



理文造紙有限公司*

Lee & Man Paper Manufacturing Limited

(Incorporated in the Cayman Islands with limited liability) Stock Code: 2314

(於開曼群島註冊成立之有限公司) 股份代號: 2314

2015 中期報告
INTERIM REPORT



* 僅供識別

* For identification purposes only

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CORPORATE INFORMATION

公司資料

Board of Directors

Executive director

Mr Lee Man Chun Raymond *BBS JP (Chairman)*
Mr Lee Man Bun *MH (Chief Executive Officer)*
Mr Li King Wai Ross

Non-executive director

Professor Poon Chung Kwong *GBS JP*

Independent non-executive director

Mr Wong Kai Tung Tony
Mr Peter A Davies
Mr Chau Shing Yim David

Audit Committee

Mr Chau Shing Yim David *(Chairman)*
Mr Wong Kai Tung Tony
Mr Peter A Davies

Remuneration Committee

Mr Chau Shing Yim David *(Chairman)*
Mr Wong Kai Tung Tony
Mr Peter A Davies

Nomination Committee

Mr Lee Man Chun Raymond *BBS JP (Chairman)*
Mr Chau Shing Yim David
Mr Wong Kai Tung Tony
Mr Peter A Davies

Authorised Representatives

Mr Lee Man Chun Raymond *BBS JP*
Mr Cheung Kwok Keung

Company Secretary

Mr Cheung Kwok Keung

Registered Office

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

董事會

執行董事

李文俊先生 *銅紫荊星章 太平紳士(主席)*
李文斌先生 *榮譽勳章(首席執行官)*
李經緯先生

非執行董事

潘宗光教授 *金紫荊星章 太平紳士*

獨立非執行董事

王啟東先生
Peter A Davies先生
周承炎先生

審核委員會

周承炎先生 *(主席)*
王啟東先生
Peter A Davies先生

薪酬委員會

周承炎先生 *(主席)*
王啟東先生
Peter A Davies先生

提名委員會

李文俊先生 *銅紫荊星章 太平紳士(主席)*
周承炎先生
王啟東先生
Peter A Davies先生

授權代表

李文俊先生 *銅紫荊星章 太平紳士*
張國強先生

公司秘書

張國強先生

註冊辦事處

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Principal Office

5th Floor, Liven House
61–63 King Yip Street
Kwun Tong
Kowloon
Hong Kong

Principal Bankers

In Hong Kong and Macau:

Hang Seng Bank
Standard Chartered Bank
Citibank
HSBC
DBS
Bank of China (Hong Kong)

In the PRC:

China Construction Bank
Bank of China
Agricultural Bank of China

Auditor

Deloitte Touche Tohmatsu
Certified Public Accountants

Principal Share Registrar and Transfer Office

Royal Bank of Canada Trust Company (Cayman) Limited
4th Floor, Royal Bank House
24 Shedden Road, George Town
Grand Cayman KY1-1110
Cayman Islands

Hong Kong Branch Share Registrar and Transfer Office

Tricor Investor Services Limited
Level 22 Hopewell Centre
183 Queen's Road East
Hong Kong

Website

<http://www.leemanpaper.com>

總辦事處

香港
九龍觀塘
敬業街61–63號
利維大廈5樓

主要往來銀行

香港及澳門：

恒生銀行
渣打銀行
花旗銀行
滙豐銀行
星展銀行
中國銀行(香港)

中國：

中國建設銀行
中國銀行
中國農業銀行

核數師

德勤•關黃陳方會計師行
執業會計師

主要股份過戶登記處

Royal Bank of Canada Trust Company (Cayman) Limited
4th Floor, Royal Bank House
24 Shedden Road, George Town
Grand Cayman KY1-1110
Cayman Islands

香港股份過戶登記分處

卓佳證券登記有限公司
香港
皇后大道東183號
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CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2015 截至2015年6月30日止6個月

The board of directors of Lee & Man Paper Manufacturing Limited (the "Company") is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (the "Group") for the six months ended 30 June 2015 together with the comparative figures as follows:

理文造紙有限公司(「本公司」)董事會欣然公布，本公司及其附屬公司(「本集團」)截至2015年6月30日止6個月未經審核簡明綜合業績，連同比較數字如下：

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended 30 June 2015

簡明綜合損益及其他全面收益表

截至2015年6月30日止6個月

		Six months ended 30 June 截至6月30日止6個月	
		2015 (unaudited) (未經審核) HK\$'000 千港元	2014 (unaudited) (未經審核) HK\$'000 千港元
		Notes 附註	
Revenue	收入	3	8,695,428
Cost of sales	銷售成本		(6,901,649)
Gross profit	毛利		1,793,779
Other income	其他收入		122,422
Net gain (loss) from fair value changes of derivative financial instruments	衍生金融工具公允價值變動淨收益(虧損)		25,332
Distribution and selling expenses	分銷及銷售費用		(165,689)
General and administrative expenses	日常及行政費用		(416,674)
Finance costs	財務成本	4	(71,097)
Profit before tax	除稅前盈利		1,288,073
Income tax expense	利得稅支出	5	(167,974)
Profit for the period	期內盈利	6	1,120,099
Other comprehensive expense	其他全面開支		
Item that may be reclassified subsequently to profit or loss:	其後可能重新分類至損益之項目：		
Exchange differences arising on translation of foreign operations	換算境外業務產生之匯兌差額		(528,340)
Total comprehensive income for the period	期內總全面收益		741,580

		Six months ended 30 June	
		截至6月30日止6個月	
		2015	2014
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
	Notes 附註		
Dividends:			
– Dividend paid	7	348,750	341,640
– Interim dividend declared		391,527	317,907
		HK cents	HK cents
		港仙	港仙
Basic earnings per share	8	24.03	19.46

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

At 30 June 2015 於2015年6月30日

		Notes 附註	30 June 2015 2015年 6月30日 (unaudited) (未經審核) HK\$'000 千港元	31 December 2014 2014年 12月31日 (audited) (經審核) HK\$'000 千港元
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	9	22,574,937	22,464,660
Prepaid lease payments	預付租賃款項		745,960	763,789
Deposits paid for acquisition of property, plant and equipment and land use rights	購置物業、廠房及設備及 土地使用權所付訂金		203,469	134,958
Interest in a joint venture	合營企業權益	10	1,799	1,799
Loan to a joint venture	合營企業貸款	10	94,015	91,690
Tax recoverable	可收回稅項		72,430	62,988
			23,692,610	23,519,884
Current assets	流動資產			
Inventories	存貨	11	2,977,233	3,257,891
Prepaid lease payments	預付租賃款項		13,963	17,602
Trade and other receivables	應收貿易及其他賬款	12	5,002,552	5,891,427
Amounts due from related companies	應收關連公司款項		25,066	17,404
Derivative financial instruments	衍生金融工具		5,292	45
Bank balances and cash	銀行結餘及現金		1,393,497	2,032,567
			9,417,603	11,216,936
Current liabilities	流動負債			
Trade and other payables	應付貿易及其他賬款	13	2,763,221	3,262,465
Amounts due to related companies	應付關連公司款項		3,447	3,736
Amount due to substantial shareholders	應付主要股東款項		–	240,568
Derivative financial instruments	衍生金融工具		2,690	22,775
Tax payable	應付稅項		103,130	89,689
Bank borrowings	銀行借貸		5,749,651	6,698,110
			8,622,139	10,317,343
NET CURRENT ASSETS	流動資產淨值		795,464	899,593
TOTAL ASSETS LESS CURRENT LIABILITIES	資產總值減流動負債		24,488,074	24,419,477

