



上海华皓会计师事务所  
Shanghai Well C.P.A. Partnership

报告书  
REPORT





**上海华皓会计师事务所**  
**Shanghai Well C.P.A. Partnership**

地址: 上海市黄浦区汉口路300号20楼(解放日报大厦) 总机: 021-63687866/63687868 传真: 021-63687832

## **Auditor's Report**

WELL. C. P. A ( 2018 ) No111

To the Shareholders of Tata Steel International (Shanghai) Limited:

### **I. Opinion**

We have audited the accompanying financial statements of Tata Steel International (Shanghai) Limited ( the "Company" ), which comprise the balance sheet as at 31 December 2017, the income statement, the cash flow statement for the year then ended and the statement of changes in equity and notes to the financial statements.

In our opinion, the accompanying financial statements gave a true and fair view, in all material respects, of the the Company' s financial position as at 31 December, and its financial performance and cash flows for the year then ended in accordance with Accounting Standards for Business Enterprises and the Accounting System for Business Enterprises.

### **II. Basis for opinion**

We conducted our audit in accordance with China Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of the report. We are independent of the Company in accordance with Code of Ethics of Professional Accountant ( "the Code" ), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### III. Management's responsibility for the financial statements

The management of the Company (the Management) is responsible for the preparation and fair presentation of the financial statements in accordance with Accounting Standards for Business Enterprises and the Accounting System for Business Enterprises; and designing, implementing, and maintaining internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

### IV. Auditor's responsibilities for the audit of the financial statements

Our objective is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standard will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis

of these financial statements.

As part of an audit in accordance the Standard, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

(1) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain sufficient, appropriate audit evidence to provide a basis of our opinion. Since fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control, the risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error.

(2) Obtain an understanding of internal control that is relevant to the audit in order to design appropriate audit procedures , but not for the purpose of expressing an opinion on the effectiveness of the Company' s internal control.

(3) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

(4) Conclude on the appropriateness of the management' s use of going concern basis of accounting, and based on the audit evidence obtained , whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company' s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor' s report to the related disclosures in the financial statements, or if such disclosures are inadequate, we have to modify our opinion. Our conclusion is based on the

evidence obtained up to the date of our auditor' s report. However, future events or conditions may cause the Company to cease to continue as a going concern.

(5) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements fairly presented the underlying transactions and events.

We communicate with those charged with governance for the events such as the planned scope and timing of the audit and significant audit findings, also including any significant deficiencies in internal control that we identify during our audit.

Shanghai WELL. C. P. A Partnership      China Certified Public Accountant: Cheng Hao  
(Limited Liability Partnership)

China Certified Public Accountant: Chen Ying

Shanghai, China

2018. 3. 16

[English translation for reference only. Should there be any inconsistency between the Chinese and English versions, the Chinese version shall prevail.

# BALANCE SHEET

As At: 31 DECEMBER 2017

Company Name: Tata Steel International (Shanghai) Limited		2016-12-31	2017-12-31	2018-12-31	2019-12-31	2020-12-31
<b>Current Assets</b>						
1	Cash at bank and in hand		1,370,881.60			
2	Settlement reserves	1,452,095.23				
3	Advances to banks and other financial institutions					
4	Financial assets measured at their fair value and of which the classification is included in current assets and loans					
5	Financial derivative assets					
6	Other receivables	6,959,407.08				
7	Trade receivables					
8	Accounts receivable		117,304.39			
9	Accounts to suppliers					
10	Provision receivable					
11	Finance receivable					
12	Interest receivable					
13	Dividends receivable					
14	Other receivables					
15	Advances to banks and other financial institutions					
16	Investments					
17	Including: raw materials					
18	Finished goods					
19	Assets classified as held for sale					
20	Non-current assets due within one year					
21	Other current assets					
22	Total current assets	31,083.81				
23	Non-current assets	8,497,400.22				
24	Available for sale financial assets					
25	Long-term equity investments					
26	Long-term receivables					
27	Long-term accounts receivable					
28	Long-term equity investment					
29	Investment Real Estate					
30	Fixed assets - cost					
31	Less: accumulated depreciation					
32	Less: fixed assets depreciation reserves					
33	Less: fixed assets impairment reserves					
34	Fixed assets - net book value					
35	Construction in progress					
36	Project cost and materials					
37	Prepaid expenses					
38	Prepaid financial assets					
39	Other non-current assets					
40	Intangible assets					
41	Development Expenditure					
42	Goodwill					
43	Leasehold improvement					
44	Deferred tax assets					
45	Other non-current assets					
46	Including: Physical assets reserved specifically authorized					
47	Total non-current assets	8,466,316.41				
48	Total current assets	31,083.81				
49	Total assets	11,549,710.22				
50	Liabilities					
51	Current liabilities					
52	Accounts payable					
53	Accounts to suppliers					
54	Accounts receivable					
55	Accounts to suppliers					
56	Accounts receivable					
57	Accounts to suppliers					
58	Accounts receivable					
59	Accounts to suppliers					
60	Accounts receivable					
61	Accounts to suppliers					
62	Accounts receivable					
63	Accounts to suppliers					
64	Accounts receivable					
65	Accounts to suppliers					
66	Accounts receivable					
67	Accounts to suppliers					
68	Accounts receivable					
69	Accounts to suppliers					
70	Accounts receivable					
71	Accounts to suppliers					
72	Total liabilities	8,438,626.41				
73	Equity					
74	Share capital					
75	Reserves					
76	Retained earnings					
77	Total equity	3,111,083.81				
78	Total assets	11,549,710.22				

Expressed in RMB Yuan  
2016-12-31  
2017-12-31  
2018-12-31  
2019-12-31  
2020-12-31

# Income statement

Company Name: Tata Steel International (Shanghai) Limited		For the Year Ended 31 December 2017		Expressed in Rmb Yuan	
Items	2017	2016	行次	2017	2016
<b>I, Total operating revenues</b>					
Including: Revenue from main operations	10,511,740.12	6,915,252.37		330.00	5,372.33
△Interest income	10,511,740.12	6,915,252.37	31		
△Premium income			32		
△Handling charge and commission income			33		
<b>II, Total operating costs</b>					
Including: Cost of main operations	10,116,625.75	6,847,972.90		118.03	5,844.50
△Interest expenses	5,847,146.73	2,657,843.85	34		5,844.50
△Handling charge and commission expenses			35		
△Refunded premiums			36		
△Net claims paid			37		
△Net amount withdrawn for the insurance contract reserve			38		
△Expenditure on policy dividends			39		
△Reinsurance premium			40	395,326.34	66,807.30
Sales tax and surplus	31,813.37	32,842.93	41	19,224.63	159,981.96
Selling and distribution cost	12,407.20	275,659.93	42	376,101.71	-93,174.66
Administrative expenses	3,968,090.07	3,840,245.71	43	376,101.71	-93,174.66
Including: Research and development expense			44		
Funds for Party construction work			45		
Financial expenses	257,168.38	41,380.48	46		
Including: Interest expenses			47		
Interest income	9,739.36	6,442.34	48		
Exchange net loss (Net gain expressed with “-”)	259,456.69	39,238.97	49		
Impairment of assets			50		
Others			51		
Add: Profits or losses on the changes in fair value (Loss expressed with “-”)			52	376,101.71	-93,174.66
Income from investments (Losses expressed with “-”)			53	376,101.71	-93,174.66
Including: Investment incomes from Associated enterprises and joint venture			54		
Gain on foreign exchange (Loss expressed with “-”)			55		
<b>III, Operating profit (Loss “-”)</b>	395,114.37	67,279.47	56		
			57		
			58		
			59		
			60		

# Cash Flow Statement

For the Year Ended 31 December 2017

Company Name: Tata Steel International (Shanghai) Limited		Expressed in Rmb Yuan			
Items	2017	2016	Items	2017	2016
<b>I. CASH FLOWS FROM OPERATING ACTIVITIES:</b>					
Cash received from sale of goods or rendering of services	11,598,772.08	6,046,935.96	Cash received from disposal of fixed assets, intangible assets and other long-term assets	30	150.00
△ Net increase in customer bank deposits and due to banks and other financial institutions			Net cash received from disposal of subsidiaries and other business units	31	
△ Net increase in borrowings from central bank			Cash received relating to other investing activities	32	
△ Net increase in placements from other financial institutions			Sub-total of cash inflows	33	150.00
△ Cash received from premium of original insurance contracts			Cash paid for acquisition of fixed assets, intangible assets and other long-term assets	34	8,890.00
△ Cash received from reinsurance business			Cash paid for investments	35	
△ Net increase in deposits from policyholders and investment fund			△ Net increase in pledge loans	36	
△ Net increase in disposal of Financial assets measured at their fair value and of which the variation is included in current profit and loss			Net cash paid for acquisition of subsidiaries and other business units	37	
△ Cash received from interest, handling charges and commissions			Cash paid relating to other investing activities	38	
△ Net increase in placements from banks and other financial institutions			Sub-total of cash outflows	39	8,890.00
△ Net increase in repurchase business capital			Net cash flows from investing activities	40	-8,890.00
Refund of tax and levies			<b>III. CASH FLOWS FROM FINANCING ACTIVITIES:</b>	41	
Cash received relating to other operating activities	35,307.69		Cash received from capital contribution	42	
Sub-total of cash inflows	10,889.36		Including: cash inflows from minority shareholder investments by subsidiaries	43	
Cash paid for goods and service	6,882,654.19		Cash received from borrowings	44	
△ Net increase in loans and advances to customers			△ Proceeds from issuing bonds	45	
△ Net increase in deposits with central bank and other financial institutions			Cash received relating to other financing activities	46	
△ Payments of claims for original insurance contracts			Sub-total of cash inflows	47	
△ Cash paid for interests, handling charges and commissions			Cash repayments of borrowings	48	
△ Cash paid to and on behalf of employees			Cash paid for interest expenses and distribution of dividends or profit	49	
Cash paid for all types of taxes			Including: dividends and profits paid by subsidiaries to minority shareholders	50	
Cash paid relating to other operating activities	2,868,649.27		Cash paid relating to other financing activities	51	
Sub-total of cash outflows	360,311.47		Sub-total of cash outflows	52	
Net cash flows from operating activities	1,368,344.19		Net cash flows from financing activities	53	
Sub-total of cash outflows	11,479,959.12		<b>IV. EFFECT OF CHANGES IN FOREIGN EXCHANGE RATE ON CASH</b>	54	-259,456.69
Net cash flows from investing activities	129,702.32		<b>V. NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	55	-138,644.37
Proceeds from disposal of investments			Add: Cash and cash equivalents at beginning of year	56	1,570,839.60
Cash received from return on investments			<b>VI. CASH AND CASH EQUIVALENTS AT END OF YEAR</b>	57	1,432,195.23
				58	1,570,839.60



