



蒙牛®

China Mengniu Dairy Company Limited

中國蒙牛乳業有限公司*

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

Stock Code 股份代號 : 2319



營養你的要強

Nurture Your Greatness

INTERIM REPORT 2020 中期報告

* For identification purpose only 僅供識別

CORPORATE PROFILE

China Mengniu Dairy Company Limited (the “Company”; stock code: 2319) and its subsidiaries (collectively “the Group” or “Mengniu”) manufacture and distribute quality dairy products in China. It is one of the leading dairy product manufacturers in China, with **MENGIU** as its core brand. Mengniu offers diversified products including liquid milk, ice cream, milk formula and cheese. In 2020, Mengniu ranked eighth on the “Global Dairy Top 10” list published by Rabobank. Mengniu also made it again among Brand Finance’s list of the top 500 most valuable brands of the world for the second consecutive year. As at the end of June 2020, the Group’s annual dairy production capacity reached 9.75 million tons. In March 2014, Mengniu became a Hang Seng Index constituent, making it the first blue chip Chinese dairy product enterprise. In August 2020, Mengniu was included as a constituent of Hang Seng Corporate Sustainability Index and Hang Seng ESG50 Index.

公司簡介

中國蒙牛乳業有限公司（「本公司」；股份代號：2319）及其子公司（統稱「本集團」或「蒙牛」）於中國生產及銷售優質乳製品。憑藉其主要品牌**蒙牛**，蒙牛已成為中國領先的乳製品生產商之一。蒙牛提供多元化的產品，包括液態奶、冰淇淋、奶粉及奶酪產品。二零二零年，蒙牛於荷蘭合作銀行公佈的「全球乳業十強」排名第八；蒙牛亦連續第二年位列Brand Finance的全球最具價值品牌500強。截至二零二零年六月底止，本集團乳製品的年生產能力達975萬噸。二零一四年三月，蒙牛獲納入恒生指數成份股，成為首家中國乳製品企業藍籌股，並於二零二零年八月入選恒生可持續發展企業指數及恒生ESG50指數。





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CORPORATE INFORMATION

公司資料

Board of Directors

Executive Directors

Mr. LU Minfang (*Chief Executive Officer*)
Mr. MENG Fanjie

Non-executive Directors

Mr. CHEN Lang (*Chairman*)
Mr. NIU Gensheng
Mr. Tim Ørting JØRGENSEN
Mr. Pascal DE PETRINI

Independent Non-executive Directors

Mr. JIAO Shuge (alias JIAO Zhen) (*Vice-Chairman*)
Mr. Julian Juul WOLHARDT
Mr. ZHANG Xiaoya
Mr. YAU Ka Chi

Senior Management

Mr. ZHANG Ping
Mr. GAO Fei
Mr. WEN Yongping
Mr. LUO Yan
Mr. ZHANG Zhaoxu
Ms. DAI Lu
Mr. YANG Zhigang
Mr. ZHANG Yong
Mr. LI Pengcheng
Mr. KWOK Wai Cheong, Chris (*Qualified Accountant & Company Secretary*)

Stock Code

Hong Kong Stock Exchange 2319

Investor Relations Contact

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董事會

執行董事

盧敏放先生 (總裁)
孟凡傑先生

非執行董事

陳朗先生 (主席)
牛根生先生
Tim Ørting JØRGENSEN 先生
Pascal DE PETRINI 先生

獨立非執行董事

焦樹閣 (又名焦震) 先生 (副主席)
Julian Juul WOLHARDT 先生
張曉亞先生
邱家賜先生

高級管理層

張平先生
高飛先生
溫永平先生
羅彥先生
張朝旭先生
戴路女士
楊志剛先生
張邕先生
李鵬程先生
郭偉昌先生 (合資格會計師及公司秘書)

股份代號

香港聯合交易所 2319

投資者關係聯絡人

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CORPORATE INFORMATION
公司資料**Place of Business in Hong Kong**

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262 Gloucester Road, Causeway Bay
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Registered Office

Maples Corporate Services Limited
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Grand Cayman KY1-1104
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Principal Share Registrar

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Royal Bank House — 3rd Floor
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P.O. Box 1586
Grand Cayman, KY1-1110
Cayman Islands

Hong Kong Branch Share Registrar

Computershare Hong Kong Investor Services Limited
46th Floor, Hopewell Center
183 Queen's Road East, Wanchai
Hong Kong

Legal Advisors

As to Hong Kong Law
Sullivan & Cromwell (Hong Kong) LLP

As to Cayman Islands Law
Maples and Calder Asia

Principal Bankers

Agricultural Bank of China
BNP Paribas
DBS Bank
Industrial Commercial Bank of China
Rabobank
Standard Chartered Bank

Auditors

Ernst & Young

Investor Relations Consultant

Strategic Financial Relations (China) Limited

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註冊辦事處

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Grand Cayman KY1-1104
Cayman Islands

主要股份過戶登記處

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Royal Bank House — 3rd Floor
24 Shedden Road
P.O. Box 1586
Grand Cayman, KY1-1110
Cayman Islands

香港股份過戶登記分處

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46樓

法律顧問

香港法律
蘇利文•克倫威爾律師事務所(香港)
有限法律責任合夥

開曼群島法律
Maples and Calder Asia

主要往來銀行

中國農業銀行
法國巴黎銀行
星展銀行
中國工商銀行
荷蘭合作銀行
渣打銀行

核數師

安永會計師事務所

投資者關係顧問

縱橫財經公關顧問(中國)有限公司

HIGHLIGHTS

摘要

For the six months ended 30 June (Unaudited)	截至六月三十日止六個月 (未經審核)	2020 二零二零年 RMB'000 人民幣千元	2019 二零一九年 RMB'000 人民幣千元	Change 變動 % 百分比
Revenue	收入	37,533,459	39,857,239	-5.8%
Gross profit	毛利	14,652,386	15,578,729	-5.9%
Profit attributable to Owners of the Company	本公司擁有人應佔利潤	1,211,526	2,076,926	-41.7%
Net cash flows from operating activities	經營業務產生的淨現金流量	2,696,776	2,640,283	2.1%
Earnings per share (RMB)	每股盈利(人民幣元)			
— Basic	— 基本	0.309	0.531	-41.8%
— Diluted	— 攤薄	0.308	0.531	-42.0%

- The Group generated revenue of RMB37,533.5 million for the six months ended 30 June 2020 (2019: RMB39,857.2 million), representing a decrease of 5.8% year-on-year. Excluding the business of Shijiazhuang Junlebao Dairy Co., Ltd. ("Junlebao"), which was disposed in 2019, and Bellamy's Australia Limited ("Bellamy's"), which was acquired in 2019, the Group's revenue from comparable businesses amounted to RMB36,887.7 million (2019: RMB33,715.4 million), representing a year-on-year increase of 9.4%. During the period, the Group continued to maintain a trend of high-quality development while each of its main product categories continued to focus on upgrade and innovation in order to satisfy consumers' demand for quality life.
- 本集團截至二零二零年六月三十日止六個月的收入為人民幣375.335億元(二零一九年：398.572億元)，較去年同期減少5.8%。如不包括二零一九年處置的石家庄君樂寶乳業有限公司(「君樂寶」)及二零一九年收購的Bellamy's Australia Limited(「貝拉米」)的業務收入，本集團的可比業務收入為人民幣368.877億元(二零一九年：人民幣337.154億元)，同比增長9.4%。期內本集團繼續保持高質量發展態勢，各主要品類繼續升級創新，不斷滿足消費者的高品質生活需求。

HIGHLIGHTS
摘要

- Profit attributable to owners of the Company amounted to RMB1,211.5 million (2019: RMB2,076.9 million), representing a decrease of 41.7% as compared with the corresponding period last year. The profit attributable to owners of the Company from comparable businesses (excluding Junlebao and Bellamy's) was RMB1,158.4 million (2019: RMB2,001.6 million), representing a decrease of 42.1% as compared with the corresponding period last year. The decrease in profits mainly attributed to an increase in the costs of the Group due to the following measures taken in the first quarter of 2020: (i) the Group had incurred additional expenses on epidemic prevention and control to safeguard the health and safety of its employees, and to ensure the resumption of work and production; (ii) the Group had incurred additional marketing expenses to accelerate the reduction of inventories in its distribution channels; and (iii) the Group had actively fulfilled its corporate social responsibilities and had made cash and dairy product donations to those in need.
- After the outbreak of the COVID-19 Epidemic (the "Epidemic") in early 2020, Mengniu immediately activated the emergency response mechanism, centralising the deployment of various business divisions around the world to carry out prevention and control work, resuming work and production on the premise that both the employee safety was protected and product safety was ensured. During the Epidemic, Mengniu adhered staunchly to its stance to maintain procurement of every drop of qualified fresh milk, helping partners on the upstream of the industrial chain like ranches achieve sustainable development while providing a strong support to ensure a rapid growth in the second quarter. Mengniu timely invested in promotional expenses to reduce channel inventory, actively carried out e-commerce, home delivery business and community group marketing, thereby facilitating a full recovery of the multi-channel sales. Overall business realized a strong recovery in the second quarter.
- 本公司擁有人應佔利潤為人民幣12.115億元(二零一九年：人民幣20.769億元)，較去年同期下降41.7%。可比業務(不包括君樂寶及貝拉米)的本公司擁有人應佔利潤為人民幣11.584億元(二零一九年：人民幣20.016億元)，較去年同期下降42.1%。上述利潤下降主要是因為本集團在二零二零年第一季度的以下舉措導致了額外成本的增加：(i)本集團為保證員工健康安全、正常復工復產而投入了額外疫情防控費用；(ii)本集團為盡快降低渠道庫存而投入了額外營銷費用；及(iii)本集團積極承擔社會責任，向社會捐贈現金及乳製品。
- 二零二零年初2019冠狀病毒肺炎(「新冠肺炎」)疫情(「疫情」)爆發後，蒙牛第一時間啟動應急機制，統一部署全球各單位開展防控工作，在保障員工安全、產品安全的前提下推動復工復產。疫情中，蒙牛堅決不拒收一滴合格生鮮乳，幫助牧場等產業鏈上游伙伴實現可持續發展，也為第二季度的高速增長提供了有力支撐。蒙牛及時投入促銷費用降低渠道庫存，積極開展電商、到家業務以及社群營銷，促進多渠道銷售全面恢復，各項業務在第二季度實現強勁復蘇。

HIGHLIGHTS

摘要

- Mengniu undertook social responsibilities actively, donating cash and products to provide nutritional support to the medical institutions and frontline institutions of epidemic control across the country while donating and constructing an emergency supply centre in Wuhan. In addition, Mengniu fully exploited its powerful logistics capacity, joined with the China Charity Federation and the Blue Sky Rescue Team to carry out a large scale delivery of relief materials across the nation, completing the delivery of more than 40 million pieces of supplies in Wuhan alone. Moreover, all the dairy products donated by Mengniu were delivered to the frontline anti-epidemic personnel within two weeks. Through outstanding performance in assuming social responsibility, Mengniu has greatly enhanced its corporate and brand reputation.
- During the period, for room temperature business, the revenue growth of *Mengniu* branded pure milk further increased. After the launch of the new products of *Milk Deluxe*, *Just Yoghurt* and *Fruit Milk Drink*, room temperature liquid milk business achieved a breakthrough in sales growth. By launching the new chilled products with high added value, the sales of the chilled products led the industry. Focusing on the *Shiny Meadow* and *Modern Meadow* brands, the fresh milk business launched new products and packagings which boosted an almost doubling growth in sales as compared to the corresponding period last year.
- 蒙牛積極承擔社會責任，捐贈現金及產品，為全國醫療機構及抗疫一線機構提供營養支持，並在武漢捐建了應急物資中心。此外，蒙牛發揮強大的物流力量，與中華慈善總會及藍天救援隊在全國聯合開展救援物資轉運工作，僅在武漢一地就完成了四千多萬件物資轉運，而蒙牛捐贈的所有乳製品，也在兩周內全部送達一線抗疫人員手中。蒙牛突出的社會責任表現使企業與品牌美譽度大大提升。
- 期內，常溫業務方面，蒙牛純牛奶收入增速進一步提升，*特侖蘇*、*純甄*及*真果粒*的新品上市後，常溫液態奶業務銷售實現突破式增長。低溫業務推出高附加值低溫新品，銷售領先行業。*鮮奶*業務聚焦*每日鮮語*、*現代牧場*等品牌，推出新產品及新包裝，銷售額較去年同期增長近100%。

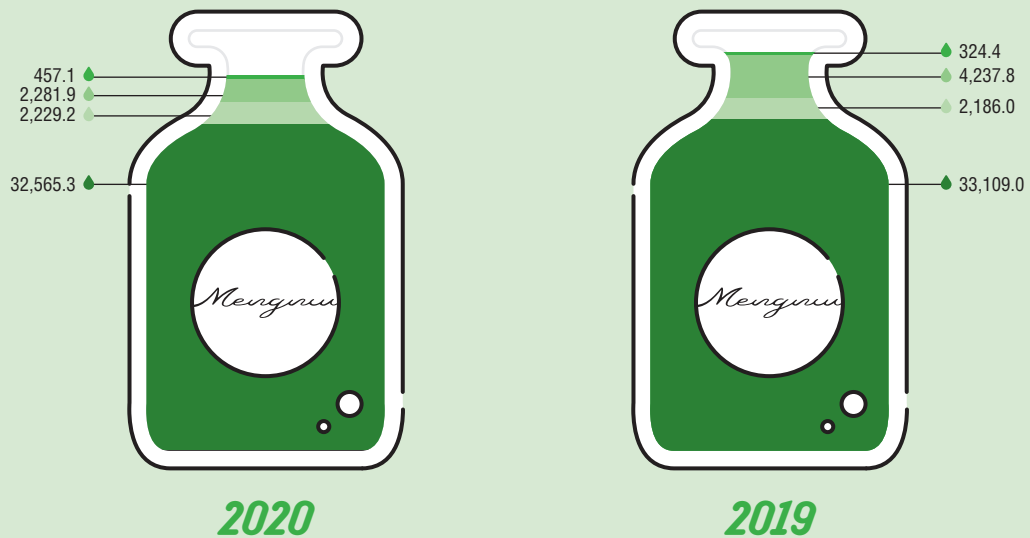
HIGHLIGHTS
摘要


- The ice cream business focused on its star brands, such as *Suibian*, *Deluxe* and *Mood for Green*, actively communicated with consumers. The cheese business created the *Arla ASCX* brand which achieved a high revenue and profit growth against adverse market trend. In terms of the milk formula business, Yashili continued to make every effort to adjust its channels and product strategies. *Bellamy's* brand milk formula and baby food products have also achieved a favourable growth with a significant increase in profitability.
- 冰淇淋業務聚焦隨變、蒂蘭聖雪、綠色心情等明星品牌，積極開展與消費者的溝通。奶酪業務打造愛氏晨曦品牌，銷售及盈利實現逆勢高增長。奶粉業務方面，雅士利持續全力調整渠道及產品策略。*貝拉米*品牌奶粉及嬰兒食品亦實現良好增長，利潤率明顯提升。

Revenue by Product Mix
For the six months ended 30 June


RMB Million
人民幣百萬元

按產品劃分之收入
截至六月三十日止六個月







Liquid Milk
液態奶



Ice Cream
冰淇淋



Milk Formula
奶粉



Other Products
其他產品

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

INDUSTRY REVIEW

Despite the challenges brought by the Epidemic which have resulted in the decrease in China's GDP in the first quarter of 2020 by 6.8% year-on-year, under the leadership of the Chinese government and the united efforts on epidemic control and prevention across the country, the situation has been continuously improving and resumption of work, production, business and operations has been accelerating. The Epidemic has been gradually alleviating and China's economy has been steadily recovering since April, reversing the contraction in the first quarter. In the second quarter, China's GDP has increased by 3.2% year-on-year. In the first half-year of 2020, China's GDP has reached approximately RMB45.66 trillion, representing a slight decrease of 1.6% year-on-year, reflecting the resilience of China's economy.

For the development of the dairy industry, the upstream and downstream enterprises of the industrial chain, including feedstuff and raw material production, rearing and breeding, processing, point of sales, as well as the logistics between each sector, have faced the impact of the Epidemic in the first quarter of the year. With the alleviation of the Epidemic in the second quarter, production and supply operation of the industry has steadily returned to normal and the demand for dairy products has gradually recovered.

While the Epidemic brought short term challenges to the dairy industry, it further boosted consumption upgrade of dairy products. The Epidemic has raised consumers' concern for nutrition, health, immunity enhancement and the quality of products, which provided the drive for revitalization and transformation of the dairy industry. On 8 February, 2020, the National Health Commission of the PRC issued the "Nutrition and Dietary Advice on Prevention and Recovery from Novel Coronavirus Infected Pneumonia" and recommended that "moderate or recovering patients should consume 300g of milk and dairy products per day (Yogurt can be consumed more as they provide intestinal probiotics)". On 26 February, the National Association of Health Industry and Enterprise Management, the Chinese Nutrition Society, the Dairy Association of China and the China Dairy Industry Association jointly published the "Guidelines on Consumption of Milk and Dairy Products for Chinese Citizens", recommending the public to consume 300g of liquid milk or other dairy products with protein content equivalent to 300g of liquid

行業回顧

雖然在二零二零年第一季度，面對疫情帶來的嚴峻考驗，中國國內生產總值同比下降6.8%，但是在中國政府的領導下，全國上下積極推進疫情防控，形勢持續改善，並加快推進復工、復產、復商、復市。進入四月份，疫情已逐漸緩和，中國經濟穩步復蘇，扭轉了首季收縮的形勢，於第二季度中國國內生產總值同比增長3.2%。二零二零年上半年的中國國內生產總值約達人民幣45.66萬億元，同比輕微下降1.6%，反映了中國經濟的強大韌性。

奶業發展方面，今年第一季度其產業鏈上下游環節包括飼料和原料生產、養殖、加工和消費終端，以及各環節之間的物流運輸均面對疫情的衝擊。隨著疫情在第二季度開始逐步緩和，其生產及供應的運作已逐漸恢復正常，乳製品市場需求亦已逐漸恢復。

疫情一方面為奶業帶來了短期的挑戰，另一方面卻進一步推進了乳製品的消費升級。疫情促使消費者更加關注營養健康、增強免疫力以及產品的品質，為奶業的振興與轉型提供新的動力。二零二零年二月八日，中國國家衛生健康委員會推出《新型冠狀病毒感染的肺炎防治營養膳食指導》，建議「普通型或康復期患者每天攝入300克的奶及奶製品（酸奶能提供腸道益生菌，可多選）」。二月二十六日，全國衛生產業企業管理協會、中國營養學會、中國奶業協會和中國乳製品工業協會亦共同發佈《中國居民奶及奶製品消費指導》，建議中國民眾每天攝入300克液態奶或相當於300克液態奶蛋白質含量的其他奶製品，推動民眾的健康飲食。以上政府及權威機構的倡議均將推動乳製品和益生菌飲料的消費需求增長，消費者對乳製品的功能性需求也將擴展，促進乳品品類創新，乳製品品類結構日趨豐富，常溫純牛奶、低

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

milk to promote a healthy diet. The above mentioned recommendations from the government and authoritative institutions promoted growth in the consumption demand for dairy products and probiotics beverages as well as consumption demand for functional dairy products, boosting the innovation of dairy product categories. The categories and product mix of dairy products will be gradually enriched and the scale of different product categories, including room temperature pure milk, chilled fresh milk, chilled yogurt and cheese, will be expanded while consumer demand for high-end organic milk with higher quality will become more prominent.

As for channel development, benefiting from consumers' habit of staying at home during the Epidemic and their pursuit of convenience, new retail business mode, such as e-commerce and O2O home delivery, demonstrated rapid growth in the first quarter this year. With the Epidemic slowing down in the second quarter, some of the sales through e-commerce and the new retail mode has moved to offline channels. However, as online shopping had already become a habit, e-commerce maintained a significant growth in the fast-moving consumer products market in the second quarter. Leading retailers successively expanded their small-scale fresh supermarkets in the communities. They strengthened supply of fresh food, utilized internet technologies to build comprehensive channel contacts in order to strengthen customer interaction, sped up the trend of omni-channel development, and further integrated online and offline channels. These actions realized data sharing among supply chains, logistics and users, becoming the new engine of consumption upgrade and market cultivation for the dairy industry and driving the revolution of consumption experience. In line with such trend, Mengniu proactively explored new e-commerce platforms, O2O home delivery services, community marketing and WeChat marketing during the period in order to speed up the integration of online and offline marketing.

溫鮮奶、低溫酸奶、奶酪等品類規模將進一步擴大，消費者對品質更優的高端有機奶的需求也將更為明顯。

渠道發展方面，受惠於消費者在疫情期間少出門的習慣和追求便利的需求帶動，電商及O2O到家等新零售業務模式在今年第一季呈現爆發式高速增長。雖然隨著疫情在第二季開始緩和，部分電商和新零售的銷售流向了線下渠道，但是由於線上消費習慣已經形成，電商在第二季度的快速消費品市場仍維持大幅增長。領先零售商亦紛紛擴張小型生鮮社區超市，加強生鮮食品的供應，充分利用互聯網技術進行全渠道的觸達，增強和購物者更密切的互動，加速了全渠道發展的趨勢，線上線下渠道進一步融合，實現供應鏈、物流、用戶等的數據共享，成為奶業消費升級、市場培育的新引擎，也驅動了消費者購物體驗的變革。為配合此趨勢，蒙牛在期內積極拓展電商平台、O2O到家業務、社區營銷、微信銷售等新渠道，加速發展線上線下一體化營銷。

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In the beginning of 2020, as the Epidemic outbreak began, the Group's management team immediately activated the national public health incident emergency plan. The Group fully implemented and followed the Chinese government's deployment in controlling the spread of the Epidemic, placing priority on the health and safety of employees. The Group actively responded to the country's call for resumption of work and production while highly safeguarding employee's safety and protection. On the other side, Mengniu has cooperated with upstream and downstream enterprises of the industry chain, strengthening their confidence in fighting the Epidemic and aiding its partners to overcome difficulties together. Five protective measures were adopted, namely, "Securing Procurement, Ensuring Supply, Guaranteeing Delivery, Maintaining Sufficient Capital, and Securing Operations".

Furthermore, Mengniu undertook the responsibilities as the industry's leading enterprise. In order to provide nutritional support, the Group promptly donated cash and products to more than 10,000 medical organizations and front-line epidemic prevention working units. In February, Mengniu made a donation and established the "China Charity Federation (Mengniu) Emergency Resources Centre for Epidemic Prevention and Control", which played a significant role in the delivery of donated supplies to the front-line of epidemic prevention and control.

Soon after the outbreak of the Epidemic, relevant authorities in China launched emergency public health measures including the extension of Chinese Lunar New Year holidays and the imposition of travel and other work-related restrictions. Some of the routes for transporting products of the Group were restricted and the operations of sales points and product turnover were more significantly affected, with adverse effects on its sales and the normal operation of both the upstream and downstream links of its supply chain between February and March 2020. In addition, the costs of the Group for February and March 2020 have increased mainly due to the following measures: (i) the Group had incurred additional expenses in epidemic prevention and control to safeguard the health and safety of the employees and to ensure the resumption of work and production; (ii) the Group had incurred additional sales expenses in promotional efforts at sales points, in order to accelerate the resumption of normal sales and reduce inventories in distribution channels; and (iii) the Group had

業務回顧

二零二零年初疫情爆發，本集團管理層立即啟動全國性公共衛生事件應急預案，一方面全面落實貫徹中國政府疫情防控工作的部署，把員工的健康安全放在第一位，在積極響應國家復工復產號召的同時，極力保障員工安全防護；另一方面，蒙牛協同產業鏈上下游，通過「保收購、保供應、保運力、保資金、保運營」五大策略，強化上下游抗疫信心，最大程度幫扶合作夥伴共渡難關。

此外，蒙牛亦肩負起行業領軍企業責任，第一時間為全國一萬餘家醫療機構及抗疫一線工作單位捐贈款項及產品，為其提供營養支持；二月，蒙牛在武漢捐建「中華慈善總會(蒙牛)疫情防控應急物資中心」，為打通捐助物資通往抗疫一線發揮了重要作用。

疫情爆發後，中國有關部門採取了緊急公共衛生措施，包括延長中國農曆新年假期及實施旅行限制和其他與工作相關的限制等，本集團部分產品運輸線路受到限制，售點運作和產品周轉受到較大影響，從而影響本集團二零二零年二月至三月的銷售，以及上下游全供應鏈的正常運作；此外，本集團二零二零年二月至三月的以下舉措，導致了額外成本的增加，主要包括：(i)本集團為保證員工健康安全、正常復工復產而投入額外疫情防控費用；(ii)本集團投入了額外營銷費用，在售點加大促銷力度，以加速恢復正常的銷售節奏，盡快降低渠道庫存；及(iii)本集團積極承擔社會責任，向全國一萬餘所醫院等抗擊疫情相關機構捐贈款物，其中包括在武漢捐建「中華慈善總會(蒙牛)疫情防控應急物資中心」。可比業務(全文提到的「可比業務」均指不包括君樂寶及貝拉米)在

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actively fulfilled its corporate social responsibilities by donating cash and products to more than 10,000 hospitals and relevant epidemic control organizations, and establishing the “China Charity Federation (Mengniu) Emergency Resources Centre for Epidemic Prevention and Control”. The Group’s revenue from Comparable Businesses (the “Comparable Businesses” mentioned in the full text refers to “excluding Junlebao and Bellamy’s”) in the first quarter amounted to RMB17,122.7 million, which is comparable to the same period last year, while the loss attributable to owners of the Company amounted to RMB126.8 million.

During the period, the Group has actively taken measures to minimize the Epidemic’s impact on our business, which included increasing the Group’s promotional efforts through e-commerce, O2O home delivery and close cooperation with fresh food new retail platforms. Furthermore, the Group has strengthened its efforts in upgrading its products, as well as diversifying, digitalizing and internationalizing its operations in recent years, which has improved its ability to control and manage the challenges it faces. Since April, Mengniu’s overall business had recovered well and improved sequentially. The Group’s revenue from Comparable Businesses in the second quarter amounted to RMB19,765.0 million, representing an increase of 19.2% as compared with the corresponding period of last year, while the profit attributable to owners of the Company amounted to RMB1,285.2 million, representing an increase of 86.2% as compared with the corresponding period last year.

Despite the impact of the outbreak on the dairy industry and the Group, the Epidemic has raised an unprecedented level of consumers’ concerns on their immune systems, which prompted a rapid increase in the consumption of health-related products such as dairy products. On 15 February 2020, Mengniu and the Food, Nutrition and Health Industry branch of the National Association of Health Industry and Enterprise Management jointly launched the “A Glass of Milk a Day Keeps Chinese People Healthy” initiative, encouraging the public to consume a reasonable amount of milk and dairy products, especially those with probiotics and prebiotics, which help improve intestinal micro-ecology and the prevention of infection and treatment of COVID-19. In light of the upgrade in the consumption trend and the continuously increasing emphasis by consumers on health and nutrition, the Board expects an increasing consumer demand for

第一季度的收入同比基本持平，為人民幣171.227億元，本公司擁有人應佔虧損為人民幣1.268億元。

本集團在期內採取積極措施應對疫情帶來的影響，例如加大促銷力度，通過電商、O2O到家等業務以及與生鮮新零售平台開展密切合作等；此外，本集團近年來在高端化、多元化、數字化和國際化方面作出的努力，亦增強了本集團面對挑戰的能力。自四月份以來，蒙牛整體業務恢復良好，並逐步改善，本集團於第二季度可比業務的收入為人民幣197.650億元，較去年同期增長19.2%，本公司擁有人應佔利潤為人民幣12.852億元，較去年同期增長86.2%。

儘管乳製品行業以至本集團在疫情期間受到一定影響，在抗擊疫情過程中，消費者對於免疫力的關注達到了前所未有的高度，進一步推動了乳製品等健康品類消費的快速提升。於二零二零年二月十五日，蒙牛與全國衛生產業企業管理協會食品與營養健康產業分會向全社會聯合發出《天天飲奶，健康中國人》的倡議，呼籲全民每天攝入合理的奶及奶製品，尤其是含有益生菌和益生元的奶製品更有利改善腸道微生態以及新冠肺炎的預防和治療。隨著消費升級趨勢以及消費者對營

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dairy products in the future, which will benefit the development of the dairy industry and the Group's business. In the first half of 2020, each of the main categories of Mengniu's products has also continued to focus on upgrade and innovation in order to satisfy consumers' demand for quality life.

Mengniu courageously undertook various social responsibilities during the Epidemic, winning recognition and acclamation from different parties across the society. In "The Index Report of the Most Influential Enterprises Against the Novel Coronavirus Pneumonia 2020", Mengniu ranked third nationally and is the only food product enterprise ranked among the top ten. According to the "Consumer Research under the COVID-19 Epidemic" published by the respected research company Ipsos, Mengniu ranked among the top ten in "Awareness of Enterprises that Organized Charity or Cash/Supply Donation Activities and the Most Impressive Donations". As shown in the "3.15 Brand Epidemic Fighting Index Report" published by the Chinese Academy of Social Sciences and the Responsibility Cloud Research Institute, Mengniu was awarded the first place among dairy enterprises after an integrated assessment in dimensions of scale and speed of donation.

The contributions made by Mengniu during the epidemic control period also continuously reinforced its brand influence and enhanced its reputation among consumers, winning the recognition of authoritative institutes. According to the "Asia Brand Footprint 2020" published by the Kantar Consumer Index, Mengniu has once again been awarded second place in the category of "Most Chosen Brands in China," while also being one of the top brands among the Brand Finance Global 500 in 2020. In the China Brand Power Index (C-BPI) list published by the Ministry of Industry and Information Technology of the PRC in 2020, Mengniu has been awarded the first place in Brand Power for China's yogurt business for the tenth consecutive year. *Yoyi C* also once again retained its title as the champion of lactobacillus drinks sector in China. Furthermore, Mengniu has won the No. 1 position for the third consecutive year in the ice cream sector, and the champion in yogurt bar/stick brand rankings.

養健康的關注度持續提高，董事會認為未來消費者對乳製品的需求將進一步增長，利好乳製品行業及本集團業務的發展。二零二零年上半年，蒙牛各主要品類產品亦繼續聚焦升級創新，不斷滿足消費者對高品質生活的需求。

蒙牛勇於承擔疫情期間的各種社會責任，受到了社會各界的認可與讚揚，在《2020年新型冠狀肺炎抗疫企業最具影響力指數報告》中，蒙牛排名全國第三，是榜單前十強中唯一的食品企業。在知名調研公司益普索(Ipsos)發佈的《疫情影響下的消費者系列調研》中，蒙牛集團位列「對企業發起公益或捐助／物活動的認知度及印象最深刻的捐助排名榜」首10名。由中國社科院、責任雲研究院發佈的《3.15品牌戰疫指數報告》中顯示，蒙牛從捐贈規模、捐贈速度等維度的綜合評價中榮獲乳企第一位。

蒙牛在抗疫期間的貢獻，亦助力品牌影響力及消費者美譽度持續上升，獲得權威機構認證。根據凱度消費者指數發佈的《2020亞洲品牌足跡報告》，蒙牛繼續榮獲「中國市場最受歡迎品牌」第二名；蒙牛亦繼續位列Brand Finance二零二零年全球品牌價值500強；在中國工業和信息化部二零二零年中國品牌力指數(C-BPI)排名中，蒙牛連續十年蟬聯中國酸奶行業品牌力榜首，優益C繼續蟬聯中國乳酸菌飲料行業品牌力第一名，此外，蒙牛於冰淇淋／雪糕品牌排行榜中，連續三年位列第一，並在奶酪棒／條品牌排行榜位列第一名。

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In the first half of 2020, benefiting from increased awareness of health and nutrition among consumers, the revenue growth of Mengniu's basic pure milk has further increased. After the launch of new products like *Milk Deluxe* "DreamCap™" package series, *Just Yoghurt* Xiaomanyao series and *Fruit Milk Drink* floral and fruity flavor light lactobacillus drink series, Mengniu achieved a break-through in sales volume growth, and effectively seized market shares. After the outbreak of the Epidemic, all the new retail sales channels like e-commerce, home delivery and community group marketing realized growth due to offline sales obstructions.

During the period, *Milk Deluxe* "DreamCap™" package series launched upgraded organic milk and pure milk products with 3.8 g of protein and 125 mg of original calcium content per 100 ml, which has consolidated *Milk Deluxe*'s position as a premium brand and facilitated a steady enhancement in its market share. In addition, *Just Yoghurt* launched the white peach and pomegranate Xiaomanyao product, which has been welcomed by young consumers since its launch. Also, *Fruit Milk Drink* launched the first floral and fruity flavor light lactobacillus drink series, which include two flavors, namely, sakura and peach, and rose and strawberry. The floral and fruity flavor light lactobacillus drink has been welcomed by consumer groups that pursue high quality lifestyle since its launch, including urban white-collar workers and university students, resulting in several sell outs via e-commerce platform.

Chilled Product Business

Since the Epidemic, consumers have gained greater awareness of the immunity enhancement properties of yogurt and probiotics drinks, which has stimulated the demand for relevant products. During the period, Mengniu has promptly seized market opportunities by continuously launching new chilled products with high quality and high added value, focusing on value marketing and consumer education, as well as by capitalizing on changes in online consumption trends while deepening its RTM strategy. The sales performance of the Group's chilled product led the industry in the first half year.

事業部表現**常溫業務**

二零二零年上半年，受益於消費者對於健康、營養意識的提高，蒙牛基礎純牛奶收入增速進一步提升，*特侖蘇*夢幻蓋系列、*純甄*小蠻腰系列酸奶及*真果粒*花果輕乳乳酸菌飲品系列等新品上市後，銷量實現突破式增長，有效搶佔市場份額。疫情發生後，由於線下銷售渠道受阻，電商、到家業務及社群營銷等新零售銷售渠道實現全面增長。

期內，*特侖蘇*夢幻蓋系列推出每100毫升3.8克蛋白質、125毫克原生高鈣升級有機牛奶及純牛奶新品，鞏固了*特侖蘇*高端品牌地位，拉動其市場份額穩健提升。*純甄*品牌推出白桃石榴小蠻腰產品，上市以來備受年輕消費者青睞。*真果粒*則推出首款花果輕乳乳酸菌飲料系列，包括櫻花白桃和玫瑰草莓兩種口味，上市以來深受都市白領、大學生等追求高品質生活方式的消費群體喜愛，電商平台多次售罄。

低溫業務

疫情後消費者對酸奶及益生菌飲品有提升免疫力功能的認知增加，刺激了有關產品的需求。蒙牛在期內迅速抓住該市場機遇，不斷推出高品質、高附加值低溫新品、聚焦價值營銷及消費者教育，在深化渠道精耕策略的同時緊抓線上消費趨勢變化，上半年低溫產品銷售表現引領行業。

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During the period, being the only yogurt that passed “healthy food” certification, *Champion* gained tremendous attention from consumers. In May, *Champion* launched the new Qingheng product series, which, based on science, advocates the daily intake of probiotics+prebiotics to realize better intestinal wellbeing. Furthermore, through its Blue Cap package series, Probio-M8 series and Qingheng product series, the *Champion* brand has thus formed a comprehensive multi-function product portfolio spanning immunity enhancement, intestinal comfort and constipation relief, raising the competitiveness of its products in terms of functionality and value. In addition, in focusing on satisfying demand for natural, low-sugar and fresh yogurt from Chinese consumers, new products for the *Yoyi C* brand were launched in April. Featuring a sugar control and zero fat formula with white peach oolong and grapefruit flavors, the healthy live bacteria drinks have been welcomed by young consumers since their launch.