		Notes 附註	30 June 2015 2015年 6月30日 (unaudited) (未經審核) HK\$'000 千港元	31 December 2014 2014年 12月31日 (audited) (經審核) HK\$'000 千港元
NON-CURRENT LIABILITIES				
	非流動負債			
Bank borrowings	銀行借貸		6,048,060	6,162,679
Deferred tax liabilities	遞延稅項負債		845,749	779,814
			6,893,809	6,942,493
			17,594,265	17,476,984
CAPITAL AND RESERVES				
	股本及儲備			
Share capital	股本	14	115,989	116,750
Reserves	儲備		17,478,276	17,360,234
			17,594,265	17,476,984

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 30 June 2015 截至2015年6月30日止6個月

		Six months ended 30 June 截至6月30日止6個月	
		2015 (unaudited) (未經審核) HK\$'000 千港元	2014 (unaudited) (未經審核) HK\$'000 千港元
Net cash from operating activities	經營業務所得現金淨額	1,964,923	378,123
Net cash used in investing activities	投資業務所用現金淨額		
Purchases of property, plant and equipment	購置物業、廠房及設備	(1,069,728)	(1,092,445)
Loan to a joint venture	合營企業貸款	(2,325)	(7,800)
Payment for prepaid lease payments	預付租賃款項支出	-	(47,202)
Interest received	已收利息	5,108	11,907
Proceeds on disposal of property, plant and equipment	出售物業、廠房及設備所得款項	508	5,241
		(1,066,437)	(1,130,299)
Net cash (used in) from financing activities	融資活動(所用)所得現金淨額		
Net bank borrowings (repaid) raised	(償還)籌集銀行貸款淨額	(1,063,078)	1,415,020
Dividends paid	已付股息	(348,750)	(341,640)
Payment on repurchase of shares	支付購回股份	(125,728)	(90,288)
		(1,537,556)	983,092
Net (decrease) increase in cash and cash equivalents	現金及現金等價物(減少)增加淨額	(639,070)	230,916
Cash and cash equivalents brought forward	現金及現金等價物承前結餘	2,032,567	710,511
Cash and cash equivalents carried forward represented by bank balances and cash	現金及現金等價物結轉銀行結餘及現金	1,393,497	941,427

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

For the six months ended 30 June 2015 截至2015年6月30日止6個月

		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Translation reserve 匯兌儲備 HK\$'000 千港元	Capital contribution 資金貢獻 HK\$'000 千港元	Legal reserve 法定公積金 HK\$'000 千港元	Special reserve 特別儲備 HK\$'000 千港元	Other reserve 其他儲備 HK\$'000 千港元	Retained profits 留存盈利 HK\$'000 千港元	Total equity 權益總值 HK\$'000 千港元
At 1 January 2015	於2015年1月1日	116,750	4,364,916	2,634,309	12,552	97	(2,999)	(12,060)	10,363,419	17,476,984
Other comprehensive expense for the period	期內其他全面開支	-	-	(528,340)	-	-	-	-	-	(528,340)
Profit for the period	期內盈利	-	-	-	-	-	-	-	1,120,099	1,120,099
Total comprehensive income (expense) for the period	期內總全面收益 (開支)	-	-	(528,340)	-	-	-	-	1,120,099	591,759
Shares repurchased and cancelled	購回及註銷股份	(761)	(124,967)	-	-	-	-	-	-	(125,728)
Dividends recognised as distributions	確認為分派之股息	-	-	-	-	-	-	-	(348,750)	(348,750)
At 30 June 2015	於2015年6月30日	115,989	4,239,949	2,105,969	12,552	97	(2,999)	(12,060)	11,134,768	17,594,265
At 1 January 2014	於2014年1月1日	117,402	4,475,412	2,637,510	12,552	97	(2,999)	(12,060)	9,118,572	16,346,486
Other comprehensive expense for the period	期內其他全面開支	-	-	(170,959)	-	-	-	-	-	(170,959)
Profit for the period	期內盈利	-	-	-	-	-	-	-	912,539	912,539
Total comprehensive income (expense) for the period	期內總全面收益 (開支)	-	-	(170,959)	-	-	-	-	912,539	741,580
Shares repurchased and cancelled	購回及註銷股份	(524)	(89,764)	-	-	-	-	-	-	(90,288)
Dividends recognised as distributions	確認為分派之股息	-	-	-	-	-	-	-	(341,640)	(341,640)
At 30 June 2014	於2014年6月30日	116,878	4,385,648	2,466,551	12,552	97	(2,999)	(12,060)	9,689,471	16,656,138

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2015 截至2015年6月30日止6個月

1. Basis of Preparation

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

2. Principal Accounting Policies

The condensed consolidated financial statements have been prepared on the historical cost basis except for derivative financial instruments that are measured at fair values.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2015 are the same as those followed in the preparation of the Group’s financial statements for the year ended 31 December 2014.

In the current interim period, the Group has applied, for the first time, certain amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) and Interpretations issued by the HKICPA that are mandatorily effective for the current interim period.

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

1. 編製基準

本簡明綜合財務報表乃按照香港會計師公會（「香港會計師公會」）頒布之香港會計準則第34號*中期財務報告*，及香港聯合交易所有限公司證券上市規則（「上市規則」）附錄16所載之適用披露規定而編製。

2. 主要會計政策

本簡明綜合財務報表按歷史成本法編製，惟按公允值計量之衍生金融工具除外。

除下文所述外，編製截至2015年6月30日止6個月之簡明綜合財務報表所採用的會計政策及計算方法，與本集團截至2014年12月31日止年度財務報表所採用者一致。

於本中期期間，本集團已首次採納由香港會計師公會頒布且已於本中期期間強制生效的香港財務報告準則（「香港財務報告準則」）及詮釋的若干修訂。

於本中期期間應用該等香港財務報告準則及詮釋的修訂對此等簡明綜合財務報表所呈報之金額及／或所載披露資料並無重大影響。

3. Revenue and Segment Information

Segment revenues and results

The following is an analysis of the Group's revenue and results by reportable segment:

Six months ended 30 June 2015

3. 收入及分部資料

分部收入及業績

以下為按可報告分部劃分之本集團收入及業績分析：

截至2015年6月30日止6個月

		Packaging paper 包裝紙 HK\$'000 千港元	Pulp 木漿 HK\$'000 千港元	Tissue paper 衛生紙 HK\$'000 千港元	Segment total 分部合計 HK\$'000 千港元	Eliminations 對銷 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
REVENUE	收入						
External sales	對外銷售	8,264,004	346,022	85,402	8,695,428	-	8,695,428
Inter-segment sales	分部之間銷售	-	82,908	-	82,908	(82,908)	-
		8,264,004	428,930	85,402	8,778,336	(82,908)	8,695,428
SEGMENT PROFIT	分部盈利	1,338,151	36,777	15,716	1,390,644	-	1,390,644
Net gain from fair value changes of derivative financial instruments	衍生金融工具公允價值變動淨收益						25,332
Unallocated income	未分類之收入						5,108
Unallocated expenses	未分類之支出						(61,914)
Finance costs	財務成本						(71,097)
Profit before tax	除稅前盈利						1,288,073

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2015 截至2015年6月30日止6個月

3. Revenue and Segment Information (Continued)

Segment revenues and results (Continued)

Six months ended 30 June 2014

		Packaging paper 包裝紙 HK\$'000 千港元	Pulp 木漿 HK\$'000 千港元	Segment total 分部合計 HK\$'000 千港元	Eliminations 對銷 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
REVENUE	收入					
External sales	對外銷售	7,963,207	345,005	8,308,212	-	8,308,212
Inter-segment sales	分部之間銷售	-	32,620	32,620	(32,620)	-
		7,963,207	377,625	8,340,832	(32,620)	8,308,212
SEGMENT PROFIT	分部盈利	1,160,666	10,553	1,171,219	-	1,171,219
Net loss from fair value changes of derivative financial instruments	衍生金融工具公允價值變動 淨虧損					(12,526)
Unallocated income	未分類之收入					11,907
Unallocated expenses	未分類之支出					(18,475)
Finance costs	財務成本					(113,983)
Profit before tax	除稅前盈利					1,038,142

3. 收入及分部資料(續)

分部收入及業績(續)

截至2014年6月30日止6個月

4. Finance Costs

4. 財務成本

		Six months ended 30 June 截至6月30日止6個月	
		2015 HK\$'000 千港元	2014 HK\$'000 千港元
Interest on bank borrowings wholly repayable within five years	於五年內悉數償還之銀行 借貸利息	151,630	169,109
Less: amounts capitalised to property, plant and equipment	減去：物業、廠房及設備之 資本化金額	(80,533)	(55,126)
		71,097	113,983

5. Income Tax Expense

5. 利得稅支出

		Six months ended 30 June 截至6月30日止6個月	
		2015 HK\$'000 千港元	2014 HK\$'000 千港元
Income tax recognised in profit or loss:	於損益內確認之利得稅：		
Current tax	本期稅項		
– PRC Enterprise Income Tax (“EIT”)	– 中國企業所得稅 (「企業所得稅」)	102,245	74,774
Overprovision in previous year	去年超額撥備		
– PRC EIT	– 中國企業所得稅	(206)	(8,831)
Deferred tax	遞延稅項		
– Charge to profit or loss	– 計入損益	65,935	59,660
		167,974	125,603

The Group's profit is subject to taxation from the place of its operations where its profit is generated and is calculated at the rate prevailing in the relevant jurisdictions.

PRC

Under the EIT Law of the PRC and its Implementation Regulations, the statutory tax rate of the PRC subsidiaries is 25% from 1 January 2008 onwards. Certain subsidiaries, however, are entitled to a reduced EIT rate due to preferential PRC EIT treatment for the calendar years of 2014 and 2015.

本集團之盈利須於其盈利賺取的營運地方繳納稅項，稅項按個別司法管轄區適用之稅率計算。

中國

根據中國企業所得稅法及其實施條例，由2008年1月1日起，中國附屬公司的法定稅率為25%。然而，若干附屬公司於2014年及2015年曆年因獲得中國企業所得稅優惠待遇，享有減免企業所得稅率。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2015 截至2015年6月30日止6個月

5. Income Tax Expense (Continued)

Hong Kong

During the year ended 31 March 2010, the Hong Kong Inland Revenue Department ("IRD") commenced a field audit on the Hong Kong tax affairs of certain subsidiaries of the Company. Since then the IRD has issued protective profits tax assessments against these subsidiaries in the aggregate amount of HK\$374,385,000 for the years of assessment from 2003/2004 to 2008/2009 (i.e. the six financial years ended 31 March 2009).

The subsidiaries lodged objections with the IRD and the IRD agreed to holdover the tax claimed on the basis that the tax reserve certificates at certain amounts were purchased by the subsidiaries. As at 30 June 2015, the tax reserve certificates of HK\$72,430,000 (31 December 2014: HK\$62,988,000) have been purchased by these subsidiaries.

The directors believe that no provision for Hong Kong Profits Tax in respect of the above mentioned protective assessments is necessary. In addition, as far as the directors are aware, it is still in a liaison and discussion stage and the IRD has not yet expressed any formal opinion on the potential tax liability, if any, because the tax investigation has not completed.

No provision for taxation in Hong Kong has been made as the Group's income neither arises in, nor is derived from Hong Kong.

Macau

The Macau subsidiaries incorporated under Decree-Law no.58/99/M are exempted from Macau complementary tax (Macau income tax) as long as they comply with the relevant regulations and do not sell their products to a Macau resident.

Vietnam

The Vietnam subsidiaries are subjected to Vietnam Corporate Income Tax at a maximum rate of 25%. No provision for Vietnam Corporate Income Tax has been made for both periods as the Vietnam subsidiaries incurred losses for both periods.

Other

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

5. 利得稅支出(續)

香港

於截至2010年3月31日止年度，香港稅務局(「稅務局」)展開關於本公司若干附屬公司香港稅務事宜的實地審計。其後，稅務局就2003/2004至2008/2009之課稅年度(即截至2009年3月31日止六個財政年度)，向該等附屬公司發出保障性利得稅評稅合共金額374,385,000港元。

附屬公司向稅務局提出反對且稅務局在附屬公司購買一定金額的儲稅券的基礎上同意緩繳稅款。於2015年6月30日，該等附屬公司已購買72,430,000港元(2014年12月31日：62,988,000港元)的儲稅券。

董事相信，毋須就上述保障性評稅為香港利得稅作出撥備。此外，據董事現時所知，現時仍處磋商及討論階段，因為稅務調查仍未完成，所以稅務局並未就潛在稅務負債(如有)發表任何正式意見。