# Statement of Changes in Equity

Expressed in RMB Yuan

For the Year Ended 31 December 2017

2017

Company Name: Tata Steel International (Shanghai) Limited

Items	Paid-in Capital		Other equity instruments		Capital Surplus	Less: Treasury stock	Equity attributable to owners of the Company					Sub-total	Minority interests	Total owners' equity
	1	2	3	4	5	6	7	8	9	10	11			
I. Balance at the end of the previous year	4,881,202.70		60,000.00				260,864.16		2,439,469.62		7,641,636.48			7,641,636.48
II. Add: change of accounting policy														
III. Correction of errors in previous periods														
IV. Other														
V. At beginning of year	4,881,202.70		60,000.00				260,864.16		2,439,469.62		7,641,636.48			7,641,636.48
VI. Movement of current year ("+" in blue, "-" in red)							37,610.17		379,888.34		417,498.51			417,498.51
1. Total comprehensive incomes														
2. Capital paid in and reduced by owners														
(1). Ordinary share invested by owners														
(2). Capital inputs by holders of other equity instruments														
(3). Amounts of share-based payments recognized in owners' equity														
(4). Others														
3. Appropriations and use of special reserves														
(1). Appropriations to special reserve														
(2). Special reserve use														
4. Appropriation and distribution														
(1). Appropriations to surplus reserve														
Including: Statutory surplus reserve														
Discretionary surplus reserve														
#Reserved fund														
#Enterprise expansion fund														
#Profits capitalized on return of investment														
(2). Appropriations to general risk provisions														
(3). Distribution to owners (or shareholders)														
(4). Others														
5. Internal carry-forward of owners' equity														
(1). Transfer of capital surplus into capital (or capital stock)														
(2). Transfer of surplus reserves into capital (or capital stock)														
(3). Surplus reserves for making up losses														
(4). Carryover the changes in net debt or net assets from remeasured benefit plans														
(5). Others														
VII. At 31 December 2017	4,881,202.70		60,000.00				298,474.33		2,819,357.96		8,059,134.99			8,059,134.99

Remark: The symbol with Δ is only for financial enterprises only and # for foreign invested enterprises

# Statement of Changes in Equity

Company Name: Tata Steel International (Shanghai) Limited Expressed in Rmb Yuan

	2016												
	1	2	3	4	5	6	7	8	9	10	11	12	13
Item	Paid-in Capital	Other equity instruments	Capital Surplus	Less: Treasury stock	Equity attributable to owners of the Company	Special reserve	Surplus reserves	Provision for asset risks	Retained earnings	Others	Sub-total	Minority interests	Total owners' equity
I. Balance at the end of the previous year	4,881,202.70		60,000.00				260,964.16		2,532,644.28		7,734,811.14		7,734,811.14
Add: change of accounting policy													
Correction of errors in previous periods													
Other													
II. At beginning of year	4,881,202.70		60,000.00				260,964.16		2,532,644.28		7,734,811.14		7,734,811.14
III. Movement of current year ("+" means "increase")													
1. Total comprehensive incomes													
2. Capital paid in and reduced by owners													
(1). Ordinary share invested by owners													
(2). Capital inputs by holders of other equity instruments													
(3). Amounts of share-based payments recognized in owners' equity													
(4). Others													
3. Appropriations and use of special reserves													
(1). Appropriations to special reserve													
(2). Special reserve use													
4. Appropriation and distribution													
(1). Appropriations to surplus reserve													
Including: Statutory surplus reserve													
Discretionary surplus reserve													
#Reserved fund													
#Enterprise expansion fund													
#Profits capitalized on return of investment													
(2). Appropriations to general risk provisions													
(3). Distributions to owners (or shareholders)													
(4). Others													
5. Internal carry-forward of owners' equity													
(1). Transfer of capital surplus into capital (or capital stock)													
(2). Transfer of surplus reserves into capital (or capital stock)													
(3). Surplus reserves for making up losses													
(4). Carryover the changes in net debt or net assets from reinsurance benefit plans													
(5). Others													
IV. At 31 December 2016	4,881,202.70		60,000.00				260,964.16		2,538,469.82		7,641,636.48		7,641,636.48

Remark: The product with Δ is only for financial enterprises only and # for foreign invested enterprises

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

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**I. Corporate information**

**Tata Steel International (Shanghai) Limited (hereinafter referred to as the Company) is a limited liability company (a WFOE with the investment from Taiwan, Hong Kong or Macao) incorporated and invested by Corus Asia Limited (a Hong Kong company, hereinafter referred to as the Investor) on June 08, 2006 under the approval of the Ministry of Commerce of the People's Republic of China [No. SZP(2006)18] and registered with Shanghai Administration for Industry and Commerce Huangpu Branch. The Investor of the Company was changed to Tata Steel International (Asia) Limited under the approval of Shanghai Municipal Commission of Commerce [No. HSWZP(2010)1369] on May 31, 2010; the Company has obtained the Certificate of Approval for Establishment of Enterprises with Investment of Taiwan, Hong Kong, Macao and Overseas Chinese in the People's Republic of China [No. SWZHDZZ(2010)1412] and the Uniform Social Credit Code [No. 91310000717864543J]; the total investment of the Company amounts to USD 880,000.00, the registered capital amounts to USD620,000.00, and the paid-in capital amounts to USD 620,000.00; the registered address of the Company is Room 2006, No. 568, Hengfeng Road, Zhabei District, Shanghai. ALAN ROY BRIDGER is the legal representative of the Company. The operating period of the Company is 30 years.**

**Principal Activities:**

**The wholesale, commission agency (excluding auction), import and export of steel, aluminum products, construction products and other relevant products, and rendering of the relevant supporting service and after service (operate the products involved in quota license administration or specific**

## Notes to Financial Statements

For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

stipulation administration in accordance with the relevant provisions of the State) (operate with administrative license as required).

### II. Basis of Preparation and adoption of Accounting Standard for financial statement

The financial statements have been prepared under the going concern basis and according to the actual transactions and matters. They have also been prepared in accordance with Accounting Standards for Business Enterprises, 《Accounting System for Business Enterprises》 and other relevant provisions for recognition and measurement.

### III. Statement of Compliance with Accounting Standards for Business Enterprises and 《Accounting System for Business Enterprises》

The financial statements give a true and complete view of the financial position, operating results and cash flows, etc. of the enterprise in accordance with Accounting Standards for Business Enterprises and 《Accounting System for Business Enterprises》.

### IV. Significant Accounting Policies and Accounting Estimates

#### 1. The accounting system the Company currently implements

The Company is in accordance with Accounting Standards for Business Enterprises, 《Accounting System for Business Enterprises》 and other relevant provisions.

#### 2. Accounting year

The accounting year of the Company is from 1 January to 31 December.

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

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**3. Functional currency**

**Renminbi (“Rmb”) is the functional currency of the Company.**

**4. Basis of accounting and measurement bases**

**The Company follows the accrual basis of accounting, and assets are initially recorded at actual costs on acquisition.**

**5. Foreign currency translation**

**(1) The foreign currency transactions are translated into Rmb at the exchange rates stipulated by the People’s Bank of China on the first day of the month when the transactions took place. Balances of foreign currency monetary items at the balance sheet date are translated into Rmb at the stipulated exchange rates at the balance sheet date.**

**(2) The exchange difference arising from these translations shall be entered as gain and loss on exchange, and included in the current financial expenses; for those occurred during the construction preparation period are included in long-term deferred expenses; exchange difference relating to foreign currency borrowings specifically for construction and acquisition of fixed assets was capitalized; exchange differences from different currencies are included in the financial expenses.**

**6. Short-term investments**

**(1) Short-term investment valuation method:**

**The short-term investment is accounted by the actual cost upon acquisition(including taxes, handling fee and correlative charges), deducting the cash dividends declared to be released but not yet paid (interest of creditor’s right whose debenture interest is already due but have not been received) .**

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

**(2) The recognition of investment income:**

During the holding period of short-term investment, the cash dividends declared by the investee or interest income, at the due day for interest payment by the debtor, calculated on the basis of the coupon rate of term bond in accordance with the installment payment, shall be included in the investment income. For sale of the short-term investment, the net amount of sale price (deducting its book balance and relevant taxes), shall be included in the investment income.

**7. Provision for bad debts of receivables**

**(1) Recognition criteria of bad debts**

① The irrecoverable amount of a debtor who declares bankruptcy, closing down, dissolution, or the business license shall be canceled or revoked in accordance with the law and has insufficient liquidating property to repay.

② The irrecoverable amount of a debtor who has deceased, or has been declared missing or dead in accordance with the law, and has insufficient estate to repay.

③ The amount owed by a debtor who is unable to repay the obligations after the debts are three years overdue, and the amount is unlikely to be recovered as demonstrated by sufficient evidence.

④ Unable to recourse against the debtor after a debt restructuring agreement or the court's approval of the bankruptcy reorganization plan.

⑤ The debt is unrecoverable because of natural disasters, war and other force majeure.

⑥ Other conditions as prescribed by the finance and tax administrative department of the State Council.

**(2) Accounting methods for bad debts losses**

Using allowance method. The bad debt provision is made for receivables

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

(including accounts receivable and other receivables). The bad debt provision is made using the specific identification method.

## 8. Inventories

Inventory refers to finished products or merchandise possessed by an enterprise for sale in the daily of business, or work in progress in the process of production. Inventories include finished goods.

(1) Measurement: The inventories shall be initially measured in light of their cost.

For the inventories obtained from debtors as a way of debt-paying by debt restructuring, the value of these inventories are recognized based on the book value of creditor's right. For inventories received from Non-monetary transactions, the value of these inventories are recognized based on the book value of assets surrendered.

(2) Low value consumables are amortized by using immediate write-off method.

(3) Inventory system:

Perpetual Inventory System. For the loss from the inventory losses or damaged inventories, shall be included in the current profits and losses

(4) Provisions for declines in the value of inventories: presented at the lower of cost and net realizable value. The company made provision for loss on decline in value of inventories on the ground of each item of inventories. (For inventories with large quantity and relatively low unit prices, the provision for loss on decline in value of inventories shall be made on the ground of the categories of inventories)

## 9. Long-term equity investment

(1) Recognition of investment cost

Long-term equity investment includes the investment to subsidiary companies,

## Notes to Financial Statements

For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

joint ventures and associated enterprises. The long-term equity investments are initially recorded at cost on acquisition.

