

长春诚迅会计师事务所(普通合伙) 本报告防伪标识号码为 201937824 可登录 www.jlicpa.org.cn 查询

Changchun Chengxun Certified Public Accountants (general partnership) Anti-counterfeiting label number of the report is 201937824, which can be inquired at www.jlicpa.org.cn.

审计报告

Audit Report

长诚迅会审字[2019]第 174 号

CCXKSZ [2019] No.174

萨玛派格汽车技术管理服务(长春)有限公司:

SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES
(CHANGCHUN) CO., LTD.:

一、审计意见

I. Auditing Opinions

我们审计了萨玛派格汽车技术管理服务(长春)有限公司财务报表,包括 2018 年 12 月 31 日的资产负债表,2018 年度的利润表及现金流量表以及相关财务报表附注。

We have audited the Financial Statement of SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANGCHUN) CO., LTD. as attached, including Balance Sheet of December 31, 2018 as well as the Profit Statement, Cash Flow Statement, and consolidated Financial Statement Notes of 2018.

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的规定编制,公允反映了萨玛派格汽车技术管理服务(长春)有限公司 2018 年 12 月 31 日的财务状况以及 2018 年度的经营成果和现金流量。

We hold that the financial statements of SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANGCHUN) CO., LTD. have been compiled in accordance with the stipulations in the *Accounting Standard for Business Enterprises* and *Accounting Systems for Business Enterprises*. They have reflected, in all major and important aspects, the financial status in December 31, 2018 and business

地址:长春市磐石路 787 号

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电话:(0431) 85891011

邮编:130022

Address: No. 787, Panshi Road, Changchun City

1

Tel.: (0431) 85891011

zip code: 130022

achievements and cash flow condition in 2018.

二、形成审计意见的基础

II. Audit opinion forming basis

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，我们独立于萨玛派格汽车技术管理服务（长春）有限公司，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。

We conducted our audit in accordance with provisions under China Registered Accountants Auditing Standards (CRAAS). “Responsibilities of CPA for audit of financial statement” further elaborates on our responsibilities under these standards. According to China Code of Ethics for Certified Public Accountants, we are independent of SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANGCHUN) CO., LTD. and have fulfilled other responsibilities in respect of code of professional ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

三、其他信息

III. Other Information

萨玛派格汽车技术管理服务（长春）有限公司管理层（以下简称管理层）对其他信息负责。其他信息包括实体的发展，未来前景、风险和不确定事项，治理层声明，以及包含治理事项的报告等信息。

The management of SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANGCHUN) CO., LTD. (hereinafter referred to as the management) is responsible for other information. Other information includes the development of

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the entity, the future prospects, risks and uncertainties, the declaration of the management, reports involving management matters, etc.

我们对财务报表发表的审计意见不涵盖其他信息，我们也不对其他信息发表任何形式的鉴证结论。

Our audit opinions on the financial statement do not cover other information and we do not publish any form of authentication conclusion on other information.

结合我们对财务报表的审计，我们的责任是阅读其他信息，在此过程中，考虑其他信息是否与财务报表或我们在审计过程中了解到的情况存在重大不一致或者似乎存在重大错报。

In combination with our audit of financial statement, our responsibility is reading other information and during this process, considering whether other information has significant inconsistency or seems to have major misstatement with the financial statement or the conditions we learn about during the auditing.

基于我们已执行的工作，如果我们确定其他信息存在重大错报，我们应当报告该事实。在这方面，我们无任何事项需要报告。

Based on the work we have implemented, if we confirm that other information has major misstatement, we shall report such fact. In this aspect, we have no other matters to report.

