

SINOPEC SHANGHAI PETROCHEMICAL CO LTD

Form 6-K

October 23, 2015

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SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

PURSUANT TO RULE 13a-16 OR 15d-16

UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of October 2015

Commission File Number: 1-12158

Sinopec Shanghai Petrochemical Company Limited

(Translation of registrant's name into English)

Jinshanwei, Shanghai

The People's Republic of China

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-1 Not Applicable

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SINOPEC SHANGHAI PETROCHEMICAL COMPANY
LIMITED

Date: October 23, 2015

By: /s/ Wang Zhiqing
Name: Wang Zhiqing
Title: President

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(A joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 00338)

2015 Third Quarterly Report

This announcement is published simultaneously in Shanghai and Hong Kong. This announcement is published pursuant to the Rules Governing Listing of Stocks on Shanghai Stock Exchange in the People's Republic of China and pursuant to the disclosure obligations under Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

1. Important Message

1.1 The Board of Directors (the Board) and the Supervisory Committee of Sinopec Shanghai Petrochemical Company Limited (the Company or SPC) as well as its directors, supervisors and senior management warrant the truthfulness, accuracy and completeness of the information contained in this quarterly report, and warrant that there are no false representations or misleading statements contained in or material omissions from this report and severally and jointly accept responsibility pursuant to such information.

1.2 All directors attended the tenth meeting of the eighth session of the Board for the consideration of the 2015 third quarterly report, and have adopted the 2015 third quarterly report at the meeting.

1.3 Mr. Wang Zhiqing, Chairman and President of the Company, Mr. Ye Guohua, director and Chief Financial Officer overseeing the accounting operations, and Mr. Hua Xin, person-in-charge of Accounting Department (Deputy Chief Financial Officer and Finance Manager) warrant the truthfulness, accuracy and completeness of the financial report contained in this quarterly report.

1.4 The financial report of the Company for the nine-month period ended 30 September 2015 (the Reporting Period) was prepared under the China Accounting Standards for Business Enterprises and is unaudited.

Table of Contents**2. Key Financial Data & Change in Shareholdings****2.1 Major Accounting Data**

	As at the end of the Reporting Period	As at the end of the previous year	Increase/decrease at the end of the Reporting Period as compared to the end of the previous year (%)
Total assets (RMB 000)	28,336,248	31,145,983	-9.02
Total equity attributable to equity shareholders of the Company (RMB 000)	18,881,562	16,570,623	13.95
	From the beginning of the year to the end of the Reporting Period (January to September 2015)	From the beginning of the year to the end of the Reporting Period last year (January to September 2014)	Increase/decrease as compared to the corresponding period of the previous year (%)
Net cash flows generated from operating activities (RMB 000)	3,388,685	1,710,637	98.09
	From the beginning of the year to the end of the Reporting Period (January to September 2015)	From the beginning of the year to the end of the Reporting Period last year (January to September 2014)	Increase/decrease as compared to the corresponding period of the previous year (%)
Revenue (RMB 000)	61,557,902	76,718,822	-19.76
Net profit attributable to equity shareholders of the Company (- to indicate net loss) (RMB 000)	2,245,704	-152,106	Not Applicable
Net profit attributable to equity shareholders of the Company excluding non-recurring items (- to	2,218,532	-268,292	Not Applicable

indicate net loss) (RMB 000)			
Return on net assets (weighted average) (%)	12.669	-0.869	Increased by 13.538 percentage points
Basic earnings per share (- to indicate loss) (RMB/share)	0.208	-0.014	Not Applicable
Diluted earnings per share (- to indicate loss) (RMB/share)	0.208	-0.014	Not Applicable

