b>250</b>	1,160
Others	<b>2,864</b>	5,182
	<b>58,686</b>	37,284

*Notes:*

- a. During the six months ended 30 June 2011, more incentive subsidies were granted by the relevant PRC authority to certain of the Company's PRC subsidiaries for being one of the top ten taxpayers and having achieved growth of revenue to certain standards. There were no other specific conditions attached to the grants and, therefore, the Group recognised the grants upon receipt.
- b. The direct operating expenses incurred for generating rental income amounted to approximately RMB117,000 and RMB177,000 for the six months ended 30 June 2011 and 2010, respectively.

## 6. OTHER GAINS

	<b>Six months ended 30 June</b>	
	<b>2011</b>	2010
	<b>RMB'000</b>	RMB'000
	<b>(unaudited)</b>	(unaudited)
(Allowance for) reversal of doubtful debts, net ( <i>Note</i> )	<b>(29,689)</b>	275
Donations	<b>(131)</b>	(324)
Exchange gain, net	<b>73,267</b>	6,294
Change in fair value of derivative financial instruments, net ( <i>Note 18</i> )	<b>(1,991)</b>	(1)
Gain on disposal of a jointly controlled entity	<b>31</b>	–
	<b>41,487</b>	6,244

*Note:* During the six months ended 30 June 2011, additional allowance for doubtful debts of approximately RMB30 million has been made on trade receivables, by reference to past default experience and objective evidence of impairment such as an analysis of the particular customers and their financial condition and the ages of the receivables.

## 7. FINANCE COSTS

	<b>Six months ended 30 June</b>	
	<b>2011</b>	<b>2010</b>
	<b>RMB'000</b>	<b>RMB'000</b>
	<b>(unaudited)</b>	<b>(unaudited)</b>
Interest on bank borrowings:		
– Wholly repayable within five years	<b>103,014</b>	89,672
– Not wholly repayable within five years	<b>1,152</b>	22,763
	<hr/>	<hr/>
Total borrowing costs	<b>104,166</b>	112,435
Less: Interest capitalised	<b>(884)</b>	(39,010)
	<hr/>	<hr/>
	<b>103,282</b>	73,425
	<hr/>	<hr/>

Borrowing costs capitalised during the six months ended 30 June 2011 and 2010 arose on the general borrowing pool and are calculated by applying a capitalisation rate of 5.35% and 4.91%, respectively per annum to expenditure on qualifying assets.

## 8. INCOME TAX EXPENSE

	<b>Six months ended 30 June</b>	
	<b>2011</b>	<b>2010</b>
	<b>RMB'000</b>	<b>RMB'000</b>
	<b>(unaudited)</b>	<b>(unaudited)</b>
Current tax:		
– PRC Enterprise Income Tax (“EIT”)	<b>179,094</b>	23,866
Withholding tax paid	–	7,908
Underprovision in prior years	–	349
Deferred tax credit	<b>(3,116)</b>	(5,112)
	<hr/>	<hr/>
	<b>175,978</b>	27,011
	<hr/>	<hr/>

For the six months ended 30 June 2011 and 2010, the relevant tax rates for the Group’s subsidiaries in the PRC ranged from 7.5% to 25% and 7.5% to 25%, respectively.

No provision for Hong Kong Profits Tax and Singapore income tax has been made in the condensed consolidated statement of comprehensive income as the Group had no assessable profit arising in these jurisdictions for the six months ended 30 June 2011 and 2010.

## 9. PROFIT FOR THE PERIOD

	<b>Six months ended 30 June</b>	
	<b>2011</b>	<b>2010</b>
	<b>RMB'000</b>	<b>RMB'000</b>
	<b>(unaudited)</b>	<b>(unaudited)</b>
Profit for the period has been arrived at after charging:		
Depreciation and amortisation	<b>364,816</b>	272,544
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## 10. DIVIDENDS

A final dividend of RMB10 cents per share for the year ended 31 December 2010, amounting to RMB155,625,000, was paid during the six months ended 30 June 2011.