①The initial cost of long-term equity investment obtained by cash payment shall be recorded as full cost including taxes, handling fees and other expenses. ②The initial cost of a long-term equity investment obtained by abandoning non-cash assets shall be the value determined from the rules in Accounting Standards for Business Enterprises-Non monetary transactions; ③The initial cost of a long-term equity investment obtained by recombination of liabilities shall be ascertained in accordance with Accounting Standards for Enterprises – Debt Restructuring; ④The initial cost of a long-term equity investment obtained through administrative allocation shall be valued according to the book value of the divided unit. ⑤The initial cost of a long-term equity investment acquired from merger of enterprises shall be recognized in accordance with the methods of combination; ⑥The initial cost of a long-term equity investment obtained on the basis of issuing equity securities shall be the fair value of the equity securities issued. ⑦The initial cost of a long-term equity investment of an investor shall be the value stipulated in the investment contract or agreement except the unfair value stipulated in the contract or agreement.

### (2) Subsequent measurement and recognition of investment income or loss

Cost method shall be adopted in a long-term equity investment where the investing enterprise does not have common control or significant influence over the investee, the investment is not quoted in an active market and its fair value cannot be measure reliably.

Under the cost method, a long term equity investment is measured at initial investment cost. Except for cash dividends or profits declared but not yet paid that are included in the price or consideration actually paid upon acquisition of the



Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

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investment, investment income is recognized in accordance with the attributable share of cash dividends or profit distributions declared by the investee.

Cost method shall be adopted in a long-term equity investment where the Company have common control or significant influence over the investee.

Under the cost method, if the initial cost of a long-term equity investment is more than the investing enterprise' attributable share of the fair value of the invested entity's identifiable net assets for the investment, still included in the initial investment cost; if the initial cost of a long term equity investment is less than the investing enterprise' attributable share of the fair value of the invested entity's identifiable net assets for the investment, the difference shall be included in the current profits and losses and the cost of the long-term equity investment shall be adjusted simultaneously.

Under the cost method, after acquiring long-term equity investment, the Company recognizes its share of the net profit or loss of the investee as investment income or loss and adjust the book value of long-term equity investment. When recognizing the share of the investee's net profit or loss, the Company should, based on the fair value of the investee's each identifiable asset when the investment is acquired, in accordance with the Company's accounting policies and periods, after eliminating the portion of the profits or losses, arising from the internal transactions between the Company and its associates and joint ventures, attributable to the investing entity according to the share ratio (but losses arising from internal transactions that belong to losses on the impairment of assets, should be recognized in full), recognize the net profit of the investee entity after making appropriate adjustments.

For long-term equity investments in associates and joint ventures which had been held by the Company before its first adoption day, where the initial investment cost of

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

a long-term equity investment exceeds the Company's interest in the investee's net assets at the time of acquisition, the excess which is amortized on a straight line basis over the original remaining life shall be deducted and then recognized in profit or loss. The book value of the long-term equity investment is reduced to the extent that the Company's share of the profit or cash dividends declared to be distributed by the investee. When the investee is recognized net loss, reduce the book value of long-term equity investments and long-term equity of net investment (in substance) in investee to zero, except to the extent that the Company has obligation on additional losses. The Company shall adjust the book value of the long-term equity investment for other changes in owners' equity of the investee (other than net profits or losses), and include the corresponding adjustments in equity; when disposal of long-term equity investment, transfer it to current profit or loss on a pro-rata basis.

On disposal of a long-term equity investment, the difference between the book value of the investment and the actual amount paid for acquisition is recognized in current profit or loss. Where the equity method is adopted, the amount attributable to the long-term equity investment previously included shareholders' equity shall be transferred to current profit or loss on a pro-rata basis.

**(3) Recognition of investee under joint control or significant influence**

**1) Joint control**

Joint control will not exist unless the investing parties of the economic activity with one an assent on sharing the control power over the relevant important financial and operating decisions, which is in accordance with the contracts and agreements.

Joint control should be recognized when one of the following conditions have been satisfied:

- ① Any party cannot independently control the important financial and operating

Notes to Financial Statements

For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

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decisions of the joint venture; ②The decision on the basic operating activities of a joint venture requires the unanimous consent of the parties of the joint venture;

③ Each parties of the joint venture may appoint one of them to manage the daily activities of the joint venture through the form of a contract or agreement, but it must exercise the right of administration within the scope of financial and business policies agreed by the all other parties.

2) Significant influence

Significant influence refers to the power to participate in making decisions on the financial and operating policies of the investee, but not to control or do joint control together with other parties over the formulation of these policies.

There is significant influence on the investee when one of the following conditions have been satisfied:

① There are representatives dispatched in the board of directors or similar authorities of the investee; ② Participating in the policy making process of the investee, including the policy of dividend distribution,etc.③There is a major transaction with the investee; ④ dispatching the management to the investee; ⑤ Provide key technical information to the investee.

(4) The conversion between Equity method Cost method of the long-term equity investments

For those long-term equity investments that the Company has no longer had a joint control or significant influence on the investee due to a reduction in investment,etc., or have no quotation in active markets and whose fair values cannot be reliably estimated, shall be changed into the cost method, and take the book value of long-term equity investments under equity method as the initial cost of investment in accordance with the cost method.

For those investment that the Company exists a joint control or significant

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

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influence on the investee but not a control because of the additional investment shall be changed into the measurement of equity method, and take the book value of long-term equity investments under cost method or book value of investment recognized in accordance with "Accounting Standards for Enterprise No.22-Recognition and measurement of financial instruments as initial cost of investment in accordance with equity method.

(5) The recognition criteria and methods of impairment provision

At the end of the year, the recoverable amount of the investment is lower than the book value of that investment, which results from the continuous decline in the market price or the deterioration of the operating status of the investee, and the value of the reduction will not be restored in the predictable in the future, so the difference between recoverable amount and book value of long-term equity investments shall be recognized as provision for impairment loss of long-term equity investments.

The provision is stated at the lower of cost of individual investments projects and recoverable amount.

## 10、 Fixed assets and depreciation

(1) The recognition criteria of fixed assets

Fixed assets are tangible assets that are held for the sake of producing commodities, rendering labor service, renting or business management; and their useful life is in excess of one fiscal year.

Fixed assets are recognized only when the economic benefits relating to the fixed assets are likely to flow into the enterprise and the cost of the fixed assets can be measured reliably.

The initial measurement of a fixed asset shall be made at its cost.

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

**(2) Classification of fixed assets and Depreciation method**

The depreciation is calculated using the straight-line method.

Depreciation of the fixed asset begins when it is available for use. Depreciation of an asset ceases when the asset is derecognised or divided into non current assets held for sale. Without considering the provisions for impairment loss of fixed assets, the category, estimated useful lives, estimated residual values and annual depreciation rate of the fixed assets are as follows:

<u>Category</u>	<u>Estimated residual rate</u>	<u>Estimated useful lives</u>	<u>Annual depreciation rate</u>
Office equipment	10%	5 years	18%

For the improved fixed assets under operating lease, depreciation is calculated using straight-line method within the period.

Considering the provision for impairment, depreciation is based on the individual fixed asset (excluding the net book value after provision and remaining years).

**(5) Provisions for impairment of fixed assets**

If recoverable amount is lower than carrying amount of due to the market prices' continuing falling, obsolete technology, damage, being long-term idle, etc., the provisions are taken by the difference.

The company made provisions for impairment of fixed assets on the ground of each item of assets.

**11. Construction in progress**

**(1) Measurement:** Construction in progress is recorded at the actual cost incurred for the construction. When the asset is ready for its intended use, the

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

construction in progress is transferred to fixed assets. After available for intended use but before the final settlement, the built-up fixed assets are accounted at estimated value.

After the settlement, the Company should adjust the estimate.

(2) Provision for impairment of construction in progress:

The provisions are taken for the long suspension of construction in progress which is expected to not be restarted over the next 3 years, or the construction in progress whose project has been lagged behind in performance, technology and brings economic benefit of great uncertainty to the enterprise.

## 12. Employee benefits

Employee benefits are all forms of consideration given and other relevant expenditures incurred by the Company in exchange for service rendered by employees. Employee benefits include staff wages, bonuses, allowances, subsidies and staff welfare, etc. In the accounting period in which an employee has rendered service to an enterprise, the enterprise shall recognize the employee benefits payable (for that service) as a liability.

Relevant cost shall be recognized according to the he benefits derived from the employee service.

## 13. Revenue Recognition

(1) Revenue from sale of goods shall be recognized when the company received payment for goods after delivering the goods or acquired the right on receivables.

(2) The revenue from rendering of services ( the services started and completed in the same fiscal year) shall be recognized when service transactions have been completed and meanwhile, have received the payment or acquired the right of on

## Notes to Financial Statements

For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

receivables. An enterprise shall ascertain the total revenue from the providing of labor services in accordance with the received or to-be-received price of the party that receives the labor services as stipulated in the contract or agreement.

For the services started or completed in different fiscal years, the revenue from rendering of services shall be recognized in accordance with schedule of completion. An enterprise shall, on the date of the balance sheet, ascertain the current revenue from rendering services in accordance with the amount of multiplying the total amount of revenues from rendering services by the schedule of completion then deducting the accumulative revenues from the providing of labor services that have been recognized in the previous accounting periods.

### 14. Income tax

The company adopts the tax payable method

Take the taxable income after the corresponding adjustment of current pre-tax accounting profit, in accordance with rules established by the taxation authorities, as the base for calculating the income tax expense of the current period.

### V. Tax

The major categories of taxes applicable to the Company and the tax rates are as follows:

Categories of Tax	Tax rate	Tax base
Corporate income tax	25%	Taxable income
Value added tax(VAT)	17% or 6%	Added value in the process of circulation of goods or taxable services
City maintenance and construction surtax	7%	It is levied at X% on the turnover taxes paid
Educational surtax and surcharge	3%	It is levied at X% on the turnover taxes paid

## Notes to Financial Statements

For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

<b>Local educational surcharge</b>	<b>2%</b>	<b>It is levied at X% on the turnover taxes paid</b>
<b>Watercourse management fee</b>	<b>1%</b>	<b>It is levied at X% on the turnover taxes paid</b>

### VI. Changes in accounting polices ,accounting estimates and Explanation of error correction

There is no change of accounting policies, accounting estimates and or correction of accounting errors.