Fresh Milk Business

In the first half of 2020, with robust demand for fresh milk products, the consumer penetration rate was rapidly enhanced. Mengniu's *Shiny Meadow* and *Modern Meadow* brands led the growth of the fresh milk product categories, with overall market share jumping to the second in the fresh milk product category in June (Source: Nielsen). The *Shiny Meadow* brand continued to focus on high quality and launched the desert organic fresh milk and new roof box package product, which achieved breakthrough growth since their launch, helping the *Shiny Meadow* brand to achieve triple-digit growth in sales and consolidating its No. 1 position among high-end fresh milk brands. With respect to the *Modern Meadow* brand, it launched new upgraded product packaging during the period and its market share jumped to the second among basic fresh milk brands.

Fresh Milk Business has continued to focus on maintaining “freshness” in the supply chain. In the first half year, the T+0 fresh milk products of *Shiny Meadow* and *Modern Meadow* captured 80% of fresh milk sales. Following continuous enhancements in product power, brand power, channel power and “freshness” power with respect to each of Mengniu's star fresh milk brands, sales from the fresh milk business has nearly doubled year-on-year.

期內，冠益乳作為唯一一款通過「保健食品」認證的酸奶，受到消費者的重點關注。五月，冠益乳推出全新輕衡系列產品，提倡每日科學補充益生菌+益生元，更好實現腸道舒暢。目前，冠益乳品牌已通過旗下小藍帽系列、Probio-M8系列及輕衡系列產品形成增強免疫力、腸道舒暢及改善便秘等全方位多功能性產品集群，持續打造產品在功能和價值上的競爭力。此外，針對中國消費者對於天然、低糖及品質新鮮的產品需求，優益C品牌於四月推出控糖及0脂肪配方白桃烏龍及紅西柚兩種口味，為消費者提供含活菌的健康飲料，上市以來深受年輕消費者喜愛。

鮮奶業務

二零二零年上半年，鮮奶產品需求旺盛，消費者滲透率迅速提升，每日鮮語、現代牧場等品牌引領鮮奶品類增長，總體市場份額於六月躍升至鮮奶品類第二名（數據來源：尼爾森）。每日鮮語品牌持續聚焦高品質，推出沙漠有機鮮牛奶及屋頂包裝新產品，上市以來實現突破性增長，助力每日鮮語品牌銷售額實現三位數增長，穩居高端鮮奶第一品牌。現代牧場品牌期內推出新升級產品包裝，市場份額躍居基礎鮮奶第二品牌。

鮮奶業務不斷聚焦打造供應鏈「鮮」能力，今年上半年，每日鮮語及現代牧場等品牌鮮奶T+0產品已佔鮮奶銷售額八成。隨著蒙牛各明星鮮奶品牌的產品力、品牌力、渠道力及「鮮」能力的不斷提升，鮮奶業務的銷售額較去年同期增長近100%。

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As for the milk formula business, Mengniu holds approximately 51% stake in Yashili International Holdings Limited (“Yashili”, stock code: 1230), which has continued to maintain its development in the business of two major categories, namely infant milk formula and health and nutritional products. In the first half of 2020, Yashili initiated various rebranding projects and relaunched the brand matrixes of two high-end functional and nutritional milk formula for adults, namely *Mengniu Yourui* and *Topconic*, which laid a solid foundation for the further enhancement of its business. *Reeborne*, a milk formula brand of the Group, was relaunched at the end of June with the new series mainly focused on the concept of “A Breast Milk-like Formula”, providing a better diet with more nutrient contents and lighter flavors to the Chinese babies. Currently, *Reeborne* has developed a comprehensive brand matrix from milk, organic milk to goat milk by launching seven products under three series, namely *Reeborne* “Breast Milk-like” milk formula, *Reeborne* “Breast Milk-like” organic milk formula and *Reeborne* “Breast Milk-like” goat milk formula.

During the period, Yashili actively adjusted its channel strategy, with infant milk formula products mainly focused on the mother-and-baby channels, while adult milk powder and nutritional products focused on KA modern trade channels and these were done with all-out efforts. At the same time, Yashili continued to adjust the product strategy by gradually fading out products with low production value and gross profit. The consolidation of product mix has partly offset the sales growth of products to a certain extent, leading to a slight decrease in Yashili’s income.

Bellamy’s

In the first half of 2020, Mengniu carried out comprehensive integration in Bellamy’s in terms of finance, human resource management and corporate governance. Bellamy’s, as a crucial member of Mengniu’s international business, adhered to the “Pursuing Organic, Naturally Organic” brand positioning strategy and continued to construct a matrix of quality organic products while expanding channels inside Australia as well as online. Both milk formula and baby food products of the Bellamy’s brand achieved good growth and profit margins were enhanced significantly during the period. Bellamy’s management team in China is continuously strengthened, building a sound foundation for exploring domestic market opportunities in the future.

雅士利奶粉業務

奶粉業務方面，蒙牛持有約51%股份的雅士利國際控股有限公司（「雅士利」；股份代號：1230）繼續發展嬰幼兒配方奶粉和健康營養品兩大類產品業務。二零二零年上半年，雅士利啟動了旗下多個品牌重塑項目，以及重推高端成人功能型營養奶粉—蒙牛悠瑞和特康力兩大品牌矩陣，為業務的進一步提升打下堅實基礎。本集團旗下的親乳奶粉品牌瑞哺恩於六月底正式煥新上市，全新系列主打親乳概念，以更多營養成分，更加清淡口味，給中國寶寶更好的口糧。目前，瑞哺恩已經建立了從牛奶、有機到羊奶全面的品牌矩陣，推出瑞哺恩親乳奶粉、瑞哺恩親乳有機奶粉、瑞哺恩親乳羊奶粉三大系列七個產品。

雅士利於期內積極調整渠道戰略，嬰幼兒奶粉重點深耕母嬰渠道，成人奶粉和營養品聚焦KA商超渠道，全面發力，並持續調整產品策略，逐步淘汰產值及毛利低的品類，產品的整合在一定程度上部分抵銷了產品的銷售增長，導致雅士利的同比收入輕微下降。

貝拉米

二零二零年上半年，蒙牛對貝拉米財務、人力資源管理、公司治理等方面進行了全面整合。作為蒙牛國際事業部重要的一員，貝拉米堅持「追求極致有機，天生有機」的品牌定位，持續打造高品質有機產品矩陣，以及拓展澳洲境內和線上渠道。期內，貝拉米品牌奶粉及嬰兒食品實現良好增長，利潤率明顯提升，中國管理團隊持續強化，為未來發掘境內市場機遇打下了堅實基礎。

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In addition to the launch of its Chinese-labelled organic baby rice in March, Bellamy's has reacted to the trend towards premiumization and segmentation of infant milk formula in recent years. There has been continuous growth in demands for organic milk formulas, goat milk and A2 milk, and Bellamy's has taken the lead in grasping market opportunities. It launched the first super high-end A2 organic milk formula in Australia in May and a super high-end organic goat milk formula in Australia in June, thereby establishing a matrix of organic formulas. For the cross-border e-commerce channel, Bellamy's products have covered diverse age groups, spanning infant, children and expectant mothers, and included the dual product lines comprising milk formula and baby food.

In addition, Bellamy's has obtained the registration approval of its Chinese-labelled infant milk formula during the period. The first Chinese-labelled *Bellamy's* Kieevagour organic infant milk formula series has also been launched through offline channels in China in late August, thereby Bellamy's will accelerate the expansion of key offline channels of the Chinese-labelled milk formula riding on the brand awareness and reputation accumulated over the years through online channels to expand brand awareness and offline distribution networks in first to third-tier cities.

Ice Cream Business

During the first half of 2020, the ice cream business has continued to focus on its star brands, such as *Suibian*, *Deluxe* and *Mood for Green*. Through a series of marketing activities, including collaborations with other products, celebrity endorsements and joint activities with well-known IPs, the brands were able to precisely target their consumer groups and enhance their brand image, facilitating sales. Among them, the *Deluxe* and *Mood for Green* brands realized double-digit growth. In addition, the newly launched black pineapple fruit pulp milk ice cream and the velvety yogurt milk ice cream of *Deluxe* as well as the new pearl red tea flavor, and cheese and green tea flavor of *Mood for Green* that promoted the concept of quality life have all performed exceptionally. *Suibian* also collaborated with the alcohol brand *Jiangxiaobai* and launched "ice cream for adults", accurately targeting young consumer groups, which enhanced sales.

貝拉米除了於三月上市中文版包裝有機嬰兒米粉外，鑑於近年來嬰幼兒奶粉高端化、細分化趨勢明顯，其中有機奶粉、羊奶粉、A2奶等需求不斷增長，貝拉米率先抓緊市場機會，於五月在澳洲上市首款超高端A2有機奶粉，並於六月在澳洲上市超高端有機羊奶粉，建立有機奶粉系列矩陣。在跨境電商渠道，貝拉米產品已覆蓋嬰幼兒、兒童、孕婦等年齡段，形成了奶粉、嬰兒食品雙產品線。

此外，貝拉米已於期內獲得中文標籤的嬰幼兒配方奶粉註冊許可，首個中文標籤的貝拉米有機菁躍嬰幼兒配方奶粉系列也已於八月下旬在中國線下渠道上市，由此貝拉米將加速拓展中文標籤奶粉的線下重點渠道，依靠在線上渠道多年積累的品牌知名度與口碑，擴大品牌在一至三線城市的知名度及線下分銷網絡。

冰淇淋業務

二零二零年上半年，冰淇淋業務繼續聚焦隨變、蒂蘭聖雪、綠色心情等明星品牌，通過跨界合作、明星代言人、與知名IP聯動等一系列營銷活動，精準定位消費群體，提升品牌形象，助力產品銷售。其中，蒂蘭聖雪及綠色心情品牌均實現雙位數增長。蒂蘭聖雪新推出黑鳳梨果肉牛奶冰淇淋、雪絨乳酪牛奶冰淇淋及綠色心情推出珍珠紅茶口味、芝士抹茶口味等傳遞高品質生活主張的新品，均表現優異。隨變與酒業品牌江小白跨界合作，推出「大人吃的冰淇淋」，精準定位年輕消費群體，助力產品銷售。

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Through effective measures such as penetrating lower tier markets, prompting exploration of major cities, strengthening communications with customers and establishing greater number of point of sales, the ice cream business also realized further enhancement in point of sales management and quality of point of sales growth during the period. Moreover, the ice cream business division continued to promote development of its direct sales system, home delivery business and community group buying business, which resulted in satisfactory results.

Cheese business

Mengniu collaborated with Arla Foods in building the professional cheese brand *Arla ASCX*, which involved comprehensive planning in such areas as brand building, research and development, innovation and construction of factories. Mengniu's significant advantage in channel distribution was leveraged as well in creating a leading Chinese cheese brand. During the period, *Arla ASCX* proactively promoted its innovation across various categories, with product lines spanning kids' cheese, leisure cheese, cheese for complementing meals and high-end cheese products. In building brands such as *Arla ASCX*, the high-end cheese brand *Castello*, and the professional liquid butter brand *Lurpak*, the diverse needs of Chinese consumers have been addressed. In the first half of 2020, due to the growing consumer concern over health, nutrition and quality life in the wake of the Epidemic, *Arla ASCX* has succeeded in realizing high sales growth against adverse market trend, indicating promising prospects in the future.

Quality Management

In the first half of 2020, Mengniu has continued to implement its three-year quality assurance plan. Through the introduction of an advanced ranch management system from Arla Garden and AsureQuality safety management standards from New Zealand, as well as by benchmarking against 52 sets of domestic and foreign laws, regulations and standards relating to animal rearing and breeding, along with observing ISO9000 and ISO22000 management system requirements, Mengniu has established a professional ranch management system. At the same time, by focusing on optimizing and enhancing three aspects, i.e. quality design, product excellence and quality-oriented culture, the 3.0 quality and safety management system has been fully implemented. During the period, Mengniu pride a 100% passing rate in random inspections conducted by governmental departments on the Group's milk source bases.

此外，通過渠道下沉、加快發展重點城市、加強客戶溝通及提升網點數量等有效措施，冰淇淋業務於期內實現終端掌控力、網點增長質量的進一步提高。冰淇淋事業部亦持續推動直營系統、到家業務和社區團購的發展，取得不俗成績。

奶酪業務

蒙牛與Arla Foods強強聯手打造專業奶酪品牌愛氏晨曦，在品牌建設、研發創新、工廠建設等方面全面規劃，並依託蒙牛強大的渠道優勢，傾力打造中國奶酪領導品牌。期內，愛氏晨曦積極推行品類創新，產品線涵蓋兒童奶酪、休閒奶酪、佐餐奶酪及高端奶酪產品，打造包括愛氏晨曦、高端奶酪品牌嘉士德羅(*Castello*)和專業液體黃油品牌樂派克(*Lurpak*)，覆蓋中國消費者不同的需要。二零二零年上半年，在疫情背景下，隨著消費者對健康、營養和高品質生活的關注進一步提升，愛氏晨曦品牌銷售成功實現逆勢高增長，未來前景可期。

質量管理

二零二零年上半年，蒙牛繼續落實質量三年規劃要求，透過引入Arla Garden先進牧場管理體系和新西蘭AsureQuality安全管理標準，對標國內外畜牧養殖相關52部法律法規和標準，結合ISO9000、ISO22000管理體系要求，形成專業化的牧場管理體系，同時圍繞質量設計、完美產品及質量文化三方面進行優化升級，全面落地質量安全管理體系3.0工程。期內，國家相關部門對蒙牛所轄各奶源基地進行抽檢的合格率持續達100%。

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With the aim of improving the quality of milk sources, the China-Denmark Dairy Technical Cooperation Center, jointly established by Mengniu and Arla Foods, invited Danish experts to visit 15 dairy-farm bases in the western region and Inner Mongolia region of China, as well as provided training to 1,337 personnel, during the first half of 2020. Furthermore, Mengniu's "Dairy Cattle Research Institute" has launched three innovative research projects covering the health of dairy cattle, production capacity enhancement of dairy cattle and forage research, and earned the "Regional Service and Promotion Platform of National Dairy Cattle Rearing and Breeding Standardization" certification.

The room temperature product business division has always adhered to its original intention and mission of "Consumer Oriented" and continuously facilitated the development of a "quality-first" culture and enhancing employee's sense of responsibility on quality assurance through launching cultural publicity activities. During the reporting period, the room temperature product business division focused on the enhancement in quality management of the entire industrial chain from three aspects, namely "lean, professional and cooperative". The quality management manual for the room temperature product business division was established by consolidating Mengniu's past excellent practices and cases, with an aim to continuously innovate and improve its quality management approaches and results. The chilled product business division continued to align with Danone Group's newly revised Food Safety Item ("FSI") standards while maintaining effective prevention on systematic risk by introducing 14 major quality assurance tools, integrating GMP, HACCP, ISO 9001, ISO 22000 systems, and combining quality management system 3.0. In addition, the chilled product business division strictly monitored the quality and food safety of new products and conducted evaluation in different aspects, including quality standard, raw material, food contact material, packaging, equipment, transportation test and sensory experience.

Through enhancing production processes and monitoring plans, complying with laws and regulations as well as improving data analysis, the ice cream business division has established a comprehensive food safety risk identification and control system, and established a "digitalized" quality control standard system that is stricter than national standards. In addition, the business division has introduced new technologies and new technical

為提升奶源質量，由蒙牛和Arla Foods共同成立的中國一丹麥乳品技術中心亦在二零二零年上半年邀請丹麥專家走進西部、內蒙大區15家牧業基地，培訓從業人員達1,337人次；而蒙牛的「奶牛研究院」在奶牛健康、奶牛產能提升和牧草研究等領域則開展了3個創新研發項目，並獲得了「國家奶牛養殖標準化區域服務與推廣平台」認證。

常溫事業部始終秉持「以消費者為中心」的初心和使命，不斷推進質量文化建設，通過開展文化宣貫活動，增強員工對質量保證的責任感。報告期內，常溫事業部從「精益、專業及協同」三方面聚焦全產業鏈質量管理優化，在總結蒙牛歷史優秀實踐案例的基礎上建立常溫事業部質量管理手冊，不斷創新、提升質量管理方法及效果。低溫事業部持續對標達能新版食品安全標準(Food Safety Item，簡稱「FSI」)，同時引入14大質量管理工具，並融合GMP、HACCP、ISO 9001、ISO 22000體系，結合質量管理體系3.0，有效預防系統性風險。此外，低溫事業部嚴格把關新品的質量及食品安全，從質量標準、原料、食品接觸材料、包裝、設備、運輸測試、感官體驗各方面，進行評估。

冰淇淋事業部透過生產流程、監控計劃、對標法律法規及數據分析等的提升，建立全面的食品安全風險識別控制體系，建立嚴於國家標準要求的「數字化」質量標準控制體系。此外，該事業部通過引進新技術、新工藝項目，降低交叉污染帶來

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projects to minimize food safety hazards caused by cross-contamination. With the implementation of standardization across product warehousing, transportation, cold chain of point of sales, business operation procedures and digitalized temperature monitoring, the quality of products is assured.

As for the milk formula business, Yashili has benchmarked against Mengniu's quality control systems in terms of marketing management, product innovation management, purchase management, production and operation, logistics and warehousing, sales management and customer communications to achieve a comprehensive management methodology that covers planning, monitoring and evaluation, performance and improvement as well as safety support and protection in relation to quality control.

Milk Source Management

During the epidemic period that spanned the first half of 2020, Mengniu strived to resume work and production. Moreover, five protective measures were adopted, namely, "Securing Procurement, Ensuring Supply, Guaranteeing Delivery, Maintaining Sufficient Capital, and Securing Operations" to facilitate the stable operation of its ranch partners and normal operation of Mengniu's business. With respect to securing procurement, Mengniu safeguarded the procurement of fresh milk from ranch partners in accordance with sales and purchase contracts, promoting sustainable development across the upper stream. As for ensuring supply, Mengniu ensured the stable pricing and timely supply of production materials to cooperating ranches by collaboration with suppliers from the "Aiyangniu" platform. As for guaranteeing delivery, Mengniu worked with the government, dairy associations and logistic partners to ensure the seamless delivery of forage to and fresh milk from ranches. In terms of maintaining sufficient capital, Mengniu liaised with collaborative institutions of supply chain financial platforms to provide support funding to cooperating ranches as well as other forms of support such as lowering interest rates and prepaying milk costs. To secure operations, Mengniu promptly formulated the "Guidance manual for prevention and control of novel coronavirus in ranches" and helped to solve problems raised by ranchers through various online technology seminars and webcasts, so as to further facilitate cost-cutting and efficiency enhancing among ranches. A total of over 14,000 people participated in the online learning broadcasts.

的食品安全隱患，加上實施產品倉儲、運輸、終端冷鏈標準規範化、業務操作流程化、溫度監控數字化，確保產品的品質。

奶粉業務方面，雅士利對標蒙牛質量管理體系，從市場管理、產品創新管理、採購管理、生產運營、物流倉儲、銷售管理和顧客溝通等方面，實現從質量策劃、質量監控與評價、質量績效與改進、質量安全支持與保障的全面管理。

奶源管理

二零二零年上半年疫情期間，蒙牛全力復工復產，並透過「保收購、保供應、保運力、保資金、保運營」五大保障舉措，維護牧場伙伴的穩定經營和蒙牛業務的正常營運。保收購方面，蒙牛按照購銷合同約定，保障對牧場伙伴生鮮乳的正常收購，促進上游可持續發展；保供應方面，蒙牛協同「愛養牛」平台供應商合作夥伴，保障合作牧場生產所需物資的價格穩定與及時供應；保運力方面，蒙牛協同政府、奶業協會及物流合作夥伴，保障牧場飼草料和生鮮乳的運送暢通；在保資金方面，蒙牛協同供應鏈金融平台合作機構，對合作牧場提供扶持資金，推出降息、預付奶款等支持；保運營方面，蒙牛迅速制定《牧場新型冠狀病毒防控指導手冊》，並通過各種線上技術講座、網路直播等方式為牧場人員解答疑難，持續推動牧場降本增效，參與直播線上學習累計人數超過1.4萬人次。

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In order to promote the revitalization of the dairy industry, Mengniu has continued its efforts to realize “Project 136” during the period, which aims to assist ranches in achieving cost reductions and enhancing efficiency, as well as enhancing operational capabilities by integrating upstream information, technology and resources through three platforms: “Digital Milk Source”, “Dairy Cattle Research Institute”, and “Aiyangniu”. The officially upgraded “Aiyangniu” platform, in particular, has opened up to the entire industry, with the aim of removing sales and purchase barriers across the entire industrial chain of the dairy industry, increasing transparency of material sourcing practices in the industry and providing a comprehensive, high limit, inexpensive and convenient supply chain financing solution for upstream and downstream customers in the dairy industry.

Mengniu has also launched policies on subsidies, including those for cattle purchasing and ranch upgrades as well as provided capital support for the collection and storage of forage, helping to further resolve cash flow problem faced by farmers and ranchers. As for technical services, Mengniu’s technicians formed 24 “3+1” operation teams, which were stationed in ranches to assist in cost reduction and efficiency enhancement. At the same time, Mengniu has continued to carry out technical exchange and training activities such as the “University of Ranchers”, “Golden Key of Milk Cow” technical demonstrations, advanced training course for dairy farmers and special courses on livestock rearing, veterinary and equipment, which enhanced the skills of ranchers and laid the foundation for nurturing industry talent.

In addition, Mengniu has entered into a “Strategic Cooperation Agreement on China Dairy Industrial Park” with the municipal government of Hohhot City, Tongliao City and Bayannur City of Inner Mongolia Autonomous Region during the period. The aim of the agreement is to assist Inner Mongolia in completing strategical deployment of the entire industrial chain, covering “planting, rearing and processing” along the Yellow River basin, Xiliao River basin and Nen River basin.

Mengniu has formulated the “Implementation Plan for Protection of Animal Welfare” and “Evaluation Standard for Animal Welfare across Mengniu Dairy Ranches” in 2019. This has established an evaluation standard covering five dimensions and 88 sub-projects. After piloting, promoting and publicising across 123 ranches, Mengniu registered and published the “Implementation System for

為推動奶業振興，蒙牛於期內持續穩步推進「136」工程，通過「數字奶源」、「奶牛研究院」及「愛養牛」三大平台整合上游資訊、技術及資源，助力牧場降本增效，提升運營能力。其中，愛養牛平台正式升級，面向全行業開放，將打通乳業全產業鏈的購銷壁壘，增加行業物資採購透明度，為乳業產業鏈上下游客戶提供全方位、高額度、低成本、便捷化的供應鏈金融解決方案。

蒙牛亦先後出台購牛補貼、牧場升級等補貼政策，並在飼草料收儲等方面提供扶持資金政策，持續解決農牧民的現金流難題。技術服務方面，蒙牛技術人員共組建了24組「3+1」運營小組，進駐牧場幫助降本增效。同時，蒙牛持續開展「牧場主大學」、「奶牛金鑰匙」技術示範專場、奶牛場高級研修、以及畜牧、獸醫、設備專班等技術交流培訓活動，提升牧場人員專業能力，為行業培養人才奠定基礎。

此外，蒙牛於期內與內蒙古自治區呼和浩特市、通遼市、巴彥淖爾市政府簽署「中國乳業產業園戰略合作協定」，助力內蒙古在沿黃河流域、西遼河流域、嫩江流域完成「種、養、加」全產業鏈的戰略佈局。

蒙牛繼於二零一九年制定了《動物福利保障實施方案》和《蒙牛乳業牧場動物福利評價標準》，形成涵蓋5個維度及88個子項目的評價標準，並在123個牧場試點宣傳推廣後，於期內註冊出版了《牧場奶牛福利實施體系》，並在合作牧場開展奶

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Welfare of Dairy Cattle” during the period, and conducted promotions and training relating to dairy cattle welfare with cooperating ranches to enhance exchange among the industry practitioners. Such efforts aligned with the Group’s aim of bolstering production capacity of ranches, enhancing raw milk quality and raising competitiveness at international level through developing a comprehensive dairy cattle welfare system.

Corporate Digitalization Strategy

In 2020, Mengniu established the Group’s digitalization strategy management committee and digital strategy project team in order to focus on its main targets, specifically, the integrating of channels and generating synergies between members of the front-line of the supply chain, realizing its “Four Online” goals, wherein the four online goals being “Consumers Going Online”, “Channels Going Online”, “Supply Chain Going Online” and “Management Going Online”, with the aim of speeding up the comprehensive implementation of the Group’s digitalization strategy and establishing an information system that gradually leads to a data-driven business.

In terms of “Consumers Going Online”, Mengniu’s newly added digitalized precise advertising placement system was completed at the end of April. The seamless matching of the system with Mengniu’s digitalized marketing strategy has resulted in the precise launch of advertising and marketing efforts according to consumer data, as well as enhanced media exposure and conversion rate of clicks.

With respect to “Channels Going Online”, Mengniu’s smart network system provides coverage of distributors of its room temperature product business across the nation, and will gradually encompass other business units.

As for “Supply Chain Going Online”, Mengniu has started the smart warehousing (WTO) project as planned in the first half of 2020. WTO will enable it to address the development trends of warehouse and logistics industry and integrate product warehousing, allocation and delivery operations. Correspondingly, the project will allow for the management and tracking of key processes, spanning warehousing of raw and ancillary materials, warehousing of products to delivery to customers, so as to enhance efficiency of warehouses and create added synergy throughout the order fulfilment process.

牛福利宣傳培訓，增強行業互動，目標通過全面搭建奶牛福利體系，提高牧場產量與提高原奶品質，加強國際競爭力。

企業數字化戰略

二零二零年，蒙牛成立了集團數字化戰略管理委員會和數字化戰略項目組，以聚焦渠道融合和供應鏈前端協同為主要目標，打造「四大在線」，即「消費者在線」、「渠道在線」、「供應鏈在線」及「管理在線」，加速集團數字化戰略全面落地，逐步構建數據驅動業務的信息化體系。

「消費者在線」領域方面，蒙牛新增的數字化精準投放系統已於四月底完成。該系統與蒙牛數字化營銷的無縫對接，透過消費者數據實現了廣告的精準投放與營銷，提升媒體投放曝光及點擊的轉化率。

「渠道在線」領域方面，蒙牛的智網系統已覆蓋常溫業務的全國經銷商，並正逐漸在其他業務單元上線。

「供應鏈在線」領域方面，為了順應倉儲物流時代發展趨勢並實現產品倉配運一體化，蒙牛在二零二零年上半年正按計劃推進智慧倉儲(WTO)項目，該項目將實現原輔料倉儲管理、產品入庫至到達客戶的全程管理及追蹤，提升庫房作業效率，並能促進訂單履約過程的高度協同。

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In regard to “Management Going Online”, phase three of the supply chain financing project initiated by the Group last year is undergoing a system upgrade. Through the addition of functions and optimization, the platform will be able to take up greater workload arising from business growth, contribute to business expansion and resolve difficulties in and the high cost of obtaining financing for business partners from the upstream and downstream of the industrial chain. Furthermore, based on softwares such as DingTalk, Mengniu has constructed a highly efficient collaborative platform covering the upstream and downstream of the industrial chain. This powerful platform has helped to safeguard business activities from front-end sales to delivery, and has facilitated synergies between back-end businesses during the Epidemic, laying a solid foundation for Mengniu to resume work and production during the period to fight against the epidemic.

Branding Strategy

In the first half of 2020, Mengniu has sought to fulfill its mission as encapsulated in the maxim: “A Drop of Nutrition Blooms Every Single Life”. Hence, it has sought to further optimize the branding structure, enhance brand synergy and continue to promote the strategy of brand internationalization. By further enhancing brand equity, Mengniu has moved one step further on the road to become “Mengniu of the World”.

With regard to the marketing of its master brand, Mengniu has capitalized on the popularity of well-known Chinese animation IPs such as “Nezha” and “Jiang Ziya” at the beginning of the year to launch a collection of product with packaging featuring Chinese animation themes to deepen the brand concept of “Nutrition” and to support offline sales. Also, after the outbreak of the Epidemic, Mengniu – being a leading enterprise in China’s dairy industry, took up its corporate social responsibilities and advocated the slogan “Fight Against the Epidemic Courageously, Greatness for China”. Consequently, Mengniu contributed both cash and in-kind donations successively to those on the frontlines of epidemic prevention and control, as well as diligently supported the promotion and implementation of “Nutrition and Dietary Advice on Preventing and Recovering from COVID-19” issued by the National Health Commission of the PRC. In addition, Mengniu collaborated with the Food, Nutrition and Health Industry branch of the National Association of Health Industry and Enterprise Management to advocate the initiative of “A Glass of Milk a Day

「管理在線」領域方面，本集團於去年底啟動的供應鏈金融三期項目，正進行系統切換。通過功能增加及完善，平台將承擔更多業務增長所帶來的工作量，助力業務拓展，並可解決上下游業務合作夥伴融資難和成本高的困難。此外，蒙牛基於釘釘等軟件構建了覆蓋產業鏈上下游的高效協同平台，特別是在疫情期間有力保障了從前端銷售、配送到後端業務協同等業務活動，為蒙牛從抗疫到復工復產打下了堅實的基礎。

品牌策略

二零二零年上半年，蒙牛踐行「點滴營養，綻放每個生命」的使命，進一步完善本集團品牌架構，強化品牌協同效應，持續推進品牌國際化戰略，不斷提升品牌力，在向「世界牛」的蛻變之路上又向前邁進一步。

主品牌營銷方面，蒙牛於年初借勢《哪吒》及《姜子牙》等知名中國動漫IP熱度，推出中國動漫主題包裝產品，深化品牌「營養」主張，助力線下銷售增長。疫情發生後，蒙牛作為中國乳業的領軍企業，主動肩負企業社會責任，提出「勇戰疫情，中國要強」的口號，先後向抗疫一線捐贈款物，並努力推進中國國家衛生健康委員會發佈的《新型冠狀病毒感染的肺炎防治營養膳食指導》的普及與實施，聯合全國衛生產業企業管理協會食品

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Keeps Chinese People Healthy”, and proposed the concept of “500g of Milk Daily, Nourish Your Greatness” as guidance on consumption of dairy products.

For the room temperature product business, *Milk Deluxe* has continued to serve as the title sponsor of the popular variety program “Back to Field Season 4,” produced by Hunan TV, during the period. This aligns with the brand concept of “Betterment” by “Supporting the Betterment of Everyone”. Benefiting from the high ratings and tremendous popularity of the program, together with superb brand exposure, the prominence of *Milk Deluxe* has been further strengthened. Similarly, *Fruit Milk Drink* floral and fruity flavor light lactobacillus drink series has served as the title sponsor of “Idol Producer 2”, an inspirational program produced by iQiyi that targets the young population. The program is appealing and topical, enabling content marketing to achieve encouraging results and the *Fruit Milk Drink* brand to enjoy faster revenue growth.

In respect of the chilled product business, Mengniu has staged the first Yogurt Culture Festival, National Nutrition Week and the online activity of “5.20” Chinese Student Nutrition Day. In addition, ten live broadcast classes on the theme “Yogurt, Probiotics and Immunity” were launched in collaboration with renowned nutrition experts. Through multichannel communications, the awareness of Chinese people towards nutrition associated with live bacteria yogurt was raised. At the same time, the two major brands, *Champion* and *Yoyi C*, took advantage of TV commercials, title sponsorships of variety programs, short videos and live broadcasts in the first half of the year to continuously enhance brand exposure and stimulate purchases.

Regarding the fresh milk business, Mengniu’s *Shiny Meadow* brand has directed its focus on Eastern China in the first half year, and sponsored “Go Fighting! Season 6”, a popular variety show of Dragon TV. Furthermore, *Shiny Meadow* has sought coverage on quality major media from all spheres to strive for ever greater brand exposure and influence, consequently gaining greater market share. As for *Modern Meadow*, it has focused on publicizing the concept of “Good Cattle Produces Good Milk, Naturally Good and Fresh” to highlight its product features, in particular, every 100 ml of fresh milk contains 110 mg of original calcium. From such effort, *Modern Meadow* was able to enhance its brand power as well as capture greater market share.

與營養健康產業分會發出《天天飲奶，健康中國人》倡議，提出「每天一斤奶，營養你要強」的品牌主張，提供乳製品消費指導。

常溫業務方面，*特侖蘇*於期內繼續冠名贊助湖南衛視熱門綜藝節目《嚮往的生活4》，以「支持每一個更好的你」詮釋品牌「更好」主張，受益於節目高收視、高熱度及品牌的高效曝光，持續強化品牌聲量。*真果粒*花果輕乳乳酸菌飲品系列產品冠名愛奇藝青年勵志類綜藝節目《青春有你2》，由於節目熱度、話題度較高，內容營銷效果良好，拉動*真果粒*品牌收入進一步加速增長。

低溫業務方面，蒙牛舉辦首次酸奶文化節、全民營養周暨「5.20」中國學生營養日線上活動，並聯合營養權威以「酸奶、益生菌、免疫力」為主題開展了10場直播課堂，通過多渠道傳播，提升國民對活菌酸奶營養的認知。同時，*冠益乳*及*優益C*兩大品牌在上半年借勢電視廣告、綜藝冠名、短視頻及直播等方式不斷提高品牌聲量，刺激消費者購買意慾。

鮮奶業務方面，*每日鮮語*上半年強勢聚焦華東地區，並特約贊助東方衛視熱門綜藝節目《極限挑戰第六季》，全方位覆蓋各大優質媒體，品牌聲量及影響力不斷提升，市場份額不斷提升。現代牧場圍繞「好牛產好奶，自然好新鮮」的概念，突出每100毫升鮮奶含110毫克原生鈣的產品特點，持續提升品牌力，促進市場份額增長。

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In terms of the milk formula business, Yashili has launched various rebranding projects in the first half of 2020 and relaunched brand matrixes of two high-end functional and nutritional milk formulas for adults, namely *Mengniu Yourui* and *Topconic*, which laid a solid foundation to the further enhancement of its business. *Reeborne*, a milk formula brand of the Group, was relaunched at the end of June and the new series mainly focused on the concept of “A Breast Milk-like Formula”, seizing the market by more nutrient contents and lighter flavors. Currently, *Reeborne* has developed a comprehensive brand matrix from milk, organic milk to goat milk by launching seven products under three series, namely *Reeborne* “Breast Milk-like” milk formula, *Reeborne* “Breast Milk-like” organic milk formula and *Reeborne* “Breast Milk-like” goat milk formula. Through a comprehensive product structure, it strived to become the first choice of brand providing nutritional solution for Chinese mothers and babies.

