

*ODPSQPSBEEJOUFSBBO*TMBOETBOEJUNFCFS

MJBCJMJJMUNJEE4DLSPF

1 00 00

CONTENTS

目 錄

2	Corporate Information 公司資料
4	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
6	Condensed Consolidated Statement of Financial Position 簡明綜合財務狀況表
8	Condensed Consolidated Statement of Cash Flows 簡明綜合現金流量表
9	Condensed Consolidated Statement of Changes in Equity 簡明綜合權益變動表
10	Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註
24	Interim Dividend/Closure of Register of Members 中期股息／暫停辦理股份過戶登記
25	Business Review and Outlook 業務回顧及展望
27	Management Discussion and Analysis 管理層討論及分析
29	Other Information 其他資料

CORPORATE INFORMATION

公司資料

Board of Directors

Executive directors

Dr. Lee Man Chun Raymond *SBS JP (Chairman)*
Mr. Lee Man Bun *MH JP (Chief Executive Officer)*
Mr. Li King Wai Ross
Mr. Lee Jude Ho Chung
Mr. Yip Heong Kan

Non-executive director

Professor Poon Chung Kwong *GBS JP*

Independent non-executive directors

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

Audit Committee

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

Remuneration Committee

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

Nomination Committee

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

Authorised Representatives

Dr. Lee Man Chun Raymond *SBS JP*
Mr. Cheung Kwok Keung

Company Secretary

Mr. Cheung Kwok Keung

Registered Office

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

董事會

執行董事

李文俊博士銀紫荊星章 太平紳士(主席)
李文斌先生榮譽勳章 太平紳士(首席執行官)
李經緯先生
李浩中先生
葉向勤先生

非執行董事

潘宗光教授金紫荊星章 太平紳士

獨立非執行董事

王啟東先生
Peter A. Davies先生
周承炎先生

審核委員會

周承炎先生(主席)
王啟東先生
Peter A. Davies先生

薪酬委員會

周承炎先生(主席)
王啟東先生
Peter A. Davies先生

提名委員會

李文俊博士銀紫荊星章 太平紳士(主席)
周承炎先生
王啟東先生
Peter A. Davies先生

授權代表

李文俊博士銀紫荊星章 太平紳士
張國強先生

公司秘書

張國強先生

註冊辦事處

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

Principal Office

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

Principal Bankers

In Hong Kong and Macau:

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

In the PRC:

China Construction Bank
Bank of China

Auditor

Deloitte Touche Tohmatsu
Certified Public Accountants
Registered Public Interest Entity Auditor

Principal Share Registrar And Transfer Office

Suntera (Cayman) Limited
Suite 3204, Unit 2A, Block 3, Building D,
P.O. Box 1586, Gardenia Court, Camana Bay,
Grand Cayman, KY1-1100,
Cayman Islands

Hong Kong Branch Share Registrar and Transfer Office

Tricor Investor Services Limited
Level 54, Hopewell Centre,
183 Queen's Road East, Hong Kong
(and with effect from 15 August 2022 onwards,
at 17th Floor, Far East Finance Centre,
No. 16 Harcourt Road, Hong Kong)

Website

<http://www.leemanpaper.com>

總辦事處

香港
九龍
觀塘
敬業街61-63號
利維大廈5樓

主要往來銀行

香港及澳門：

恒生銀行
渣打銀行
滙豐銀行
中國銀行(香港)

中國：

中國建設銀行
中國銀行

核數師

德勤•關黃陳方會計師行
執業會計師
註冊公眾利益實體核數師

主要股份過戶登記處

Suntera (Cayman) Limited
Suite 3204, Unit 2A, Block 3, Building D,
P.O. Box 1586, Gardenia Court, Camana Bay,
Grand Cayman, KY1-1100,
Cayman Islands

香港股份過戶登記分處

卓佳證券登記有限公司
香港皇后大道東183號
合和中心54樓
(自2022年8月15日起，地址為
香港夏慤道16號
遠東金融中心17樓)

網址

<http://www.leemanpaper.com>

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2022 截至2022年6月30日止6個月

The board of directors of Lee & Man Paper Manufacturing Limited (the "Company") is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (the "Group") for the six months ended 30 June 2022 together with the comparative figures as follows:

理文造紙有限公司(「本公司」)董事會欣然公布，本公司及其附屬公司(「本集團」)截至2022年6月30日止6個月未經審核簡明綜合業績，連同比較數字如下：

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2022

簡明綜合損益及其他全面收益表

截至2022年6月30日止6個月

		Notes 附註	2022 (unaudited) (未經審核) HK\$'000 千港元	2021 (unaudited) (未經審核) HK\$'000 千港元
Revenue	收入	3	15,276,210	15,180,233
Cost of sales	銷售成本		(13,619,852)	(11,842,397)
Gross profit	毛利		1,656,358	3,337,836
Other income	其他收入	4	374,522	392,801
Impairment losses on trade receivables, net of reversal	應收貿易賬款減值虧損， 扣除回撥淨額		3,955	(63,345)
Other gains and losses, net	其他淨收益及虧損	5	(2,309)	(74,516)
Distribution and selling expenses	分銷及銷售費用		(446,181)	(503,774)
General and administrative expenses	日常及行政費用		(598,371)	(723,644)
Finance costs	財務成本	6	(38,243)	(32,784)
Profit before tax	除稅前盈利		949,731	2,332,574
Income tax expense	利得稅支出	7	(87,136)	(332,391)
Profit for the period	期內盈利	8	862,595	2,000,183
Other comprehensive (expense)/income Item that may be reclassified subsequently to profit or loss:	其他全面(支出)/收益 其後可能重新分類至 損益之項目：			
Exchange differences arising on translation of foreign operations	換算境外業務產生之 匯兌差額		(1,283,885)	585,749
Total comprehensive (expense)/income for the period	期內總全面(支出)/收益		(421,290)	2,585,932

		Notes 附註	2022 (unaudited) (未經審核) HK\$'000 千港元	2021 (unaudited) (未經審核) HK\$'000 千港元
Profit for the period attributable to:	以下人士應佔期內盈利：			
Owners of the Company:	本公司擁有人：			
– Ordinary shareholders	– 普通股股東		797,448	1,935,969
– Perpetual capital securities holders	– 永續資本證券持有人	9	64,773	64,080
Non-controlling interests	非控股權益		374	134
			862,595	2,000,183
Total comprehensive (expense)/income attributable to:	以下人士應佔總全面(支出)/收益：			
Owners of the Company:	本公司擁有人：			
– Ordinary shareholders	– 普通股股東		(486,201)	2,521,682
– Perpetual capital securities holders	– 永續資本證券持有人	9	64,773	64,080
Non-controlling interests	非控股權益		138	170
			(421,290)	2,585,932
Dividends:	股息：	9		
– Dividend paid	– 已付股息		474,927	782,396
– Interim dividend declared	– 宣派中期股息		280,575	651,996
			HK cents 港仙	HK cents 港仙
Earnings per share	每股盈利	10	18.46	44.54

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

At 30 June 2022 於2022年6月30日

		Notes 附註	30 June 2022 2022年 6月30日 (unaudited) (未經審核) HK\$'000 千港元	31 December 2021 2021年 12月31日 (audited) (經審核) HK\$'000 千港元
NON-CURRENT ASSETS				
	非流動資產			
Property, plant and equipment	物業、廠房及設備	11	34,822,750	33,905,307
Right-of-use assets	使用權資產		1,013,132	1,122,222
Investment properties	投資物業		576,027	605,591
Deposits paid for acquisition of property, plant and equipment	購置物業、廠房及設備 所付訂金		1,081,151	1,727,166
Interest in a joint venture	合營企業權益		88,276	90,858
Interest in an associate	聯營企業權益		80,975	–
			37,662,311	37,451,144
CURRENT ASSETS				
	流動資產			
Inventories	存貨	12	6,011,517	5,705,396
Loan to a joint venture	合營企業貸款		78,803	80,554
Trade and other receivables and prepayments	應收貿易及其他賬款及 預付賬款	13	6,750,703	7,219,054
Amounts due from related companies	應收關連公司款項		56,234	88,882
Bank balances and cash	銀行結餘及現金		1,831,514	1,908,813
			14,728,771	15,002,699
CURRENT LIABILITIES				
	流動負債			
Trade and other payables	應付貿易及其他賬款	14	2,682,353	3,109,636
Amounts due to related companies	應付關連公司款項		11,362	10,680
Tax payable	應付稅項		95,781	179,817
Lease liabilities	租賃負債		7,233	14,010
Contract liabilities	合約負債		66,311	77,657
Advances drawn on bills discounted with recourse	附追索權之貼現票據 預付款		108,303	123,903
Bank borrowings	銀行借貸		9,744,586	8,674,747
			12,715,929	12,190,450