由於本集團之收入並非產自或源自香港，故並無就香港稅項作出撥備。

澳門

澳門附屬公司根據第58/99/M號法令註冊成立，均獲豁免繳納澳門補充稅(澳門所得稅)，前提為其須遵守相關法規且不得向澳門本土公司出售產品。

越南

越南附屬公司須按不多於25%稅率繳納越南企業所得稅。由於越南附屬公司於兩個期間均錄得虧損，故並無於兩個期間計提越南企業所得稅撥備。

其他

其他司法管轄區產生的稅項則按個別司法管轄區適用之稅率計算。

6. Profit for the Period

6. 期內盈利

		Six months ended 30 June 截至6月30日止6個月	
		2015 HK\$'000 千港元	2014 HK\$'000 千港元
Profit for the period has been arrived at after charging:	期內盈利經扣除：		
Directors' emoluments	董事酬金	18,797	12,142
Staff salaries and other benefits, excluding those of directors	員工薪金及其他福利，不包括董事	381,878	396,964
Contributions to retirement benefit schemes, excluding those of directors	退休福利計劃供款，不包括董事	30,800	26,249
Total employee benefit expense	僱員福利開支總額	431,475	435,355
Cost of inventories recognised as expense	存貨成本確認為費用	6,901,649	6,846,739
Amortisation of prepaid lease payments	預付租賃款項攤銷	6,404	6,298
Depreciation of property, plant and equipment	物業、廠房及設備折舊	411,447	407,132
Total depreciation and amortisation	折舊及攤銷總額	417,851	413,430
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	668	3,546
Operating lease rentals in respect of land and buildings	土地及樓宇的經營租賃租金	4,747	5,623
Net foreign exchange loss	淨滙兌虧損	55,744	12,867
and after crediting (in other income):	並已計入(其他收入)：		
Income from supply of steam and electricity	供應蒸氣及電力收入	34,148	39,461
Income from wharf cargo handling	經營碼頭貨運收入	31,704	30,731
Interest income from banks	銀行利息收入	5,108	11,907
Value added tax and other tax refund	增值稅退款及其他退稅	9,015	21,829

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7. Dividends

A final dividend of HK\$0.075 per share was paid in respect of the year ended 31 December 2014 (2014: a final dividend of HK\$0.073 per share were paid for the year ended 31 December 2013) to shareholders during the current period.

The directors determined that an interim dividend of HK\$0.085 (2014: HK\$0.068) per share should be paid to the shareholders of the Company whose names appear on the Register of Members on 27 August 2015.

8. Earnings Per Share

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

7. 股息

期內，派發截至2014年12月31日止年度每股0.075港元之末期股息(2014：派發截至2013年12月31日止年度0.073港元之末期股息)給予股東。

董事決議派發每股0.085港元之中期股息(2014：0.068港元)給予在2015年8月27日名列於股東名冊內之本公司股東。

8. 每股盈利

本公司擁有人的每股基本盈利乃以下列數據為基準計算：

		Six months ended 30 June 截至6月30日止6個月	
		2015 HK\$'000 千港元	2014 HK\$'000 千港元
Earnings for the purpose of basic earnings per share	用以計算每股基本盈利之 盈利	1,120,099	912,539
		Number of shares 股份數量	Number of shares 股份數量
Weighted average number of ordinary shares for the purpose of basic earnings per share	用以計算每股基本盈利的 普通股加權平均數	4,661,381,215	4,689,074,420

9. Additions to Property, Plant and Equipment

During the period, there were additions of HK\$929 million (2014: HK\$1,018 million) to property, plant and equipment to expand its operations.

9. 添置物業、廠房及設備

期內，添置物業、廠房及設備9.29億港元(2014：10.18億港元)，以拓展業務。

10. Interest in a Joint Venture

10. 合營企業權益

		30 June 2015 2015年 6月30日 HK\$'000 千港元	31 December 2014 2014年 12月31日 HK\$'000 千港元
Cost of an unlisted investment in a joint venture	於合營企業之未上市投資成本	–	–
Exchange realignment	匯兌重新組合	1,647	1,647
Share of profit and other comprehensive income	應佔盈利及其他全面收益	152	152
		1,799	1,799
Loan to a joint venture (note ii)	合營企業貸款(附註ii)	94,015	91,690

notes:

附註：

(i) Details of the Group's joint venture and its subsidiary at 30 June 2015 are as follows:

(i) 於2015年6月30日本集團之合營企業及其附屬公司詳情如下：

Name of joint venture and its subsidiary 合營企業及其附屬公司名稱	Form of entity ventures 合營運作個體之形式	Place of incorporation and operations 成立及營運地點	Issued and fully paid share capital/ registered capital 已發行及繳足股本/ 註冊資本	Proportion of issued and fully paid up capital held by the Group 本集團持有已發行及繳足股本比例		Principal Activity 主要業務
				Directly 直接	Indirectly 間接	
Joint Venture: 合營企業：						
Southern Hill Company Limited 南峰有限公司	Limited incorporated 有限公司成立	Hong Kong 香港	Ordinary shares – HK\$2 普通股–2港元	50%	–	Investment holding 投資控股
Its wholly-owned subsidiary: 其全資擁有附屬公司：						
瑞昌理文物流有限公司 (Ruichang Lee & Man Logistics Company Limited)	Limited incorporated 有限公司成立	PRC 中國	Registered capital – US\$12,000,000 註冊資本 – 12,000,000美元	–	50%	Provision of port facilities 提供港口設施

(ii) The loan is provided to the joint venture in form of a shareholder's loan and it forms part of the net investment in the joint venture. The amount is unsecured, interest-free and no fixed repayment term but the settlement is neither planned nor likely to occur in the foreseeable future.

(ii) 合營企業貸款以股東借款形式提供及成為合營企業淨投資的一部分。該數額乃無抵押、免息及無固定還款期，惟其償付是既無計劃，也未必可能在可預見的將來發生。

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11. Inventories

11. 存貨

		30 June 2015 2015年 6月30日 HK\$'000 千港元	31 December 2014 2014年 12月31日 HK\$'000 千港元
Raw materials	原料	2,363,420	2,441,223
Finished goods	製成品	613,813	816,668
		2,977,233	3,257,891

12. Trade and Other Receivables

12. 應收貿易及其他賬款

		30 June 2015 2015年 6月30日 HK\$'000 千港元	31 December 2014 2014年 12月31日 HK\$'000 千港元
Trade receivables	應收貿易賬款	2,559,268	2,689,886
Less: allowance for doubtful debt	減：呆壞賬撥備	-	(5,476)
		2,559,268	2,684,410
Bills receivables	應收票據	1,185,813	1,923,853
		3,745,081	4,608,263
Prepayments and deposits for purchase of raw materials	購買原料預付款項及訂金	659,183	599,899
Other deposits and prepayments	其他訂金及預付款項	80,449	88,014
VAT receivables	應收增值稅款項	340,375	401,665
Other receivables	其他應收款項	177,464	193,586
		5,002,552	5,891,427

12. Trade and Other Receivables (Continued)

The Group allows its customers an average credit period of 45 to 90 days. The following is an aged analysis of trade and bills receivables presented based on the invoice date at the end of the reporting period, which approximated the respective revenue recognition dates.

