



## BACKGROUND

On 22 November 2010, the Government of the Republic of the Philippines, through the Department of Finance, entered into a Framework Loan Agreement with the International Monetary Fund (IMF) for a total amount of US\$ 2.5 billion. The Agreement was signed in Manila on 22 November 2010 and entered into force on 23 August 2013. The Agreement provides for a total amount of US\$ 2.5 billion, of which US\$ 1.5 billion is available for the Philippines and US\$ 1 billion is available for the IMF. The Agreement also provides for a total amount of US\$ 1 billion, of which US\$ 0.5 billion is available for the Philippines and US\$ 0.5 billion is available for the IMF. The Agreement was signed in Manila on 22 November 2010 and entered into force on 23 August 2013.

## THE FRAMEWORK LOAN AGREEMENTS 2013

### Offshore Framework Loan Agreement 2013

The Offshore Framework Loan Agreement 2013 was signed in Manila on 22 November 2010 and entered into force on 23 August 2013. The Agreement provides for a total amount of US\$ 1 billion, of which US\$ 0.5 billion is available for the Philippines and US\$ 0.5 billion is available for the IMF. The Agreement was signed in Manila on 22 November 2010 and entered into force on 23 August 2013.

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2013 年 1 月 1 日起实施

《中华人民共和国企业所得税法》、《中华人民共和国企业所得税法实施条例》、《财政部、国家税务总局关于企业重组业务企业所得税处理若干问题的通知》（财税〔2009〕59号）、《财政部、国家税务总局关于企业重组业务企业所得税处理若干问题的通知》（财税〔2009〕59号）。

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### Onshore Framework Loan Agreement 2013

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Annual lending cap for the year ending 31st December, 2013

Annual lending cap for the year ending 31st December,			Unaudited consolidated cash and bank balances as at 30th June, 2013	Highest applicable percentage ratio
2014	2015	2016		
RMB million	RMB million	RMB million	HK\$ million	%
1,000	1,000	1,000	2,000	4.4

**Financial condition of the guarantors**

As at the end of the reporting period, the financial condition of the guarantors is as follows:

	CRH		CRC	
	2012 Audited HK\$ billion	2011 Audited HK\$ billion	2012 Audited RMB billion	2011 Audited RMB billion
Guarantors	4	4	30	5.5
Guarantors	0	5		2
Guarantors	15	13	10	4
Guarantors	1	1	12	13
Guarantors	50	1	44	20



# THE STRATEGIC COOPERATION AGREEMENTS 2013

## CR Bank Strategic Cooperation Agreement 2013

1. **Parties**  
The parties to this Strategic Cooperation Agreement are:  
1.1 **CR Bank**, a company registered in the Republic of Serbia, with its registered office at [address], and  
1.2 **[Partner Name]**, a company registered in the Republic of Serbia, with its registered office at [address].

2. **Effective Date**  
This Agreement shall enter into force on the date of its signing by both parties.

3. **Duration**  
This Agreement shall be valid for a period of five (5) years, starting from the date of its signing, unless terminated or renewed earlier.

4. **Object of the Agreement**  
The object of this Agreement is the strategic cooperation between the parties in the field of [business activity], including the exchange of information, joint projects, and mutual support in business development.

5. **Confidentiality**  
The parties agree to maintain the confidentiality of all information exchanged under this Agreement, except where disclosure is required by law or necessary for the performance of the Agreement.

6. **Termination**  
This Agreement may be terminated by either party upon written notice to the other party, if the other party fails to fulfill its obligations under the Agreement.

7. **Dispute Resolution**  
Any disputes arising from this Agreement shall be resolved through mutual consultation. If the dispute remains unresolved, it shall be referred to the competent court in [jurisdiction].

8. **Other Provisions**  
This Agreement shall be governed by the laws of the Republic of Serbia. The parties agree to sign any necessary documents to give effect to this Agreement.

## CR Trust Strategic Cooperation Agreement 2013

1. **Parties**  
The parties to this Strategic Cooperation Agreement are:  
1.1 **CR Trust**, a company registered in the Republic of Serbia, with its registered office at [address], and  
1.2 **[Partner Name]**, a company registered in the Republic of Serbia, with its registered office at [address].

2. **Effective Date**  
This Agreement shall enter into force on the date of its signing by both parties.

3. **Duration**  
This Agreement shall be valid for a period of five (5) years, starting from the date of its signing, unless terminated or renewed earlier.

4. **Object of the Agreement**  
The object of this Agreement is the strategic cooperation between the parties in the field of [business activity], including the exchange of information, joint projects, and mutual support in business development.

5. **Confidentiality**  
The parties agree to maintain the confidentiality of all information exchanged under this Agreement, except where disclosure is required by law or necessary for the performance of the Agreement.

6. **Termination**  
This Agreement may be terminated by either party upon written notice to the other party, if the other party fails to fulfill its obligations under the Agreement.

7. **Dispute Resolution**  
Any disputes arising from this Agreement shall be resolved through mutual consultation. If the dispute remains unresolved, it shall be referred to the competent court in [jurisdiction].

8. **Other Provisions**  
This Agreement shall be governed by the laws of the Republic of Serbia. The parties agree to sign any necessary documents to give effect to this Agreement.