		Notes 附註	30 June 2022 2022年 6月30日 (unaudited) (未經審核) HK\$'000 千港元	31 December 2021 2021年 12月31日 (audited) (經審核) HK\$'000 千港元
NET CURRENT ASSETS	流動資產淨值		2,012,842	2,812,249
TOTAL ASSETS LESS CURRENT LIABILITIES	資產總值減流動負債		39,675,153	40,263,393
NON-CURRENT LIABILITIES	非流動負債			
Bank borrowings	銀行借貸		5,787,570	5,386,012
Lease liabilities	租賃負債		44,450	53,032
Deferred tax liabilities	遞延稅項負債		1,477,319	1,421,351
			7,309,339	6,860,395
			32,365,814	33,402,998
CAPITAL AND RESERVES	股本及儲備			
Share capital	股本	15	107,914	108,291
Reserves	儲備		29,926,946	30,963,891
Perpetual capital securities	永續資本證券	16	30,034,860 2,322,814	31,072,182 2,322,814
Equity attributable to owners of the Company	本公司擁有人應佔權益		32,357,674	33,394,996
Non-controlling interests	非控股權益		8,140	8,002
			32,365,814	33,402,998

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 30 June 2022 截至2022年6月30日止6個月

		Six months ended 30 June 截至6月30日止6個月		
		2022 (unaudited) (未經審核) HK\$'000 千港元	2021 (unaudited) (未經審核) HK\$'000 千港元	
		Notes 附註		
Net cash from operating activities	經營業務所得現金淨額		848,317	353,469
Net cash used in investing activities	投資業務所用現金淨額			
Purchases of and deposit paid for acquisition of property, plant and equipment	購置物業、廠房及設備及其所付訂金		(1,979,983)	(1,785,046)
Loan to a joint venture	合營企業貸款		(1,031)	(313)
Payments for right-of-use assets	支付使用權資產		-	(6,719)
Proceeds on disposal of property, plant and equipment	出售物業、廠房及設備所得款項		18,617	1,275
Interest received	已收利息		12,872	7,773
			(1,949,525)	(1,783,030)
Net cash from financing activities	融資活動所得現金淨額			
Net bank borrowings raised	籌集銀行貸款淨額		1,471,397	2,663,327
Advances drawn from bills discounted with recourse	附追索權之貼現票據預付款		224,110	-
Dividends paid	已付股息	9	(474,927)	(782,396)
Payment on repurchase of shares	支付購回股份	15	(76,194)	-
Distribution paid on perpetual capital securities	已付永續資本證券分派	9	(64,773)	(64,080)
Repayments of leases liabilities	償還租賃負債		(10,053)	-
			1,069,560	1,816,851
Net (decrease)/increase in cash and cash equivalents	現金及現金等價物(減少)/增加淨額		(31,648)	387,290
Cash and cash equivalents brought forward	現金及現金等價物承前結餘		1,908,813	1,184,921
Effect of exchange rates changes	滙率變動之影響		(45,651)	-
Cash and cash equivalents carried forward represented by bank balances and cash	現金及現金等價物結轉銀行結餘及現金		1,831,514	1,572,211

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

For the six months ended 30 June 2022 截至2022年6月30日止6個月

		Attributable to owners of the Company 歸屬於本公司擁有人											
		Share capital	Share premium	Translation reserve	Capital contribution reserve	Legal reserve	Special reserve	Other reserve	Retained profits	Sub-total	Perpetual capital securities	Non-controlling interests	Total equity
		股本	股份溢價	匯兌儲備	出資儲備	法定公積金	特別儲備	其他儲備	留存盈利	小計	永續資本證券	非控股權益	權益總額
Notes		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
附註		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 January 2022	於2022年1月1日	108,291	30,858	1,775,738	12,552	97	(2,999)	(12,060)	29,159,705	31,072,182	2,322,814	8,002	33,402,998
Profit for the period	期內盈利	-	-	-	-	-	-	-	797,448	797,448	64,773	374	862,595
Exchange difference arising on translation of foreign operations	換算境外業務產生之匯兌差額	-	-	(1,283,649)	-	-	-	-	-	(1,283,649)	-	(236)	(1,283,885)
Total comprehensive (expense)/income for the period	期內總全面(支出)/收益	-	-	(1,283,649)	-	-	-	-	797,448	(486,201)	64,773	138	(421,290)
Share repurchased and cancelled	股份購回及註銷	15	(377)	-	-	-	-	-	(75,817)	(76,194)	-	-	(76,194)
Dividends recognised as distributions	確認為分派之股息	9	-	-	-	-	-	-	(474,927)	(474,927)	-	-	(474,927)
Distribution paid on perpetual capital securities	永續資本證券已付分派	9	-	-	-	-	-	-	-	-	(64,773)	-	(64,773)
At 30 June 2022	於2022年6月30日	107,914	30,858	492,089	12,552	97	(2,999)	(12,060)	29,406,409	30,034,860	2,322,814	8,140	32,365,814
At 1 January 2021	於2021年1月1日	108,666	30,858	730,983	12,552	97	(2,999)	(12,060)	27,551,975	28,420,072	2,322,814	7,529	30,750,415
Profit for the period	期內盈利	-	-	-	-	-	-	-	1,935,969	1,935,969	64,080	134	2,000,183
Exchange difference arising on translation of foreign operations	換算境外業務產生之匯兌差額	-	-	585,713	-	-	-	-	-	585,713	-	36	585,749
Total comprehensive income for the period	期內總全面收益	-	-	585,713	-	-	-	-	1,935,969	2,521,682	64,080	170	2,585,932
Dividends recognised as distributions	確認為分派之股息	9	-	-	-	-	-	-	(782,396)	(782,396)	-	-	(782,396)
Distribution paid on perpetual capital securities	永續資本證券已付分派	9	-	-	-	-	-	-	-	-	(64,080)	-	(64,080)
At 30 June 2021	於2021年6月30日	108,666	30,858	1,316,696	12,552	97	(2,999)	(12,060)	28,705,548	30,159,358	2,322,814	7,699	32,489,871

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止6個月

1. Basis of Preparation

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

2. Principal Accounting Policies

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain properties and financial instruments, which are measured at revalued amounts or fair values, as appropriate.

Other than additional accounting policies resulting from application of amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) and application of certain accounting policies which became relevant to the Group, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2022 are the same as those presented in the Group’s annual financial statements for the year ended 31 December 2021.

Application of amendments to HKFRSs

In the current interim period, the Group has applied the following amendments to HKFRSs issued by the HKICPA, which are mandatorily effective for the annual period beginning on or after 1 January 2022 for the preparation of the Group’s condensed consolidated financial statements:

Amendments to HKFRS 3
香港財務報告準則第3號(修訂本)
Amendment to HKFRS 16
香港財務報告準則第16號(修訂本)
Amendments to HKAS 16
香港會計準則第16號(修訂本)
Amendments to HKAS 37
香港會計準則第37號(修訂本)
Amendments to HKFRSs
香港財務報告準則(修訂本)

Reference to the Conceptual Framework
對概念框架之提述
Covid-19-Related Rent Concessions beyond 30 June 2021
2021年6月30日後之Covid-19相關租金優惠
Property, Plant and Equipment – Proceeds before Intended Use
物業、廠房及設備—擬定用途前之所得款項
Onerous Contracts – Cost of Fulfilling a Contract
虧損性合約—履行合約之成本
Annual Improvements to HKFRSs 2018-2020
對2018年至2020年週期之香港財務報告準則的年度改進

1. 編製基準

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

2. 主要會計政策

本簡明綜合財務報表按歷史成本法編製，惟按重估金額或公允值(倘適用)計量之若干物業及金融工具除外。

除應用經修訂香港財務報告準則(「香港財務報告準則」)所產生之附加會計政策及應用與本集團相關之若干會計政策外，截至2022年6月30日止6個月之簡明綜合財務報表所採用的會計政策及計算方法，與本集團截至2021年12月31日止年度財務報表所採用者一致。

應用經修訂香港財務報告準則

於本中期期間，本集團已首次採納由香港會計師公會頒布且已於2022年1月1日或之後開始之年度期間強制生效的以下經修訂香港財務報告準則，以編製本集團之簡明綜合財務報表：

2. Principal Accounting Policies (Continued)

Application of amendments to HKFRSs (Continued)

In addition, the Group applied the following agenda decision of the Committee of the International Accounting Standards Board (“Committee”) which is relevant to the Group: Cost necessary to sell inventories (HKAS 2 Inventories) (June 2021).