### VII. Notes To The Financial Statements

#### 1、 Monetary funds

Items	2017-12-31			2016-12-31		
	Amount of original currency	Exchange rate	Translated to RMB	Amount of original currency	Exchange rate	Translated to RMB
Cash in bank			1,432,195.23			1,570,839.60
Including:RMB	708,942.08		708,942.08	802,491.51		802,491.51
USD	110,687.33	6.5342	723,253.15	110,760.86	6.9370	768,348.09
<b>Total</b>			<b>1,432,195.23</b>			<b>1,570,839.60</b>

#### 2、 Accounts receivable

Items	2017-12-31		2016-12-31	
	Carrying amount	Allowance for bad debts	Carrying amount	Allowance for bad debts
Within 1 year			137,364.39	
1-2 years				
Over 2 years				
<b>Total</b>			<b>137,364.39</b>	



Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

**3. Other receivables**

**(1) The aging analysis of other receivables:**

Items	2017-12-31		2016-12-31	
	Balance	Provision for bad debts	Balance	Provision for bad debts
Within 1 year	6,851,835.15		6,376,394.96	
1-2 years				
Over 2 years	98,572.73		99,722.73	
<b>Total</b>	<b>6,950,407.88</b>		<b>6,476,117.69</b>	

**(2) Main debtors:**

Company's (Personal) names	Amount owed	Aging
Tata Steel International (Asia) Limited	6,836,812.74	Within 1 year

**4. Inventories**

Items	2017-12-31		2016-12-31	
	Balance	Provision for inventory devaluation	Balance	Provision for inventory devaluation
Finished goods	70,265.21		70,265.26	
<b>Total</b>	<b>70,265.21</b>		<b>70,265.26</b>	

**5. Other current assets**

Items	2017-12-31	2016-12-31
Prepaid expenses – rent for office	28,641.90	25,123.81
Prepaid expenses – broadband fee	5,970.00	5,970.00
<b>Total</b>	<b>34,611.90</b>	<b>31,093.81</b>

**6. Original cost and Accumulated depreciation of Fixed assets**

Items	2016-12-31	Additions	Decreases	2017-12-31
1. Total Cost	124,652.86	7,598.29		132,251.15

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

Including: Office equipment	124,652.86	7,598.29		132,251.15
2、 Total Accumulated depreciation	65,384.16	12,290.70		77,674.86
Including: Office equipment	65,384.16	12,290.70		77,674.86
3、 Provisions for impairment				
Including: Office equipment				
4、 Total net book value	59,268.70			54,576.29
Including: Office equipment	59,268.70			54,576.29

7、 Long-term prepaid expenses

Item	Initial cost	Beginning Balance	Increased this year	Decrease this year (amortized)	Ending Balance	Remaining period for amortization
Leasehold improvement	97,000.00	5,389.04		5,389.04		

8、 Taxes payable

Items	2017-12-31	2016-12-31
Value added tax	27,278.40	7,939.24
Corporate income tax	2,208.52	67,745.71
Total	29,486.92	75,684.95

9、 Other payables

(1) The aging analysis of Other payables:

Aging	2017-12-31		2016-12-31	
	Amount	ratio (%)	Amount	ratio (%)
Within 1 year	453,434.60	100.00%	633,017.06	100.00%
1-2 years				
Over 2 years				
Total	453,434.60	100.00%	633,017.06	100.00%

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

**(2) Main content:**

Content	Amount owed	Aging
Bonus Accrual	421,316.16	Within 1 year

**10、Paid-in capital**

Item	Opening Balance		Increased this year	Decreased this year	Closing Balance	
	Amount	Proportion (%)			Amount	Proportion (%)
Tata Steel International (Asia) Limited	CNY 4,881,202.70 ( USD 620,000 )	100.00%			CNY 4,881,202.70 ( USD 620,000 )	100.00%

The above paid-in capital had been verified by No. SXSWYZ (2007) 6 Capital Verification Report issued by Shanghai Xiaotiancheng Certified Public Accountants Firm on January 25, 2007. The Investor was changed from Corus Asia Limited to Tata Steel International (Asia) Limited under the approval of Shanghai Municipal Commission of Commerce [No. HSWZP(2010)1369].

**11、Capital Reserve**

Item	Opening Balance	Increased this year	Decreased this year	Closing Balance
Allocation from capital reserve under former system (provision for accepting non-monetary asset donation)	60,000.00			60,000.00
<b>Total</b>	<b>60,000.00</b>			<b>60,000.00</b>

**12、Surplus Reserve**

Item	Opening Balance	Increased this year	Decreased this year	Closing Balance
Statutory surplus reserve	260,964.16	37,610.17		298,574.33
<b>Total</b>	<b>260,964.16</b>	<b>37,610.17</b>		<b>298,574.33</b>

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

**13. Retained earnings**

Items	Amount
Retained earnings at beginning of year before	2,439,469.62
Add: Adjusted initial amount	
At beginning of the year	2,439,469.62
Add: Net profit	376,101.71
Less: Reserve fund	37,610.17
Less: Others	-41,396.80
At end of the year	2,819,357.96

**14. Revenue and Cost of revenue**

Items	2017		2016	
	Income	Cost	Income	Cost
1. Prime operating income (subtotal)	6,238,021.25	5,847,146.73	3,093,383.05	2,657,843.85
2. Other operating income	4,273,718.87		3,821,869.32	
Total (subtotal)	10,511,740.12	5,847,146.73	6,915,252.37	2,657,843.85

**15. Tax and Surcharges**

Items	2017	2016
City maintenance and construction surtax	18,232.96	17,684.66
Educational surtax and surcharge	7,814.12	7,579.13
Local educational surcharge	5,209.42	5,052.76
Watercourse management fee	556.87	2,526.38
Total	31,813.37	32,842.93

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

**16. Selling & distribution cost**

Items		2017	2016
<b>Total</b>		<b>12,407.20</b>	<b>275,659.93</b>
<b>Mainly:</b>	<b>Other</b>	<b>12,222.23</b>	
	<b>Storage charge</b>	<b>185.00</b>	

**17. Administrative expenses**

Items		2017	2016
<b>Total</b>		<b>3,968,090.07</b>	<b>3,840,245.71</b>
<b>Mainly:</b>	<b>Salary</b>	<b>1,942,080.00</b>	<b>1,901,709.57</b>
	<b>Social insurance and housing funds</b>	<b>539,987.27</b>	<b>479,214.72</b>
	<b>Domestic travel expenses</b>	<b>371,566.10</b>	<b>272,297.56</b>

**18. Financial expenses**

Items	2017	2016
<b>Total</b>	<b>257,168.38</b>	<b>41,380.48</b>
<b>Including: Interest expenses</b>		
<b>Interest income</b>	<b>-9,739.36</b>	<b>-6,442.34</b>
<b>Bank charges</b>	<b>7,451.05</b>	<b>8,583.85</b>
<b>Exchange loss/(gain)</b>	<b>259,456.69</b>	<b>39,238.97</b>

**19. Non-operating income and expense**

Items	2017	2016
<b>Total non-operating income</b>	<b>330.00</b>	<b>5,372.33</b>
<b>Including: Rebate received from tax bureau for withholding individual income tax for employees</b>		<b>5,042.33</b>
<b>Tax-related incentive income on upgrading VAT system</b>	<b>330.00</b>	<b>330.00</b>
<b>Total non - operating expenses</b>	<b>118.03</b>	<b>5,844.50</b>

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited (Expressed in Renminbi Yuan)

<b>Including: Loss from disposal of non-current assets</b>		<b>5,844.50</b>
<b>Late filing penalty</b>	<b>118.03</b>	

**20. Income tax**

Items	2017	2016
Income tax expense during the period	19,224.63	159,981.96
<b>Total</b>	<b>19,224.63</b>	<b>159,981.96</b>

The company's corporate income tax is subject to tax settlement.

**VIII. Contingencies**

As at the balance sheet date(December. 31, 2017), the Company had no significant contingencies affecting the reading and understanding of financial statements.

**IX. Commitments**

As at the balance sheet date (December. 31, 2017), the Company had no significant commitments affecting the reading and understanding of financial statements.

**X. Events occurring after the balance sheet date**

As at the financial statements for issuance (March.16, 2018), there is no Non-adjusting events in the events occurring after balance sheet occurred, which affects the reading and understanding of financial statements.

Notes to Financial Statements  
For the Year Ended 31 December 2017

Tata Steel International (Shanghai) Limited

(Expressed in Renminbi Yuan)

**XI. Relationship and Transactions with Related Parties**

**1. Information about the Company's Parent Company**

Name of parent company	Registered address	Business nature
Tata Steel International (Asia) Limited	Unit 603B, Empire Centre, 68 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong	Trading

**2. Proportion of shareholdings of the Parent Company in the Company**

Item	Beginning Balance	Increased this year	Decreased this year	Ending Balance
Proportion of shareholdings	100.00%			100.00%
Proportion of voting rights	100.00%			100.00%

**3. Transactions with Related Parties**

**(1) Purchase and Sale Transactions**

Type of transaction	Name of entity	Nature of relationship	Amount of transaction	Pricing policy
<b>1. Transactions with related parties for purchase of goods and acceptance of service</b>				
Purchase of goods	Tata Steel Ijmuiden BV	Under the same control	5,567,851.58	Market price
<b>2. Transactions with related parties for sale of goods and rendering of service</b>				
Rendering of service	Tata Steel International (Asia) Limited	Parent Company	4,530,142.00	Management fee plus 5% or 2%

**(2) Security for Related Parties: None**

**(3) Amount Due from/ to Related Parties**

Item and Entity	Ending Balance	Proportion to total amount of the project
Other Receivables		
Tata Steel International (Asia) Limited	6,836,812.74	98.37%

**XII. Other significant events to be illustrated**

None.

**Tata Steel International (Shanghai) Limited**  
**Statement of Adjustments to Taxable Amount of Income**  
**for the year ended December 31, 2017**

Unit: CNY

Item	Amount	Remark
I. Total Profits (tax returns)	395,326.34	
II. Plus: Adjusted increase	14,413.04	
1. Entertainment expenses over allowed limit	2,295.01	
2. Accrued bonus	12,000.00	
3. overdue fine	118.03	
III. Less: Adjusted decrease	217,493.00	
1. Accrued bonus utilised during the year	217,493.00	
IV. Taxable amount of income after adjustment	192,246.38	

Note: The above taxable amount of income after adjustment is the opinion of the auditors, and the final determination on the taxable amount of income shall be subject to the final approval of the competent tax authority.