		30 June 2015 2015年 6月30日 HK\$'000 千港元	31 December 2014 2014年 12月31日 HK\$'000 千港元
Aged:	賬齡：		
Not exceeding 30 days	不超過30日	2,592,928	3,476,684
31–60 days	31–60日	899,552	842,643
61–90 days	61–90日	181,567	202,880
91–120 days	91–120日	17,846	39,624
Over 120 days	120日以上	53,188	46,432
		3,745,081	4,608,263

13. Trade and Other Payables

12. 應收貿易及其他賬款(續)

本集團給予客戶的平均信貸期為45日至90日。以下為報告期末按發票日期(相若各自的收入確認日期)呈列之應收貿易及票據賬款的賬齡分析。

13. 應付貿易及其他賬款

		30 June 2015 2015年 6月30日 HK\$'000 千港元	31 December 2014 2014年 12月31日 HK\$'000 千港元
Trade and bills payables	應付貿易及票據賬款	2,135,901	2,406,140
Construction fee payable	應付工程款	273,795	427,925
Accruals	應計費用	133,550	159,112
Receipt in advance	預收款項	79,206	118,505
Other payables	其他應付款項	140,769	150,783
		2,763,221	3,262,465

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13. Trade and Other Payables (Continued)

The average credit period taken for trade purchases ranges from 30 to 120 days. The following is an aged analysis of the trade and bills payables presented based on the invoice date at the end of the reporting period.

13. 應付貿易及其他賬款(續)

貿易購貨之平均除賬期由30至120日不等。下表為於報告期末按發票日期之應付貿易及票據賬款之賬齡分析。

		30 June 2015 2015年 6月30日 HK\$'000 千港元	31 December 2014 2014年 12月31日 HK\$'000 千港元
Aged:	賬齡：		
Not exceeding 30 days	不超過30日	866,605	933,141
31-60 days	31-60日	419,042	606,852
61-90 days	61-90日	335,716	473,231
91-120 days	91-120日	492,092	375,957
Over 120 days	120日以上	22,446	16,959
		2,135,901	2,406,140

14. Share Capital

14. 股本

		Number of ordinary shares 普通股數目	Amount 金額 HK\$'000 千港元
Authorised:	法定：		
Ordinary shares of HK\$0.025 each at 1 January 2014, 31 December 2014 and 30 June 2015	於2014年1月1日， 2014年12月31日及 2015年6月30日 每股0.025港元的普通股	8,000,000,000	200,000
Issued and fully paid:	已發行及繳足：		
Ordinary shares of HK\$0.025 each at 1 January 2014	於2014年1月1日每股0.025港元的 普通股	4,696,083,000	117,402
Shares repurchased and cancelled	股份購回及註銷	(26,083,000)	(652)
Ordinary shares of HK\$0.025 each at 31 December 2014	於2014年12月31日每股0.025港元 的普通股	4,670,000,000	116,750
Shares repurchased and cancelled	股份購回及註銷	(30,440,000)	(761)
Ordinary shares of HK\$0.025 each at 30 June 2015	於2015年6月30日每股0.025港元 的普通股	4,639,560,000	115,989

15. Operating Leases

The Group as lessee

At the end of the reporting period, the Group had commitments for future minimum lease payments under non-cancellable operating leases in respect of land and buildings, which fall due as follows:

		30 June 2015 2015年 6月30日 HK\$'000 千港元	31 December 2014 2014年 12月31日 HK\$'000 千港元
Within one year	1年內	4,799	2,807
In the second to fifth year inclusive	第2至第5年內	–	–
		4,799	2,807

15. 經營租約

集團作為承租人

於報告期末，本集團根據不可撤銷的土地及樓宇經營租約於日後應付的最低租金如下：

16. Capital Commitments

16. 資本承擔

		30 June 2015 2015年 6月30日 HK\$'000 千港元	31 December 2014 2014年 12月31日 HK\$'000 千港元
Capital expenditures contracted for but not provided in the condensed consolidated financial statements in respect of acquisition of:	就已訂約但未於簡明綜合財務報表中撥備有關下列購置的資本開支：		
– property, plant and equipment	– 物業、廠房及設備	2,069,943	1,894,873
– land use rights	– 土地使用權	160,296	135,476
		2,230,239	2,030,349

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17. Related and Connected Party Disclosures

During the period, the Group had significant transactions with related parties, certain of which are also deemed to be connected parties pursuant to the Listing Rules. Significant transactions with these parties during the period are as follows:

17. 相關及關連人士披露

期內，本集團與相關人士(若干人士亦同時根據上市規則被視作為關連人士)進行重大交易。期內，與該等人士進行的重大交易如下：

Name of parties 關連人士名稱	Nature of transactions 交易性質	Six months ended 30 June 截至6月30日止6個月	
		2015 HK\$'000 千港元	2014 HK\$'000 千港元
Lee & Man Industrial Manufacturing Limited (note i) 理文實業有限公司(附註i)	Finished goods sold by the Group 集團出售製成品	33,562	23,250
	Electricity and steam fee received by the Group 集團已收電力及蒸氣費	1,320	1,421
	Raw materials purchased by the Group 集團購買原料	967	4,202
Lee & Man Paper Products Company Limited (note i) 理文紙品有限公司(附註i)	Licence fee expenses incurred by the Group 集團許可權費支出	898	916
Jiangsu Lee & Man Chemical Limited (note ii) 江蘇理文化工有限公司(附註ii)	Income from supply of steam and electricity 供應蒸氣及電力收入	35,682	38,033
	Raw materials purchased by the Group 集團購買原料	6,788	5,770
	Rental income 租金收入	949	966
Jiangxi Lee & Man Chemical Limited (note ii) 江西理文化工有限公司(附註ii)	Electricity and steam fee paid by the Group 集團已付發電及蒸氣服務費	17,931	17,503
	Sales of land 土地出讓	8,340	–
	Rental expenses incurred by the Group 集團租金支出	728	1,165
Nippon Paper Group Inc (note iii) 日本製紙集團(附註iii)	Technical assistance fee expenses incurred by the Group 集團技術顧問費支出	1,131	3,017

17. Related and Connected Party Disclosures

(Continued)

notes:

- (i) These companies are indirectly wholly owned by the spouse of Mr Li King Wai Ross (a director of the Company) who is also a daughter of Mr Lee Wan Keung Patrick, the ultimate controlling shareholder of the Company.
- (ii) These companies are beneficially owned and controlled by Mr Lee Wan Keung Patrick, the ultimate controlling shareholder of the Company.
- (iii) Nippon Paper Group Inc. was a substantial shareholder of the Company during the period.

18. Review of Interim Accounts

The condensed consolidated interim financial statements are unaudited, but have been reviewed by the Audit Committee.

17. 相關及關連人士披露(續)

附註：

- (i) 該等公司為本公司董事李經緯先生之配偶，其亦為本公司最終控股股東李運強先生之女兒間接全資擁有。
- (ii) 該等公司為本公司最終控股股東李運強先生實益擁有及控制。
- (iii) 期內日本製紙集團是本公司主要股東。

18. 審閱中期賬目

本簡明綜合中期財務報表均未經審核，惟經審核委員會審閱。

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Interim Dividend

The Board has resolved to declare an interim dividend of HK\$0.085 (2014: HK\$0.068) per share for the six months ended 30 June 2015 to shareholders whose names appear on the Register of Members on 27 August 2015. It is expected that the interim dividend will be paid around 4 September 2015.