Except as described below, the application of the amendments to HKFRSs and the Committee’s agenda decisions in the current interim 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.

2.1 Impacts and accounting policies on application of Amendments to HKAS 16 Property, Plant and Equipment – Proceeds before Intended Use

2.1.1 Accounting policies

Property, plant and equipment

Costs include any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, including costs of testing the related assets functioning properly and, for qualifying assets, borrowing costs capitalised in accordance with the Group’s accounting policy. Sale proceeds of items that are produced while bringing an item of property, plant and equipment to the location and condition necessary for it to be capable of operating in the manner intended by management (such as samples produced when testing whether the asset is functioning properly), and the related costs of producing those items are recognised in the profit or loss.

2.1.2 Transition and summary of effects

The application of the amendments has had no material impact on the Group’s condensed consolidated financial statements.

2. 主要會計政策(續)

應用經修訂香港財務報告準則(續)

此外，本集團已應用國際財務報告準則詮釋委員會(「委員會」)的與本集團有關的議程決定：出售存貨所需之成本(香港會計準則第2號存貨)(2021年6月)。

除下文所述外，本期間應用經修訂香港財務報告準則及委員會的議程決定對本集團於本期間及過往期間之財務狀況及表現及／或載於簡明綜合財務報表之披露並無重大影響。

2.1 應用香港會計準則第16號(修訂本)－物業、廠房及設備－擬定用途前之所得款項之影響及會計政策

2.1.1 會計政策

物業、廠房及設備

成本包括將資產移至必要的位置及條件，使其能夠以管理層預期的方式運行應佔之任何直接成本，包括測試相關資產正常運行的成本，及對合資格資產按照本集團的會計政策進行資本化之借貸成本。當將一項物業、廠房及設備移至必要的位置及條件，使其能夠以管理層預期的方式運行而生產之物品(例如當測試資產是否可正常運行時所生產之樣品)之銷售收益，及生產該等物品的相關成本，乃於損益中確認。

2.1.2 影響之過渡及總結

應用修訂本對本集團之簡明綜合財務報表並無重大影響。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止6個月

2. Principal Accounting Policies (Continued)

Application of amendments to HKFRSs (Continued)

2.2 Impacts on application of the agenda decision of the Committee – Cost necessary to sell inventories (HKAS 2 Inventories) (June 2021)

2.2.1 Accounting policies

Inventories

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Costs necessary to make the sale include incremental costs directly attributable to the sale and non-incremental costs which the Group must incur to make the sale.

2.2.2 Transition and summary of effects

The application of the Committee's agenda decision has had no material impact on the Group's condensed consolidated financial statements.

3. Revenue and Segment Information

Segment revenue and results

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

Six months ended 30 June 2022

		Packaging paper 包裝紙	Tissue paper 衛生紙	Pulp 木漿	Segment total 分部合計	Eliminations 對銷	Consolidated 綜合
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
REVENUE	收入						
External sales	對外銷售	13,050,666	2,009,057	216,487	15,276,210	-	15,276,210
Inter-segment sales	分部之間銷售	-	-	553,175	553,175	(553,175)	-
		13,050,666	2,009,057	769,662	15,829,385	(553,175)	15,276,210
SEGMENT PROFIT	分部盈利	609,615	285,906	60,222	955,743	-	955,743
Net loss from fair value changes of derivative financial instruments	衍生金融工具公允價值變動淨虧損						(285)
Unallocated income	未分類之收入						51,417
Unallocated expenses	未分類之支出						(18,901)
Finance costs	財務成本						(38,243)
Profit before tax	除稅前盈利						949,731

2. 主要會計政策(續)

應用經修訂香港財務報告準則(續)

2.2 應用委員會議程決定 – 出售存貨所需之成本(香港會計準則第2號存貨)(2021年6月)之影響

2.2.1 會計政策

存貨

可變現淨值指存貨估計售價減估計完成所需之全部成本以及銷售所需之成本。進行銷售之所需成本包括銷售直接應佔之增量成本及本集團為進行銷售而必須涉及之非增量成本。

2.2.2 影響之過渡及總結

應用委員會的議程決定對本集團之簡明綜合財務報表並無重大影響。

3. 收入及分部資料

分部收入及業績

以下為按可報告分部劃分之本集團收入及業績分析：

截至2022年6月30日止6個月

3. Revenue and Segment Information (Continued)

Segment revenue and results (Continued)

Six months ended 30 June 2021

3. 收入及分部資料(續)

分部收入及業績(續)

截至2021年6月30日止6個月

		Packaging paper 包裝紙 HK\$'000 千港元	Tissue paper 衛生紙 HK\$'000 千港元	Pulp 木漿 HK\$'000 千港元	Segment total 分部合計 HK\$'000 千港元	Eliminations 對銷 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
REVENUE	收入						
External sales	對外銷售	12,978,844	2,014,964	186,425	15,180,233	-	15,180,233
Inter-segment sales	分部之間銷售	-	-	539,167	539,167	(539,167)	-
		12,978,844	2,014,964	725,592	15,719,400	(539,167)	15,180,233
SEGMENT PROFIT	分部盈利	2,208,266	229,107	2,881	2,440,254	-	2,440,254
Net gain from fair value changes of derivative financial instruments	衍生金融工具公允值 變動淨收益						56
Unallocated income	未分類之收入						7,773
Unallocated expenses	未分類之支出						(82,725)
Finance costs	財務成本						(32,784)
Profit before tax	除稅前盈利						2,332,574

4. Other Income

4. 其他收入

Six months ended 30 June

截至6月30日止6個月

		2022 HK\$'000 千港元	2021 HK\$'000 千港元
Value added tax and other tax refund	增值稅退款及其他退稅	182,660	242,746
Income from supply of steam and electricity, net	供應蒸氣及電力淨收入	24,229	22,842
Income from wharf cargo handling, net	經營碼頭貨運淨收入	15,636	18,072
Interest income from banks	銀行利息收入	12,872	7,773
Others	其他	139,125	101,368
		374,522	392,801

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止6個月

5. Other Gains and Losses, Net

5. 其他淨收益及虧損

		Six months ended 30 June 截至6月30日止6個月	
		2022 HK\$'000 千港元	2021 HK\$'000 千港元
Loss on disposal of property, plant and equipment, net	出售物業、廠房及設備之淨虧損	(10,530)	(64,141)
Net foreign exchange differences	淨滙兌差額	8,506	(10,431)
Net (loss)/gain from fair value changes of derivative financial instruments	衍生金融工具公允價值變動淨(虧損)/收益	(285)	56
		(2,309)	(74,516)

6. Finance Costs

6. 財務成本

		Six months ended 30 June 截至6月30日止6個月	
		2022 HK\$'000 千港元	2021 HK\$'000 千港元
Interest on bank borrowings and advances drawn on bills discounted with recourse	銀行借貸及附追索權之票據貼現預付款利息	92,815	93,283
Interest expense on lease liabilities	租賃負債利息費用	1,415	1,609
Less: amounts capitalised to property, plant and equipment	減：物業、廠房及設備之資本化金額	(55,987)	(62,108)
		38,243	32,784

7. Income Tax Expense

7. 利得稅支出

		Six months ended 30 June 截至6月30日止6個月	
		2022 HK\$'000 千港元	2021 HK\$'000 千港元
Income tax recognised in profit or loss:	於損益內確認之利得稅：		
Current tax	本期稅項		
– The PRC Enterprise Income Tax (“EIT”)	– 中國企業所得稅 (「企業所得稅」)	39,323	276,813
– Other jurisdictions	– 其他司法管轄區	14,720	–
		54,043	276,813
Over provision in previous years	去年超額撥備		
– The PRC EIT	– 中國企業所得稅	(19,088)	(295)
– Other jurisdictions	– 其他司法管轄區	(3,787)	–
Deferred tax	遞延稅項		
– Charge to profit or loss	– 計入損益	55,968	55,873
		87,136	332,391

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

The PRC

The Group's subsidiaries in the PRC are subject to corporate income tax at the rate of 25% except that six (2021: six) of these subsidiaries are entitled to preferential rate of 15% for the Group's financial year ending 31 December 2022.