The directors of the Company do not recommend the payment of an interim dividend for the six months ended 30 June 2011 and 2010.

## 11. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share attributable to the owners of the Company is based on the following data:

	Six months ended 30 June	
	2011 RMB'000 (unaudited)	2010 RMB'000 (unaudited)
<b>Earnings</b>		
Earnings for the purposes of basic and diluted earnings per share (profit for the period attributable to owners of the Company)	<u>638,538</u>	<u>140,225</u>
	'000	'000
<b>Number of shares</b>		
Weighted average number of ordinary shares for the purpose of basic earnings per share	1,556,250	1,556,250
Effect of dilutive employee share options	<u>1,405</u>	<u>–</u>
Weighted average number of ordinary shares for the purpose of diluted earnings per share	<u>1,557,655</u>	<u>1,556,250</u>

The share options have no dilution effect on the earnings per share for the six months ended 30 June 2010 as the average market price of the Company's share was lower than the exercise price of the options.

## 12. PROPERTY, PLANT AND EQUIPMENT

	Carrying value RMB'000
At 1 January 2010 (audited)	8,844,152
Additions	1,065,892
Depreciation for the period	(263,683)
Disposals	<u>(4,536)</u>
At 30 June 2010 (audited)	<u>9,641,825</u>
At 1 January 2011 (audited)	10,021,327
Additions	115,099
Depreciation for the period	(348,679)
Disposals	<u>(7,542)</u>
At 30 June 2011 (unaudited)	<u>9,780,205</u>

### 13. QUARRY

	<b>Carrying value</b> <i>RMB'000</i>
At 1 January 2010 (audited)	140,661
Additions	30,908
Amortisation during the period	<u>(2,793)</u>
At 30 June 2010 (unaudited)	<u>168,776</u>
At 1 January 2011 (audited)	215,511
Additions	4,026
Amortisation during the period	<u>(6,168)</u>
At 30 June 2011 (unaudited)	<u>213,369</u>

### 14. PREPAID LEASE PAYMENT

	<b>Carrying value</b> <i>RMB'000</i>
At 1 January 2010 (audited)	402,389
Transfer from deposits paid for land use rights	88,193
Additions	11,076
Amortisation during the period	<u>(6,068)</u>
At 30 June 2010 (unaudited)	<u>495,590</u>
At 1 January 2011 (audited)	563,220
Additions	421
Amortisation during the period	<u>(7,501)</u>
At 30 June 2011 (unaudited)	<u>556,140</u>

### 15. INTERESTS IN JOINTLY CONTROLLED ENTITIES

	<b>30 June</b> <b>2011</b> <i>RMB'000</i> <b>(unaudited)</b>	31 December 2010 <i>RMB'000</i> (audited)
Investments in jointly controlled entities, at cost	<b>17,750</b>	37,426
Share of post-acquisition profits and other comprehensive income, net of dividends received	<u><b>6,394</b></u>	<u>8,329</u>
	<u><b>24,144</b></u>	<u>45,755</u>

In April 2011, the Group disposed of its entire 49% equity interest in 成都亞鑫礦渣微粉有限公司 Chengdu Ya Xin Slag Micro Powder Co. Ltd. ("Chengdu Ya Xin") to a venturer, at a consideration of RMB23,916,000, net of stamp duty and EIT of RMB84,000. The carrying amount of Chengdu Ya Xin was RMB23,885,000 at the date of disposal. Chengdu Ya Xin is engaged in the manufacture and sale of slag powder. The transaction resulted in a gain on disposal of approximately RMB31,000.

## 16. DEFERRED TAX ASSETS

The major deferred tax assets recognised during the six months ended 30 June 2011 mainly arose from the tax effects on impairment of trade and other receivables.

