



Interim Report 中期報告  
2020



**HAIDILAO INTERNATIONAL HOLDING LTD.**  
**海底捞国际控股有限公司**

(Incorporated in the Cayman Islands with limited liability)  
(於開曼群島註冊成立的有限公司)

Stock Code 股份代號 : 6862



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## Definitions

### 釋義

“Apple Trust”	a discretionary trust set up by Mr. Zhang Yong with UBS Trustees (B.V.I.) Limited acting as trustee	「Apple Trust」	指 由張勇先生與UBS Trustees (B.V.I.) Limited (作為受託人) 設立的全權信託
“Articles of Association”	the articles of association of the Company, as amended from time to time	「組織章程細則」	指 本公司的組織章程細則(經不時修訂)
“associate(s)”	has the meaning ascribed thereto under the Listing Rules	「聯繫人」	指 具有上市規則所賦予的涵義
“Audit Committee”	the audit committee of the Board	「審計委員會」	指 董事會轄下的審計委員會
“Board”	the board of Directors of the Company	「董事會」	指 本公司董事會
“BVI”	the British Virgin Islands	「英屬處女群島」	指 英屬處女群島
“Cheerful Trust”	a discretionary trust set up by Mr. Shi Yonghong and Ms. Li Haiyan with UBS Trustees (B.V.I.) Limited acting as trustee	「Cheerful Trust」	指 由施永宏先生及李海燕女士與UBS Trustees (B.V.I.) Limited (作為受託人) 成立的全權信託
“China”, “Mainland China” or “PRC”	the People’s Republic of China and, except where the context requires, references in this interim report to the PRC or Mainland China excluding Hong Kong, China; Macau, China; and Taiwan, China	「中國」或 「中國大陸」	指 中華人民共和國，除非文義另有所指外，否則本中期報告對中國或中國大陸的提述不包括中國香港、中國澳門及中國台灣
“Companies Law” or “Cayman Companies Law”	the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands	「公司法」或 「開曼公司法」	指 開曼群島第22章公司法(1961年第3號法例、經綜合及修訂)
“Companies Ordinance”	the Companies Ordinance, Chapter 622 of the Laws of Hong Kong, as amended, supplemented or otherwise modified from time to time	「公司條例」	指 香港法例第622章公司條例(經不時修訂、補充或以其他方式修改)



## Definitions

### 釋義

“Company” or “Haidilao”	Haidilao International Holding Ltd., a company incorporated under the laws of the Cayman Islands with limited liability on July 14, 2015 and, except where the context otherwise requires, all of its subsidiaries	「本公司」或「海底撈」	指	海底撈国际控股有限公司，一家於2015年7月14日在開曼群島註冊成立的有限責任公司及（除非文義另有所指）其所有附屬公司
“connected person”	has the meaning ascribed to it under the Listing Rules	「關連人士」	指	具有上市規則賦予該詞的涵義
“Controlling Shareholders”	has the meaning ascribed thereto in the Listing Rules and unless the context requires otherwise, refers to Mr. Zhang Yong, Ms. Shu Ping, NP United Holding Ltd, ZY NP Ltd and SP NP Ltd	「控股股東」	指	具有上市規則賦予該詞的涵義，除文義另有所指除外，指張勇先生、舒萍女士、NP United Holding Ltd、ZY NP Ltd及SP NP Ltd
“Corporate Governance Code”	Corporate Governance Code as set out in Appendix 14 to the Listing Rules	「企業管治守則」	指	上市規則附錄十四所載《企業管治守則》
“Director(s)”	director(s) of the Company	「董事」	指	本公司董事
“Interim Financial Statements”	the condensed consolidated financial statements of the Group for the six months ended June 30, 2020 as unaudited by Deloitte Touche Tohmatsu	「中期財務報表」	指	本集團截至2020年6月30日止六個月的簡明綜合財務報表（未經德勤•關黃陳方會計師行審核）
“Global Offering”	the Hong Kong Public Offering and the International Offering	「全球發售」	指	香港公開發售及國際發售
“Group”	the Company and its subsidiaries	「本集團」	指	本公司及其附屬公司
“Haidilao Singapore”	Hai Di Lao Holdings Pte. Ltd., a private company limited by shares incorporated in Singapore on February 28, 2013 and a wholly-owned subsidiary of our Company	「Haidilao Singapore」	指	Hai Di Lao Holdings Pte. Ltd.，一家於2013年2月28日在新加坡註冊成立的私人股份有限公司，為本公司全資附屬公司
“HK\$” or “HK dollars”	Hong Kong dollars, the lawful currency of Hong Kong	「港元」	指	香港法定貨幣港元

## Definitions

### 釋義

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC	「香港」	指	中國香港特別行政區
“IFRS 16”	International Financial Reporting Standards 16 Leases	「國際財務報告準則第16號」	指	國際財務報告準則第16號租賃
“Latest Practicable Date”	September 9, 2020, being the latest practicable date prior to the printing of this purpose of ascertaining the information contained herein	「最後實際可行日期」	指	2020年9月9日，即本中期報告付印前確定其中所載若干資料的最後實際可行日期
“Listing Date”	September 26, 2018, the date on which dealings in our Shares first commence on the Main Board	「上市日期」	指	2018年9月26日，股份首次在本板開始交易的日期
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange	「上市規則」	指	聯交所證券上市規則
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Stock Exchange. For the avoidance of doubt, the Main Board excludes the Growth Enterprise Market of the Stock Exchange	「主板」	指	由聯交所營運的證券交易所（不包括期權市場），獨立於聯交所創業板，但與其並行運作。為避免疑義，主板不包括聯交所創業板
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules	「標準守則」	指	上市規則附錄十所載《上市發行人董事進行證券交易的標準守則》
“Nomination Committee”	the nomination committee of the Board	「提名委員會」	指	董事會轄下的提名委員會
“Prospectus”	the prospectus issued by the Company on September 12, 2018	「招股章程」	指	本公司於2018年9月12日刊發的招股章程
“Remuneration Committee”	the remuneration committee of the Board	「薪酬委員會」	指	董事會轄下的薪酬委員會
“Renminbi” or “RMB”	Renminbi yuan, the lawful currency of the PRC	「人民幣」	指	中國法定貨幣人民幣元

“Reporting Period”	the six months ended June 30, 2020	「報告期」	指	截至2020年6月30日止六個月
“Rose Trust”	a discretionary trust set up by Ms. Shu Ping with UBS Trustees (B.V.I.) Limited acting as trustee	「Rose Trust」	指	由舒萍女士與UBS Trustees (B.V.I.) Limited (作為受託人) 成立的全權信託
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended, supplemented or otherwise modified from time to time	「證券及期貨條例」	指	香港法例第571章《證券及期貨條例》(經不時修訂、補充或以其他方式修改)
“Shanghai Xinpai”	Xinpai (Shanghai) Catering Management Co., Ltd. (新派(上海)餐飲管理有限公司), a limited liability company incorporated in the PRC on May 12, 2013 and a wholly-owned subsidiary of our Company	「上海新派」	指	新派(上海)餐飲管理有限公司, 一家於2013年5月12日在中國註冊成立的有限責任公司, 為本公司全資附屬公司
“Share(s)”	ordinary share(s) in the share capital of the Company with nominal value of US\$0.000005 each	「股份」	指	本公司股本中每股面值0.000005美元的普通股
“Shareholder(s)”	shareholder(s) of the Company	「股東」	指	本公司股東
“Stock Exchange”	The Stock Exchange of Hong Kong Limited	「聯交所」	指	香港聯合交易所有限公司
“subsidiary” or “subsidiaries”	has the meaning ascribed thereto under the Listing Rules	「附屬公司」	指	具有上市規則所賦予的涵義
“US\$” or “USD”	United States dollars, the lawful currency of the United States	「美元」	指	美元, 美國法定貨幣
“Yihai”	Yihai International Holding Ltd. (頤海國際控股有限公司), an exempted company with limited liability incorporated in the Cayman Islands on October 18, 2013 and is listed on the Main Board of the Stock Exchange (stock code: 1579), which is our connected person	「頤海」	指	頤海國際控股有限公司, 一家於2013年10月18日在開曼群島註冊成立的獲豁免有限責任公司, 於聯交所主板上市(股份代號: 1579), 為本公司關連人士



## Definitions

### 釋義

“Yihai Group”	the group of companies comprising Yihai and its subsidiaries	「頤海集團」	指	包括頤海及其附屬公司在內的公司集團
“Youdingyou”	Beijing Youdingyou Catering Co., Ltd. (北京優鼎優餐飲管理有限公司), a wholly-owned subsidiary our Group acquired in 2019	「優鼎優」	指	北京優鼎優餐飲管理有限公司，本集團於2019年收購的全資附屬公司
“%”	percentage	「%」	指	百分比

**BOARD OF DIRECTORS****Executive Directors**

Mr. Zhang Yong (*Chairman*)  
Mr. Shi Yonghong  
Mr. Zhou Zhaocheng (*since April 27, 2020*)  
Ms. Gao Jie (*since August 25, 2020*)  
Mr. Tong Xiaofeng (*resigned on April 27, 2020*)  
Mr. Shao Zhidong (*resigned on August 25, 2020*)

**Non-executive Director**

Ms. Shu Ping

**Independent Non-executive Directors**

Dr. Chua Sin Bin  
Mr. Hee Theng Fong  
Mr. Qi Daqing

**AUDIT COMMITTEE**

Mr. Qi Daqing (*Chairman*)  
Ms. Shu Ping  
Mr. Hee Theng Fong

**REMUNERATION COMMITTEE**

Mr. Hee Theng Fong (*Chairman*)  
Mr. Zhang Yong  
Dr. Chua Sin Bin

**NOMINATION COMMITTEE**

Mr. Zhang Yong (*Chairman*)  
Mr. Hee Theng Fong  
Mr. Qi Daqing

**COMPANY SECRETARIES**

Mr. Zhou Zhaocheng (*since May 4, 2020*)  
Ms. So Shuk Yi Betty  
Mr. Tong Xiaofeng (*resigned on April 27, 2020*)

**董事會****執行董事**

張勇先生 (*主席*)  
施永宏先生  
周兆呈先生 (*自2020年4月27日起*)  
高潔女士 (*自2020年8月25日起*)  
佟曉峰先生 (*於2020年4月27日辭任*)  
邵志東先生 (*於2020年8月25日辭任*)

**非執行董事**

舒萍女士

**獨立非執行董事**

蔡新民醫生  
許廷芳先生  
齊大慶先生

**審計委員會**

齊大慶先生 (*主席*)  
舒萍女士  
許廷芳先生

**薪酬委員會**

許廷芳先生 (*主席*)  
張勇先生  
蔡新民醫生

**提名委員會**

張勇先生 (*主席*)  
許廷芳先生  
齊大慶先生

**公司秘書**

周兆呈先生 (*自2020年5月4日起*)  
蘇淑儀女士  
佟曉峰先生 (*於2020年4月27日辭任*)



## Corporate Information

### 公司資料

#### AUTHORIZED REPRESENTATIVES

Mr. Zhou Zhaocheng (*since April 27, 2020*)  
Ms. So Shuk Yi Betty  
Mr. Tong Xiaofeng (*resigned on April 27, 2020*)

#### AUDITOR

Deloitte Touche Tohmatsu

#### LEGAL ADVISER

Sidley Austin

#### REGISTERED OFFICE

Cricket Square  
Hutchins Drive  
PO Box 2681  
Grand Cayman  
KY1-1111  
Cayman Islands

#### CORPORATE HEADQUARTERS

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Dongxiaokou Town, Changping District  
Beijing  
PRC

#### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

40/F, Sunlight Tower  
248 Queen's Road East  
Wanchai  
Hong Kong

#### HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

#### 授權代表

周兆呈先生 (自2020年4月27日起)  
蘇淑儀女士  
佟曉峰先生 (於2020年4月27日辭任)

#### 核數師

德勤 • 關黃陳方會計師行

#### 法律顧問

盛德律師事務所

#### 註冊辦事處

Cricket Square  
Hutchins Drive  
PO Box 2681  
Grand Cayman  
KY1-1111  
Cayman Islands

#### 公司總部

中國  
北京  
昌平區東小口鎮  
中東路398號院  
1號樓7樓

#### 香港主要營業地點

香港  
灣仔  
皇后大道東248號  
陽光中心40樓

#### 香港證券登記處

香港中央證券登記有限公司  
香港  
灣仔  
皇后大道東183號  
合和中心17樓  
1712-1716室



## Corporate Information 公司資料

### INVESTOR RELATIONS

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T: 400-690-1885

### WEBSITE

[www.haidilao.com](http://www.haidilao.com)

### STOCK CODE

Stock Exchange: 6862

### 投資者關係

電郵： [ir@haidilao.com](mailto:ir@haidilao.com)  
電話： 400-690-1885

### 網站

[www.haidilao.com](http://www.haidilao.com)

### 股份代號

聯交所： 6862

## Financial Highlights

### 財務摘要

#### CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

(RMB' 000)

#### 簡明綜合損益及其他全面收益表

(人民幣千元)

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年	2019 2019年
Revenue	收入	9,760,605	11,694,626
(Loss) profit before tax	稅前(虧損)利潤	(924,418)	1,251,008
(Loss) profit for the period	期內(虧損)利潤	(964,507)	912,165
(Loss) profit attributable to:	以下人士應佔		
	(虧損)溢利：		
– Owners of the Company	– 本公司擁有人	(964,602)	911,035

#### CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(RMB' 000)

#### 簡明綜合財務狀況表

(人民幣千元)

		As of 截至	
		June 30, 2020 2020年 6月30日	December 31, 2019 2019年 12月31日
Non-current assets	非流動資產	15,589,587	13,413,641
Current assets	流動資產	7,446,833	7,200,291
Total assets	資產總額	23,036,420	20,613,932
Equity attributable to owners of the Company	本公司擁有人應佔權益	8,921,592	10,623,001
Total equity	權益總額	8,924,719	10,626,033
Non-current liabilities	非流動負債	5,565,137	4,323,828
Current liabilities	流動負債	8,546,564	5,664,071
Total liabilities	負債總額	14,111,701	9,987,899
Total equity and liabilities	權益及負債總額	23,036,420	20,613,932

As of June 30, 2020, the principal business of the Group has been materially affected due to the outbreak of the Covid-19 epidemic. As disclosed in the voluntary announcements of the Company dated January 28, 2020 and February 2, 2020, in order to actively support the epidemic prevention and control and ensure the health and safety of our employees and customers, we have suspended the operation of all of our restaurants in Mainland China temporarily since January 26, 2020. As the Chinese government has exerted great efforts to prevent and control the epidemic in Mainland China, the epidemic in Mainland China has been gradually under effective control since March 2020. As such, the Company has reopened most of its restaurants suspended in Mainland China since March 12, 2020. At the same time, the Company requests that the reopened restaurants in each region should comply with the requirements of the national and local governments for the epidemic prevention and control and that such restaurants should strictly implement the customer flow control measure, arrange separate seating for customers and limit the number of customers. The epidemic has also hit markets outside Mainland China. For the six-month period ended June 30, 2020, our Haidilao restaurants have served over 81 million customers with an average table turnover rate of 3.3 times per day.

In the first half of 2020, we still actively opened new restaurants and continued to expand the restaurant network of Haidilao. In the first half of 2020, we opened 173 new Haidilao restaurants, expanding the global Haidilao restaurant network from 768 restaurants as of December 31, 2019 to 935<sup>Note</sup> restaurants as of June 30, 2020, among which 868 restaurants were located in 164 cities in Mainland China, and 67 restaurants were located in Hong Kong, China; Macau, China; Taiwan, China; and overseas, including Singapore, South Korea, Japan, the United States, Canada, the United Kingdom, Vietnam, Malaysia, Indonesia and Australia.

In addition, we adopted a series of measures during the epidemic from the perspectives of “customer satisfaction” and “employee efforts”. Certain of our restaurants in Mainland China have taken lead in resumption of “safe delivery” (安心送) and “contactless delivery” (無接觸配送) delivery services. The Group developed and launched retail products such as semi-finished convenient dishes, and proactively expanded various online sale channels such as Haidilao App and the third party e-commercial platforms. In the first half of 2020, we introduced more than 91 new dishes in the whole market and different regional markets in Mainland China, including Chongqing butter hot pot, banded shrimp paste, black pepper flavored beef and sakura mousse cake, providing our guests with a richer selection of products.

由於新冠肺炎疫情的爆發，截至到2020年6月30日，本集團的主營業務亦受到重大影響。誠如本公司在2020年1月28日及2020年2月2日的自願公告中披露，為積極配合疫情防控工作，確保員工和顧客的健康與安全，我們自2020年1月26日起自願暫停中國大陸所有門店的營業。隨著中國政府對於中國大陸新冠疫情防控力度的加強，自2020年3月份起中國大陸地區新冠疫情的發展得到逐步控制，本公司於2020年3月12日重新開放中國大陸地區大部分暫停營業的門店，同時要求每個區域開放營業的門店要嚴格遵守國家及當地政府對於防控疫情的要求，門店嚴格執行人流管控措施，安排顧客分散就坐，並限制就餐人數。中國大陸以外的市場也受到疫情的影響。截止到2020年6月30日的六個月期間，我們的海底撈餐廳服務了超過81百萬人次顧客，平均翻檯率為3.3次／天。

2020年上半年，我們仍積極開設新門店，持續推進海底撈門店網絡的擴張。2020年上半年我們新開業173家海底撈餐廳，海底撈全球門店網絡從2019年12月31日的768家增至2020年6月30日的935家<sup>註</sup>，其中868家位於中國大陸的164個城市，67家位於中國香港、中國澳門、中國台灣及海外，包括新加坡、韓國、日本、美國、加拿大、英國、越南、馬來西亞、印度尼西亞及澳大利亞等地。

此外，我們從「顧客滿意度」和「員工努力度」出發，在疫情期間採取了一系列措施。我們中國大陸地區部分門店率先恢復「安心送」和「無接觸配送」外賣服務。本集團主導開發並推出半成品方便菜餚等零售商品，並且積極拓展海底撈應用軟件和第三方電子商務平台等多個在線銷售管道。2020年上半年，我們在中國大陸全市場及不同區域市場推出超過91種新菜品，其中包括重慶牛油老火鍋、斑節蝦滑、黑椒風味滑牛肉、櫻花慕斯蛋糕等，為顧客提供了更加豐富的產品選擇。



## 2020 Interim Performance Review

### 2020年中期業績回顧

During the epidemic, we made full efforts to ensure employment of our employees under relevant requirements of the governments of various countries and regions. During the period of suspension of operation, we organized various kinds of online trainings for our employees and contributed epidemic prevention and control expenses to ensure the health and safety of our employees and the resumption of work and production of our restaurants. Furthermore, we actively assumed social responsibility and made donations to medical institutions, both monetary and in kind.

In the first half of 2020, we continued to boost intelligent upgrading of our restaurants, striving to provide customers with service that is both standard and personalized. As of June 30, 2020, we equipped three restaurants with intelligent robotic arms, 23 restaurants with “Thousand People Thousand Flavors” intelligent soup bases preparation machines, and 958 robot waiters and 385 “Xiaomei” telephone robots have been used in our restaurants globally. Meanwhile, we continuously develop and update our Intelligent Kitchen Management System (IKMS) and restaurant procurement system. These intelligent elements guaranteed the food safety of our kitchen on the one hand, and on the other hand, improved the operating efficiency of our restaurants.

The overall performance of our restaurants has been improved on a month-to-month basis leveraging on all of our employees’ unremitting efforts and customers’ constant supports since the restaurants in Mainland China were reopened and the remaining restaurants affected by the epidemic in other countries and regions gradually resumed under the epidemic prevention and control effects in such countries and regions.

*Note:* During the Reporting Period, we closed 6 restaurants due to expire of leases and other commercial reasons.

在疫情期間，我們遵守各個國家和各地政府的相關規定，全力保障員工就業，在暫停營業期間組織員工進行多種線上培訓，並為保證員工健康安全、門店正常復工復產投入疫情防控費用。我們還積極承擔社會責任，向醫護機構捐贈款物。

2020年上半年，我們繼續推進門店的智能化，致力為顧客提供標準化、個性化的服務。截止到2020年6月30日，我們已經在3家門店裝備了智慧機械臂，23家門店採用了「千人千味」智能配鍋機，我們亦在全球餐廳中運用了958台傳菜機器人與385部「小美」電話機器人，IKMS智能廚房管理系統、門店要貨系統也在不斷更新迭代。通過採用這些智能化的元素，一方面保證我們後廚的食品安全，另一方面也提高了餐廳的運營效率。

自重新開放中國大陸地區門店營業，以及根據其他國家及地區當地疫情防控的情況，其餘受影響門店亦逐漸恢復正常營業以來，依靠全體員工的不懈努力和廣大顧客的持續支持，我們門店整體運營情況正在逐月持續改善。

*附註：*於報告期內，因租約到期和其他商業原因，我們關閉了6家餐廳。

## Revenue

The revenue of our Group decreased by 16.5% from RMB11,694.6 million for the six months ended June 30, 2019 to RMB9,760.6 million for the corresponding period in 2020.

## Revenue by Segment

We generate substantially all of our revenue from (i) our restaurant operation, (ii) our delivery business, and (iii) sales of condiment products and food ingredients. The following table sets forth the components of our revenue for the period indicated:

## 收入

本集團收入從截至2019年6月30日止六個月的人民幣11,694.6百萬元下降到2020年同期的人民幣9,760.6百萬元，下降了16.5%。

## 根據分部劃分的收入

我們的絕大部分收入來自(i)餐廳經營、(ii)外賣業務和(iii)調味品及食材銷售。下表載列收入於所示期間的組成部分：

		For the six months ended June 30, 截至6月30日止六個月			
		2020 2020年 (RMB' 000 except percentages) (人民幣千元， 百分比除外)		2019 2019年 (RMB' 000 except percentages) (人民幣千元， 百分比除外)	
Haidilao restaurant operation	海底撈餐廳經營	9,150,653	93.7%	11,331,412	96.9%
Other restaurant operation	其他餐廳經營	11,999	0.1%	4,761	0.0%
Delivery business	外賣業務	409,645	4.2%	183,156	1.6%
Sales of condiment products and food ingredients	調味品及食材銷售	182,150	1.9%	175,297	1.5%
Others	其他	6,158	0.1%	–	–
<b>Total revenue</b>	<b>總收入</b>	<b>9,760,605</b>	<b>100%</b>	<b>11,694,626</b>	<b>100%</b>

Revenue from Haidilao restaurant operation, the major part of our revenue which accounted for 93.7% of our total revenue for the six months ended June 30, 2020, decreased by 19.2% from RMB11,331.4 million for the six months ended June 30, 2019 to RMB9,150.7 million for the corresponding period in 2020, mainly due to the decreased customer flow of restaurants resulting from the epidemic. Our Haidilao restaurants' average table turnover rate for six-month period dropped to 3.3 times per day from 4.8 times per day for the corresponding period in 2019, mainly due to the decreased customer flow of restaurants resulting from the epidemic. Our Haidilao restaurants' average spending per guest increased from RMB104.4 for the six months ended June 30, 2019 to RMB112.8 for the corresponding period in 2020.