Hong Kong

Hong Kong profits tax is calculated at 16.5% of the estimated assessable profit for both periods.

Macau

Macau Complementary Tax are calculated at 12% on the estimated assessable profits for both periods.

Vietnam

The Vietnam subsidiaries are subjected to Vietnam Corporate Income Tax at a rate of 10%. They are entitled to a corporate income tax exemption for four years from the first profit-making year and a reduction of 50% for the following nine years. The Vietnam subsidiaries are entitled a reduction of 50% of Vietnam Corporate Income Tax rate of 10% for both periods.

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

中國

本集團於中國的附屬公司之適用企業所得稅稅率為25%，而其中六間(2021年：六間)附屬公司於本集團截至2022年12月31日止財政年度享有減免企業所得稅稅率15%。

香港

香港利得稅於兩個期間均按估計應課稅盈利以16.5%計算。

澳門

澳門補充稅於兩個期間均按估計應課稅盈利以12%計算。

越南

越南附屬公司須按10%稅率繳納越南企業所得稅，其享有自首個產生盈利年度起計四年獲豁免企業所得稅及隨後九年50%減免。於兩個期間，越南附屬公司均享有10%越南企業所得稅稅率的50%減免。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止6個月

7. Income Tax Expense (Continued)

Malaysia

The Malaysia subsidiaries are subjected to Malaysia Corporate Income Tax at a rate of 24% for both periods.

Others

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

7. 利得稅支出(續)

馬來西亞

馬來西亞附屬公司於兩個期間均須按24%稅率繳納馬來西亞企業所得稅。

其他

其他司法管轄區產生的稅項則按相關司法管轄區適用之稅率計算。

8. Profit for the Period

8. 期內盈利

		Six months ended 30 June 截至6月30日止6個月	
		2022 HK\$'000 千港元	2021 HK\$'000 千港元
Profit for the period has been arrived at after charging/(crediting):	期內盈利經扣除/(計入)：		
Directors' emoluments	董事酬金	26,018	21,400
Staff salaries and other benefits, excluding those of directors	員工薪金及其他福利，不包括董事	758,030	739,748
Contributions to retirement benefit schemes, excluding those of directors	退休福利計劃供款，不包括董事	72,965	64,850
Total employee benefit expense	僱員福利開支總額	857,013	825,998
Capitalised in inventories	庫存資本化	(616,501)	(623,933)
		240,512	202,065
Cost of inventories recognised as expense	存貨成本確認為支出	13,619,852	11,842,397
Depreciation of property, plant and equipment	物業、廠房及設備折舊	748,553	734,625
Depreciation of investment properties	投資物業折舊	12,594	12,267
Depreciation of right-of-use assets	使用權資產折舊	20,481	20,395
Total depreciation	折舊總額	781,628	767,287
Capitalised in inventories	庫存資本化	(652,037)	(679,867)
		129,591	87,420
Gross rental income from investment properties	投資物業之租金總收入	(17,680)	(17,396)
Less:	減：		
– direct operation expenses incurred for investment properties that generated rental income during the period	– 期內產生租金收入的投資物業之直接營運開支	122	203
		(17,558)	(17,193)

9. Dividends/Distribution to Perpetual Capital Securities

A final dividend of HK\$0.11 per share was paid in respect of the year ended 31 December 2021 (2021: a final dividend of HK\$0.18 per share was paid for the year ended 31 December 2020) to shareholders during the current period.

The directors determined that an interim dividend of HK\$0.065 (2021: HK\$0.15) per share should be paid to the shareholders of the Company whose names appear on the Register of Members on 26 August 2022.

In addition, the Company has made a distribution on perpetual capital securities of HK\$64,773,000 (2021: HK\$64,080,000) to the securities holders during the six months ended 30 June 2022.

10. Earnings Per Share

The calculation of earnings per share is based on the profit for the period attributable to the owners of the Company of HK\$797,448,000 (2021: HK\$1,935,969,000), ordinary shareholders for the period, and weighted average number of 4,319,785,326 (2021: 4,346,642,000) ordinary shares in issue during the period.

No diluted earnings per share in both periods was presented as there were no potential ordinary shares outstanding during both periods.

11. Additions to Property, Plant and Equipment

During the period, there were additions of HK\$2,629 million (2021: HK\$1,161 million) to property, plant and equipment to expand its operations.

12. Inventories

9. 股息／永續資本證券之分派

期內已派發截至2021年12月31日止年度每股0.11港元之末期股息(2021年：派發截至2020年12月31日止年度每股0.18港元之末期股息)給予股東。

董事議決派發每股0.065港元(2021年：0.15港元)之中期股息給予在2022年8月26日名列於股東名冊內之本公司股東。

此外，於截至2022年6月30日止6個月，本公司就永續資本證券作出分派64,773,000港元(2021年：64,080,000港元)予證券持有人。

10. 每股盈利

每股盈利乃以本公司擁有人應佔本期間盈利797,448,000港元(2021年：1,935,969,000港元)、本期間普通股股東及期內已發行普通股加權平均數4,319,785,326股(2021年：4,346,642,000股)為基準計算。

由於兩個期間內並無未行使之潛在普通股，因此並無呈列每股攤薄盈利。

11. 添置物業、廠房及設備

期內，添置物業、廠房及設備26.29億港元(2021年：11.61億港元)，以拓展業務。

12. 存貨

		30 June 2022 2022年 6月30日 HK\$'000 千港元	31 December 2021 2021年 12月31日 HK\$'000 千港元
Raw materials	原料	3,670,795	3,835,648
Finished goods	製成品	2,340,722	1,869,748
		6,011,517	5,705,396

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止6個月

13. Trade and Other Receivables and Prepayments 13. 應收貿易及其他賬款及預付款項

		30 June 2022 2022年 6月30日 HK\$'000 千港元	31 December 2021 2021年 12月31日 HK\$'000 千港元
Trade receivables	應收貿易賬款	3,521,571	3,702,983
Less: allowance for credit losses	減：信貸虧損撥備	(24,420)	(90,622)
		3,497,151	3,612,361
Trade receivables backed by bills	有票據質押之應收貿易賬款	497,818	922,430
Trade receivables backed by bills discounted with recourse	以附追索權之票據貼現質押之應收貿易賬款	108,303	123,903
		4,103,272	4,658,694
Prepayments and deposits for purchase of raw materials	購買原料預付款項及訂金	904,565	821,764
Other deposits and prepayments	其他訂金及預付款項	559,033	440,920
Value-added tax receivables	應收增值稅款項	501,553	604,352
Other receivables	其他應收款項	682,280	693,324
		6,750,703	7,219,054

The Group allows its customers an average credit period of 45 to 90 days (2021: 45 to 90 days). The following is an aged analysis of trade receivables (excluding those backed by bills) presented based on the invoice date at the end of the reporting period.

本集團給予客戶的平均信貸期為45至90日(2021年：45至90日)。以下為報告期末按發票日期呈列之應收貿易賬款(不包括有票據質押者)賬款的賬齡分析。

		30 June 2022 2022年 6月30日 HK\$'000 千港元	31 December 2021 2021年 12月31日 HK\$'000 千港元
Aged:	賬齡：		
Not exceeding 30 days	不超過30日	2,299,487	2,484,000
31-60 days	31-60日	878,433	815,845
61-90 days	61-90日	116,323	145,587
91-120 days	91-120日	31,754	36,425
Over 120 days	120日以上	171,154	130,504
		3,497,151	3,612,361

14. Trade and Other Payables

14. 應付貿易及其他賬款

		30 June 2022 2022年 6月30日 HK\$'000 千港元	31 December 2021 2021年 12月31日 HK\$'000 千港元
Trade payables	應付貿易賬款	1,462,128	1,673,234
Construction fee payable	應付工程款	410,776	464,008
Accruals	應計費用	531,080	612,413
Other payables	其他應付款項	278,369	359,981
		2,682,353	3,109,636

The average credit period taken for trade purchases ranges from 30 to 120 days (2021: 30 to 120 days). The following is an aged analysis of the trade payables presented based on the invoice date at the end of the reporting period.