四、管理层和治理层对财务报表的责任

IV. The Responsibility for the Financial Statements of the Management and Governance Layers

萨玛派格汽车技术管理服务(长春)有限公司管理层(以下简称管理层)负责按照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。

Management of SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT

地址：长春市磐石路 787 号	3	电话：(0431) 85891011	邮编：130022
Address: No. 787, Panshi Road, Changchun City	3	Tel.: (0431) 85891011	zip code: 130022

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SERVICES (CHANGCHUN) CO., LTD. (hereinafter referred to as management) is responsible for the preparation of financial statements in accordance with Accounting Standards for Business Enterprises to achieve fair presentation of the financial statements, and designing, implementing and maintaining internal control that is necessary to enable the financial statements to be free from material misstatement, whether due to fraud or error.

在编制财务报表时，管理层负责评估萨玛派格汽车技术服务（长春）有限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萨玛派格汽车技术服务（长春）有限公司、终止运营或别无其他现实的选择。

In the preparation of the financial statements, the management is responsible for assessing SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANGCHUN) CO., LTD. ability to continue as a going concern, disclosing issues related to going concern (if applicable), and applying the going concern assumption unless management plans to liquidate SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANGCHUN) CO., LTD., terminate operations or have no other actual choice.

治理层负责监督萨玛派格汽车技术服务（长春）有限公司的财务报告过程。

The governance layer is in charge of supervising the financial reporting process of SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANGCHUN) CO., LTD..

五、注册会计师对财务报表审计的责任

V. Auditor's Responsibilities for the Audit of Financial Statement

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

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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。

Our objective is to obtain reasonable assurance as to whether the entire financial statements are free from material misstatement due to fraud or error and to issue an audit report containing audit opinions. Reasonable assurance is a high level of assurance, but it does not guarantee that a major misstatement in an audit performed in accordance with auditing standards can always be discovered when it exists. Misstatement may be caused by fraud or mistakes, and if a reasonable expectation of misstatement alone or aggregated may affect the economic decision made by users of financial statements based on the financial statements, misstatements are generally considered to be material.

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:

In the process of conducting audit work in accordance with auditing standards, we use professional judgment and maintain professional suspicion. At the same time, we also perform the following tasks:

(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。

(1) Identify and assess risks of material misstatement of financial statements due to fraud or errors, design and implement audit procedures to address these risks, and obtain adequate and appropriate audit evidence as a basis for issuing audit opinions. Since fraud may involve collusion, falsification, intentional omission, misrepresentation or override internal

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controls, the risk of failing to detect a material misstatement due to fraud is higher than the risk of failure to detect a material misstatement due to an error.

(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。

(2) Understand the internal control related to auditing to design appropriate auditing procedures, but the purpose is not to express opinions on the effectiveness of internal control.

(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。

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

(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,就可能导致对萨玛派格汽车技术管理服务(长春)有限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萨玛派格汽车技术管理服务(长春)有限公司不能持续经营。

(4) Conclusions are reached on the appropriateness of management's use of continuing operations assumptions. At the same time, according to the audit evidence obtained, it may lead to conclusions as to whether there are significant uncertainties in the matters or circumstances that have major doubts about SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANGCHUN) CO., LTD. ability to continue to operate. If we conclude that there are significant uncertainties, the auditing standards require us to request

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the users of the financial statements to pay attention to the relevant disclosures in the statements in the audit report. If the disclosure is not sufficient, we should publish non-unqualified opinions. Our conclusions are based on the information available as of the date of the audit report. However, future events or circumstances may prevent SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANGCHUN) CO., LTD. from continuing to operate.

(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。

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

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。

We communicate with the governance layer on planned audit scope, time arrangement, and major audit findings, including communication of the internal control deficiencies that we identified during the audit.

长春诚迅会计师事务所（普通合伙）

中国注册会计师：

Changchun Chengxun Certified Public Accountants
(general partnership)

Chinese Certified Public Account:

（公章）

中国注册会计师：

(seal stamped)

Chinese Certified Public Account:

中国·长春

2019 年 4 月 29 日

Changchun, China

April 29, 2019

Balance Sheet

K.Q Table 01

SNP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (THANG CHUN) CO., LTD.