海底撈餐廳的經營收入是我們的主要收入來源，於截至2020年6月30日止六個月貢獻本公司總收入的比例為93.7%，金額從截至2019年6月30日止六個月的人民幣11,331.4百萬元下降到2020年同期的人民幣9,150.7百萬元，下降了19.2%，主要由於受疫情影響，門店客流量減少。我們海底撈餐廳的六個月期間的平均翻檯率從2019年同期的4.8次／天減少到3.3次／天，主要由於受疫情影響，門店客流量減少。我們海底撈餐廳的顧客人均消費從截至2019年6月30日止六個月的人民幣104.4元上升到2020年同期的人民幣112.8元。

## Management Discussion and Analysis

### 管理層討論與分析

Revenue from our delivery business increased by 123.7% from RMB183.2 million for the six months ended June 30, 2019 to RMB409.6 million for the corresponding period in 2020, mainly due to an increase in number of delivery orders.

The following table sets forth certain key performance indicators of our Haidilao restaurants for the period indicated.

外賣業務收入從截至2019年6月30日止六個月的人民幣183.2百萬元上升到2020年同期的人民幣409.6百萬元，增長了123.7%，主要由於外賣訂單數量增加。

下表載列於所示期間我們海底撈餐廳的若干關鍵表現指標。

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年	2019 2019年
<b>Average spending per guest<sup>(1)</sup> (RMB)</b>	<b>顧客人均消費<sup>(1)</sup> (人民幣元)</b>		
Tier 1 cities <sup>(2)</sup>	一線城市 <sup>(2)</sup>	118.1	110.0
Tier 2 cities <sup>(3)</sup>	二線城市 <sup>(3)</sup>	107.4	98.4
Tier 3 cities and below <sup>(4)</sup>	三線及以下城市 <sup>(4)</sup>	101.8	94.8
Mainland China restaurants	中國大陸餐廳	108.0	100.4
Outside Mainland China	中國大陸以外	191.3	185.5
<b>Overall</b>	<b>整體</b>	<b>112.8</b>	<b>104.4</b>
<b>Table turnover rate<sup>(5)</sup> (times/day)</b>	<b>翻檯率<sup>(5)</sup> (次/天)</b>		
Tier 1 cities	一線城市	3.0	4.8
Tier 2 cities	二線城市	3.5	5.0
Tier 3 cities and below	三線及以下城市	3.6	4.7
Mainland China restaurants	中國大陸餐廳	3.4	4.8
Outside Mainland China	中國大陸以外	2.6	3.9
<b>Overall</b>	<b>整體</b>	<b>3.3</b>	<b>4.8</b>
<b>New and existing restaurants<sup>(6)</sup></b>	<b>新餐廳及現有餐廳<sup>(6)</sup></b>		
Newly-opened restaurants	新開餐廳	2.4	3.9
Existing restaurants	現有餐廳	3.4	4.9
<b>Overall</b>	<b>整體</b>	<b>3.3</b>	<b>4.8</b>

#### Notes:

- (1) Calculated by dividing gross revenue generated from restaurant operation for the period by total guests served for the period.
- (2) Beijing, Shanghai, Guangzhou and Shenzhen.
- (3) All municipalities and provincial capitals excluding tier 1 cities, plus Qingdao, Xiamen, Ningbo, Dalian, Zhuhai, Suzhou and Wuxi.
- (4) All the cities and regions excluding tier 1 cities and tier 2 cities.
- (5) Calculated by dividing the total tables served for the period by the product of total operation days for the period and average table count during the period. The average table count included the table count in the areas that were not opened due to the epidemic prevention and control during the Reporting Period.
- (6) We define our existing restaurants as those that had commenced operations prior to the beginning of the respective period, and remained open at the end of the same period.

#### 附註：

- (1) 按期內餐廳經營所得總收入除以期內服務顧客總數計算。
- (2) 北京、上海、廣州和深圳。
- (3) 除一線城市外，所有直轄市和省會城市，外加青島、廈門、寧波、大連、珠海、蘇州和無錫。
- (4) 所有除去一、二線外的城市及地區。
- (5) 按期內服務總桌數除以期內營業總天數及平均餐桌數計算；平均餐桌數包括報告期內因疫情防控需要而未開放區域的餐桌數。
- (6) 我們對現有餐廳的定義為，於各期間開始之前已開始運營且於同一期間結束時仍在營業中的餐廳。

## Management Discussion and Analysis

### 管理層討論與分析

The following table sets forth details of our same store sales of Haidilao restaurants for the period indicated.

下表載列於所示期間我們的海底撈餐廳同店銷售詳情。

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年	2019 2019年
<b>Number of same stores<sup>(1)</sup></b>	<b>同店數量<sup>(1)</sup></b>		
Tier 1 cities	一線城市	65	
Tier 2 cities	二線城市	160	
Tier 3 cities and below	三線及以下城市	110	
Outside Mainland China	中國大陸以外	35	
<b>Overall</b>	<b>整體</b>	<b>370</b>	
<b>Average same store sales per day<sup>(2)</sup></b>	<b>同店平均日銷售額<sup>(2)</sup></b>		
<b>(in thousands of RMB)</b>	<b>(人民幣千元)</b>		
Tier 1 cities	一線城市	97.3	133.8
Tier 2 cities	二線城市	100.1	126.7
Tier 3 cities and below	三線及以下城市	96.1	110.9
Outside Mainland China	中國大陸以外	96.8	139.4
<b>Overall</b>	<b>整體</b>	<b>98.1</b>	<b>124.4</b>
<b>Average same store table turnover rate</b>	<b>同店平均翻檯率</b>		
<b>(times/day)<sup>(3)</sup></b>	<b>(次／天)<sup>(3)</sup></b>		
Tier 1 cities	一線城市	3.4	4.7
Tier 2 cities	二線城市	3.8	5.0
Tier 3 cities and below	三線及以下城市	4.1	4.8
Outside Mainland China	中國大陸以外	2.7	3.9
<b>Overall</b>	<b>整體</b>	<b>3.7</b>	<b>4.8</b>

#### Notes:

<sup>(1)</sup> Includes restaurants that had commenced operations prior to the beginning of the periods under comparison and opened for more than 120 days in both the six-month periods ended June 30, 2019 and 2020. As certain restaurants were temporarily suspended for more than 30 days due to the epidemic, we deducted 30 days from the previous standards of 150 days for selecting same stores so as to more accurately reflect real operating profile of Haidilao restaurants.

<sup>(2)</sup> Calculated by dividing the gross revenue from restaurant operation at our same stores for the period by the total operation days at our same stores for the period.

<sup>(3)</sup> Calculated by dividing the total tables served at our same stores for the period by the product of total operation days for the period and average table count during the period. The average table count included the table count in the areas that were not opened due to the epidemic prevention and control during the Reporting Period.

#### 附註：

<sup>(1)</sup> 包括比較期間開始前已開始運營且於截至2019年及2020年6月30日止六個月期間營業超過120天的餐廳。由於疫情期間部分門店暫停營業超過30天，因此我們選取同店的標準在過往150天的標準基礎上扣除30天，以更準確地反映海底撈餐廳的實際經營情況。

<sup>(2)</sup> 按期間同店餐廳業務的總收入除以期間同店總營業天數計算。

<sup>(3)</sup> 按期間同店服務總桌數除以期間總營業天數及平均餐桌數計算。平均餐桌數包括報告期內因疫情防控需要而未開放區域的餐桌數。



## Management Discussion and Analysis

### 管理層討論與分析

#### Revenue from Haidilao Restaurant Operation by Geographic Region

Our business is conducted in Mainland China; Hong Kong, China; Macau, China; Taiwan, China; and overseas. The following table sets forth our breakdown of gross revenue from Haidilao restaurant operation by location for the period indicated:

根據地理區域劃分的海底撈餐廳經營收入

我們的業務於中國大陸、中國香港、中國澳門、中國台灣和海外開展。下表載列於所示期間根據位置區分的海底撈餐廳經營總收入明細：

		For the six months ended June 30, 截至6月30日止六個月					
		2020 2020年 Gross Number of restaurants Revenue/ Revenue 總收入／ 收入 餐廳數量 (RMB'000) (人民幣千元)			2019 2019年 Gross Number of restaurants Revenue/ Revenue 總收入／ 收入 餐廳數量 (RMB'000) (人民幣千元)		
<b>Mainland China</b>	中國大陸						
Tier 1 cities	一線城市	212	2,019,303	22.0%	146	2,864,838	25.2%
Tier 2 cities	二線城市	389	3,801,388	41.5%	257	5,024,381	44.1%
Tier 3 cities and below	三線及以下城市	267	2,450,572	26.7%	147	2,532,050	22.2%
Subtotal	小計	868	8,271,263	90.2%	550	10,421,269	91.5%
<b>Outside Mainland China</b>	中國大陸以外						
Asia	亞洲	56	807,015	8.8%	36	830,980	7.3%
North America	北美洲	8	61,118	0.7%	5	93,919	0.9%
Europe	歐洲	1	12,565	0.1%	1	14,095	0.1%
Oceania	大洋洲	2	14,155	0.2%	1	21,051	0.2%
Subtotal	小計	67	894,853	9.8%	43	960,045	8.5%
<b>Total restaurants/gross revenue generated from restaurant operation</b>	餐廳總數／餐廳經營所得總收入	935	9,166,116	100%	593	11,381,314	100%
Net of: Customer loyalty program	扣除：會員積分計劃		(15,463)			(49,902)	
<b>Total restaurants/revenue generated from restaurant operation</b>	餐廳總數／餐廳經營所得收入	935	9,150,653		593	11,331,412	

### Raw Materials and Consumables Used

Our raw materials and consumables used decreased by 11.3% from RMB4,902.6 million for the six months ended June 30, 2019 to RMB4,348.2 million for the corresponding period in 2020, primarily due to a decrease in operation days of our restaurants during the Reporting Period resulting from the epidemic. As a percentage of revenue, our raw materials and consumables used was at 41.9% for the six months ended June 30, 2019 and 44.5% for the six months ended June 30, 2020, primarily due to a decrease in our revenue as a result of the epidemic and the higher consumption of materials as a result of the improvement of customers' dining experience.

### Staff Costs

Our staff costs increased by 11.6% from RMB3,651.9 million for the six months ended June 30, 2019 to RMB4,074.0 million for the corresponding period in 2020, primarily due to the increase in the number of employees as a result of our business expansion. As a percentage of revenue, our staff costs increased from 31.2% for the six months ended June 30, 2019 to 41.7% for the corresponding period in 2020, primarily because our revenue reduced during the Reporting Period as a result of the epidemic.

### Property Rentals and Related Expenses

Our property rentals and related expenses decreased by 8.3% from RMB96.1 million for the six months ended June 30, 2019 to RMB88.1 million for the corresponding period in 2020, primarily because revenue from restaurants reduced during the Reporting Period as a result of the epidemic, resulting in a decrease in variable lease payments based on pre-determined percentages of revenue from restaurants. As a percentage of revenue, property rentals and related expenses remained relatively stable at 0.8% for the six months ended June 30, 2019 and 0.9% for the corresponding period in 2020.

### 原材料及易耗品成本

原材料及易耗品成本從截至2019年6月30日止六個月的人民幣4,902.6百萬元下降到2020年同期的人民幣4,348.2百萬元，下降了11.3%，主要由於受疫情影響報告期內門店營業天數減少。就原材料及易耗品成本所佔收入百分比，截至2019年6月30日止六個月和截至2020年6月30日止六個月分別為41.9%和44.5%，主要由於受疫情影響收入減少，以及提升顧客就餐體驗，物料消耗等有所增加。

### 員工成本

員工成本從截至2019年6月30日止六個月的人民幣3,651.9百萬元上升到2020年同期的人民幣4,074.0百萬元，增長了11.6%，主要由於我們業務擴張，員工人數增加。就所佔收入百分比，我們的員工成本從截至2019年6月30日止六個月的31.2%增長到2020年同期的41.7%，主要由於報告期內收入受疫情影響而減少。

### 物業租金及相關開支

物業租金及相關開支從截至2019年6月30日止六個月的人民幣96.1百萬元下降到2020年同期的人民幣88.1百萬元，下降了8.3%，主要由於受疫情影響，報告期內門店收入減少，根據門店收入的預定百分比計算的可變動租金下降。就所佔收入百分比，物業租金及相關開支保持相對穩定，截至2019年6月30日止六個月為0.8%，2020年同期為0.9%。

## Management Discussion and Analysis

### 管理層討論與分析

#### Utilities Expenses

Our utilities expenses decreased by 18.0% from RMB439.1 million for the six months ended June 30, 2019 to RMB360.0 million for the corresponding period in 2020, primarily due to a decrease in operation days of our restaurants during the Reporting Period as a result of the epidemic. As a percentage of revenue, the utilities expenses remained relatively stable at 3.8% for the six months ended June 30, 2019 and 3.7% for the six months ended June 30, 2020.

#### Travelling and Related Expenses

Our travelling and related expenses decreased by 16.1% from RMB94.3 million for the six months ended June 30, 2019 to RMB79.1 million for the corresponding period in 2020, primarily due to fewer trips resulting from the epidemic.

#### Depreciation and Amortization

Our depreciation and amortization increased by 56.2% from RMB830.1 million for the six months ended June 30, 2019 to RMB1,297.0 million for the corresponding period in 2020. As a percentage of revenue, depreciation and amortization increased from 7.1% for the six months ended June 30, 2019 to 13.3% for the corresponding period in 2020, mainly due to our business expansion and a decrease in our revenue during the Reporting Period as a result of the epidemic.

#### Other Expenses

Our other expenses increased by 10.7% from RMB461.6 million for the six months ended June 30, 2019 to RMB510.8 million for the corresponding period in 2020, which was due to our business expansion, primarily reflecting (i) a RMB23.8 million increase in administrative expenses; (ii) a RMB19.2 million decrease in consultation service fees; and (iii) a RMB44.6 million increase in storage fees. As a percentage of revenue, our other expenses increased from 3.9% for the six months ended June 30, 2019 to 5.2% for the corresponding period in 2020, mainly due to our business expansion and a decrease in our revenue during the Reporting Period as a result of the epidemic.

#### 水電開支

水電開支從截至2019年6月30日止六個月的人民幣439.1百萬元下降到2020年同期的人民幣360.0百萬元，下降了18.0%，主要因為疫情影響，報告期內門店營業天數減少。就所佔收入百分比，水電開支保持相對穩定，截至2019年6月30日止六個月和截至2020年6月30日止六個月分別為3.8%和3.7%。

#### 差旅及相關開支

差旅及相關開支從截至2019年6月30日止六個月的人民幣94.3百萬元下降到2020年同期的人民幣79.1百萬元，下降了16.1%，主要由於受疫情影響，差旅次數減少。

#### 折舊及攤銷

折舊及攤銷從截至2019年6月30日止六個月的人民幣830.1百萬元上升到2020年同期的人民幣1,297.0百萬元，增長了56.2%。就所佔收入百分比，折舊及攤銷從截至2019年6月30日止六個月的7.1%上升到2020年同期的13.3%，主要由於業務擴張，及受疫情影響報告期內收入減少。

#### 其他開支

其他開支從截至2019年6月30日止六個月的人民幣461.6百萬元上升到2020年同期的人民幣510.8百萬元，增長了10.7%，是由於業務的擴張，主要反映了(i)行政管理費增加了人民幣23.8百萬元；(ii)諮詢服務費減少了人民幣19.2百萬元；及(iii)倉儲費增加了人民幣44.6百萬元。就所佔收入百分比，其他開支從截至2019年6月30日止六個月的3.9%上升到2020年同期的5.2%，主要由於業務擴張，及受疫情影響報告期內收入減少。

## Management Discussion and Analysis

### 管理層討論與分析

The following table sets forth a breakdown of our other expenses for the period indicated.

下表載列於所示期間我們的其他開支的明細情況。

		For the year ended December 31, 截至12月31日 止年度	For the six months ended June 30, 截至6月30日止 六個月	
		2019 2019年 (RMB' 000) (人民幣千元)	2020 2020年 (RMB' 000) (人民幣千元)	2019 2019年 (RMB' 000) (人民幣千元)
Administrative expenses	行政開支			
Business development expenses	業務發展開支	95,736	39,727	38,345
Maintenance fee	維護費	204,227	97,801	81,341
Bank charges	銀行服務費	84,901	37,078	38,867
Other administrative expenses <sup>Note</sup>	其他行政開支 <sup>附註</sup>	219,191	108,650	100,876
<i>Subtotal</i>	<i>小計</i>	<i>604,055</i>	<i>283,256</i>	<i>259,429</i>
Consulting services fees	諮詢服務費	252,948	120,014	139,269
Storage fees	倉儲費	143,128	107,510	62,872
<b>Total</b>	<b>總計</b>	<b>1,000,131</b>	<b>510,780</b>	<b>461,570</b>

**Note:** Other administrative expenses mainly include employee activities organization expenses, commercial insurance expenses, conference expenses and other miscellaneous expenses, which individually not material to the Group.

**附註：** 其他行政開支主要包括組織員工活動開支、商業保險開支、會議開支以及其他雜項開支，單獨而言對本集團並不重大。

#### Share of Profits of Associates and a Joint Venture

Our share of profits in relation to (i) our associate Fuhai (Shanghai) Food Technology Co., Ltd. (“Fuhai”), in which we held a 40% equity interest; (ii) our joint venture Ying Hai Holdings Pte. Ltd., in which we held a 51% equity interest; and (iii) other associates invested by Beijing Youdingyou Catering Co., Ltd. (北京優鼎優餐飲管理有限公司), increased significantly from RMB18.3 million for the six months ended June 30, 2019 to RMB41.9 million for the corresponding period in 2020, mainly due to the business expansion of Fuhai.

#### 應佔聯營公司及合營企業溢利

我們的溢利涉及(i)聯營公司馥海(上海)食品科技有限公司(「馥海」)，我們持有40%的股東權益；(ii)Ying Hai Holdings Pte. Ltd.，我們持有51%股東權益的合營企業；及(iii)北京優鼎優餐飲管理有限公司所投資的其他聯營公司，從截至2019年6月30日止六個月的人民幣18.3百萬元顯著增長至2020年同期的人民幣41.9百萬元，主要由於馥海業務擴張。

#### Other Gains and Losses

Our other gains and losses increased by 1,278.1% from RMB2.8 million (loss) for the six months ended June 30, 2019 to RMB32.8 million for the corresponding period in 2020, due to an increase in net foreign exchange gain.

#### 其他收益及虧損

其他收益及虧損從截至2019年6月30日止六個月的人民幣2.8百萬元(虧損)上升到2020年同期的人民幣32.8百萬元，增長了1,278.1%，主要由於匯兌收益淨額的增加。



## Management Discussion and Analysis

### 管理層討論與分析

#### Finance Costs

Our finance costs increased by 79.2% from RMB102.1 million for the six months ended June 30, 2019 to RMB183.0 million for the corresponding period in 2020, primarily due to the increase in interests on lease liabilities resulting from our business expansion and the increase in interests on bank borrowings.

#### Income Tax Expense

Our income tax expense decreased by 88.2% from RMB338.8 million for the six months ended June 30, 2019 to RMB40.1 million for the corresponding period in 2020, primarily due to a decrease in our profit during the Reporting Period as a result of the epidemic.

#### (Loss) Profit for the Period

As a result of the foregoing, our (loss) profit for the period decreased by 205.7% from RMB912.2 million for the six months ended June 30, 2019 to RMB964.5 million (loss) for the corresponding period in 2020.

#### Capital Liquidity and Financial Resources

For the six months ended June 30, 2020, we primarily funded our operations, expansion and capital expenditures through cash generated from our operations, bank borrowings and other borrowing. We monitor our cash flows and cash balance on a regular basis and strive to maintain an optimum liquidity that can meet our working capital needs while supporting continuing business expansion.

#### Cash and Cash Equivalents

Our principal uses of cash are for working capital to procure food ingredients, consumables and equipment, and to renovate and decorate our restaurants. Our cash and cash equivalents increased from RMB2,222.0 million as of December 31, 2019 to RMB2,247.7 million as of June 30, 2020, mainly reflecting an increase in financing amount as a result of our business expansion and the epidemic.

#### 財務成本

財務成本從截至2019年6月30日止六個月的人民幣102.1百萬元上升到2020年同期的人民幣183.0百萬元，增長了79.2%，主要由於業務擴張，導致租賃負債的利息增加，以及銀行借款的利息增加。

#### 所得稅開支

所得稅開支從截至2019年6月30日止六個月的人民幣338.8百萬元下降到2020年同期的人民幣40.1百萬元，下降了88.2%，主要由於受疫情影響，報告期內溢利減少。

#### 期內（虧損）溢利

綜上所述，期內（虧損）溢利從截至2019年6月30日止六個月的人民幣912.2百萬元下降到2020年同期的人民幣964.5百萬元（虧損），下降了205.7%。

#### 資金流動性及財政資源

截至2020年6月30日止六個月，我們主要通過運營獲取的現金、銀行借款及其他借款為我們的運營、擴張和資本支出提供資金。我們通過定期監控現金流量和現金結餘保持最適宜的流動性來滿足營運資本需求及支持持續的業務擴張。

#### 現金及現金等價物

現金主要用於營運資本以獲取食材、消耗品和設備，以及翻新、裝修門店。現金及現金等價物從2019年12月31日的人民幣2,222.0百萬元上升到2020年6月30日的人民幣2,247.7百萬元，主要反映業務擴張以及疫情影響導致的融資金額增加。

### Right-of-use Assets

Under IFRS 16, we recognize right-of-use assets with respect to our property leases. Our right-of-use assets are depreciated over the lease term or the useful life of the underlying asset, whichever is shorter. As of June 30, 2020, we recognized right-of-use assets of RMB5,729.4 million.