With reference to the ice cream business, *Suibian* has engaged idols such as Chen Feiyu and Ren Jialun, and skier Gu Ailing to serve as brand ambassadors and to help increase the trendiness of the brand. Meanwhile, *Deluxe* has put forward the brand concept “Less is More”. In addition, it has cooperated with the brand ambassador Qi Wei in launching a new brand image to appeal to its target group – new age women, and building a high-end image for the brand. As for *Mood for Green*, it has adopted a series of marketing activities such as the cross-sectoral co-branding of “Jiang Ziya” IP and title sponsoring the gourmet documentary, “Once Upon a Bite” of Zhejiang TV, integrating internal and external resources to promote online and offline sales.

For the cheese business, *Arla* invited the world-renowned pianist Lang Lang and his wife Gina Alice Redlinger as its global brand ambassadors, to jointly promote cheese cuisine culture. In addition, new brand image advertisements will be placed on offline platforms across the country; social media platforms will be leveraged to conduct innovative promotion campaigns; and close interaction with consumers will be facilitated through Tmall and JD.com to strengthen loyalty among consumers.

奶粉業務方面，雅士利在二零二零年上半年啟動了旗下多個品牌重塑項目，以及重推高端成人功能型營養奶粉——蒙牛悠瑞和特康力兩大品牌矩陣，為業務的進一步提升打下堅實基礎。集團旗下的親乳奶粉品牌瑞哺恩於六月底正式煥新上市，全新系列主打親乳概念，以更多營養成分、更清淡口味搶佔市場。目前，瑞哺恩已經建立了從牛奶、有機到羊奶全面的品牌矩陣，推出瑞哺恩親乳奶粉、瑞哺恩親乳有機奶粉、瑞哺恩親乳羊奶粉三大系列七個產品，通過完善的產品結構，致力成為中國媽媽和寶寶營養全方案的首選品牌。

冰淇淋業務方面，隨變以陳飛宇、任嘉倫等偶像和滑雪運動員谷愛凌作品牌代言人，打造潮流品牌；蒂蘭聖雪提出「越純粹，越珍貴」的品牌理念，與代言人戚薇合作推出全新品牌形象，針對新時代女性目標客群，實現品牌高端轉型；綠色心情通過跨界聯名《姜子牙》IP、冠名浙江衛視美食探索紀錄片《風味人間》等一系列營銷活動，整合內外資源，提振線上及線下銷售。

奶酪業務方面，愛氏晨曦邀請全球知名鋼琴演奏家郎朗及其夫人吉娜成為全球代言人，共同推廣奶酪食用文化，並將在全國線下平台投放全新品牌形象廣告，借助社交平台創新宣傳，通過天貓、京東與消費者深度互動，增強消費者的品牌忠誠度。

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Sales Management

In the first half of 2020, the Epidemic swept across the country. Offline sales were significantly affected due to preventive measures imposed such as home isolation. Various business divisions of Mengniu responded rapidly to the changing consumption practices in the Epidemic. Online sales channels such as e-commerce, home delivery and community marketing experienced a boom. With the support of digital strategies, Mengniu was able to further advance its delicacy management of sales channels. The Smart Network System for room temperature business has been fully launched, covering all distributors. Consequently, both distributor management and operational efficiency have been enhanced by online management of display costs and sales staff expenses.

Concerning the room temperature business, it has upgraded its “Penetration into Towns and Villages Project” in the first half year, which has included the adoption of a four-pronged approach comprising “Exclusive Products”, “Exclusive Storekeepers”, “Exclusive Platforms” and “Exclusive Partners”. Rural markets have been further developed, such that the number of sales points and sales volume have increased. E-commerce home-delivery platforms such as JD Daojia, Taoxianda, Ele.me have attained impressive year-on-year growth. During the period of 6.18 Shopping Festival, *Milk Deluxe* upgraded the brands’ organic products and ranked first among its peers in terms of online market share, while remarkable growth in sales volume of *Just Yogurt* and *Fruit Milk Drink* was realized. In addition, through community group marketing, the room temperature business succeeded in developing a sales model for delivering products directly to communities. Mengniu also collaborated with online fresh food shopping platforms such as Meicai, which resulted in rapid sales growth.

銷售管理

二零二零年上半年疫情席捲全國，居家隔離的防疫措施給線下銷售帶來極大的影響，蒙牛各業務部迅速響應疫情期間的消費習慣變化，電商、到家業務及社區營銷等線上銷售渠道實現全面增長。在數字化戰略的支持下，蒙牛不斷推進渠道管理精細化，智網系統已在常溫業務的所有經銷商範圍內上線，透過線上管理陳列及銷售人員費用，提升經銷商管理和營運效率。

常溫業務於上半年升級「鎮村通工程」，圍繞著四個專屬，即「專屬產品」、「專屬掌櫃」、「專屬平台」和「專屬夥伴」，深挖農村市場，成功增加渠道網點和提升銷量。電商到家業務方面，蒙牛產品在京東到家、淘鮮達、餓了麼等平台銷售額同比去年實現突破性增長。618購物節期間，*特倫蘇*全面升級有機產品，線上市場佔有率領跑行業，*純甄*、*真果粒*等產品銷量均實現大幅增長。此外，透過社群營銷，常溫業務成功發展了產品直達社區的銷售模式；蒙牛亦與美菜平台等線上買菜平台合作，實現銷售額快速增長。

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As for the chilled product business, sales volume and market share have been effectively enhanced through deeper channel penetration and faster development of innovative new retail models. The proportion of sales from e-commerce, community marketing and O2O businesses has increased quickly. In addition, the launch of new products such as the *Champion* Qingheng series and *Yoyi C* sugar control series witnessed significant improvement in overall profitability across modern trade channels. In traditional channels, chilled product business was able to benefit from opportunities arising from the ongoing exploration of lower-tier city markets. Consequently, it achieved steady growth in product distribution rate and market coverage.

The fresh milk business currently covers 18 provinces and 4 municipalities, including Shanghai and Beijing. During the period, Mengniu has quickly expanded its channels and point of sales by deploying them around factories, while at the same time has strengthened collaboration with distributors. Due to the Epidemic, the fresh milk business saw sales derived from e-commerce platforms such as Tmall and JD.com increase by more than six folds as compared with the same period last year. The sales from seven home-delivery business platforms, such as 100.me, Miss Fresh, Taoxianda and JD Daojia, have also increased each month.

Regarding the milk formula business, Yashili continued to enhance its strategy in channel deployment, including “Focus on Mother-and-baby Store Channels for Infant Formula Products, Focus on Modern Trade Channels for Nutritional Products, Rapid Development for E-Commerce Channels and All-round Development for New Channels and New Products”. During the Epidemic, Yashili accelerated its development from traditional retail to e-commerce and new retail by facilitating multi-dimensional consumer interaction modes like live broadcast selling, community communication and community group buying so as to deepen consumers’ brand awareness. It also attracted customers and promoted sales through KOL marketing.

低溫業務在進一步深化渠道下沉的基礎上，快速發展創新型新零售模式，有效促進銷量及市場份額提升，電商、社區營銷及O2O線上銷售佔比均迅速擴張。隨著冠益乳輕衡系列及優益C控糖系列的新品推出，現代渠道整體盈利能力明顯提升。傳統渠道方面，受益於持續挖掘下線城市市場機會，低溫產品鋪市鋪貨率穩定提升。

鮮奶業務現時已覆蓋18個省份以及上海、北京等四個直轄市。期內，蒙牛通過圍繞工廠佈局，快速擴展渠道及網點、深化與經銷商的合作。受疫情影響，鮮奶業務在天貓、京東等純電商平台的銷售額比去年同期增長超過六倍，在叮咚買菜、每日優鮮、淘鮮達、京東到家等七大到家業務平台銷售額亦逐月提升。

奶粉業務方面，雅士利持續加強「嬰配奶粉聚焦母嬰渠道，營養品聚焦商超渠道，快速發展電商渠道，新渠道新產品全面發展」的渠道策略佈局。在疫情期間，雅士利更加速了從傳統零售到電商和新零售的發展，推動例如直播帶貨、社群傳播、社區團購等多維度的消費者互動方式，深化消費者對品牌的認知，並活用網紅營銷吸納客戶，刺激銷售。

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Bellamy's launched an organic baby rice product with Chinese label in March. It has taken the lead in exploring the opportunity in the new market segmentation of infant milk formula by launching the first super high-end A2 organic milk formula in Australia in May and a super high-end organic goat milk formula in Australia in June, thereby establishing a matrix of organic milk formula series. The first Chinese-labelled *Bellamy's* Kieevagour organic infant milk formula series has been launched through offline channels in China at the end of August and Bellamy's will gather its resources in building the foundation of its offline image stores to entice new customers for baby food and promote the consumption bundle of baby food and milk formula categories. Also, through the expansion in online cross-border channels such as the flagship stores and social e-commerce for organic A2 milk formula and organic goat milk formula, Bellamy's will also speed up offline channel deployment of the overall organic products matrix.

As for the ice cream business, the Group continued to work on channel penetration and expedited its development in core cities. Besides, it also engaged in information management tools such as "Mengniu Storekeeper" to standardize and improve procedures for refrigeration management, and developed convenience store systems to effectively enhance the coverage of sales points. As for modern trade channels, the ice cream business has continued to promote the development of direct sales systems such as Walmart, Fresh Hema and Super Species, etc. For online channels, the ice cream business division expands coverage to include JD Daojia, Walmart home delivery services, etc., resulting in significant improvement in market share. Mengniu has also swiftly deployed new retail businesses and developed multiple e-commerce platforms for fresh food, including Miss Fresh and 100.me, as well as over thousands of group-purchase groups such as Pupu and Shixianghui.

貝拉米於三月上市中文版包裝的有機嬰兒米粉，並率先開拓嬰幼兒奶粉全新細分市場機會，五月在澳洲上市首款超高端A2有機奶粉，六月在澳洲上市超高端有機羊奶粉，建立有機奶粉系列矩陣。貝拉米首個中文標籤的貝拉米有機菁躍嬰幼兒配方奶粉系列也於八月下旬在中國線下渠道上市，未來將集中資源打造線下形象門店基礎，加速嬰兒食品用戶招新並且驅動嬰兒食品與奶粉品類的捆綁消費。而通過有機A2奶粉、有機羊奶粉在品牌旗艦店、社交電商等線上跨境渠道的擴展，貝拉米也將加快整體有機產品矩陣在線下渠道的佈局。

冰淇淋業務深化渠道下沉，加快發展重點城市，並透過「牛掌櫃」信息化管理工具使冰櫃管理過程更加標準化和流程化，以及通過開發便利店系統，有效提升終端網點覆蓋比例。現代渠道方面，冰淇淋業務持續推動沃爾瑪、盒馬鮮生及超級物種等直營系統的發展。線上渠道方面，該業務進一步覆蓋京東到家、沃爾瑪到家等，市場份額明顯提升。蒙牛並快速佈局新零售業務，開發每日優鮮、叮咚買菜等多個生鮮電商平台及樸樸、食享會等上萬個社團團購群組。

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FINANCIAL REVIEW

Revenue

The Group generated revenue of RMB37,533.5 million for the six months ended 30 June 2020 (2019: RMB39,857.2 million), representing a decrease of 5.8% year-on-year. The Group's revenue from Comparable Businesses amounted to RMB36,887.7 million (2019: RMB33,715.4 million), or an increase of 9.4% year-on-year.

Since the outbreak of the Epidemic at the beginning of this year, the Group has actively taken measures to help distribution channels reduce inventory as soon as possible, accelerate the resumption of normal sales activities and minimize its impact on the business. These measures included increasing the Group's promotional efforts through e-commerce, O2O home delivery and close cooperation with fresh food e-commerce platforms. In the first quarter, the Group's revenue from Comparable Businesses amounted to RMB17,122.7 million (2019: RMB17,130.1 million), which is comparable to the same period last year. Since April, the overall operation of the Group resumed to a satisfactory level and continued to improve sequentially. In the second quarter, the Group's revenue from Comparable Businesses increased by 19.2% to RMB19,765.0 million (2019: RMB16,585.3 million).

Gross Profit

The Group's gross profit for the period declined by 5.9% to RMB14,652.4 million (2019: RMB15,578.7 million) with the gross profit margin slightly decreased by 0.1 percentage points to 39.0% as compared with the same period last year (2019: 39.1%).

Operating Expenses

The Group's operating expenses during the period rose by 3.1% to RMB13,992.4 million (2019: RMB13,567.9 million), representing an increase to 37.3% of the Group's revenue (2019: 34.0%). Such increase was mainly due to the following measures taken by the Group in the first quarter of 2020 that resulted in an increase in extra costs, including (i) additional expenses by the Group for epidemic prevention and control to ensure the health and safety of staff and the normal resumption of work and production; (ii) additional marketing expenses by the Group to reduce its channel inventory as soon as possible; and (iii) active efforts by the Group for assuming social responsibility with donation of cash and products to the society.

財務回顧

收入

截至二零二零年六月三十日止六個月，本集團收入為人民幣375.335億元(二零一九年：人民幣398.572億元)，同比下降5.8%。本集團可比業務收入為人民幣368.877億元(二零一九年：人民幣337.154億元)，同比增長9.4%。

自從今年初疫情爆發以來，本集團積極採取措施應對，包括加大促銷力度，通過電商、O2O到家等業務以及與生鮮新零售平台開展密切合作，以盡快降低渠道庫存，加速恢復銷售，減低疫情帶來的影響。於第一季度，本集團可比業務的收入為人民幣171.227億元(二零一九年：人民幣171.301億元)，與去年同期相若。自四月份以來，本集團整體業務恢復良好，並逐步改善，於第二季度可比業務的收入同比增長19.2%至人民幣197.650億元(二零一九年：人民幣165.853億元)。

毛利

本集團期內毛利下跌5.9%至人民幣146.524億元(二零一九年：人民幣155.787億元)，毛利率較去年同期輕微下跌0.1個百分點至39.0%(二零一九年：39.1%)。

經營費用

本集團期內經營費用上升3.1%至人民幣139.924億元(二零一九年：人民幣135.679億元)，佔本集團收入比例上升至37.3%(二零一九年：34.0%)，上升主要由於本集團在二零二零年第一季度的以下舉措導致了額外費用的增加，包括(i)本集團為保證員工健康安全、正常復工復產而投入了額外疫情防控費用；(ii)本集團為盡快降低渠道庫存而投入了額外營銷費用；及(iii)本集團積極承擔社會責任，向社會捐贈款物。

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During the period, selling and distribution expenses increased by 1.6% to RMB11,499.6 million (2019: RMB11,317.7 million), representing an increase of 2.2 percentage points to 30.6% of the Group's revenue (2019: 28.4%).

Advertising and promotion expenses during the period decreased by 6.2% to RMB4,578.2 million (2019: RMB4,880.4 million), representing 12.2% of the Group's revenue (2019: 12.2%).

Administrative and other operating expenses, including impairment losses on financial and contract assets and loss on disposal of financial assets measured at amortised cost, increased by 10.8% to RMB2,492.8 million (2019: RMB2,250.2 million), accounting for 6.6% (2019: 5.6%) of the Group's revenue. The increase was mainly due to the active donation of cash and dairy products during the Epidemic.

Profit from Operating Activities and Net Profit

During the period, due to the decrease in the overall revenue of the Group and the increase in the above mentioned operating expenses, the Group's earnings before interest, taxes, depreciation and amortization ("EBITDA") declined by 37.5% to RMB2,194.9 million (2019: RMB3,511.6 million) with EBITDA margin at 5.8% (2019: 8.8%).

Profit attributable to owners of the Company decreased by 41.7% year-on-year to RMB1,211.5 million (2019: RMB2,076.9 million). Basic earnings per share were RMB0.309 (2019: RMB0.531), down by 41.8% year-on-year. The profit attributable to owners of the Company from Comparable Businesses was RMB1,158.4 million (2019: RMB2,001.6 million), representing a decrease of 42.1% as compared with the corresponding period last year, of which loss attributable to owners of the Company for the first quarter amounted to RMB126.8 million (2019: Attributable profit of RMB1,311.4 million); the profit attributable to owners of the Company for the second quarter amounted to RMB1,285.2 million (2019: RMB690.2 million), representing an increase of 86.2% as compared with the same period last year.

期內銷售及經銷費用上升1.6%至人民幣114,996億元(二零一九年:人民幣113,177億元),佔本集團收入比例上升2.2個百分點至30.6%(二零一九年:28.4%)。

期內廣告及宣傳費用下降6.2%至人民幣45,782億元(二零一九年:人民幣48,804億元),佔本集團收入比例為12.2%(二零一九年:12.2%)。

行政及其他經營費用,包括金融及合約資產減值損失及按攤銷成本計量金融資產的出售虧損,上升10.8%至人民幣24,928億元(二零一九年:人民幣22,502億元),佔本集團收入比例6.6%(二零一九年:5.6%)。上升主要因為疫情期間積極捐贈現金及乳製品所致。

經營業務利潤及淨利潤

期內,由於本集團整體業務的收入減少,以及上述經營費用的增加,導致本集團息稅折舊攤銷前利潤(EBITDA)減少37.5%至人民幣21,949億元(二零一九年:人民幣35,116億元),EBITDA利潤率為5.8%(二零一九年:8.8%)。

本公司擁有人應佔利潤同比下降41.7%至人民幣12,115億元(二零一九年:人民幣20,769億元)。每股基本盈利為人民幣0.309元(二零一九年:人民幣0.531元),同比下降41.8%。可比業務的本公司擁有人應佔利潤為人民幣11,584億元(二零一九年:人民幣20,016億元),較去年同期下降42.1%。其中,第一季度本公司擁有人應佔虧損為人民幣1,268億元(二零一九年:應佔利潤人民幣13,114億元);第二季度本公司擁有人應佔利潤為人民幣12,852億元(二零一九年:人民幣6,902億元),較去年同期增長86.2%。

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Income Tax Expenses

For the six months ended 30 June 2020, income tax expenses of the Group totaled RMB267.5 million (2019: RMB435.3 million), representing a 38.5% decrease year-on-year. Effective income tax rate was 19.1% (2019: 16.8%), up by 2.3 percentage points year-on-year, and was mainly due to the effective income tax rate of Bellamy's, a newly consolidated subsidiary of the group, was higher than that of other operations of the Group.

Capital Expenditure

For the six months ended 30 June 2020, capital expenditure of the Group amounted to RMB2,457.5 million (2019: RMB2,141.5 million), representing an increase of 14.8% year-on-year. Of the total, RMB1,682.4 million was spent on building new production facilities and modifying existing ones as well as related investments, and RMB775.1 million was invested in equities.

Working Capital, Financial Resources and Capital Structure

For the six months ended 30 June 2020, the Group recorded net cash inflow from operating activities of RMB2,696.8 million (2019: RMB2,640.3 million), representing an increase of 2.1% as compared with the corresponding period last year.

As of 30 June 2020, outstanding interest-bearing bank and other borrowings of the Group increased to RMB29,665.1 million (31 December 2019: RMB23,472.8 million), of which interest bearing bank and other borrowings repayable within one year amounted to RMB15,014.7 million (31 December 2019: RMB13,838.2 million). More than 70% of the interest-bearing bank and other borrowings were bearing interest at fixed rates. The increase in interest-bearing bank and other borrowings was mainly due to additional cash reserves during the Epidemic, part of which had been repaid after the reporting period.

Net borrowings (total amount of interest-bearing bank and other borrowings net of cash and bank balances) of the Group as at 30 June 2020 were RMB18,152.9 million (31 December 2019: RMB16,996.6 million).

所得稅支出

截至二零二零年六月三十日止六個月，本集團所得稅支出為人民幣2.675億元(二零一九年：人民幣4.353億元)，同比減少38.5%。所得稅有效稅率為19.1%(二零一九年：16.8%)，同比上升2.3個百分點，主要由於新納入合併範圍的貝拉米的有效稅率高於本集團其他業務。

資本支出

截至二零二零年六月三十日止六個月，本集團資本支出為人民幣24.575億元(二零一九年：人民幣21.415億元)，同比上升14.8%。資本支出用於新建和改建生產設備及相關投入達人民幣16.824億元，以及股權投資達人民幣7.751億元。

營運資金、財務資源及資本架構

截至二零二零年六月三十日止六個月，本集團經營業務所產生的現金淨流入為人民幣26.968億元(二零一九年：人民幣26.403億元)，與去年同期相比上升2.1%。

於二零二零年六月三十日，本集團之未償還計息銀行及其他借貸上升至人民幣296.651億元(二零一九年十二月三十一日：人民幣234.728億元)，其中一年內償還的計息銀行及其他借貸為人民幣150.147億元(二零一九年十二月三十一日：人民幣138.382億元)。超過七成計息銀行及其他借貸按固定利率計算。計息銀行及其他借貸增加，主要為對疫情期間作額外現金儲備之用，而部分融資亦在報告期後已償還。

本集團於二零二零年六月三十日之淨借貸(計息銀行及其他借貸總額扣除現金及銀行存款)為人民幣181.529億元(二零一九年十二月三十一日：人民幣169.966億元)。

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The Group's total equity as at 30 June 2020 amounted to RMB33,764.1 million (31 December 2019: RMB33,347.3 million). Its debt-to-equity ratio (total amount of interest-bearing bank and other borrowings over total equity) was 87.9% (31 December 2019: 70.4%).

Finance costs of the Group were RMB324.4 million (2019: RMB321.9 million), or approximately 0.9% when expressed as a percentage of revenue (2019: 0.8%), representing an increase of 0.1 percentage points year-on-year.

PRODUCTS

Mengniu insists on drawing on its innovation capability as its core competitiveness and strives to develop functional and customized products in response to the market trend and to satisfy the diverse needs of consumers. In continuing to innovate, Mengniu has focused on product differentiation and premiumization. This has involved the leveraging of its resource advantages and international leading technologies to continuously improve product categories, flavors and packaging, which in turn drive further sales volume growth and industry leadership underpinned by excellent products.

The principal businesses of the Group are liquid milk, ice cream, milk formula and other products. Their performances during the period are outlined below:

Liquid Milk

Revenue amounted to RMB32,565.3 million (2019: RMB33,109.0 million), accounting for 86.8% of Mengniu's total revenue (2019: 83.1%).

UHT Milk

The *Milk Deluxe* 3.0 era began following the launch of its pure milk in upgraded "DreamCap™" packaging last year. This year, upgraded organic milk and pure milk containing 3.8 g of protein and 125 mg of original calcium per 100ml have been launched in May and June. In satisfying health needs and enhancing the consumption experience, the organic milk has been awarded dual certifications for organic products from China and the European Union. Such achievements will further reinforce the premium position of the *Milk Deluxe* brand.

本集團於二零二零年六月三十日之總權益為人民幣337.641億元(二零一九年十二月三十一日:人民幣333.473億元)。債務權益比率(計息銀行及其他借貸總額除以總權益)為87.9%(二零一九年十二月三十一日:70.4%)。

本集團的融資成本為人民幣3.244億元(二零一九年:人民幣3.219億元),佔收入比重約0.9%(二零一九年:0.8%),同比上升0.1個百分點。

產品

蒙牛堅持以創新作為核心競爭力,致力研發功能性和定制性產品以順應市場發展趨勢並滿足消費者多樣化的需求。蒙牛圍繞產品差異化和高端化不斷革新,憑藉自身資源優勢以及國際領先技術持續提升產品品類、口味及包裝,持續推動銷量增長,以卓越的產品領先同業。

本集團主要業務分為液態奶、冰淇淋、奶粉及其他產品,期內表現如下:

液態奶

收入為人民幣325.653億元(二零一九年:人民幣331.090億元),佔蒙牛總收入的86.8%(二零一九年:83.1%)。

UHT奶

特侖蘇於去年推出「夢幻蓋」升級包裝純牛奶,開啟特侖蘇3.0時代。今年五月至六月更新推出每100毫升3.8克蛋白質、125毫克原生高鈣升級有機牛奶及純牛奶新品,有機產品經過中國與歐盟有機雙認證,以滿足消費者的健康需求及提升消費體驗,進一步鞏固特侖蘇的高端品牌地位。

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Mengniu's comprehensive UHT milk line includes *Mengniu* pure milk, high-calcium milk, low-fat high-calcium milk and skimmed milk, offering healthier options to consumers.

Mengniu's *Future Star* A2B-casein pure milk comes from selected ranches that have limited milk supplies, and is aimed at enhancing the quality of children milk products.

Key Products:

- *Milk Deluxe*
- *Mengniu* pure milk
- *Student's Milk*
- *Future Star*

Room Temperature Yogurt

Since the *Just Yoghurt* light flavor yogurt line launched Xiaomanyao, a product with PET bottle packaging, its portability and practicality have increasingly won the hearts of the young. In April, *Just Yoghurt* launched peach and pomegranate flavor Xiaomanyao, which is made from pure raw milk and imported Danish lactobacillus. Its protein content is above the national standard for flavored yogurts, hence combining delicious flavor with good nutritional value.

Key Products:

- *Just Yoghurt* light flavor yogurt
- *Just Yoghurt* fruit pulp flavor yogurt

蒙牛UHT純牛奶包括蒙牛純牛奶、高鈣牛奶、低脂高鈣和脫脂純牛奶等產品，為消費者提供了更多健康選擇。

蒙牛未來星A2B-酪蛋白純牛奶源自專屬牧場，奶源限量供應，專注提升兒童牛奶產品品質。

重點產品：

- 特侖蘇
- 蒙牛純牛奶
- 學生奶
- 未來星

常溫酸奶

*純甄*輕乳酪風味酸奶繼推出PET瓶裝產品小蠻腰以來，其包裝便攜性和實用性深受年輕消費者的喜愛。*純甄*於今年四月推出白桃石榴小蠻腰新品，採用純正生牛乳、進口丹麥乳酸菌發酵，蛋白質含量高出國家風味酸奶蛋白質含量標準，美味與營養價值兼備。

重點產品：

- *純甄*輕乳酪風味酸奶
- *純甄*果粒風味酸奶

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Room Temperature Milk Beverage

During the period, *Fruit Milk Drink* developed the first series of floral and fruity flavor light lactobacillus drink products and launched the sakura and peach flavor as well as the rose and strawberry flavor in January this year. The series emphasizes the innovative pairings of “flower + fruit + light lactobacillus drink”. Made with low-fat lactobacillus, the series has been well received by consumer groups such as urban white-collar workers and university students, and was sold out on multiple occasions on the e-commerce platform since its launch.

Key Products:

- *Fruit Milk Drink* milk beverage
- *Fruit Milk Drink* high-end colorful fruit pulps series
- *Fruit Milk Drink* floral and fruity flavor light lactobacillus drink series

Chilled Yogurt

Champion, the only yogurt awarded the “health food” certificate, launched the new Qingheng product series in May, and promoted the daily replenishment of probiotics and prebiotics for intestinal wellbeing. Through the Blue Cap series, the Probi-M8 series and the Qingheng series under the brand, *Champion* has formulated a comprehensive and multi-function product range that can enhance immunity, promote intestinal health and relieve constipation so as to strengthen the competitiveness of its products in both functionality and value.

The *Bio* product series is positioned as a high-end yogurt, with the main features of being a French-style meal replacement and fruit yogurt. Since launching the first “light meal bottled yogurt”, the Danone *Bio* Smoothie Francais, last October, *Bio* has expanded its high-end product range and optimized its product structure. A highlight of this product range is a sucrose content of less than 0.5%, which suits consumers seeking “controlled sweetness”.

常溫乳飲料

期內，*真果粒*牛奶飲品開拓了首款花果輕乳乳酸菌飲品產品系列，於今年一月推出櫻花白桃和玫瑰草莓兩款口味。該系列產品主打獨特的「花+果+輕乳」的創新組合，採用低脂肪乳酸菌發酵，深受都市白領及大學生等消費群體喜愛，上市以來在電商平台多次售罄。

重點產品：

- *真果粒*牛奶飲品
- *真果粒*高端繽紛果粒系列
- *真果粒*花果輕乳系列

低溫酸奶

*冠益乳*作為唯一一款獲「保健食品」認證的酸奶，於五月推出全新輕衡系列產品，提倡每日科學補充益生菌+益生元，以使腸道舒暢。*冠益乳*品牌通過旗下小藍帽系列、Probi-M8系列及輕衡系列產品形成增強免疫力、腸道舒暢及改善便秘等全方位多功能性產品組合，鞏固其功能與價值兼備的產品競爭力。

*碧悠*系列產品定位高端酸奶市場，主打法式代餐及果酪特色。*碧悠*自從去年十月在中國推出首款「輕食瓶」— 達能*碧悠*法式輕果昔後，擴充了高端品類，完善了產品結構。該產品特色是蔗糖少於0.5%，滿足「控甜」人士。

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Key Products:

- *Champion*
- *Mengniu Nordic Cheese Flavor Yogurt*
- *Mengniu Chinese Nourishing Nuan Yan Yogurt*
- *Bio*

Chilled Milk Beverage

In order to meet the personalized needs of Chinese consumers for natural, low-sugar products, the *Yoyi C* brand launched a controlled sweetness and 0 fat formula series in April 2020. The peach and oolong tea flavor and red grapefruit flavor of this series taste light and not too sweet. These healthy drinks can provide consumers with live bacteria, and both have already been very popular among young consumers.

Key Products:

- *Yoyi C*
- *Yoyi C LC-37*

Fresh Milk

Mengniu's *Shiny Meadow* fresh milk targets the premium market. It is produced using low-temperature membrane concentration technology and Swedish cream separation technology, enabling it to retain the highest proportion of natural nutrients in quality fresh milk. In the first half of 2020, the *Shiny Meadow* desert organic fresh milk was launched, which is produced using pure milk that is originated from desert oases and certified for European organic standards. In addition, *Shiny Meadow* launched a new product with roof box packaging to provide consumers with refreshing experiences, while consolidating the brand's leading position in the high-end fresh milk market. Similarly, *Modern Meadow* has released brand new upgraded packaging in the first half of 2020, thereby further grasping its share of the mid-end fresh milk market.

重點產品：

- 冠益乳
- 蒙牛北歐芝士風味酸奶
- 蒙牛中華滋養暖妍酸奶
- 碧悠

低溫乳飲料

針對中國消費者對於天然、低糖產品的個性化需求，*優益C*品牌在二零二零年四月推出控糖及0脂肪配方系列產品，其白桃烏龍、紅西柚口味輕甜不膩，是能夠為消費者提供活菌的健康飲料，深受年輕消費者喜愛。

重點產品：

- 優益C
- 優益C LC-37

鮮奶

蒙牛佈局高端市場的每日鮮語鮮牛奶，採用低溫膜濃縮技術和瑞典乳脂分離技術，最大化保留優質鮮乳天然營養。*每日鮮語*在二零二零年上半年推出沙漠有機鮮牛奶，採用來自沙漠綠洲的歐盟有機認證純淨奶源。*每日鮮語*更推出屋頂包裝新產品，為消費者帶來新「鮮」感，鞏固高端鮮奶市場領導地位。*現代牧場*鮮牛奶則在二零二零年上半年推出新升級飲品包裝，不斷搶佔中端鮮奶市場份額。

MANAGEMENT DISCUSSION AND ANALYSIS
管理層討論及分析

Key Products:

- *Shiny Meadow* fresh milk
- *Shiny Meadow* cold brew café latte
- *Modern Meadow* fresh milk

Ice Cream

Revenue from the ice cream business amounted to RMB2,229.2 million (2019: RMB2,186.0 million), accounting for 5.9% of Mengniu's total revenue (2019: 5.5%).

Suibian ice cream has collaborated with the liquor brand *Jiangxiaobai* in launching "Ice Cream for Adults", which, targeted specifically at young consumers, pushed product sales.

The premium ice cream brand *Deluxe* has launched the snow velvet yogurt milk ice cream and black pineapple fruit pulp milk ice cream in February 2020. The former is made from rich milk and is infused with delicious yogurt, providing an intense, pure taste. The latter contains premium pineapple pulp and high-quality ingredients that are covered in an elegant black coating. Both products have been well received since their launch.

Mood for Green has launched two innovative products in January 2020 that feature trendy drink flavors, specifically, red bubble tea and cheese matcha, to satisfy consumers' desire for innovative tasting products. The flavored ice cream products have been welcomed by young consumers.

Key Products:

- *Suibian*
- *Deluxe*
- *Mood for Green*
- *Mengniu Ice+*
- *Mengniu* Russian style ice cream brick

重點產品：

- 每日鮮語鮮牛奶
- 每日鮮語冷萃鮮咖啡拿鐵
- 現代牧場鮮牛奶

冰淇淋

收入為人民幣22.292億元(二零一九年：人民幣21.860億元)，佔蒙牛總收入的5.9%(二零一九年：5.5%)。

隨變冰淇淋與江小白酒業品牌跨界合作，推出「大人吃的冰淇淋」，精準定位年輕消費群體，助力產品銷售。

高端冰淇淋品牌蒂蘭聖雪於二零二零年二月推出雪絨乳酪牛奶冰淇淋和黑鳳梨果肉牛奶冰淇淋，雪絨乳酪牛奶冰淇淋醇香牛奶融入美味乳酪，口味純正濃郁，黑鳳梨果肉牛奶冰淇淋以馥雅黑色搭配鳳梨果粒，用料層層優選，上市表現亮眼。

綠色心情於二零二零年一月推出兩款創新流行特飲口味產品，包括珍珠紅茶及芝士抹茶口味冰淇淋，滿足消費者對創新口味的追求，深受年輕消費者歡迎。

重點產品：

- 隨變
- 蒂蘭聖雪
- 綠色心情
- 蒙牛冰+
- 蒙牛俄式奶磚冰淇淋

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Milk Formula

Revenue from the milk formula business amounted to RMB2,281.9 million (2019: RMB4,237.8 million), accounting for 6.1% of Mengniu's total revenue (2019: 10.6%). Revenue of the milk formula business mainly includes revenue from Yashili and Bellamy's.

Yashili

Reeborne reshaped the brand proposition by featuring a lighter taste and more nutritious ingredients to target customers with different needs. The brand launched seven new products in the "Breast Milk-like" powder series, covering mainstream milk powder, organic milk powder and goat milk powder. By adopting advanced MSD drying technology, *Reeborne* Kieember series is able to retain the active nutrients of its ingredients. With double premium protein, patented OPO and highly active CPP and prebiotics that are in the golden ratio, the product provides babies with all kinds of nutrition that can be easily absorbed. *Reeborne* Qinyou organic milk powder adopts the pure organic milk from free-range dairy cows that are grass-fed for 300 days on seven-year clean soil farms in Alps, in a way to provide milk powder with protein content of up to 20% for babies and toddlers. It passes the WIT organic certification and adopts the "One Can, One Code" tracking system to provide quality assurance. *Reeborne* TruYn goat milk powder selects high-quality small molecule goat milk protein, specifically adds rare ingredients such as lactoferrin, the body-friendly OPO structured lipid and probiotics and prebiotics, and adopts the smell removal technology to maintain easy digestion and good absorption.