Closure Of Register Of Members

The Register of Members will be closed from 25 August 2015 to 27 August 2015, both days inclusive, during which period no transfer of shares can be registered. In order to qualify for the interim dividend, all transfers accomplished by the relevant share certificates must be lodged with the Company's Branch Share Registrars, Tricor Investor Services Limited, at Level 22 Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 pm on 24 August 2015.

中期股息

董事會議決宣派截至2015年6月30日止6個月之中期股息每股0.085港元(2014: 0.068港元)予2015年8月27日名列於股東名冊內之股東。預期中期股息將於2015年9月4日派付予股東。

暫停辦理股份過戶登記

本公司將於2015年8月25日至2015年8月27日(首尾兩天包括在內)暫停辦理股份過戶登記手續。為符合獲派中期股息之資格,所有過戶文件連同有關股票最遲須於2015年8月24日下午4時30分前送達本公司之股份過戶登記分處卓佳證券登記有限公司,地址為香港皇后大道東183號合和中心22樓,以辦理登記手續。

BUSINESS REVIEW AND OUTLOOK

業務回顧及展望

Business Review and Outlook

For the six months period ended 30 June 2015, the Group recorded a total sales volume of 2.68 million tons, a total revenue of HK\$8.70 billion, a half-year net profit of HK\$1.12 billion, and a net profit per ton of HK\$417, maintaining an overall steady growth in profit.

The Group has entered the tissue paper market in order to expand business. The tissue paper with the corporate brand "Hanky" is to be produced and established in the fourth quarter this year. As the Group has its pulp production facilities in Chongqing, it can take advantage of the existing economies of scale to lower the costs of manufacturing tissue paper products. It is expected that the tissue business in the future will contribute further to the Group.

Apart from the tissue business, the Group will expand the packaging paper market in overseas and invest in the construction of paper factories in overseas to stay in line with the expansion of the Southeast Asian markets. It is expected that the paper machine project in Hau Giang, Vietnam will begin operation in the first quarter of 2016.

In order to solve the overcapacity and the environmental issues for the paper industry, the Government has been kept on closing down backward production capacities in the previous years. The supply over demand situation for the paper industry has been further improved and the industry has restored the pricing bargaining power. In the long run, the demand for packaging papers in China will keep on increasing and the Group feel confident in the future prospect of the paper industry.

Based on its consistent adoption of prudent strategies, and with a reasonable debt level, the Group will continue to increase its capacity in existing industrial parks and develop new industrial parks in tandem with the pace of economic development. The management of the Group will continue to make efforts to strictly control costs and strengthen capital operation in order to maintain the Group's competitiveness in the paper industry. The Group's business will continue under the leadership of an experienced and capable management team, with a view to further enhancing the Group's profitability.

業務回顧及展望

本集團截止2015年6月30日止6個月期內，總銷售量為268萬噸，總收入為87.0億港元，半年淨利潤為11.2億港元，每噸淨利潤達417港元，整體盈利保持平穩增長。

集團為了開拓業務，已進軍衛生紙業務。將於今年第四季生產及推出自家品牌亨奇衛生紙。集團於重慶有生產木漿設備，正好利用此效益降低製造衛生紙產品之成本，預期未來衛生紙業務將為集團作進一步貢獻。

除衛生紙業務外，集團將進軍海外包裝紙市場，於國外投資興建造紙廠以配合拓展東南亞市場，預期越南后江省之造紙機項目，可於2016年第一季度投產。

為解決造紙業產能過剩及環保問題，國家於過去年間一直致力淘汰落後產能，造紙業供過於求情況進一步改善，業界重拾議價能力。長遠而言，中國對包裝用紙需求仍會保持增長。集團對造紙業未來抱有信心。

按照集團貫徹之穩健策略，在合理負債水平情況下，集團會隨著經濟發展步伐在現有工業園增加產能以及開拓新工業園。管理層會繼續努力，嚴控成本及加強資本良好運作，保持集團在現今造紙行業之市場競爭力。集團業務將持續由有經驗及能幹的管理團隊帶領，務求將集團之盈利能力更進一步提升。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Results of Operation

Revenue and net profit attributable to owners of the Company for the six months ended 30 June 2015 was HK\$8,695 million and HK\$1,120 million respectively and that for the corresponding period last year was HK\$8,308 million and HK\$913 million respectively. The earnings per share for the period was HK24.03 cents as compared to HK19.46 cents for the corresponding period last year.

The increase in Group's containerboard sales revenue and volume was mainly due to full commercial operation of PM20 paper machine during the period. The Group maintained an overall steady growth in profit.

Distribution and Selling Expenses

The Group's distribution and selling expenses was HK\$166 million for the six months ended 30 June 2015 as compared to HK\$156 million for the six months ended 30 June 2014. It represented about 1.9% of the revenue for the six months ended 30 June 2015, and was comparable to the corresponding period last year.

General and Administrative Expenses

The Group's general and administrative expenses was HK\$417 million for the six months ended 30 June 2015 as compared to HK\$305 million for the six months ended 30 June 2014, as a result of the expansion in the operation of the Group. It represented about 4.8% of the revenue for the six months ended 30 June 2015, and was increased as compared to that of 3.7% for the corresponding period last year.

Finance Costs

The Group's total borrowing costs (including the amounts capitalised) decreased by approximately 10.3% from HK\$169 million for the six months ended 30 June 2014 to HK\$152 million for the six months ended 30 June 2015. The decrease was mainly due to the decrease in average amount of outstanding bank borrowings and the lower average interest rate during the period.

經營業績

截至2015年6月30日止6個月的收入及本公司擁有人應佔純利分別為86.95億港元及11.20億港元，而去年同期則分別為83.08億港元及9.13億港元。期內，每股盈利為24.03港仙，而去年同期為19.46港仙。

本集團箱板原紙之銷售收入及銷售量上升，主要為期內第PM20造紙機已全期生產。集團整體盈利保持平穩增長。

分銷及銷售費用

本集團截至2015年6月30日止6個月的分銷及銷售費用為1.66億港元，而截至2014年6月30日止6個月為1.56億港元。截至2015年6月30日止6個月的分銷及銷售費用佔收入約1.9%，與去年同期相若。

日常及行政費用

本集團截至2015年6月30日止6個月的日常及行政費用為4.17億港元，而截至2014年6月30日止6個月為3.05億港元，在於本集團擴充營運。截至2015年6月30日止6個月的日常及行政費用佔收入約4.8%，較去年同期的3.7%上升。

財務成本

本集團的總借貸成本(包括資本化金額)由截至2014年6月30日止6個月的1.69億港元下跌10.3%至2015年6月30日止6個月的1.52億港元。成本下降主要由於期內平均未償還銀行貸款減少及平均借貸利率下降所致。

Inventories, Debtors' and Creditors' Turnover

The inventory turnover of the Group's raw materials and finished products were 64 days and 13 days, respectively, for the six months ended 30 June 2015 as compared to 75 days and 18 days, respectively, for the year ended 31 December 2014. The improved inventory turnover days was due to the reduced raw material costs and the reduction of stock up period.