### Inventories

Our inventories mainly represented our condiment products and food ingredients used in our restaurant operation. Our inventories decreased from RMB1,199.7 million as of December 31, 2019 to RMB907.9 million as of June 30, 2020, primarily due to the consumption of inventories held for Spring Festival holiday period of our subsidiary, Sichuan Haizhiyan Trade Co., Ltd. (四川海之雁貿易有限公司) as a result of the epidemic. Our inventory turnover days for the year ended December 31, 2019 and the six months ended June 30, 2020 equaled the average of the beginning and ending inventories for the year/period divided by raw materials and consumables used for the same period and multiplied by 365 days/181 days and increased from 26.9 days to 43.9 days, primarily due to a decrease in operation days of our restaurants during the Reporting Period as a result of the epidemic.

### Trade Receivables

The majority of our trade receivables were in connection with bills settled through payment platforms such as Alipay or WeChat Pay. Receivables from these payment platforms were normally settled within a short period of time. Our trade receivables decreased from RMB203.6 million as of December 31, 2019 to RMB141.7 million as of June 30, 2020. The turnover days of trade receivables increased from 2.4 days for the year ended December 31, 2019 to 3.2 days for the six months ended June 30, 2020, primarily due to a decrease in operation days of our restaurants during the Reporting Period as a result of the epidemic.

### 使用權資產

根據國際財務報告準則第16號，我們就物業租賃確認使用權資產。我們的使用權資產於相關資產的租賃期間或使用期限折舊，按較短者為準。截至2020年6月30日，我們確認使用權資產人民幣5,729.4百萬元。

### 存貨

存貨主要是指調味品及餐廳經營所用的食材。存貨從2019年12月31日的人民幣1,199.7百萬元下降到2020年6月30日的人民幣907.9百萬元，主要由於受疫情影響，消耗春節期間附屬公司四川海之雁貿易有限公司備貨所致。截至2019年12月31日止年度和截至2020年6月30日止六個月的存貨周轉天數等於當年／當期期初和期末存貨的平均值除以同一期間的原材料及易耗品成本再乘以365天／181天，從26.9天增長到43.9天，主要因為受疫情影響，報告期內門店營業天數減少。

### 貿易應收款項

大部分的貿易應收款項與支付平台上的賬單如支付寶或微信支付有關。這些支付平台上的應收款項通常會在短期內收回。貿易應收款項從2019年12月31日的人民幣203.6百萬元下降到2020年6月30日的人民幣141.7百萬元。貿易應收款項周轉天數從截至2019年12月31日止年度的2.4天上升到截至2020年6月30日止六個月的3.2天，主要因為受疫情影響，報告期內門店營業天數減少。

## Management Discussion and Analysis

### 管理層討論與分析

#### Trade Payables

Trade payables mainly represent the balances due to our independent third party suppliers of food ingredients and consumables. Our trade payables decreased from RMB1,406.4 million as of December 31, 2019 to RMB1,206.8 million as of June 30, 2020, primarily due to a decrease in procurement as a result of the epidemic. The turnover days of trade payables increased from 34.7 days for the year ended December 31, 2019 to 54.4 days for the six months ended June 30, 2020, primarily due to a decrease in operation days of our restaurants during the Reporting Period as a result of the epidemic.

#### Bank Borrowings

As of June 30, 2020, we had bank borrowings of RMB3,305.2 million. During the six months ended June 30, 2020, the Group obtained new bank loans amounting to RMB3,238.3 million and repaid bank loans amounting to RMB60.8 million.

#### Other Borrowing

As of June 30, 2020, we had other borrowing of RMB96.1 million which was secured by fixed assets of the Group.

#### Contingent Liabilities

As of June 30, 2020, we did not have any material contingent liabilities, guarantees or any litigations or claims of material importance, pending or threatened against any member of our Group that is likely to have a material and adverse effect on our business, financial condition or results of operations.

#### Charge of Assets

As of June 30, 2020, the Group charged fixed assets with a net book value of RMB552.2 million as securities for other borrowing and bank borrowings.

As of June 30, 2020, the Group charged bank deposits of RMB22.7 million to banks to secure the rental payments to the lessors.

#### 貿易應付款項

貿易應付款項主要是獨立第三方食材和消耗品供貨商的結餘。貿易應付款項從2019年12月31日的人民幣1,406.4百萬元下降到2020年6月30日的人民幣1,206.8百萬元，主要由於受疫情影響，採購量減少。貿易應付款項周轉天數從截至2019年12月31日止年度的34.7天上升到截至2020年6月30日止六個月的54.4天，主要因為受疫情影響，報告期內門店營業天數減少。

#### 銀行借款

截至2020年6月30日，我們有銀行借款人民幣3,305.2百萬元。截至2020年6月30日止六個月，本集團新增銀行借款人民幣3,238.3百萬元及償還銀行借款人民幣60.8百萬元。

#### 其他借款

截至2020年6月30日，我們以本集團固定資產擔保的其他借款為人民幣96.1百萬元。

#### 或有負債

截至2020年6月30日，我們並無任何可能對我們業務、財務狀況或經營業績造成重大不利影響的重大或有負債、擔保或任何重大的未決或針對本集團任何成員公司的訴訟或申索。

#### 資產押記

截至2020年6月30日，本集團抵押賬面淨值為人民幣552.2百萬元的固定資產作為其他借款和銀行借款的擔保。

截至2020年6月30日，本集團向多間銀行抵押銀行存款人民幣22.7百萬元以作為支付出租人的租金款項的擔保。

#### Debt-to-equity Ratio

As of June 30, 2020, the Group's debt-to-equity ratio was 38.1%.

*Note:* Equals bank borrowings and other borrowing divided by total equity as of the same date and multiplied by 100%.

#### Foreign Exchange Risk and Hedging

The Group mainly operates in Mainland China with most of the transaction denominated and settled in RMB. However, the Group has certain overseas operations and cash denominated in other currencies, which is exposed to foreign currency exchange risks. The Group has not hedged its foreign currency exchange risks, but will closely monitor the exposure and will take measures when necessary to make sure the foreign exchange risks are manageable.

#### Employees and Remuneration Policy

As of June 30, 2020, the Group had a total of 92,179 employees, of which 85,261 employees were located in Mainland China and 6,918 employees were located in Hong Kong, China; Macau, China; Taiwan, China; and overseas. For the six months ended June 30, 2020, the Group has incurred a total staff costs (including salaries, wages, allowance and benefits) of RMB4,074.0 million.

#### Material Acquisitions and Disposals

The Company had no material acquisitions and disposals during the period from January 1, 2020 to June 30, 2020.

#### No Material Changes

Saved as disclosed in this interim report, during the period from January 1, 2020 to June 30, 2020, there were no material changes affecting the Group's performance that needs to be disclosed under Paragraphs 32 and 40(2) of Appendix 16 to the Listing Rules.

#### Future Plans for Material Investments

The Group will continue to extensively identify potential strategic investment opportunities and seek to acquire potential high-quality target businesses and assets that create synergies for the Group.

#### 資本負債比率

截至2020年6月30日，本集團的資本負債比率為38.1%。

*附註：* 等於截至同日的銀行借款及其他借款除以權益總額再乘以100%。

#### 外匯風險及對沖

本集團主要在中國大陸運營，大多數交易以人民幣列值及結算。然而，本集團有若干海外業務和用其他貨幣列值的現金，面臨外匯匯兌風險。本集團並沒有對沖外匯匯兌風險，但是會緊密地監控有關情況並在必要時採取措施以保證外匯風險在可控範圍內。

#### 員工及薪酬政策

截至2020年6月30日，本集團共有92,179名員工，其中85,261名工作於中國大陸，6,918名工作於中國香港、中國澳門、中國台灣及海外。截至2020年6月30日止六個月，本集團共發生員工成本（包括薪金、工資、津貼和福利）人民幣4,074.0百萬元。

#### 重大收購及處置

本公司2020年1月1日至2020年6月30日期間沒有任何重大的收購或處置。

#### 無重大變化

除本中期報告所披露者外，自2020年1月1日至2020年6月30日期間，並無任何影響本集團表現的重大變動須按照上市規則附錄十六第32段及40(2)段作出披露。

#### 重大投資的未來計劃

本集團即將繼續廣泛尋找潛在的策略性投資機會，並尋求可為本集團帶來協同效應的潛在優質目標業務及資產。





## Management Discussion and Analysis

### 管理層討論與分析

#### FUTURE PROSPECT

Going forward, our development initiatives mainly include:

- further increasing our restaurant density and further expanding geographical coverage;
- continue to enhance the Haidilao dining experience by further improving our service and offering more value-added services to our guests;
- continue to invest in technology, such as further optimizing and developing our business management system and intelligent restaurant technology; and
- strategically pursue acquisitions of high-quality assets to further diversify our restaurant business patterns and guest base.

#### 未來前景

展望未來，我們的發展舉措主要包括：

- 進一步提高我們的餐廳密度和進一步拓展餐廳覆蓋的地區；
- 持續提升海底撈就餐體驗，包括不斷精進我們的服務能力、為顧客進一步提供增值服務等；
- 繼續技術方面的投入，例如繼續優化、研發我們的業務管理系統、智慧餐廳技術；及
- 策略性地尋求收購優質資源，進一步豐富我們的餐飲業務形態和顧客基礎。

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As of June 30, 2020, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares or debentures of the Company or any of our associated corporations (within the meaning of Part XV of the SFO), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code, were as follows:

### (i) Interest in the Company

Name of Director/Chief Executive	Capacity/Nature of Interest	Number of Ordinary Shares	Approximate percentage of shareholding in the total issued share capital (%) 已發行總股本中的概約持股百分比(%)
董事／最高行政人員姓名	身份／權益性質	普通股數目	
Mr. Zhang Yong (Notes 1, 2, 3 and 6) 張勇先生 (附註1、2、3及6)	Founder of a discretionary trust 全權信託創立人 Interest in a controlled corporation 受控法團權益 Interest of spouse 配偶權益 Beneficiary of a trust 信託受益人	3,612,501,243 (L)	68.16 (L)
Ms. Shu Ping (Notes 1, 2 and 3) 舒萍女士 (附註1、2及3)	Founder of a discretionary trust 全權信託創立人 Interest in a controlled corporation 受控法團權益 Interest of spouse 配偶權益 Beneficiary of a trust 信託受益人	3,612,501,243 (L)	68.16 (L)
Mr. Shi Yonghong (Notes 4 and 5) 施永宏先生 (附註4及5)	Founder of a discretionary trust 全權信託創立人 Interest in a controlled corporation 受控法團權益	845,424,028 (L)	15.95 (L)
Mr. Zhou Zhaocheng (Note 7) 周兆呈先生 (附註7)	Interest of spouse 配偶權益	100,000 (L)	0.00 (L)

(L) denotes a long position

## 董事及最高行政人員於股份、相關股份及債權證中的權益及淡倉

截至2020年6月30日，本公司董事及最高行政人員於本公司及任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中擁有(a)根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例的有關條文被當作或視為擁有的權益及淡倉）；或(b)根據證券及期貨條例第352條規定須登記於該條所指登記冊的權益或淡倉；或(c)根據標準守則須知會本公司及聯交所的權益或淡倉如下：

### (i) 於本公司的權益

(L) 代表好倉

## Corporate Governance and Other Information

### 企業管治和其他資料

#### Notes:

- (1) Ms. Shu Ping is the spouse of Mr. Zhang Yong. Therefore, Ms. Shu Ping is deemed to be interested in the Shares in which Mr. Zhang Yong is interested and Mr. Zhang Yong is deemed to be interested in the Shares in which Ms. Shu Ping is interested under the SFO.
- (2) ZY NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of ZY NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Apple Trust. Apple Trust is a discretionary trust set up by Mr. Zhang Yong as the settlor and protector on August 22, 2018 for the benefit of himself, Ms. Shu Ping and their family. Mr. Zhang Yong (as the founder of the Apple Trust) and UBS Trustees (B.V.I.) Limited are taken to be interested in the Shares held by ZY NP Ltd. under the SFO.
- (3) SP NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of SP NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Rose Trust. Rose Trust is a discretionary trust set up by Ms. Shu Ping as the settlor and protector on August 22, 2018 for the benefit of herself, Mr. Zhang Yong and their family. Ms. Shu Ping (as the founder of the Rose Trust) and UBS Trustees (B.V.I.) Limited are taken to be interested in the Shares held by SP NP Ltd. under the SFO.
- (4) SYH NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of SYH NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Cheerful Trust. Cheerful Trust is a discretionary trust set up by Mr. Shi Yonghong and Ms. Li Haiyan as the settlors and protectors on August 22, 2018 for their own benefit and the benefit of their families. Mr. Shi Yonghong and Ms. Li Haiyan (as the founders of the Cheerful Trust) and UBS Trustees (B.V.I.) Limited are taken to be interested in the Shares held by SYH NP Ltd. under the SFO.

#### 附註：

- (1) 舒萍女士為張勇先生的配偶。因此，根據證券及期貨條例，舒萍女士被視為於張勇先生擁有權益的股份中擁有權益，及張勇先生被視為於舒萍女士擁有權益的股份中擁有權益。
- (2) ZY NP Ltd. 為一家於英屬處女群島註冊成立的投資控股公司。ZY NP Ltd. 的全部股本由UBS Trustees (B.V.I.) Limited以Apple Trust的受託人身份全資擁有。Apple Trust為張勇先生以財產授予人及保護人的身份為其本身、舒萍女士及其家族的利益於2018年8月22日成立的全權信託。根據證券及期貨條例，張勇先生（作為Apple Trust的創立人）及UBS Trustees (B.V.I.) Limited被視為於ZY NP Ltd. 所持的股份中擁有權益。
- (3) SP NP Ltd. 為一家於英屬處女群島註冊成立的投資控股公司。SP NP Ltd. 的全部股本由UBS Trustees (B.V.I.) Limited以Rose Trust的受託人身份全資擁有。Rose Trust為舒萍女士以財產授予人及保護人的身份為其本身、張勇先生及其家族的利益於2018年8月22日成立的全權信託。根據證券及期貨條例，舒萍女士（作為Rose Trust的創立人）及UBS Trustees (B.V.I.) Limited被視為於SP NP Ltd. 所持的股份中擁有權益。
- (4) SYH NP Ltd. 為一家於英屬處女群島註冊成立的投資控股公司。SYH NP Ltd. 的全部股本由UBS Trustees (B.V.I.) Limited以Cheerful Trust的受託人身份全資擁有。Cheerful Trust為施永宏先生及李海燕女士以財產授予人及保護人的身份為其本身利益及其家族利益於2018年8月22日成立的全權信託。根據證券及期貨條例，施永宏先生及李海燕女士（作為Cheerful Trust的創立人）及UBS Trustees (B.V.I.) Limited被視為於SYH NP Ltd. 所持的股份中擁有權益。

- (5) LHY NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of LHY NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Cheerful Trust. Cheerful Trust is a discretionary trust set up by Mr. Shi Yonghong and Ms. Li Haiyan as the settlors and protectors on August 22, 2018 for their own benefit and the benefit of their families. Mr. Shi Yonghong and Ms. Li Haiyan (as the founders of the Cheerful Trust) and UBS Trustees (B.V.I.) Limited are taken to be interested in the Shares held by LHY NP Ltd. under the SFO.
- (6) NP United Holding Ltd. is an investment holding company incorporated in the BVI and is owned as to approximately 51.778% by ZY NP Ltd. and 16.074% by each of SP NP Ltd., SYH NP Ltd. and LHY NP Ltd., respectively. Therefore, Mr. Zhang Yong, ZY NP Ltd. and UBS Trustees (B.V.I.) Limited are deemed to be interested in the Shares in which NP United Holding Ltd. is interested under the SFO.
- (7) Mr. Zhou Zhaocheng is the spouse of Ms. Chen Ying. Therefore, Mr. Zhou Zhaocheng is deemed to be interested in the Shares in which Mr. Ms. Chen Ying is interested in.
- (5) LHY NP Ltd. 為一家於英屬處女群島註冊成立的投資控股公司。LHY NP Ltd. 的全部股本由 UBS Trustees (B.V.I.) Limited 以 Cheerful Trust 的受託人身份全資擁有。Cheerful Trust 為施永宏先生及李海燕女士以財產授予人及保護人的身份為其本身利益及其家族利益於2018年8月22日成立的全權信託。根據證券及期貨條例，施永宏先生及李海燕女士（作為Cheerful Trust 的創立人）及 UBS Trustees (B.V.I.) Limited 被視為於LHY NP Ltd. 所持的股份中擁有權益。
- (6) NP United Holding Ltd. 為一家於英屬處女群島註冊成立的投資控股公司，由ZY NP Ltd. 擁有約51.778% 以及由SP NP Ltd.、SYH NP Ltd. 及LHY NP Ltd. 各自分別擁有約16.074%。因此，根據證券及期貨條例，張勇先生、ZY NP Ltd. 及UBS Trustees (B.V.I.) Limited 被視為於NP United Holding Ltd. 擁有權益的股份中擁有權益。
- (7) 周兆呈先生為陳穎女士的配偶。因此，周兆呈先生被視為於陳穎女士擁有權益的股份中擁有權益。

(ii) Interest in associated corporations

(ii) 於相聯法團的權益

Name of Director/ Chief Executive	Name of Associated Corporation	Capacity/Nature of Interest	Percentage of Shareholding in the Associated Corporation 於相聯法團的 持股百分比
董事／最高行政人員姓名	相聯法團名稱	身份／權益性質	
Mr. Zhang Yong <sup>(Note 2)</sup> 張勇先生 <sup>(附註2)</sup>	Fuhai (Shanghai) Food Technology Co., Ltd. <sup>(Note 1)</sup> 馥海(上海)食品科技有限公司 <sup>(附註1)</sup>	Founder of a discretionary trust 全權信託創立人 Interest in a controlled corporation 受控法團權益	60%
Ms. Shu Ping <sup>(Note 2)</sup> 舒萍女士 <sup>(附註2)</sup>	Fuhai (Shanghai) Food Technology Co., Ltd. <sup>(Note 1)</sup> 馥海(上海)食品科技有限公司 <sup>(附註1)</sup>	Founder of a discretionary trust 全權信託創立人 Interest in a controlled corporation 受控法團權益	60%



## Corporate Governance and Other Information

### 企業管治和其他資料

#### Notes:

- (1) Fuhai (Shanghai) Food Technology Co., Ltd. is held as to 40% by the Shanghai Xinpai and 60% by Yihai (Shanghai) Food Co., Ltd., a wholly-owned subsidiary of Yihai, and therefore is an associated corporation of the Company under the SFO.
- (2) Yihai is held as of approximately 35.59% by ZYSP YIHAI Ltd. The entire share capital of ZYSP YIHAI Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the ZYSP Trust, a discretionary trust set up by Mr. Zhang Yong and Ms. Shu Ping as the settlors and protectors on June 1, 2016 for their own benefit. Mr. Zhang Yong and Ms. Shu Ping (as founders of the ZYSP Trust) are deemed to be interested in the shares of Fuhai (Shanghai) Food Technology Co., Ltd. held by Yihai (Shanghai) Food Co., Ltd. under the SFO.

Save as disclosed above, as of June 30, 2020, none of the Directors or chief executives of the Company and their respective associates has or is deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which will be required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have taken under such provisions of the SFO); or which will be required to be recorded in the register to be kept by the Company pursuant to Section 352 of the SFO, or which will be required, pursuant to the Model Code, to be notified to the Company and the Stock Exchange.