December 31, 2018

UNIT: Yuan

Item	Line No.	Closing balance	Opening balance	Item	Line No.	Closing balance	Opening balance
Current Assets:	1	-	-	Current Liabilities:	73	-	-
Monetary capital	2	29,667.03	37,796.24		74		
△ Deposit reservation for balance	3			△ Loans from central bank	75		
△ Lending funds	4			△ Deposit taking and deposit taking in interbank	76		
Financial assets measured at fair value and changes recorded	5			△ Borrowing funds	77		
Derivative financial assets	6			Financial liability measured at fair value and changes recorded into	78		
Notes receivable	7			Derivative financial liabilities	79		
Accounts receivable	8				80		
Advance payable	9			Account payable	81	234,000.00	
△ Premium receivable	10			Advance receivable	82		
△ Reinsurance accounts receivable	11			△ Financial assets sold for repurchase	83		
△ Subcontracting reserves receivable	12			△ Handling charge and commissions payable	84		
Interests receivable	13			Payroll payable	85		234,000.00
Dividend receivable	14			Including: wages payable	86		
Other receivables	15	80,000.00	85,275.01	Welfare expenses payable	87		
△ Redemptory financial assets for sale	16			#Including: bonus and allowance bond for staff and workers	88		
Inventories	17			Tax payable	89	823,407.96	1,424,607.63
Including: raw materials	18			Including: accrued tax	90		
Goods in stock (finished goods)	19			Interest payable	91		
Unique assets classified to sale	20			Dividend payable	92		
Non-current asset due within one year	21			Other payables	93	2,530,000.00	455,226.43
Other current assets	22			△ Reinsurance accounts payable	94		
Total Current Assets	23	109,667.03	123,071.25	△ Reserve funds for insurance contracts	95		
Non-current assets:	24	-	-	△ Acting trading securities	96		
△ Issuing loan and advance-payment	25			△ Acting underwriting securities	97		
Financial asset available for sale	26			Unique liabilities classified to sale	98		
Investment holding to due period	27			Non-current liabilities due within one year	99		
Long-term receivable	28			Other current liabilities	100		78,656.00
Long-term equity investment	29			Total Current Liabilities	101	3,587,407.96	2,192,490.06
Invested housing property	30			Non-current liabilities:	102	-	-
Original price of fixed assets	31	72,699.04	72,699.04		103		
Less: accumulated depreciation	32	63,996.06	60,626.41		104		
Net value of fixed assets	33	8,702.98	12,072.63	Long-term account payable	105		
Less: allowance for fixed asset devaluation	34			Long-term employee remuneration payable	106		
Net fixed assets	35	8,702.98	12,072.63	Specific payable	107		
Construction in progress	36			Estimated liabilities	108		
Construction supplies	37			Deferred income	109		
Proposal of fixed assets	38			Deferred income tax liabilities	110		
Productive biological assets	39			Other non-current liabilities	111		
Oil and gas assets	40			Including: specially approved reserve funds	112		
Intangible assets	41			Total amount of non-current liabilities	113	-	-
Expenditures on development	42			Total Liabilities	114	3,587,407.96	2,192,490.06
Commercial reputation	43			Owners' (Owner's) / Shareholders' Equity:	115	-	-
Long-term expenses to be amortized	44			Paid-in capital (or share capital)	116	1,342,963.50	1,342,963.50
Deferred income tax assets	45			National capital	117		
Other non-current assets	46	34,049.00	34,049.00		118		
Including: specially approved reserving materials	47			Collectively owned capital	119		
Total amount of other non-current assets	48	42,751.98	46,121.63	Private capital	120		
	49			Including: personal capital	121		
	50			Foreign capital	122		
	51			Less: investment returned	123		
	52			Paid-in capital-net (capital stock)	124	1,342,963.50	1,342,963.50
	53			Other equity instruments	125		
	54			Including: preferred stock	126		
	55			Perpetual capital securities	127		
	56			Capital reserves	128		
	57			Less: treasury stock	129		
	58			Other comprehensive income	130		
	59			Including: converted difference in foreign currency statements	131		
	60			Special reserve	132		
	61			Surplus reserves	133	54,637.13	54,637.13
	62			Including: statutory surplus reserve	134		
	63			Arbitrary surplus reserves	135		
	64			# Reserve fund	136		
	65			# Enterprise expansion fund	137		
	66			# Profits capitalized on return of investment	138		
	67			△ Preparation for general risk	139		
	68			Undistributed profits	140	-4,832,589.58	-3,420,897.81
	69			Total amount of owner's equity belong to parent company:	141		
	70			* Equity of minority shareholder	142		
	71			Total amount of owner's equity	143	-3,434,988.95	-2,023,297.18
Total assets	72	152,419.01	169,192.88	Total Liabilities & Owners' Equity (Shareholders' Equity)	144	152,419.01	169,192.88