Table of Contents**Excluding non-recurring items and amount:**

Unit: RMB 000

Item	Amount for the Reporting Period (July to September 2015)	Amount for the period from the beginning of the year to the end of the Reporting Period (January to September 2015)
Net losses on disposal of non-current assets	-4,092	-12,019
Employee reduction expenses	-5,422	-15,686
Government grants recognised through profit and loss except for government grants under the State's unified standards on quota and amount entitlements and closely related to corporate business	21,841	28,996
Income from external entrusted loans	717	2,166
Income from forward foreign exchange contracts	30,223	37,154
Other non-operating income and expenses other than those mentioned above	-18,069	-19,834
Tax effect for the items above	6,255	5,053
Effect on minority interests (after tax)	784	1,342
Total	32,237	27,172

Table of Contents**2.2 Total Number of Shareholders as at the End of the Reporting Period, Top Ten Shareholders and Shareholdings of the Top Ten Shareholders of Shares in Circulation (or Unrestricted Shares)**

Unit: Share

Total number of shareholders 172,935**Shareholdings of the top ten shareholders**

Name of shareholder (in full)	Number of shares held at the end of the Reporting Period	Percentage of total shareholding (%)	Number of shares with selling restrictions	Situation of the shares	Number of shares pledged or frozen	Type of shareholder
China Petroleum & Chemical Corporation	5,460,000,000	50.56	4,380,000,000	Nil		State-owned enterprise legal person
HKSCC (Nominees) Limited	3,453,138,320	31.97	0	Unknown		Foreign legal person
China Securities Finance Corporation Limited	322,921,736	2.99	0	Unknown		Others
Central Huijin Investment Ltd.	67,655,800	0.63	0	Unknown		Others
Agricultural Bank of China Limited - Fullgoal CSI State-Owned Enterprises Reform Index Classified Fund	35,396,892	0.33	0	Unknown		Others
NSSF One Hundred Ten Combination	19,729,897	0.18	0	Unknown		Others
Bank of China Limited ChinaAMC new economy flexible configured hybrid securities investment fund	19,645,656	0.18	0	Unknown		Others
Shanghai Kangli Gong Mao Company	17,400,000	0.16	0	Unknown		Others
Bosera Funds Agricultural Bank Bosera China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown		Others
GF Fund Agricultural Bank GF China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown		Others

ICBC Credit Suisse Fund Agricultural Bank ICBC Credit Suisse China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown	Others
Yinhua Fund Agricultural Bank Yinhua China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown	Others
EFund Agricultural Bank EFund China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown	Others
ChinaAMC Fund Agricultural Bank ChinaAMC China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown	Others
China Southern Fund Agricultural Bank China Southern China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown	Others
Zhong Ou Fund Agricultural Bank Zhong Ou China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown	Others
Harvest Fund Agricultural Bank Harvest China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown	Others
Da Cheng Fund Agricultural Bank Da Cheng China Securities and Financial Assets Management Program	13,743,400	0.13	0	Unknown	Others

Table of Contents**Shareholding of the top ten shareholders of shares without selling restriction**

Name of shareholder	Number of unrestricted shares in circulation held	Type and number of shares Type	Number
HKSCC (Nominees) Limited		Overseas listed	
	3,453,138,320	foreign shares	3,453,138,320
China Petroleum & Chemical Corporation		RMB-denominated	
	1,080,000,000	ordinary shares	1,080,000,000
China Securities Finance Corporation Limited		RMB-denominated	
	322,921,736	ordinary shares	322,921,736
Central Huijin Investment Ltd.		RMB-denominated	
	67,655,800	ordinary shares	67,655,800
Agricultural Bank of China Limited - Fullgoal CSI State-Owned Enterprises Reform Index Classified Fund		RMB-denominated	
	35,396,892	ordinary shares	35,396,892
NSSF One Hundred Ten Combination		RMB-denominated	
	19,729,897	ordinary shares	19,729,897
Bank of China Limited ChinaAMC new economy flexible configured hybrid securities investment fund		RMB-denominated	
	19,645,656	ordinary shares	19,645,656
Shanghai Kangli Gong Mao Company		RMB-denominated	
	17,400,000	ordinary shares	17,400,000
Bosera Funds Agricultural Bank Bosera China Securities and Financial Assets Management Program		RMB-denominated	
	13,743,400	ordinary shares	13,743,400
GF Fund Agricultural Bank GF China Securities and Financial Assets Management Program		RMB-denominated	
	13,743,400	ordinary shares	13,743,400
ICBC Credit Suisse Fund Agricultural Bank ICBC Credit Suisse China Securities and Financial Assets Management Program		RMB-denominated	
	13,743,400	ordinary shares	13,743,400
Yinhua Fund Agricultural Bank Yinhua China Securities and Financial Assets Management Program		RMB-denominated	
	13,743,400	ordinary shares	13,743,400
EFund Agricultural Bank EFund China Securities and Financial Assets Management Program		RMB-denominated	
	13,743,400	ordinary shares	13,743,400
ChinaAMC Fund Agricultural Bank ChinaAMC China Securities and Financial Assets Management Program		RMB-denominated	
	13,743,400	ordinary shares	13,743,400