The Group's debtors' turnover days were 53 days for the six months ended 30 June 2015 as compared to 57 days for the year ended 31 December 2014. This is in line with the credit terms of 45 days to 90 days granted by the Group to its customers.

The Group's creditors' turnover days were 67 days for the six months ended 30 June 2015 as compared to 74 days for the year ended 31 December 2014 and is in line with the credit terms granted by the Group's suppliers.

Liquidity, Financial Resources and Capital Structure

The total shareholders' fund of the Group as at 30 June 2015 was HK\$17,594 million (31 December 2014: HK\$17,477 million). As at 30 June 2015, the Group had current assets of HK\$9,418 million (31 December 2014: HK\$11,217 million) and current liabilities of HK\$8,622 million (31 December 2014: HK\$10,317 million). The current ratio was 1.09 as at 30 June 2015 and 31 December 2014.

The Group generally finances its operations with internally generated cashflow and credit facilities provided by its principal bankers in Hong Kong, Macau and the PRC. As at 30 June 2015, the Group had outstanding bank borrowings of HK\$11,798 million (31 December 2014: HK\$12,861 million). These bank loans were secured by corporate guarantees provided by certain subsidiaries of the Company. As at 30 June 2015, the Group maintained bank balances and cash of HK\$1,393 million (31 December 2014: HK\$2,033 million). The Group's net debt-to-equity ratio (total borrowings net of cash and cash equivalents over shareholders' equity) decreased from 0.62 as at 31 December 2014 to 0.59 as at 30 June 2015. The Group possesses sufficient cash and available banking facilities to meet its commitments and working capital requirements.

存貨、應收賬款及應付賬款周轉期

本集團於截至2015年6月30日止6個月的原料及製成品存貨周轉期分別為64日及13日，相比截至2014年12月31日止年度則分別為75日及18日。存貨周轉期改善主要由於原材料成本及存倉期下降。

本集團於截至2015年6月30日止6個月的應收賬款周轉期為53日，相比截至2014年12月31日止年度則為57日。此符合本集團給予客戶45日至90日的信貸期。

本集團於截至2015年6月30日止6個月的應付賬款周轉期為67日，相比截至2014年12月31日止年度則為74日。此符合供應商給予本集團的信貸期。

流動資金、財務資源及資本結構

於2015年6月30日，本集團的股東資金總額為175.94億港元（2014年12月31日：174.77億港元）。於2015年6月30日，本集團的流動資產達94.18億港元（2014年12月31日：112.17億港元），而流動負債則為86.22億港元（2014年12月31日：103.17億港元）。2015年6月30日及2014年12月31日的流動比率為1.09。

本集團一般以內部產生的現金流量，以及中港澳主要往來銀行提供的信貸備用額作為業務的營運資金。於2015年6月30日，本集團的未償還銀行貸款為117.98億港元（2014年12月31日：128.61億港元）。該等銀行借貸由本公司若干附屬公司提供的公司擔保作為抵押。於2015年6月30日，本集團持有銀行結餘及現金13.93億港元（2014年12月31日：20.33億港元）。本集團的淨資本負債比率（借貸總額減現金及現金等價物除以股東權益）由2014年12月31日的0.62下降至2015年6月30日的0.59。本集團具備充裕的現金及可供動用的銀行備用額以應付集團的承擔及營運資金需要。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The Group's transactions and the monetary assets are principally denominated in Hong Kong dollars, Renminbi, United States dollars or Euro. The Group has not experienced any material difficulties or effects on its operations or liquidity as a result of fluctuations in currency exchange rates during the six months ended 30 June 2015. The Group has used currency structured instruments, foreign currency borrowings or other means to hedge its foreign currency exposure.

Employees

As at 30 June 2015, the Group had a workforce of more than 6,100 employees. Salaries of employees are maintained at a competitive level and are reviewed annually, with close reference to the relevant labour market and economic situation. The Group also provides internal training to staff and provides bonuses based upon staff performance and profits of the Group.

The Group has not experienced any significant problems with its employees or disruption to its operations due to labour disputes nor has it experienced any difficulty in the recruitment and retention of experienced staff. The Group maintains a good relationship with its employees.

本集團的交易及貨幣資產主要以港元、人民幣、美元或歐元計值。截至2015年6月30日止6個月，本集團的營運或流動資金未曾因匯率波動而面臨任何重大困難或影響。本集團採用貨幣結構工具，外幣借貸或其他途徑作外幣風險對沖之用。

僱員

於2015年6月30日，本集團擁有逾6,100名員工。僱員薪酬維持於具競爭力水平，並會每年評估，且密切留意有關勞工市場及經濟市況趨勢。本集團亦為僱員提供內部培訓，並按員工表現及本集團盈利發放花紅。

本集團並無遇過任何重大僱員問題，亦未曾因勞資糾紛令營運中斷，在招聘及挽留經驗豐富的員工時亦不曾出現困難。本集團與僱員的關係良好。

OTHER INFORMATION

其他資料

Directors' and Chief Executives' Interests and Short Positions in Equity or Debt Securities

As at 30 June 2015, the interests of the directors and the chief executives and their associates in the shares, underlying shares and debentures of the Company and its associated corporations, as recorded in the register maintained by the Company pursuant to section 352 of the Securities and Futures Ordinance ("SFO"), or as otherwise notified to the Company and pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code"), The Stock Exchange of Hong Kong Limited (the "Stock Exchange") were as follows:

Long positions

(a) Ordinary shares of HK\$0.025 each of the Company

董事及主要行政人員於股本或債務證券中擁有的權益及淡倉

於2015年6月30日，董事及主要行政人員及彼等之聯繫人士在本公司及其相聯法團的股份、相關股份及債券中，擁有本公司根據證券及期貨條例(「證券及期貨條例」)第352條存置之登記冊所記錄之權益，或已知會本公司及根據上市發行人董事進行證券交易的標準守則(「標準守則」)已知會香港聯合交易所有限公司(「聯交所」)的權益如下：

好倉

(a) 本公司每股0.025港元的普通股

Name of director 董事姓名	Capacity 身份	Number of ordinary shares 普通股數目	Percentage of the issued share capital of the Company 佔本公司已 發行股本百分比
Lee Man Chun Raymond 李文俊	Held by controlled corporation (note i) 由受控制法團持有(附註i)	395,000,000	8.51%
Lee Man Bun 李文斌	Beneficial owner 實益擁有人	2,983,332	0.06%
	Held by controlled corporation (note ii) 由受控制法團持有(附註ii)	189,166,668	4.08%
Li King Wai Ross 李經緯	Held by spouse 由配偶持有	1,831,573	0.04%
Poon Chung Kwong 潘宗光	Beneficial owner 實益擁有人	286,000	0.01%
Wong Kai Tung Tony 王啟東	Beneficial owner 實益擁有人	500,000	0.01%

notes:

- (i) These shares were held by Golden Point Developments Limited ("Golden Point"). Golden Point is a controlled corporation of Mr Lee Man Chun Raymond under the SFO. The entire issued share capital of Golden Point is owned by Mr Lee Man Chun Raymond, who is also a director of Golden Point.
- (ii) These shares were held by Sure Expert Investments Limited ("Sure Expert"). Sure Expert is a controlled corporation of Mr Lee Man Bun under the SFO. The entire issued share capital of Sure Expert is owned by Mr Lee Man Bun, who is also a director of Sure Expert.