## 17. LONG TERM RECEIVABLES

During the six months ended 30 June 2011, the Group received settlements of approximately RMB1 million, RMB2 million, RMB4.97 million and RMB1.15 million from Ruichang City Government, Wuhan City Government, Pengzhou City Government and Yangzhou No. 2 Power Plant, respectively.

During the six months ended 30 June 2010, the Group advanced approximately RMB0.88 million to Wuhan City Government and received settlements of approximately RMB0.22 million and RMB1.36 million from Ruichang City Government and Pengzhou City Government, respectively.

## 18. DERIVATIVE FINANCIAL INSTRUMENTS

### Six months ended 30 June 2011

At 30 June 2011, the Group had an outstanding US\$ interest rate swap contract designated as a highly effective hedging instrument in order to hedge the Group's cash flow interest rate exposure on US\$ denominated floating rate bank borrowings (Note 26).

The terms of the US\$ interest rate swap contract has been negotiated to match the terms of the US\$ denominated floating rate bank borrowings.

Major terms of the US\$ interest rate swap are as follows:

Notional amount	Maturity	Swaps
US\$50,000,000	20.10.2015	From London Interbank Offering Rate ("LIBOR") to 1.75% per annum

As at 30 June 2011, fair value gain of RMB1,061,000 has been recognised in other comprehensive income and accumulated in equity. It will be reclassified to profit or loss in the periods in which payments of interest on the US\$ denominated floating rate bank borrowings are recognised.

The fair value of the US\$ interest rate swap is measured at the present value of future cash flows estimated and discounted based on the applicable yield curves derived from quoted interest rates.

The Group's outstanding cross currency interest rate swap contracts to hedge the Group's foreign currency exposure on US\$ denominated bank borrowings as at 31 December 2010 have been either matured or settled during the six months ended 30 June 2011.

## Six months ended 30 June 2010

At 30 June 2010, the Group had an outstanding cross currency interest rate swap contract to hedge the Group's foreign currency exposure on US\$ denominated floating rate bank borrowings.

Major terms of the cross currency interest rate swap are as follows:

Notional amount	Swap rate	Maturity	Swaps
US\$50,000,000	RMB/US\$6.8262	18.3.2012	From LIBOR + 1.0% to 0% per annum

The fair value of cross currency interest rate swap is measured at the present value of future cash flows estimated using quoted exchange rate and discounted based on the applicable yield curves derived from quoted interest rates.

## 19. INVENTORIES

	30 June 2011 <i>RMB'000</i> (unaudited)	31 December 2010 <i>RMB'000</i> (audited)
Spare parts and ancillary materials	334,953	273,293
Raw materials	358,209	304,568
Work-in-progress	106,733	49,274
Finished goods	93,693	52,534
	<u>893,588</u>	<u>679,669</u>

## 20. TRADE AND OTHER RECEIVABLES

	30 June 2011 <i>RMB'000</i> (unaudited)	31 December 2010 <i>RMB'000</i> (audited)
Trade receivables	878,507	699,781
<i>Less:</i> accumulated allowance	<u>(78,294)</u>	<u>(48,735)</u>
	800,213	651,046
Bills receivable	<u>1,364,993</u>	<u>999,734</u>
	2,165,206	1,650,780
Other receivables	272,315	335,041
<i>Less:</i> accumulated allowance	<u>(2,332)</u>	<u>(2,332)</u>
	<u>2,435,189</u>	<u>1,983,489</u>

The Group has a policy of allowing a credit period from 30 to 60 days for cement customers whereas longer credit term are occasionally allowed to certain selected customers with good credit histories. In addition, the Group's credit policy for the concrete customers are generally after the completion of the construction by the buyers, which on average is about 180 to 365 days.