貿易購貨之平均賒賬期由30至120日(2021年：30至120日)不等。下表為於報告期末按發票日期之應付貿易賬款之賬齡分析。

		30 June 2022 2022年 6月30日 HK\$'000 千港元	31 December 2021 2021年 12月31日 HK\$'000 千港元
Aged:	賬齡：		
Not exceeding 30 days	不超過30日	736,564	926,901
31-60 days	31-60日	318,790	279,882
61-90 days	61-90日	212,392	235,635
91-120 days	91-120日	160,469	190,296
Over 120 days	120日以上	33,913	40,520
		1,462,128	1,673,234

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止6個月

15. Share Capital

15. 股本

		Number of ordinary shares 普通股數目	Amount 金額 HK\$'000 千港元
Authorised:	法定：		
Ordinary shares of HK\$0.025 each at 1 January 2021, 31 December 2021 and 30 June 2022	於2021年1月1日， 2021年12月31日及 2022年6月30日 每股0.025港元的普通股	8,000,000,000	200,000
Issued and fully paid:	已發行及繳足：		
Ordinary shares of HK\$0.025 each at 1 January 2021	於2021年1月1日 每股0.025港元的普通股	4,346,642,000	108,666
Shares repurchased and cancelled (note)	股份購回及註銷(附註)	(14,983,000)	(375)
Ordinary shares of HK\$0.025 each at 31 December 2021	於2021年12月31日 每股0.025港元的普通股	4,331,659,000	108,291
Shares repurchased and cancelled (note)	股份購回及註銷(附註)	(15,116,000)	(377)
Ordinary shares of HK\$0.025 each at 30 June 2022	於2022年6月30日 每股0.025港元的普通股	4,316,543,000	(107,914)

Note:

During the six months ended 30 June 2022, the Company repurchased its own shares through the Stock Exchange as follows:

附註：

於截至2022年6月30日止6個月，本公司於聯交所購回自身之股份如下：

Month of repurchases	購回月份	No. of ordinary shares of HK\$0.025 each 每股0.025港元 之普通股數目	Price paid per share 每股支付價格		Aggregate consideration paid (including expense) 累計已付代價 (含使費) HK\$'000 千港元
			Highest 最高 HK\$ 港元	Lowest 最低 HK\$ 港元	
January 2022	2022年1月	11,659,000	5.50	5.34	63,402
March 2022	2022年3月	373,000	4.07	4.07	1,565
April 2022	2022年4月	1,162,000	3.74	3.71	4,340
May 2022	2022年5月	1,922,000	3.64	3.50	6,887
		15,116,000			76,194

15. Share Capital (Continued)

For the year ended 31 December 2021, the Company repurchased its own shares through the Stock Exchange as follows:

2021

Month of repurchases	購回月份	No. of ordinary shares of HK\$0.025 each 每股0.025港元之普通股數目	Price paid per share 每股支付價格		Aggregate consideration paid (including expenses) 合計已付代價 (含使費) HK\$'000 千港元
			Highest 最高 HK\$ 港元	Lowest 最低 HK\$ 港元	
October 2021	2021年10月	1,018,000	5.49	5.41	5,580
November 2021	2021年11月	7,965,000	5.46	5.33	43,135
December 2021	2021年12月	6,000,000	5.39	5.32	32,376
		14,983,000			81,091

16. Perpetual Capital Securities

On 29 May 2019, the Company (the "Issuer") issued USD300 million perpetual capital securities at an issue price of 100 per cent which are listed on the Stock Exchange. Distribution is payable semi-annually in arrears based on a fixed rate of 5.5 per cent per annum. Distribution by the Issuer may be deferred at its sole discretion. These perpetual capital securities have no fixed maturity and are redeemable in whole, but not in part, at the Issuer's option on 29 May 2024, or any distribution payment date falling thereafter at their principal amounts together with any accrued, unpaid or deferred distributions. While any distributions are unpaid or deferred, the Company will not declare, pay dividends or make distributions or similar periodic payments in respect of, or repurchase, redeem, reduce, cancel, buy-back or otherwise acquire any securities of lower rank.

15. 股本(續)

截至2021年12月31日止年度，本公司於聯交所購回自身之股份如下：

2021年

16. 永續資本證券

於2019年5月29日，本公司(「發行人」)發行了3.00億美元永續資本證券，以100%的發行價在聯交所上市。應付分派乃每半年按每年5.5%的固定比率分派。發行人可自行決定將分派遞延。此等永續資本證券並無固定到期日及可按發行人的選擇於2024年5月29日或隨後任何分派付款日期以本金金額連同所有應計、未付或遞延分派將永續資本證券全數(並非部分)贖回。當任何分派乃未付或遞延，本公司將不可宣派、派發股息或作出分派或就分派類似的定期付款，或購回、贖回、削減、註銷、回購或購入任何較低級別的證券。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止6個月

17. Operating Leases

The Group as lessor

At the end of the reporting period, minimum lease payments receivable on leases are as follows:

		30 June 2022 2022年 6月30日 HK\$'000 千港元	31 December 2021 2021年 12月31日 HK\$'000 千港元
Within one year	1年內	54,821	55,980
In the second year	於第二年	52,379	53,457
In the third year	於第三年	52,277	53,537
In the fourth year	於第四年	48,183	51,905
In the fifth year	於第五年	29,778	39,417
After five years	於五年後	20,840	33,593
		258,278	287,889

17. 經營租約

集團作為出租人

於報告期末，租賃之應收最低租賃付款如下：

18. Capital Commitments

		30 June 2022 2022年 6月30日 HK\$'000 千港元	31 December 2021 2021年 12月31日 HK\$'000 千港元
Capital expenditures contracted for but not provided in the condensed consolidated financial statements in respect of acquisition of property, plant and equipment	就已訂約但未於簡明綜合財務報表中撥備有關購置物業、廠房及設備的資本開支	4,125,326	3,296,857

18. 資本承擔

19. Related and Connected Party Disclosures

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

19. 相關及關連人士披露

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

Name of parties 關連人士名稱	Nature of transactions 交易性質	Six months ended 30 June 截至6月30日止6個月	
		2022 HK\$'000 千港元	2021 HK\$'000 千港元
Lee & Man Chemical Company Limited and its Subsidiaries (“LMC Group”) (note i) 理文化工有限公司及其附屬公司(「理文化工集團」)(附註i)	Income from supply of steam and electricity 提供蒸氣及電力之收入	44,906	39,743
	Raw materials purchased by the Group 集團購買原料	97,760	76,753
	Steam and electricity fee paid by the Group 集團已付蒸氣及發電服務費	38,456	42,994
Winfibre Group (note ii) Winfibre 集團(附註ii)	Agent fee paid by the Group 集團已付代理費	18,877	21,582
Group of companies indirectly controlled by Ms. Lee Man Ching (note iii) 李文禎女士間接控制之公司(附註iii)	Raw materials purchased by the Group 集團購買原材料	529,377	238,263

Notes:

- (i) LMC Group is beneficially owned and controlled by Mr. Lee Man Yan, an associate of Dr. Lee Man Chun Raymond and Mr. Lee Man Bun, the directors of the Company.
- (ii) The companies are ultimately controlled by Mr. Ng Yu Hung, a step brother of Dr. Lee Wan Keung Patrick. Dr. Lee Wan Keung Patrick held and is deemed to be interested in 427,111,920 shares of the Company as at 30 June 2022.
- (iii) The companies are indirectly controlled by Ms. Lee Man Ching, a sister of Dr. Lee Man Chun Raymond and Mr. Lee Man Bun, the directors of the Company.

附註：

- (i) 理文化工集團由本公司董事李文俊博士及李文斌先生之聯繫人士李文恩先生實益擁有及控制。
- (ii) 該等公司由李運強博士(於2022年6月30日，其持有並被視為持有本公司427,111,920股股份權益)之繼兄弟伍于鴻先生最終控制。
- (iii) 該等公司由本公司董事李文俊博士及李文斌先生之妹妹/姐姐李文禎女士間接控制。

20. Review of Interim Accounts

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

20. 審閱中期賬目

本簡明綜合中期財務報表均未經審核，惟經審核委員會審閱。

INTERIM DIVIDEND/CLOSURE OF REGISTER OF MEMBERS

中期股息／暫停辦理股份過戶登記

Interim Dividend

The Board has resolved to declare an interim dividend of HK\$0.065 (2021: HK\$0.15) per share for the six months ended 30 June 2022 to shareholders whose names appear on the Register of Members on 26 August 2022. It is expected that the interim dividend will be paid around 6 September 2022.