Arla, the world's largest organic dairy producer with over 100 years of brand history, is an authorized purveyor of dairy products to the Danish royal family. The organic milk formula of *Arla Baby & Me* has obtained three major organic certifications and contains high DHA and probiotics that are in the golden ratio. As for *Arla Baby & Me* Lanxi, it contains the unique NutriCollab formula featuring premium nutrients such as choline, taurine and nucleotide. In addition, the newly upgraded formula of *Arla* Milex, is a Pro Plus nutrition formula that contains OPO structured fat, BB-12 probiotics, and probiotics in the golden ratio, hence is able to satisfy those seeking natural products.

奶粉

收入為人民幣22.819億元(二零一九年：人民幣42.378億元)，佔蒙牛總收入的6.1%(二零一九年：10.6%)。奶粉業務收入主要包括來自雅士利及貝拉米業務的收入。

雅士利

*瑞哺恩*煥新品牌主張，以更清淡的口味及更多營養成分為亮點，針對不同需求的目標客戶，推出七款親乳奶粉系列新品，覆蓋主流牛奶粉、有機奶粉以及細分品類羊奶粉。其中，*瑞哺恩*菁珀牛奶粉以先進MSD乾燥工藝，保留營養成分的活性，含雙重優質蛋白、專利OPO加高活CPP因子以及黃金比例的益生元，為寶寶提供全方位營養，更易吸收。*瑞哺恩*親悠有機奶粉採用來自七年淨土純淨牧場的純淨阿爾卑斯有機奶源，以300天自由草飼的幸福奶牛，為寶寶及幼兒提供蛋白含量高達20%的奶粉，並擁有萬泰(WIT)有機認證以及一罐一碼的溯源系統。*瑞哺恩*初穎親乳羊奶粉甄選優質小分子羊乳蛋白，同時添加珍稀成分乳鐵蛋白、親和人體成分OPO結構脂及益生菌益生元成分，配合脫膾技術，易消化、好吸收。

*Arla*擁有百年品牌歷史，作為全球最大的有機乳品商，被授權為丹麥皇室御用品牌。*Arla*寶貝與我有機奶粉獲得三大有機認證，含高DHA，黃金比例益生元；*Arla*寶貝與我藍曦含有獨特的NutriCollab營養協同組合，添加膽鹼、牛磺酸、核苷酸等優質營養元素；*Arla*美力滋全新升級配方以OPO結構脂、BB-12益生菌、黃金比例益生元，組成Pro Plus營養方程式，貼合自然需求。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

Yashili's products also include various milk formula products for adults and multiple series of instant mix products. In the first half of this year, the Group launched two series of milk formulas for the middle aged and the elderly, namely *Mengniu Yourui Liyi*, *Mengniu Yourui Xinpei*. Through selecting functional ingredients that benefits the muscles as well as cerebrovascular and cardiovascular health, this series of milk formula promote the health of the middle aged and elderly population. *Topconic*, the first domestic healthcare milk powder ever been certified as a healthcare food product in China, was also launched by Yashili in May. *Topconic's* high-end adult milk powder for the middle-aged and elderly adopts professional formula and scientific production to boost "nutrition + immunity" and contains "probiotics + prebiotics" as the selling point, both setting a new benchmark for high-end functional milk powder.

Bellamy's

Bellamy's launched the Chinese-labelled organic baby rice series, which is directly canned in and imported from Australia, in March 2020. It also launched the first super high-end organic A2 milk formula as well as super high-end organic goat milk formula in Australia from May to June. The super high-end organic A2 milk formula series is made from 1% rare organic milk source, and contains BB-12 active probiotics, algae oil DHA and lutein. The super high-end organic goat milk formula series, being awarded Australia dual organic certifications, contains 100% pure goat milk protein, D-Geni-X™ probiotics and prebiotics, over 20 types of nutrients and a full lactose formula.

Key Products:

- *Reeborne*
- *Arla Baby & Me*
- *Bellamy's organic milk powder*
- *Bellamy's organic baby rice*

Other Products

Revenue amounted to RMB457.1 million (2019: RMB324.4 million), accounting for 1.2% of Mengniu's total revenue (2019: 0.8%).

雅士利的產品亦包括多種成人奶粉和多個系列沖調產品，本集團於今年上半年推出高端成人功能型營養奶粉 — 蒙牛悠瑞力宜、心沛兩個系列中老年奶粉，通過精選有益於肌肉和心腦血管的功能性配料，促進中老年人群的健康。雅士利亦於本年五月推出國內首款獲得保健食品認證的保健品奶粉 — 特康力，特康力高端中老年成人奶粉採用專業配方、科學配製，以提高「營養力+免疫力」，以及含有「益生菌+益生元」為賣點，打造高端功能型奶粉的新標桿。

貝拉米

貝拉米於二零二零年三月推出中文版包裝系列的澳洲原罐進口有機嬰兒米粉，並於五至六月在澳洲上市首款超高端有機A2奶粉和超高端有機羊奶粉。超高端有機A2奶粉系列採用1%珍稀有機奶源，含有BB-12活性益生菌、藻油DHA及葉黃素，超高端有機羊奶粉系列擁有澳洲雙重有機認證，含有100%純羊乳蛋白、D-Geni-X™益生菌及益生元及20多種營養及全乳糖配方。

重點產品：

- 瑞哺恩
- *Arla寶貝與我*
- 貝拉米有機奶粉
- 貝拉米有機米粉

其他產品

收入為人民幣4.571億元(二零一九年：人民幣3.244億元)，佔蒙牛總收入的1.2%(二零一九年：0.8%)。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Cheese

During the reporting period, the cheese business division consolidated all existing cheese brands under the *Arla ASCX* brand, hence the *Arla ASCX* brand products now have included kids' cheese, leisure cheese, cheese to go with meals and high-end cheese. Furthermore, the premium cheese brand *Castello* and liquid butter brand *Lurpak* have been launched, thereby covering all consumption scenarios. Cheese dessert product with no white sugar content and cheese with 100% fresh cheese content have entered the market in the first half of 2020 as well, so as to address consumers' demand for healthier and more nutritious cheese options which offer rich flavors.

Key Products:

- *Arla ASCX* Cheese for Children's Growth
- *Arla ASCX* cheese dessert
- *Arla ASCX* shredded mozzarella

PRODUCTION

Mengniu deploys its production capacity according to the potential of relevant markets and its own product strategy. As at 30 June 2020, Mengniu had 40 production bases in China, and one production base in Australia, New Zealand and Indonesia respectively. It had a total annual production capacity of 9.75 million tons (December 2019: 9.50 million tons).

SOCIAL RESPONSIBILITY

In the first half of 2020, Mengniu strived to deepen the sustainable development plan and put the vision of "Protecting the Health of Mankind and the Earth" into practice. Apart from continuously advancing the integration of the sustainable development plan and the Group's operation targets and implementing the work for sustainable development in social, economic and environmental aspects, Mengniu leveraged on its abundant corporate resources and network, quickly provided support to various parties during the Epidemic in order to shoulder its corporate social responsibilities proactively.

奶酪

報告期內，奶酪事業部將原有奶酪品牌全部整合為愛氏晨曦品牌，涵蓋兒童奶酪、休閒奶酪、佐餐奶酪及高端奶酪產品，同時推出高端奶酪品牌嘉士德羅(*Castello*)和液體黃油品牌樂派克(*Lurpak*)，覆蓋消費者全天候的食用場景。二零二零年上半年推出0白砂糖含量的奶酪甜點產品及含有芝士的100%鮮奶酪，切合消費者對於更健康、營養、及豐富口味的需求。

重點產品：

- 愛氏晨曦兒童成長奶酪
- 愛氏晨曦奶酪甜點
- 愛氏晨曦馬蘇里拉乾酪

生產

蒙牛根據市場潛力及產品策略佈局產能，截至二零二零年六月三十日，蒙牛於全國共設有生產基地40個，並分別於澳洲、新西蘭及印尼設有生產基地1個，年產能合共為975萬噸(二零一九年十二月：950萬噸)。

社會責任

二零二零年上半年，蒙牛致力深化可持續發展規劃，實踐「守護人類和地球共同健康」的願景，除了繼續推進可持續發展戰略與本集團營運目標的配合，落實社會、經濟、環境領域的可持續發展工作，更於疫情期間憑著豐富的企業資源和網絡，迅速為各方提供支援，積極承擔企業社會責任。

MANAGEMENT DISCUSSION AND ANALYSIS
管理層討論及分析

Following the outbreak of the Epidemic at the beginning of 2020, in response to the government's call for a swift resumption of work, Mengniu, through strengthening safety precaution and control measures, safeguarded the safety of staff as well as the quality of products. Through initiatives such as continuous procurement of raw milk from ranches, prepayment for milk, financial credits and replacing products which were close to the end of shelf-life, Mengniu assisted upstream and downstream collaborative partners in weathering difficulties and ensured the stable supply and pricing in the national dairy market.

During the Epidemic, Mengniu swiftly donated cash and products, thereby providing nutritional support to healthcare institutions and epidemic control frontlines across the nation and established the "China Charity Federation (Mengniu) Emergency Resources Center for Epidemic Prevention and Control" in order to connect the logistics channels for delivering donated resources to epidemic control frontlines. On the first day of lifting the lockdown of Wuhan city, Mengniu announced the free supply of *Milk Deluxe* milk for the entire year to over 40,000 medical staff who supported Hubei, showing respect and care for the epidemic control frontlines.

Mengniu's series of actions in proactively fighting the Epidemic was widely covered by domestic and overseas mainstream media, including CCTV, People's Daily, Associated Press and Reuters, which generated considerable social recognition for the Group as well as acclamations from authoritative institutions. For instance, Mengniu ranked third countrywide in "The Index Report of The Most Influential Enterprises Against COVID-19 2020" and was the only food enterprise among top 10 of the list. In the market research on consumers affected by the Epidemic conducted by Ipsos, a renowned research institute, Mengniu ranked fifth in the "Top 10 in Awareness of Enterprises that Organized Charity or Cash/Supply Donation Activities" and was the only food/dairy enterprise to make the list. In the "3.15 Brands Epidemic Fighting Index Report" published by the Chinese Academy of Social Sciences, Mengniu was also awarded 90.7 points in the Index, being No.1 in the dairy industry.

二零二零年初疫情爆發後，蒙牛響應國家號召快速復工，透過加強安全防控，保障員工安全的同時也確保了產品質量。蒙牛並通過繼續向牧場購入原奶、預付奶款、金融授信、調換臨近保質期產品等方式，幫助上下游合作夥伴共渡難關，確保全國乳品市場供應和價格穩定。

疫情期間，蒙牛迅速捐贈現金及產品，為全國醫療機構及抗疫一線提供營養支持，以及於武漢捐建「中華慈善總會(蒙牛)疫情防控應急物資中心」，打通捐助物資送往抗疫前線的運輸通路。於武漢市解封第一天，蒙牛更宣佈向全國超過四萬名支援湖北的醫護人員免費全年提供特倫蘇牛奶，為抗疫前線送上敬意和關愛。

蒙牛積極抗擊疫情的系列行動得到包括中國中央電視台、人民日報、美聯社、路透社等國內外主流媒體的廣泛報道，為企業贏得巨大的社會讚譽，並獲得權威機構的表揚，包括在《2020年新型冠狀肺炎抗疫企業最具影響力指數報告》中，蒙牛排名全國第三，是榜單前十強中唯一的食品企業；在知名調查機構益普索(Ipsos)的《疫情影響下的消費者系列調研》中，蒙牛位列「企業發起公益或捐助／物活動的認知度TOP10」第五名，是唯一入榜的食品／乳品企業；在中國社科院發佈的《「3·15」品牌戰疫指數報告》，蒙牛亦以90.7分的戰疫指數成為乳品行業第一。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

In the first half of 2020, Mengniu continued to implement the “Inclusive Nutrition Plan” and promoted the “Fresh Nutrients, Ferment Love” online charity event at its first “Yogurt Cultural Festival” initiated in April, which accumulated donations of 65,000 cups of yogurt to children in poorer regions. In June, Mengniu, together with China Youth Development Foundation, announced the donation of 4.8 million packs of Student’s Milk to more than 500 schools in 24 provinces, cities and autonomous regions across the nation, covering over 700,000 students.

Moreover, Mengniu strived to promote the development of the industry in spite of the Epidemic and facilitated the technical exchange and training among ranchers through projects such as “Golden Key of Milk Cow” and “University of Ranchers”. In the first half of 2020, with the operational technology support provided to 1,800 people via the “Aiyangniu” platform, Mengniu assisted ranches in realizing profit enhancement, and by organizing online learning for workman, Mengniu realized the technological knowledge upgrade for 30,000 people from ranches and contributed to the cost reduction and efficiency enhancement of the ranches.

HUMAN RESOURCES MANAGEMENT

As at 30 June 2020, the Group had a total of 37,834 employees in Mainland China, Hong Kong, Oceania, the USA and Southeast Asia, including around 2,574 employees working for Yashili. During the period, total employee costs (including salaries of directors and senior management personnel) amounted to approximately RMB2,949.1 million (2019: RMB3,428.5 million).

During the first half year, Mengniu completed the upgrading of the human resources information system, successfully driving transformation of human resource services into a three-pillar model, with Human Resources Shared Services Center (“HRSSC”), Human Resources Business Partner (“HRBP”) and Center of Expertise (“COE”) as its core.

The Group has also continued to improve various management systems associated with human resources, strengthening the foundation for human resources management. Subsequent to the implementation of the “Quantum Plan” involving pilot scheme for the room temperature business in 2019, which successfully improved results from the frontline operation units, the Group has

二零二零年上半年，蒙牛繼續推行「營養普惠計劃」，於四月發起的首屆酸奶文化節中，推出「鮮活營養讓愛發酵」線上公益活動，為貧困地區孩子累計捐出65,000杯酸奶。蒙牛並於六月攜手中國青少年發展基金會，宣佈向全國24個省市自治區約500多所學校捐贈480萬盒學生奶，覆蓋超過700,000名學生。

此外，蒙牛在疫情下仍然致力推動產業發展，透過「奶牛金鑰匙」和「牧場主大學」等項目，促進牧場主之間的技術交流和培訓。二零二零年上半年，蒙牛通過「愛養牛」平台針對1,800人次的運營技術幫扶，使牧場實現盈利提升，並通過組織網絡技術工匠學習，對牧場30,000人次實現了技術提升，助力牧場降本增效。

人力資源

於二零二零年六月三十日，本集團於中國大陸、香港、大洋洲、美國及東南亞合計共聘用僱員約37,834名，包括雅士利僱員約2,574名。期內僱員總成本(包括董事及高級管理人員薪金)約為人民幣29.491億元(二零一九年：人民幣34.285億元)。

今年上半年，蒙牛完成了人力資源信息系統的升級，順利推進以人力資源共享服務中心(Human Resources Shared Services Center，簡稱「HRSSC」)、人力資源業務夥伴(Human Resources Business Partner，簡稱為「HRBP」)和專家中心(Center of Expertise，簡稱「COE」)為核心的人力資源三支柱轉型。

本集團並持續完善人力資源各項管理制度，鞏固人力資源管理基礎，繼於二零一九年在常溫業務試點實施「量子計劃」，成功改善了一線經營單位的業績後，今年進一步推廣這種敏捷組織的建設。蒙牛並完善了專業崗晉升發展階梯，以及在重點業務單位全面推動了銷售和市場職位的專業

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further promoted the development of such agile organizations this year. Mengniu has also improved its development and promotion system for professional staff, as well as constructed the evaluation models for sales and marketing staff across major business units in order to optimize its human resource evaluation system. Furthermore, the “Future Star” Trainee program, which is an important program for nurturing talents for Mengniu, has fully improved the system of talent development.

To further optimize the comprehensive personnel training system, Mengniu has initiated phase two of the “Blue Ocean Plan,” which caters for senior management talent in each department, launched the “Boundary-less” online community learning project in response to the Epidemic outbreak, and established the Mengniu Marketing Institution in the first half of 2020. Mengniu also increased 242 internal trainers, developed over 500 online professional courses, and conducted 129 face-to-face professional courses in the first half of 2020, so as to provide professional knowledge in different aspects such as marketing, manufacturing and milk sourcing by internal business experts.

Mengniu has continued to optimize its incentive system as well, which is performance-based and is aimed at promoting enterprising spirit and facilitating synergies among staff members. To retain and motivate personnel in middle and senior management, 8,199,897 shares were granted under the share award scheme and 1,016,887 share options were granted under the share option scheme in the first half year. Furthermore, the Group has optimized employee benefits during the year through such means as upgrading health checkups and by adding new two-child benefits to enhance the cohesiveness of the Mengniu Team.

勝任力模型建設，完善人才評估體系。作為蒙牛戰略人才梯隊建設的重要一環，「未來星」培訓生項目亦已全面提升其受訓人員的培養機制。

為完善全方位的人才培養模式，二零二零上半年，蒙牛啟動了培養各部門高級管理人才的「藍海項目」二期計劃、因應疫情推出了「無界」線上社群學習項目和組建了蒙牛營銷學院。蒙牛亦在二零二零上半年新增內訓師242人，開發線上專業課程500餘個，面授專業課程129個，以內部業務專家傳授銷售、生產、奶源等專業知識。

蒙牛持續改善激勵體系，堅持以績效為導向，激發全體員工的進取心與協同。為了保留及激勵中高層管理人員，本集團的股票獎勵計劃及購股權計劃在今年上半年分別共授出限制性股票8,199,897股及購股權1,016,887份。另外，本集團在期內優化員工福利，例如升級體檢措施、新設二胎福利等，提升蒙牛員工的向心力。

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PROSPECTS

In the first half of 2020, Mengniu flexibly adjusted its business strategy and succeeded in minimizing the short-term negative impact of the Epidemic on operations and sales. Looking ahead to the second half of the year, Mengniu will seize the new market opportunities brought by changes in the trends of the nation's consumption habits and channels after the Epidemic, continue to strengthen the promotion and education of the nutritional value of dairy products, expedite the development and deployment of new retail modes such as e-commerce, O2O home-delivery, community marketing and WeChat sales. The Group will also foster improvements and innovations in various fields such as branding, products and management.

As for product innovation, Mengniu will continue to commit to improving the overall health level of the public, concentrating on product development and innovation, as well as focusing on providing higher-quality, more nutritious, healthier, and more diversified dairy products to consumers. Mengniu will continue to emphasize the development of high-potential product categories such as high-end pure milk, chilled yogurt, chilled milk beverages, fresh milk, milk formula and cheese, and to create star products that are organic, low-fat, and low-sugar in the nutritional and health food categories.

The Group strategically acquired Bellamy's at the end of last year in order to implement the overseas strategic layout, thereby driving further upgrade and innovation for infant milk formula and baby food categories. Having obtained the world's top milk sources, formulas, brands and research and development capabilities, along with opening up every sector in the production process from milk sources to production and sales; from research and development to quality control in Australia and New Zealand, this would benefit the Group in achieving full coverage of room temperature, chilled and milk formula products. Through a multi-category and multi-brand portfolio, Mengniu is committed to providing consumers in the Asia-Pacific region with better quality products and becoming a regional market integrator.

展望

二零二零年上半年，蒙牛靈活調整業務策略，成功將疫情對經營和銷售的短期負面影響減至最低。展望下半年，蒙牛將抓緊疫情後國民消費習慣及渠道變化趨勢帶來的新市場機會，繼續加強乳製品營養價值的宣傳和教育、加速電商、O2O到家、社區營銷、微信銷售等新零售的發展和佈局，以及推動品牌、產品、管理等各領域的精進和創新。

產品創新方面，蒙牛將繼續致力於提升公眾整體健康水平，聚焦產品研發與創新，專注為消費者提供更高品質、更營養健康、更多元化的乳品選擇。蒙牛將繼續集中發展高增長潛力品類例如高端純牛奶、低溫酸奶、低溫乳飲料、鮮奶、奶粉、奶酪等，以及打造有機、低脂、減糖等營養健康品類明星產品。

去年底本集團策略性收購貝拉米，以落地海外戰略佈局，推動嬰幼兒奶粉和嬰兒食品類別的進一步升級創新。蒙牛透過獲得全球頂尖的奶源、配方、品牌和研發力量，並在澳大利亞、新西蘭打通了從奶源到生產銷售，從研發到質量管控的全部環節，將有利本集團實現常溫、低溫到奶粉產品的全覆蓋，通過多品類、多品牌的組合，蒙牛將致力於為亞太地區的消費者提供更優質產品，並成為區域性市場整合者。

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Regarding innovation in its channel deployment, Mengniu will continue to drive strategies such as the deepening of channel penetration and “Penetration into Towns and Villages,” and vigorously developing online sales channels including e-commerce, O2O home delivery, WeChat sales and community group marketing. Moreover, it will further promote the use of the Smart Network in its various businesses, thereby enhancing the management of distributors and operational efficiency through the online management of display and personnel costs.

As far as management innovation and upgrades are concerned, Mengniu has established the Group’s Digitalization Strategy Management Committee and Digitalization Strategy Project Team this year in order to accelerate the overall implementation of the Group’s digitalization strategy. The Group is gaining in-depth insights into and accurately assessing and meeting consumer needs, achieving synergies in the value chain, opening up the entire marketing chain as well as promoting the online and offline omni-channel integration, thereby creating the core competitive advantage driven by Mengniu’s digitalization.

Mengniu deeply understands that in order to become a commendable and honest enterprise, firstly, every Mengniu staff member should be an honest person. As a food enterprise and a dairy industry practitioner, the highest integrity is exerting the best effort to ensure product and service quality. Quality performance is not only the responsibility of the quality department, it is also the shared responsibility of all the employees and partners. Following up on the release of the “Quality Culture Manual” in March this year, Mengniu will continue to better live the “quality-first” culture and uphold the “Four Uncompromisings” management philosophy, which includes the product uncompromising, quality uncompromising, value uncompromising, and execution uncompromising in order to provide world-quality products and services for global consumers. Mengniu will utilize its unique 4Qs quality management system, which comprises the quality policy and objective system (QPOS) as the guidance; the quality assurance system (QAS) as the fundamental standard; the quality control system (QCS) as the systematic procedures; and the quality support system (QSS) as the resources for management support. These efforts are aimed at establishing a centennial nutritional and healthy food company driven by innovation, actively contributing to the revitalization and high-quality development of China’s dairy industry.

渠道創新方面，蒙牛將不斷推進渠道下沉及「鎮村通」等策略，大力發展電商、O2O到家、微信銷售及社群營銷等線上銷售渠道，以及進一步推動智網系統在各業務的使用，透過線上管理陳列及人員費用，提升經銷商管理和營運效率。

管理創新及升級方面，今年蒙牛已成立了集團數字化戰略管理委員會和數字化戰略項目組，以加速集團數字化戰略全面落地。本集團將深刻洞察並精準滿足消費者需求，實現價值鏈協同、營銷全鏈路打通，及線上線下全渠道融合，從而打造蒙牛數字化驅動的核心競爭優勢。

蒙牛深明要成為一家為人稱道的正直企業，每位蒙牛人首先須成為一名正直的人，而作為一家食品企業和一位乳業工作者，盡全力保障產品質量和服務質量，就是最大的正直。質量工作不只是質量部門的事，更是全體員工及合作夥伴們的共同事業。蒙牛在今年三月發佈《質量文化手冊》後，將持續更好地踐行質量文化，秉承「四個不妥協」的管理理念，即產品不妥協、質量不妥協、價值觀不妥協、執行力不妥協，為全球消費者提供世界品質的產品與服務。蒙牛將透過4Q特色質量管理體系，即以質量方針和目標體系(QPOS)為導向、質量保證體系(QAS)為基礎規範、質量控制體系(QCS)為系統方法、質量支持體系(QSS)為管理資源支撐，將蒙牛建設成為創新引領的百年營養健康食品公司，並且積極對中國奶業振興、實現中國乳業高質量發展作出貢獻。

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In the future, Mengniu will also fully implement the integration of the sustainable development strategy with the operational objectives of the Group, adhering to the vision of “Protecting the Health of Mankind and the Earth” and encompassing the three major aspects, namely the economy, the society and the environment, to create sustainable competitiveness. The Group will continue to promote the “Inclusive Nutrition Plan” to improve the nutritional level of children in poverty-stricken areas, while improving the quality of business talents and protecting the rights and interests of employees, thereby paving the way for a better life. To achieve a win-win situation for the entire industrial chain, Mengniu will continue to pay attention to the animal welfare and ranch environmental work, while expanding the proportion of green energy and green packaging materials. On the basis of optimizing the efficiency of resource utilization, Mengniu is committed to establishing a green and sustainable ecosystem. In the future, the Group will continue to implement the concept of sustainable development in order to foster its high-quality development in the long run, thereby creating greater value for all of Mengniu’s stakeholders.

In order to further arouse Mengniu staff to forge ahead and drive for innovation, Mengniu has also initiated a new upgraded version of its corporate culture, formulating new corporate vision, mission and core values as well as culture. With the mission of “A Drop of Nutrition Blooms Every Single Life” and the vision of “Provide Prairie Cow’s Milk for Two Billion Consumers Worldwide,” the Group carries through the Mengniu spirit of “Born for Greatness, Outperforming Oneself” in inspiring the employees to work diligently, thereby guiding Mengniu to achieve the goals of the 2025 Strategy.

未來，蒙牛亦將全面推進可持續發展戰略與本集團運營目標融合，以「守護人類和地球共同健康」為願景，圍繞「經濟、社會及環境」三大範疇打造可持續發展競爭力。本集團將繼續推進「營養普惠計劃」，提升貧困地區兒童營養水平，同時持續提升業務人才的質素及保障員工權益，引領更美好的生活。為了實現全產業鏈共贏，蒙牛亦將持續關注動物福利及牧場環保工作，不斷擴大綠色能源及綠色包裝材料佔比，在優化資源使用效率的基礎上，致力於建設綠色、環保的可持續發展生態圈。未來，本集團將持續貫徹可持續發展理念，推動企業實現長期高質量發展，為所有蒙牛利益相關方創造更多價值。

為了進一步激發蒙牛人奮發進取、開拓創新的動力，蒙牛亦升級了新版的企業文化，形成了新的企業願景、使命、核心價值觀和文化。本集團以「點滴營養，綻放每個生命」為使命，以「草原牛，世界牛，全球至愛，營養二十億消費者」為願景，發揚「天生要強，與自己較勁」的蒙牛精神，激勵員工奮發向上，引領蒙牛實現二零二五戰略。

REPORT OF THE DIRECTORS

董事會報告

The board (the “Board”) of directors (the “Directors”) of the Company has the pleasure in submitting the interim report together with the unaudited condensed consolidated financial statements of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2020 (the “Interim Financial Statements”).

Interim Dividend

The Directors do not recommend the payment of an interim dividend for the six months ended 30 June 2020 (six months ended 30 June 2019: nil) and propose that the profit for the six months ended 30 June 2020 be retained.

Directors’ and Chief Executive’s Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 June 2020, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”) (the “Associated Corporation”) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) were as follows:

本公司董事(「董事」)會(「董事會」)欣然提呈其中期報告，連同本公司及其子公司(統稱「本集團」)截至二零二零年六月三十日止六個月的未經審核簡明綜合財務報表(「中期財務報表」)。

中期股息

董事不建議派發截至二零二零年六月三十日止六個月的中期股息(截至二零一九年六月三十日止六個月：無)，並建議保留截至二零二零年六月三十日止六個月的利潤。

董事及主要行政人員於股份、相關股份及債權證之權益及淡倉

於二零二零年六月三十日，本公司董事及主要行政人員於本公司及其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)(「相聯法團」)之股份、相關股份及債權證中，擁有登記在根據證券及期貨條例第352條規定存置的登記冊內之權益及淡倉，或根據香港聯合交易所有限公司證券上市規則(「上市規則」)附錄十所載之上市發行人董事進行證券交易的標準守則(「標準守則」)另行知會本公司和香港聯合交易所有限公司(「聯交所」)之權益及淡倉如下：

REPORT OF THE DIRECTORS
董事會報告

Long positions in the shares of the Company or any of the Associated Corporations (including options granted under the Company's share option scheme):

於本公司或其任何相聯法團股份之好倉(包括根據本公司購股權計劃授出的購股權):

Name of Director 董事姓名	Nature of Interest 權益性質	Total Number of Ordinary Shares/ Underlying Share Held 持有普通股/ 相關股份總數	Percentage of the Company's Issued Share Capital ⁽²⁾ 佔本公司已發行股本百分比 ⁽²⁾
Lu Minfang 盧敏放	Personal Interest 個人權益	11,522,520(L) ⁽¹⁾	0.29%

Notes:

(1) It represents 655,111 shares granted to Mr. Lu Minfang in which 369,628 shares remain unvested under the restricted share award scheme of the Company and 10,867,409 underlying shares in respect of the share options granted under the Company's share option scheme.

(2) The calculation is based on the number of shares as a percentage of the total number of issued shares of the Company (i.e. 3,938,589,900 shares) as at 30 June 2020.

(L) Indicates a long position.

Details of the Company's share option scheme and restricted share award scheme are set out in the sections headed "Share Option Scheme" and "Share Award Scheme", respectively below.

Save as disclosed above, as at 30 June 2020, none of the Directors and the chief executive of the Company had any interests and short positions in the shares, underlying shares and debentures of the Company or any of the Associated Corporations as recorded in the register of the Company required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

附註:

(1) 該數目指根據本公司限制性股票獎勵計劃授予盧敏放先生的655,111股股份，當中369,628股股份並未歸屬，以及有關根據本公司購股權計劃授出的購股權的10,867,409股相關股份。

(2) 計算乃按股份數目所佔本公司於二零二零年六月三十日之已發行股份總數(即3,938,589,900股股份)的百分比為準。

(L) 表示好倉。

本公司之購股權計劃及限制性股票獎勵計劃之詳情分別載於下文「購股權計劃」及「股票獎勵計劃」各節。

除上文所披露外，於二零二零年六月三十日，本公司各董事及主要行政人員於本公司或任何相聯法團之股份、相關股份及債權證中，概無擁有任何登記在根據證券及期貨條例第352條規定存置的登記冊內，或根據標準守則另行知會本公司和聯交所之權益及淡倉。

REPORT OF THE DIRECTORS
董事會報告**Substantial Shareholders' Interests**

As at 30 June 2020, the interests or short positions of substantial shareholders, other than the Directors or the chief executive of the Company whose interests and short positions in the shares of the Company and of the Associated Corporations are set out above, in the shares and underlying shares of the Company as recorded in the register required to be maintained under Section 336 of the SFO were as follows:

主要股東權益

於二零二零年六月三十日，根據證券及期貨條例第336條規定存置之登記冊所記錄，本公司的主要股東（於本公司及相聯法團的股份中所擁有的權益及淡倉已於上文載列的本公司董事或主要行政人員除外）於本公司股份及相關股份中的權益或淡倉如下：

Name of Substantial Shareholder	主要股東名稱	Number of Ordinary Shares 普通股數目	Percentage of the Company's Issued Share Capital ^(a) 佔本公司已發行股本百分比 ^(a)
COFCO Corporation	中糧集團有限公司	1,233,700,758(L) ⁽¹⁾	31.32%
COFCO (Hong Kong) Limited	中糧集團(香港)有限公司	1,233,700,758(L) ⁽²⁾	31.32%
China Foods (Holdings) Limited	中國食品(控股)有限公司	1,233,700,758(L) ⁽³⁾	31.32%
Farwill Limited	志遠有限公司	1,233,700,758(L) ⁽²⁾⁽³⁾	31.32%
Colour Spring Limited	彩泉有限公司	1,233,700,758(L) ⁽²⁾	31.32%
COFCO Dairy Holdings Limited	中糧乳業控股有限公司	1,233,700,758(L) ⁽²⁾⁽⁴⁾	31.32%
COFCO Dairy Investments Limited	中糧乳業投資有限公司	1,233,700,758(L) ⁽²⁾⁽⁵⁾	31.32%
Prominent Achiever Limited	互達有限公司	1,233,700,758(L) ⁽²⁾⁽⁵⁾	31.32%
Arla Foods amba	Arla Foods amba	1,233,700,758(L) ⁽²⁾	31.32%
Danone SA	Danone SA	1,233,700,758(L) ⁽⁶⁾	31.32%
Danone Asia Pte Ltd	Danone Asia Pte Ltd	1,233,700,758(L) ⁽²⁾	31.32%
Citigroup Inc.	Citigroup Inc.	201,468,597(L)	5.12%
		1,063,600(S)	0.03%
		195,670,282(P)	4.97%
JPMorgan Chase & Co.	JPMorgan Chase & Co.	197,923,287(L)	5.03%
		8,391,956(S)	0.21%
		163,934,678(P)	4.16%
Schroders Plc	Schroders Plc	275,099,997(L)	6.98%
FIL Limited	FIL Limited	282,779,000(L) ⁽⁷⁾	7.18%
Pandanus Partners L.P.	Pandanus Partners L.P.	282,779,000(L) ⁽⁷⁾	7.18%
Pandanus Associates Inc.	Pandanus Associates Inc.	282,779,000(L) ⁽⁷⁾	7.18%
Mitsubishi UFJ Financial Group, Inc.	Mitsubishi UFJ Financial Group, Inc.	197,026,000(L)	5.00%
Brown Brothers Harriman & Co.	Brown Brothers Harriman & Co.	199,857,023(L)	5.07%
		199,857,023(P)	5.07%

REPORT OF THE DIRECTORS
董事會報告

Notes:

- (1) COFCO Corporation is deemed interested in an aggregate of 1,233,700,758 shares in the Company through its wholly-owned subsidiary, COFCO (Hong Kong) Limited.
- (2) COFCO (Hong Kong) Limited, Farwill Limited, Colour Spring Limited, COFCO Dairy Holdings Limited, COFCO Dairy Investments Limited, Prominent Achiever Limited, Arla Foods amba, Danone Asia Pte Ltd are deemed interested in an aggregate of 1,233,700,758 shares in the Company under section 317 of the SFO.
- (3) China Foods (Holdings) Limited (previously known as COFCO (BVI) No. 108 Limited) is deemed interested in 1,233,700,758 shares in the Company through its wholly-owned subsidiary, Farwill Limited.
- (4) COFCO Dairy Holdings Limited is deemed interested in 1,233,700,758 shares in the Company through its subsidiary, COFCO Dairy Investments Limited.
- (5) COFCO Dairy Investments Limited is deemed interested in 296,028,044 shares in the Company through its wholly-owned subsidiary, Prominent Achiever Limited.
- (6) Danone SA is deemed interested in 1,233,700,758 shares in the Company through its subsidiary, Danone Asia Pte Ltd.
- (7) Based on the disclosure of interest filed by Pandanus Associates Inc., FIL Limited is a controlled corporation of Pandanus Partners L.P., which is in turn a controlled corporation of Pandanus Associates Inc.
- (8) The total issued shares of the Company as at 30 June 2020 was 3,938,589,900.
- (L) Indicates a long position.
- (S) Indicates a short position.
- (P) Indicates a lending pool.

Save as disclosed above, as at 30 June 2020, no other interests or short positions in the shares or underlying shares of the Company were recorded in the register maintained under Section 336 of the SFO.