The following is an aged analysis of trade and bills receivables net of allowance for doubtful debts presented based on the invoice date at the end of the reporting period:

	<b>30 June 2011 RMB'000 (unaudited)</b>	31 December 2010 RMB'000 (audited)
0 – 90 days	<b>1,296,927</b>	1,229,161
91 – 180 days	<b>744,107</b>	297,044
181 – 365 days	<b>103,691</b>	101,979
Over 365 days	<b>20,481</b>	22,596
	<b><u>2,165,206</u></b>	<u>1,650,780</u>

## 21. AMOUNT DUE FROM AN ASSOCIATE

The amount as at 30 June 2011 was trade in nature, unsecured, non-interest bearing and with a credit term of 30 days. The age of the amounts was less than 90 days.

## 22. RESTRICTED BANK DEPOSITS

The amounts as at 30 June 2011 represent deposits pledged to secure short-term banking facilities granted to the Group and therefore classified as current assets. The pledged bank deposits will be released upon release of the banking facilities granted by the banks.

## 23. TIME DEPOSITS

The amounts as at 30 June 2011 represented an interest rate linked deposit of RMB50 million and currency linked deposits of RMB50 million. All the deposits mature in 1 month.

The interest rate linked deposit is linked to 3-month LIBOR. The deposit bears a minimum interest rate of 1.49% per annum and an interest rate of 5.5% per annum if the 3-month LIBOR is equal to or lower than 6.5% per annum.

The currency linked deposit is linked to exchange rate of US\$ against Hong Kong dollar (“HK\$”). The deposits bear a minimum interest rate of 1.3% per annum and interest rates of 5.4% to 5.5% per annum if the exchange rate of US\$ against HK\$ is below 8.0.

## 24. TRADE AND OTHER PAYABLES

	<b>30 June 2011 RMB'000 (unaudited)</b>	31 December 2010 RMB'000 (audited)
Trade payables	<b>336,178</b>	237,292
Bills payables	<b>5,553</b>	6,256
	<b>341,731</b>	243,548
Other payables and accruals ( <i>Note</i> )	<b>522,378</b>	658,007
	<b>864,109</b>	901,555
Analysed for reporting purposes as:		
Non-current liabilities	<b>12,000</b>	15,000
Current liabilities	<b>852,109</b>	886,555
	<b>864,109</b>	901,555

*Note:* The balance mainly represented construction cost payable of RMB121,600,000 and RMB254,483,000 as at 30 June 2011 and 31 December 2010, respectively.

The following is an aged analysis of trade and bills payable presented based on the invoice date at the end of the reporting period:

	<b>30 June 2011 RMB'000 (unaudited)</b>	31 December 2010 RMB'000 (audited)
0 – 90 days	<b>322,538</b>	232,875
91 – 180 days	<b>13,192</b>	2,660
181 – 365 days	<b>3,166</b>	4,874
Over 365 days	<b>2,835</b>	3,139
	<b>341,731</b>	243,548

Trade payables principally comprise amounts outstanding for trade purchases. The average credit period for trade purchases is 30 to 90 days.

## 25. AMOUNTS DUE TO JOINTLY CONTROLLED ENTITIES

The amounts as at 30 June 2011 were trade in nature, unsecured, non-interest bearing and with a credit term of 30 days. The age of the amounts was less than 90 days.

## 26. BANK BORROWINGS

During the six months ended 30 June 2011, the Group obtained new bank loans of approximately RMB1,028 million and repaid bank loans of approximately RMB653 million in accordance with the repayment terms. The new loans raised are denominated in Renminbi and United States dollar, unsecured and carry interest at floating market rates ranging from 0.78% to 5.45% per annum. The proceeds were used as general working capital for the Group and for the construction of new production lines.

At 30 June 2011, the US\$ denominated floating rate bank borrowings being hedged by the Group's US\$ interest rate swap contract (Note 18) has a carrying amount of US\$50,000,000 with contractual interest rate of 3-month LIBOR and matures in October 2015.

## 27. DEFERRED TAX LIABILITIES

The major deferred tax liabilities recognised during the six months ended 30 June 2011 mainly arose from the tax effects on the undistributed earnings of subsidiaries.