Closure of Register of Members

The Register of Members will be closed from 23 August 2022 to 26 August 2022, both days inclusive, during which period no transfer of shares can be registered. In order to qualify for the interim dividend, all transfers accomplished by the relevant share certificates must be lodged with the Company's Branch Share Registrars, Tricor Investor Services Limited, at Level 54 Hopewell Centre, 183 Queen's Road East, Hong Kong (and with effect from 15 August 2022 onwards, at 17th Floor, Far East Finance Centre, No. 16 Harcourt Road, Hong Kong) for registration no later than 4:30 p.m. on 22 August 2022.

中期股息

董事會議決宣派截至2022年6月30日止6個月之中期股息每股0.065港元(2021年：0.15港元)予2022年8月26日名列於股東名冊內之股東。預期中期股息將於2022年9月6日派付予股東。

暫停辦理股份過戶登記

本公司將於2022年8月23日至2022年8月26日(首尾兩天包括在內)暫停辦理股份過戶登記手續。為符合獲派中期股息之資格，所有過戶文件連同有關股票最遲須於2022年8月22日下午4時30分前送達本公司之股份過戶登記分處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓(自2022年8月15日起，地址為香港夏慤道16號遠東金融中心17樓)，以辦理登記手續。

BUSINESS REVIEW AND OUTLOOK

業務回顧及展望

Business Review and Outlook

Since the start of the year 2022, with the latest wave of COVID-19 breaking out, continuing slow down of the global economic growth, and the US markedly raising interest rate to curb high inflation, the market has become more and more concerned about economic prospects. For mainland paper manufacturers, their profitability has been under pressure as a result of rising prices of raw materials such as wood pulp, energy, and high logistics and transportation costs, plus lockdown of cities amid the pandemic leading to markedly weakened demand.

The Group's total revenue for the six months ended 30 June 2022 increased by 0.6% to HK\$15.3 billion as compared with the same period last year. Net profit decreased by 56.9% to HK\$863 million. Earnings per share for the period were HK18.46 cents (2021: HK44.54 cents).

The board of directors has proposed an interim dividend of HK6.50 cents per share for 2022 (2021: HK15 cents). The aggregate sales of the Group for the six months ended 30 June 2022 amounted to 2.96 million tons, with net profit per ton at HK\$292.

Industry and Business Review

During the period, while the price of international pulp in tight supply remained high and volatile, with dampened demand as a result of anti-pandemic restrictions, most of the paper manufacturers in the Mainland were unable to pass the costs downstream, thus industry profit at large narrowed. In response to changes in the market, the Group continued to consolidate upstream resources and develop a vertical business model covering pulp-making and waste paper recycling, implementing an integrated industrial chain and ensure raw material supply. At the same time, the Group kept seeking development opportunities while controlling costs, striving to realize its advantages of economies of scale to the full and consolidate profitability.

Business Prospects

With the gradual easing of the pandemic in June and various measures being implemented in the Mainland to stabilize the economy and ensure people's livelihood, consumption sentiment is expected to recover steadily. The Group will continue to optimize its industrial chain to help with diversifying its paper and pulp businesses, and further improve operational stability and strengthen its profit base. Supporting the "Belt and Road" initiative, the Group has its eye on the Southeast Asian market in expanding its international market presence and, by making good use of local resources, strives to optimize operational efficiency. It has already established production capacity in countries such as Vietnam and Malaysia, in order to enhance the Group's revenue and production efficiency. The Group is confident of the long-term development of the paper manufacturing industry.

業務回顧及展望

踏入2022年，新一輪新型冠狀病毒疫情爆發，全球經濟增長持續放緩，美國大幅加息遏抑高通脹，市場對經濟前景的憂慮再度升溫。內地造紙企業面對木漿、能源等原材料價格上漲及物流運輸成本高企，疊加疫情下城市封控導致需求明顯走弱，利潤承壓。

本集團截至2022年6月30日止6個月之總收入比去年同期上升0.6%至153億港元，純利下跌56.9%至8.63億港元。期內每股盈利18.46港仙（2021年：44.54港仙）。

董事會建議2022年派發中期股息每股6.50港仙（2021年：15港仙）。本集團截至2022年6月30日止6個月之總銷售量為296萬噸，產品平均每噸淨利潤為292港元。

行業及業務回顧

期內，國際紙漿供應緊張，漿價持續高位震盪，惟內地需求受累於疫情封控而呈現疲軟狀態，大部份造紙企業無法有效將成本轉嫁予下游，行業盈利收窄。本集團因應市場變化，繼續通過整合上游資源，發展涵蓋製漿及廢紙回收的垂直業務模式，實行產業鏈一體化，確保原材料的供應。同時，本集團不斷謀求發展機遇，控制成本，力求規模經濟優勢得以發揮，鞏固本集團的盈利效益。

業務前景

隨著6月疫情逐漸向好、內地實施多項穩經濟、保民生措施，消費環境有望穩步復甦。本集團將持續優化產業鏈，以實現造紙和紙漿業務的多元化，進一步提升營運穩定性和加強盈利基礎；本集團亦響應「一帶一路」戰略，瞄準東南亞市場，拓展國際產業布局，善用當地資源，優化營運效益。本集團已分別在越南、馬來西亞等國家設立產能，以提升本集團收入及生產效益，本集團對於造紙業的長遠發展抱有信心。

BUSINESS REVIEW AND OUTLOOK

業務回顧及展望

Packaging paper remains the Group's core business. In the future, China will continue to tighten control over plastic packaging, giving room for using paper packaging as a substitute, which will be in favor of the Group's packaging paper business. In addition, consumption behavior has changed amid the pandemic with more people shopping online, and correspondingly the demand for packaging paper has climbed. The Group is actively expanding its recycled pulp business and enhancing raw material deployment to safeguard its production cost advantage. It plans to add pulp production lines at its plants in Jiangxi province and Chongqing, so as to enhance raw materials supply. The new production lines are expected to start operation in 2023. Moreover, the Group is currently in early stages of coordinating land acquisition and plant construction in Cambodia.

Regarding tissue paper business, the Group has kept improving the quality of consumer tissue paper and boosting relevant production scale. The natural bamboo unbleached tissue it produces can satisfy consumers' demand for healthy life-style and environmentally-friendly products. The Group's total annual tissue paper production capacity is around 1,000,000 tons. It will expand capacity in line with market and customer demand and continue to adopt effective strategy to develop its tissue paper business. It plans to establish a new plant in Guangxi province and expects to add new production line with annual capacity of 300,000 tons of bleached pulp by the end of next year at the earliest.

The Group is committed to providing quality products at reasonable price while also fulfilling its corporate social responsibility. By recycling waste paper and adopting advanced production technologies, it has reduced pollution and carbon emissions, thus has been able to bring more environmentally-friendly products to customers. In the long term, the paper manufacturing industry still has much room for development. The Group will seize opportunities to expand its market and maintain competitiveness in the paper manufacturing industry.

Conclusion

The Group sincerely thanks its employees and shareholders for their continuous support. With leadership in the paper manufacturing industry and drawing on its solid development advantages, the Group intends to further enhance its profitability and greater value to shareholders employees and society.

包裝紙業務是本集團的主要核心業務。未來中國對塑料包裝的管控力度將繼續趨嚴，為紙質包裝提供替代空間，有利本集團包裝紙業務。此外，疫情驅使消費行為轉變，帶動網購進一步增長，包裝紙需求亦水漲船高。本集團積極拓展再生紙漿業務，增強原材料配置，確保生產成本優勢。本集團計劃分別在江西及重慶增設紙漿生產線，以改善原材料的供應，新增設的生產線預計將於2023年內投產。除此之外，本集團目前正於柬埔寨進行協調土地收購及建造工廠的前期工作。

衛生紙業務方面，本集團一直致力於提高生活用紙的質量和生產規模，所生產之天然竹纖維原色衛生紙，能滿足消費者對健康和環保用紙的需求。本集團衛生紙總年產能接近100萬噸，將以市場及客戶需求為導向，繼續採取有效的策略來發展衛生紙業務。本集團計劃於廣西設廠，預計最快明年底新增年產能30萬噸漂白木漿的生產線。

本集團致力以優質產品及合理價格取勝，同時亦盡力履行企業社會責任，透過廢紙回收及先進生產技術減低污染和碳排放，為客戶帶來更多具環保元素的產品。長遠而言，造紙行業仍然有比較大的發展空間。本集團將抓住機遇，拓展市場規模，保持本集團在造紙行業的市場競爭力。

結語

本集團衷心感謝一直以來全體員工及股東的大力支持，憑藉本集團於造紙業的地位以及貫徹始終的穩健發展優勢，進一步提升本集團盈利能力，持續為股東、員工及社會創造更高價值。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Results of Operation

Revenue, the profit for the period and the profit for the period attributable to owners of the Company, ordinary shareholders for the six months ended 30 June 2022 were HK\$15,276 million, HK\$863 million and HK\$797 million, respectively and that for the corresponding period last year were HK\$15,180 million, HK\$2,000 million and HK\$1,936 million, respectively. The earnings per share for the period was HK18.46 cents as compared to HK44.54 cents for the corresponding period last year.