China Southern Fund Agricultural Bank China Southern China Securities and Financial Assets Management Program	13,743,400	RMB-denominated ordinary shares	13,743,400
Zhong Ou Fund Agricultural Bank Zhong Ou China Securities and Financial Assets Management Program	13,743,400	RMB-denominated ordinary shares	13,743,400
Harvest Fund Agricultural Bank Harvest China Securities and Financial Assets Management Program	13,743,400	RMB-denominated ordinary shares	13,743,400
Da Cheng Fund Agricultural Bank Da Cheng China Securities and Financial Assets Management Program	13,743,400	RMB-denominated ordinary shares	13,743,400
Explanation of the connected relationship or acting in concert relationship of the above shareholders	Among the above-mentioned shareholders, China Petroleum & Chemical Corporation (Sinopec Corp.), a state-owned enterprise legal person, does not have any connected relationship with the other shareholders, and is not an act-in-concert party of the other shareholders under the Administration Measures on Acquisition of Listed Companies . Among the above-mentioned shareholders, HKSCC (Nominees) Limited is a nominee shareholder. Apart from the above, the Company is not aware of any other connected relationships among the other shareholders, or any act-in-concert parties under the Administration Measures on the Acquisition of Listed Companies .		

Table of Contents**3. Major Events****3.1 Description of Substantial Changes in Financial Report Items and Financial Indicators of the Company**

Unit: RMB 000

Item	As at 30 September 2015	As at 31 December 2014	Increase/ decrease amount	Change (%)	Major reason for change
Cash at bank and on hand	494,521	279,198	215,323	77.12	Profit in the Reporting Period, cash generated from operating activities increased
Deferred tax assets	303,601	915,069	-611,468	-66.82	Profit in the Reporting Period, using deferred income tax assets recognized in the previous years
Short-term borrowings	2,547,454	4,078,195	-1,530,741	-37.53	Profit in the Reporting Period; decline in demand for capital
Accounts payable	2,891,200	5,924,035	-3,032,835	-51.20	A decrease in purchase price
Other payables	855,051	508,551	346,500	68.13	An increase in construction and maintenance payable
Long-term borrowings		1,632,680	-1,632,680	-100.00	Profit in the Reporting Period; decline in demand for capital

Unit: RMB 000

Item	For the nine-month period ended 30 September 2015	2014	Increase/ decrease amount	Change (%)	Major reason for change
Revenue	61,557,902	76,718,822	-15,160,920	-19.76	Fall in unit price of products
Cost of sales	46,009,615	67,485,251	-21,475,636	-31.82	A fall in the cost of raw materials, leading to the lower unit cost of products
Taxes and surcharges	10,290,714	6,720,066	3,570,648	53.13	An increase in consumption tax rate
Financial expenses-net	245,837	355,419	-109,582	-30.83	Fall in interest expenses of borrowings
Investment income (- to indicate loss)	499,849	-24,304	524,153	NA	Profit made by associates
Operating profit (- to indicate loss)	2,919,132	-251,916	3,171,048	NA	A significant fall in the cost of major raw materials,