#### 附註：

- (1) 馥海（上海）食品科技有限公司由上海新派及頤海的全資附屬公司頤海（上海）食品有限公司分別持有40%及60%，因此，根據證券及期貨條例，為本公司的相聯法團。
- (2) 頤海由ZYSP YIHAI Ltd.持有約35.59%。ZYSP YIHAI Ltd.的全部股本由UBS Trustees (B.V.I.) Limited以ZYSP Trust的受託人身份全資擁有，ZYSP Trust為張勇先生及舒萍女士以財產授予人及保護人的身份為其自身利益於2016年6月1日成立的全權信託。根據證券及期貨條例，張勇先生及舒萍女士（作為ZYSP Trust的創立人）被視為於頤海（上海）食品有限公司所持的馥海（上海）食品科技有限公司股份中擁有權益。

除上文所披露者外，於2020年6月30日，本公司董事或最高行政人員及彼等各自的聯繫人於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中概無擁有或被視為擁有根據證券及期貨條例第XV部第7及8分部將須知會本公司及聯交所的任何權益或淡倉（包括彼等根據證券及期貨條例的有關條文被當作或被視為擁有的權益及淡倉），或根據證券及期貨條例第352條將須記錄於本公司所存置的登記冊內的任何權益或淡倉，或根據標準守則將須知會本公司及聯交所的任何權益或淡倉。

## SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As of June 30, 2020, the followings are the persons, other than the Directors or chief executives of the Company, who had interests or short positions in the shares and underlying shares which would be required to be notified to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO; or as recorded in the register of interests required to be kept by the Company pursuant to Section 336 of Part XV of the SFO:

## 主要股東於股份及相關股份中的權益及淡倉

截至2020年6月30日，除本公司董事或最高行政人員外，下列人士為於股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部的條文須知會本公司及聯交所的權益或淡倉的人士，或根據證券及期貨條例第XV部第336條本公司須存置的登記冊所記錄的權益或淡倉的人士：

Name of Shareholder 股東姓名／名稱	Capacity/Nature of Interest 身份／權益性質	Total Number of Shares 股份總數	Approximate Percentage of Shareholding (%) 概約持股百分比(%)
UBS Trustees (B.V.I.) Limited <i>(Notes 1, 2, 4, 5 and 6)</i>	Trustee	4,457,925,271 (L)	84.11% (L)
UBS Trustees (B.V.I.) Limited <i>(附註1、2、4、5及6)</i>	受託人		
Ms. Li Haiyan <i>(Notes 3, 4 and 5)</i>	Founder of a discretionary trust	845,424,028 (L)	15.95% (L)
李海燕女士 <i>(附註3、4及5)</i>	全權信託創立人		
	Interest in a controlled corporation		
	受控法團權益		
NP United Holding Ltd. <i>(Note 6)</i>	Beneficial owner	1,801,970,108 (L)	34.00% (L)
NP United Holding Ltd. <i>(附註6)</i>	實益擁有人		
ZY NP Ltd. <i>(Notes 1 and 6)</i>	Beneficial owner	3,201,539,229 (L)	60.41% (L)
ZY NP Ltd. <i>(附註1及6)</i>	實益擁有人		
	Interest in a controlled corporation		
	受控法團權益		
SP NP Ltd. <i>(Note 2)</i>	Beneficial owner	410,962,014 (L)	7.75% (L)
SP NP Ltd. <i>(附註2)</i>	實益擁有人		
SYH NP Ltd. <i>(Note 4)</i>	Beneficial owner	434,462,014 (L)	8.20% (L)
SYH NP Ltd. <i>(附註4)</i>	實益擁有人		
LHY NP Ltd. <i>(Note 5)</i>	Beneficial owner	410,962,014 (L)	7.75% (L)
LHY NP Ltd. <i>(附註5)</i>	實益擁有人		

(L) denotes a long position

(L) 代表好倉

## Corporate Governance and Other Information

### 企業管治和其他資料

#### Notes:

- (1) ZY NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of ZY NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Apple Trust. Apple Trust is a discretionary trust set up by Mr. Zhang Yong as the settlor and protector on August 22, 2018 for the benefit of himself, Ms. Shu Ping and their family. Mr. Zhang Yong (as the founder of the Apple Trust) and UBS Trustees (B.V.I.) Limited are taken to be interested in the Shares held by ZY NP Ltd. under the SFO.
- (2) SP NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of SP NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Rose Trust. Rose Trust is a discretionary trust set up by Ms. Shu Ping as the settlor and protector on August 22, 2018 for the benefit of herself, Mr. Zhang Yong and their family. Ms. Shu Ping (as the founder of the Rose Trust) and UBS Trustees (B.V.I.) Limited are taken to be interested in the Shares held by SP NP Ltd. under the SFO.
- (3) Ms. Li Haiyan is the spouse of Mr. Shi Yonghong. Therefore, Ms. Li Haiyan is deemed to be interested in the Shares in which Mr. Shi Yonghong is interested and Mr. Shi Yonghong is deemed to be interested in the Shares in which Ms. Li Haiyan is interested under the SFO.
- (4) SYH NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of SYH NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Cheerful Trust. Cheerful Trust is a discretionary trust set up by Mr. Shi Yonghong and Ms. Li Haiyan as the settlors and protectors on August 22, 2018 for their own benefit and the benefit of their families. Mr. Shi Yonghong and Ms. Li Haiyan (as the founders of the Cheerful Trust) and UBS Trustees (B.V.I.) Limited are taken to be interested in the Shares held by SYH NP Ltd. under the SFO.

#### 附註：

- (1) ZY NP Ltd.為一家於英屬處女群島註冊成立的投資控股公司。ZY NP Ltd.的全部股本由UBS Trustees (B.V.I.) Limited以Apple Trust的受託人身份全資擁有。Apple Trust為張勇先生以財產授予人及保護人的身份為其本身、舒萍女士及其家族的利益於2018年8月22日成立的全權信託。根據證券及期貨條例，張勇先生（作為Apple Trust的創立人）及UBS Trustees (B.V.I.) Limited被視為於ZY NP Ltd.所持的股份中擁有權益。
- (2) SP NP Ltd.為一家於英屬處女群島註冊成立的投資控股公司。SP NP Ltd.的全部股本由UBS Trustees (B.V.I.) Limited以Rose Trust的受託人身份全資擁有。Rose Trust為舒萍女士以財產授予人及保護人的身份為其本身、張勇先生及其家族的利益於2018年8月22日成立的全權信託。根據證券及期貨條例，舒萍女士（作為Rose Trust的創立人）及UBS Trustees (B.V.I.) Limited被視為於SP NP Ltd.所持的股份中擁有權益。
- (3) 李海燕女士為施永宏先生的配偶。因此，根據證券及期貨條例，李海燕女士被視為於施永宏先生擁有權益的股份中擁有權益，及施永宏先生被視為於李海燕女士擁有權益的股份中擁有權益。
- (4) SYH NP Ltd.為一家於英屬處女群島註冊成立的投資控股公司。SYH NP Ltd.的全部股本由UBS Trustees (B.V.I.) Limited以Cheerful Trust的受託人身份全資擁有。Cheerful Trust為施永宏先生及李海燕女士以財產授予人及保護人的身份為其本身利益及其家族利益於2018年8月22日成立的全權信託。根據證券及期貨條例，施永宏先生及李海燕女士（作為Cheerful Trust的創立人）及UBS Trustees (B.V.I.) Limited被視為於SYH NP Ltd.所持的股份中擁有權益。

- (5) LHY NP Ltd. is an investment holding company incorporated in the BVI. The entire share capital of LHY NP Ltd. is wholly owned by UBS Trustees (B.V.I.) Limited as the trustee of the Cheerful Trust. Cheerful Trust is a discretionary trust set up by Mr. Shi Yonghong and Ms. Li Haiyan as the settlors and protectors on August 22, 2018 for their own benefit and the benefit of their families. Mr. Shi Yonghong and Ms. Li Haiyan (as the founders of the Cheerful Trust) and UBS Trustees (B.V.I.) Limited are taken to be interested in the Shares held by LHY NP Ltd. under the SFO.
- (5) LHY NP Ltd. 為一家於英屬處女群島註冊成立的投資控股公司。LHY NP Ltd. 的全部股本由UBS Trustees (B.V.I.) Limited以Cheerful Trust的受託人身份全資擁有。Cheerful Trust為施永宏先生及李海燕女士以財產授予人及保護人的身份為其本身利益及其家族利益於2018年8月22日成立的全權信託。根據證券及期貨條例，施永宏先生及李海燕女士（作為Cheerful Trust的創立人）及UBS Trustees (B.V.I.) Limited被視為於LHY NP Ltd.所持的股份中擁有權益。
- (6) NP United Holding Ltd. is an investment holding company incorporated in the BVI and is owned as to approximately 51.778% by ZY NP Ltd. and 16.074% by each of SP NP Ltd., SYH NP Ltd. and LHY NP Ltd., respectively. Therefore, Mr. Zhang Yong, ZY NP Ltd. and UBS Trustees (B.V.I.) Limited are deemed to be interested in the Shares in which NP United Holding Ltd. is interested under the SFO.
- (6) NP United Holding Ltd. 為一家於英屬處女群島註冊成立的投資控股公司，由ZY NP Ltd. 持有約51.778%權益，及分別由SP NP Ltd.、SYH NP Ltd.及LHY NP Ltd. 各持有16.074%權益。因此根據證券及期貨條例，張勇先生、ZY NP Ltd. 及UBS Trustees (B.V.I.) Limited被視為於NP United Holding Ltd.擁有權益的股份中擁有權益。

Save as disclosed above, as of June 30, 2020, the Directors and the chief executives of the Company are not aware of any other person (other than the Directors or chief executives of the Company) who had an interest or short position in the shares or underlying shares of the Company which would be required to be notified to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO; or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

除上文所披露者外，截至2020年6月30日，本公司董事及最高行政人員並不知悉任何其他人士（本公司董事或最高行政人員除外）於本公司股份或相關股份中擁有根據證券及期貨條例第XV部第2及3分部的條文須知會本公司及聯交所的權益或淡倉，或根據證券及期貨條例第336條本公司須存置的登記冊所記錄的權益或淡倉。

## DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the section headed "Directors and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures" above, at no time during the six months ended June 30, 2020 was the Company or any of its subsidiaries, a party to any arrangement that would enable the Directors to acquire benefits by means of acquisition of the shares in, or debentures of, the Company or any other body corporate, and none of the Directors or any of their spouses or children under the age of 18 were granted any right to subscribe for the equity or debt securities of the Company or any other body corporate or had exercised any such right.

## 董事收購股份或債權證的權利

除上文「董事及最高行政人員於股份、相關股份及債權證中的權益及淡倉」一節所披露者外，於截至2020年6月30日止六個月，本公司或其任何附屬公司均非任何安排的其中一方以讓董事通過收購本公司或任何其他法人團體的股份或債權證的方式收取利益，亦概無董事或任何彼等的配偶或18歲以下的子女獲授任何權利以認購本公司或任何其他法人團體的股本或債務證券或已行使任何該等權利。





## Corporate Governance and Other Information

### 企業管治和其他資料

#### PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any subsidiaries of the Group purchased, redeemed or sold any of the Company's listed securities since the Listing Date.

#### MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code. Specific enquiries have been made to all the Directors and the Directors have confirmed that they have complied with the Model Code during the six months ended June 30, 2020.

The Company's employees, who are likely to be in possession of inside information of the Company, have also been subject to the Model Code for securities transactions. No incident of non-compliance of the Model Code by the Company's employees was noted by the Company during the six months ended June 30, 2020.

#### COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

Pursuant to A.2.1 of the Corporate Governance Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. Zhang Yong currently serves as the chairman of the Board and the chief executive officer of the Company. He is one of the founders of the Group and has been operating and managing the Group since its establishment. Our Directors believe that it is beneficial to the business operations and management of the Group that Mr. Zhang Yong continues to serve as both the chairman of the Board and the chief executive officer of the Company.

Save as the above, the Company had adopted and applied the principles and code provisions as set out in the Corporate Governance Code contained in Appendix 14 to the Listing Rules. During the six months ended June 30, 2020, the Company has complied with the mandatory code provisions in the Corporate Governance Code.

#### 收購、出售或贖回本公司上市證券

自上市日期以來，本公司或本集團任何附屬公司概無購買、贖回或出售本公司任何上市證券。

#### 證券交易的標準守則

本公司已採納標準守則。本公司已向全體董事作出詳細問詢，而董事均已確認彼等於截至2020年6月30日止六個月一直遵守標準守則。

可能掌握本公司內幕消息的本公司僱員亦已遵守證券交易的標準守則。截至2020年6月30日止六個月，本公司並無注意到出現本公司僱員不遵守標準守則的事件。

#### 遵守企業管治守則

根據企業管治守則第A.2.1條，主席與首席執行官的角色應有區分，不應由同一人擔任。張勇先生現時擔任董事會主席兼本公司首席執行官。彼為本集團其中一名創始人，並自其成立以來一直經營及管理本集團。本公司董事認為，由張勇先生繼續擔任本公司董事會主席及首席執行官有利於本集團的業務營運及管理。

除上文所披露者外，本公司已採納並採用上市規則附錄十四《企業管治守則》所載的原則及守則條文。於截至2020年6月30日止六個月內，本公司一直遵守企業管治守則內的強制性守則條文。

**CHANGES IN THE INFORMATION OF THE DIRECTORS**

Pursuant to Rule 13.51B of the Listing Rules, the changes in the information of the Directors since December 31, 2019 are set out below:

- Mr. Zhang Yong, our executive Director, was appointed as a director of Beijing Haidi Food Biotechnology Co., Ltd. (北京海饗食品生物科技股份有限公司) in May 2020.
- Mr. Shi Yonghong, our executive Director, ceased to be the chief executive officer of Yihai since March 2020 and remained as an executive Director of Yihai. He was appointed as a director of Haidilao Hot Pot Las Vegas Inc. in April 2020.
- Ms. Shu Ping, our non-executive Director, was appointed as the director of Haidilao Hot Pot Las Vegas Inc. in April 2020.
- Mr. Zhou Zhaocheng (周兆呈) was appointed as an executive Director and an authorized representative in April 2020, and as a joint company secretary in May 2020. Please refer the announcements of the Company dated April 27, 2020 and May 11, 2020, respectively, for details. He was appointed as a director of Hai Di Lao Holdings Pte. Ltd. in May 2020. He was also appointed as a supervisor of Youdingyou and Haihongda (Beijing) Catering Management Co., Ltd. (海鴻達(北京)餐飲管理有限公司) in June 2020.
- Dr. Chua Sin Bin (蔡新民), our independent non-executive Director, ceased to be a member of the Genetic Modification Advisory Committee (GMAC) of Singapore and the chairman of GMAC Labelling Sub-Committee since March 2020.
- Mr. Hee Theng Fong (許廷芳), our independent non-executive Director, ceased to be the chairman of the Citizenship Committee of Inquiry of Immigration and Checkpoints Authority of Singapore since June 2020 and an independent director of Tye Soon Limited (stock code: BFU) and APAC Realty Limited (stock code: CLN) since June 2020.
- Ms. Gao Jie (高潔) was appointed as an executive Director on August 25, 2020.

**董事資料變動**

根據上市規則第13.51B條的要求，董事信息自2019年12月31日起的變更載列如下：

- 執行董事張勇先生於2020年5月獲委任為北京海饗食品生物科技股份有限公司的董事。
- 執行董事施永宏先生於2020年3月起不再為頤海的首席執行官，惟繼續擔任頤海的執行董事。彼於2020年4月獲委任為Haidilao Hot Pot Las Vegas Inc.的董事。
- 非執行董事舒萍女士於2020年4月獲委任為Haidilao Hot Pot Las Vegas Inc.的董事。
- 周兆呈先生於2020年4月獲委任為執行董事兼授權代表，於2020年5月獲委任為聯席公司秘書。有關詳情，請參閱本公司日期為2020年4月27日及2020年5月11日的公告。彼於2020年5月獲委任為Hai Di Lao Holdings Pte. Ltd.的董事。彼亦於2020年6月獲委任為優鼎優及海鴻達(北京)餐飲管理有限公司的監事。
- 獨立非執行董事蔡新民醫生於2020年3月起不再擔任新加坡基因改造諮詢委員會委員及基因改造諮詢委員會標籤小組主席。
- 獨立非執行董事許廷芳先生於2020年6月起不再擔任新加坡移民與關卡局公民權委員會主席，於2020年6月起不再擔任Tye Soon Limited (股份代號：BFU)及APAC Realty Limited (股份代號：CLN)的獨立董事。
- 高潔女士於2020年8月25日獲委任為執行董事。

## Corporate Governance and Other Information

### 企業管治和其他資料

#### AUDIT COMMITTEE

The Audit Committee of the Company consists of three Directors, namely, the independent non-executive Directors Mr. Qi Daqing and Mr. Hee Theng Fong, and the non-executive Director Ms. Shu Ping. The chairman of the Audit Committee is Mr. Qi Daqing, who holds the appropriate professional qualifications as required under Rules 3.10(2) and 3.21 of the Listing Rules.

The financial information for the six months ended June 30, 2020 set out in the interim results announcement and this report is unaudited but has been reviewed by the Company's external auditor, Deloitte Touche Tohmatsu, in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Hong Kong Institute of Certified Public Accountants and by the Audit Committee. The Audit Committee has reviewed this report and was satisfied that the Company's unaudited financial information contained in this report was prepared in accordance with applicable accounting standards.

The Audit Committee has considered and reviewed the accounting principles and practices adopted by the Group, and discussed with the management matters concerning financial reporting, including the review of the Group's unaudited condensed consolidated interim financial results for the six months ended June 30, 2020. The Audit Committee is of the view that the interim financial results for the six months ended June 30, 2020 have complied with relevant accounting standards, rules and regulations, and have been officially and properly disclosed.

#### 審計委員會

本公司審計委員會由三名董事組成，即獨立非執行董事齊大慶先生及許廷芳先生以及非執行董事舒萍女士。審計委員會的主席為齊大慶先生，其持有上市規則第3.10(2)及3.21條項下規定的適當專業資格。

中期業績公告及本報告所列截至2020年6月30日止六個月之財務資料為未經審核但已由本公司外聘核數師德勤•關黃陳方會計師行根據香港會計師公會頒佈的香港審閱準則第2410號「由實體的獨立核數師執行中期財務數據審閱」及審計委員會審閱。審計委員會已審閱本報告及已信納本報告所載本公司未經審核財務資料乃根據適用的會計準則編製。

審計委員會已考慮及審閱本集團所採納的會計原則及慣例，並已與管理層討論有關財務報告事宜，包括審閱本集團截至2020年6月30日止六個月的未經審核簡明綜合中期財務業績。審計委員會認為截至2020年6月30日止六個月的中期財務業績已遵守相關會計標準、規則及規例，並已正式進行適當披露。

#### INTERIM DIVIDENDS

The Board of Directors does not recommend the payment of interim dividends for the six months ended June 30, 2020 to the shareholders.

#### SHARE OPTION SCHEME

As of June 30, 2020, the Company did not have any share option scheme which was required to be disclosed.

In order to, among other things, recognize the contributions of any individual, being an employee or a director of any member of the Group who the Board or its delegate(s) considers, in their sole discretion, to have contributed or will contribute to the Group, the Company has adopted a share award scheme (the “**Share Award Scheme**”) on October 8, 2019. The Scheme will initially be valid and effective for a period of ten (10) years commencing on the adoption date. Pursuant to the scheme, the award shares will be satisfied by (i) existing Shares to be acquired by the trustee on the market, and/or (ii) new Shares to be allotted and issued to the trustee. The total number of the award shares underlying all grants made pursuant to the scheme shall not exceed five percent (5%) of the issued share capital of the Company as at the adoption date. No share awards were granted since the adoption date of the Share Award Scheme and up to the date of this interim report. Please refer to the announcement of the Company dated October 8, 2019 for details.

#### 中期股息

董事會不建議就截至2020年6月30日止六個月向股東派付中期股息。

#### 購股權計劃

截至2020年6月30日，本公司並無任何須予披露的購股權計劃。

為了（其中包括）認可任何個別人士（董事會或其代表以其絕對酌情權認為已經或將為本集團作出貢獻的本集團任何成員公司的員工或董事）之貢獻，本公司已於2019年10月8日採納股份獎勵計劃（「股份獎勵計劃」）。該計劃初步將自採納日期起計十（10）年期間有效及生效。根據該計劃，獎勵股份將透過以下方式履行：(i) 受託人於市場上收購現有股份，及／或(ii) 向受託人配發及發行新股份。所有根據該計劃授出的有關獎勵股份總數不得超過本公司於採納日期已發行股本的百分之五（5%）。自採納股份獎勵計劃日期起及至本中期報告日期，並無授出股份獎勵。有關詳情請參閱本公司日期為2019年10月8日的公告。



## Corporate Governance and Other Information

### 企業管治和其他資料

#### USE OF PROCEEDS FROM THE GLOBAL OFFERING

The Company's shares were listed on the Stock Exchange on September 26, 2018. The net proceeds from the Global Offering amounted to approximately HK\$7,299.3 million. For the six months ended June 30, 2020, the net proceeds have been applied in the manner as set out in the section headed "Future Plans and Use of Proceeds" of the Prospectus. As of June 30, 2020, the Company cumulatively used HK\$6,043.8 million, accounting for approximately 82.8% of the proceeds from the Global Offering. The Company expects to utilize the balance of net proceeds of approximately HK\$1,255.5 million by the end of 2021.

#### 全球發售所得款項用途

本公司股份於2018年9月26日在聯交所上市，全球發售所得款項淨額約7,299.3百萬港元。截至2020年6月30日止六個月，所得款項淨額已按招股章程「未來計劃及所得款項用途」一節所載方式應用。截至2020年6月30日，本公司已累計使用6,043.8百萬港元，佔全球發售所得款項的約82.8%。本公司預期於2021年底前動用所得款項淨額結餘約1,255.5百萬港元。

		As of June 30, 2020 截至2020年6月30日			
		Percentage 百分比 %	Net Proceeds 所得款項淨額 HK\$ million 百萬港元	Utilized amount 動用金額 HK\$ million 百萬港元	Unutilized amount 未動用金額 HK\$ million 百萬港元
For expansion plan	擴張計劃	60.0	4,379.5	4,379.5	–
For development and implementation of new technology	開發及使用新技術	20.0	1,459.9	204.4	1,255.5
For the repayment of loan facility and credit facility	償還貸款融資及信貸融資	15.0	1,094.9	1,094.9	–
For working capital and general corporate purposes	營運資金及一般企業用途	5.0	365.0	365.0	–
Total	總計	100.0	7,299.3	6,043.8	1,255.5

#### EVENT AFTER THE END OF REPORTING PERIOD

As the Chinese government exerts great efforts to prevent and control the Covid-19 epidemic, the epidemic in Mainland China has been under effective control. After June 30, 2020 and up to the date of this interim report, the operating performance of the Group's restaurants had seen a continuous recovery. However, as there is uncertainty in the trend and development of the epidemic worldwide, the epidemic prevention measures and the restriction on consumption venues are still implemented in each country and region as a result of the epidemic. Meanwhile, consumers may change their habit of dining outside as a result of the epidemic. As such, there is still uncertainty in the extent of operating recovery of the Group and time the recovery needs.

Given the uncertainty in the future development trend of the epidemic, the Board believes that the effects of the epidemic on the financial condition of the Company cannot be reasonably estimated after the date of this interim report. The Board will continue to closely monitor the operation of the Group and adopt proper response for the Company.

On September 4, 2020, Sichuan Xinpai Catering Management Co., Ltd.(四川新派餐飲管理有限公司), a wholly-owned subsidiary of the Company, entered into an equity interest acquisition framework agreement, pursuant to which, Sichuan Xinpai has conditionally agreed to, by itself or another entity designated by it, acquire 80% equity interests in Shanghai Shuhai Catering Management Co., Ltd.(上海澍海餐飲管理有限公司), the new holding company which will undertake all the catering business and operating assets under the brand "Madam Zhu's Kitchen(漢舍中國菜)" after reorganization. On the same day, Haidilao Singapore entered into a share purchase agreement, pursuant to which, Haidilao Singapore conditionally agreed to purchase 80% of the issued and outstanding common stock of Hao Noodle and Tea Holdings Inc. For details, please refer to the Company's announcement dated September 4, 2020.

Save as disclosed in this interim report, our Directors are not aware of any significant event requiring disclosure that has taken place subsequent to June 30, 2020 and up to the date of this interim report.