附註：

- (1) 中糧集團有限公司被視為透過其全資子公司中糧集團(香港)有限公司於本公司合共1,233,700,758股股份中擁有權益。
- (2) 根據證券及期貨條例第317條，中糧集團(香港)有限公司、志遠有限公司、彩泉有限公司、中糧乳業控股有限公司、中糧乳業投資有限公司、互達有限公司、Arla Foods amba、達能亞洲有限公司被視為於本公司合共1,233,700,758股股份中擁有權益。
- (3) 中國食品(控股)有限公司(前稱COFCO (BVI) No.108 Limited)被視為透過其全資子公司志遠有限公司於本公司1,233,700,758股股份中擁有權益。
- (4) 中糧乳業控股有限公司被視為透過其子公司中糧乳業投資有限公司擁有本公司1,233,700,758股股份之權益。
- (5) 中糧乳業投資有限公司被視為透過其全資子公司互達有限公司擁有本公司296,028,044股股份之權益。
- (6) Danone SA被視為透過其子公司達能亞洲有限公司於本公司1,233,700,758股股份中擁有權益。
- (7) 根據Pandanus Associates Inc.提交的權益披露，FIL Limited為Pandanus Partners L.P.的受控法團，而後者為Pandanus Associates Inc.的受控法團。
- (8) 於二零二零年六月三十日，本公司已發行股份總數為3,938,589,900股。
- (L) 表示好倉。
- (S) 表示淡倉。
- (P) 表示可供借出的股份。

除上文所披露者外，於二零二零年六月三十日，根據證券及期貨條例第336條規定存置之登記冊所記錄，概無任何其他於本公司股份或相關股份中之權益或淡倉。

REPORT OF THE DIRECTORS
董事會報告

Share Option Scheme

On 3 June 2016, the shareholders of the Company approved the adoption of a new share option scheme (the “2016 Share Option Scheme”) in order to enable the Group to continue to offer valuable incentive to attract and retain quality personnel to work to increase the value of the shares of the Company. The 2016 Share Option Scheme shall be valid and effective for a period of 10 years commencing from 3 June 2016 and will expire on 2 June 2026.

The movement of the share options granted under the 2016 Share Option Scheme during the period is as follows.

購股權計劃

二零一六年六月三日，本公司股東批准採納新購股權計劃（「二零一六年購股權計劃」），以讓本集團繼續向傑出僱員提供優厚獎勵，以吸引並挽留彼等效力本集團，提高本公司股份價值。二零一六年購股權計劃自二零一六年六月三日起生效，有效期為十年，並將於二零二六年六月二日失效。

於期內根據二零一六年購股權計劃授出的購股權變動如下。

Name or category of participant 參與者姓名或類別	Number of share options 購股權數目				As at 30 June 2020 於二零二零年 六月三十日	Date of grant of share options 授出購股權日期	Exercise period of share options (both dates inclusive) 購股權行使期間 (包括首尾兩天)	Exercise price of share options 購股權行使價 HK\$ 港元
	As at 1 January 2020 於二零二零年 一月一日	Granted during the period 期內授出	Exercised during the period ^(a) 期內行使 ^(a)	Lapsed during the period 期內失效				
Executive Director 執行董事								
Lu Minfang 盧敏放	865,000	—	—	—	865,000	13.7.2017 二零一七年七月十三日	13.7.2018 to 12.7.2022 ⁽¹⁾ 二零一八年七月十三日至 二零二二年七月十二日 ⁽¹⁾	14.812
	690,199	—	—	—	690,199	7.5.2018 二零一八年五月七日	7.5.2019 to 6.5.2023 ⁽¹⁾ 二零一九年五月七日至 二零二三年五月六日 ⁽¹⁾	26.05
	9,312,210	—	—	—	9,312,210	24.12.2018 二零一八年十二月二十四日	1.4.2019 to 23.12.2023 ⁽²⁾ 二零一九年四月一日至 二零二三年十二月二十三日 ⁽²⁾	23.93
Employees in Aggregate 僱員總計	3,969,032	—	(903,450)	—	3,065,582	13.7.2017 二零一七年七月十三日	13.7.2018 to 12.7.2022 ⁽¹⁾ 二零一八年七月十三日至 二零二二年七月十二日 ⁽¹⁾	14.812
	6,693,995	—	(840,362)	(306,437)	5,547,196	7.5.2018 二零一八年五月七日	7.5.2019 to 6.5.2023 ⁽¹⁾ 二零一九年五月七日至 二零二三年五月六日 ⁽¹⁾	26.05
	24,469,720	—	(1,831,000)	(2,913,473)	19,725,247	24.12.2018 二零一八年十二月二十四日	1.4.2019 to 23.12.2023 ⁽²⁾ 二零一九年四月一日至 二零二三年十二月二十三日 ⁽²⁾	23.93
	—	1,016,887 ⁽⁴⁾	—	—	1,016,887	1.4.2020 二零二零年四月一日	1.4.2021 to 31.3.2025 ⁽³⁾ 二零二一年四月一日至 二零二五年三月三十一日 ⁽³⁾	26.54
	46,000,156	1,016,887	(3,574,812)	(3,219,910)	40,222,321			

REPORT OF THE DIRECTORS 董事會報告

Notes:

- (1) The share options will be vested in two equal batches with 50% of the share options granted vesting on the first and second anniversaries of the date of grant. In addition, the share options will only be vested if and when the pre-set performance targets of both the Group and the participants are achieved. Unless all of these targets are met, the share options will lapse. The exercise period ends on a date which is no later than five years from the date of grant of such options.
- (2) The share options will be vested in four batches with 70% of the share options granted vesting in three equal batches on 1 April 2019, 2020 and 2021, and the remaining 30% of the share options granted vesting in their entirety on 1 April 2022. In addition, the share options will only be vested if and when the pre-set performance targets of both the Group and the participants are achieved. Unless all of these targets are met, the share options will lapse. The share options have a contractual life of five years.
- (3) In relation to (i) 627,283 options granted, approximately 70% of such options (being an aggregate of 439,285 options) will be vested in their entirety on 1 April 2021, and the remaining approximately 30% of such options (being an aggregate of 187,998 Options) will be vested in their entirety on 1 April 2022; and (ii) the remaining 389,604 options granted, 100% of such options will be vested in their entirety on 1 April 2021. In addition, the share options will only be vested if and when the pre-set performance targets of both the Group and the participants are achieved. Unless all of these targets are met, the share options will lapse. The validity period of the share options is five years commencing from the date of grant of such options.
- (4) The closing price of the shares of the Company immediately before the date of grant of the share options were HK\$26.95 as of 31 March 2020.
- (5) The weighted average closing price of the shares of the Company immediately before the date on which the options were exercised was HK\$30.64.

附註：

- (1) 購股權將分為二等份歸屬，50%已授出購股權於由授出日期起第一及二個週年歸屬。此外，倘若達到本集團及參與者的預定表現目標，則有關購股權方獲歸屬。倘未能達致上述全部目標，則有關購股權將失效。行使期在授出有關購股權日期起計不超過五年當日完結。
- (2) 購股權將分為四份歸屬，70%已授出購股權於二零一九年、二零二零年及二零二一年四月一日分三等份歸屬，其餘30%已授出購股權全部於二零二二年四月一日歸屬。此外，倘若達到本集團及參與者的預定表現目標，則有關購股權方獲歸屬。倘未能達致上述全部目標，則有關購股權將失效。購股權之契約期為期五年。
- (3) 有關(i)627,283份購股權，約70%的該等購股權(共計439,285份購股權)將全部於二零二一年四月一日歸屬，其餘約30%的該等購股權(共計187,998份購股權)將全部於二零二二年四月一日歸屬；及(ii)其餘389,604份已授出購股權，100%的該等購股權將全部於二零二一年四月一日歸屬。此外，倘若達到本集團及參與者的預定表現目標，則有關購股權方獲歸屬。倘未能達致上述全部目標，則有關購股權將失效。購股權有效期為授出日起計五年。
- (4) 本公司股份在緊接購股權授出日期之前的收市價為二零二零年三月三十一日之26.95港元。
- (5) 本公司股份在緊接購股權獲行使日期之前的加權平均收市價為30.64港元。

REPORT OF THE DIRECTORS
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Further details of the Share Option Scheme are set out in Note 23 to the Interim Financial Statements.

購股權計劃的進一步詳情載於中期財務報表附註23。

Share Award Scheme

Restricted Share Award Scheme

The Company operates a restricted share award scheme (the "Share Award Scheme") to motivate the employees to maximize the value of and share the results with the Company in order to achieve sustainable development of the Group.

股票獎勵計劃

限制性股票獎勵計劃

本公司採納一項限制性股票獎勵計劃(「股票獎勵計劃」)，藉以激勵僱員為本公司創造更高價值，與本公司共享成果，推動本集團的可持續發展。

During the six months ended 30 June 2020, the number of shares of the Company granted to selected participants was 8,199,897, of which 253,063 shares were granted to the Directors, details of which are as follows:

截至二零二零年六月三十日止六個月期間，已授予獲選參與者的本公司股票數目為8,199,897股，其中253,063股股份授予董事，詳情載列如下：

Name of Director 董事姓名	As at 1 January 2020 於二零二零年 一月一日	Granted during the period 期內授出	Vested during the period 期內歸屬	Forfeited during the period 期內失效	As at 30 June 2020 於二零二零年 六月三十日
Lu Minfang 盧敏放	277,201	253,063	160,636	—	369,628

Further details of the Share Award Scheme are set out in Note 24 to the Interim Financial Statements.

股票獎勵計劃的進一步詳情載於中期財務報表附註24。

Save as disclosed above, at no time during the reporting period was the Company or any of its subsidiaries a party to any arrangement to enable the Directors or the chief executive of the Company or their respective associates to acquire benefits by means of acquisition of shares or debentures of the Company or any other body corporate.

除上文披露者外，本公司或其任何子公司於報告期內概無訂立任何安排，使本公司董事或主要行政人員或各自之聯繫人士可藉收購本公司或任何其他法團之股份或債權證而獲得利益。

Save as disclosed above, none of the Directors or the chief executive during the six months ended 30 June 2020, held any interest in, or were granted any right to subscribe for, the securities of the Company and its associated corporations within the meaning of the SFO, or had exercised any such rights.

除上文披露者外，於截至二零二零年六月三十日止六個月期間，概無任何董事或主要行政人員持有或獲授予本公司及其相聯法團(定義見證券及期貨條例)證券之任何權益或認購權利，亦無行使任何該等權利。

REPORT OF THE DIRECTORS 董事會報告

Foreign Currency Risk

The Group's businesses are principally located in Mainland China and substantially all transactions are conducted in RMB, except for the purchases of imported machinery and equipment, sales of dairy products mainly to Hong Kong and Macau and the operations of Bellamy's and Yashili New Zealand Dairy Company Limited. As at 30 June 2020, substantially all of the Group's assets and liabilities were denominated in RMB except for the cash and bank balances of approximately RMB852,575,000 (31 December 2019: RMB1,922,970,000), RMB40,981,000 (31 December 2019: RMB121,798,000), RMB35,000,000 (31 December 2019: Nil), RMB22,704,000 (31 December 2019: Nil), RMB3,022,160,000 (31 December 2019: RMB104,420,000), RMB26,062,000 (31 December 2019: RMB15,614,000) and RMB933,000 (31 December 2019: Nil), which were denominated in United States dollars, Hong Kong dollars, Euro, New Zealand dollars, Australian dollars, Indonesian rupiah and Singapore dollars, respectively, a pledged deposit of approximately RMB41,000 (31 December 2019: RMB47,833,000), RMB3,699,000 (31 December 2019: RMB4,431,000) and RMB4,000 (31 December 2019: RMB15,000) which was denominated in United States, New Zealand dollars and Euro, respectively, and the interest-bearing bank and other borrowings of approximately RMB1,461,504,000 (31 December 2019: RMB2,776,980,000), RMB19,509,010,000 (31 December 2019: RMB15,387,609,000), RMB56,178,000 (31 December 2019: Nil), RMB12,692,000 (31 December 2019: RMB96,976,000) and RMB207,837,000 (31 December 2019: RMB106,928,000) which were denominated in Hong Kong dollars, United States dollars, Euro, Australian dollars and Indonesian rupiah, respectively. Apart from above, as at 31 December 2019, substantially all of the Group's assets and liabilities were denominated in RMB except for the cash and bank balances of approximately RMB5,491,000 which were denominated in Danish krone. The fluctuation of the exchange rates of RMB against foreign currencies could affect the Group's results of operations. However, in the opinion of the Directors, the foreign currency risk exposure is under management's control.

外幣風險

本集團的業務主要位於中國大陸，除了購置進口機器及設備、主要向香港和澳門出售乳製品以及貝拉米集團和雅士利新西蘭乳業有限公司的經營外，幾乎全部交易均以人民幣為貨幣單位。於二零二零年六月三十日，除了為數約人民幣852,575,000元(二零一九年十二月三十一日：人民幣1,922,970,000元)、人民幣40,981,000元(二零一九年十二月三十一日：人民幣121,798,000元)、人民幣35,000,000元(二零一九年十二月三十一日：零)、人民幣22,704,000元(二零一九年十二月三十一日：零)、人民幣3,022,160,000元(二零一九年十二月三十一日：人民幣104,420,000元)、人民幣26,062,000元(二零一九年十二月三十一日：人民幣15,614,000元)及人民幣933,000元(二零一九年十二月三十一日：零)的現金及銀行結存分別以美元、港元、歐元、新西蘭元、澳元、印尼盾及新加坡元計值，保證金存款約人民幣41,000元(二零一九年十二月三十一日：人民幣47,833,000元)、人民幣3,699,000元(二零一九年十二月三十一日：人民幣4,431,000元)及人民幣4,000元(二零一九年十二月三十一日：人民幣15,000元)分別以美元、新西蘭元及歐元計值，及為數約人民幣1,461,504,000元(二零一九年十二月三十一日：人民幣2,776,980,000元)、人民幣19,509,010,000元(二零一九年十二月三十一日：人民幣15,387,609,000元)、人民幣56,178,000元(二零一九年十二月三十一日：零)、人民幣12,692,000元(二零一九年十二月三十一日：人民幣96,976,000元)及人民幣207,837,000元(二零一九年十二月三十一日：人民幣106,928,000元)的計息銀行及其他借貸分別以港元、美元、歐元、澳元及印尼盾計值外，本集團幾乎全部資產及負債均以人民幣計值。除上文所述，於二零一九年十二月三十一日，除了為數約人民幣5,491,000元的現金及銀行結存以丹麥克朗計值外，本集團幾乎全部資產及負債均以人民幣計值。人民幣兌外幣的匯價若有波動，可能影響本集團的經營業績，但董事認為外幣風險在管理層的控制之中。

REPORT OF THE DIRECTORS
董事會報告

Pledge of Assets

As at 30 June 2020, the Group has pledged certain pledged deposits, other current assets and non-current assets aggregating to approximately RMB2,880,368,000 (31 December 2019: RMB2,491,594,000).

Commitments

Details of commitments are set out in Note 26 to the Interim Financial Statements.

Change in Information of Directors

Mr. Julian Juul Wolhardt, an independent non-executive director of the Company, was re-designated from a non-executive director to an independent non-executive director of China Modern Dairy Holdings Ltd., a company listed in Hong Kong, with effect from 1 April 2020. Mr. Wolhardt resigned as a non-executive director of COFCO Meat Holdings Limited, a company listed in Hong Kong, with effect from 25 August 2020.

Corporate Governance

The Company is dedicated to ensuring high standards of corporate governance with an emphasis on a diligent Board, sound internal control, and increasing transparency and accountability to shareholders. The Board acknowledges that good corporate governance practices and procedures are beneficial to the Group and its shareholders.

The Company has adopted the code provisions set out in the Corporate Governance Code during the period (the "CG Code") contained in Appendix 14 to the Listing Rules as its own code of corporate governance practices.

The Board has reviewed the Company's corporate governance practices and is satisfied that the Company has been in compliance with all code provisions of the CG Code during the six months ended 30 June 2020, except that the Company has deviated from the Code Provision A.5.1 with the reasons explained below.

資產抵押

於二零二零年六月三十日，本集團已抵押之若干保證金存款、其他流動資產及非流動資產合共約人民幣2,880,368,000元(二零一九年十二月三十一日：人民幣2,491,594,000元)。

承擔

有關承擔的詳情載於中期財務報表附註26。

董事資料變更

Julian Juul Wolhardt先生為本公司獨立非執行董事，並自二零二零年四月一日起由中國現代牧業控股有限公司(一間於香港上市的公司)的非執行董事調任為獨立非執行董事。Wolhardt先生自二零二零年八月二十五日起辭任中糧肉食控股有限公司(一間於香港上市的公司)非執行董事。

企業管治

本公司致力確保企業管治達致高水平，尤其著重組建勤勉盡職的董事會和健全的內部監控制度，以及提高透明度和對股東之間責任性。董事會知悉，良好企業管治常規及程序對本集團及其股東有利。

本公司於期內已採納上市規則附錄十四所載企業管治守則(「企業管治守則」)的守則條文，作為其本身的企業管治常規守則。

董事會已檢討本公司之企業管治常規，並確信本公司於截至二零二零年六月三十日止六個月期間，除偏離守則條文第A.5.1條外，本公司已遵守企業管治守則之所有守則條文。以下為偏離該守則條文的原因。

REPORT OF THE DIRECTORS 董事會報告

Code Provision A.5.1 of the CG Code provides that an issuer should establish a nomination committee which is chaired by the chairman of the board or an independent non-executive director and comprises a majority of independent non-executive directors. The Company deviates from this provision as less than half of the members of the Nomination Committee are independent non-executive Directors during the six months ended 30 June 2020. The Directors are of the view that each of Mr. Tim Ørting Jørgensen and Mr. Pascal De Petrini is able to carry out his responsibilities as a member of the Nomination Committee in the best interest of the Shareholders notwithstanding that none of them is an independent non-executive director as required under Code Provision A.5.1.

Board of Directors

As at the date of this interim report, the Board currently comprises two executive Directors, namely, Mr. Lu Minfang (chief executive officer) and Mr. Meng Fanjie; four non-executive Directors, namely, Mr. Chen Lang (Chairman), Mr. Niu Gensheng, Mr. Tim Ørting Jørgensen and Mr. Pascal De Petrini; and four independent non-executive Directors, namely, Mr. Jiao Shuge (alias Jiao Zhen) (Vice-Chairman), Mr. Julian Juul Wolhardt, Mr. Zhang Xiaoya and Mr. Yau Ka Chi.

Securities Transactions of Directors

The Company has adopted, in terms no less exacting than, the standards required by the Model Code set out in Appendix 10 to the Listing Rules as the Company's code of conduct and rules governing dealings by all Directors in the securities of the Company. The Directors have confirmed, following specific enquiries by the Company, that they have complied with the required standard set out in the Model Code throughout the six months ended 30 June 2020.

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

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 2020.

企業管治守則守則條文第A.5.1條規定發行人必須設立由董事會主席或獨立非執行董事擔任主席的提名委員會，成員須以獨立非執行董事佔大多數。於截至二零二零年六月三十日止六個月期間，本公司提名委員會中的獨立非執行董事人數不足一半，因而偏離了該條文。董事認為，儘管Tim Ørting Jørgensen先生及Pascal De Petrini先生均並非守則條文第A.5.1條規定的獨立非執行董事，但彼等均有能力履行提名委員會成員的職責，並以股東的最大利益行事。

董事會

於本中期報告之日期，董事會現包括兩位執行董事，分別為盧敏放先生（總裁）及孟凡傑先生；四位非執行董事，分別為陳朗先生（主席）、牛根生先生、Tim Ørting Jørgensen先生及Pascal De Petrini先生；及四位獨立非執行董事，分別為焦樹閣（又名焦震）先生（副主席）、Julian Juul Wolhardt先生、張曉亞先生及邱家賜先生。

董事的證券交易

本公司已採納條款不遜於上市規則附錄十所載之標準守則所規定的準則，作為本公司全體董事買賣本公司證券行為守則及規則。經本公司作出特定查詢後，董事確認，彼等於截至二零二零年六月三十日止六個月內一直遵守標準守則所載之所需準則。

購買、出售或贖回本公司之上市證券

本公司或其任何子公司於截至二零二零年六月三十日止六個月內概無購買、出售或贖回本公司任何上市證券。

REPORT OF THE DIRECTORS
董事會報告

Audit Committee

The audit committee of the Company (the “Audit Committee”) currently comprises three independent non-executive Directors, namely Mr. Yau Ka Chi (chairman), Mr. Julian Juul Wolhardt and Mr. Zhang Xiaoya. The Audit Committee has reviewed with the Company’s management and the external auditors, the accounting principles and practices adopted by the Company and discussed on auditing, risk management, internal control, whistleblowing policy and system and financial reporting matters, including the review of the Group’s unaudited interim financial statements for the six months ended 30 June 2020. The Audit Committee has also reviewed this interim report.

Appendix 16 to the Listing Rules

According to paragraph 40 of Appendix 16 to the Listing Rules headed “Disclosure of Financial Information”, save as disclosed herein, the Company confirms that the Company’s current information in relation to those matters set out in paragraph 32 of Appendix 16 has not been changed significantly from the information disclosed in the Company’s 2019 Annual Report.

Investor Relations and Communications

The Company adopts a proactive policy in promoting investor relations and communications. Regular meetings are held with institutional investors and financial analysts to ensure two-way communications on the Company’s performance and development.

By order of the Board

Jeffrey, Minfang Lu

Chief Executive Officer & Executive Director

Hong Kong, 26 August 2020

審核委員會

本公司審核委員會（「審核委員會」）成員現包括三位獨立非執行董事，分別為邱家賜先生（主席）、Julian Juul Wolhardt先生及張曉亞先生。審核委員會已與本公司管理層及外部核數師審閱本公司採納的會計原則與慣例，並討論審核、風險管理、內部監控、舉報政策及系統以及財務報告事宜，其中包括審閱本集團截至二零二零年六月三十日止六個月的未經審核中期財務報表。審核委員會亦已審閱本中期報告。

上市規則附錄十六

根據上市規則附錄十六《財務資料的披露》之第40段，除了在本報告已作披露者外，本公司確認有關附錄十六第32段所列事宜的現有本公司資料與本公司二零一九年年報所披露的資料並無重大變動。

投資者關係與溝通

本公司採取積極政策推動投資者關係及增進溝通。本公司定期與機構投資者及財務分析員舉行會議，以確保就本公司的表現及發展維持雙向的溝通。

承董事會命

盧敏放

總裁兼執行董事

香港，二零二零年八月二十六日

INDEPENDENT REVIEW REPORT

獨立審閱報告



To the board of directors of
China Mengniu Dairy Company Limited
(Incorporated in the Cayman Islands with limited liability)

Ernst & Young
 22/F, CITIC Tower
 1 Tim Mei Avenue
 Central, Hong Kong

安永會計師事務所
 香港中環添美道1號
 中信大廈22樓

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Introduction

We have reviewed the interim financial information set out on pages 58 to 128, which comprises the condensed consolidated statement of financial position of China Mengniu Dairy Company Limited (the “Company”) and its subsidiaries (the “Group”) as at 30 June 2020 and the related condensed consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the six-month period then ended, and 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 this interim financial information in accordance with IAS 34. Our responsibility is to express a conclusion on this interim financial information based on our review. Our report is made 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.

致：
 中國蒙牛乳業有限公司董事會
(在開曼群島註冊成立之有限公司)

緒言

我們已審閱刊於第58頁至128頁的中國蒙牛乳業有限公司(「貴公司」)及其子公司(「貴集團」)的中期財務資料，其中包括於二零二零年六月三十日的簡明綜合財務狀況表以及截至該日止六個月期間的相關簡明綜合損益表、全面收益表、權益變動表、現金流量表以及解釋附註。《香港聯合交易所有限公司證券上市規則》規定，中期財務資料報告的編製必須符合其相關條文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*」(「國際會計準則第34號」)的規定。貴公司董事負責根據國際會計準則第34號編製及呈列本中期財務資料。我們的責任是根據我們審閱工作的結果，對本中期財務資料作出審閱結論。根據委聘條款，我們的報告僅向董事會作出。除此之外，不作其他用途。我們概不就本報告的內容，對任何其他人士負責或承擔任何責任。

INDEPENDENT REVIEW REPORT
獨立審閱報告

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 interim financial information 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.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with IAS 34.

Ernst & Young

Certified Public Accountants

Hong Kong
26 August 2020

審閱範圍

我們是按照香港會計師公會頒佈的《香港審閱聘用協定準則》第2410號「由實體的獨立核數師執行的中期財務資料審閱」的規定進行審閱。中期財務資料的審閱主要包括向負責財務會計事宜的人士作出詢問，並採取分析性及其他審閱程序。審閱的範圍遠較根據《香港核數準則》進行的審核範圍小，故我們不能保證我們知悉一切可能於審核中識別的重重大事。因此，我們不發表審核意見。

結論

根據我們的審閱，我們並未察覺任何事宜致使我們相信中期財務資料在一切重大方面並未按照國際會計準則第34號編製。

安永會計師事務所

執業會計師

香港
二零二零年八月二十六日

INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

中期簡明綜合損益表

For the six months ended 30 June 2020

截至二零二零年六月三十日止六個月

		Notes 附註	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Revenue	收入	4	37,533,459	39,857,239
Cost of sales	銷售成本		(22,881,073)	(24,278,510)
Gross profit	毛利		14,652,386	15,578,729
Other income and gains	其他收入及收益		296,410	292,973
Selling and distribution expenses	銷售及經銷費用		(11,499,647)	(11,317,690)
Administrative expenses	行政費用		(1,438,981)	(1,585,750)
Impairment losses on financial and contract assets, net	金融及合約資產減值虧損淨額		(101,731)	(88,817)
Loss on disposal of financial assets measured at amortised cost	以攤銷成本計量的金融資產出售虧損		(8,253)	—
Other expenses	其他費用	5	(943,795)	(575,646)
Interest income	利息收入		564,490	510,908
Finance costs	融資成本		(324,449)	(321,917)
Share of profits and losses of:	以下各方應佔損益：			
A joint venture	合營企業		(14,853)	—
Associates	聯營公司		220,759	103,140
Profit before tax	稅前利潤	6	1,402,336	2,595,930
Income tax expense	所得稅支出	7	(267,538)	(435,298)
Profit for the period	本期利潤		1,134,798	2,160,632
Attributable to:	以下各方應佔：			
Owners of the Company	本公司擁有人		1,211,526	2,076,926
Non-controlling interests	非控股股東權益		(76,728)	83,706
			1,134,798	2,160,632
Earnings per share attributable to ordinary equity holders of the Company (expressed in RMB per share)	本公司普通股擁有人應佔每股盈利 (以每股人民幣元計)	9		
Basic	基本		0.309	0.531
Diluted	攤薄		0.308	0.531

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

中期簡明綜合全面收益表

For the six months ended 30 June 2020

截至二零二零年六月三十日止六個月

		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Profit for the period	本期利潤	1,134,798	2,160,632
Other comprehensive income/(loss)	其他全面收益/(虧損)		
<i>Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:</i>	<i>其後期間可能重新分類至損益的其他全面收益/(虧損):</i>		
Exchange differences:	匯兌差額:		
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額	(197,358)	(34,791)
Cash flow hedges:	現金流量對沖:		
Effective portion of changes in fair value of hedging instruments arising during the period	來自本期對沖工具公允價值變動的實際部分	8,721	(12,988)
Reclassification adjustments for gains included in the consolidated statement of profit or loss	已計入綜合損益表的收益而作出的重新分類調整	(10,814)	—
Share of other comprehensive loss of associates	分佔聯營公司其他全面虧損	(2,093)	(12,988)
		(3,632)	(3,742)
Net other comprehensive loss that may be reclassified to profit or loss in subsequent periods	其後期間重新分類至損益的其他全面虧損淨額	(203,083)	(51,521)
<i>Other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods:</i>	<i>其後期間不會重新分類至損益的其他全面收益/(虧損):</i>		
Equity investments designated at fair value through other comprehensive income:	指定為以公允價值計量且其變動計入其他全面收益的股本投資:		
Changes in fair value	公允價值變動	27,854	(15,176)
Share of other comprehensive income of an associate	分佔一間聯營公司其他全面收益	—	78
Net other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods	其後期間不會重新分類至損益的其他全面收益/(虧損)淨額	27,854	(15,098)
Other comprehensive loss, net of tax	其他全面虧損，扣除稅項	(175,229)	(66,619)
Total comprehensive income for the period	本期全面收益總額	959,569	2,094,013
Attributable to:	以下各方應佔:		
Owners of the Company	本公司擁有人	1,054,554	2,008,499
Non-controlling interests	非控股股東權益	(94,985)	85,514
		959,569	2,094,013

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

中期簡明綜合財務狀況表

30 June 2020

於二零二零年六月三十日

			30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
		Notes 附註		
NON-CURRENT ASSETS	非流動資產			
Property, plant and equipment	物業、廠房及設備	10	11,434,326	11,102,702
Construction in progress	在建工程	11	2,139,804	2,231,333
Investment properties	投資物業		64,741	73,548
Right-of-use assets	使用權資產		1,633,551	1,697,808
Goodwill	商譽	12	4,780,238	4,718,657
Other intangible assets	其他無形資產		7,532,942	7,583,415
Investment in a joint venture	於合營企業的投資		125,987	140,840
Investments in associates	於聯營公司的投資	13	7,912,866	7,351,265
Deferred tax assets	遞延稅項資產		1,354,914	1,056,099
Derivative financial instruments	衍生金融工具		29,888	34,009
Other financial assets	其他金融資產	14	6,452,625	4,845,997
Long term prepayments	長期預付款		135,167	215,966
Total non-current assets	總非流動資產		43,597,049	41,051,639
CURRENT ASSETS	流動資產			
Other financial assets	其他金融資產	14	19,229,827	19,220,584
Derivative financial instruments	衍生金融工具		1,392	10,814
Inventories	存貨	15	4,000,363	5,089,944
Trade and bills receivables	應收賬款及票據	16	4,077,610	3,586,866
Prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產		2,269,798	3,027,185
Pledged deposits	保證金存款	17	286,885	74,186
Cash and bank balances	現金及銀行結存	17	11,512,173	6,476,187
Assets of a disposal group classified as held for sale	分類為持有待售的處置組內資產		41,378,048	37,485,766
			60,000	—
Total current assets	總流動資產		41,438,048	37,485,766

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
中期簡明綜合財務狀況表

			30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
		Notes 附註		
CURRENT LIABILITIES	流動負債			
Trade and bills payables	應付賬款及票據	18	8,051,335	6,738,626
Other payables and accruals	其他應付款項及預提費用	19	9,268,512	10,807,574
Interest-bearing bank and other borrowings	計息銀行及其他借貸	20	15,014,658	13,838,201
Derivative financial instruments	衍生金融工具		5,580	4,346
Deferred income	遞延收入		64,220	50,493
Income tax payable	應付所得稅		205,462	294,617
Total current liabilities	總流動負債		32,609,767	31,733,857
NET CURRENT ASSETS	淨流動資產		8,828,281	5,751,909
TOTAL ASSETS LESS CURRENT LIABILITIES	總資產減流動負債		52,425,330	46,803,548

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
 中期簡明綜合財務狀況表

			30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
		Notes 附註		
NON-CURRENT LIABILITIES	非流動負債			
Interest-bearing bank and other borrowings	計息銀行及其他借貸	20	14,650,451	9,634,609
Deferred income	遞延收入		369,185	279,494
Deferred tax liabilities	遞延稅項負債		2,041,573	1,941,902
Other financial liabilities	其他金融負債	21	1,600,000	1,600,206
Total non-current liabilities	總非流動負債		18,661,209	13,456,211
NET ASSETS	淨資產		33,764,121	33,347,337
EQUITY	權益			
Equity attributable to owners of the Company	本公司擁有人應佔權益			
Share capital	股本	22	358,583	358,257
Treasury shares held under share award scheme	股票獎勵計劃下持有的庫存股份		(56,916)	(133,671)
Other reserves	其他儲備		11,635,304	12,442,343
Retained earnings	保留利潤		17,676,881	16,465,355
Non-controlling interests	非控股股東權益		29,613,852 4,150,269	29,132,284 4,215,053
TOTAL EQUITY	總權益		33,764,121	33,347,337

Chen Lang
 陳朗
 Director
 董事

Jeffrey, Minfang Lu
 盧敏放
 Director
 董事

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

中期簡明綜合權益變動表

截至二零二零年六月三十日止六個月

For the six months ended 30 June 2020

	Attributable to owners of the Company 本公司擁有人應佔														
	Treasury shares held under share award scheme	Share capital	Share premium	Contributed surplus	Statutory reserves	Foreign currency transition reserve	Fair value reserve of financial assets through other comprehensive income	Share option reserve	Share of other equity of associates	Puttable non-controlling interest reserve	Equity transaction reserve	Hedging reserve	Retained earnings	Non-controlling interests	Total equity
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	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	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	人民幣千元
At 1 January 2020 (audited)	338,257	(133,671)	9,296,343*	204,677*	3,559,788*	681,619*	(381,970)*	335,414*	7,998*	992,204*	(20,089)*	16,465,555	28,132,284	4,215,053	33,347,337
Profit/(loss) for the period	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other comprehensive income/(loss) for the period:	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Exchange differences on translation of foreign operations	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Cash flow hedges, net of tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
State of other comprehensive loss of associates	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Changes in fair value of equity investments designated at fair value through other comprehensive income, net of tax	-	-	-	-	-	(178,904)	(197)	-	(2,063)	-	-	-	(178,904)	(18,257)	(197,161)
Total comprehensive income/(loss) for the period	-	-	-	-	-	(178,904)	(197)	-	(2,063)	-	-	-	(178,904)	(18,257)	(197,161)
Shares issued under equity-settled share option arrangements	326	-	71,876	-	-	-	-	-	-	-	-	-	72,202	-	72,202
Fair value amortisation of equity-settled share option arrangements	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer of share option reserve upon exercise of share options	-	-	-	-	-	-	-	37,823	-	-	-	-	37,823	(3,015)	34,808
Fair value amortisation of share award scheme	-	-	19,921	-	-	-	-	(19,921)	-	-	-	-	-	-	-
Shares vested under share award scheme	-	-	-	-	-	-	-	77,846	-	-	-	-	77,846	-	77,846
Acquisition of non-controlling interests	-	76,755	64,574	-	-	-	-	(41,329)	-	-	-	-	-	-	-
Disposal of equity interests in subsidiaries without loss of control	-	-	-	-	-	-	-	-	-	2,688	-	-	2,688	(14,787)	(11,901)
Discontinuation of available non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividends payable to owners of the Company	-	-	-	-	-	-	-	-	-	-	-	-	43,794	(42,500)	1,291
Dividends payable to non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	(100,876)	101,082	206
At 30 June 2020 (unaudited)	338,583	(56,916)	8,746,053*	204,677*	3,559,788*	670,720*	(334,119)*	289,833*	5,905*	1,038,884*	(23,712)*	17,670,881	28,513,582	4,150,289	33,764,121

* These reserve accounts comprise the consolidated other reserves of RMB11,635,304,000 (31 December 2019: RMB12,442,343,000) in the condensed consolidated statement of financial position.