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上海华皓会计师事务所  
Shanghai Well C.P.A. Partnership

报告书  
REPORT

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## 审计报告

华皓审财(2018)第111号

康力斯(上海)商贸有限公司全体股东:

### 一、 审计意见

我们审计了康力斯(上海)商贸有限公司(以下简称“贵公司”)财务报表,包括2017年12月31日的资产负债表,2017年度的利润表、现金流量表、所有者权益变动表以及相关财务报表附注。

我们认为,后附的财务报表在所有重大方面按照企业会计准则和《企业会计准则》的规定编制,公允反映了贵公司2017年12月31日的财务状况以及2017年度的经营成果和现金流量。

### 二、 形成审计意见的基础

我们按照中国注册会计师审计准则的规定执行了审计工作。审计报告的“注册会计师对财务报表审计的责任”部分进一步阐述了我们在这些准则下的责任。按照中国注册会计师职业道德守则,我们独立于贵公司,并履行了职业道德方面的其他责任。我们相信,我们获取的审计证据是充分、适当的,为发表审计意见提供了基础。

### 三、 管理层和治理层对财务报表的责任

贵公司管理层(以下简称管理层)负责按照企业会计准则和《企业会计准则》的规定编制财务报表,使其实现公允反映,并设计、执行和维护必要的内部控制,以使财务报表不存在由于舞弊或错误导致的重大错报。

在编制财务报表时,管理层负责评估贵公司的持续经营能力,披露与持续经营相关的事项(如适用),并运用持续经营假设,除非管理层计划清算贵公司、终止运营或别无其他现实的选择。

治理层负责监督贵公司的财务报告过程。

#### 四、注册会计师对财务报表审计的责任

我们的目标是对财务报表整体是否不存在由于舞弊或错误导致的重大错报获取合理保证，并出具包含审计意见的审计报告。合理保证是高水平的保证，但并不能保证按照审计准则执行的审计在某一重大错报存在时总能发现。错报可能由于舞弊或错误导致，如果合理预期错报单独或汇总起来可能影响财务报表使用者依据财务报表作出的经济决策，则通常认为错报是重大的。

在按照审计准则执行审计工作的过程中，我们运用职业判断，并保持职业怀疑。同时，我们也执行以下工作：

(1) 识别和评估由于舞弊或错误导致的财务报表重大错报风险，设计和实施审计程序以应对这些风险，并获取充分、适当的审计证据，作为发表审计意见的基础。由于舞弊可能涉及串通、伪造、故意遗漏、虚假陈述或凌驾于内部控制之上，未能发现由于舞弊导致的重大错报的风险高于未能发现由于错误导致的重大错报的风险。

(2) 了解与审计相关的内部控制，以设计恰当的审计程序，但目的并非对内部控制的有效性发表意见。

(3) 评价管理层选用会计政策的恰当性和作出会计估计及相关披露的合理性。

(4) 对管理层使用持续经营假设的恰当性得出结论。同时，根据获取的审计证据，就可能导致对贵公司持续经营能力产生重大疑虑的事项或情况是否存在重大不确定性得出结论。如果我们得出结论认为存在重大不确定性，审计准则要求我们在审计报告中提请报表使用者注意财务报表中的相关披露；如果披露不充分，我们应当发表非无保留意见。我们的结论基于截至审计报告日可获得的信息。然而，未来的事项或情况可能导致贵公司不能持续经营。

(5) 评价财务报表的总体列报、结构和内容（包括披露），并评价财务报表是否公允反映相关交易和事项。

我们与治理层就计划的审计范围、时间安排和重大审计发现等事项进行沟通，包括沟通我们在审计中识别出的值得关注的内部控制缺陷。

(此页无正文)



中国 · 上海

中国注册会计师:



中国注册会计师:



2018年3月16日

# 资产负债表

编制单位：康力凯（上海）医药有限公司		2017年12月31日		资产负债表			
行次	项目	期末余额	年初余额	行次	项目	期末余额	年初余额
1	流动资产：			1	流动资产：		
2	货币资金	1,432,195.23	1,370,825.60	2	货币资金	1,432,195.23	1,370,825.60
3	△应收票据			3	△应收票据		
4	△应收账款			4	△应收账款		
5	△应收股利			5	△应收股利		
6	△应收利息			6	△应收利息		
7	△其他应收款	137,564.29		7	△其他应收款	137,564.29	
8	△预付账款			8	△预付账款		
9	△存货			9	△存货		
10	△固定资产			10	△固定资产		
11	△无形资产			11	△无形资产		
12	△长期股权投资			12	△长期股权投资		
13	△可供出售金融资产			13	△可供出售金融资产		
14	△持有待售资产			14	△持有待售资产		
15	△其他流动资产	6,909,107.88		15	△其他流动资产	6,909,107.88	
16	△买入返售金融资产			16	△买入返售金融资产		
17	存货	70,265.21	70,265.21	17	存货	70,265.21	70,265.21
18	其中：原材料			18	其中：原材料		
19	库存商品(产成品)	70,265.21	70,265.21	19	库存商品(产成品)	70,265.21	70,265.21
20	发出商品			20	发出商品		
21	一年内到期非流动资产			21	一年内到期非流动资产		
22	其他流动资产	34,411.90		22	其他流动资产	34,411.90	
23	流动资产合计	8,487,484.22		23	流动资产合计	8,487,484.22	
24	非流动资产：			24	非流动资产：		
25	△发放贷款和垫款			25	△发放贷款和垫款		
26	可供出售金融资产			26	可供出售金融资产		
27	持有至到期投资			27	持有至到期投资		
28	长期股权投资			28	长期股权投资		
29	投资性房地产			29	投资性房地产		
30	固定资产			30	固定资产		
31	无形资产	132,851.86		31	无形资产	132,851.86	
32	递延所得税资产	77,874.86		32	递延所得税资产	77,874.86	
33	其他非流动资产	54,576.29		33	其他非流动资产	54,576.29	
34	非流动资产合计	265,299.01		34	非流动资产合计	265,299.01	
35	资产总计	8,752,783.23		35	资产总计	8,752,783.23	
36	负债和所有者权益（或股东权益）：			36	负债和所有者权益（或股东权益）：		
37	短期借款			37	短期借款		
38	应付票据			38	应付票据		
39	应付账款			39	应付账款		
40	预收账款			40	预收账款		
41	应付职工薪酬	54,576.29		41	应付职工薪酬	54,576.29	
42	应交税费			42	应交税费		
43	应付利息			43	应付利息		
44	应付股利			44	应付股利		
45	其他应付款	8,399.04		45	其他应付款	8,399.04	
46	一年内到期的非流动负债			46	一年内到期的非流动负债		
47	其他流动负债			47	其他流动负债		
48	流动负债合计	64,607.74		48	流动负债合计	64,607.74	
49	长期借款			49	长期借款		
50	应付债券			50	应付债券		
51	长期应付款			51	长期应付款		
52	专项应付款			52	专项应付款		
53	其他非流动负债			53	其他非流动负债		
54	非流动负债合计			54	非流动负债合计		
55	负债合计	64,607.74		55	负债合计	64,607.74	
56	所有者权益（或股东权益）：			56	所有者权益（或股东权益）：		
57	实收资本（股本）	54,576.29		57	实收资本（股本）	54,576.29	
58	资本公积			58	资本公积		
59	盈余公积			59	盈余公积		
60	未分配利润			60	未分配利润		
61	所有者权益合计	8,688,175.49		61	所有者权益合计	8,688,175.49	
62	负债和所有者权益（或股东权益）总计	8,752,783.23		62	负债和所有者权益（或股东权益）总计	8,752,783.23	
63	其中：外币报表折算差额			63	其中：外币报表折算差额		
64	专项储备			64	专项储备		
65	其他综合收益			65	其他综合收益		
66	盈余公积			66	盈余公积		
67	未分配利润			67	未分配利润		
68	少数股东权益			68	少数股东权益		
69	所有者权益合计	8,688,175.49		69	所有者权益合计	8,688,175.49	
70	负债和所有者权益（或股东权益）总计	8,752,783.23		70	负债和所有者权益（或股东权益）总计	8,752,783.23	
71	流动资产合计	8,487,484.22		71	流动资产合计	8,487,484.22	
72	非流动资产合计	265,299.01		72	非流动资产合计	265,299.01	

注：非流动资产中的无形资产、长期股权投资和可供出售金融资产，均以公允价值计量，并以公允价值进行后续计量。

资产负债表附注  
金额单位：元

# 利润表

财合年企02表  
金额单位：元

编制单位：康力斯（上海）商贸有限公司		2017年度		上期金额		本期金额		行次		项 目		本期金额		上期金额	
项 目	行次	本期金额	上期金额	本期金额	上期金额	行次	本期金额	上期金额	行次	本期金额	上期金额	行次	本期金额	上期金额	
一、营业总收入	1	10,511,740.12	6,915,252.37	10,511,740.12	6,915,252.37	31	330.00		31	330.00		31	330.00	5,372.33	
其中：营业收入	2	10,511,740.12	6,915,252.37	10,511,740.12	6,915,252.37	32			32			32			
△利息收入	3					33			33			33			
△已赚保费	4					34			34			34			
△手续费及佣金收入	5					35			35			35			
二、营业总成本	6	10,116,625.75	6,847,972.90	10,116,625.75	6,847,972.90	36			36			36	118.03	5,844.50	
其中：营业成本	7	5,847,146.73	2,657,843.85	5,847,146.73	2,657,843.85	37			37			37		5,844.50	
△利息支出	8					38			38			38			
△手续费及佣金支出	9					39			39			39			
△退保金	10					40			40			40	395,326.34	66,807.30	
△赔付支出净额	11					41			41			41	19,224.63	159,981.96	
△提取保险合同准备金净额	12					42			42			42	376,101.71	-93,174.66	
△保单红利支出	13					43			43			43	376,101.71	-93,174.66	
△分保费用	14					44			44			44			
税金及附加	15	31,813.37	32,842.93	31,813.37	32,842.93	45			45			45			
销售费用	16	12,407.20	275,659.93	12,407.20	275,659.93	46			46			46			
管理费用	17	3,968,090.07	3,840,245.71	3,968,090.07	3,840,245.71	47			47			47			
其中：研究与开发费	18					48			48			48			
党建经费	19					49			49			49			
财务费用	20	257,168.38	41,380.48	257,168.38	41,380.48	50			50			50			
其中：利息支出	21					51			51			51			
利息收入	22	9,739.36	6,442.34	9,739.36	6,442.34	52			52			52			
汇兑净损失（净收益以“-”号填列）	23	259,456.69	39,238.97	259,456.69	39,238.97	53			53			53			
资产减值损失	24					54			54			54			
其他	25					55			55			55	376,101.71	-93,174.66	
加：公允价值变动收益（损失以“-”号填列）	26					56			56			56	376,101.71	-93,174.66	
投资收益（损失以“-”号填列）	27					57			57			57			
其中：对联营企业和合营企业的投资收益	28					58			58			58			
△汇兑收益（损失以“-”号填列）	29					59			59			59			
三、营业利润（亏损以“-”号填列）	30	395,114.37	67,279.47	395,114.37	67,279.47	60			60			60			
稀释放大收益															