Total profit (- to indicate loss)	2,916,275	-157,692	3,073,967	NA	increase in gross profit of products A significant fall in the cost of major raw materials, increase in gross profit of products
Net profit attributable to equity shareholders of the Company (- to indicate net loss)	2,245,704	-152,106	2,397,810	NA	A significant fall in the cost of major raw materials, increase in gross profit of products
Income tax expenses	640,499	-12,215	652,714	NA	Profit in the Reporting period

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3.2 Fulfillment of commitments by the Company and shareholders holding more than 5% of shares

(1) The Company disclosed *The Explanatory Memorandum for the Share Reform Proposal of the Company (the Revised Draft)* on 20 June 2013, in which the Company's controlling shareholder Sinopec Corp. has made an undertaking that:

1. Sinopec Corp. shall not, within 12 months from the date on which its non-circulating shares of Company acquire the right to circulate in the market (meaning the first trading day after the implementation of the A-share reform proposal), deal or transfer such shares through the relevant stock exchanges. Upon the expiration of the aforesaid undertaking, the amount of previous non-circulating shares which may be disposed by Sinopec Corp. through trading on the stock exchange shall not exceed 5% of the total number of the Company shares within the next 12 months, and not exceed 10% within the next 24 months.
2. Sinopec Corp. shall continue to support the subsequent development of the Company upon the completion of the A-share reform scheme, and shall use this as a platform for the development of related businesses in the future.

The Reform Scheme was reviewed and approved at the relevant shareholders' meeting in the A-share market held on 8 July 2013. After the implementation of the proposal on 20 August 2013, the Company's A shares resumed trading, and non-circulating shares previously held by non-circulating shares shareholders were obtained for circulation.

(2) The Company disclosed *Announcement Regarding Controlling Shareholder's Undertaking Not to Reduce Its Shareholding and Other Related Matters* on 13 July 2015, in which the Company's controlling shareholder Sinopec Corp. made an undertaking that it will not reduce its shareholding in the Company within six months from the date that the announcement was published.

With regard to the aforementioned three undertakings, the Company did not notice any violation of the undertakings or any unfulfilled matters overdue during the reporting period.

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3.3 Early warning and notes about potential negative value of cumulative net profit from the beginning of this year to the end of the next reporting period, or significant changes thereof as compared with last year

As the Group recorded net profit attributable to shareholders of the Company of RMB 2,246 million under CAS for the first three quarters of 2015, the annual results as of 31 December 2015 is expected to reverse losses to profit as compared to the same period of last year.

Table of Contents**4 APPENDIX****4.1 CONSOLIDATED BALANCE SHEETS
AS AT 30 SEPTEMBER 2015**

Unit: RMB 000

Items	30 September 2015 (unaudited)	31 December 2014 (audited)
Current assets		
Cash at bank and on hand	494,521	279,198
Notes receivable	1,600,099	1,372,277
Accounts receivable	1,708,498	1,628,121
Advances to suppliers	58,086	31,098
Interests receivable	76	76
Dividends receivable		19,372
Other receivables	38,529	51,771
Inventories	4,245,559	5,930,703
Other current assets	169,125	197,799
Total current assets	8,314,493	9,510,415
Non-current assets		
Long-term equity investments	3,388,593	3,106,262
Investment properties	408,961	415,842
Fixed assets	14,422,046	15,611,926
Construction in progress	648,318	542,878
Intangible assets	427,932	441,140
Long-term prepaid expenses	422,304	602,451
Deferred tax assets	303,601	915,069
Total non-current assets	20,021,755	21,635,568
Total assets	28,336,248	31,145,983

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CONSOLIDATED BALANCE SHEETS (CONTINUED)

AS AT 30 SEPTEMBER 2015

Unit: RMB 000

Items	30 September 2015 (unaudited)	31 December 2014 (audited)
Current liabilities		