附註：

- (i) 該等股份由Golden Point Developments Limited(「Golden Point」)持有。根據證券及期貨條例，Golden Point為李文俊先生之受控制法團。Golden Point的全部已發行股本由李文俊先生持有。李文俊先生亦為Golden Point之董事。
- (ii) 該等股份由Sure Expert Investments Limited(「Sure Expert」)持有。根據證券及期貨條例，Sure Expert為李文斌先生之受控制法團。Sure Expert的全部已發行股本由李文斌先生持有。李文斌先生亦為Sure Expert之董事。

Save as disclosed above, none of the directors or chief executives or their associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations as at 30 June 2015.

除上文所披露外，於2015年6月30日，各董事、主要行政人員及彼等的聯繫人士概無在本公司或其任何相聯法團的股份、相關股份或債券中，擁有任何權益或淡倉。

OTHER INFORMATION

其他資料

Substantial Shareholders

The register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that, at 30 June 2015, other than directors and chief executives, the following shareholders had notified the Company of the relevant interests in the issued share capital of the Company.

Long positions

Ordinary shares of HK\$0.025 each of the Company

主要股東

根據本公司按證券及期貨條例第336條須存置之主要股東登記冊所記錄，於2015年6月30日，下列股東(董事及主要行政人員除外)已知會本公司彼等於本公司已發行股本中擁有之相關權益。

好倉

本公司每股0.025港元的普通股

Name of shareholder 股東姓名	Capacity 身份	Number of issued ordinary shares held 持有已發行 普通股數目	Percentage of the issued share capital of the Company 佔本公司已發行 股本百分比
Gold Best Holdings Ltd	Beneficial owner 實益擁有人	2,536,710,000	54.68%
Lee Wan Keung Patrick 李運強	Held by controlled corporation (note i) 由受控制法團持有(附註i)	2,536,710,000	54.68%
Lee Wong Wai Kuen 李黃惠娟	Held by spouse (note ii) 由配偶持有(附註ii)	2,536,710,000	54.68%
Golden Point	Beneficial owner 實益擁有人	395,000,000	8.51%
Sure Expert	Beneficial owner 實益擁有人	189,166,668	4.08%

notes:

- (i) Gold Best Holdings Ltd ("Gold Best") is wholly owned by Mr Lee Wan Keung Patrick.
- (ii) Under the SFO, Lee Wong Wai Kuen is deemed to be interested in these 2,536,710,000 ordinary shares as she is the spouse of Lee Wan Keung Patrick, a beneficial owner of Gold Best.

附註：

- (i) Gold Best Holdings Ltd(「Gold Best」)由李運強先生全資擁有。
- (ii) 根據證券及期貨條例，由於李黃惠娟是李運強(Gold Best實益擁有人)的配偶，故被視為擁有該2,536,710,000股普通股的權益。

Other than as disclosed above, the Company had not been notified of any other relevant interests or short positions in the shares or underlying shares of the Company as at 30 June 2015.

除上文所披露外，本公司概無獲知會於2015年6月30日本公司股份或相關股份之任何其他相關權益或短倉。

Purchase, Sale or Redemption of the Company's Listed Securities

During the six months ended 30 June 2015, the Company repurchased a total of 30,440,000 shares of HK\$0.025 per share through the Stock Exchange at an aggregate consideration of approximately HK\$125,728,000 (including transaction costs). Out of 30,440,000 shares repurchased, 20,000,000 shares were cancelled during the period while the remaining 10,440,000 shares will be cancelled subsequently. Details of shares repurchased during the period are set out as follows:

Month of repurchases 購回月份	No. of ordinary shares of HK\$0.025 each 每股0.025港元 之普通股數目	Price paid per share 每股支付價格		Aggregate consideration paid (including expenses) 累計已付代價 (含使費) HK\$'000 千港元
		Highest 最高 HK\$ 港元	Lowest 最低 HK\$ 港元	
March 2015 2015年3月	18,700,000	3.79	3.61	69,542
April 2015 2015年4月	1,300,000	3.82	3.82	5,051
June 2015 2015年6月	10,440,000	4.96	4.73	51,135
	30,440,000			125,728

The directors believe that repurchases of shares are in the best interests of the Company and its shareholders and that such repurchases of shares would lead to an enhancement of the earnings per share of the Company.

Save as disclosed above, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2015.

買賣或贖回本公司上市證券

於截至2015年6月30日止6個月，本公司於聯交所回購合共30,440,000股每股0.025港元之普通股，總代價約為125,728,000港元（含交易成本）。在30,440,000股購回股份當中，20,000,000股已在期內被註銷，餘下的10,440,000股亦將會在隨後時間被註銷。於期內購回股份之詳情如下：

董事相信，回購股份乃符合本公司及其股東之最佳利益，並可提高本公司每股盈利。

除上文所披露外，本公司或其任何附屬公司於截至2015年6月30日止6個月內概無購買、出售或贖回本公司任何上市證券。

OTHER INFORMATION

其他資料

Model Code for Securities Transactions

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules as a code of conduct regarding directors' securities transactions. All the members of the board have confirmed, following specific enquiry by the Company that they have complied with the required standard as set out in the Model Code throughout the six months ended 30 June 2015. The Model code also applies to other specified senior management of the Group.

Code on Corporate Governance Practices

In the opinion of the directors, the Company has complied with the code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules throughout the six months ended 30 June 2015.

Audit Committee

The Audit Committee of the Company comprised of three independent non-executive directors namely, Mr Chau Shing Yim David, Mr Wong Kai Tung Tony and Mr Peter A Davies.

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal control procedures and financial reporting matters including the review of the Group's unaudited interim financial statements for the six months ended 30 June 2015.

On behalf of the Board

Lee Man Chun Raymond

Chairman

Hong Kong, 10 August 2015

證券交易之標準守則

本公司已採納上市規則附錄10所載之標準守則作為董事進行證券交易之行為守則。經本公司向所有董事作出具體查詢後，全體董事皆確認於截至2015年6月30日止6個月內均遵守標準守則所載之規定準則。標準守則亦適用於本集團之其他特定高級管理層。

企業管治常規守則

董事認為，本公司已於截至2015年6月30日止6個月內一直遵守上市規則附錄14所載之企業管治常規守則。

審核委員會

本公司之審核委員會由三位獨立非執行董事周承炎先生、王啟東先生及Peter A Davies先生組成。

審核委員會與管理層已審閱本集團所採納的會計原則及慣例，並已討論內部監控程序及財務報告事宜，其中包括審閱本集團截至2015年6月30日止6個月的未經審核中期財務報表。

代表董事會

李文俊

主席

香港，2015年8月10日

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