注：表中带\*科目为合并会计报表专用；加△指项目为金融类企业专用。

# 现金流量表

财会计年企03表  
金额单位：元

2017年度

编制单位：康力斯（上海）商贸有限公司

项 目	行次	本期金额	上期金额	项 目	行次	本期金额	上期金额
一、经营活动产生的现金流量：	1	—	—	处置固定资产、无形资产和其他长期资产所收回的现金净额	30		150.00
销售商品、提供劳务收到的现金	2	11,598,772.08	6,046,935.96	处置子公司及其他营业单位收回的现金净额	31		
△客户存款和同业存放款项净增加额	3			收到其他与投资活动有关的现金	32		
△向中央银行借款净增加额	4			投资活动现金流入小计	33		150.00
△向其他金融机构拆入资金净增加额	5			购建固定资产、无形资产和其他长期资产所支付的现金	34	8,890.00	22,517.20
△收到原保险合同保费取得的现金	6			投资支付的现金	35		
△收到再保险业务现金净额	7			△质押贷款净增加额	36		
△保户储金及投资款净增加额	8			取得子公司及其他营业单位支付的现金净额	37		
△处置以公允价值计量且其变动计入当期损益的金融资产净增加额	9			支付其他与投资活动有关的现金	38		
△收取利息、手续费及佣金的现金	10			投资活动现金流出小计	39	8,890.00	22,517.20
△拆入资金净增加额	11			投资活动产生的现金流量净额	40	-8,890.00	-22,367.20
△回购业务资金净增加额	12			三、筹资活动产生的现金流量：	41	—	—
收到的税费返还	13	35,307.69		吸收投资收到的现金	42		
收到其他与经营活动有关的现金	14	10,889.36	62,804.67	其中：子公司吸收少数股东投资收到的现金	43		
经营活动现金流入小计	15	11,609,661.44	6,145,048.32	取得借款所收到的现金	44		
购买商品、接受劳务支付的现金	16	6,882,654.19	3,547,882.83	△发行债券收到的现金	45		
△客户贷款及垫款净增加额	17			收到其他与筹资活动有关的现金	46		
△存放中央银行和同业款项净增加额	18			筹资活动现金流入小计	47		
△支付原保险合同赔付款项的现金	19			偿还债务所支付的现金	48		
△支付利息、手续费及佣金的现金	20			分配股利、利润或偿付利息所支付的现金	49		
△支付保单红利的现金	21			其中：子公司支付给少数股东的股利、利润	50		
支付给职工以及为职工支付的现金	22	2,868,649.27	2,463,134.29	支付其他与筹资活动有关的现金	51		
支付的各项税费	23	380,311.47	296,391.53	筹资活动现金流出小计	52		
支付其他与经营活动有关的现金	24	1,368,344.19	1,654,310.29	筹资活动产生的现金流量净额	53		
经营活动现金流出小计	25	11,479,959.12	7,961,718.94	四、汇率变动对现金及现金等价物的影响	54	-259,456.69	-39,238.97
经营活动产生的现金流量净额	26	129,702.32	-1,816,670.62	五、现金及现金等价物净增加额	55	-138,644.37	-1,878,276.79
收到投资收到的现金	27	—	—	加：期初现金及现金等价物余额	56	1,570,839.60	3,449,116.39
取得投资收益收到的现金	28			六、期末现金及现金等价物余额	57	1,432,195.23	1,570,839.60
	29				58		

注：△△项目为金融类企业专用。



# 所有者权益变动表

财会年企04表  
金额单位：元

项 目	行次	2017年度										所有者权益合计	
		本年金额											
项 目	行次	实收资本(或股本)	其他权益工具	资本公积	减:库存股	其他综合收益	专项储备	盈余公积	△一般风险准备	未分配利润	其他	小计	少数股东权益
栏次	1	2	3	4	5	6	7	8	9	10	11	12	
一、上年年末余额	1	4,881,202.70		60,000.00			260,964.16		2,439,469.62		7,641,636.48		13
加: 会计政策变更	2												
前期差错更正	3												
其他	4												
二、本年初余额	5	4,881,202.70		60,000.00			260,964.16		2,439,469.62		7,641,636.48		
三、本年增减变动金额(减少以“-”号填列)	6						37,610.17		379,888.34		417,498.51		
(一) 综合收益总额	7								379,888.34		417,498.51		
(二) 所有者投入和减少资本	8								376,101.71		376,101.71		
1. 所有者投入普通股	9												
2. 其他权益工具持有者投入资本	10												
3. 股份支付计入所有者权益的金额	11												
4. 其他	12												
(三) 专项储备提取和使用	13												
1. 提取专项储备	14												
2. 使用专项储备	15												
(四) 利润分配	16												
1. 提取盈余公积	17						37,610.17		3,786.63		41,396.80		
其中:法定公积金	18						37,610.17		-37,610.17				
任意公积金	19												
2. 储备基金	20												
3. 企业发展基金	21												
4. 利润归还投资	22												
2. 提取一般风险准备	23												
3. 对所有者(或股东)的分配	24												
4. 其他	25												
(五) 所有者权益内部结转	26												
1. 资本公积转增资本(或股本)	27												
2. 盈余公积转增资本(或股本)	28												
3. 盈余公积弥补亏损	29												
4. 结转重新计量设定受益计划净负债或净资产所产生的变动	30												
5. 其他	31												
四、本年年末余额	32	4,881,202.70		60,000.00			298,574.33		2,819,357.96		8,059,134.99		

注: 加△册体项目为金融类企业专用,册体为外商投资企业专用。

# 所有者权益变动表 (续)

附会年全04表  
金额单位: 元

项 目	行次	2017年度											所有者权益合计
		上年金额											
		其他资本(或股本)	其他权益工具	资本公积	减:库存股	其他综合收益	专项储备	盈余公积	△一般风险准备	未分配利润	其他	小计	
栏次	14	15	16	17	18	19	20	21	22	23	24	25	26
一、上年年末余额	4,881,202.70		60,000.00				260,964.16		2,532,644.28		7,734,811.14		7,734,811.14
加: 会计政策变更													
前期差错更正													
其他													
二、本年年初余额	4,881,202.70		60,000.00				260,964.16		2,532,644.28		7,734,811.14		7,734,811.14
三、本年增减变动金额(减少以“-”号填列)													
(一) 综合收益总额													
(二) 所有者投入和减少资本													
1.所有者投入普通股													
2.其他权益工具持有者投入资本													
3.股份支付计入所有者权益的金额													
4.其他													
(三) 专项储备提取和使用													
1.提取专项储备													
2.使用专项储备													
(四) 利润分配													
1.提取盈余公积													
其中: 法定公积金													
任意公积金													
2.储备基金													
企业发展基金													
3.利润归还投资													
提取一般风险准备													
4.对所有者(或股东)的分配													
其他													
(五) 所有者权益内部结转													
1.资本公积转增资本(或股本)													
2.盈余公积转增资本(或股本)													
3.盈余公积弥补亏损													
4.结转重新计量设定受益计划净负债或净资产所产生的变动													
5.其他													
四、本年年末余额	4,881,202.70		60,000.00				260,964.16		2,439,469.62		7,641,636.48		7,641,636.48

注: 盈余公积项目为金额单位, 单位为人民币元。

## 2017 年度财务报表附注

康力斯（上海）商贸有限公司

除特别注明外，金额单位为人民币元

### 一、公司基本情况

康力斯（上海）商贸有限公司（以下简称本公司）系经中华人民共和国商务部商资批[2006]18号批准，由香港康力斯亚洲有限公司投资，经上海市黄浦区工商行政管理局登记，于2006年6月8日组建的有限责任公司（台港澳法人独资）。本公司于2010年5月31日，经上海市商务委员会沪商外资批【2010】1369号批准，同意投资者更名为 Tata Steel International (Asia) Limited；取得批准号为商外资沪独资字【2010】1412号的中华人民共和国台港澳侨投资企业批准证书；企业统一社会信用代码：91310000717864543J；投资总额88万美元，注册资本62万美元，实收资本62万美元；注册地址：上海市闸北区恒丰路568号2006室。法定代表人：ALAN ROY BRIDGER。经营期限30年。

#### 经营范围：

从事钢铁、铝材、建筑材料及其他相关产品的批发、佣金代理（拍卖除外）、进出口及相关的配套和售后服务（上述涉及配额许可证管理、专项规定管理的商品按国家有关规定办理）（涉及行政许可的凭许可证经营）。

### 二、财务报表的编制基础

本公司以持续经营为基础，根据实际发生的交易和事项，按照企业会计准则和《企业会计制度》及相关规定进行确认和计量，在此基础上编制财务报表。

### 三、遵循企业会计准则和《企业会计制度》的声明

本公司声明编制的财务报表符合企业会计准则和《企业会计制度》的要求，真实、完整地反映了本公司的财务状况、经营成果和现金流量等有关信息。

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### 四、重要会计政策、会计估计

#### 1、公司目前执行的会计制度

本公司执行企业会计准则和《企业会计制度》及其补充规定。

#### 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

本公司以人民币为记账本位币。

#### 4、记账基础和计价原则

以权责发生制为记账基础，以实际成本为计价原则。

#### 5、外币业务核算方法

(1) 外币业务发生时，按业务发生当期期初的人民币市场汇价作为折算汇率，折合成人民币记账，期末外币账户余额按期末人民币市场汇价折合成人民币金额。

(2) 外币账户期末折合的人民币与账面余额之间的差额作为汇兑损益，计入当期财务费用；筹建期间的计入长期待摊费用；与购建固定资产有关的借款按照借款费用资本化的原则进行处理。不同货币兑换形成的折算差额，计入财务费用。