Profit for the six months ended 30 June 2022 decreased was mainly due to the latest wave of COVID-19 breaking out which continuously slowed on the global economic growth.

Distribution and Selling Expenses

The Group's distribution and selling expenses was HK\$446 million for the six months ended 30 June 2022 as compared to HK\$504 million for the corresponding period last year. It represented about 2.9% of the revenue for the six months ended 30 June 2022 and was decreased as compared to that of 3.3% for the corresponding period last year.

General and Administrative Expenses

The Group's general and administrative expenses was HK\$598 million for the six months ended 30 June 2022 as compared to HK\$724 million for the corresponding period last year. It represented about 3.9% of the revenue for the six months ended 30 June 2022 and was decreased as compared to that of 4.8% for the corresponding period last year.

Finance Costs

The Group's total finance costs (including the interest on lease liabilities and amount capitalised) was HK\$94 million for the six months ended 30 June 2022 and is comparable to HK\$95 million for the corresponding period last year.

Inventories, Debtors' and Creditors' Turnover

The inventory turnover of the Group's raw materials and finished products were 55 days and 25 days, respectively, for the six months ended 30 June 2022 as compared to 59 days and 17 days, respectively, for the year ended 31 December 2021.

The Group's debtors' turnover days were 41 days for both the six months ended 30 June 2022 and for the year ended 31 December 2021. This is in line with the credit terms granted by the Group to its customers.

The Group's creditors' turnover days were 22 days for the six months ended 30 June 2022 as compared to 26 days for the year ended 31 December 2021.

經營業績

截至2022年6月30日止6個月的收入、期內盈利及期內本公司擁有人、普通股股東應佔盈利分別為152.76億港元、8.63億港元及7.97億港元，而去年同期則分別為151.80億港元、20.00億港元及19.36億港元。期內，每股盈利為18.46港仙，而去年同期為44.54港仙。

截至2022年6月30日止6個月的盈利下跌，主要是由於新一輪新型冠狀病毒疫情爆發導致全球經濟增長持續放緩。

分銷及銷售費用

本集團截至2022年6月30日止6個月的分銷及銷售費用為4.46億港元，而去年同期為5.04億港元。截至2022年6月30日止6個月的分銷及銷售費用佔收入約2.9%，較去年同期的3.3%減少。

日常及行政費用

本集團截至2022年6月30日止6個月的日常及行政費用為5.98億港元，而去年同期為7.24億港元。截至2022年6月30日止6個月的日常及行政費用佔收入約3.9%，較去年同期的4.8%減少。

財務成本

本集團截至2022年6月30日止6個月的總借貸成本(包括租賃負債利息及資本化金額)為0.94億港元，與去年同期的0.95億港元相若。

存貨、應收賬款及應付賬款周轉期

本集團於截至2022年6月30日止6個月的原料及製成品存貨周轉期分別為55日及25日，相比截至2021年12月31日止年度則分別為59日及17日。

本集團於截至2022年6月30日止6個月及截至2021年12月31日止年度的應收賬款周轉期同為41日。此符合本集團給予客戶的信貸期。

本集團於截至2022年6月30日止6個月的應付賬款周轉期為22日，相比截至2021年12月31日止年度則為26日。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Liquidity, Financial Resources and Capital Structure

The total shareholders' fund of the Group as at 30 June 2022 was HK\$32,366 million (31 December 2021: HK\$33,403 million). As at 30 June 2022, the Group had current assets of HK\$14,729 million (31 December 2021: HK\$15,003 million) and current liabilities of HK\$12,716 million (31 December 2021: HK\$12,190 million). The current ratio was 1.16 as at 30 June 2022 as compared to 1.23 at 31 December 2021.

The Group generally finances its operations with internal generated cash flow and credit facilities provided by its principal bankers in Hong Kong, Macau and the PRC. As at 30 June 2022, the Group had outstanding bank borrowings of HK\$15,532 million (31 December 2021: HK\$14,061 million). These bank loans were secured by corporate guarantees provided by certain subsidiaries of the Company. As at 30 June 2022, the Group maintained bank balances and cash of HK\$1,832 million (31 December 2021: HK\$1,909 million). The Group's net debt-to-equity ratio (total borrowings net of cash and cash equivalents over shareholders' equity) increased from 0.36 as at 31 December 2021 to 0.42 as at 30 June 2022 as the result of the expansion of the Group.

The Group possesses sufficient cash and available banking facilities to meet its commitments and working capital requirements.

The Group's transactions and the monetary assets are principally denominated in Hong Kong dollars, Renminbi and United States dollars. The Group has not experienced any material difficulties or effects on its operations or liquidity as a result of fluctuations in currency exchange rates during the six months ended 30 June 2022. The Group has used currency structured instruments, foreign currency borrowings or other means to hedge its foreign currency exposure.

Employees

As at 30 June 2022, the Group had a workforce of more than 10,000 employees. Salaries of employees are maintained at a competitive level and are reviewed annually, with close reference to the relevant labour market and economic situation. The Group also provides internal training to staff and provides bonuses based upon staff performance and profits of the Group.

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

流動資金、財務資源及資本結構

於2022年6月30日，本集團的股東資金總額為323.66億港元(2021年12月31日：334.03億港元)。於2022年6月30日，本集團的流動資產達147.29億港元(2021年12月31日：150.03億港元)，而流動負債則為127.16億港元(2021年12月31日：121.90億港元)。於2022年6月30日的流動比率為1.16，而於2021年12月31日則為1.23。

本集團一般以內部產生的現金流量，以及中港澳主要往來銀行提供的信貸備用額作為業務的營運資金。於2022年6月30日，本集團的未償還銀行貸款為155.32億港元(2021年12月31日：140.61億港元)。該等銀行借貸由本公司若干附屬公司提供的公司擔保作為抵押。於2022年6月30日，本集團持有銀行結餘及現金18.32億港元(2021年12月31日：19.09億港元)。由於擴充本集團業務，本集團的淨資本負債比率(借貸總額減現金及現金等價物除以股東權益)由2021年12月31日的0.36上升至2022年6月30日的0.42。

本集團具備充裕的現金及可供動用的銀行備用額以應付集團的承擔及營運資金需要。

本集團的交易及貨幣資產主要以港元、人民幣及美元計值。截至2022年6月30日止6個月，本集團的營運或流動資金未曾因匯率波動而面臨任何重大困難或影響。本集團採用貨幣結構工具，外幣借貸或其他途徑作外幣風險對沖之用。

僱員

於2022年6月30日，本集團擁有逾10,000名員工。僱員薪酬維持於具競爭力水平，並會每年評估，且密切留意有關勞工市場及經濟市況趨勢。本集團亦為僱員提供內部培訓，並按員工表現及本集團盈利發放花紅。

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

OTHER INFORMATION

其他資料

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

As at 30 June 2022, the interests of the directors and the chief executives of the Company in the shares, underlying shares and debentures of the Company and its associated corporations, as recorded in the register required to be kept by the Company under section 352 of the Securities and Futures Ordinance ("SFO") or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Mode Code"), were as follows:

Long positions

Ordinary shares of HK\$0.025 each of the Company

董事及主要行政人員於股本或債務證券中擁有的權益及淡倉

於2022年6月30日，本公司之董事及主要行政人員在本公司及其相聯法團的股份、相關股份及債券中，擁有本公司根據證券及期貨條例（「證券及期貨條例」）第352條須備存之登記冊所記錄之權益，或已知會本公司及聯交所根據上市發行人董事進行證券交易的標準守則（「標準守則」）的權益如下：

好倉

本公司每股0.025港元的普通股

Name of director 董事姓名	Capacity 身份	Number of ordinary shares 普通股數目	Percentage of the issued share capital of the Company 佔本公司已 發行股本百分比
Dr. Lee Man Chun Raymond 李文俊博士	Beneficial owner 實益擁有人	1,358,991,040	31.48%
Mr. Lee Man Bun 李文斌先生	Beneficial owner 實益擁有人	1,358,991,040	31.48%
Mr. Li King Wai Ross 李經緯先生	Held by spouse 由配偶持有	4,564,865	0.11%
Professor Poon Chung Kwong 潘宗光教授	Beneficial owner 實益擁有人	100,000	0.002%

Debenture of the Company

本公司債券

Name of director 董事姓名	Capacity 身份	Type of debenture 債券種類	Principal amount held 持有本金金額
Dr. Lee Man Chun Raymond 李文俊博士	Beneficial owner 實益擁有人	US\$300 million 5.50% senior perpetual capital securities 300百萬美元5.50%之 優先永續資本證券	US\$2,000,000 2,000,000美元

Save as disclosed above, none of the directors or chief executives or their associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations as at 30 June 2022.