## 28. SHARE CAPITAL

Issued share capital as at 30 June 2011 amounted to RMB139,549,000. There were no movements in the issued share capital of the Company for the six months 30 June 2011.

## 29. COMMITMENTS

	<b>30 June 2011</b>	31 December 2010
	<i>RMB'000</i>	<i>RMB'000</i>
	<b>(unaudited)</b>	(audited)
Capital expenditure in respect of acquisition of property, plant and equipment and land use rights contracted for but not provided in the condensed consolidated financial statements	<u>123,422</u>	<u>90,673</u>

### 30. RELATED PARTY TRANSACTIONS

	Six months ended 30 June	
	2011 RMB'000 (unaudited)	2010 RMB'000 (unaudited)
Jointly controlled entities:		
Purchase of goods	544	5,315
Transportation expenses	<u>13,041</u>	<u>9,146</u>
Associate:		
Sale of goods	<u>5,036</u>	<u>–</u>

The remuneration of directors was as follows:

	Six months ended 30 June	
	2011 RMB'000 (unaudited)	2010 RMB'000 (unaudited)
Short-term employee benefits	4,217	4,042
Equity-settled share-based payments	<u>399</u>	<u>1,294</u>
	<u>4,616</u>	<u>5,336</u>

The remuneration of directors is determined by having regard to the performance of individuals and market trends.

### BUSINESS AND FINANCIAL REVIEW

During the first half of 2011, the Group rode out the challenging business environment, with significant progress in various operations, a strengthened operational structure and intensified market penetration. Capitalising on increased production capacity and the government's substantial investment in infrastructure projects, the Group maintained a strong growth momentum. During the six months ended 30 June 2011, the Group delivered outstanding results that had significantly exceeded that of the same period of 2010.

During the first half of 2011, the PRC economy was hindered by a number of issues, such as continued inflation, the drought that hit the mid and downstream areas of the Yangtze River and restriction in electricity supply in certain provinces in China leading to interruptions in the operation of enterprises. Nevertheless, the PRC economy, driven by a series of measures implemented by the state government, maintained its rapid growth, thereby sustaining strong demand for cement. The reduction of production volume caused by tight electricity supply in various regions had alleviated the pressure of excess cement supply. As a result, cement prices in the first half of the year exhibited a relatively stable upward trend amidst the traditional low season. Meanwhile, the PRC government continued to expedite the elimination of obsolete cement production capacities, setting its target to eliminate 150 million tonnes in 2011. This is expected to further improve the cement industry's structure. All these favourable factors have brought significant and positive impact on the Group's sales and profitability. During the

first half of the year, the Group achieved an aggregate sales of cement of 11 million tonnes, representing a growth of 34% from that in the corresponding period of last year. The Group's earnings had also increased significantly compared to that in the corresponding period of last year.

## Revenue

The concerted efforts of the management team have continued to bear fruits as evidenced by the increase in sales of the Group. The table below shows the sales breakdown by regions during the reporting period:

	<b>30 June 2011 (unaudited)</b>	30 June 2010 (unaudited)
<b>Region</b>		
Central Yangtze River	<b>2,196,134</b>	1,150,017
Sichuan Region	<b>823,446</b>	806,645
Yangtze River Delta & Others	<b>809,715</b>	317,796
Total	<b><u>3,829,295</u></b>	<u>2,274,458</u>

In the reporting period, the Group's revenue amounted to RMB3,829.3 million, representing an increase of RMB1,554.8 million or 68% over that of RMB2,274.5 million for the corresponding period of 2010. The increase in revenue was mainly attributable to an overall increase in total production output as a result of increased market demand and the full operation of No. 3 new dry process rotary kiln at Sichuan Yadong Plant, No. 1 new dry process rotary kiln at Huanggang Yadong Plant, No. 4 new dry process rotary kiln at Jiangxi Yadong Plant, No. 2 new dry process rotary kiln at Hubei Yadong Plant and Wuhan Yaxin Cement Co which commenced operation in 2010.