Note: the items with * are for consolidated financial statements only, regular scripts with △ for financial enterprises only, and with # for foreign-funded enterprises only.

Income Statement

K.Q. Table 02

2018

SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANG CHUN) CO.,LTD

Unit: Yuan

Item	Line No.	Current amount	Item	Line No.	Current amount
I. Total income of operation	1	0.00	Non-monetary asset exchange profits	34	
Including: Operating income	2		Government grants	35	
△ Interest income	3		Gains from debt restructuring	36	
△ Earned premium	4		Less: expense on non-business	37	442,905.33
△ Income from handling charge and commission	5		Including: loss on disposal of non-current assets	38	
II. Total cost of operation	6	85,910.95	Non-monetary asset exchange losses	39	
Including: operation cost	7		Losses from debt restructuring	40	
△ Interest expense	8		IV. Total profit (total loss shown as "-")	41	-528,816.28
△ Expense on handling charge and commission	9		Less: income tax expense	42	
△ Surrender value	10		V. Net profit (net loss shown as "-")	43	-528,816.28
△ Net amount of compensation expense	11		Net profit belong to owners in parent company	44	
△ Withdraw net amount of fund for insurance contract	12		*Loss and gain of minority shareholders	45	
△ Expenses on policy dividend	13		Gains and losses on continuing operations	46	
△ Reinsurance cost	14		Gains and losses on discontinued operations	47	
Business tax and additional	15		VI. Net of tax of other comprehensive income	48	
Selling expense	16		The net of tax of other comprehensive income belonging to owners of the parent company	49	
Management expense	17	86,011.29	(1) Other comprehensive income that can not be reclassified into profits and losses later	50	
Including: research and development expense	18		1. Remeasure the variation of the defined d benefit plan or net assets	51	
Expenditure for the Party work	19		2. The enjoyed share in other comprehensive income that can not be reclassified into profit or loss in the investment unit under the equity method	52	
Financial expense	20	-100.34	(II) Other comprehensive income to be reclassified into profits and losses	53	
Including: interest exchange	21		1. The enjoyed share in other comprehensive income reclassified into profit or loss in the investment unit under the equity method	54	
Interest income	22		2. Variable loss and profit of fair value of available-for-sale financial assets	55	
Exchange net loss (net gain filled with "-")	23		3. Profits and losses produced by that held-to-maturity investment may be reclassified into fi	56	
Loss from assets devaluation	24		4. Effective portion of profits and losses of a cash-flow hedge	57	
Other	25		5. Translation differences from Foreign Currency Financial Statements	58	
Plus: change in fair value recognized in profit(loss shown as "-")	26		*The net of tax of other comprehensive income belonging to a minority of shareholders	59	
Investment profit (loss shown as "-")	27		VII. Total amount of comprehensive profit	60	
Including: investment profit from joint venture and coopera	28		Total comprehensive profit belong to owners in parent company	61	
△ Exchange profit (loss shown as "-")	29		*Total comprehensive profit belong to minority shareholders	62	
Other profit	30		VIII. Dividend per share	63	-
III. Operation profit (loss shown as "-")	31	-85,910.95	(I) Basic dividend per share	64	
Plus: income from non-business	32		(II) Diluted dividend per share	65	
Including: income from disposal of non-current assets	33			66	

Note: the items with * are for consolidated financial statements only and regular scripts with △ for financial enterprises only.