該等儲備賬戶包括簡明綜合財務狀況表內的其他儲備
人民幣11,635,304,000元(二零一九年十二月三十一日: 人民幣12,442,343,000元)。

截至二零一九年六月三十日止六個月

For the six months ended 30 June 2019

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
中期簡明綜合權益變動表

		Attributable to owners of the Company 本公司擁有人應佔														
		Treasury shares held under share capital award scheme RMB'000 人民幣千元	Share premium RMB'000 人民幣千元	Combined surplus RMB'000 人民幣千元	Statutory reserves RMB'000 人民幣千元	Foreign currency transition reserve RMB'000 人民幣千元	Fair value reserve of financial assets at fair value through other comprehensive income RMB'000 人民幣千元	Share option reserves RMB'000 人民幣千元	Hedging reserve RMB'000 人民幣千元	Equity interest reserve RMB'000 人民幣千元	Putable non-controlling interest reserve RMB'000 人民幣千元	Share of other changes in equity of associates RMB'000 人民幣千元	Retained earnings RMB'000 人民幣千元	Total RMB'000 人民幣千元	Non-controlling interests RMB'000 人民幣千元	Total equity RMB'000 人民幣千元
		庫藏股份 計量 下持有之 股份	股份溢價	實收盈餘	法定儲備	貨幣兌換 儲備	按公允價值計入 其他全面收益之 金融資產公允價值 儲備	購回權證/ 股票獎勵儲備	對沖儲備	權益交收儲備	可供出售權益 投資儲備	分佔聯營公司 之其他收 入及 損益	保留溢利	合計	非控股股東 權益	總權益
At 1 January 2019 (audited)	於二零一九年一月一日(經審核)	367,802	9,775,224	204,677	3,393,467	654,463	(638,779)	182,126	26,421	1,018,371	(911,469)	12,622,549	25,212,594	5,251,916	30,464,510	
Profit for the period	本期利潤	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Other comprehensive income/(loss) for the period:	期內其他全面收益/(虧損):	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Exchange differences on translation of foreign operations	換算外幣報表之匯差	-	-	-	-	68,189	-	-	-	-	-	-	68,189	1,808	(36,360)	
Cash flow hedges, net of tax	現金對沖淨額	-	-	-	-	1,359	-	-	(12,888)	-	-	-	(11,529)	-	(1,358)	
Share of other comprehensive loss of associates	分佔聯營公司其他全面虧損	-	-	-	-	-	-	-	-	-	-	-	3,664	-	3,664	
Changes in fair value of equity investments designated at fair value through other comprehensive income, net of tax	指定按公允價值計量且其變動計入其他全面收益之投資之 公允價值變動，扣除稅項	-	-	-	-	-	(15,176)	-	-	-	-	-	(15,176)	-	(15,176)	
Total comprehensive income/(loss) for the period	期內全面收益/(總虧損)	-	-	-	-	(66,399)	(15,176)	-	(12,888)	-	-	(6,664)	2,076,526	85,514	2,094,013	
Shares issued under equity-settled share option arrangements	根據以股份支付期權安排發行股份	300	53,426	-	-	-	-	-	-	-	-	-	53,726	-	53,726	
For value amortization of equity-settled share option arrangements	以股份支付期權安排之公允價值攤銷	-	-	-	-	-	-	108,887	-	-	-	-	108,887	5,416	112,263	
Transfer of share option reserve upon exercise of share options	行使購回權證時增加儲備	-	-	-	-	-	-	(14,722)	-	-	-	-	52,297	-	52,297	
For value amortization of share award scheme	股票獎勵計劃之公允價值攤銷	-	14,722	-	-	-	-	-	-	-	-	-	52,297	-	52,297	
Share issued under share award scheme	根據股票獎勵計劃發行股份	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Acquisition of non-controlling interests	收購非控股股東權益	-	42,199	21,214	-	-	-	(63,413)	-	-	-	-	(33,942)	24,294	(9,048)	
Acquisition of subsidiaries	收購子公司	-	-	-	-	-	-	-	-	-	-	-	-	127,295	127,295	
Capital injection from non-controlling interests	非控股股東權益注資	-	-	-	-	-	-	-	-	-	-	-	-	104,370	104,370	
Disposal of equity interests in a subsidiary without loss of control	出售子公司之股權(並未失去控制權)	-	-	-	-	-	-	-	-	-	-	-	-	4,597	4,597	
Recognition of puttable non-controlling interests	終止確認可沽非控股股東權益	-	-	-	-	-	-	-	-	4,597	-	-	(2,910)	11,186	8,276	
Dividends payable to owners of the Company	已向本公司擁有人派付/應付股息	-	(708,968)	-	-	-	-	-	-	-	-	-	(708,968)	-	(708,968)	
Dividends attributable to non-controlling interests	非控股股東應佔股息/應付股息	-	-	-	-	-	-	-	-	-	-	-	-	(823,422)	(823,422)	
At 30 June 2019 (unaudited)	於二零一九年六月三十日(未經審核)	367,802	9,555,618	204,677	3,393,467	(891,089)	(373,953)	268,225	13,437	989,257	(914,071)	14,699,475	26,692,207	4,982,121	31,674,328	

Notes
附註

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INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

中期簡明綜合現金流量表

For the six months ended 30 June 2020

截至二零二零年六月三十日止六個月

	Notes 附註	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Cash flows from operating activities			
Profit before tax:			
經營業務產生的現金流量			
稅前利潤：		1,402,336	2,595,930
Adjustments for:			
就下列各項作出調整：			
Interest income		(564,490)	(510,908)
Finance costs		324,449	321,917
Depreciation of property, plant and equipment			
物業、廠房及設備折舊			
	6	845,372	966,505
Depreciation of right-of-use assets			
使用權資產折舊			
	6	136,400	92,423
Depreciation of investment properties			
投資物業折舊			
	6	1,765	1,146
Amortisation of other intangible assets			
其他無形資產攤銷			
	6	49,027	44,583
Losses/(gains) on disposal of items of property, plant and equipment			
處置物業、廠房及設備之虧損/(收益)			
	5	(6,213)	18,076
Impairment of financial and contract assets, net			
金融及合約資產減值淨額			
	6	101,731	88,817
Impairment of prepayments, other receivables and other assets			
預付款項、其他應收款項及其他資產減值			
		67,234	—
Impairment of other intangible assets			
其他無形資產減值			
	5	—	1,332
Write-down of inventories to net realisable value			
存貨撇減至可變現淨值			
	5	54,992	46,326
Write-down of assets of a disposal group classified as held for sale			
撇減分類為持有待售的處置組內資產			
	5	71,628	—
Amortisation of deferred income — assets other than biological assets			
遞延收入攤銷 — 生物資產以外的資產			
		(23,454)	(52,919)
Share of profits of associates			
應佔聯營公司利潤			
		(220,759)	(103,140)
Share of losses of a joint venture			
應佔合營企業虧損			
		14,853	—
Losses arising from changes in fair value less cost to sell of dairy cows			
乳牛公允價值減銷售成本之變動產生的虧損			
	5	—	94,098
Net fair value loss on exchangeable bonds			
可換股債券之公允價值虧損淨額			
	5	29,672	48,028
Foreign exchange losses/(gains), net			
匯兌虧損/(收益)淨額			
		5,824	(30,307)
Net fair value loss on other financial assets			
其他金融資產公允價值虧損淨額			
		7,055	29,288
Net fair value loss on forward currency contracts			
遠期外幣合約公允價值虧損淨額			
	5	10,112	3,199
Equity-settled share option arrangements			
以股份支付的購股權安排			
	23	34,808	112,253
Share award scheme			
股票獎勵計劃			
	24	77,846	52,397

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
 中期簡明綜合現金流量表

		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Notes 附註			
Decrease in other financial assets — entrusted loans to certain dairy farmers	其他金融資產減少 — 授予若干奶農的委託貸款	2,420,188	3,819,044
Decrease in inventories	存貨減少	11,844	12,860
Increase in trade and bills receivables	應收賬款及票據增加	1,037,188	236,365
Increase in pledged deposits	保證金存款增加	(556,197)	(1,604,270)
Decrease/(increase) in prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產減少/(增加)	(236,085)	(131,037)
Increase in trade and bills payables	應付賬款及票據增加	722,219	(348,083)
Increase/(decrease) in other payables and accruals	其他應付款項及預提費用增加/(減少)	1,200,770	1,092,272
		(1,041,427)	611,967
Cash generated from operations	經營業務產生的現金	3,558,500	3,689,118
Interest paid	支付利息	(312,188)	(262,853)
Income taxes paid	支付所得稅	(549,536)	(785,982)
Net cash flows from operating activities	經營業務產生的淨現金流量	2,696,776	2,640,283
Cash flows from investing activities	投資活動產生的現金流量		
Purchase of items of property, plant and equipment	購置物業、廠房及設備	(468,243)	(799,738)
Additions to construction in progress	添置在建工程	(1,155,561)	(845,285)
Purchase of land use rights included in right-of-use assets	購置計入使用權資產的土地使用權	(44,415)	(35,409)
Purchase of other intangible assets	購置其他無形資產	(14,222)	(11,356)
Purchase of biological assets	購置生物資產	—	(307,589)
Prepayment of purchase of biological assets	購置生物資產的預付款	—	(75,046)
Proceeds from disposal of items of property, plant and equipment	處置物業、廠房及設備所得款項	30,780	4,599
Proceeds from disposal of biological assets	處置生物資產所得款項	—	74,091
Disposal of other financial assets — equity investment	處置其他金融資產 — 權益投資	63,388	—
Purchase of other financial assets — equity investments	購置其他金融資產 — 權益投資	(20,026)	(64,253)
Purchase of other financial assets — hybrid financial instrument	購置其他金融資產 — 混合金融工具	(457,643)	—
Purchase of other financial assets — investment deposits	購置其他金融資產 — 投資存款	(12,679,900)	(9,036,783)
Withdrawal of other financial assets — investment deposits	收回其他金融資產 — 投資存款	11,610,341	5,330,222
Increase in other financial assets — entrusted loans	其他金融資產增加 — 委託貸款	(1,030,000)	(1,135,000)
Withdrawal of other financial assets — entrusted loans	收回其他金融資產 — 委託貸款	2,060,000	1,135,000
Decrease/(increase) in time deposits with original maturity of more than three months	原到期日為三個月以上的定期存款減少/(增加)	1,274,913	(817,713)
Interest received	收取利息	600,663	500,769
Acquisition of subsidiaries	收購子公司	(10,817)	(2,851)
Acquisition of an associate	收購聯營公司	(286,601)	—
Dividends received from associates	收取聯營公司的股息	—	2,480
Receipt of government grants related to purchase of fixed assets and biological assets	收取購買固定資產及生物資產相關之政府補助金	121,896	59,756
Net cash used in investing activities	投資活動所用現金淨額	(405,447)	(6,024,106)

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
中期簡明綜合現金流量表

	Notes 附註	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Cash flows from financing activities	融資活動產生的現金流量		
Issue of corporate bonds	發行公司債券	9,835,602	1,000,000
Repayment of corporate bonds	償還公司債券	(1,000,000)	—
Repayment of exchangeable bonds	償還可換股債券	(1,435,055)	—
New interest-bearing bank loans	新計息銀行貸款	8,616,129	5,532,672
Repayment of interest-bearing bank loans	償還計息銀行貸款	(10,109,683)	(3,235,541)
Decrease in pledged deposits for bank loans	銀行貸款的保證金存款減少	23,386	185,994
Principle portion of lease payments	租賃付款的本金部分	(102,746)	(73,162)
Repayment of long term payables	償還長期應付款項	(492)	(17,954)
Disposal of equity interests in subsidiaries without loss of control	出售子公司之股權(沒有失去控制權)	1,291	150
Acquisition of non-controlling interests	收購非控股股東權益	(11,901)	(9,048)
Capital injection from non-controlling interests	非控股股東權益注資	—	104,370
Shares issued under equity-settled share option arrangements	根據以股份支付的購股權安排發行股份	72,202	53,726
Dividends paid to owners of the Company	支付本公司擁有人的股息	(706,661)	(708,968)
Dividends paid to non-controlling interests	支付非控股股東權益的股息	(10,576)	(368,818)
Net cash flows from financing activities	融資活動產生淨現金流量	5,171,496	2,463,421
Net increase/(decrease) in cash and cash equivalents	現金及現金等價物增加/(減少)淨額	7,462,825	(920,402)
Cash and cash equivalents at 1 January	於一月一日的現金及現金等價物	3,798,118	4,370,494
Effect of foreign exchange rate changes, net	匯率變動的影響(淨額)	1,230	619
Cash and bank balances attributable to a disposal group	處置組應佔現金及銀行結存	—	(797,123)
Cash and cash equivalents at 30 June	於六月三十日的現金及現金等價物	11,262,173	2,653,588
Analysis of balances of cash and cash equivalents	現金及現金等價物結餘分析		
Cash and bank balances as stated in the interim condensed consolidated statement of financial position	於中期簡明綜合財務狀況表中列賬的現金及銀行結存	11,512,173	4,731,344
Time deposits with original maturity of more than three months	原到期日為三個月以上的定期存款	(250,000)	(2,077,756)
Cash and cash equivalents as stated in the interim condensed consolidated statement of cash flows	於中期簡明綜合現金流量表中列賬的現金及現金等價物	11,262,173	2,653,588

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

中期簡明綜合財務資料附註

30 June 2020

二零二零年六月三十日

1. Basis of Preparation

The interim condensed consolidated financial information for the six months ended 30 June 2020 has been prepared in accordance with IAS 34 *Interim Financial Reporting* and the disclosure requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2019.

2. Changes In Accounting Policies and Disclosures

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2019, except for the adoption of the following revised International Financial Reporting Standards ("IFRSs") for the first time for the current period's financial information.

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

Amendment to IFRS 16

國際財務報告準則第16號的修訂

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

Definition of a Business

業務之定義

Interest Rate Benchmark Reform

利率基準改革

Covid-19-Related Rent Concessions (early adopted)

新型冠狀病毒疫情相關租金寬免 (提早採納)

Definition of Material

重大之定義

1. 編製基準

截至二零二零年六月三十日止六個月的中期簡明綜合財務報表是按照國際會計準則第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(「上市規則」)之披露規定編製。本中期簡明綜合財務報表並未載有年度財務報表所需的全部信息及披露，故應與本集團截至二零一九年十二月三十一日止年度的年度綜合財務報表一併閱覽。

2. 會計政策變動及披露

編製中期簡明綜合財務報表所採納的會計政策與編製該等截至二零一九年十二月三十一日止年度本集團年度綜合財務報表一致，除就本期間之財務資料首次採納下列經修訂的國際財務報告準則(「國際財務報告準則」)。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

2. Changes In Accounting Policies and Disclosures (continued)

The nature and impact of the revised IFRSs are described below:

- (a) Amendments to IFRS 3 clarify and provide additional guidance on the definition of a business. The amendments clarify that for an integrated set of activities and assets to be considered a business, it must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create output. A business can exist without including all of the inputs and processes needed to create outputs. The amendments remove the assessment of whether market participants are capable of acquiring the business and continue to produce outputs. Instead, the focus is on whether acquired inputs and acquired substantive processes together significantly contribute to the ability to create outputs. The amendments have also narrowed the definition of outputs to focus on goods or services provided to customers, investment income or other income from ordinary activities. Furthermore, the amendments provide guidance to assess whether an acquired process is substantive and introduce an optional fair value concentration test to permit a simplified assessment of whether an acquired set of activities and assets is not a business. The Group has applied the amendments prospectively to transactions or other events that occurred on or after 1 January 2020. The amendments did not have any impact on the financial position and performance of the Group.

2. 會計政策變動及披露(續)

經修訂國際財務報告準則的性質及影響如下：

- (a) 國際財務報告準則第3號的修訂對業務定義作出澄清，並提供更多指引。該等修訂澄清，就被視為業務的一系列綜合活動及資產而言，其須包括最少一項對共同創造產出能力有顯著貢獻之投入及實質程序。業務可以不包括創造產出所需之所有投入及過程而存在。該等修訂取消對市場參與者是否有能力收購業務並繼續創造產出之評估。相反，重點在於獲得的投入及實質性過程是否共同對創造產出能力有顯著貢獻。該等修訂亦縮窄產出之定義，重點關注向客戶提供之貨品或服務、投資收入或源自普通活動之其他收入。此外，該等修訂提供指引，以評估所收購的流程是否具重要性，並引入可選的公允值集中測試，以便簡化評估所獲得的一系列活動及資產是否並非業務。本集團已提前將修訂應用於二零二零年一月一日或之後發生的交易或其他事件。該等修訂對本集團的財務狀況及業績並無產生任何影響。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

2. Changes In Accounting Policies and Disclosures (continued)

- (b) Amendments to IFRS 9, IAS 39 and IFRS 7 address the effects of interbank offered rate reform on financial reporting. The amendments provide temporary reliefs which enable hedge accounting to continue during the period of uncertainty before the replacement of an existing interest rate benchmark. In addition, the amendments require companies to provide additional information to investors about their hedging relationships which are directly affected by these uncertainties. The amendments did not have any material impact on the financial position and performance of the Group.
- (c) Amendment to IFRS 16 provides a practical expedient for lessees to elect not to apply lease modification accounting for rent concessions arising as a direct consequence of the covid-19 pandemic. The practical expedient applies only to rent concessions occurring as a direct consequence of the covid-19 pandemic and only if (i) 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; (ii) any reduction in lease payments affects only payments originally due on or before 30 June 2021; and (iii) there is no substantive change to other terms and conditions of the lease. The amendment is effective retrospectively for annual periods beginning on or after 1 June 2020 with earlier application permitted.

2. 會計政策變動及披露 (續)

- (b) 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號的修訂旨在解決銀行同業拆息改革對財務申報的影響。該等修訂提供可在替換現有利率基準前之不確定期限內繼續進行對沖會計處理之暫時性補救措施。此外，該等修訂規定公司須向投資者就直接受該等不確定因素影響的對沖關係提供額外資料。修訂對本集團的財務狀況及業績並無產生任何重大影響。
- (c) 國際財務報告準則第16號的修訂為承租人提供一個實際可行的權宜方法，以選擇不就新型冠狀病毒疫情的直接後果產生的租金寬免應用租賃修改會計處理。該實際可行權宜方法僅適用於新型冠狀病毒疫情的直接後果產生的租金寬免，且僅適用於(i)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，或少於緊接變動前的租賃代價；(ii)租賃付款的任何減幅僅影響原到期日為二零二一年六月三十日或之前的付款；及(iii)租賃的其他條款及條件並無實質變動。修訂對二零二零年六月一日或之後開始的年度期間追溯有效，允許提前應用。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註**2. Changes In Accounting Policies and Disclosures** (continued)

- (c) (continued)
- During the period ended 30 June 2020, certain lease payments for the leases of the Group's buildings and structures, motor vehicles have been reduced or waived by the lessors as a result of the covid-19 pandemic and there are no other changes to the terms of the leases. The Group has early adopted the amendment on 1 January 2020 and elected not to apply lease modification accounting for all rent concessions granted by the lessors as a result of the covid-19 pandemic during the period ended 30 June 2020. Accordingly, a reduction in the lease payments arising from the rent concessions of RMB1,339,000 has been accounted for as a variable lease payment by derecognising part of the lease liabilities and crediting to profit or loss for the period ended 30 June 2020.
- (d) Amendments to IAS 1 and IAS 8 provide a new definition of material. The new definition states that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments clarify that materiality will depend on the nature or magnitude of information. The amendments did not have any impact on the Group's interim condensed consolidated financial information.

2. 會計政策變動及披露(續)

- (c) (續)
- 截至二零二零年六月三十日止期間，本集團租賃大樓及建築物以及汽車的若干租賃付款已因應新型冠狀病毒疫情而減少或由出租人豁免，且概無作出其他租賃條款改動。本集團已於二零二零年一月一日提前採納該修訂，並選擇不就於截至二零二零年六月三十日止期內出租人因新型冠狀病毒疫情而授出的所有租金寬免應用租賃修改會計處理。因此，租金寬免產生人民幣1,339,000元的租賃付款已在取消確認部分租賃負債後作為浮動租賃付款入賬，並計入截至二零二零年六月三十日止期間損益。
- (d) 國際會計準則第1號及國際會計準則第8號的修訂為重大一詞提供新定義。根據新定義，倘漏報、錯報或掩蓋個別資料可合理地預期會對使用財務報表作一般目的的主要使用者就該等財務報表作出的決定產生影響，則該資料為重大。該等修訂指明，重大性取決於資料的性質或牽涉範圍。該等修訂對本集團的中期簡明綜合財務資料並無產生任何影響。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

3. Operating Segment Information

For management purposes, the Group is organised into business units based on their products and services and has four reportable operating segments as follows:

- Liquid milk products segment — manufacture and distribution of ultra-high temperature milk ("UHT milk"), milk beverage, yogurt and fresh milk
- Ice cream products segment — manufacture and distribution of ice cream
- Milk powder products segment — manufacture and distribution of milk powder
- Others segment — principally the Group's cheese business and trading business

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss, which is a measure of adjusted profit/loss before tax. The adjusted profit/loss before tax is measured consistently with the Group's profit/loss before tax except that interest income, non-lease-related finance costs, share of profits/losses of associates and a joint venture, income tax expense, as well as head office and corporate income/expenses are excluded from such measurement.

Segment assets exclude investments in associates and a joint venture, assets of a disposal group classified as held for sale and other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

Intersegment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

3. 經營分部資料

出於管理需要，本集團按產品及服務構組業務單元，共有下列四個可報告經營分部：

- 液態奶產品分部 — 生產及經銷超高溫滅菌奶（「UHT奶」）、乳飲料、酸奶及鮮奶
- 冰淇淋產品分部 — 生產及經銷冰淇淋
- 奶粉產品分部 — 生產及經銷奶粉
- 其他分部 — 主要為本集團奶酪業務及貿易業務

管理層獨立監察本集團各經營分部的業績，以作出有關資源分配及表現評估的決策。分部表現乃根據可報告分部利潤／虧損（其為對經調整稅前利潤／虧損的一種計量）予以評估。經調整稅前利潤／虧損與本集團的稅前利潤／虧損的計量方式一致，惟利息收入、非租賃相關融資成本、應佔聯營公司及合營企業利潤／虧損、所得稅支出及總部及公司收益／支出不包含於該計量內。

分部資產並不包括於聯營公司及合營企業的投資、分類為持有待售的處置組內資產，以及其他不分部的總部及公司資產，乃由於此等資產按集團層面管理。

分部負債並不包括其他不分部的總部及公司負債，乃由於此等負債按集團層面管理。

分部間銷售及轉讓乃參考以當時市價向第三方銷售所採用的售價進行交易。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

3. Operating Segment Information (continued)

The following tables present the revenue, profit and certain asset and liability information for the Group's operating segments:

3. 經營分部資料 (續)

下表呈列本集團經營分部的收入、利潤及部分資產及負債的資料：

Six months ended 30 June 2020 截至二零二零年六月三十日止六個月		Liquid milk products 液態奶產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Ice cream products 冰淇淋產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Milk powder products 奶粉產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Others 其他 RMB'000 人民幣千元 (unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (unaudited) (未經審核)
Segment revenue (note 4):	分部收入 (附註4)：					
Sales to external customers	銷售予外部客戶	32,565,272	2,229,183	2,281,948	457,056	37,533,459
Intersegment sales	分部間銷售	345,461	32,264	19,853	118,341	515,919
		32,910,733	2,261,447	2,301,801	575,397	38,049,378
<i>Reconciliation:</i>	<i>調整：</i>					
Elimination of intersegment sales	對銷分部間銷售					(515,919)
Revenue	收入					37,533,459
Segment results	分部業績	604,961	218,108	86,643	14,602	924,314
<i>Reconciliation:</i>	<i>調整：</i>					
Interest income	利息收入					564,490
Finance costs (other than interest on lease liabilities)	融資成本 (除租賃負債利息外)					(311,340)
Share of loss of a joint venture	應佔合營企業虧損					(14,853)
Share of profits of associates	應佔聯營公司利潤					220,759
Corporate and other unallocated income	公司及其他不分部的收益					18,966
Profit before tax	稅前利潤					1,402,336
Income tax expense	所得稅支出					(267,538)
Profit for the period	本期利潤					1,134,798
At 30 June 2020 (unaudited)	於二零二零年六月三十日 (未經審核)					
Segment assets	分部資產	50,133,621	2,229,772	18,418,896	1,025,520	71,807,809
<i>Reconciliation:</i>	<i>調整：</i>					
Elimination of intersegment receivables	對銷分部間應收款項					(23,303,442)
Corporate and other unallocated assets	公司及其他不分部的資產					28,431,877
Investment in a joint venture	於合營企業的投資					125,987
Investments in associates	於聯營公司的投資					7,912,866
Assets of a disposal group classified as held for sale	分類為持有待售的處置組之資產					60,000
Total assets	總資產					85,035,097
Segment liabilities	分部負債	27,266,430	2,473,778	10,898,727	1,362,420	42,001,355
<i>Reconciliation:</i>	<i>調整：</i>					
Elimination of intersegment payables	對銷分部間應付款項					(23,303,442)
Corporate and other unallocated liabilities	公司及其他不分部的負債					32,573,063
Total liabilities	總負債					51,270,976

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

3. Operating Segment Information (continued)

3. 經營分部資料 (續)

Six months ended 30 June 2019 截至二零一九年六月三十日止六個月		Liquid milk products 液態奶產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Ice cream products 冰淇淋產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Milk powder products 奶粉產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Others 其他 RMB'000 人民幣千元 (unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (unaudited) (未經審核)
Segment revenue (note 4):	分部收入 (附註4):					
Sales to external customers	銷售予外部客戶	33,109,037	2,185,977	4,237,839	324,386	39,857,239
Intersegment sales	分部間銷售	452,751	38,520	16,395	151,045	658,711
		33,561,788	2,224,497	4,254,234	475,431	40,515,950
<i>Reconciliation:</i>	<i>調整:</i>					
Elimination of intersegment sales	對銷分部間銷售					(658,711)
Revenue	收入					39,857,239
Segment results	分部業績	1,803,933	231,784	224,078	(507)	2,259,288
<i>Reconciliation:</i>	<i>調整:</i>					
Interest income	利息收入					510,908
Finance costs (other than interest on lease liabilities)	融資成本(除租賃負債利息外)					(313,785)
Share of profits of associates	應佔聯營公司利潤					103,140
Corporate and other unallocated income	公司及其他不分部的收益					36,379
Profit before tax	稅前利潤					2,595,930
Income tax expense	所得稅支出					(435,298)
Profit for the period	本期利潤					2,160,632
At 30 June 2019 (unaudited)	於二零一九年六月三十日 (未經審核)					
Segment assets	分部資產	43,288,455	2,357,852	11,885,470	714,887	58,246,664
<i>Reconciliation:</i>	<i>調整:</i>					
Elimination of intersegment receivables	對銷分部間應收款項					(16,114,712)
Corporate and other unallocated assets	公司及其他不分部的資產					12,786,988
Investments in associates	於聯營公司的投資					7,203,858
Assets of a disposal group classified as held for sale	分類為持有待售的處置組之資產					11,635,812
Total assets	總資產					73,758,610
Segment liabilities	分部負債	20,985,440	2,566,499	2,350,903	1,093,995	26,996,837
<i>Reconciliation:</i>	<i>調整:</i>					
Elimination of intersegment payables	對銷分部間應付款項					(16,114,712)
Corporate and other unallocated liabilities	公司及其他不分部的負債					20,886,195
Liabilities of a disposal group classified as held for sale	分類為持有待售的處置組之負債					10,314,969
Total liabilities	總負債					42,083,289

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

4. Revenue

An analysis of the revenue is as follows:

4. 收入

收入的分析如下：

For the six months ended 30 June
截至六月三十日止六個月

		2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 二零一九年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Revenue from contracts with customers:	來自客戶合約的收入：		
Sale of goods	銷售商品	37,525,584	39,841,760
Consigned processing services	委託加工服務	7,875	15,479
		37,533,459	39,857,239

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

4. Revenue (continued)

Disaggregated revenue information for revenue
 from contracts with customers

4. 收入 (續)

來自客戶合約收入的分部收入資料

For the six months ended 30 June 2020

截至二零二零年六月三十日止六個月

Segments	分部	Liquid milk products 液態奶產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Ice cream products 冰淇淋產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Milk powder products 奶粉產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Others 其他 RMB'000 人民幣千元 (unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (unaudited) (未經審核)
Types of goods or services:	商品或服務種類：					
Sale of products	商品銷售	32,565,272	2,229,183	2,274,073	457,056	37,525,584
Consigned processing service	委託加工服務	—	—	7,875	—	7,875
Total revenue from contracts with customers	來自客戶合約收入總額	32,565,272	2,229,183	2,281,948	457,056	37,533,459
Geographical markets:	地理市場：					
Mainland China	中國大陸	32,550,709	2,229,183	1,328,967	457,056	36,565,915
Overseas	海外	14,563	—	952,981	—	967,544
Total revenue from contracts with customers	來自客戶合約收入總額	32,565,272	2,229,183	2,281,948	457,056	37,533,459
Timing of revenue recognition:	確認收入的時間：					
Goods transferred at a point in time	於某一時間點轉移商品	32,565,272	2,229,183	2,274,073	457,056	37,525,584
Services transferred at a point in time	於某一時間點轉移服務	—	—	7,875	—	7,875
Total revenue from contracts with customers	來自客戶合約收入總額	32,565,272	2,229,183	2,281,948	457,056	37,533,459

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

4. Revenue (continued)
Disaggregated revenue information for revenue from contracts with customers (continued)

4. 收入 (續)
來自客戶合約收入的分部收入資料 (續)

For the six months ended 30 June 2019

截至二零一九年六月三十日止六個月

Segments	分部	Liquid milk products 液態奶產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Ice cream products 冰淇淋產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Milk powder products 奶粉產品 RMB'000 人民幣千元 (unaudited) (未經審核)	Others 其他 RMB'000 人民幣千元 (unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (unaudited) (未經審核)
Types of goods or services:	商品或服務種類：					
Sale of products	商品銷售	33,093,558	2,185,977	4,237,839	324,386	39,841,760
Consigned processing service	委託加工服務	15,479	—	—	—	15,479
Total revenue from contracts with customers	來自客戶合約收入總額	33,109,037	2,185,977	4,237,839	324,386	39,857,239
Geographical markets:	地理市場：					
Mainland China	中國大陸	33,096,986	2,185,977	3,853,528	324,386	39,460,877
Overseas	海外	12,051	—	384,311	—	396,362
Total revenue from contracts with customers	來自客戶合約收入總額	33,109,037	2,185,977	4,237,839	324,386	39,857,239
Timing of revenue recognition:	確認收入的時間：					
Goods transferred at a point in time	於某一時間點轉移商品	33,093,558	2,185,977	4,237,839	324,386	39,841,760
Services transferred at a point in time	於某一時間點轉移服務	15,479	—	—	—	15,479
Total revenue from contracts with customers	來自客戶合約收入總額	33,109,037	2,185,977	4,237,839	324,386	39,857,239

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

5. Other Expenses

5. 其他費用

For the six months ended 30 June
 截至六月三十日止六個月

		2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 二零一九年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Write-down of inventories to net realisable value	存貨撇減至可變現淨值	54,992	46,326
Write-down of assets of a disposal group classified as held for sale	撇減分類為持有待售的處置組內資產	71,628	—
Impairment of prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產減值	67,234	—
Impairment of other intangible assets	其他無形資產減值	—	1,332
Losses on disposal of items of property, plant and equipment	處置物業、廠房及設備虧損	—	18,076
Donations	捐贈支出	445,858	9,121
Educational surcharges, city construction tax, and other taxes	教育附加費、城市維護建設稅及其他稅項	211,938	254,952
Losses arising from changes in fair value less cost to sell of dairy cows	乳牛公允值減銷售成本之變動產生的虧損	—	94,098
Net fair value loss on forward currency contracts	遠期外幣合約公允值虧損淨額	10,112	3,199
Net fair value loss on exchangeable bonds	可換股債券公允值虧損淨額	29,672	48,028
Net fair value loss on a convertible promissory note	可換股承兌票據之公允值虧損淨額	1,200	165
Net fair value loss on warrants	認股權證之公允值虧損淨額	11,817	29,123
Foreign exchange losses, net	匯兌虧損淨額	5,824	—
Others	其他	33,520	71,226
		943,795	575,646

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6. Profit Before Tax

The Group's profit before tax is arrived at after charging:

6. 稅前利潤

本集團的稅前利潤乃經扣除下列各項後計算所得：

For the six months ended 30 June
截至六月三十日止六個月

			2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 二零一九年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Cost of inventories sold	銷售存貨成本		22,876,292	24,264,843
Cost of consigned processing services	委託加工服務成本		4,781	13,667
Cost of sales	銷售成本		22,881,073	24,278,510
Impairment of financial and contract assets, net:	金融及合約資產減值淨額：			
Impairment of trade receivables, net	貿易應收款項減值淨額		100,757	88,806
Impairment of financial assets included in prepayments, other receivables and other assets, net	計入預付款項、其他應收款項及其他資產的金融資產減值淨額		974	11
Depreciation of property, plant and equipment	物業、廠房及設備折舊	10	101,731	88,817
Depreciation of right-of-use assets	使用權資產折舊		845,372	966,505
Depreciation of investment properties	投資物業折舊		136,400	92,423
Amortisation of other intangible assets	其他無形資產攤銷		1,765	1,146
Outsourcing expenses	外包費用	(a)	49,027	44,583
Other rental expenses	其他租賃費用		197,242	130,991
Display space fees	陳列空間費用		140,719	166,620
Employee benefit expense (including directors' and senior executive's emoluments)	僱員福利費用(包括董事及高級行政人員薪酬)		1,840,301	1,268,898
			2,949,141	3,428,547

Note:

- (a) For the purpose of promoting operation efficiency, the Group outsourced the production of certain products. The amounts represent the total amounts paid by the Group for purchasing outsourcing services.

附註：

- (a) 為了促進營運效率，本集團外包若干產品的生產。該金額指本集團就購買該等外包服務支付的總額。

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7. Income Tax Expense

Under the Law of the People's Republic of China on Corporate Income Tax ("PRC CIT Law"), except for certain preferential tax treatment available to certain subsidiaries of the Group, the entities within the Group are subject to PRC corporate income tax ("CIT") at a rate of 25% (2019: 25%) on the taxable income as reported in their statutory accounts which are prepared in accordance with the PRC accounting standards and financial regulations.

7. 所得稅支出

根據中華人民共和國企業所得稅法(「中國企業所得稅法」)，除本集團若干子公司獲授若干稅務優惠外，本集團旗下的企業應就其法定賬目所呈報應課稅利潤按25%(二零一九年：25%)之稅率交納中國企業所得稅(「企業所得稅」)，法定賬目乃按照中國會計準則及財務法規編製。

For the six months ended 30 June
截至六月三十日止六個月

		2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 二零一九年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Current income tax	即期所得稅		
Current income tax charge	即期所得稅支出	460,381	632,979
Deferred income tax	遞延所得稅		
Relating to origination and reversal of tax losses and temporary differences	有關稅項虧損及暫時性差異的產生及回撥	(192,843)	(197,681)
		267,538	435,298

During the period, certain PRC subsidiaries were subject to tax concessions in accordance with (i) the PRC CIT Law; (ii) "The notice of tax policies relating to the implementation of western China development strategy"; and (iii) "The notice of preferential tax policy for preliminary processing of agricultural products".