By order of the Board  
**Zhang Yong**  
*Chairman of the Board*  
Hong Kong, August 25, 2020

#### 報告期末後事件

隨著中國政府對新冠肺炎疫情防控措施加強，中國大陸地區的疫情得到逐漸改善。繼2020年6月30日後及至本中期報告日期，本集團門店的經營業績在不斷恢復中。但由於全球範圍內新冠疫情的走勢和發展存在不確定因素，在新冠疫情的影響下，各國及地區仍實行防疫措施及對消費場所的限制手段，同時消費者外出就餐的習慣或因疫情而發生改變，本集團的經營恢復程度及恢復所需的時間仍存在不確定的因素。

鑑於新冠疫情未來發展趨勢的不確定性，董事會認為新冠疫情對本公司財務影響於本中期報告日期後並不能合理估計，董事會將會持續密切監控本集團經營情況，為公司做出合適的應對措施。

於2020年9月4日，本公司的全資附屬公司四川新派餐飲管理有限公司訂立一份股權收購框架協議，據此，四川新派有條件同意由其本身或其指定的另一實體收購上海澍海餐飲管理有限公司（為將於重組後承接「漢舍中國菜」品牌旗下的所有餐飲業務及經營性資產的新控股公司）80%的股權。同日，Haidilao Singapore訂立一份股份購買協議，據此，Haidilao Singapore有條件同意購買80%的Hao Noodle and Tea Holdings Inc.已發行及發行在外普通股。有關詳情，請參閱本公司日期為2020年9月4日的公告。

除本中期報告所披露者外，繼2020年6月30日後及至本中期報告日期，董事並不知悉已發生需要披露的任何重大事項。

承董事會命  
**張勇**  
*董事會主席*  
香港，2020年8月25日

## Report on Review of Condensed Consolidated Financial Statements

### 簡明綜合財務報表的審閱報告

# Deloitte.

# 德勤

#### TO THE BOARD OF DIRECTORS OF HAIDILAO INTERNATIONAL HOLDING LTD.

(Incorporated in the Cayman Islands with limited liability)

致海底撈國際控股有限公司董事會

(於開曼群島註冊成立的有限公司)

#### INTRODUCTION

We have reviewed the condensed consolidated financial statements of Haidilao International Holding Ltd. (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 40 to 84, which comprise the condensed consolidated statement of financial position as of June 30, 2020 and the related condensed consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and International Accounting Standard 34 “Interim Financial Reporting” (“IAS 34”) issued by the International Accounting Standards Board. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with IAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

#### SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### 緒言

吾等已審閱第40至84頁所載列的海底撈國際控股有限公司（「貴公司」）及其附屬公司（統稱為「貴集團」）的簡明綜合財務報表，包括截至2020年6月30日的簡明綜合財務狀況表及截至該日止六個月期間的相關簡明綜合損益及其他全面收益表、權益變動表及現金流量表以及若干解釋性附註。根據《香港聯合交易所有限公司證券上市規則》，上市公司必須符合上市規則中的相關規定及國際會計準則理事會頒佈的《國際會計準則》第34號「中期財務報告」編製中期財務報告。貴公司董事負責根據《國際會計準則》第34號編製及呈列該等簡明綜合財務報表。吾等負責根據審閱結果對該等簡明綜合財務報表發表結論，並按照雙方協定的委聘條款，僅向閣下（作為一個團體）匯報吾等的結論，而不作任何其他用途。吾等概不就本報告的內容向任何其他人士負責或承擔任何責任。

#### 審閱範圍

吾等已根據香港會計師公會頒佈的《香港審閱工作準則》第2410號「由實體的獨立核數師審閱中期財務資料」進行審閱。該等簡明綜合財務報表的審閱工作包括主要向負責財務及會計事宜的人員作出詢問，以及應用分析及其他審閱程序。由於審閱的範圍遠小於按照《香港核數準則》進行審計的範圍，故吾等不能保證將注意到在審計中可能會被發現的所有重大事項。因此，吾等不會發表審計意見。



## Report on Review of Condensed Consolidated Financial Statements

### 簡明綜合財務報表的審閱報告

#### CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34.

**Deloitte Touche Tohmatsu**  
*Certified Public Accountants*  
Hong Kong  
August 25, 2020

#### 結論

根據吾等的審閱工作，吾等並無發現有任何事項致使吾等相信該等簡明綜合財務報表在各重大方面未有按照《國際會計準則》第34號編製。

德勤 • 關黃陳方會計師行  
執業會計師  
香港  
2020年8月25日



## 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 June 30, 2020

截至2020年6月30日止六個月

For the six months  
ended June 30,  
截至6月30日止六個月

		Notes 附註	2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Revenue	收入	4	9,760,605	11,694,626
Other income	其他收入	5	180,465	118,828
Raw materials and consumables used	原材料及易耗品成本		(4,348,184)	(4,902,583)
Staff costs	員工成本		(4,074,012)	(3,651,919)
Property rentals and related expenses	物業租金及相關開支		(88,149)	(96,110)
Utilities expenses	水電開支		(359,979)	(439,146)
Depreciation and amortization	折舊及攤銷		(1,296,990)	(830,144)
Travelling and related expenses	差旅及相關開支		(79,144)	(94,343)
Other expenses	其他開支		(510,780)	(461,570)
Share of profits of associates	應佔聯營公司溢利		45,452	21,828
Share of loss of a joint venture	應佔合營企業虧損		(3,520)	(3,539)
Other gains and losses	其他收益及虧損	6	32,821	(2,786)
Finance costs	財務成本	7	(183,003)	(102,134)
<b>(Loss) profit before tax</b>	除稅前(虧損)溢利		<b>(924,418)</b>	1,251,008
Income tax expense	所得稅開支	8	(40,089)	(338,843)
<b>(Loss) profit for the period</b>	期內(虧損)溢利	9	<b>(964,507)</b>	912,165
<b>Other comprehensive expense</b>	其他全面開支			
<b>Item that may be reclassified</b>	其後可能重新分類至			
<b>subsequently to profit or loss:</b>	損益的項目：			
Exchange difference arising on translation of foreign operations	換算海外業務產生匯兌差額		(33,394)	(47)
<b>Total comprehensive (expense) income for the period</b>	期內全面(開支)收益總額		<b>(997,901)</b>	912,118
(Loss) profit for the period attributable to:	以下人士應佔期內(虧損)溢利：			
Owners of the Company	本公司擁有人		(964,602)	911,035
Non-controlling interests	非控股權益		95	1,130
			<b>(964,507)</b>	912,165

# 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 June 30, 2020

截至2020年6月30日止六個月

For the six months  
ended June 30,  
截至6月30日止六個月

		Notes 附註	2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Total comprehensive (expense) income attributable to:	以下人士應佔全面(開支)收益總額：			
Owners of the Company	本公司擁有人		(997,996)	910,988
Non-controlling interests	非控股權益		95	1,130
			(997,901)	912,118
<b>(LOSS) EARNINGS PER SHARE</b>	每股(虧損)盈利			
Basic (RMB)	基本(人民幣元)	11	(0.18)	0.17
Diluted (RMB)	攤薄(人民幣元)	11	(0.18)	0.17

## Condensed Consolidated Statement of Financial Position

### 簡明綜合財務狀況表

As at June 30, 2020

於2020年6月30日

		Notes 附註	As at June 30, 2020 於2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB' 000 人民幣千元 (Audited) (經審核)
<b>Non-current Assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	12	8,800,247	7,689,580
Right-of-use assets	使用權資產	12	5,729,352	4,755,839
Goodwill	商譽	13	92,602	92,602
Other intangible assets	其他無形資產		103,015	111,864
Investments in associates	於聯營公司的投資		214,869	169,417
Investment in a joint venture	於一間合營企業的投資		53,535	56,741
Equity instrument at fair value through other comprehensive income ("FVTOCI")	按公允值計入其他全面 收益 (「按公允值計入 其他全面收益」) 的 股本工具		49,557	48,833
Financial assets at fair value through profit or loss ("FVTPL")	按公允值計入損益 (「按公允值計入損益」) 的金融資產	16	23,679	44,267
Deferred tax assets	遞延稅項資產	14	216,405	170,169
Rental deposits	租賃按金		301,266	269,269
Security deposits for other borrowing	其他借款的保證金		5,060	5,060
			<b>15,589,587</b>	<b>13,413,641</b>
<b>Current Assets</b>	<b>流動資產</b>			
Inventories	存貨		907,908	1,199,666
Trade and other receivables and prepayments	貿易及其他應收款項及 預付款項	15	1,603,411	1,615,551
Amounts due from related parties	應收關聯方款項	23	253,575	300,973
Financial assets at FVTPL	按公允值計入損益的 金融資產	16	1,301,855	—
Deposits placed in a financial institution	存放於金融機構的存款		1,107,687	1,804,035
Other financial assets	其他金融資產		2,000	—
Pledged bank deposits	已抵押銀行存款		22,737	58,104
Bank balances and cash	銀行結餘及現金		2,247,660	2,221,962
			<b>7,446,833</b>	<b>7,200,291</b>
<b>Current Liabilities</b>	<b>流動負債</b>			
Trade payables	貿易應付款項	17	1,206,818	1,406,408
Notes payable	應付票據		111,808	300,000
Other payables	其他應付款項	18	1,633,912	1,276,989
Amounts due to related parties	應付關聯方款項	23	1,119,067	1,071,805
Dividend payable	應付股息		3,805	3,805
Tax payable	應付稅項		38,995	224,301
Lease liabilities	租賃負債		857,702	733,203
Bank borrowings	銀行借款	19	3,013,212	122,174
Other borrowing	其他借款		22,602	22,602
Contract liabilities	合約負債	20	538,643	502,784
			<b>8,546,564</b>	<b>5,664,071</b>

# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

As at June 30, 2020

於2020年6月30日

		Notes 附註	As at June 30, 2020 於2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB' 000 人民幣千元 (Audited) (經審核)
<b>Net Current (Liabilities) Assets</b>	流動(負債)資產淨額		<b>(1,099,731)</b>	1,536,220
<b>Total Assets less Current Liabilities</b>	總資產減流動負債		<b>14,489,856</b>	14,949,861
<b>Non-current Liabilities</b>	非流動負債			
Deferred tax liabilities	遞延稅項負債	14	<b>10,720</b>	46,760
Lease liabilities	租賃負債		<b>5,130,205</b>	4,142,960
Bank borrowings	銀行借款	19	<b>291,971</b>	–
Other borrowing	其他借款		<b>73,457</b>	84,758
Provision	撥備		<b>58,784</b>	49,350
			<b>5,565,137</b>	4,323,828
<b>Net Assets</b>	資產淨額		<b>8,924,719</b>	10,626,033
<b>Capital and Reserves</b>	資本及儲備			
Share capital	股本		<b>175</b>	175
Reserves	儲備		<b>8,921,417</b>	10,622,826
Equity attributable to owners of the Company	本公司擁有人應佔權益		<b>8,921,592</b>	10,623,001
Non-controlling interests	非控股權益		<b>3,127</b>	3,032
<b>Total Equity</b>	權益總額		<b>8,924,719</b>	10,626,033

The condensed consolidated financial statements on pages 40 to 84 were approved and authorized for issue by the Board of Directors on August 25, 2020 and are signed on its behalf by:

董事會已於2020年8月25日批准及授權刊發載於第40至84頁之簡明綜合財務報表，並由下列人士代為簽署：

**Zhang Yong**  
張勇  
DIRECTOR  
董事

**Zhou Zhaocheng**  
周兆呈  
DIRECTOR  
董事



## Condensed Consolidated Statement of Changes in Equity

### 簡明綜合權益變動表

For the six months ended June 30, 2020

截至2020年6月30日止六個月

		Attributable to owners of the Company 本公司擁有人應佔							Non-controlling interests 非控股權益	
		Share capital 股本	Share premium 股份溢價	Merger reserve 合併儲備	Translation reserve 換算儲備	Statutory reserve 法定儲備	Retained profits 保留溢利	Subtotal 小計		Total 總計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
<b>As at January 1, 2020 (audited)</b>	<b>於2020年1月1日 (經審核)</b>	175	6,147,166	(6,645)	(49,074)	253,238	4,278,141	10,623,001	3,032	10,626,033
(Loss) profit for the period	期內(虧損)溢利	-	-	-	-	-	(964,602)	(964,602)	95	(964,507)
Other comprehensive expense	其他全面開支	-	-	-	(33,394)	-	-	(33,394)	-	(33,394)
Total comprehensive (expense) income for the period	期內全面(開支)收益總額	-	-	-	(33,394)	-	(964,602)	(997,996)	95	(997,901)
Dividends recognized as distribution (Note 10)	確認為分派的股息(附註10)	-	(703,413)	-	-	-	-	(703,413)	-	(703,413)
<b>As at June 30, 2020 (unaudited)</b>	<b>於2020年6月30日 (未經審核)</b>	175	5,443,753	(6,645)	(82,468)	253,238	3,313,539	8,921,592	3,127	8,924,719
<b>As at January 1, 2019 (audited)</b>	<b>於2019年1月1日 (經審核)</b>	175	6,492,166	(6,645)	(47,392)	161,368	2,025,300	8,624,972	4,586	8,629,558
Profit for the period	期內溢利	-	-	-	-	-	911,035	911,035	1,130	912,165
Other comprehensive expense	其他全面開支	-	-	-	(47)	-	-	(47)	-	(47)
Total comprehensive (expense) income for the period	期內全面(開支)收益總額	-	-	-	(47)	-	911,035	910,988	1,130	912,118
Dividends recognized as distribution (Note 10)	確認為分派的股息(附註10)	-	(345,000)	-	-	-	-	(345,000)	-	(345,000)
<b>As at June 30, 2019 (unaudited)</b>	<b>於2019年6月30日 (未經審核)</b>	175	6,147,166	(6,645)	(47,439)	161,368	2,936,335	9,190,960	5,716	9,196,676

# Condensed Consolidated Statement of Cash Flows

## 簡明綜合現金流量表

For the six months ended June 30, 2020

截至2020年6月30日止六個月

For the six months  
ended June 30,  
截至6月30日止六個月

		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
<b>Operating activities</b>	<b>經營活動</b>		
(Loss) profit before tax	除稅前(虧損)溢利	(924,418)	1,251,008
Adjustments for:	就以下各項作出調整：		
Finance costs	財務成本	183,003	102,134
Interest income	利息收入	(29,221)	(81,197)
Share of profits of associates	應佔聯營公司溢利	(45,452)	(21,828)
Share of loss of a joint venture	應佔合營企業虧損	3,520	3,539
Depreciation of property, plant and equipment	物業、廠房及設備折舊	895,135	534,127
Depreciation of right-of-use assets	使用權資產折舊	387,225	287,777
Amortization of other intangible assets	其他無形資產攤銷	14,630	8,240
Impairment loss, net of reversal	減值虧損，扣除撥回		
– property, plant and equipment	– 物業、廠房及設備	16,048	–
– right-of-use assets	– 使用權資產	12,595	–
Loss on disposal of property, plant and equipment and termination of leases, net	出售物業、廠房及設備以及終止租賃虧損淨額	19,510	11,276
Net gain arising on financial assets at FVTPL	按公允值計入損益的金融資產產生的收益淨額	(15,412)	(2,338)
Covid-19-related rent concessions	新冠肺炎疫情相關租金減免	(58,390)	–
Net foreign exchange (gain) loss	匯兌(收益)虧損淨額	(59,749)	1,290
Operating cash flows before movements in working capital	營運資金變動前經營現金流量	399,024	2,094,028
Decrease (increase) in inventories	存貨減少(增加)	291,758	(492)
Decrease (increase) in trade and other receivables and prepayments	貿易及其他應收款項及預付款項減少(增加)	69,333	(420,479)
Increase in rental deposits	租賃按金增加	(4,668)	(844)
Decrease in held for trading investments	持作買賣投資減少	2,069	1,719
Decrease (increase) in amounts due from related parties	應收關聯方款項減少(增加)	47,398	(49,664)
Decrease (increase) in trade payables	貿易應付款項減少(增加)	(199,590)	179,706
Decrease in notes payable	應付票據減少	(188,192)	–
Increase in other payables	其他應付款項增加	217,935	17,427
Increase in provision	撥備增加	–	603
Increase in contract liabilities	合約負債增加	35,859	58,303
Increase in amounts due to related parties	應付關聯方款項增加	48,703	35,675
Cash generated from operations	經營所得現金	719,629	1,915,982
Income taxes paid	已付所得稅	(382,864)	(448,340)
Net cash from operating activities	經營活動所得現金淨額	336,765	1,467,642

## Condensed Consolidated Statement of Cash Flows

### 簡明綜合現金流量表

For the six months ended June 30, 2020

截至2020年6月30日止六個月

For the six months  
ended June 30,  
截至6月30日止六個月

		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
<b>Investing activities</b>	<b>投資活動</b>		
Interest received from bank deposits	自銀行存款收取的利息	32,901	31,801
Purchase of financial assets at FVTPL	購買按公允值計入損益的 金融資產	(1,280,100)	(22,000)
Proceeds on disposals of financial assets at FVTPL	出售按公允值計入損益的 金融資產的所得款項	12,372	2,132
Purchase of other financial assets	購買其他金融資產	(2,000)	–
Proceeds on disposals of other financial assets	出售其他金融資產的所得款項	–	807
Interest received from other financial assets	自其他金融資產收取的利息	–	1
Withdrawal of deposits placed in a financial institution	提取存放於金融機構的存款	702,785	103,034
Interest received from deposits placed in a financial institution	自存放於金融機構的 存款收取的利息	31,256	1,340
Purchase of property, plant and equipment	購買物業、廠房及設備	(1,807,708)	(1,763,063)
Proceeds on disposals of property, plant and equipment	出售物業、廠房及設備 所得款項	2,979	3,517
Payments for rental deposits	租賃按金付款	(38,418)	(39,308)
Collection of rental deposits	收取租賃按金	1,737	–
Purchase of other intangible assets	購買其他無形資產	(5,695)	(20,882)
Withdrawal of pledged bank deposits	撤回已質押銀行存款	42,167	1,970
Placement of pledged bank deposits	存放已質押銀行存款	(6,372)	(42,771)
Net cash outflow on acquisition of a subsidiary	收購一間附屬公司的 現金流出淨額	(99,035)	(101,060)
Lease incentive received	已收租賃獎勵	–	1,000
Net cash used in investing activities	投資活動所用現金淨額	(2,413,131)	(1,843,482)
<b>Financing activities</b>	<b>融資活動</b>		
Dividends paid	已付股息	(703,413)	(473,416)
Repayments of bank borrowings	償還銀行借款	(60,790)	(40,347)
Repayments of other borrowing	償還其他借款	(11,301)	–
New bank borrowings raised	新籌集銀行借款	3,238,345	52,560
Repayments of leases liabilities	償還租賃負債	(318,545)	(264,262)
Interest paid	已付利息	(46,361)	(7,029)
Net cash from (used in) financing activities	融資活動所得(所用)現金淨額	2,097,935	(732,494)
Net increase (decrease) in cash and cash equivalents	現金及現金等價物 增加(減少)淨額	21,569	(1,108,334)
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	2,221,962	4,118,623
Effect of foreign exchange rate changes	匯率變動的影響	4,129	(7,585)
Cash and cash equivalents at end of the period	期末現金及現金等價物	2,247,660	3,002,704

## Notes to the Condensed Consolidated Financial Statements

### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

#### 1. GENERAL INFORMATION AND BASIS OF PREPARATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on July 14, 2015 under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands with the name of Newpai International Investment Ltd.. Pursuant to a special resolution of the Company dated March 14, 2018, the Company's name was changed to Haidilao International Holding Ltd.. The address of the Company's registered office is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111 in Cayman Islands, and the address of the principal place of business is 7th Floor, No. 1 Building, No. 398 Yard, Zhongdong Road, Dongxiaokou Town, Changping District in Beijing, the PRC. The ultimate controlling parties are Mr. Zhang Yong and his spouse, namely Ms. Shu Ping (collectively the "Controlling Shareholders").

The shares of the Company have been listed on The Stock Exchange of Hong Kong Limited with effect from September 26, 2018.

The Company is an investment holding company. Its subsidiaries are engaged in restaurants operation, delivery business, sales of condiment products and food ingredients and others located in the PRC and overseas.

Items included in the financial statements of each of the Group's entities are recorded using the currency of the primary economic environment in which the entity operates (the "functional currency"). The condensed consolidated financial statements is presented in Renminbi ("RMB"), which is also the functional currency of the Company and its subsidiaries in mainland China.

The condensed consolidated financial statements for the six months ended June 30, 2020 have been prepared in accordance with International Accounting Standard 34 ("IAS 34") *Interim Financial Reporting* issued by the International Accounting Standards Board ("IASB") 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.

#### 1. 一般資料及編製基準

本公司於2015年7月14日在開曼群島以Newpai International Investment Ltd.名稱根據開曼群島1961年第3部法例(經綜合及修訂)第22章公司法註冊成立為獲豁免有限公司。根據本公司日期為2018年3月14日的一項特別決議案,本公司名稱變更為海底撈國際控股有限公司。本公司註冊辦事處地址為Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111 in Cayman Islands及主要營業地點地址為中國北京市昌平區東小口鎮中東路398號院1號樓7樓。最終控制方為張勇先生及其配偶舒萍女士(統稱為「控股股東」)。

本公司股份已自2018年9月26日起於香港聯合交易所有限公司上市。

本公司為投資控股公司。其附屬公司於中國及海外從事餐廳經營、外賣業務、銷售調味品及食材以及其他業務。

計入本集團各實體財務報表的項目乃按相關實體經營所處的大體經濟環境的貨幣(「功能貨幣」)列賬。簡明綜合財務報表以本公司及其中國大陸附屬公司的功能貨幣人民幣(「人民幣」)呈列。

截至2020年6月30日止六個月的簡明綜合財務報表乃根據國際會計準則理事會(「國際會計準則理事會」)頒佈的國際會計準則第34號(「國際會計準則第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》附錄十六的適用披露規定編製而成。



## Notes to the Condensed Consolidated Financial Statements

### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

#### 1. GENERAL INFORMATION AND BASIS OF PREPARATION

(Cont'd)

As at June 30, 2020, the Group's net current liabilities amounted to RMB1,099,731,000. In the opinion of the directors of the Company, the Group will have sufficient funds available from the operating activities to meet their financial obligations in the foreseeable future. The Group also monitors the utilization and repayment of bank borrowings to ensure the Group with sufficient funds. As at June 30, 2020, the Group had unused banking facilities of RMB2,214 million. In addition, according to the sensitivity analysis performed by the management of the Group, the Group will be able to operate as a going concern even with a relatively low table turnover rate compared with last year. The condensed consolidated financial statements has been prepared on a going concern basis accordingly.