### Annual caps under the Strategic Cooperation Agreements 2013

Under the Strategic Cooperation Agreements, the maximum amount of the Group's annual caps under the Strategic Cooperation Agreements for the year ended 31 December 2013, 2012 and for the ten months ended 31 October 2013 is as follows:

	For the year ended 31st December,		For the ten months ended
	2011	2012	31st October, 2013
	RMB million	RMB million	RMB million
Maximum amount of annual caps under the Strategic Cooperation Agreements			1,310
Maximum amount of annual caps under the Strategic Cooperation Agreements for the year ended 31 December, 2013	0.1%	5%	



## LISTING RULES IMPLICATIONS

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## REASONS FOR AND BENEFITS OF THE PROPOSALS

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As at 31 December 2012, the Company's total assets (including cash and cash equivalents, receivables, other receivables, other financial assets, other assets, and other assets) were RMB103.0 billion (HK\$12.5 billion), compared with RMB50.0 billion (HK\$3.4 billion) as at 31 December 2010. The increase in total assets was primarily due to the increase in cash and cash equivalents, receivables, other receivables, other financial assets, other assets, and other assets.

## INFORMATION OF CRC, CRH, CR BANK, CR TRUST AND THE COMPANY

### CRC

As at 31 December 2012, CRC's total assets were RMB1.0 billion (HK\$0.1 billion), compared with RMB0.5 billion (HK\$0.1 billion) as at 31 December 2010. The increase in total assets was primarily due to the increase in cash and cash equivalents, receivables, other receivables, other financial assets, other assets, and other assets.

### CRH

As at 31 December 2012, CRH's total assets were RMB1.0 billion (HK\$0.1 billion), compared with RMB0.5 billion (HK\$0.1 billion) as at 31 December 2010. The increase in total assets was primarily due to the increase in cash and cash equivalents, receivables, other receivables, other financial assets, other assets, and other assets.

### CR Bank

As at 31 December 2012, CR Bank's total assets were RMB1.0 billion (HK\$0.1 billion), compared with RMB0.5 billion (HK\$0.1 billion) as at 31 December 2010. The increase in total assets was primarily due to the increase in cash and cash equivalents, receivables, other receivables, other financial assets, other assets, and other assets.

As at 31 December 2012, CR Trust's total assets were RMB1.0 billion (HK\$0.1 billion), compared with RMB0.5 billion (HK\$0.1 billion) as at 31 December 2010. The increase in total assets was primarily due to the increase in cash and cash equivalents, receivables, other receivables, other financial assets, other assets, and other assets.

	As at 31st December, 2012		As at 31st December, 2010		increase %
	RMB billion	HK\$ billion	RMB billion	HK\$ billion	
Total Assets	103.0	12.5 <sup>1</sup>	50.0	3.4	522%
Other Assets	50.0	3.4	13.0	1.4	24%
Other Financial Assets	21.2	2.4	4.0	4.0	435%
Other Receivables	1.4	0.2	1.5	1.0 <sup>2</sup>	401%

## CR Trust

A trust agreement was entered into on 12/15/2001, whereby the trustor, [Name], transferred to the trust a 51% interest in the shares of [Company] and a 4% interest in the shares of [Company]. The trust agreement was filed with the County of [County] on 12/15/2001. The trust agreement is subject to the provisions of the Uniform Trust Code, M.C.S.A. 6-2.3. The trust agreement is subject to the provisions of the Uniform Trust Code, M.C.S.A. 6-2.3. The trust agreement is subject to the provisions of the Uniform Trust Code, M.C.S.A. 6-2.3.

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## The Company

The Company is a public company listed on the Stock Exchange of Hong Kong. The Company's principal activities are the provision of financial services, including the provision of financial advisory services, financial planning, wealth management, and insurance services.

The following table sets out the financial performance of the Company for the periods ended 30th June 2013, 31st December 2012 and 31st December 2010.

	As at 30th June, 2013	As at 31st December, 2012	As at 31st December, 2010	31st December, 2010 to 31st December, 2012	31st December, 2010 to 30th June, 2013
	<i>Unaudited</i> HK\$ billion	<i>Audited</i> HK\$ billion	<i>Restart</i> HK\$ billion	<i>increase/ (decrease)</i> %	<i>increase/ (decrease)</i> %
Revenue	44.1	42.4	20.8	104%	115%
Profit	1.0	12.3	0.3	3%	34%
Operating profit	1.8	1.1	0.3	110%	n.a.

## DEFINITIONS

The following definitions apply to the financial statements of the Company:

珠海華潤銀行股份有限公司  
 2013年12月31日  
 5.33%

華潤深國投信托有限公司  
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Announcement of the Board of Directors of China Resources Gas Group Limited on 23 August 2013

*For illustrative purpose of this announcement only, conversion of HK\$ into RMB is made at the rate of RMB1.00 = HK\$1.25.*

**China Resources Gas Group Limited**  
**Wang Chuandong**  
*Chairman*

23 August 2013

*As at the date of this announcement, the directors of the Company are Mr. Wang Chuandong, Mr. Shi Shanbo and Mr. Ong Thiam Kin, being Executive Directors; Mr. Du Wenmin, Mr. Wei Bin, Mr. Huang Daoguo and Mr. Chen Ying, being Non-executive Directors; and Mr. Wong Tak Shing, Ms. Yu Jian, Mr. Yu Hon To, David and Mr. Qin Chaokui, being Independent Non-executive Directors.*