Cash Flow Statement

K.Q. Table 03

Unit: Yuan

SMP AUTOMOTIVE TECHNOLOGY MANAGEMENT SERVICES (CHANG CHUN) CO.,LTD

2018

Item	Line No.	Current amount	Item	Line No.	Current amount
I. Cash Flows from Operating Activities:	1	-	Net cash received from disposal of fixed assets, intangible assets and other long-term assets	30	
Cash received from sale of goods or rendering of services	2		Net cash received from disposal of sub-company and other operation units	31	
△Net increase from customer deposit and deposit from other banks	3		Other cash received relating to investing activities	32	
△Net increase borrowing from central bank	4		Sub-total of Cash Inflows from Investing Activities	33	-
△Net increase from borrowing funds from other banks	5		Cash paid to acquire fixed assets, intangible assets and other long-term assets	34	
△Earned cash received from original insurance premiums	6		Cash paid to acquire investments	35	
△Net cash received from reinsurance business	7		△Net increase from hypothecated loan	36	
△Net increase from deposit of insured and investment fund	8		Net increased acquired from sub-company and other operation units paid	37	
△Deal with net increase of financial assets at fair value through the income statement	9		Other cash payments relating to investing activities	38	
△Cash collected by interest, handling charge and commission	10		Sub-total of Cash Outflows from Investing Activities	39	-
△Net profit from borrowing funds	11		Net cash flows from investing activities	40	-
△Net increase from repurchase business capital	12		III. Cash Flows from Financing Activities	41	-
Refund of taxes received	13		Cash received from capital contribution	42	
Other cash received relating to operating activities	14	2,080,048.58	Including: cash received from sub-company absorbing investment of minority	43	
Sub-total of Cash Inflows from Operating Activities	15	2,080,048.58	Cash received from borrowings	44	
Cash paid for goods and services	16	-225,017.38	△Cash received from issuing bonds	45	
△Net increase from customer loan and advances	17		Other cash received relating to financing activities	46	
△Net increase from deposit in central bank and deposit in other bank	18		Sub-total of Cash Inflows from Financing Activities	47	-
△Cash paid to compensation for original insurance contract	19		Cash repayments of amounts borrowed	48	
△Cash paid to interest, handling charge and commission	20		Cash payments for interest expenses and distribution of dividends or profits	49	
△Cash paid to policy dividend	21		Including: dividend and profit paid to minority shareholders by sub-company	50	
Cash paid to and on behalf of employees	22		Other cash payments relating to financing activities	51	
Payments of all types of taxes	23	592,217.05	Sub-total of Cash Outflows from Financing Activities	52	-
Other cash paid relating to operating activities	24	1,720,978.12	Net cash flows from financing activities	53	-
Sub-total of Cash Outflows from Operating Activities	25	2,088,177.79	IV. Effect of Foreign Exchange Rate Changes on Cash and Cash Equivalents	54	
Net cash flows from operating activities	26	-8,129.21	V. Net Increase in Cash and Cash Equivalents	55	-8,129.21
II. Cash Flows from Investing Activities	27	-	Plus: Balance of cash at the beginning of the year and cash equivalents	56	37,796.24
Cash received from recovery of investments	28		VI. Balance of cash at the end of the year and cash equivalents	57	29,667.03
Cash received from returns on investments	29			58	

Note: the regular scripts with △ for financial enterprises only.