#### 2. SIGNIFICANT EVENTS IN THE CURRENT INTERIM PERIOD

The outbreak of Covid-19 and the subsequent quarantine measures as well as the travel restrictions imposed by many countries have had negative impacts to the global economy, business environment and directly and indirectly affect the operations of the Group. The Group suspended the operation of all of its restaurants in mainland China and certain restaurants outside mainland China since January 26, 2020 voluntarily in an effort to contain the spread of the pandemic. The Group has reopened all those suspended restaurants in mainland China and most of those suspended restaurants outside mainland China since March 12, 2020. As such, the financial positions and performance of the Group were affected in different aspects, including reduction in revenue, decrease in profit for the period due to fixed operating overheads during the close-down period. On the other hand, the PRC and other countries' governments have announced some financial measures and supports for corporates to overcome the negative impact arising from the pandemic and certain lessors have provided rent concessions to the Group. The Group received government grants and assistance in respect of Covid-19 and obtained rent concessions from certain lessors as disclosed in Note 5 and Note 12.

#### 1. 一般資料及編製基準(續)

於2020年6月30日，本集團流動負債淨額為人民幣1,099,731,000元。本公司董事認為，本集團的經營活動將產生充足資金來履行其於可預見未來的財務責任。本集團亦監察銀行借款的動用及償還情況以確保本集團擁有充足資金。於2020年6月30日，本集團仍有未動用銀行融資人民幣2,214百萬元。此外，根據本集團管理層進行的敏感性分析，即使在本集團的翻檯率較上年相比變得相對更低的情況下，本集團仍能持續經營。因此，簡明綜合財務報表乃按持續經營基礎編製。

#### 2. 本中期期間的重大事件

爆發新冠肺炎疫情及多個國家隨後實施的檢疫措施及旅遊限制已對全球經濟、業務環境產生負面影響，並直接及間接影響本集團運營。本集團自2020年1月26日起已自願暫停運營其於中國大陸的所有餐廳以及中國大陸以外地區的若干餐廳，以遏制疫情的蔓延。自2020年3月12日以來，本集團已重新開放中國大陸的所有該等暫停運營的門店及中國大陸以外地區的大部分該等暫停運營的門店。因此，本集團的財務狀況及表現受到不同方面的影響，包括收入減少、因停業期間的固定經營經費導致期內溢利減少。另一方面，中國及其他各國政府已宣佈多項財務措施，提供支持，幫助企業克服疫情造成的負面影響，以及若干出租人為本集團提供租金減免。本集團已就新冠肺炎疫情收取政府補助及資助，並從若干出租人獲得租金減免（如附註5及附註12所披露）。

## Notes to the Condensed Consolidated Financial Statements

### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

### 3. PRINCIPAL ACCOUNTING POLICIES

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

Other than additional accounting policies resulting from application of amendments to International Financial Reporting Standards (“IFRSs”), the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended June 30, 2020 are the same as those presented in the Group’s annual financial statements for the year ended December 31, 2019.

#### Application of amendments to IFRSs

In the current interim period, the Group has applied the Amendments to References to the Conceptual Framework in IFRS Standards and the following amendments to IFRSs issued by the IASB, for the first time, which are mandatorily effective for the annual period beginning on or after January 1, 2020 for the preparation of the Group’s condensed consolidated financial statements:

Amendments to IAS 1 and IAS 8  
國際會計準則第1號及國際會計準則第8號的修訂  
Amendments to IFRS 3  
國際財務報告準則第3號的修訂  
Amendments to IFRS 9, IAS 39 and IFRS 7  
國際財務報告準則第9號、國際會計準則第39號及  
國際財務報告準則第7號的修訂

Definition of Material  
重大的定義  
Definition of a Business  
業務的定義  
Interest Rate Benchmark Reform  
利率基準改革

In addition, the Group has early applied the Amendment to IFRS 16 “Covid-19-Related Rent Concessions”.

Except as described below, the application of the Amendments to References to the Conceptual Framework in IFRS Standards and the amendments to IFRSs in the current period has had no material impact on the Group’s financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

### 3. 主要會計政策

除若干金融工具按公允值計量外，簡明綜合財務報表乃按歷史成本基準編製。

除因應用國際財務報告準則（「國際財務報告準則」）的修訂而導致的附加會計政策外，編製截至2020年6月30日止六個月之簡明綜合財務報表所用之會計政策及計算方法與本集團截至2019年12月31日止年度之年度財務報表所呈列者一致。

#### 應用國際財務報告準則的修訂

於本中期期間，本集團已首次採納國際財務報告準則之概念框架指引之修訂及由國際會計準則委員會頒佈且已於2020年1月1日或之後開始之年度期間強制生效的下列國際財務報告準則的修訂，以編製本集團之簡明綜合財務報表：

此外，本集團已提前採納國際財務報告準則第16號的修訂「新冠肺炎疫情影响相關的租金減免」。

除下文所述者外，本期間應用國際財務報告準則之概念框架指引之修訂及國際財務報告準則的修訂對本集團於當期及過往期間之財務狀況及表現及／或該等簡明綜合財務報表所載之披露並無重大影響。

## Notes to the Condensed Consolidated Financial Statements

### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

### 3. PRINCIPAL ACCOUNTING POLICIES (Cont'd)

#### 3.1 Impacts and accounting policies on early application of Amendments to IFRS 16 "Covid-19-Related Rent Concessions"

##### 3.1.1 Accounting policies

##### Leases

##### Covid-19-related rent concessions

Rent concessions relating to lease contracts that occurred as a direct consequence of the Covid-19 pandemic, the Group has elected to apply the practical expedient not to assess whether the change is a lease modification if all of the following conditions are met:

- the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
- any reduction in lease payments affects only payments originally due on or before June 30, 2021; and
- there is no substantive change to other terms and conditions of the lease.

A lessee applying the practical expedient accounts for changes in lease payments resulting from rent concessions the same way it would account for the changes applying IFRS 16 "Leases" if the changes were not a lease modification. Forgiveness or waiver of lease payments are accounted for as variable lease payments. The related lease liabilities are adjusted to reflect the amounts forgiven or waived with a corresponding adjustment recognized in the profit or loss in the period in which the event occurs.

##### 3.1.2 Transition and summary of effects

The Group has early applied the amendment in the current interim period. The application has no impact to the opening retained profits at January 1, 2020. The Group recognized changes in lease payments that resulted from rent concessions of RMB58,390,000 in the profit or loss for the current interim period.

### 3. 主要會計政策 (續)

#### 3.1 提前應用國際財務報告準則第16號的修訂「新冠肺炎疫情相關租金減免」之影響及會計政策

##### 3.1.1 會計政策

##### 租賃

##### 新冠肺炎疫情相關租金減免

就因新冠肺炎疫情直接產生有關租賃合約的租金減免而言，倘符合以下全部條件，本集團已選擇應用可行權宜方法不評估該變動是否屬租賃修改：

- 租賃付款的變動使租賃代價有所修改，而經修改的代價與緊接變動前租賃代價大致相同，或少於緊接變動前租賃代價；
- 租賃付款的任何減幅僅影響原到期日為2021年6月30日或之前的付款；及
- 租賃的其他條款及條件並無實質變動。

應用可行權宜方法將租賃減免導致的租賃付款變動列賬的承租人將以同一方式將應用國際財務報告準則第16號「租賃」的變動入賬（倘變動並非租賃修訂）。租賃付款的寬減或豁免按可變租賃付款列賬。相關租賃負債經調整以反映寬減或豁免的金額，並於該事件發生的期內在損益中確認相應調整。

##### 3.1.2 過渡及影響概要

本集團已於本中期期間提前應用該修訂。應用該修訂不會對2020年1月1日的期初保留盈利產生影響。於本中期期間，本集團於損益確認因租金減免人民幣58,390,000元而導致的租賃付款變動。

## Notes to the Condensed Consolidated Financial Statements

### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

#### 4. REVENUE AND SEGMENT INFORMATION

During the six months ended June 30, 2020 and 2019, the Group's revenue which represents the amount received and receivable from the restaurant operation, delivery business, sales of condiment products and food ingredients and others, net of discounts and sales related taxes, are as follows:

#### 4. 收入及分部資料

截至2020年及2019年6月30日止六個月，本集團的收入（指餐廳業務、外賣業務、調味品及食材銷售以及其他業務的已收及應收款項，已扣除折扣及銷售相關稅項）如下：

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Restaurant operation	餐廳業務	9,162,652	11,336,173
Delivery business	外賣業務	409,645	183,156
Sales of condiment products and food ingredients	調味品及食材銷售	182,150	175,297
Others	其他	6,158	—
Total	總計	9,760,605	11,694,626

Information reported to Mr. Zhang Yong, who is identified as the chief operating decision maker (the "CODM") of the Company, in order to allocate resources and to assess performance, focuses on the operating results of the Group as a whole as the Group's resources are integrated and no discrete operating segment financial information is reviewed. Accordingly, no operating segment information is presented.

No revenue from individual customer contributing over 10% of total revenue of the Group during the six months ended June 30, 2020 (six months ended June 30, 2019: Nil).

本公司就資源分配及績效評估而向張勇先生（被視為本公司主要營運決策者（「主要營運決策者」））報告的資料主要為本集團的整體經營業績，因為本集團的資源已整合且並無獨立的經營分部財務資料可供審閱。因此，並無呈列經營分部資料。

截至2020年6月30日止六個月，個別客戶對本集團的總收入貢獻不超過10%（截至2019年6月30日止六個月：零）。



## Notes to the Condensed Consolidated Financial Statements

### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

#### 4. REVENUE AND SEGMENT INFORMATION (Cont'd)

The following table set forth the breakdown of the Group's revenue during the six months ended June 30, 2020 and 2019, and the breakdown of the Group's non-current assets as at June 30, 2020 and December 31, 2019 based on locations of operations:

		Revenue 收入 For the six months ended June 30, 截至6月30日止六個月		Non-current assets (Note) 非流動資產 (附註) As at 於	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	June 30, 2020 2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	December 31, 2019 2019年 12月31日 RMB' 000 人民幣千元 (Audited) (經審核)
Mainland China	中國大陸	8,761,230	10,650,298	12,054,356	10,351,592
Outside mainland China	中國大陸以外	999,375	1,044,328	3,245,590	2,798,780
Total	總計	9,760,605	11,694,626	15,299,946	13,150,372

Note:

Non-current assets presented above excluded equity instrument at FVTOCI, financial assets at FVTPL and deferred tax assets.

#### 4. 收入及分部資料 (續)

下表載列基於經營地點本集團截至2020年及2019年6月30日止六個月的收入明細及於2020年6月30日及2019年12月31日本集團非流動資產明細情況：

附註：

以上呈列的非流動資產不包括按公允值計入其他全面收益的股本工具、按公允值計入損益的金融資產及遞延稅項資產。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

### 5. OTHER INCOME

### 5. 其他收入

For the six months  
ended June 30,  
截至6月30日止六個月

		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Interest income on:	利息收入：		
– bank deposits	– 銀行存款	8,151	48,788
– deposits placed in a financial institution	– 存放於金融機構的存款	16,255	29,857
– rental deposits	– 租賃按金	4,815	2,551
– other financial assets	– 其他金融資產	–	1
		29,221	81,197
Government grant (Note i)	政府補貼 (附註i)	112,721	15,860
Additional tax deduction (Note ii)	稅項加計扣除 (附註ii)	13,164	5,608
Others	其他	25,359	16,163
		180,465	118,828

Notes:

- The amounts represent the subsidies received from the local governments to support the Group's local business development. During the current interim period, the Group recognized government grants of RMB72,891,000 in respect of Covid-19-related subsidies, of which RMB39,735,000 is related to employment support scheme provided by PRC government. There were no unfulfilled conditions in the periods in which they were recognized.
- The amounts represent the additional input value added tax deduction, pursuant to the announcement of the Ministry of Finance, the State Administration of Taxation and the General Administration of Customs of the PRC, which came into effect from April 1, 2019 onwards.

附註：

- 該款項指就扶持本集團地方業務發展自當地政府收取的補助。於本中期期間，本集團就新冠肺炎疫情相關補助確認政府補助人民幣72,891,000元，其中人民幣39,735,000元與中國政府提供的保就業計劃有關。於確認期間概無條件未獲達成。
- 根據中國財政部、國家稅務總局及海關總署自2019年4月1日起生效的公告，該款項指增值稅進項稅加計扣除。

## Notes to the Condensed Consolidated Financial Statements

### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

#### 6. OTHER GAINS AND LOSSES

#### 6. 其他收益及虧損

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Impairment loss recognized in respect of:	確認的減值虧損：		
– property, plant and equipment (Note 12)	– 物業、廠房及設備 (附註12)	(16,048)	–
– right-of-use assets (Note 12)	– 使用權資產(附註12)	(12,595)	–
Loss on disposal of property, plant and equipment and termination of leases, net	出售物業、廠房及設備以及 終止租賃虧損淨額	(19,510)	(11,276)
Net foreign exchange gain (loss)	匯兌收益(虧損)淨額	59,749	(1,290)
Net gain arising on financial assets at FVTPL	按公允值計入損益的 金融資產產生的收益淨額	15,412	2,338
Others	其他	5,813	7,442
		<b>32,821</b>	<b>(2,786)</b>

#### 7. FINANCE COSTS

#### 7. 財務成本

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Interests on lease liabilities	租賃負債利息	132,771	95,167
Interests on bank borrowings	銀行借款利息	46,039	6,883
Interests on other borrowing	其他借款利息	3,331	84
Interests charge on unwinding of discounts	解除貼現的利息開支	862	–
		<b>183,003</b>	<b>102,134</b>

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

### 8. INCOME TAX EXPENSE

### 8. 所得稅開支

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Current tax:	即期稅項：		
– current period	– 本期間		
– PRC Enterprise Income Tax (“EIT”)	– 中國企業所得稅 (「企業所得稅」)	75,700	400,271
– other jurisdictions	– 其他司法權區	42,804	1,226
		118,504	401,497
– under provision in prior period	– 過往期間撥備不足		
– PRC EIT	– 中國企業所得稅	3,861	83
		122,365	401,580
Deferred tax (Note 14)	遞延稅項 (附註14)	(82,276)	(62,737)
		40,089	338,843

Under the Law of the EIT, withholding tax is imposed on dividends declared and paid to non-PRC resident in respect of profits earned by the PRC subsidiaries from January 1, 2008 onwards. As at June 30, 2020 and 2019, no deferred tax liability was recognized in respect of the undistributed earnings expected to be distributed in the foreseeable future with the tax rate of 5%. Deferred tax liabilities have not been provided for the remaining undistributed earnings amounting to RMB3,452,523,000 and RMB3,191,702,000 as at June 30, 2020 and 2019 respectively, as the Group is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not be reversed in the foreseeable future.

根據企業所得稅法，自2008年1月1日起就中國附屬公司所賺取的溢利向非中國居民所宣派及派付的股息徵收預扣稅。於2020年及2019年6月30日，本公司並無就預期於可預見未來分派的未分派盈利按5%的稅率確認遞延稅項負債。由於本集團能夠控制暫時性差額的撥回時間且該等暫時性差額可能不會在可預見未來撥回，故於2020年及2019年6月30日，並無分別就餘下未分派盈利人民幣3,452,523,000元及人民幣3,191,702,000元計提遞延稅項負債。



## Notes to the Condensed Consolidated Financial Statements

### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

#### 9. (LOSS) PROFIT FOR THE PERIOD

The Group's (loss) profit for the period has been arrived at after charging (crediting):

#### 9. 期內(虧損)溢利

本集團期內(虧損)溢利經扣除(計入)以下計算：

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Depreciation of property, plant and equipment	物業、廠房及設備折舊	895,135	534,127
Depreciation of right-of-use assets	使用權資產折舊	387,225	287,777
Amortization of other intangible assets	其他無形資產攤銷	14,630	8,240
Total depreciation and amortization	折舊及攤銷總額	1,296,990	830,144
Covid-19-related rent concessions (Note 12)	新冠肺炎疫情相關租金減免 (附註12)	(58,390)	—
Property rentals	物業租金		
– office premises (fixed payments)	– 辦公室物業(固定付款)	320	—
– restaurants	– 餐廳		
– fixed payments	– 固定付款	—	4,744
– variable lease payments (Note)	– 可變租賃付款(附註)	25,596	50,451
		25,916	55,195
Other rental related expenses	其他租金相關開支	62,233	40,915
Total property rentals and related expenses	物業租金總額及相關開支	88,149	96,110
Directors' emoluments	董事薪酬	65,030	63,798
Other staff costs:	其他員工成本：		
Salaries and other allowance	薪金及其他津貼	3,236,337	3,037,005
Employee welfare	員工福利	565,901	322,354
Retirement benefit contribution	退休福利供款	206,744	228,762
Total staff costs	員工成本總額	4,074,012	3,651,919

Note:

The variable lease payments refer to the property rentals based on pre-determined percentages of revenue less minimum rentals of the respective leases.

附註：

可變租賃付款指根據收益的預定百分比計算的物業租金減相關租賃的最低租金。

## Notes to the Condensed Consolidated Financial Statements

### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

#### 10. DIVIDENDS

#### 10. 股息

For the six months  
ended June 30,  
截至6月30日止六個月

		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Dividends recognized as distributions during the period	期內確認為分派的股息	703,413	345,000

On March 25, 2020, a final dividend of Hong Kong Dollar ("HKD") 0.15 (equivalent to RMB0.13) per share with a total amount of HKD771,388,000 (equivalent to RMB703,413,000) was declared to shareholders for the year ended December 31, 2019 by the Company out of share premium. The dividend was paid in June 2020.

於2020年3月25日，本公司自股份溢價向股東宣派截至2019年12月31日止年度的末期股息每股0.15港元（相當於人民幣0.13元），股息總額達771,388,000港元（相當於人民幣703,413,000元）。該股息已於2020年6月派付。

On March 26, 2019, a final dividend of HKD0.076 (equivalent to RMB0.065) per share with a total amount of HKD403,627,000 (equivalent to RMB345,000,000) was declared to shareholders for the year ended December 31, 2018 by the Company out of share premium. The dividend was paid in June 2019.

於2019年3月26日，本公司自股份溢價向股東宣派截至2018年12月31日止年度的末期股息每股0.076港元（相當於人民幣0.065元），股息總額達403,627,000港元（相當於人民幣345,000,000元）。該股息已於2019年6月派付。

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#### 11. (LOSS) EARNINGS PER SHARE

The calculation of the basic and diluted (loss) earnings per share attributable to the owners of the Company is based on the following data:

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
(Loss) earnings	(虧損) 盈利		
(Loss) profit for the period attributable to owners of the Company	本公司擁有人應佔期內 (虧損) 溢利	(964,602)	911,035

  

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 ' 000 千股 (Unaudited) (未經審核)	2019 2019年 ' 000 千股 (Unaudited) (未經審核)
Number of shares	股份數目		
Number of ordinary shares in issue for the purpose of basic (loss) earnings per share calculation	計算每股基本(虧損)盈利的已發行普通股數目	5,300,000	5,300,000

No diluted (loss) earnings per share for the six months ended June 30, 2020 and 2019 were calculated as there were no potential ordinary shares in issue for the six months ended June 30, 2020 and 2019.

#### 11. 每股(虧損)盈利

本公司擁有人應佔每股基本(虧損)盈利及每股攤薄(虧損)盈利乃根據以下數據計算：

由於在截至2020年及2019年6月30日止六個月並無已發行潛在普通股，故並無計算截至2020年及2019年6月30日止六個月的每股攤薄(虧損)盈利。

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#### 12. PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

During the current interim period, the Group disposed of certain plant and machinery with an aggregate carrying amount of RMB23,105,000 (six months ended June 30, 2019: RMB14,793,000) for cash proceeds of RMB2,979,000 (six months ended June 30, 2019: RMB3,517,000), resulting in a loss on disposal of RMB20,126,000 (six months ended June 30, 2019: RMB11,276,000).

During the current interim period, certain leases were terminated by the lessor, with right-of-use assets of RMB22,268,000 (six months ended June 30, 2019: Nil) and lease liabilities of RMB22,884,000 (six months ended June 30, 2019: Nil) derecognized, resulting in a gain on termination of leases of RMB616,000 (six months ended June 30, 2019: Nil), which was recognized in other gains and losses.

In addition, during the current interim period, the Group purchased property, plant and equipment amounting to RMB2,040,967,000 (six months ended June 30, 2019: RMB1,570,052,000), consisting of leasehold improvement, machinery, motor vehicles, furniture and fixtures and construction in progress.

As at June 30, 2020, the Group has pledged transportation equipment with a net book value of approximately RMB141,425,000 (December 31, 2019: RMB145,045,000) and RMB410,789,000 (December 31, 2019: Nil), respectively, as collaterals for other borrowing and bank borrowings. Further details of bank borrowings are set out in Note 19.