#### 6、短期投资核算方法

(1) 短期投资计价方法：短期投资以实际支付的全部价款（包括税金、手续费和相关费用）扣除已宣告发放但尚未支付的现金股利（已到付息期但尚未领取的债券利息）入帐。

(2) 投资收益的确认方法：短期投资持有期间被投资单位宣告分派的现金股利或在债务人应付利息日按照分期付息、一次还本债券投资的票面利率计算的利息收入，计入投资收益。出售短期投资，出售价款扣除其账面余额、相关税费后的净额，计入投资收益。

#### 7、应收款项坏账损失核算方法

##### (1) 坏账损失的确认标准：

① 债务人依法宣告破产、关闭、解散、被撤销，或者被依法注销、吊销营业执照，其清算财产不足清偿的。

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- ② 债务人死亡，或者依法被宣告失踪、死亡，其财产或者遗产不足清偿的。
- ③ 债务人逾期 3 年以上未清偿，且有确凿证据证明已无力清偿债务的。
- ④ 与债务人达成债务重组协议或法院批准破产重整计划后，无法追偿的。
- ⑤ 因自然灾害、战争等不可抗力导致无法收回的。
- ⑥ 国务院财政、税务主管部门规定的其他条件。

(2) 坏账的核算方法：采用备抵法。坏账准备的计提范围为应收款项（包括应收账款和其他应收款）。计提方法为：个别认定法。

### 8、存货核算方法

本公司存货是指在日常生产经营过程中持有以备出售的商品、处在生产过程中的在产品。本公司存货包括：库存商品。

(1) 取得和发出时计价方法：按实际成本计价。

债务重组取得债务人用以抵债的存货，以应收债权的账面价值为基础确定其入账价值，非货币性交易换入的存货以换出资产的账面价值为基础确定其入账价值。

(2) 低值易耗品的摊销方法：采用一次摊销法。

(3) 存货的盘存制度：采用永续盘存制。对盘亏或毁损的存货所造成的损失，计入发生当期损益。

(4) 存货跌价准备的计提方法：按存货的成本与可变现净值孰低提取或调整，存货跌价准备按单个存货项目计提（对于数量繁多、单价较低的存货，按存货类别计提存货跌价准备）。

### 9、长期股权投资

(1) 长期股权投资的投资成本确定

长期股权投资包括对子公司、合营企业以及联营企业的长期股权投资。长期股权投资在取得时以初始投资成本进行初始计量。

① 以支付现金取得的长期股权投资，按支付的全部价款包括税金、手续费等相关费用作为初始成本计价；② 以放弃非现金资产取得的长期股权投资，其初始投资成本按《企业会计准则-非货币性交易》的规定计价；③ 以债务重组取得的投资，其初始投资成本按《企业会计准则-债务重组》的规定计价；④ 通过行政划拨方式取得的长

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期股权投资，按划出单位的账面价值作为初始投资成本计价；⑤因企业合并形成的长期股权投资初始投资成本按企业合并所述方法确认；⑥以发行权益性证券取得的，按照发行权益性证券的公允价值作为其初始投资成本；⑦投资者投入的，按照投资合同或协议约定的价值作为其初始投资成本。

### （2）长期股权投资的后续计量及损益确认方法

本公司能够对被投资单位实施控制的长期股权投资，以及对被投资单位不具有共同控制或重大影响，且在活跃市场中没有报价、公允价值不能可靠计量的长期股权投资，采用成本法核算。

采用成本法时，长期股权投资按初始投资成本计价。除取得投资时实际支付的价款或对价中包含的已宣告但尚未发放的现金股利或利润外，本公司按照享有被投资单位宣告发放的现金股利或利润确认投资收益。

本公司对被投资单位具有共同控制或重大影响的，长期股权投资采用权益法核算。

采用权益法时，长期股权投资的初始投资成本大于投资时应享有被投资单位可辨认净资产公允价值份额的，归入长期股权投资的初始投资成本；长期股权投资的初始投资成本小于投资时应享有被投资单位可辨认净资产公允价值份额的，其差额计入当期损益，同时调整长期股权投资的成本。

采用权益法时，取得长期股权投资后，按照应享有或应分担的被投资单位实现的净损益的份额，确认投资损益并调整长期股权投资的账面价值。在确认应享有被投资单位净损益的份额时，以取得投资时被投资单位各项可辨认资产等的公允价值为基础，按照本公司的会计政策及会计期间，并抵销与联营企业及合营企业之间发生的内部交易损益按照持股比例计算归属于投资企业的部分（但内部交易损失属于资产减值损失的，应全额确认），对被投资单位的净利润进行调整后确认。对于首次执行日之前已经持有的对联营企业及合营企业的长期股权投资，如存在与该投资相关的股权投资借方差额，还应扣除按原剩余期限直线摊销的股权投资借方差额，确认投资损益。按照被投资单位宣告分派的利润或现金股利计算应分得的部分，相应减少长期股权投资的账面价值。本公司确认被投资单位发生的净亏损，以长期股权投资的账面价值以

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及其他实质上构成对被投资单位净投资的长期权益减记至零为限，本公司负有承担额外损失义务的除外。对于被投资单位除净损益以外所有者权益的其他变动，调整长期股权投资的账面价值并计入所有者权益，待处置该项投资时按相应比例转入当期损益。

处置长期股权投资时，其账面价值与实际取得价款的差额，计入当期损益。采用权益法核算的长期股权投资，在处置时将原计入所有者权益的部分按相应的比例转入当期损益。

### （3）共同控制、重大影响的判断

#### 1) 共同控制及判断

按照合同约定，与被投资单位相关的重要财务和经营决策需要分享控制权的投资方一致同意的，认定为共同控制。

存在下列情形之一，判断为共同控制：

①任何一个合营方均不能单独控制合营企业的重要财务和经营决策；②涉及合营企业的基本经营活动的决策需要各合营方一致同意；③各合营方可能通过合同或协议的形式任命其中一个合营方对合营企业的日常活动进行管理，但必须在各合营方已经一致同意的财务和经营政策范围内行使管理权。

#### 2) 重大影响及判断

对被投资单位的财务和经营政策有参与决策的权力，但并不能够控制或者与其他方一起共同控制这些政策的制定的，认定为重大影响。

存在下列一种或几种情形，判断为重大影响：

①在被投资单位的董事会或类似权利机构中派有代表；②参与被投资单位的政策制定过程，包括股利分配政策等制定；③与被投资单位之间发生重大交易；④向被投资单位派出管理人员；⑤向被投资单位提供关键技术资料。

### （4）长期股权投资权益法与成本法核算的转换

本公司因减少投资等原因对被投资单位不再具有共同控制或重大影响的，并且在活跃市场中没有报价、公允价值不能可靠计量的长期股权投资，应当改为成本法核算，并以权益法下长期股权投资的账面价值作为按照成本法核算的初始投资成本。

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本公司因追加投资等原因能够对被投资单位实施共同控制或重大影响但不构成控制的, 应当改按权益法核算, 并以成本法下长期股权投资的账面价值或按照《企业会计准则第 22 号-金融工具确认和计量》确定的投资账面价值作为按照权益法核算的初始投资成本。

### (5) 长期股权投资减值准备的确认标准及计提方法

年末对由于市价持续下跌或被投资单位经营状况恶化等原因导致其可收回金额低于账面价值, 并且这种降低的价值在可预计的未来期间内不可能恢复, 应将可收回金额低于长期股权投资账面价值的差额确认为长期股权投资减值准备。

按个别投资项目成本与可收回金额孰低计提。

## 10、固定资产计价和折旧方法

### (1) 固定资产的确认条件

本公司固定资产是指为生产商品、提供劳务、出租或经营管理而持有的, 使用寿命超过一个会计年度的有形资产。

与该固定资产有关的经济利益很可能流入企业, 并且该固定资产的成本能够可靠地计量时, 固定资产才能予以确认。

本公司固定资产按照取得时的实际成本进行初始计量。

### (2) 固定资产分类及折旧政策

本公司采用年限平均法计提折旧。固定资产自达到预定可使用状态时开始计提折旧, 终止确认时或划分为持有待售非流动资产时停止计提折旧。在不考虑减值准备的情况下, 按固定资产类别、预计使用寿命和预计残值, 本公司确定各类固定资产的年折旧率如下:

<u>资产类别</u>	<u>残值率</u>	<u>使用年限</u>	<u>年折旧率</u>
办公设备	10%	5 年	18%

对经营租入固定资产改良支出, 在受益期限内按直线法计提折旧。

在考虑减值准备的情况下, 按单项固定资产扣除减值准备后的账面净额和剩余折旧年限, 分项确定并计提折旧。

(5) 固定资产减值准备的计提, 由于市价持续下跌、技术陈旧、损坏、长



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期闲置等原因导致其可回收金额低于账面价值的, 按预计可收回金额低于其账面价值的差额计提固定资产减值准备。

固定资产减值准备按单项资产计提。

### 11、在建工程核算方法

(1)取得时计价方法: 按立项项目发生的实际成本计价, 当所建工程项目达到预定可使用状态时, 转入固定资产核算, 尚未办理竣工决算的, 按估计价值转账, 待办妥竣工手续后再作调整。

(2)在建工程减值准备的计提: 对长期停建且预计在未来3年内不会重新开工的在建工程, 或所建项目在性能上、技术上已经落后且给企业带来的经济利益有很大不确定性的在建工程, 计提在建工程减值准备。

在建工程减值准备按单项工程计提。

### 12、职工薪酬

职工薪酬, 是指公司为获得职工提供的服务而给予各种形式的报酬以及其他相关支出。职工薪酬包括职工工资、奖金、津贴和补贴、职工福利费等。公司在职工为其提供服务的会计期间, 将应付的职工薪酬确认为负债。根据职工提供服务的受益对象, 计入相关成本费用。

### 13、收入确认原则

(1)本公司在发出商品且收到货款或取得收款权利时, 确认销售商品收入。

(2)本公司提供的劳务收入, 同一会计年度内开始并完成的劳务, 应当在提供劳务交易完成且收到款项或取得收款权利时, 确认提供劳务收入。提供劳务收入的金额为从接受劳务方已收或应收的合同或协议价款。

劳务的开始和完成分属不同会计年度的, 应当按照完工进度确认提供劳务收入。年度资产负债表日, 按照提供劳务收入总额乘以完工进度扣除以前会计年度累计已确认提供劳务收入后的金额, 确认本年度的提供劳务收入;

### 14、所得税的会计处理方法

公司所得税的会计核算采用应付税款法, 根据有关税法规定对本年度的税前会计利润作相应调整后的应纳税所得额作为计算当期所得税费用的基数。

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五、税项

本公司适用的主要税种和税率：

税种	税率	计税基数
企业所得税	25%	应纳税所得额
增值税	17%、6%	货物或应税劳务在流通过程中的增值额
城建税	7%	实际缴纳的流转税额
教育费附加	3%	实际缴纳的流转税额
地方教育费附加	2%	实际缴纳的流转税额
河道管理费	1%	实际缴纳的流转税额