In respect of revenue contribution for the six months ended 30 June 2011, sales of cement products and related products accounted for 92% (2010: 89%) and the sales of ready-mix concrete accounted for 8% (2010: 11%). The table below shows the sales breakdown by product during the reporting period.

	<b>30 June 2011 (unaudited)</b>	30 June 2010 (unaudited)
Cement Products	<b>3,332,812</b>	1,981,356
Clinker	<b>82,147</b>	9,658
Blast-furnace slag powder	<b>124,552</b>	38,958
RMC	<b>289,784</b>	244,486
Total	<b><u>3,829,295</u></b>	<u>2,274,458</u>

## **Cost of Sales and Gross Profit**

The Group's cost of sales primarily includes cost of raw materials, fuel expenses (consisting of coal and electricity), employee compensation and benefits, depreciation and amortization and other overhead costs. During the period under review, the Group's cost of sales increased by 46% to RMB2,698.8 million from RMB1,854.3 million as compared to the corresponding period in 2010 due to the expansion of overall business of the Group and increase in unit production cost.

The gross profit for the six months ended 30 June 2011 was RMB1,130.5 million (2010: RMB420.2 million), representing a gross profit margin of 30% on revenue (2010:18%). The significant improvement in gross profit was mainly attributable to (i) the increase of production capacity and sales volume after the full operation of No. 3 new dry process rotary kiln at Sichuan Yadong Plant, No. 1 new dry process rotary kiln at Huanggang Yadong Plant, No. 4 new dry process rotary kiln at Jiangxi Yadong Plant, No. 2 new dry process rotary kiln at Hubei Yadong Plant and Wuhan Yaxin Cement Co, Ltd.; and (ii) the significant increase in average selling price of the Company's products compared with that of the corresponding period of the previous year.

## **Other Income**

Other income mainly comprises government grants, transportation fee income, interest income and sales of scrap materials. For the six months ended 30 June 2011, other income amounted to RMB58.7 million, representing a increase of RMB21.4 million or 57% over that of RMB37.3 million for the corresponding period in 2010. The increase in other income was attributable to (i) the increase in transportation fee income from increased sales activities and (ii) increase in interest income on bank deposits and increase in government grant during the year under review.

## **Other Gains**

Other gains mainly comprise exchange gains, donations and allowance of doubtful debts. For the period under review, other gains amounted to RMB41.5 million, representing an increase of RMB35.3 million or 569% over that of RMB6.2 million for the corresponding period in 2010. The increase in other gains was principally attributable to the increase in exchange gain from United States denomination bank borrowings.

## **Distribution and Selling Expenses, Administrative Expenses and Finance Costs**

For the six months ended 30 June 2011, the distribution and selling expenses amounted to RMB150.5 million, representing an increase of RMB32.1 million or 27% over that of RMB 118.4 million for the corresponding period of 2010. The increase in distribution costs was attributable to the increase in sale activities during the period under review.

Administrative costs, including employee compensation and benefits, depreciation expenses and other general office expenses increased by 33%, to RMB136.6 million from RMB102.4 million for the corresponding period of 2010. The increase was attributable to the increase in headcount of administrative staff and the expenses incurred by the Group for the purpose of expanding its operation and production capacity.

The 41% increase in finance costs was mainly due to the increase in bank borrowings for financing the Group's expansion plan.

### Profit for the Period

In the reporting period, the net profit of the Group amounted to RMB664.6 million, representing an increase of RMB522.9 million or 369% over that of RMB141.7 million for the corresponding period of 2010, while the net profit margin also increased from 6% to 17%. The substantial increase of net profit was mainly attributable to the increase in production output and increase in average selling price of cement products.

### Financial Resources and Liquidity

The Group maintained a strong financial and liquidity position for the six months ended 30 June 2011. The total assets increased by 6% to approximately RMB15,302.4 million (31 December 2010: approximately RMB14,500.0 million) while the total equity grew by 7% to approximately RMB7,994.3 million (31 December 2010: approximately RMB7,489.8 million).