除上文所披露外，於2022年6月30日，本公司各董事、主要行政人員或彼等的聯繫人士概無在本公司或其任何相聯法團的股份、相關股份或債券中，擁有任何權益或淡倉。

OTHER INFORMATION

其他資料

Substantial Shareholders

The register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that, at 30 June 2022, other than directors and chief executives, the following shareholders had notified the Company of the relevant interests in the issued share capital of the Company.

Long positions

Ordinary shares of HK\$0.025 each of the Company

主要股東

根據本公司按證券及期貨條例第336條須存置之主要股東登記冊所記錄，於2022年6月30日，下列股東(董事及主要行政人員除外)已知會本公司彼等於本公司已發行股本中擁有之相關權益。

好倉

本公司每股0.025港元的普通股

Name of shareholder 股東姓名	Capacity 身份	Number of issued ordinary shares held 持有已發行 普通股數目	Percentage of the issued share capital of the Company 佔本公司已 發行股本百分比
Ms. Ho Tsz Wan 何芷韻女士	Held by spouse (note i) 由配偶持有(附註i)	1,358,991,040	31.48%
Dr. Lee Wan Keung Patrick 李運強博士	Beneficial owner and held by spouse (note ii) 實益擁有人及由配偶持有(附註ii)	427,111,920	9.90%
Ms. Lee Wong Wai Kuen 李黃惠娟女士	Beneficial owner and held by spouse (note ii) 實益擁有人及由配偶持有(附註ii)	427,111,920	9.90%

Notes:

- (i) Under the SFO, Ms. Ho Tsz Wan is deemed to be interested on the 1,358,991,040 ordinary shares as she is the spouse of Mr. Lee Man Bun.
- (ii) Under the SFO, Dr. Lee Wan Keung Patrick directly held 417,111,920 shares and Ms. Lee Wong Wai Kuen directly held 10,000,000 shares, Ms. Lee Wong Wai Kuen is the spouse of Dr. Lee Wan Keung Patrick. Both held and are deemed to be interest in 427,111,920 shares.

附註：

- (i) 根據證券及期貨條例，由於何芷韻女士是李文斌先生的配偶，故被視為擁有該1,358,991,040股普通股的權益。
- (ii) 根據證券及期貨條例，李運強博士直接持有417,111,920股股份及李黃惠娟女士直接持有10,000,000股股份，而李黃惠娟女士是李運強博士的配偶。兩人持有並被視為持有427,111,920股股份的權益。

Other than as disclosed above, the Company had not been notified of any other relevant interests or short positions in the shares or underlying shares of the Company as at 30 June 2022.

除上文所披露外，本公司概無獲知會於2022年6月30日本公司股份或相關股份之任何其他相關權益或短倉。

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

During the six months ended 30 June 2022, the Company repurchased a total of 15,116,000 shares of HK\$0.025 per share through the Stock Exchange at an aggregate consideration of approximately HK\$76,194,000 (including transaction costs). All of the shares repurchased were cancelled during the period. Details of shares repurchased during the period are set out as follows:

Month of repurchases	購回月份	No. of ordinary shares of HK\$0.025 每股0.025港元 之普通股數目	Price paid per share 每股支付價格		Aggregate consideration paid (including expense) 累計已付代價 (含使費) HK\$'000 千港元
			Highest 最高 HK\$ 港元	Lowest 最低 HK\$ 港元	
January 2022	2022年1月	11,659,000	5.50	5.34	63,402
March 2022	2022年3月	373,000	4.07	4.07	1,565
April 2022	2022年4月	1,162,000	3.74	3.71	4,340
May 2022	2022年5月	1,922,000	3.64	3.50	6,887
		15,116,000			76,194

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

Save as disclosed above, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2022.

Continuing Disclosure Requirements under Rule 13.21 of the Listing Rules

In accordance with the disclosure requirements of Rule 13.21 of the Listing Rules, the following disclosure is included in respect of the Company's loan agreements, which contains covenants requiring performance obligations of the controlling shareholders of the Company as at the date of this Interim Report.

買賣或贖回本公司上市證券

於截至2022年6月30日止6個月，本公司於聯交所購回合共15,116,000股每股0.025港元之普通股，總代價約為76,194,000港元(含交易成本)。所有購回股份已於期內被註銷。於期內購回股份之詳情如下：

董事相信，購回股份乃符合本公司及其股東之最佳利益，並可提高本公司每股盈利。

除上文所披露外，本公司或其任何附屬公司在截至2022年6月30日止6個月內概無購買、出售或贖回本公司任何上市證券。

根據上市規則第13.21條規定作出持續披露

根據上市規則第13.21條披露規定，下文披露就本公司於本中期報告日期包含本公司控股股東須履行指定責任的契諾條款之貸款協議而作出。

OTHER INFORMATION

其他資料

The Group has certain loan facility agreements where it would constitute an event of default if any one or all of Dr. Lee Wan Keung Patrick, Dr. Lee Man Chun Raymond and Mr. Lee Man Bun (together the “Controlling Shareholders”), the Controlling Shareholders of the Company, ceases to legally and beneficially own, directly or indirectly, in aggregate at least 51% of the entire issued share capital of and equity interest in the Company or do not, or cease to, exercise management control over the Company. Upon the occurrence of any of the above events, the outstanding liability under the loan facilities will become immediately due and payable.

Model Code for Securities Transactions

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules as a code of conduct regarding directors’ securities transactions. All the members of the board have confirmed, following specific enquiry by the Company that they have complied with the required standard as set out in the Model Code throughout the six months ended 30 June 2022. The Model code also applies to other specified senior management of the Group.

Code on Corporate Governance Practices

In the opinion of the directors, the Company has complied with the code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules throughout the six months ended 30 June 2022.

Audit Committee

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

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal control procedures and financial reporting matters including the review of the Group’s unaudited interim financial statements for the six months ended 30 June 2022.

On behalf of the Board

Lee Man Chun Raymond

Chairman

Hong Kong, 8 August 2022

本集團有若干貸款融資協議，當中倘本公司控股股東，即李運強博士、李文俊博士及李文斌先生（統稱為「控股股東」）當中任何一人或全部人終止直接或間接法定實益擁有本公司全部已發行股本或股本權益合共最少51%，或未能，或終止對本公司行使管理控制權，將構成違約。當發生上述任何事件，貸款融資項下未償還負債將即時到期及應付。

證券交易之標準守則

本公司已採納上市規則附錄10所載之標準守則作為董事進行證券交易之行為守則。經本公司向所有董事作出具體查詢後，全體董事皆確認於截至2022年6月30日止6個月內均遵守標準守則所載之規定準則。標準守則亦適用於本集團之其他特定高級管理層。

企業管治常規守則

董事認為，本公司已於截至2022年6月30日止6個月內一直遵守上市規則附錄14所載之企業管治常規守則。

審核委員會

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

審核委員會與管理層已審閱本集團所採納之會計原則及慣例，並已討論內部監控程序及財務報告事宜，其中包括審閱本集團截至2022年6月30日止6個月的未經審核中期財務報表。

代表董事會

李文俊

主席

香港，2022年8月8日

Lee & Man Paper Manufacturing Limited

5th Floor, Liven House, 61-63 King Yip Street
Kwun Tong, Kowloon, Hong Kong
Tel: 2319 9889 Fax: 2319 9393

理文造紙有限公司

香港九龍觀塘敬業街61-63號利維大廈5字樓
電話: 2319 9889 傳真: 2319 9393