#### 12. 物業、廠房及設備以及使用權資產

於本中期期間，本集團出售總賬面值人民幣23,105,000元（截至2019年6月30日止六個月：人民幣14,793,000元）的若干廠房及機器，所得現金款項為人民幣2,979,000元（截至2019年6月30日止六個月：人民幣3,517,000元），以致產生出售虧損人民幣20,126,000元（截至2019年6月30日止六個月：人民幣11,276,000元）。

於本中期期間，出租人終止若干租賃，並終止確認使用權資產人民幣22,268,000元（截至2019年6月30日止六個月：零）及租賃負債人民幣22,884,000元（截至2019年6月30日止六個月：零），以致產生終止租賃收益人民幣616,000元（截至2019年6月30日止六個月：零），其已於其他收益及虧損確認。

此外，於本中期期間，本集團購買物業、廠房及設備人民幣2,040,967,000元（截至2019年6月30日止六個月：人民幣1,570,052,000元），包括租賃物業裝修、機器、汽車、傢俱及裝置以及在建工程。

於2020年6月30日，本集團分別抵押賬面淨值約為人民幣141,425,000元（2019年12月31日：人民幣145,045,000元）及人民幣410,789,000元（2019年12月31日：零）的運輸設備作為其他借款及銀行借款的擔保。有關銀行借款的進一步詳情載於附註19。



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### 簡明綜合財務報表附註

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#### 12. PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS (Cont'd)

During the current interim period, the Group entered into several new lease agreements for the use of restaurant operation and office premises with lease terms ranged from 3 to 20 years. The Group is required to make fixed-term payments with predetermined annual incremental rental adjustments. On lease commencement, the Group recognized right-of-use assets of RMB1,391,101,000 (six months ended June 30, 2019: RMB874,961,000) and lease liabilities of RMB1,368,113,000 (six months ended June 30, 2019: RMB860,433,000).

As disclosed in Note 2, the Group had to temporarily close certain restaurants in order to contain the spread of Covid-19. Lessors of the relevant restaurants provided rent concessions to the Group through rent reductions ranging from 50% to 100% over one to six months.

Majority of these rent concessions occurred as a direct consequence of Covid-19 pandemic and met of all the conditions in IFRS 16.46B, and the Group applied the practical expedient not to assess whether the changes constitute lease modifications. During the current interim period, the effects on changes in lease payments due to forgiveness or waiver by the lessors for the relevant leases of RMB58,390,000 were recognized as negative variable lease payments.

#### 12. 物業、廠房及設備以及使用權資產 (續)

於本中期期間，本集團簽訂若干新租賃協議，以獲取餐廳經營及辦公室物業3至20年租期的使用權。本集團須進行定期付款，未來年度的租金調整已事先約定。於租賃開始時，本集團確認使用權資產人民幣1,391,101,000元（截至2019年6月30日止六個月：人民幣874,961,000元）及租賃負債人民幣1,368,113,000元（截至2019年6月30日止六個月：人民幣860,433,000元）。

誠如附註2所披露，本集團已暫時關閉若干餐廳以遏制新冠肺炎疫情的蔓延。相關餐廳的出租人透過在一至六個月內減少50%至100%的租金為本集團提供租金減免。

因新冠肺炎疫情的直接後果產生的大部分該等租金減免符合國際財務報告準則第16.46B號的所有條件，故本集團應用可行權宜方法不評估該變動是否構成租賃修改。於本中期期間，由於出租人就相關租賃寬減或豁免人民幣58,390,000元，故租賃付款變動的影響確認為負可變租賃付款。

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#### 12. PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS (Cont'd)

##### Impairment assessment

As a result of the changes in the current economic environment related to the Covid-19 pandemic, the Group is experiencing negative conditions including decreased revenues and restaurant suspensions which indicate that the relevant property, plant and equipment and right-of-use assets may be impaired. During the current interim period, the Group performed impairment testing and recognized impairment loss of RMB16,048,000 and RMB12,595,000 related to property, plant and equipment and right-of-use assets, respectively (six months ended June 30, 2019: Nil and Nil).

The Group estimates the recoverable amount of the several cash generating units ("CGUs") of restaurants to which the asset belongs when it is not possible to estimate the recoverable amount individually. The recoverable amounts of CGUs have been determined based on value in use calculation. That calculation uses cash flow projections based on financial budgets approved by the management of the Group covering the remaining lease periods with a before-tax discount rate ranging from 9.47% to 20.40% as at June 30, 2020, which varies for restaurants operating in different countries/regions. Other key assumptions for the value in use calculations are related to the estimation of cash inflows/outflows which included revenue compound growth rate and average percentage of costs and operating expenses of revenue for the forecast period, which are based on the CGUs' past performance and the management's expectations for the market development.

#### 12. 物業、廠房及設備以及使用權資產 (續)

##### 減值評估

由於當前與新冠肺炎疫情相關的經濟環境的變化，本集團面臨不利處境，包括收入減少及餐廳停運，表明相關物業、廠房及設備以及使用權資產或會減值。於本中期期間，本集團進行減值測試並確認與物業、廠房及設備以及使用權資產相關的減值虧損分別為人民幣16,048,000元及人民幣12,595,000元（截至2019年6月30日止六個月：零及零）。

倘未能估計單一資產的可收回金額，本集團估計該類資產所屬餐廳的若干現金產生單位（「現金產生單位」）的可收回金額。現金產生單位的可收回金額乃根據使用價值計算得出。於2020年6月30日，該項計算使用現金流量預測，乃基於本集團管理層就稅前貼現率在9.47%至20.40%之間的剩餘租期核准的財務預算，貼現率在不同國家／地區經營餐廳而有所不同。其他使用價值計算的主要假設與現金流入／流出的估計有關，當中包括收益複合增長率及於預測期內成本及收入經營開支的平均百分比，有關估計乃基於現金產生單位的過往表現及管理層對市場發展的預期。

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#### 13. GOODWILL

For the purpose of impairment testing, goodwill has been allocated to Beijing Youdingyou Catering Co., Ltd. (“Beijing Youdingyou”) and its subsidiaries, which are identified to be a cash generating unit (“CGU”).

The recoverable amount has been determined based on fair value less cost of disposal calculations determined using the income approach. The level of the fair value hierarchy into which the fair value measurement is categorized in its entirety is level 3. That calculation uses cash flow projections based on financial budgets approved by the management covering a 5.5 year period. Cash flows beyond the 5.5 year period are extrapolated using a steady 3% growth rate. This growth rate is based on the relevant industry growth forecasts and does not exceed the average long-term growth rate for the relevant industry. The cash flows are discounted using a pre-tax discount rate of 16.45%. The discount rate reflects specific risks relating to the business. Other key assumptions for the fair value calculations relating to the estimation of cash inflows/outflows included revenue growth rate and the percentage of costs and operating expenses of revenue, which are based on the CGU’s past performance and the management’s expectations for the market development. The management believes that any reasonably possible change in any of these assumptions would not cause the aggregate carrying amount of the CGU to exceed the aggregate recoverable amount of the CGU.

During the period ended June 30, 2020, the management of the Group determines that there is no impairment on the goodwill.

#### 13. 商譽

為進行減值測試，商譽已獲分配至北京優鼎優餐飲管理有限公司（「北京優鼎優」）及其附屬公司，獲識別為現金產生單位（「現金產生單位」）。

可收回金額乃根據公允值減處置成本計算採用收入法釐定。公允值計量整體所應歸入的公允值層級為第三級。有關計算採用現金流量預測，以管理層在5.5年期內批准之財務預算為基準。超出5.5年期之現金流量乃採用穩定增長率3%推算。有關增長率以相關行業增長預測為基礎且並不超過相關行業的平均長期增長率。現金流量以16.45%之稅前貼現率進行貼現。該貼現率反映出與該業務有關之特定風險。其他公允值計算的主要假設與現金流入／流出的估計有關，當中包括收益增長率及成本及收入經營開支的百分比，有關估計乃基於現金產生單位的過往表現及管理層對市場發展的預期。管理層認為，任何該等假設的任何合理可能變動將不會導致現金產生單位的總賬面值超過現金產生單位的可收回金額總額。

截至2020年6月30日止期間，本集團管理層釐定商譽並無減值。

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#### 14. DEFERRED TAX ASSETS/LIABILITIES

For the purpose of presentation in the condensed consolidated statement of financial position as at June 30, 2020 and December 31, 2019, certain deferred tax assets and liabilities have been offset. The following is the analysis of the deferred tax balances for the financial reporting purpose:

#### 14. 遞延稅項資產／負債

為呈列於2020年6月30日及2019年12月31日的簡明綜合財務狀況表，若干遞延稅項資產及負債已予抵銷。遞延稅項結餘分析如下，供財務申報之用：

		As at June 30, 2020 於2020年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Deferred tax assets	遞延稅項資產	216,405	170,169
Deferred tax liabilities	遞延稅項負債	(10,720)	(46,760)
		205,685	123,409



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### 簡明綜合財務報表附註

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#### 14. DEFERRED TAX ASSETS/LIABILITIES (Cont'd)

The following represents the major deferred tax assets and liabilities recognized and movements thereon during the current and preceding interim periods:

#### 14. 遞延稅項資產／負債（續）

下表為於本中期期間及過往中期期間確認的主要遞延稅項資產及負債及其變動：

		Customer loyalty scheme	Changes in fair value of financial assets	Undistributable profits of subsidiaries	Tax losses	Right-of-use assets/lease liabilities	Others	Total
		會員積分計劃	金融資產公允值變動	附屬公司的未分派溢利	稅項虧損	使用權資產／租賃負債	其他	總計
		RMB' 000	RMB' 000	RMB' 000	RMB' 000	RMB' 000	RMB' 000	RMB' 000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At January 1, 2019 (audited)	於2019年1月1日（經審核）	65,132	(83)	-	26,494	-	(1,535)	90,008
Credit (charge) to profit or loss (Note 8)	於損益計入（扣除）（附註8）	12,476	(2)	-	28,573	21,690	-	62,737
Acquisition of a subsidiary	收購附屬公司	-	(6)	-	-	577	(4,200)	(3,629)
Exchange adjustments	匯兌調整	-	-	-	-	-	63	63
At June 30, 2019 (unaudited)	於2019年6月30日（未經審核）	77,608	(91)	-	55,067	22,267	(5,672)	149,179
Credit (charge) to profit or loss	於損益計入（扣除）	9,739	(143)	(38,500)	(25,427)	26,696	1,942	(25,693)
Exchange adjustments	匯兌調整	-	-	-	-	-	(77)	(77)
At December 31, 2019 (audited)	於2019年12月31日（經審核）	87,347	(234)	(38,500)	29,640	48,963	(3,807)	123,409
Credit (charge) to profit or loss (Note 8)	於損益計入（扣除）（附註8）	3,866	(205)	38,500	3,641	36,054	420	82,276
At June 30, 2020 (unaudited)	於2020年6月30日（未經審核）	91,213	(439)	-	33,281	85,017	(3,387)	205,685

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## 簡明綜合財務報表附註

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### 15. TRADE AND OTHER RECEIVABLES AND PREPAYMENTS

### 15. 貿易及其他應收款項及預付款項

		As at June 30, 2020 於2020年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Trade receivables	貿易應收款項	141,654	203,571
Other receivables and prepayments:	其他應收款項及預付款項：		
Loans to employees (Note)	給予員工的貸款(附註)	13,204	12,663
Prepayment to suppliers	向供應商預付款項	513,947	554,236
Prepaid operating expenses	預付經營開支	223,416	272,451
Input value-added tax recoverable	所抵扣增值稅進項稅	550,693	460,734
Interest receivable	應收利息	197	24,947
Prepaid income tax	預付所得稅	75,192	—
Others	其他	85,108	86,949
Subtotal	小計	1,461,757	1,411,980
Total trade and other receivables and prepayments	貿易及其他應收款項及預付款項總額	1,603,411	1,615,551

Note:

Loans to employees are non-interest bearing and principally repayable within 12 months. The amounts were secured by certain assets pledged by the employees or guaranteed by other employees.

Majority of trade receivables are due from payment platforms and are normally settled within 30 days. Trade receivables are aged within 30 days based on the date of rendering of services. There were no past due trade receivables.

附註：

給予員工的貸款為不計利息且主要於12個月內償還。該等款項由員工抵押的若干資產或其他員工所擔保。

大多數貿易應收款項來自支付平台，通常須於30天內結付。根據提供服務的日期，貿易應收款項的賬齡為30天內。並無已逾期貿易應收款項。

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#### 16. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

#### 16. 按公允值計入損益的金融資產

		As at June 30, 2020 於2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB' 000 人民幣千元 (Audited) (經審核)
Financial products issued by banks (Note i)	由銀行發行的金融產品 (附註i)	1,280,100	–
Loan receivable (Note ii)	應收貸款 (附註ii)	21,755	20,936
Unquoted equity shares (Note iii)	無報價權益股份 (附註iii)	13,427	13,231
Private fund investment (Note iv)	私募基金投資 (附註iv)	10,252	10,100
Total	總計	1,325,534	44,267
Analyzed as:	分析為：		
Non-current	非即期	23,679	44,267
Current	即期	1,301,855	–
		1,325,534	44,267

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#### 16. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (Cont'd)

Notes:

- i. As at June 30, 2020, the financial products issued by banks are short-term investments denominated in RMB with no predetermined or guaranteed return and are not principal protected. These financial assets are with expected rates of return (not guaranteed), depending on the market price of underlying financial instruments, including listed shares, bonds, debentures and other financial assets.
- ii. As at June 30, 2020, the loan receivable represents a loan to a third party, with a principal amount of RMB20,000,000 and a fixed interest rate of 8% per annum plus a floating rate related to the return of the specific investment project, an entity wholly owned by the borrower (the "Investment Entity"). This loan receivable has maturity date in March 2021. The principal and fixed interests of the loan was guaranteed by an individual who is a third party of the Group. If the borrower failed to fully fulfill its obligation to repay the principal and fixed interests of the loan, and the guarantor failed to fulfill its obligation of guarantee, the Group has the right to obtain 39% of equity interest of the Investment Entity to cover the principal and fixed interests of the loan. The loan receivable has been collected in July, 2020.
- iii. As at June 30, 2020, the investment in unquoted equity shares represents the unquoted equity interests in a company incorporated in Australia, in which the equity interest held by the Group is less than 1%.
- iv. As at June 30, 2020, the private fund investment represents investment in a private equity investment fund initiated by an asset management corporation in Shenzhen, the PRC.

#### 16. 按公允值計入損益的金融資產 (續)

附註：

- i. 於2020年6月30日，由銀行發行的金融產品為以人民幣計值且無預設或保證回報及不保本的短期投資。該等金融資產具有預期回報率（並無保證），實際回報率視乎相關金融工具（包括上市股份、債券、債權證及其他金融資產）的市場價格。
- ii. 於2020年6月30日，應收貸款指向第三方提供一筆本金額為人民幣20,000,000元、按年固定利率8%加借款人全資擁有實體的特定投資項目（「投資實體」）回報相關的浮動利率計息的貸款。該應收貸款於2021年3月到期。貸款本金及固定利息由個人（本集團第三方）擔保。倘借款人無法履行償還貸款本金及固定利息的義務，且擔保人亦無法履行擔保義務，則本集團有權取得投資實體39%的權益，以補足貸款本金及固定利息。應收貸款已於2020年7月收回。
- iii. 於2020年6月30日，於無報價權益股份的投資即一家在澳大利亞註冊成立的公司的無報價股權，本集團於該公司持有的股權不到1%。
- iv. 於2020年6月30日，私募基金投資即投資於中國深圳一家資產管理公司發起的私募股權投資基金。



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### 簡明綜合財務報表附註

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截至2020年6月30日止六個月

#### 17. TRADE PAYABLES

Trade payables are non-interest bearing and the majority are with a credit term of 30-60 days. An aged analysis of the Group's trade payables, as at the end of the reporting period, based on the invoice date, is as follows:

		As at June 30, 2020 於2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB' 000 人民幣千元 (Audited) (經審核)
Within 60 days	60日內	1,075,931	1,368,866
61 to 180 days	61日至180日	66,890	18,104
More than 181 days	181日以上	63,997	19,438
		1,206,818	1,406,408

#### 18. OTHER PAYABLES

		As at June 30, 2020 於2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB' 000 人民幣千元 (Audited) (經審核)
Staff cost payable	員工成本應付款項	869,938	682,678
Other taxes payables	其他應付稅項	96,547	94,831
Deposits from suppliers	供應商按金	33,280	18,634
Renovation fee payables	應付裝修費	586,665	351,651
Interest payable	應付利息	3,212	203
Consideration payable for acquisition of a subsidiary	收購附屬公司應付代價	—	99,035
Others	其他	44,270	29,957
		1,633,912	1,276,989

#### 17. 貿易應付款項

貿易應付款項不計息，大多數的信貨期在30至60日內。於報告期末，基於發票日期的本集團貿易應付款項的賬齡分析如下：

#### 18. 其他應付款項

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For the six months ended June 30, 2020

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#### 19. BANK BORROWINGS

#### 19. 銀行借款

		As at June 30, 2020 於2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB' 000 人民幣千元 (Audited) (經審核)
Secured (Note)	有擔保 (附註)	720,617	38,269
Unsecured	無擔保	2,584,566	83,905
		<b>3,305,183</b>	122,174

The carrying amounts of the above bank borrowings are repayable:

上述銀行借款須於以下期限償還的賬面值：

		As at June 30, 2020 於2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB' 000 人民幣千元 (Audited) (經審核)
Within one year	一年內	3,013,212	122,174
Within a period of more than one year but not exceeding two years	於超過一年但不超過兩年的期間內	32,695	—
Within a period of more than two years but not exceeding five years	於超過兩年但不超過五年的期間內	259,276	—
		<b>3,305,183</b>	122,174
Less: Amounts due within one year shown under current liabilities	減：列作流動負債於一年內到期的金額	3,013,212	122,174
Amounts shown under non-current liabilities	列作非流動負債的金額	<b>291,971</b>	—

Note:

As at June 30, 2020, bank borrowings of RMB50,000,000 are guaranteed by Sichuan Xinpai Catering Management Co., Ltd. 四川新派餐飲管理有限公司, a subsidiary of the Company.

附註：

於2020年6月30日，為數人民幣50,000,000元的銀行借款由本公司附屬公司四川新派餐飲管理有限公司作擔保。

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### 簡明綜合財務報表附註

For the six months ended June 30, 2020

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#### 19. BANK BORROWINGS (Cont'd)

As at June 30, 2020, bank borrowings of United States Dollar ("USD") 45,000,000 (equivalent to approximately RMB318,578,000) and HKD17,429,000 (equivalent to approximately RMB15,919,000) are guaranteed by the Company.

As at June 30, 2020, bank borrowings of New Taiwan Dollar ("TWD") 73,000,000 (equivalent to approximately RMB17,542,000) are guaranteed by 海底撈火鍋股份有限公司, a subsidiary of the Company.

As at June 30, 2020, bank borrowings of USD45,000,000 (equivalent to approximately RMB318,578,000) are secured by certain transportation equipment of the Group and also guaranteed by the Company.

As at December 31, 2019, bank borrowings of Great Britain Pound ("GBP") 4,160,000 (equivalent to approximately RMB38,269,000) are secured by bank deposits of Hai Di Lao Holding Pte. Ltd., a subsidiary of the Company.

The exposure of the Group's bank borrowings are as follows:

#### 19. 銀行借款(續)

於2020年6月30日，為數45,000,000美元(「美元」)(相當於約人民幣318,578,000元)及17,429,000港元(相當於約人民幣15,919,000元)的銀行借款由本公司作擔保。

於2020年6月30日，為數73,000,000新台幣(「新台幣」)(相當於約人民幣17,542,000元)的銀行借款由本公司附屬公司海底撈火鍋股份有限公司作擔保。

於2020年6月30日，為數45,000,000美元(相當於約人民幣318,578,000元)的銀行借款由本集團若干運輸設備作擔保，亦由本公司作擔保。

於2019年12月31日，為數4,160,000英鎊(「英鎊」)(相當於約人民幣38,269,000元)的銀行借款由本公司附屬公司Hai Di Lao Holding Pte. Ltd.的銀行存款作擔保。

本集團銀行借款承擔的風險如下：

		As at June 30, 2020 於2020年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Fixed-rate borrowings (Note i)	定息借款(附註i)	1,357,424	78,385
Variable-rate borrowings (Note ii)	浮息借款(附註ii)	1,947,759	21,715
Interest-free borrowings (Note iii)	免息借款(附註iii)	—	22,074
		<b>3,305,183</b>	122,174

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### 簡明綜合財務報表附註

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#### 19. BANK BORROWINGS (Cont'd)

Notes:

- i. As at June 30, 2020, fixed-rate borrowings of RMB810,000,000 carry interest at 3.80%-4.79% per annum.

As at June 30, 2020, fixed-rate borrowings of Singapore Dollar ("SGD") 8,000,000 (equivalent to approximately RMB39,238,000) carry interest at 1.79% per annum.

As at June 30, 2020, fixed-rate borrowings of USD66,000,000 (equivalent to approximately RMB467,247,000) carry interest at 1.77%-2.35% per annum.

As at June 30, 2020, fixed-rate borrowings of TWD73,000,000 (equivalent to approximately RMB17,542,000) carry interest at 2.00% per annum.

As at June 30, 2020, fixed-rate borrowings of USD3,304,000 (equivalent to approximately RMB23,397,000) carry interest at 1.00% per annum. This loan is made pursuant to the Paycheck Protection Program under the Coronavirus Aid, Relief, and Economic Security Act of the United States of America (the "USA"). Subject to utilization of the loan, the Group has the right to apply for loan forgiveness, which need to be confirmed by the Small Business Administration of the USA.

As at December 31, 2019, fixed-rate borrowings of GBP2,500,000 (equivalent to approximately RMB23,176,000), GBP1,660,000 (equivalent to approximately RMB15,093,000) and SGD8,000,000 (equivalent to approximately RMB40,116,000) carry interest at 1.84%, 1.85% and 2.45%, respectively, per annum.

#### 19. 銀行借款 (續)

附註：

- i. 於2020年6月30日，定息借款人民幣810,000,000元按3.80%-4.79%的年利率計息。

於2020年6月30日，定息借款8,000,000新加坡元（「新加坡元」）（相當於約人民幣39,238,000元）按1.79%的年利率計息。

於2020年6月30日，定息借款66,000,000美元（相當於約人民幣467,247,000元）按1.77%-2.35%的年利率計息。

於2020年6月30日，定息借款73,000,000新台幣（相當於約人民幣17,542,000元）按2.00%的年利率計息。

於2020年6月30日，定息借款3,304,000美元（相當於約人民幣23,397,000元）按1.00%的年利率計息。該筆貸款乃根據美國（「美國」）《冠狀病毒援助、救濟和經濟安全法案》項下薪酬保護項目作出。根據貸款的使用情況，本集團有權申請貸款減免（須經美國小企業管理局確認）。

於2019年12月31日，定息借款2,500,000英鎊（相當於約人民幣23,176,000元）、1,660,000英鎊（相當於約人民幣15,093,000元）及8,000,000新加坡元（相當於約人民幣40,116,000元）分別按1.84%、1.85%及2.45%的年利率計息。



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#### 19. BANK BORROWINGS (Cont'd)

Notes: (Cont'd)

- ii. As at June 30, 2020, variable-rate borrowings of RMB800,000,000 carry interest at Loan Prime Rate minus 0.235% per annum, while the interest rates are reset quarterly.