As at 30 June 2011, the Group had cash and cash equivalents amounted to approximately RMB977.9 million (31 December 2010: approximately RMB686.1 million). After deducting the total interest-bearing bank borrowings of RMB6,342.7 million (31 December 2010: approximately RMB5,966.9 million), the Group had a net borrowing of approximately RMB5,364.8 million (31 December 2010: approximately RMB5,280.8 million).

As at 30 June 2011, the Group's gearing ratio was approximately 48% (31 December 2010: 48%). The calculation of the gearing ratio was based on total liabilities and total assets as at 30 June 2011 and 31 December 2010 respectively.

### Bank borrowings

The maturity profiles of the Group's bank borrowings outstanding as at 30 June 2011 and 31 December 2010 are summarized as below:

	<b>30 June 2011</b>	31 December 2010
	<b><i>RMB'000</i></b>	<i>RMB'000</i>
	<b>(unaudited)</b>	(audited)
Within one year	<b>1,189,644</b>	1,244,228
In the second year	<b>2,469,386</b>	1,555,566
In the third to fifth year	<b>2,643,660</b>	2,692,144
After five years	<b>40,000</b>	475,000
	<b><u>6,342,690</u></b>	<u>5,966,938</u>

## **Capital Expenditure and Capital Commitments**

Capital expenditure for the six months ended 30 June 2011 amounted to approximately RMB121.3 million (31 December 2010: approximately RMB2,061.8 million) and capital commitments as at 30 June 2011 amounted to approximately RMB123.4 million (31 December 2010: approximately RMB90.7 million). Both the capital expenditure and capital commitments were mainly related to the purchase of plant and equipment for the new production lines. The Group anticipates funding those commitments from future operating revenue, bank borrowings and other sources of finance when appropriate.

## **Pledge of Assets**

The Group did not have any pledge or charge on assets as of 30 June 2011 other than restricted bank deposits of approximately RMB40.4 million (31 December 2010: approximately RMB19.8 million).

## **Contingent Liabilities**

As of the date of this announcement and as at 30 June 2011, the Board is not aware of any material contingent liabilities.

## **Human Resources**

As at 30 June 2011, the Group had 3,962 employees. The Group participates in retirement insurance, medicare, unemployment insurance and housing funds according to the applicable laws and regulations of the PRC for its employees in the PRC and makes contributions to the Mandatory Provident Fund Scheme of Hong Kong for its employees in Hong Kong. The Group remunerates its employees in accordance with their work performance and experience. The remuneration packages are subject to review on a regular basis.

In addition, the Group also adopted the Pre-IPO Share Option Scheme and Share Option Scheme, where eligible directors and employees are entitled to various share options to subscribe for the ordinary shares in the Company for their past and potential contribution to the growth of the Group. As at 30 June 2011, about 11,578,000 share options were granted under the Pre-IPO Share Option Scheme and no share options have been exercised yet. Also, as at 30 June 2011, no share options have been granted or agreed to be granted pursuant to the Share Option Scheme.

## **Material Acquisition and Disposals of Subsidiaries and Affiliated Companies**

The Group did not make any material acquisition or disposals of subsidiaries or affiliated companies during the six months ended 30 June 2011.

## **Foreign Exchange Risk Management**

The Group's sales and purchases during the reporting period were mostly denominated in Renminbi. However, some of the Group's bank borrowings were denominated in foreign currencies.

The RMB is not a freely convertible currency. Future exchange rates of the RMB could vary significantly from the current or historical exchange rates as a result of controls that could be imposed by the PRC government. The exchange rates may also be affected by economic developments and political changes domestically and internationally, and the demand and supply of the RMB. The appreciation or devaluation of the RMB against foreign currencies may have an impact on the operating results of the Group.