期內，根據(i)中國企業所得稅法；(ii)《關於深入實施西部大開發戰略有關稅收政策問題的通知》；及(iii)《關於發佈享受企業所得稅優惠政策的農產品初加工範圍(試行)的通知》，若干中國子公司享有稅務優惠。

8. Dividends

The directors do not recommend the payment of an interim dividend for the six months ended 30 June 2020 (six months ended 30 June 2019: Nil).

During the six months ended 30 June 2020, the Company declared and paid a final dividend of RMB0.181 (six months ended 30 June 2019: RMB0.181) per ordinary share as proposed for the year ended 31 December 2019 to the shareholders of the Company.

8. 股息

董事並不建議派發截至二零二零年六月三十日止六個月的中期股息(截至二零一九年六月三十日止六個月：無)。

截至二零二零年六月三十日止六個月，本公司按照建議就截至二零一九年十二月三十一日止年度向本公司股東宣派及派付期末股息每股普通股人民幣0.181元(截至二零一九年六月三十日止六個月：人民幣0.181元)。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
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9. Earnings per Share Attributable to Ordinary Equity Holders of the Company

(a) Basic earnings per share

The basic earnings per share amount for the period is calculated by dividing the profit for the period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the period.

A reconciliation of the weighted average number of shares used in calculating the basic earnings per share amount is as follows:

9. 本公司普通股擁有人應佔的每股盈利

(a) 每股基本盈利

本期的每股基本盈利乃根據期內本公司普通股擁有人應佔利潤除以期內已發行普通股的加權平均數計算。

計算每股基本盈利時所用加權平均股份數目調節如下：

For the six months ended 30 June 截至六月三十日止六個月

		2020 二零二零年 Number of shares 股份數目 (in thousand) (千股) (Unaudited) (未經審核)	2019 二零一九年 Number of shares 股份數目 (in thousand) (千股) (Unaudited) (未經審核)
Issued ordinary shares at 1 January	於一月一日已發行普通股	3,935,015	3,927,708
Effect of share options exercised	已行使購股權的影響	1,013	1,446
Effect of shares purchased under share award scheme	根據股票獎勵計劃回購股份的影響	(14,185)	(20,553)
Weighted average number of ordinary shares for the purpose of the basic earnings per share calculation	計算每股基本盈利所用的普通股加權平均數	3,921,843	3,908,601

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

9. Earnings per Share Attributable to Ordinary Equity Holders of the Company

(continued)

(b) Diluted earnings per share

The diluted earnings per share amount is calculated by dividing the profit for the period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue during that period, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares into ordinary shares.

A reconciliation of the weighted average number of shares used in calculating the diluted earnings per share amount is as follows:

9. 本公司普通股擁有人應佔的每股盈利 (續)

(b) 每股攤薄盈利

每股攤薄盈利乃根據期內本公司普通股擁有人應佔利潤除以用作計算每股基本盈利所採用的期內已發行普通股加權平均數，以及假設所有具攤薄潛力的普通股被視作獲行使或轉換為普通股時按無代價發行的普通股加權平均數計算。

計算每股攤薄盈利時所用加權平均股份數目調節如下：

For the six months ended 30 June 截至六月三十日止六個月

		2020 二零二零年 Number of shares 股份數目 (in thousand) (千股) (Unaudited) (未經審核)	2019 二零一九年 Number of shares 股份數目 (in thousand) (千股) (Unaudited) (未經審核)
Weighted average number of ordinary shares for the purpose of the basic earnings per share calculation	計算每股基本盈利所用的普通股加權平均數	3,921,843	3,908,601
Weighted average number of ordinary shares, assuming issued at no consideration on the deemed exercise of all share options during the period	假設期內所有購股權被視作獲行使時按無代價發行之普通股加權平均數	5,734	3,275
Adjustments for share award scheme	就股票獎勵計劃作出的調整	5,025	2,092
Weighted average number of ordinary shares for the purpose of the diluted earnings per share calculation	計算每股攤薄盈利所用的普通股加權平均數	3,932,602	3,913,968

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
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10. Property, Plant and Equipment

Movements of property, plant and equipment during the period are as follows:

10. 物業、廠房及設備

物業、廠房及設備於本期內變動如下：

		2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 二零一九年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Carrying amount at 1 January	於一月一日的賬面值	11,102,702	14,733,924
Additions	增加	89,025	180,433
Transfers from construction in progress (note 11)	轉撥自在建工程(附註11)	1,241,652	793,743
Transfers from investment properties	轉撥自投資物業	8,527	24,402
Transfers to assets of a disposal group classified as held for sale	轉撥至分類為持有待售的處置組內資產	(104,955)	(4,568,736)
Transfers to construction in progress (note 11)	轉撥至在建工程(附註11)	(16,293)	(15,110)
Transfers to investment properties	轉撥至投資物業	(1,485)	(15,994)
Disposals	處置	(27,977)	(19,757)
Acquisition of subsidiaries (note 25)	收購子公司(附註25)	10,949	582,373
Depreciation charge for the period (note 6)	本期折舊費用(附註6)	(845,372)	(966,505)
Exchange realignment	匯兌調整	(22,447)	2,061
Carrying amount at 30 June	於六月三十日的賬面值	11,434,326	10,730,834

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11. Construction in Progress

Movements of construction in progress are as follows:

11. 在建工程

在建工程變動如下：

		2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 二零一九年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Carrying amount at 1 January	於一月一日的賬面值	2,231,333	2,203,125
Additions	增加	1,155,561	845,285
Transfers from property, plant and equipment (note 10)	轉撥自物業、廠房及設備 (附註10)	16,293	15,110
Transfers to assets of a disposal group classified as held for sale	轉撥至分類為持有待售的 處置組內資產	—	(737,382)
Transfers to property, plant and equipment (note 10)	轉撥至物業、廠房及設備 (附註10)	(1,241,652)	(793,743)
Transfers to other intangible assets	轉撥至其他無形資產	(21,483)	(51,504)
Acquisition of subsidiaries (note 25)	收購子公司(附註25)	33	14,711
Exchange realignment	匯兌調整	(281)	42
Carrying amount at 30 June	於六月三十日的賬面值	2,139,804	1,495,644

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12. Goodwill

12. 商譽

		2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 二零一九年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Carrying amount at 1 January	於一月一日的賬面值	4,718,657	4,681,492
Acquisition of subsidiaries (note 25)	收購子公司(附註25)	92,091	8,476
Transfers to assets of a disposal group classified as held for sale	轉撥至分類為持有待售的資產	—	(355,859)
Exchange realignment	匯兌調整	(30,510)	—
Carrying amount at 30 June	於六月三十日的賬面值	4,780,238	4,334,109

During the six months ended 30 June 2020, the Group acquired three subsidiaries from third parties. The total purchase consideration for these acquisitions was in the form of cash of RMB10,617,000 paid at the acquisition date. These business acquisitions gave rise to goodwill of RMB92,091,000 in total.

During the six months ended 30 June 2019, the Group acquired two subsidiaries from third parties. These subsidiaries are mainly engaged in the sale of dairy products. The total purchase consideration for these acquisitions was in the form of cash of RMB5,279,000 paid at the acquisition date. These business acquisitions gave rise to goodwill of RMB8,476,000 in total.

截至二零二零年六月三十日止六個月，本集團自第三方收購三家子公司。該等收購的總收購代價以現金形式支付，於收購日期支付人民幣10,617,000元。該等業務收購合共產生商譽人民幣92,091,000元。

截至二零一九年六月三十日止六個月，本集團自第三方收購兩家子公司。該等子公司主要從事出售乳產品。該等收購的總收購代價以現金形式支付，於收購日期支付人民幣5,279,000元。該等業務收購合共產生商譽人民幣8,476,000元。

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13. Investments in Associates

Among the Group's investments in associates, China Modern Dairy Holdings Ltd. ("China Modern Dairy") is a strategic partner of the Group mainly engaged in the production and sale of raw milk products.

As at 30 June 2020, the Group held 3,725,769,412 shares of China Modern Dairy, representing approximately 58.15% (six months ended 30 June 2019: 60.77%) of the issued share capital.

On 5 June 2020, the Company redeemed the US\$194,800,000 zero coupon exchangeable bonds issued in 2017 (the "Old Exchangeable Bonds"). On 24 June 2020, the Company issued US\$100,000,000 exchangeable bonds due 2023 (the "New Exchangeable Bonds") at the interest rate of 1.50% per annum payable semi-annually, which are exchangeable into 613,877,227 shares of China Modern Dairy at the notional exchange price of HK\$1.2625 per share, representing approximately 9.58% of the issued share capital of China Modern Dairy. In connection with the issuance of the New Exchangeable Bonds, the Company, as lender, lent to BOCI, as borrower, 613,877,227 shares of China Modern Dairy in aggregate (the "Loaned Securities"), which represent approximately 9.58% of the issued share capital of China Modern Dairy, in accordance with a securities lending agreement (the "Securities Lending Agreement"). Upon the effectiveness of the Securities Lending Agreement, voting rights in relation to the loaned securities shall pass from the lender to the borrower.

13. 於聯營公司的投資

在本集團投資的聯營公司中，中國現代牧業控股有限公司（「中國現代牧業」）為本集團主要從事原奶產品生產及銷售的策略夥伴。

於二零二零年六月三十日，本集團持有3,725,769,412股中國現代牧業股份，佔已發行股本約58.15%（截至二零一九年六月三十日止六個月：60.77%）。

於二零二零年六月五日，本公司贖回於二零一七年發行的194,800,000美元零息可換股債券（「舊可換股債券」）。於二零二零年六月二十四日，本公司按年每半年支付利率1.50%發行於二零二三年到期的100,000,000美元可換股債券（「新可換股債券」），其按名義交換價每股1.2625港元轉換為中國現代牧業的613,877,227股股份，佔中國現代牧業已發行股本約9.58%。有關發行新可換股債券，本公司（作為貸款方）根據證券借出協議（「證券借出協議」）向BOCI（作為借款方）借出合共613,877,227股中國現代牧業股份（「借出證券」），其佔中國現代牧業已發行股本約9.58%。待證券借出協議生效後，借出證券的投票權須由貸款方轉移至借款方。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
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Aggregating the effect of the Group's shareholdings of 58.15% (six months ended 30 June 2019: 60.77%), the potential voting rights of 9.58% shares underlying the New Exchangeable Bonds (six months ended 30 June 2019: 11.24% shares underlying the Old Exchangeable Bonds) (note 20) when exchanged, and the outstanding vested management share options (which, when exercised, shall result in issuance of 50,930,832 ordinary shares of China Modern Dairy at the exercise price of HK\$0.86 per share, representing approximately 0.79% (six months ended 30 June 2019: 0.82%) of the enlarged issued share capital), management is of the opinion that the Group has less than 50% substantive voting rights over China Modern Dairy.

As at 30 June 2020, when assessing whether the Group has control over China Modern Dairy, management considered all facts and circumstances, including but not limited to the substantive voting rights over China Modern Dairy, the voting rights attached to the loaned securities and their inability to be exercised by the Group, and the Group's representation on the board of directors in China Modern Dairy. Taking into account these factors, management's judgement is that the Group has no control over China Modern Dairy and continues to account for China Modern Dairy as an associate using the equity method.

13. 於聯營公司的投資 (續)

經計及本集團所持58.15%股權(截至二零一九年六月三十日止六個月: 60.77%)、新可換股債券(附註20)轉換後的9.58%股份的潛在投票權(截至二零一九年六月三十日止六個月: 11.24%舊可換股債券的潛在股份)及尚未行使的已歸屬管理層購股權(倘獲行使按每股0.86港元的行使價應導致發行中國現代牧業50,930,832股普通股, 佔經擴大已發行股本約0.79%(截至二零一九年六月三十日止六個月: 0.82%))之影響, 管理層判定本集團持有的中國現代牧業的實質性投票權少於50%。

於二零二零年六月三十日, 在評估本集團是否控制中國現代牧業時, 管理層審議了所有事實及情況, 包括但不限於於中國現代牧業的實質性投票權、借出證券所附有投票權及其將無法由本集團行使, 及本集團於中國現代牧業董事會的代表。經考慮此等因素, 管理層判定, 本集團對中國現代牧業並無控制權, 且中國現代牧業作為一家聯營公司繼續以權益法入賬。

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14. Other Financial Assets

14. 其他金融資產

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
	Note 附註		
At fair value through other comprehensive income:	以公允值計量且其變動計入其他全面收益：		
Listed equity investments	上市股本投資	153,837	105,957
At fair value through profit or loss:	以公允值計量且其變動計入損益：		
Unlisted equity investments	非上市股本投資	103,024	166,408
Hybrid financial instrument	混合金融工具	462,975	—
Convertible promissory note	可換股承兌票據	104,069	102,550
Short term investment deposits	短期投資存款	17,284,004	16,160,803
Long term investment deposits	長期投資存款	—	53,642
Warrants	認股權證	—	11,187
		17,954,072	16,494,590
At amortised cost:	按攤銷成本：		
Short term entrusted loans	短期委託貸款	1,839,870	2,880,772
Long term entrusted loans	長期委託貸款	121	1,063
Long term entrusted loans due within one year	於一年內到期之長期委託貸款	1,884	1,884
Long term receivables	長期應收款項	9,739	12,542
Long term time deposits (note 17)	長期定期存款 (附註17)	5,722,929	4,569,773
		7,574,543	7,466,034
Total other financial assets	其他金融資產總額	25,682,452	24,066,581
Current	流動	19,229,827	19,220,584
Non-current	非流動	6,452,625	4,845,997
		25,682,452	24,066,581

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

14. Other Financial Assets (continued)

Note:

- (a) On 29 April 2020, the Group acquired 42.88% equity interest with approximately RMB457,643,000, in an unlisted company. According to the equity purchase agreement entered into among the Group and the third parties, a written put option was granted to the Group, under which the Group has a right to sell the 42.88% equity interest or exchange other financial instruments with the third parties. The investment has been classified as a financial asset measured with fair value through profit or loss.

14. 其他金融資產 (續)

附註：

- (a) 於二零二零年四月二十九日，本集團以約人民幣457,643,000元收購一間非上市公司的42.88%股權。根據本集團與第三方之間訂立的股權購買協議，本集團獲授予一份書面認沽權，據此，本集團有權出售42.88%的股權或與第三方交換其他金融工具。有關投資已分類為以公允值計量且其變動計入損益的金融資產。

15. Inventories

15. 存貨

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Raw materials	原材料	2,728,495	2,499,232
Finished goods	製成品	1,271,868	2,590,712
Total inventories at the lower of cost and net realisable value	按成本與可變現淨值的較低者計量的存貨總額	4,000,363	5,089,944

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

16. Trade and Bills Receivables

The Group normally allows a credit limit to its customers which is adjustable in certain circumstances. The Group closely monitors overdue balances. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancements over its trade receivables. The trade receivables are non-interest-bearing.

An ageing analysis of the trade and bills receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

16. 應收賬款及票據

本集團通常授予客戶特定信貸額度，並可在若干情形下進行調整。本集團密切監控逾期末償還結餘。鑒於上文所述及本集團的應收賬款乃與大量不同類別的客戶有關，故並無重大信貸集中風險。本集團並無就其應收賬款持有任何抵押品或其他信貸提升。應收賬款並無附帶利息。

於報告期末，經扣除虧損撥備的應收賬款及票據按發票日期的賬齡分析如下：

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Within 3 months	3個月以內	3,284,814	2,990,016
4 to 6 months	4至6個月	597,750	484,937
7 to 12 months	7至12個月	179,211	95,371
Over 1 year	1年以上	15,835	16,542
		4,077,610	3,586,866

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

17. Cash and Bank Balances and Other Deposits **17. 現金及銀行結存及其他存款**

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Cash and cash equivalents as stated in the interim condensed consolidated statement of cash flows	列於中期簡明綜合現金流量表的現金及現金等價物	11,262,173	3,798,118
Pledged deposits	保證金存款	286,885	74,186
Time deposits	定期存款	5,972,929	7,247,842
		17,521,987 (286,885)	11,120,146 (74,186)
Less: Short term pledged deposits	減：短期保證金存款		
Less: Long term time deposits (note 14)	減：長期定期存款 (附註14)	(5,722,929)	(4,569,773)
Cash and bank balances as stated in the interim condensed consolidated statement of financial position	列於中期簡明綜合財務狀況表的現金及銀行結存	11,512,173	6,476,187

Note:

附註：

The Group's pledged deposits were as follows:

本集團的保證金存款列示如下：

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Pledged to secure bills payable	抵押以獲得應付票據	259,723	5,861
Pledged to secure interest-bearing bank and other borrowings	抵押以獲得計息銀行及其他借貸	23,400	46,787
Pledged to secure letters of credit	抵押以獲得信用證	3,762	21,538
		286,885	74,186

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

18. Trade and Bills Payables

An ageing analysis of the trade and bills payables as at the end of the reporting period, based on the invoice date, is as follows:

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Within 3 months	3個月以內	6,900,850	5,510,608
4 to 6 months	4至6個月	946,893	870,994
7 to 12 months	7至12個月	185,923	333,937
Over 1 year	1年以上	17,669	23,087
		8,051,335	6,738,626

19. Other Payables and Accruals

18. 應付賬款及票據

應付賬款及票據按發票日期於報告期末的賬齡分析如下：

19. 其他應付款項及預提費用

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Contract liabilities	合約負債	817,752	3,299,226
Refund liabilities	退款負債	45,418	40,246
Salary and welfare payables	應付薪金及福利費	1,079,035	1,512,926
Other payables	其他應付款項	7,326,307	5,955,176
		9,268,512	10,807,574

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

20. Interest-Bearing Bank and Other Borrowings

20. 計息銀行及其他借貸

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Current:	即期：		
Short term bank loans, secured	短期銀行貸款，有抵押	317,140	230,680
Short term bank loans, unsecured	短期銀行貸款，無抵押	11,030,471	9,655,599
Current portion of long term bank loans, unsecured	長期銀行貸款即期部分，無抵押	—	2,776,980
Super short-term commercial papers	超短期融資券	3,500,000	1,000,000
Lease liabilities	租賃負債	167,047	174,942
		15,014,658	13,838,201
Non-current:	非即期：		
US\$194,800,000 zero coupon exchangeable bonds issued in 2017 (note 13)	於二零一七年發行的194,800,000美元零息可換股債券(附註13)	—	1,374,780
US\$100,000,000 1.50% exchangeable bonds issued in 2020 (note 13)	於二零二零年發行的100,000,000美元票息率1.50%的可換股債券(附註13)	705,550	—
US dollar bonds	美元債券	12,666,154	6,935,369
Medium-term notes	中期票據	1,000,000	1,000,000
Lease liabilities	租賃負債	278,747	324,460
		14,650,451	9,634,609
		29,665,109	23,472,810

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

21. Other Financial Liabilities

21. 其他金融負債

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
	Note 附註		
Present value of redemption amount for potential acquisition of puttable non-controlling interests	可能收購可沽售非控股股東權益之贖回金額現值 (a)	1,600,000	1,600,206

Note:

- (a) Under the equity joint venture contract entered into between Inner Mongolia Mengniu Dairy (Group) Company Limited ("Inner Mongolia Mengniu") and Danone Asia Pte Ltd. ("Danone Asia Pte") dated 9 August 2013, an option was granted to Danone Asia Pte to terminate the equity joint venture contract and sell the entire stake of Danone Asia Pte to Inner Mongolia Mengniu at the exercise price within a 15-day period at the beginning of each biennial (2-year) period from the seventh (7th) anniversary of the relevant closing date under the amended and restated framework agreement, subject to compliance with the then applicable laws and regulations by the Company, including the then relevant Listing Rules in connection with connected transactions. As at 30 June 2020, the Group derecognised a non-controlling interest of RMB491,042,000 (31 December 2019: RMB592,124,000) and recognised a present value of the amount payable upon exercise of the option of RMB1,600,000,000 (31 December 2019: RMB1,600,206,000) as a financial liability and accounted for the difference in equity.

附註：

- (a) 根據內蒙古蒙牛乳業(集團)股份有限公司(「內蒙蒙牛」)與達能亞洲有限公司(「達能亞洲」)於二零一三年八月九日訂立的合資經營合同，達能亞洲獲授一項選擇權，可在經修訂及重列的框架協議相關交割日滿七(7)週年起，每兩(2)年期間之開始後十五天內終止合資經營合同，並將達能亞洲股權全部按行使價售予內蒙蒙牛，但本公司必須遵守當時的適用法例及法規的規定，包括當時相關上市規則關於關連交易的規定。於二零二零年六月三十日，本集團終止確認非控股股東權益人民幣491,042,000元(二零一九年十二月三十一日：人民幣592,124,000元)及按行使選擇權時應付款項的現值人民幣1,600,000,000元(二零一九年十二月三十一日：人民幣1,600,206,000元)確認為金融負債，並將差額計入權益。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

22. Share Capital

22. 股本

For the six months ended 30 June (Unaudited)
截至六月三十日止六個月(未經審核)

	Note 附註	2020 二零二零年		2019 二零一九年	
		Number of ordinary shares 普通股數目 '000 千股	Amount 金額 RMB'000 人民幣千元	Number of ordinary shares 普通股數目 '000 千股	Amount 金額 RMB'000 人民幣千元
Issued and fully paid: At 1 January (Audited)					
Shares issued under equity- settled share option scheme (Unaudited)	(a)	3,935,015	358,257	3,927,708	357,602
At 30 June (Unaudited)		3,938,590	358,583	3,931,121	357,902

Note:

- (a) During the six months ended 30 June 2020, 3,574,812 (six months ended 30 June 2019: 3,412,500) share options have been exercised, resulting in the issue of 3,574,812 (six months ended 30 June 2019: 3,412,500) ordinary shares (equivalent to share capital of RMB326,000 (six months ended 30 June 2019: RMB300,000)) of the Company and share premium of RMB71,876,000 (six months ended 30 June 2019: RMB53,426,000). The weighted average share price at the date of exercise for these options was HK\$30.48 per share (six months ended 30 June 2019: HK\$29.26).

附註：

- (a) 於截至二零二零年六月三十日止六個月，3,574,812份(截至二零一九年六月三十日止六個月：3,412,500份)購股權獲行使，導致發行3,574,812股(截至二零一九年六月三十日止六個月：3,412,500股)普通股(相當於本公司股本人民幣326,000元(截至二零一九年六月三十日止六個月：人民幣300,000元))及股份溢價人民幣71,876,000元(截至二零一九年六月三十日止六個月：人民幣53,426,000元)。該等購股權於行使日之加權平均股價為每股30.48港元(截至二零一九年六月三十日止六個月：29.26港元)。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

23. Share Option Scheme

Movements of outstanding share options

23. 購股權計劃

尚未行使購股權變動

Date of grant	授出日期	As at 1 January 2020	Granted during the period	Exercised during the period	Lapsed/ forfeited during the period	As at 30 June 2020	Exercisable at 30 June 2020
		於 二零二零年 一月一日	期內授出	期內行使	期內失效/ 沒收	於 二零二零年 六月三十日	於 二零二零年 六月三十日 可行使
13 July 2017	二零一七年七月十三日	4,834,032	—	(903,450)	—	3,930,582	3,930,582
7 May 2018	二零一八年五月七日	7,384,194	—	(840,362)	(306,437)	6,237,395	6,237,395
24 December 2018	二零一八年十二月二十四日	33,781,930	—	(1,831,000)	(2,913,473)	29,037,457	12,822,247
1 April 2020	二零二零年四月一日	—	1,016,887	—	—	1,016,887	—
Total	總計	46,000,156	1,016,887	(3,574,812)	(3,219,910)	40,222,321	22,990,224

Date of grant	授出日期	As at 1 January 2019	Granted during the period	Exercised during the period	Lapsed/ forfeited during the period	As at 30 June 2019	Exercisable at 30 June 2019
		於 二零一九年 一月一日	期內授出	期內行使	期內失效/ 沒收	於 二零一九年 六月三十日	於 二零一九年 六月三十日 可行使
13 July 2017	二零一七年七月十三日	9,236,545	—	(2,375,653)	(177,614)	6,683,278	2,161,720
7 May 2018	二零一八年五月七日	9,245,873	—	(507,847)	(628,450)	8,109,576	3,754,645
24 December 2018	二零一八年十二月二十四日	37,248,880	—	(529,000)	(1,499,950)	35,219,930	7,842,290
Total	總計	55,731,298	—	(3,412,500)	(2,306,014)	50,012,784	13,758,655

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

23. Share Option Scheme (continued)

Movements of outstanding share options (continued)

The average fair value of equity settled share options granted during the year was estimated as at the date of grant using a binomial model, taking into account the terms and conditions upon which the options were granted. The following table lists the significant inputs to the model used:

		2020 二零二零年 1 April 四月一日	2018 二零一八年 7 May 五月七日	24 December 十二月二十四日	2017 二零一七年 13 July 七月十三日
Dividend yield (%)	股息率(%)	0.69	0.64	0.57	0.65
Expected volatility (%)	預期波動率(%)	32.30	34.00	34.00	32.18
Historical volatility (%)	歷史波動率(%)	32.30	33.90	34.12	32.18
Risk-free interest rate (%)	無風險利率(%)	0.53	2.14	1.96	0.97
Option life (years)	購股權年期(年)	5	5	5	5
Spot price (HK\$ per share)	現貨價(港元/每股)	26.30	26.05	23.80	14.62
Exercise price (HK\$ per share)	行使價(港元/每股)	26.54	26.05	23.93	14.81

The fair value of the share options granted during the six months ended 30 June 2020 was estimated to be RMB6,525,000 (RMB6.42 each) at the grant date.

For the six months ended 30 June 2020, the Group recognised an expense of RMB34,808,000 relating to the fair value amortisation of share options during the period (six months ended 30 June 2019: RMB112,253,000).

23. 購股權計劃(續)

尚未行使購股權變動(續)

年內授出以股份支付的購股權之平均公允價值乃於授出日期使用二項計價模式進行估計，並已考慮有關購股權之授出條款及條件。下表載列所用模型之重大輸入數據：

於截至二零二零年六月三十日止六個月，授予購股權的公允價值在授予日期估計為人民幣6,525,000元(每份人民幣6.42元)。

於截至二零二零年六月三十日止六個月，本集團於期內確認有關購股權公允價值攤銷的開支人民幣34,808,000元(截至二零一九年六月三十日止六個月：人民幣112,253,000元)。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

24. Share Award Scheme

Particulars and movements of share award scheme:

2020

Date of grant	授出日期	Notes 附註	Fair value per share 每股公允值 (HK\$) (港元)	As at 1 January 於一月一日 Number of shares 股份數目	Granted during the period 期內授出 Number of shares 股份數目	Vested during the period 期內歸屬 Number of shares 股份數目	Forfeited during the period 期內沒收 Number of shares 股份數目	As at 30 June 於六月三十日 Number of shares 股份數目
7 May 2018	二零一八年五月七日		26.05	2,861,687	—	(2,804,684)	(57,003)	—
5 June 2019	二零一九年六月五日	(a)	28.80	6,622,058	—	(3,245,705)	(176,206)	3,200,147
22 May 2020	二零二零年五月二十二日	(b)	27.30	—	8,199,897	—	(95,932)	8,103,965
				9,483,745	8,199,897	(6,050,389)	(329,141)	11,304,112

24. 股票獎勵計劃

股票獎勵計劃詳情及變動：

二零二零年

2019

Date of grant	授出日期	Note 附註	Fair value per share 每股公允值 (HK\$) (港元)	As at 1 January 於一月一日 Number of shares 股份數目	Granted during the period 期內授出 Number of shares 股份數目	Vested during the period 期內歸屬 Number of shares 股份數目	Forfeited during the period 期內沒收 Number of shares 股份數目	As at 30 June 於六月三十日 Number of shares 股份數目
13 July 2017	二零一七年七月十三日		14.62	3,050,246	—	—	(70,060)	2,980,186
7 May 2018	二零一八年五月七日		26.05	6,453,689	—	(3,004,911)	(433,596)	3,015,182
5 June 2019	二零一九年六月五日	(a)	28.80	—	8,201,104	—	—	8,201,104
				9,503,935	8,201,104	(3,004,911)	(503,656)	14,196,472

二零一九年

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註**24. Share Award Scheme** (continued)

- (a) On 5 June 2019, the Company granted 8,201,104 shares under share award scheme to the participants, representing approximately 0.23% of the issued share capital of the Company as at the adoption date. These granted shares would vest in two equal batches on the first and second anniversaries of the date of grant in accordance with certain vesting conditions.
- (b) On 22 May 2020, the Company granted 8,199,897 shares under share award scheme to the participants, representing approximately 0.23% of the issued share capital of the Company as at the adoption date. These granted shares would vest in two equal batches on the first and second anniversaries of the date of grant in accordance with certain vesting conditions.

During the period, 329,141 (six months ended 30 June 2019: 503,656) shares lapsed due to the unfulfillment of vesting condition under the share award scheme.

The fair value of the shares granted was calculated based on the market prices of the Company's shares at the respective grant dates. During the period, there was an expense of RMB79,657,000 (six months ended 30 June 2019: RMB55,258,000) relating to the share award scheme, and a reversal of expense of RMB1,811,000 (six months ended 30 June 2019: RMB2,861,000) due to the unfulfillment of vesting conditions under the share award scheme. In aggregate, the Group recognised a net expense of RMB77,846,000 (six months ended 30 June 2019: RMB52,397,000) relating to the share award scheme in the interim condensed consolidated statement of profit or loss during the period.

24. 股票獎勵計劃 (續)

- (a) 於二零一九年六月五日，本公司根據股票獎勵計劃向參與者授出8,201,104股股份，佔本公司於採納日期的已發行股本約0.23%。此等已授出的股份將分為二等份歸屬，根據若干歸屬條件由授出日期起第一及二個週年歸屬。
- (b) 於二零二零年五月二十二日，本公司根據股票獎勵計劃向參與者授出8,199,897股股份，佔本公司於採納日期的已發行股本約0.23%。此等已授出的股份將分為二等份歸屬，根據若干歸屬條件由授出日期起第一及二個週年歸屬。

期內，329,141股股份(截至二零一九年六月三十日止六個月：503,656股)因股票獎勵計劃項下的歸屬條件未獲達成而失效。

已授出股份之公允值，乃基於本公司股份於各授出日期之市值計算。期內，股票獎勵計劃相關支出人民幣79,657,000元(截至二零一九年六月三十日止六個月：人民幣55,258,000元)及因股票獎勵計劃項下的歸屬條件未獲達成而撥回支出人民幣1,811,000元(截至二零一九年六月三十日止六個月：人民幣2,861,000元)。期內，本集團已於中期簡明綜合損益表中確認股票獎勵計劃相關支出淨額合共人民幣77,846,000元(截至二零一九年六月三十日止六個月：人民幣52,397,000元)。

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25. Business Combination

During the six months ended 30 June 2020:

Acquisition of three subsidiaries

During the six months ended 30 June 2020, the Group acquired three subsidiaries from third parties. Two subsidiaries are engaged in the sale of dairy products. These three subsidiaries are engaged in the sale of dairy products and research and development. The acquisition was made as part of the Group's strategy to expand its market share of dairy products in Mainland China as well as strengthen research and development capacity. The total purchase considerations for these acquisitions were in the form of cash of RMB10,617,000 paid at the acquisition date. These business acquisitions gave rise to goodwill of RMB92,091,000 in total.

The Group has elected to measure the non-controlling interests in the three subsidiaries at the non-controlling interests' proportionate share of identifiable net assets.

25. 業務合併

截至二零二零年六月三十日止六個月：

收購三間子公司

截至二零二零年六月三十日止六個月，本集團自第三方收購三間子公司。兩間子公司從事乳產品銷售。該三間子公司從事乳產品銷售以及研究及開發。進行收購乃作為本集團擴充其於中國大陸乳產品市場份額及加強研究及開發能力之策略。該等收購的總收購代價於收購日期以現金形式支付人民幣10,617,000元。該等業務收購產生商譽合共人民幣92,091,000元。

本集團選擇按比例所佔可識別淨資產的非控股股東權益計量三間子公司的非控股股東權益。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
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25. Business Combination (continued)

Acquisition of three subsidiaries (continued)

The aggregate fair values of the identifiable assets and liabilities of the three subsidiaries as at the date of acquisition were as follows:

25. 業務合併 (續)

收購三間子公司 (續)

於收購日期，可識別資產及負債的公允值總額如下：

		Fair value recognised on acquisition 收購時確認之 公允值 RMB'000 人民幣千元 (Unaudited) (未經審核)
		Notes 附註
Assets	資產	
Property, plant and equipment	物業、廠房及設備	10,949
Right-of-use assets	使用權資產	216
Construction in progress	在建工程	33
Other intangible assets	其他無形資產	7
Inventories	存貨	1,166
Trade and bills receivables	應收賬款及票據	35,305
Prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產	2,024
Total assets	總資產	49,700
Liabilities	負債	
Trade and bills payables	應付賬款及票據	(111,941)
Other payables and accruals	其他應付款項及預提費用	(19,233)
Total liabilities	總負債	(131,174)
Total identifiable net assets at fair value	按公允值計算之可識別淨資產總額	(81,474)
Less: Trade receivables due from the three subsidiaries	減：應收三間子公司的應收賬款	(111,941)
Add: Goodwill arising on acquisition	加：收購產生的商譽	92,091
Add: Effective settlement of trade receivables and other receivables due from the three subsidiaries	加：應收三間子公司的應收賬款及其他應收款項的有效結算	111,941
Purchase consideration at fair value	以公允值計算的收購代價	10,617

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

25. Business Combination (continued)

Acquisition of three subsidiaries (continued)

An analysis of the cash flows in respect of the acquisition of the three subsidiaries for the six months ended 30 June 2020 was as follows:

		RMB'000 人民幣千元
Cash consideration	現金代價	(10,617)
Net outflow of cash and cash equivalents included in cash flows from investing activities	包括在投資活動產生的現金流量內的現金及現金等價物淨流出	(10,617)
Transaction costs of the acquisition included in cash flows from operating activities	包括在經營業務產生的現金流量內的收購交易成本	(200)
		(10,817)

During the six months ended 30 June 2019:

Acquisition of Shengmu High-tech Dairy

On 23 April 2019, the Group acquired a total of 51% equity interests in Shengmu High-tech Dairy from Shengmu High-tech and Inner Mongolia Shengmu Holding Co., Ltd. ("Shengmu Holding") and obtained control over Shengmu High-tech Dairy. Shengmu High-tech Dairy is mainly engaged in the production and distribution of organic liquid milk products. The acquisition was made as part of the Group's strategy to expand its market share of organic liquid milk products in Mainland China.

The purchase consideration for the acquisition was in the form of cash, with RMB105,461,000 paid on 19 July 2019, and the remaining RMB30,000,000 of cash will be paid within five business days from the first anniversary date of 19 July 2019.