As at June 30, 2020, variable-rate borrowings of South Korean Won ("KRW") 3,600,000,000 (equivalent to approximately RMB21,262,000) carry interest at the final return rate of Korea 91 days certificate of deposit plus 1.5% per annum.

As at June 30, 2020, variable-rate borrowings of HKD17,429,000 (equivalent to approximately RMB15,919,000) carry interest at Hong Kong Interbank Offered Rate plus 2.0% per annum, while the interest rates are reset monthly.

As at June 30, 2020, variable-rate borrowings of USD45,000,000 (equivalent to approximately RMB318,578,000) carry interest at 3-Month London Interbank Offered Rate plus 1.8% per annum, while the interest rates are reset every 3 months.

As at June 30, 2020, variable rate borrowings of RMB792,000,000, which pursuant to a factoring arrangement, carry interest at the Loan Prime Rate minus 0.45% per annum, while the interest rates are reset every 3 months.

As at December 31, 2019, variable-rate borrowings of KRW3,600,000,000 (equivalent to approximately RMB21,715,000) carry interest at the final return rate of Korea 91 days certificate of deposit plus 1.5% per annum.

- iii. As at December 31, 2019, bank borrowings of GBP2,400,000 (equivalent to approximately RMB22,074,000) is non-interest-bearing dual currency borrowing.

#### 19. 銀行借款 (續)

附註：(續)

- ii. 於2020年6月30日，浮息借款人民幣800,000,000元按貸款基礎利率減年息0.235%計息，而利率每季度重新調整。

於2020年6月30日，浮息借款3,600,000,000韓圓（「韓圓」）（相當於約人民幣21,262,000元）按韓國91天存款證的最終回報率加年息1.5%計息。

於2020年6月30日，浮息借款17,429,000港元（相當於約人民幣15,919,000元）按香港銀行同業拆息加年息2.0%計息，而利率每月重新調整。

於2020年6月30日，浮息借款45,000,000美元（相當於約人民幣318,578,000元）按三個月倫敦銀行同業拆息加年息1.8%計息，而利率每三個月重新調整。

於2020年6月30日，浮息借款人民幣792,000,000元根據保理安排按貸款基礎利率減年息0.45%計息，而利率每三個月重新調整。

於2019年12月31日，浮息借款3,600,000,000韓圓（相當於約人民幣21,715,000元）按韓國91天存款證的最終回報率加年息1.5%計息。

- iii. 於2019年12月31日，銀行借款2,400,000英鎊（相當於約人民幣22,074,000元）為不計利息雙重貨幣借款。

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### 簡明綜合財務報表附註

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#### 20. CONTRACT LIABILITIES

#### 20. 合約負債

		As at June 30, 2020 於2020年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Customer loyalty scheme (Note)	會員積分計劃(附註)	364,852	349,389
Prepaid cards and issued vouchers	預付卡及已發行代金券	113,566	102,275
Advance from customers	客戶墊款	60,225	51,120
		538,643	502,784

Note:

The estimated award credits which can be used in future purchases and consumptions in the restaurants arising from the customer loyalty scheme at the end of the reporting period represents the transaction price allocated to unsatisfied performance obligation.

附註：

於報告期末會員積分計劃產生的估計獎勵積分(日後可用於餐廳購物及消費)指分配至未清償履約責任的交易價。

#### 21. CAPITAL COMMITMENTS

#### 21. 資本承諾

As at June 30, 2020 and December 31, 2019, the Group had the following capital commitments:

於2020年6月30日及2019年12月31日，本集團有以下資本承諾：

		As at June 30, 2020 於2020年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Capital expenditure in respect of acquisition of property, plant and equipment contracted for but not provided in the condensed consolidated financial statements	就收購物業、廠房及設備已訂約但未於簡明綜合財務報表撥備的資本開支	1,865,644	562,259

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### 簡明綜合財務報表附註

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#### 22. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorized (Levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are based on quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

#### 22. 金融工具的公允值計量

本集團的部分金融資產按各報告期末的公允值計量。下表列示如何釐定金融資產公允值（尤其是所使用的估值方法及輸入數據）的資料，以及公允值計量根據其輸入數據的可觀察程度而分類歸入的公允值等級（第一至第三級）。

- 第一級公允值計量乃基於相同資產或負債於活躍市場的報價（未經調整）所進行之計量；
- 第二級公允值計量乃基於資產或負債的可直接（即價格）或間接（即按價格推算）觀察的輸入數據所進行之計量，惟第一級所包括的報價除外；及
- 第三級公允值計量乃基於並非基於可觀察市場數據的資產或負債輸入數據（不可觀察輸入數據）的估值方法所進行的計量。

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#### 22. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Cont'd)

Fair value hierarchy as at June 30, 2020 (Unaudited)

#### 22. 金融工具的公允值計量(續)

於2020年6月30日公允值等級(未經審核)

		Level 1 第一級 RMB' 000 人民幣千元	Level 2 第二級 RMB' 000 人民幣千元	Level 3 第三級 RMB' 000 人民幣千元	Total 總計 RMB' 000 人民幣千元
<b>Financial assets at FVTPL</b>	<b>按公允值計入損益的金融資產</b>				
Financial products issued by banks	由銀行發行的金融產品	—	—	1,280,100	1,280,100
Loan receivable	應收貸款	—	—	21,755	21,755
Unquoted equity shares	無報價權益股份	—	—	13,427	13,427
Private fund investment	私募基金投資	—	—	10,252	10,252
<b>Total</b>	<b>總計</b>	<b>—</b>	<b>—</b>	<b>1,325,534</b>	<b>1,325,534</b>
Equity instrument at FVTOCI	按公允值計入其他全面收益的股本工具	—	—	49,557	49,557

Fair value hierarchy as at December 31, 2019 (Audited)

於2019年12月31日公允值等級(經審核)

		Level 1 第一級 RMB' 000 人民幣千元	Level 2 第二級 RMB' 000 人民幣千元	Level 3 第三級 RMB' 000 人民幣千元	Total 總計 RMB' 000 人民幣千元
<b>Financial assets at FVTPL</b>	<b>按公允值計入損益的金融資產</b>				
Loan receivable	應收貸款	—	—	20,936	20,936
Unquoted equity shares	無報價權益股份	—	—	13,231	13,231
Private fund investment	私募基金投資	—	—	10,100	10,100
<b>Total</b>	<b>總計</b>	<b>—</b>	<b>—</b>	<b>44,267</b>	<b>44,267</b>
Equity instrument at FVTOCI	按公允值計入其他全面收益的股本工具	—	—	48,833	48,833



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## 22. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Cont'd)

Fair value of the Group's financial assets that are measured at fair value on a recurring basis

## 22. 金融工具的公允值計量(續)

根據經常性基準按公允值計量的本集團金融資產的公允值

Financial assets 金融資產	Fair value as at 於下列日期的公允值		Fair value hierarchy 公允值等級	Valuation technique(s) and key input(s) 估值方法及關鍵輸入數據	Significant unobservable input(s) 重大不可觀察輸入數據
	June 30, 2020 2020年6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	December 31, 2019 2019年12月31日 RMB' 000 人民幣千元 (Audited) (經審核)			
Financial products issued by banks	1,280,100	-	Level 3	Discounted cash flow. Future cash flows are estimated based on estimated return.	Estimated return (Note)
由銀行發行的金融產品			第三級	貼現現金流量。 未來現金流量根據估計回報進行估計。	估計回報(附註)
Loan receivable	21,755	20,936	Level 3	Discounted cash flow. Future cash flows are estimated based on estimated return.	Estimated return (Note)
應收貸款			第三級	貼現現金流量。 未來現金流量根據估計回報進行估計。	估計回報(附註)
Unquoted equity shares 無報價權益股份	13,427	13,231	Level 3	Recent transaction price	Recent transaction price
Private fund investment	10,252	10,100	Level 3	Asset based approach	Net value of the underlying investments, adjusted by related fees.
私募基金投資			第三級	資產基準法	相關投資淨值，經相關費用調整。
Equity instrument at FVTOCI	49,557	48,833	Level 3	Recent transaction price	Recent transaction price
按公允值計入其他全面 收益的股本工具			第三級	近期交易價	近期交易價

Note:

A 5% decrease in the estimated return rates holding all other variables constant would decrease the carrying amount of financial products issued by banks and loan receivable by RMB708,000 as at June 30, 2020.

A 5% increase in the estimated return rates holding all other variables constant would increase the carrying amount of financial products issued by banks and loan receivable by RMB708,000 as at June 30, 2020.

There was no transfer between level 1, level 2 and level 3 during the current interim period.

附註：

若所有其他可變因素維持不變，估計回報率下降5%將導致2020年6月30日的由銀行發行的金融產品及應收貸款賬面值減少人民幣708,000元。

若所有其他可變因素維持不變，估計回報率上升5%將導致2020年6月30日的由銀行發行的金融產品及應收貸款賬面值增加人民幣708,000元。

本中期間內第一級、第二級與第三級之間並無轉換。

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### 簡明綜合財務報表附註

For the six months ended June 30, 2020

截至2020年6月30日止六個月

#### 22. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Cont'd)

**Fair value of the Group's financial assets that are measured at fair value on a recurring basis (Cont'd)**

*Reconciliation of Level 3 fair value measurements of financial assets:*

The following table represents the reconciliation of Level 3 fair value measurements throughout the six months ended June 30, 2020 and 2019:

#### 22. 金融工具的公允值計量(續)

根據經常性基準按公允值計量的本集團金融資產的公允值(續)

第三級金融資產公允值計量對賬：

下表列報截至2020年及2019年6月30日止六個月第三級公允值計量的對賬：

		Unquoted equity shares	Loan receivable	Financial products issued by banks	Private fund investment	Equity instrument at FVTOCI
		無報價 權益股份 RMB'000 人民幣千元	應收貸款 RMB'000 人民幣千元	由銀行 發行的 金融產品 RMB'000 人民幣千元	私募基金 投資 RMB'000 人民幣千元	按公允值 計入其他 全面收益的 股本工具 RMB'000 人民幣千元
At January 1, 2019 (Audited)	於2019年1月1日 (經審核)	12,585	—	—	—	—
Acquisition of a subsidiary	收購附屬公司	—	—	20,023	—	—
Purchase	購買	—	20,000	2,000	—	—
Redemption	贖回	—	—	(2,132)	—	—
Net gain	淨收益	—	140	2,132	—	—
Exchange adjustments	匯兌調整	453	—	—	—	—
At June 30, 2019 (Unaudited)	於2019年6月30日 (未經審核)	13,038	20,140	22,023	—	—
At January 1, 2020 (Audited)	於2020年1月1日 (經審核)	13,231	20,936	—	10,100	48,833
Purchase	購買	—	—	1,280,100	—	—
Redemption	贖回	—	—	(12,372)	—	—
Net gain	淨收益	—	819	12,372	152	—
Exchange adjustments	匯兌調整	196	—	—	—	724
At June 30, 2020 (Unaudited)	於2020年6月30日 (未經審核)	13,427	21,755	1,280,100	10,252	49,557

The total gains or losses for the period included an unrealized gains of RMB971,000 relating to financial assets that are measured at fair value as at June 30, 2020 (June 30, 2019: RMB140,000). Such fair value gains or losses are included in "other gains and losses".

期內損益總額包括有關於2020年6月30日按公允值計量的金融資產的未變現收益人民幣971,000元(2019年6月30日：人民幣140,000元)。該等公允值損益載於「其他收益及虧損」。

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### 簡明綜合財務報表附註

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#### 23. RELATED PARTY DISCLOSURES

##### (A) Related party transactions

During the six months ended June 30, 2020 and 2019, the Group has entered into the following transactions with related parties:

*Purchase of goods/services from related parties*

Relationship 關係	Nature of transaction 交易性質	2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Related companies controlled by the Controlling Shareholders 控股股東控制的關聯公司	Purchase of food ingredients 購買食材	929,101	903,257
Related companies controlled by the Controlling Shareholders 控股股東控制的關聯公司	Purchase of condiment products and instant hot pot products 購買調味品及即食火鍋產品	472,179	701,832
Related companies controlled by the Controlling Shareholders 控股股東控制的關聯公司	Storage service 倉儲服務	88,807	54,100
Related companies controlled by the Controlling Shareholders 控股股東控制的關聯公司	Transportation services 運輸服務	26,468	—
Related companies controlled by the Controlling Shareholders 控股股東控制的關聯公司	Human resource consulting service 人力資源諮詢服務	33,868	45,491
An associate invested by the Group 一間本集團投資的聯營公司	Purchase of instant hot pot products 購買即食火鍋產品	12,827	1,078
A joint venture invested by the Group 一間本集團投資的合營企業	Purchase of property, plant and equipment 購買物業、廠房及設備	10,823	875
Related companies controlled by the Controlling Shareholders 控股股東控制的關聯公司	Management service 管理服務	4,460	766

#### 23. 關聯方披露

##### (A) 關聯方交易

於截至2020年及2019年6月30日止六個月，本集團已與關聯方達成下列交易：

*購買關聯方商品／服務*

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### 簡明綜合財務報表附註

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#### 23. RELATED PARTY DISCLOSURES (Cont'd)

##### (A) Related party transactions (Cont'd)

Purchase of goods/services from related parties (Cont'd)

#### 23. 關聯方披露 (續)

##### (A) 關聯方交易 (續)

購買關聯方商品／服務 (續)

Relationship 關係	Nature of transaction 交易性質	For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Associates invested by the Controlling Shareholders 控股股東投資的聯營公司	Purchase of software 購買軟件	3,234	8,494
An associate invested by the Controlling Shareholders 一間控股股東投資的聯營公司	Software maintenance service 軟件維護服務	988	3,277
A related company controlled by the Controlling Shareholders 一間控股股東控制的關聯公司	Property management services 物業管理服務	154	184
A related company controlled by Controlling Shareholders 一間控股股東控制的關聯公司	Purchase of property, plant and equipment 購買物業、廠房及設備	—	11,464
A related company controlled by the Controlling Shareholders 一間控股股東控制的關聯公司	Software maintenance service 軟件維護服務	—	3



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### 簡明綜合財務報表附註

For the six months ended June 30, 2020

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#### 23. RELATED PARTY DISCLOSURES (Cont'd)

##### (A) Related party transactions (Cont'd)

The Group is licensed by Sichuan Haidilao Catering Co., Ltd., a company controlled by the Controlling Shareholders, to use the trademark of “Haidilao (海底撈)” and the WeChat public account named “海底撈火鍋” on an exclusive and royalty-free basis for a perpetual term.

The Group owns the proprietary rights to the formulas of Haidilao Customized Products (the “Condiments Formulae”) and licenses the Condiments Formulae to Yihai International Holding Ltd. and its subsidiaries (companies controlled by the Controlling Shareholders) and its contracted manufacturers to use for production on a royalty-free basis.

On March 26, 2019, the Group announced to acquire the 100% of equity interest of Beijing Youdingyou with a cash consideration of RMB204,082,000 from three sellers, in two of which the Controlling Shareholders have indirect equity interest while Mr. Zhang Shuoyi, a brother of Mr. Zhang Yong, is the controlling shareholder of aforementioned two sellers.

##### (B) Related party balances

*Amounts due from related parties:*

		As at June 30, 2020 於2020年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Trade nature	貿易性質		
Prepayments for food ingredients made to related companies controlled by the Controlling Shareholders	向控股股東控制的關聯公司作出的食材預付款項	253,575	300,973

#### 23. 關聯方披露 (續)

##### (A) 關聯方交易 (續)

本集團獲四川海底撈餐飲股份有限公司(控股股東控制的公司)授權永久免費獨家使用「海底撈」商標及微信公眾號「海底撈火鍋」。

本集團擁有海底撈定製產品配方(「調味品配方」)的所有權，並按免特許權使用費為基準許可頤海國際控股有限公司、其附屬公司(控股股東控制的公司)及其合約生產商使用調味品配方進行生產。

於2019年3月26日，本集團宣佈以現金代價人民幣204,082,000元向三家賣方收購北京優鼎優100%股權，控股股東間接擁有其中兩家賣方的股權，張碩軼先生(張勇先生的兄弟)為上述兩家賣方的控股股東。

##### (B) 關聯方結餘

*應收關聯方款項：*

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#### 23. RELATED PARTY DISCLOSURES (Cont'd)

##### (B) Related party balances (Cont'd)

Amounts due to related parties:

		As at June 30, 2020 於2020年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Trade nature (Note)	貿易性質 (附註)		
Related companies controlled by the Controlling Shareholders	控股股東控制的 關聯公司	1,114,514	1,064,126
An associate invested by the Controlling Shareholders	一間控股股東投資的 聯營公司	2,953	4,638
A joint venture invested by the Group	一間本集團投資的 合營企業	1,600	3,041
Total	總計	1,119,067	1,071,805

Note:

As at June 30, 2020, amounts due to related parties include RMB600,000,000 notes payable, of which, RMB300,000,000 and RMB300,000,000 will be at maturity at December 12, 2020 and December 18, 2020 respectively.

Except for the notes payable mentioned above, amounts due to related parties arising from the purchase of food ingredients, condiment products, software maintenance service, human resource consulting service and rental service were with a credit term of 30-60 days. As at June 30, 2020 and December 31, 2019, the amounts were aged within 30-60 days from the invoice date.

#### 23. 關聯方披露 (續)

##### (B) 關聯方結餘 (續)

應收關聯方款項：

	As at June 30, 2020 於2020年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at December 31, 2019 於2019年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Trade nature (Note)	貿易性質 (附註)	
Related companies controlled by the Controlling Shareholders	控股股東控制的 關聯公司	1,114,514
An associate invested by the Controlling Shareholders	一間控股股東投資的 聯營公司	2,953
A joint venture invested by the Group	一間本集團投資的 合營企業	1,600
Total	總計	1,119,067

附註：

於2020年6月30日，應付關聯方款項包括為數人民幣600,000,000元的應付票據，其中人民幣300,000,000元及人民幣300,000,000元分別將於2020年12月12日及2020年12月18日到期。

除上文所述的應付票據外，採購食材、調味品、軟件維護服務、人力資源諮詢服務及租賃服務產生的應付關聯方款項的信用期為30至60天。於2020年6月30日及2019年12月31日，該等款項的賬齡為發票日期起計30至60天內。

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#### 23. RELATED PARTY DISCLOSURES (Cont'd)

##### (C) Remuneration of key management personnel of the Group

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Short term employee benefits	短期員工福利	39,610	36,527
Performance related bonuses	表現花紅	61,940	62,388
Retirement benefit contribution	退休福利供款	73	75
		101,623	98,990

##### (D) Lease

Recognition of right-of-use assets:

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Related companies controlled by the Controlling Shareholders	控股股東控制的關聯公司	4,584	7,378
Key management personnel of the Group	本集團主要管理層人員	–	5,812
Total	總計	4,584	13,190

#### 23. 關聯方披露 (續)

##### (C) 本集團主要管理層人員薪酬

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Short term employee benefits	短期員工福利	39,610	36,527
Performance related bonuses	表現花紅	61,940	62,388
Retirement benefit contribution	退休福利供款	73	75
		101,623	98,990

##### (D) 租賃

確認使用權資產：

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Related companies controlled by the Controlling Shareholders	控股股東控制的關聯公司	4,584	7,378
Key management personnel of the Group	本集團主要管理層人員	–	5,812
Total	總計	4,584	13,190

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### 簡明綜合財務報表附註

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#### 23. RELATED PARTY DISCLOSURES (Cont'd)

##### (D) Lease (Cont'd)

Lease liabilities:

		As at June 30, 2020 於2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	As at January 1, 2020 於2020年 1月1日 RMB' 000 人民幣千元 (Audited) (經審核)
Related companies controlled by the Controlling Shareholders	控股股東控制的 關聯公司	3,778	4,548
Key management personnel of the Group	本集團主要管理層人員	–	2,197
Total	總計	3,778	6,745

Depreciation on right-of-use assets:

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Related companies controlled by the Controlling Shareholders	控股股東控制的 關聯公司	2,374	3,689
Key management personnel of the Group	本集團主要管理層人員	580	969
Total	總計	2,954	4,658

#### 23. 關聯方披露 (續)

##### (D) 租賃 (續)

租賃負債：

		As at June 30, 2020 於2020年 6月30日 RMB' 000 人民幣千元 (Unaudited) (未經審核)	As at January 1, 2020 於2020年 1月1日 RMB' 000 人民幣千元 (Audited) (經審核)
Related companies controlled by the Controlling Shareholders	控股股東控制的 關聯公司	3,778	4,548
Key management personnel of the Group	本集團主要管理層人員	–	2,197
Total	總計	3,778	6,745

使用權資產的折舊：

		For the six months ended June 30, 截至6月30日止六個月	
		2020 2020年 RMB' 000 人民幣千元 (Unaudited) (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Related companies controlled by the Controlling Shareholders	控股股東控制的 關聯公司	2,374	3,689
Key management personnel of the Group	本集團主要管理層人員	580	969
Total	總計	2,954	4,658

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#### 23. RELATED PARTY DISCLOSURES (Cont'd)

##### (D) Lease (Cont'd)

*Interest expenses of lease liabilities:*

#### 23. 關聯方披露(續)

##### (D) 租賃(續)

租賃負債的利息開支：

**For the six months  
ended June 30,  
截至6月30日止六個月**

		<b>2020</b> <b>2020年</b> <b>RMB' 000</b> 人民幣千元 <b>(Unaudited)</b> (未經審核)	2019 2019年 RMB' 000 人民幣千元 (Unaudited) (未經審核)
Related companies controlled by the Controlling Shareholders	控股股東控制的 關聯公司	<b>125</b>	115
Key management personnel of the Group	本集團主要管理層人員	<b>56</b>	82
<b>Total</b>	<b>總計</b>	<b>181</b>	197