The Group currently does not maintain a foreign currency hedging policy. However, management monitors the foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise. At 30 June 2011, the Group had an outstanding US\$ interest rate swap contract of US\$50,000,000 to hedge the Group's cash flow interest rate exposure on certain US\$ denominated floating rate bank borrowings.

## **Prospects**

Looking ahead, despite the unfavourable factors such as the tight monetary policy implemented by the People's Bank of China, the rising costs of raw material, fuel and labour, and shortage in electricity supply, the outlook for the cement market remains promising. As the PRC government continues to promote the construction of energy-saving and environmental-friendly facilities and development of low-carbon economy, expedite elimination of obsolete production capacities and encourage corporate merger and acquisition and consolidation, the balance in demand and supply in the cement market will continue to improve. In addition, the PRC government has proceeded with the construction of large-scale hydraulic engineering works and affordable housing to enhance the livelihood of the general public. Such measures will steadily lift the demand for cement. In order to capture these market opportunities, the Group has formulated development strategies of expansion through construction of new production lines and acquisitions, as well as further vertical integration. The Group will speed up the construction of Jiangxi Yadong No. 5 and No. 6 new dry process rotary kilns, while proactively seeking targets for merger and acquisition or investment. The construction of the Jiangxi Yadong No. 5 and No. 6 new dry process rotary kilns is expected to be completed and put into production in 2014, and each of which will have a daily production capacity of 6,000 tonnes of clinker. To achieve further vertical integration, the Group will establish pre-mixed plants to provide services directly to various infrastructure projects.

Adhering to its corporate culture of sincerity, diligence, thrift, prudence and innovation, the Group will continue to move forward. To ensure sustainable profit growth, the Group will continue to optimise its management structure, broaden the source of raw materials and fuel, reduce cost, and increase penetration of each major market. Capitalising on its current leading market position and proven achievement in taking advantage of PRC government's industrial policies, the Group is looking forward to a promising future.

## **CORPORATE GOVERNANCE**

During the six months ended 30 June 2011, the Company has complied with all the code provisions of the Code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules.

## **AUDIT COMMITTEE**

The Company established the Audit Committee on 27 April 2008 with written terms of reference in compliance with the Code on Corporate Governance Practices as set forth in Appendix 14 to the Listing Rules. The primary duties of the Audit Committee include the review of financial reporting processes and internal control system of the Group. Currently, the Audit Committee comprises Mr. Tsim, Tak-lung Dominic (Chairman), Mr. Hsu, Shu-tong and Dr. Wong Ying-ho Kennedy, all of whom are non-executive directors and the majority of whom are independent non-executive Directors.

## **PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES**

During the six months ended 30 June 2011, neither the Company nor any of its subsidiaries had purchased, sold or redeemed the Company's listed securities.

## **APPRECIATION**

The Board would like to express its sincere gratitude to the management of the Group and all the staff for their hard work and dedication, as well as its shareholders, business partners, bankers and auditors for their support to the Group throughout the period.

## **PUBLICATION OF INTERIM REPORT ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY**

The Company's Interim Report 2011 for the six months ended 30 June 2011 will be published on the websites of the Stock Exchange of Hong Kong Limited ("Stock Exchange") ([www.hkex.com.hk](http://www.hkex.com.hk)) and the Company ([www.achc.com.cn](http://www.achc.com.cn)) in due course.

By order of the Board  
**Asia Cement (China) Holdings Corporation**  
**Mr. Hsu, Shu-tong**  
*Chairman*

Hong Kong, 17 August 2011

*As at the date of this announcement, the executive Directors are Mr. CHANG Tsai-hsiung, Madam CHIANG SHAO Ruey-huey, Mr. CHANG Chen-kuen, Mr. LIN Seng-chang and Dr. WU Chung-lih, the non-executive Director and Chairman is Mr. HSU Shu-tong, the independent non-executive Directors are Mr. LIU Zhen-tao, Mr. LEI Qian-zhi, Mr. TSIM Tak-lung Dominic and Dr. WONG Ying-ho Kennedy.*