六、会计政策、会计估计变更以及差错更正的说明

本公司本年度无会计政策、会计估计变更及会计差错更正。

七、财务报表主要项目注释

1、货币资金

项目	年末数			年初数		
	原币 金额	折算 汇率	折合 人民币	原币 金额	折算 汇率	折合 人民币
现金						
银行存款			1,432,195.23			1,570,839.60
其中：人民币	708,942.08		708,942.08	802,491.51		802,491.51
美元	110,687.33	6.5342	723,253.15	110,760.86	6.9370	768,348.09
合计			1,432,195.23			1,570,839.60

2、应收账款

项目	年末数		年初数	
	余额	坏账准备	余额	坏账准备
1 年以内（含 1 年）			137,364.39	
1-2 年（含 2 年）				
2 年以上				
合计			137,364.39	

2017 年度财务报表附注

康力斯(上海)商贸有限公司

除特别注明外, 金额单位为人民币元

3、其他应收款

(1) 账龄分析

项目	年末数		年初数	
	余额	坏账准备	余额	坏账准备
1年以内(含1年)	6,851,835.15		6,376,394.96	
1-2年(含2年)				
2年以上	98,572.73		99,722.73	
合计	6,950,407.88		6,476,117.69	

(2) 主要债务人:

公司(个人)名称	欠款金额	账龄
Tata Steel International (Asia) Limited	6,836,812.74	1年以内

4、存货

项目	年末数		年初数	
	余额	跌价准备	余额	跌价准备
库存商品	70,265.21		70,265.26	
合计	70,265.21		70,265.26	

5、其他流动资产

项目	年末数	年初数
待摊费用-办公室租金	28,641.90	25,123.81
待摊费用-宽带服务费	5,970.00	5,970.00
合计	34,611.90	31,093.81

## 2017 年度财务报表附注

康力斯（上海）商贸有限公司

除特别注明外，金额单位为人民币元

### 6、固定资产原价及累计折旧

项目	年初数	本期增加数	本期减少数	年末数
1、原价合计	124,652.86	7,598.29		132,251.15
其中：办公设备	124,652.86	7,598.29		132,251.15
2、累计折旧合计	65,384.16	12,290.70		77,674.86
其中：办公设备	65,384.16	12,290.70		77,674.86
3、减值准备				
其中：办公设备				
4、账面价值合计	59,268.70			54,576.29
其中：办公设备	59,268.70			54,576.29

### 7、长期待摊费用

项目名称	初始成本	年初余额	本年增加	本年减少 (摊销)	年末余额	剩余摊销 年限
房屋装修费	97,000.00	5,389.04		5,389.04		

### 8、应交税费

项目	年末数	年初数
增值税	27,278.40	7,939.24
企业所得税	2,208.52	67,745.71
合计	29,486.92	75,684.95

### 9、其他应付款

#### (1) 账龄分析

账龄	年末数		年初数	
	金额	比例 (%)	金额	比例 (%)
1 年以内 (含 1 年)	453,434.60	100.00%	633,017.06	100.00%
1-2 年 (含 2 年)				
2 年以上				
合计	453,434.60	100.00%	633,017.06	100.00%

2017 年度财务报表附注

康力斯(上海)商贸有限公司

除特别注明外, 金额单位为人民币元

(2) 主要内容:

内容	欠款金额	账龄
预提奖金	421,316.16	1 年以内

10、实收资本

投资者名称	年初数	本年增加	本年减少	年末数	所占比例%
Tata Steel International (Asia) Limited	4,881,202.70 (USD 62 万元)			4,881,202.70 (USD 62 万元)	100.00%
合计	4,881,202.70			4,881,202.70	100.00%

上述实收资本已经上海骏天诚联合会计师事务所审验, 并于 2007 年 1 月 25 日出具了上骏审外验字(2007)第 6 号验资报告。投资者经上海市商务委员会沪商外资批【2010】1369 号批准, 由原先的康力斯亚洲有限公司变更为 Tata Steel International (Asia) Limited。

11、资本公积

项目	年初账面余额	本年增加	本年减少	年末账面余额
原制度资本公积转入(接受非现金资产捐赠准备)	60,000.00			60,000.00
合计	60,000.00			60,000.00

12、盈余公积

项目	年初账面余额	本年增加	本年减少	年末账面余额
法定盈余公积	260,964.16	37,610.17		298,574.33
合计	260,964.16	37,610.17		298,574.33

## 2017 年度财务报表附注

康力斯(上海)商贸有限公司

除特别注明外, 金额单位为人民币元

### 13、未分配利润

项 目	金 额
上年年末未分配利润	2,439,469.62
加: 调整期初数	
年初未分配利润	2,439,469.62
加: 本期净利润	376,101.71
减: 提取盈余公积	37,610.17
减: 其他	-41,396.80
期末未分配利润	2,819,357.96

### 14、营业收入、营业成本

项 目	本年发生额		上年发生额	
	收入	成本	收入	成本
1、主营业务小计	6,238,021.25	5,847,146.73	3,093,383.05	2,657,843.85
2、其他业务小计	4,273,718.87		3,821,869.32	
合 计	10,511,740.12	5,847,146.73	6,915,252.37	2,657,843.85

### 15、税金及附加

项目	本年发生额	上年发生额
城建税	18,232.96	17,684.66
教育费附加	7,814.12	7,579.13
地方教育费附加	5,209.42	5,052.76
河道管理费	556.87	2,526.38
合计	31,813.37	32,842.93

### 16、营业费用

项目	本年发生额	上年发生额
合 计	12,407.20	275,659.93
其中主要为:		
其他	12,222.23	
仓储费	185.00	

## 2017 年度财务报表附注

康力斯（上海）商贸有限公司

除特别注明外，金额单位为人民币元

### 17、管理费用

项目	本年发生额	上年发生额
合 计	3,968,090.07	3,840,245.71
其中主要为：工资	1,942,080.00	1,901,709.57
四金	539,987.27	479,214.72
国内差旅费	371,566.10	272,297.56

### 18、财务费用

项 目	本年发生额	上年发生额
合 计	257,168.38	41,380.48
其中：利息支出		
利息收入	-9,739.36	-6,442.34
银行手续费	7,451.05	8,583.85
汇兑损益	259,456.69	39,238.97

### 19、营业外收支

项 目	本年发生额	上年发生额
营业外收入合计	330.00	5,372.33
其中：代扣代缴个税返还手续费		5,042.33
增值税专用发票设备全额抵扣	330.00	330.00
营业外支出合计	118.03	5,844.50
其中：非流动资产处置损失		5,844.50
滞纳金	118.03	

### 20、所得税费用

项 目	本年发生额	上年发生额
当期所得税	19,224.63	159,981.96
合 计	19,224.63	159,981.96

本公司所得税以税务清算为准。

## 2017 年度财务报表附注

康力斯(上海)商贸有限公司

除特别注明外, 金额单位为人民币元

### 八、或有事项

截止 2017 年 12 月 31 日, 本公司未发生影响财务报表阅读和理解的重大或有事项。

### 九、承诺事项

截止 2017 年 12 月 31 日, 本公司未发生影响财务报表阅读和理解的重大承诺事项。

### 十、资产负债表日后事项

截止本财务报表发出日(2018 年 3 月 16 日), 本公司未发生影响本会计报表阅读和理解的重大资产负债表日后事项中的非调整事项。

### 十一、关联方关系及其交易

#### 1、本公司的母公司有关信息

母公司名称	注册地址	业务性质
Tata Steel International (Asia) Limited	香港九龙尖沙咀东部么地道 68 号帝国中心 6 楼 603B 室	贸易

#### 2、母公司对本公司的持股比例

项目	年初数	本年增加数	本年减少数	年末数
持股比例	100.00%			100.00%
表决权比例	100.00%			100.00%



2017 年度财务报表附注

康力斯(上海)商贸有限公司

除特别说明外, 金额单位为人民币元

3、关联方交易

(1) 购销交易

交易类型	企业名称	关联方关系性质	交易金额	定价政策
<b>一、购买商品、接受劳务的关联交易</b>				
购货	Tata Steel Ijmuiden BV	受同一控制	5,567,851.58	市场价
<b>二、销售商品、提供劳务的关联交易</b>				
提供劳务	Tata Steel International (Asia) Limited	母公司	4,530,142.00	管理费用及手续费加成 5%/2%

(2) 关联方担保事项 无

(3) 关联方往来余额情况

项目和单位	期末余额	占该项目总额的比例
其他应收款		
Tata Steel International (Asia) Limited	6,836,812.74	98.37%

十一、其他需说明的重大事项

无。

康力斯（上海）商贸有限公司  
2017年度纳税所得额调整表

单位：元

项 目	金 额	说 明
一、利润总额（申报表）	395,326.34	
二、加：纳税调整增加额	14,413.04	
1. 业务招待费超支	2,295.01	
2. 预提奖金	12,000.00	
3. 滞纳金等	118.03	
三、减：纳税调整减少额	217,493.00	
1. 上年预提本年支付的奖金	217,493.00	
四、调整后应纳税所得额	192,246.38	

注：上述调整后纳税所得额系审计注册会计师意见，应纳税所得额的最后审定以税务机关审核为准。



# 营业执照

(副本)

统一社会信用代码 913101017970208411

证照编号 01000000201705090015

名称 上海华皓会计师事务所(特殊普通合伙)

类型 普通合伙企业

主要经营场所 上海市黄浦区瞿溪路 754-774 号 4 号楼 364 室

执行事务合伙人 程皓

成立日期 2006 年 12 月 26 日

合伙期限 2006 年 12 月 26 日至 2026 年 12 月 25 日

经营范围 审查企业会计报表, 出具审计报告; 验证企业资本, 出具验资报告; 办理企业合并、分立、清算事宜中的审计业务, 出具有关报告; 基本建设年度财务决算审计; 代理记账; 会计咨询、税务咨询、管理咨询、会计培训; 法律、法规规定的其他业务, 企业登记代理, 法律咨询, 融资租赁经纪, 融资租赁领域内的技术咨询、技术服务、技术开发、技术转让, 资产管理。

【企业经营涉及行政许可的, 凭许可证件经营】



登记机关



2017 年 05 月 09 日

执照有效期: 至 2019 年 3 月 31 日