25. 業務合併(續)

收購三間子公司(續)

截至二零二零年六月三十日止六個月有關收購三間子公司的現金流量分析如下：

截至二零一九年六月三十日止六個月：

收購聖牧高科乳業

於二零一九年四月二十三日，本集團自聖牧高科牧業及內蒙古聖牧控股有限公司（「聖牧控股」）合共收購聖牧高科乳業的51%股權，並取得聖牧高科乳業的控制權。聖牧高科乳業主要從事生產及分銷有機液態奶產品。該項收購為本集團擴大其中國大陸的有機液態奶產品的市場份額的策略之一環。

收購事項的收購代價於二零一九年七月十九日以現金形式支付人民幣105,461,000元，而餘下的現金人民幣30,000,000元將於二零一九年七月十九日一週年後的五個營業日內支付。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

25. Business Combination (continued)

Acquisition of Shengmu High-tech Dairy (continued)

The fair values of the identifiable assets and liabilities of Shengmu High-tech Dairy as at the date of acquisition were as follows:

25. 業務合併 (續)

收購聖牧高科乳業 (續)

於收購日期，聖牧高科乳業的可識別資產及負債的公允值如下：

		Fair value recognised on acquisition 收購時確認之 公允值 RMB'000 人民幣千元 (Unaudited) (未經審核)
		Note 附註
Assets	資產	
Property, plant and equipment	物業、廠房及設備	580,800
Construction in progress	在建工程	14,711
Right-of-use assets	使用權資產	24,003
Other intangible assets	其他無形資產	45,655
Inventories	存貨	24,517
Trade and bills receivables	應收賬款及票據	37,161
Prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產	332,817
Pledged deposits	保證金存款	108,555
Cash and bank balances	現金及銀行結存	520
Total assets	總資產	1,168,739
Liabilities	負債	
Trade and bills payables	應付賬款及票據	(519,419)
Other payables and accruals	其他應付款項及預提費用	(238,710)
Interest-bearing bank and other borrowings	計息銀行及其他借貸	(145,000)
Total liabilities	總負債	(903,129)
Total identifiable net assets at fair value	按公允值計算之可識別淨資產總額	265,610
Less: Non-controlling interests	減：非控股股東權益	(130,149)
Purchase consideration at fair value	按公允值計算之購買代價	135,461

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

25. Business Combination (continued)

Acquisition of Shengmu High-tech Dairy (continued)

An analysis of the cash flows in respect of the acquisition of Shengmu High-tech Dairy for the six months ended 30 June 2019 was as follows:

		RMB'000 人民幣千元
Cash consideration	現金代價	—
Cash and cash equivalents acquired	收購所得現金及現金等價物	520
Net inflow of cash and cash equivalents included in cash flows from investing activities	包括在投資活動產生的現金流量內的現金及現金等價物淨流入	520
Transaction costs of the acquisition included in cash flows from operating activities	包括在經營業務產生的現金流量內的收購交易成本	(870)
		(350)

Acquisition of other subsidiaries

During the six months ended 30 June 2019, the Group acquired three other subsidiaries from third parties. These subsidiaries are mainly engaged in the sale of dairy products. These acquisitions were made as part of the Group's strategy to expand its market share of liquid milk products in Mainland China. The total purchase considerations for these acquisitions were in the form of cash of RMB5,504,000 paid at the acquisition date. These business acquisitions gave rise to goodwill of RMB8,476,000 in total.

25. 業務合併 (續)

收購聖牧高科乳業 (續)

就截至二零一九年六月三十日止六個月收購聖牧高科乳業的現金流量分析如下：

收購其他子公司

截至二零一九年六月三十日止六個月期間，本集團自第三方收購其他三家子公司。該等子公司主要從事乳產品銷售。該等收購事項為本集團擴大其中國大陸的液態奶產品的市場份額的策略之一環。該等收購的總收購代價於收購日期以現金形式支付人民幣5,504,000元。該等業務收購產生商譽合共人民幣8,476,000元。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

26. Commitments

The Group had the following outstanding capital commitments in respect of the purchase and construction of property, plant and equipment as at the end of the reporting period:

	30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Contracted, but not provided for	1,260,065	788,680
已訂約但未撥備		

27. Contingent Liabilities

In 2019, a non-controlling shareholder of an associate of the Group alleged that the Group has breached the investment deed associated with the associate, thereby entitling it to exercise the put option right to sell its equity interests in the associate to the Group. The directors, based on the advice from the Group's legal counsel, believe that the Group has not breached the investment deed and accordingly, has not provided for any claim in these financial statements.

26. 承擔

於報告期末，本集團有關購置及興建物業、廠房及設備的未償付資本承擔如下：

27. 或然負債

於二零一九年，本集團一名非控股股東聲稱本集團違反有關聯營公司的投資契約，因此賦予其行使認沽期權以向本集團出售其於聯營公司的股權。根據本集團法律顧問的意見，董事相信本集團並未違反投資契約，因此並未提供該等財務報表的任何索償。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

28. Related Party Transactions

- (a) The Group had the following significant transactions with its associates and other related parties.

28. 關聯人士交易

- (a) 本集團與其聯營公司及其他關聯人士進行下列重大交易。

For the six months ended 30 June
 截至六月三十日止六個月

			2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 二零一九年 RMB'000 人民幣千元 (Unaudited) (未經審核)
		Note 附註		
(I)	Sale of liquid milk products to associates 向聯營公司銷售液態奶產品	(i)	138,684	378,906
(II)	Sale of ice cream products to associates 向聯營公司銷售冰淇淋產品	(i)	18,442	22,100
(III)	Sale of products to affiliates of a major shareholder of the Company 向本公司一名主要股東的聯屬公司出售產品	(i)	781	2,793
(IV)	Sales of products to a joint venture 向合營企業出售產品	(i)	7,895	—
(V)	Purchase of raw materials from affiliates of a major shareholder of the Company 向本公司一名主要股東的聯屬公司購買原材料	(i)	257,092	333,233
(VI)	Purchase of raw materials from associates 向聯營公司購買原材料	(i)	3,026,310	2,864,168
(VII)	Purchase of utilities, rental and outsourcing services from associates 向聯營公司購買能源、租賃及外包服務	(i)	—	14,178

Note:

- (i) The considerations were determined with reference to the prevailing market prices/rates and the prices charged to third parties.

附註：

- (i) 代價乃經參考當時市場價格／利率及收取第三方的價格釐定。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
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28. Related Party Transactions (continued)
(b) Compensation of key management personnel of the Group

28. 關聯人士交易 (續)
(b) 本集團的主要管理人員的報酬

For the six months ended 30 June
截至六月三十日止六個月

		2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2019 二零一九年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Directors' fees	董事袍金	499	563
Salaries and allowances	薪金及津貼	17,994	10,870
Retirement benefit contributions	退休福利供款	901	956

Notes:

- (i) The key management compensation represented remuneration paid or payable to the directors and senior executives of the Company.
- (ii) In addition to the key management compensation shown in the above table, during the period from 2017 to 2019, certain directors and senior executives were granted share awards in respect of their services to the Group under the share award scheme of the Company. In accordance with IFRS 2, share-based payments represent the fair value of the shares at the grant date amortised to the interim condensed consolidated statement of profit or loss during the period disregarding whether the shares have been vested/exercised or not. During the period, the share-based payment expenses relating to the shares granted to these directors and senior executives were approximately RMB14,964,000 (six months ended 30 June 2019: RMB16,319,000).

附註：

- (i) 主要管理人員的報酬指已付或應付本公司董事及高級行政人員的酬金。
- (ii) 除上表所示的主要管理人員報酬外，於二零一七年至二零一九年期間，若干董事及高級行政人員就彼等對本集團的服務獲本公司根據股票獎勵計劃授出股票獎勵。根據國際財務報告準則第2號，以股份為基礎的支付指股份於授出日期的公允值，期內已於中期簡明綜合損益表內予以攤銷，而不論該等股票是否已歸屬／行使。期內，有關授予該等董事及高級行政人員股票的以股份為基礎的支付支出為約人民幣14,964,000元(截至二零一九年六月三十日止六個月：人民幣16,319,000元)。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

28. Related Party Transactions (continued)

(b) Compensation of key management personnel of the Group (continued)

Notes: (continued)

(iii) In addition to the key management compensation shown in the above table, during the period from 2017 to 2018, certain directors and senior executives were granted share options in respect of their services to the Group under the share option scheme of the Company. In accordance with IFRS 2, share-based payment benefits represent the fair value of the share options at the grant date amortised to the interim condensed consolidated statement of profit or loss during the period disregarding whether the options have been vested/exercised or not. During the period, the share-based payment expenses relating to the share options granted to these directors and senior executives were approximately RMB35,827,000 (six months ended 30 June 2019: RMB93,003,000).

(c) As at 30 June 2020 and 31 December 2019, the balances arising from related party transactions are as follows:

Trade and bills receivables from:

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Associates	聯營公司	130,043	218,730
A joint venture	一間合營企業	2,128	601
Affiliates of a major shareholder of the Company	本公司一名主要股東的聯屬公司	450	2,200
		132,621	221,531

28. 關聯人士交易 (續)

(b) 本集團的主要管理人員的報酬 (續)

附註：(續)

(iii) 除上表所示的主要管理人員報酬外，於二零一七年至二零一八年期間，若干董事及高級行政人員就彼等對本集團的服務獲本公司根據購股權計劃授出購股權。根據國際財務報告準則第2號，以股份為基礎的支付指購股權於授出日期的公允值，期內已於中期簡明綜合損益表內予以攤銷，而不論該等購股權是否已歸屬/行使。期內，有關授予該等董事及高級行政人員購股權的以股份為基礎的支付支出為約人民幣35,827,000元（截至二零一九年六月三十日止六個月：人民幣93,003,000元）。

(c) 於二零二零年六月三十日及二零一九年十二月三十一日，關聯人士交易產生的結餘如下：

應收下列各方的賬款及票據：

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

28. Related Party Transactions (continued)

(c) As at 30 June 2020 and 31 December 2019, the balances arising from related party transactions are as follows: (continued)

Prepayments, other receivables and other assets from:

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Associates	聯營公司	25,000	8,333
A joint venture	一間合營企業	—	201
Affiliates of a major shareholder of the Company	本公司一名主要股東的聯屬公司	1,524	6,083
		26,524	14,617

Trade and bills payables to:

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Associates	聯營公司	532,153	529,209
Affiliates of a major shareholder of the Company	本公司一名主要股東的聯屬公司	115,203	137,718
		647,356	666,927

28. 關聯人士交易 (續)

(c) 於二零二零年六月三十日及二零一九年十二月三十一日，關聯人士交易產生的結餘如下：(續)

應收下列各方的預付款項、其他應收款項及其他資產：

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28. Related Party Transactions (continued)

- (c) As at 30 June 2020 and 31 December 2019, the balances arising from related party transactions are as follows: (continued)

Other payables and accruals to:

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Associates	聯營公司	418	4,184
A joint venture	一間合營企業	—	88
Affiliates of a major shareholder of the Group	本集團一名主要股東的聯屬公司	—	60
		418	4,332

Except for certain prepayments, other receivables and other assets from associates of approximately RMB25,000,000 (31 December 2019: RMB8,333,000) with a fixed interest rate of 4.8% (31 December 2019: 4.8%) per annum, the above balances are unsecured, non-interest-bearing and repayable on credit terms similar to those offered to or by independent third parties.

28. 關聯人士交易 (續)

- (c) 於二零二零年六月三十日及二零一九年十二月三十一日，關聯人士交易產生的結餘如下：(續)

應付下列各方的其他應付款項及預提費用：

除若干預付款項、其他應收款項及來自聯營公司的其他資產約人民幣25,000,000元(二零一九年十二月三十一日：人民幣8,333,000元)按4.8%(二零一九年十二月三十一日：4.8%)的固定年利率計息外，上述結餘為無抵押及免息，償還信貸期與給予或獲自獨立第三方者相若。

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註**28. Related Party Transactions** (continued)**(d) Other outstanding balances with associates**

As at 30 June 2020, the Group had entrusted loans of RMB17,255,000 (31 December 2019: RMB35,560,000) due to certain associates included in “Interest-bearing bank and other borrowings”. The Group obtained those loans from certain associates via banks. The balances are unsecured and interest-free.

As at 30 June 2020, the Group had entrusted loans of RMB500,000,000 (31 December 2019: RMB500,000,000) due from Inner Mongolia Fuyuan International Industrial Co., Ltd. included in “Other financial assets”. The Group loaned out the money via banks. The entrusted loans are secured by dairy cows with an annual interest rate of 6.09% (31 December 2019: 6.09%). As at 31 December 2019, the Group had entrusted loans of RMB1,000,000,000 due from China Modern Dairy included in “Other financial assets”. The Group loaned out the money via banks. The entrusted loans are unsecured with an annual interest rate of 4.79%.

28. 關聯人士交易 (續)**(d) 與聯營公司其他結餘**

於二零二零年六月三十日，本集團擁有應付若干聯營公司委託貸款人民幣17,255,000元(二零一九年十二月三十一日：人民幣35,560,000元)，並已計入「計息銀行及其他借貸」。本集團透過銀行從若干聯營公司取得該等貸款。結餘為無抵押及免息。

於二零二零年六月三十日，本集團擁有應收內蒙古富源國際實業有限公司委託貸款人民幣500,000,000元(二零一九年十二月三十一日：人民幣500,000,000元)，並已計入「其他金融資產」。本集團透過銀行借出該款項。該委託貸款由奶牛抵押，年利率為6.09%(二零一九年十二月三十一日：6.09%)。於二零一九年十二月三十一日，本集團擁有應收中國現代牧業委託貸款人民幣1,000,000,000元，並已計入「其他金融資產」。本集團透過銀行借出該款項。該委託貸款為無抵押，年利率為4.79%。

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29. Financial Instruments by Category

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows:

As at 30 June 2020

Financial assets:

29. 按類別劃分的金融工具

於報告期末，各個分類的金融工具的賬面值如下：

於二零二零年六月三十日

金融資產：

		Amortised cost 攤銷成本 RMB'000 人民幣千元	Fair value through profit or loss 按公允值計量 且其變動 計入損益 RMB'000 人民幣千元	Fair value through other comprehensive income 按公允值計量 且其變動計入 其他全面收益 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Trade and bills receivables	應收賬款及票據	3,937,846	—	139,764	4,077,610
Financial assets included in prepayments, other receivables and other assets	包括於預付款項、其他 應收款項及其他資 產的金融資產	564,448	—	—	564,448
Other financial assets	其他金融資產	7,574,543	17,954,072	153,837	25,682,452
Equity investments	股本投資	—	103,024	153,837	256,861
Hybrid financial instrument	混合金融工具	—	462,975	—	462,975
Convertible promissory note	可換股承兌票據	—	104,069	—	104,069
Entrusted loans	委託貸款	1,841,875	—	—	1,841,875
Investment deposits	投資存款	—	17,284,004	—	17,284,004
Long term receivables	長期應收款項	9,739	—	—	9,739
Long term time deposit	長期定期存款	5,722,929	—	—	5,722,929
Derivative financial instruments	衍生金融工具	—	31,280	—	31,280
Pledged deposits	保證金存款	286,885	—	—	286,885
Cash and bank balances	現金及銀行結存	11,512,173	—	—	11,512,173
Cash and cash equivalents	現金及現金等價物	11,262,173	—	—	11,262,173
Time deposits with original maturity of more than three months	原到期日為三個月 以上的定期存款	250,000	—	—	250,000
		23,875,895	17,985,352	293,601	42,154,848

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

29. Financial Instruments by Category (continued)
As at 30 June 2020 (continued)

Financial liabilities:

		Amortised cost	Fair value through profit or loss	Total
		攤銷成本	按公允值計量 且其變動 計入損益	總計
		RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元
Trade and bills payables	應付賬款及票據	8,051,335	—	8,051,335
Financial liabilities included in other payables and accruals	包括於其他應付款項及 預提費用之金融負債	7,326,307	—	7,326,307
Interest-bearing bank and other borrowings excluding exchangeable bonds	計息銀行及其他借貸 (不包括可換股債券)	28,959,559	—	28,959,559
Exchangeable bonds	可換股債券	—	705,550	705,550
Derivative financial instruments	衍生金融工具	—	5,580	5,580
Other financial liabilities	其他金融負債	1,600,000	—	1,600,000
		45,937,201	711,130	46,648,331

29. 按類別劃分的金融工具 (續)
於二零二零年六月三十日 (續)

金融負債：

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29. Financial Instruments by Category (continued)

As at 31 December 2019

29. 按類別劃分的金融工具(續)

於二零一九年十二月三十一日

Financial assets:

金融資產：

		Amortised cost	Fair value through profit or loss	Fair value through other comprehensive income	Total
		攤銷成本	按公允值計量且其變動計入損益	按公允值計量且其變動計入其他全面收益	總計
		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
Trade and bills receivables	應收賬款及票據	3,476,898	—	109,968	3,586,866
Financial assets included in prepayments, other receivables and other assets	包括於預付款項、其他應收款項及其他資產的金融資產	658,852	—	—	658,852
Other financial assets	其他金融資產	7,534,635	16,494,590	105,957	24,135,182
Equity investments	股本投資	—	166,408	105,957	272,365
Convertible promissory note	可換股承兌票據	—	102,550	—	102,550
Warrants	認股權證	—	11,187	—	11,187
Entrusted loans	委託貸款	2,883,719	—	—	2,883,719
Investment deposits	投資存款	—	16,214,445	—	16,214,445
Long term receivables	長期應收款項	81,143	—	—	81,143
Long term time deposit	長期定期存款	4,569,773	—	—	4,569,773
Derivative financial instruments	衍生金融工具	—	34,009	10,814	44,823
Pledged deposits	保證金存款	74,186	—	—	74,186
Cash and cash equivalents	現金及現金等價物	3,798,118	—	—	3,798,118
Time deposits with original maturity of more than three months	原到期日為三個月以上的定期存款	2,678,069	—	—	2,678,069
		18,220,758	16,528,599	226,739	34,976,096

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

29. Financial Instruments by Category (continued)
As at 31 December 2019 (continued)

Financial liabilities:

29. 按類別劃分的金融工具 (續)
於二零一九年十二月三十一日 (續)

金融負債：

		Amortised cost	Fair value through profit or loss 按公允值計量 且其變動 計入損益	Total
		攤銷成本 RMB'000 人民幣千元	RMB'000 人民幣千元	總計 RMB'000 人民幣千元
Trade and bills payables	應付賬款及票據	6,738,626	—	6,738,626
Financial liabilities included in other payables and accruals	包括於其他應付款項及 預提費用之金融負債	5,954,229	—	5,954,229
Interest-bearing bank and other borrowings excluding exchangeable bonds	計息銀行及其他借貸 (不包括可換股債券)	22,098,030	—	22,098,030
Exchangeable bonds	可換股債券	—	1,374,780	1,374,780
Other loans	其他貸款	—	—	—
Derivative financial instruments	衍生金融工具	—	4,346	4,346
Long term payables	長期應付款項	947	—	947
Other financial liabilities	其他金融負債	1,600,206	—	1,600,206
		36,392,038	1,379,126	37,771,164

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

30. Fair Value and Fair Value Hierarchy of Financial Instruments

Fair value

The fair value of the financial assets and liabilities is the amount at which the asset could be sold or the liability transferred in a current transaction between market participants, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

The fair values of cash and cash equivalents, short term pledged deposits, trade and bills receivables, trade and bills payables, financial assets included in prepayments, deposits and other receivables, financial liabilities included in other payables and accruals, current interest-bearing bank loans and other loans approximate to their carrying amounts largely due to the short term maturities of these instruments.

The fair values of the non-current portion of other financial assets, long term pledged deposits, long term time deposits, long term receivables, the non-current portion of interest-bearing bank loans, long term payables and other non-current financial liabilities have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities.

The fair value of financial instruments traded in an active market is determined at the quoted market prices; and the fair value of those not traded in an active market is determined by the Group using market comparable corporate model. The inputs of the market comparable corporate model include price/book ratio of companies in same category and unit price of comparable property.

30. 金融工具之公允值及公允值層級

公允值

金融資產及負債的公允值為市場參與者於現時進行的交易(強迫或清算銷售除外)中可出售資產及轉讓負債的金額。

下文載列用於估計公允值的方法及假設：

現金及現金等價物、短期保證金存款、應收賬款及票據、應付賬款及票據、包括於預付款項、按金及其他應收款項的金融資產、包括於其他應付款項及預提費用的金融負債、流動計息銀行貸款及其他貸款等工具的公允值因短期內到期而與彼等之賬面值相若。

其他金融資產的非流動部分、長期保證金存款、長期定期存款、長期應收款項、計息銀行貸款、長期應付款項的非流動部分以及其他非流動金融負債的公允值乃採用類似條款、信貸風險及餘下到期日的工具現時可獲得的利率折現預期未來現金流量的方式計算。

於活躍市場進行交易的金融工具之公允值按市場報價釐定；並非於活躍市場進行交易的金融工具之公允值則採用市場可資比較企業模型釐定。市場可資比較企業模型輸入數據包括相同類別公司的市賬率及可資比較物業之單價。

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30. Fair Value and Fair Value Hierarchy of Financial Instruments (continued)

Fair value (continued)

The following table shows the valuation techniques used in the determination of fair values of investment deposits, hybrid financial instrument and unlisted equity investment, which fall within Level 3 of the fair value hierarchy, as well as the significant unobservable inputs used in the valuation.

30. 金融工具之公允值及公允值層級 (續)

公允值 (續)

下表顯示釐定投資存款、混合金融工具及非上市股權投資公允值所用的估值技術(屬於公允值層級的第三級)及估值所用的重大不可觀察輸入數據。

	Valuation technique 估值技術	Significant unobservable input 重大不可觀察輸入數據	Range 範圍	Sensitivity of fair value to the input 輸入數據對公允值的影響
Investment deposits 投資存款	Discounted cash flow method 折現現金流量法	Expected yield 預期收益率	1.00% to 5.90% 1.00%至5.90%	10% increase (decrease) in expected yield would result in increase (decrease) in fair value by RMB12,432,000 預期收益率增加(減少)10%將導致公允值增加(減少)人民幣12,432,000元
		Discount rate 折現率	1.00% to 5.90% 1.00%至5.90%	10% increase (decrease) in discount rate would result in decrease (increase) in fair value by RMB12,479,000 折現率增加(減少)10%將導致公允值減少(增加)人民幣12,479,000元
Hybrid financial instrument 混合金融工具	Discounted cash flow method 折現現金流量法	Discount rate 折現率	7.85% 7.85%	10% increase (decrease) in discount rate would result in decrease (increase) in fair value by RMB2,628,000 折現率增加(減少)10%將導致公允值減少(增加)人民幣2,628,000元
Unlisted equity investment 非上市股權投資	Discounted cash flow method 折現現金流量法	WACC 加權平均資本成本	17% 17%	10% increase (decrease) in WACC would result in decrease (increase) in fair value by RMB12,183,000 加權平均資本成本增加(減少)10%將導致公允值減少(增加)人民幣12,183,000元

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30. Fair Value and Fair Value Hierarchy of Financial Instruments (continued)

Fair value (continued)

The Group enters into derivative financial instruments with various counterparties, principally established commodity trading exchanges or financial institutions with good credit ratings. Derivative financial instruments, including commodity futures contracts, interest rate swaps, forward currency contracts and interest rate forward contracts, are measured using quoted prices from financial institutions with which the interest rate swaps, forward currency contracts and interest rate forward contracts are entered into. The carrying amounts of commodity futures contracts, interest rate swaps, forward currency contracts and interest rate forward contracts are the same as their fair values.

The carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that reasonably approximate to fair values, are as follows:

30. 金融工具之公允值及公允值層級

(續)

公允值(續)

本集團與多名對手方訂立衍生金融工具，主要為已成立的商品貿易交易所或信貸評級良好的金融機構。商品期貨合約、利率互換、遠期外幣合約及利率遠期合約等衍生金融工具，乃使用與其訂立有關利率互換、遠期外幣合約及利率遠期合約的金融機構的報價計量。商品期貨合約、利率互換、遠期外幣合約及利率遠期合約的賬面值與其公允值相同。

本集團之金融工具(除賬面值與公允值合理地相若之金融工具外)之賬面值及公允值如下：

		Carrying amounts 賬面值		Fair values 公允值	
		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)	30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Financial assets	金融資產				
Other financial assets :	其他金融資產 :				
Long term entrusted loans	長期委託貸款	121	1,063	120	1,060
Long term receivables	長期應收款項	9,739	12,542	9,402	11,395
Long term time deposits	長期定期存款	5,722,929	4,569,773	5,720,391	4,471,835
		5,732,789	4,583,378	5,729,913	4,484,290

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30. Fair Value and Fair Value Hierarchy of
Financial Instruments (continued)

Fair value (continued)

30. 金融工具之公允值及公允值層級
(續)

公允值(續)

	Carrying amounts 賬面值		Fair values 公允值	
	30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)	30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Financial liabilities				
Other financial liabilities				
Non-current portion of interest-bearing bank and other borrowings – excluding exchangeable bonds and lease liabilities	1,600,000	1,600,206	1,600,000	1,600,206
	13,666,154	7,935,369	12,435,102	7,591,958
	15,266,154	9,535,575	14,035,102	9,192,164

Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair values of financial instruments:

- Level 1: fair values measured based on quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: fair values measured based on valuation techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly
- Level 3: fair values measured based on valuation techniques for which any inputs which have a significant effect on the recorded fair value are not based on observable market data (unobservable inputs)

公允值層級

本集團採用以下層級以釐定及披露金融工具的公允值：

- 第一級：根據相同資產或負債於活躍市場的報價(未經調整)計量公允值
- 第二級：公允值基於估值技術計量，且全部對所記錄的公允值有重大影響的輸入數據是可直接或間接觀察得到
- 第三級：公允值基於估值技術計量，且任何對所記錄的公允值有重大影響的輸入數據是並非基於可觀察的市場數據(不可觀察輸入數據)

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30. Fair Value and Fair Value Hierarchy of Financial Instruments (continued)

Fair value hierarchy (continued)

Assets measured at fair value:

As at 30 June 2020

30. 金融工具之公允值及公允值層級
(續)

公允值層級 (續)

按公允值計量的資產：

於二零二零年六月三十日

		Quoted prices in active markets Level 1 於活躍市場 的報價 第一級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Significant observable inputs Level 2 重大可觀察 輸入數據 第二級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Significant unobservable inputs Level 3 重大不可觀察 輸入數據 第三級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (Unaudited) (未經審核)
Listed equity investments	上市股本投資	133,811	—	20,026	153,837
Unlisted equity investments	非上市股本投資	—	—	103,024	103,024
Hybrid financial instrument	混合金融工具	—	—	462,975	462,975
Convertible promissory note	可換股承兌票據	—	—	104,069	104,069
Investment deposits	投資存款	—	—	17,284,004	17,284,004
Derivative financial instruments	衍生金融工具	—	31,280	—	31,280
Bills receivable	應收票據	—	139,764	—	139,764
		133,811	171,044	17,974,098	18,278,953

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

30. Fair Value and Fair Value Hierarchy of Financial Instruments (continued)

Fair value hierarchy (continued)

Assets measured at fair value: (continued)

As at 31 December 2019

30. 金融工具之公允值及公允值層級 (續)

公允值層級 (續)

按公允值計量的資產：(續)

於二零一九年十二月三十一日

		Quoted prices in active markets Level 1 於活躍市場 的報價 第一級 RMB'000 人民幣千元 (Audited) (經審核)	Significant observable inputs Level 2 重大可觀察 輸入數據 第二級 RMB'000 人民幣千元 (Audited) (經審核)	Significant unobservable inputs Level 3 重大不可觀察 輸入數據 第三級 RMB'000 人民幣千元 (Audited) (經審核)	Total 總計 RMB'000 人民幣千元 (Audited) (經審核)
Listed equity investments	上市股本投資	105,957	—	—	105,957
Unlisted equity investments	非上市股本投資	—	—	166,408	166,408
Convertible promissory note	可換股承兌票據	—	—	102,550	102,550
Warrants and subscription rights of warrants	認股權證及認股權證認購權	—	11,187	—	11,187
Investment deposits	投資存款	—	—	16,214,445	16,214,445
Derivative financial instruments	衍生金融工具	—	44,823	—	44,823
Bills receivable	應收票據	—	109,968	—	109,968
		105,957	165,978	16,483,403	16,755,338

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

30. Fair Value and Fair Value Hierarchy of Financial Instruments (continued)

Fair value hierarchy (continued)

Assets measured at fair value: (continued)

As at 31 December 2019 (continued)

Reconciliation of recurring fair value measurements categorised within Level 3 of the fair value hierarchy:

30. 金融工具之公允值及公允值層級 (續)

公允值層級 (續)

按公允值計量的資產: (續)

於二零一九年十二月三十一日 (續)

分類為公允值層級的第三級內經常性公允值計量之對賬:

		Listed equity investments	Unlisted equity investments	Hybrid financial instrument	Convertible promissory note	Investment deposits
		上市股權投資	非上市股權投資	混合金融工具	可換股承兌票據	投資存款
		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
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
As at 1 January 2020	於二零二零年一月一日	—	166,408	—	102,550	16,214,445
Purchases	購買	20,026	—	457,643	—	12,679,900
Withdrawal	收回	—	—	—	—	(11,610,341)
Disposal	出售	—	(63,388)	—	—	—
Net unrealised gain recognised in statement of profit or loss	損益表中已確認未變現收益淨額	—	(1,200)	5,332	—	—
Exchange alignment	匯兌調整	—	1,204	—	1,519	—
As at 30 June 2020	於二零二零年六月三十日	20,026	103,024	462,975	104,069	17,284,004

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

30. Fair Value and Fair Value Hierarchy of Financial Instruments (continued)

Fair value hierarchy (continued)

Assets measured at fair value: (continued)

As at 31 December 2019 (continued)

30. 金融工具之公允值及公允值層級
(續)

公允值層級(續)

按公允值計量的資產：(續)

於二零一九年十二月三十一日(續)

		Unlisted equity investments 非上市股權投資 RMB'000 人民幣千元 (Unaudited) (未經審核)	Convertible promissory note 可換股承兌票據 RMB'000 人民幣千元 (Unaudited) (未經審核)	Investment deposits 投資存款 RMB'000 人民幣千元 (Unaudited) (未經審核)
As at 1 January 2019	於二零一九年一月一日	31,599	196,130	9,281,963
Purchases	購買	289	—	9,036,783
Withdrawal	收回	—	—	(5,330,222)
Transfers to assets of a disposal group classified as held for sale	轉撥至分類為持有待售的處置組內資產	(3,360)	—	(842,484)
Exchange alignment	匯兌調整	—	163	—
As at 30 June 2019	於二零一九年六月三十日	28,528	196,293	12,146,040

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

30. Fair Value and Fair Value Hierarchy of Financial Instruments (continued)

Fair value hierarchy (continued)

Liabilities measured at fair value:

As at 30 June 2020

		Quoted prices in active markets Level 1 於活躍市場 的報價 第一級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Significant observable inputs Level 2 重大可觀察 輸入數據 第二級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Significant unobservable inputs Level 3 重大不可觀察 輸入數據 第三級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (Unaudited) (未經審核)
Derivative financial instruments	衍生金融工具	—	5,580	—	5,580
Exchangeable bonds	可換股債券	—	705,550	—	705,550
		—	711,130	—	711,130

30. 金融工具之公允值及公允值層級 (續)

公允值層級 (續)

按公允值計量的負債：

於二零二零年六月三十日

As at 31 December 2019

		Quoted prices in active markets Level 1 於活躍市場 的報價 第一級 RMB'000 人民幣千元 (Audited) (經審核)	Significant observable inputs Level 2 重大可觀察 輸入數據 第二級 RMB'000 人民幣千元 (Audited) (經審核)	Significant unobservable inputs Level 3 重大不可觀察 輸入數據 第三級 RMB'000 人民幣千元 (Audited) (經審核)	Total 總計 RMB'000 人民幣千元 (Audited) (經審核)
Derivative financial instruments	衍生金融工具	—	4,346	—	4,346
Zero coupon exchangeable bonds	零息可換股債券	—	1,374,780	—	1,374,780
		—	1,379,126	—	1,379,126

於二零一九年十二月三十一日

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

30. Fair Value and Fair Value Hierarchy of
Financial Instruments (continued)

Fair value hierarchy (continued)

Assets for which fair values are disclosed:

As at 30 June 2020

	Quoted prices in active markets Level 1 於活躍市場 的報價 第一級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Significant observable inputs Level 2 重大可觀察 輸入數據 第二級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Significant unobservable inputs Level 3 重大不可觀察 輸入數據 第三級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (Unaudited) (未經審核)	
Long term entrusted loans	長期委託貸款	—	120	—	120
Long term receivables	長期應收款項	—	9,402	—	9,402
Long term time deposits	長期定期存款	—	5,720,391	—	5,720,391
		—	5,729,913	—	5,729,913

30. 金融工具之公允值及公允值層級
(續)

公允值層級(續)

有披露公允值的資產：

於二零二零年六月三十日

As at 31 December 2019

	Quoted prices in active markets Level 1 於活躍市場 的報價 第一級 RMB'000 人民幣千元 (Audited) (經審核)	Significant observable inputs Level 2 重大可觀察 輸入數據 第二級 RMB'000 人民幣千元 (Audited) (經審核)	Significant unobservable inputs Level 3 重大不可觀察 輸入數據 第三級 RMB'000 人民幣千元 (Audited) (經審核)	Total 總計 RMB'000 人民幣千元 (Audited) (經審核)	
Long term entrusted loans	長期委託貸款	—	1,060	—	1,060
Long term receivables	長期應收款項	—	11,395	—	11,395
Long term time deposits	長期定期存款	—	4,471,835	—	4,471,835
		—	4,484,290	—	4,484,290

於二零一九年十二月三十一日

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
 中期簡明綜合財務資料附註

30. Fair Value and Fair Value Hierarchy of Financial Instruments (continued)

Fair value hierarchy (continued)

Liabilities for which fair values are disclosed:

As at 30 June 2020

30. 金融工具之公允值及公允值層級
 (續)

公允值層級 (續)

有披露公允值的負債：

於二零二零年六月三十日

	Quoted prices in active markets Level 1 於活躍市場 的報價 第一級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Significant observable inputs Level 2 重大可觀察 輸入數據 第二級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Significant unobservable inputs Level 3 重大不可觀察 輸入數據 第三級 RMB'000 人民幣千元 (Unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (Unaudited) (未經審核)
Other non-current financial liabilities 其他非流動金融 負債	—	1,600,000	—	1,600,000
Interest-bearing bank and other borrowings — non-current portion excluding exchangeable bonds and lease liabilities 計息銀行及其他 借貸 — 非流動 部分 (不包括可 換股債券及租賃 負債)	—	12,435,102	—	12,435,102
	—	14,035,102	—	14,035,102

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

30. Fair Value and Fair Value Hierarchy of Financial Instruments (continued)

Fair value hierarchy (continued)

Liabilities for which fair values are disclosed: (continued)

As at 31 December 2019

30. 金融工具之公允值及公允值層級
(續)

公允值層級 (續)

有披露公允值的負債： (續)

於二零一九年十二月三十一日

	Quoted prices in active markets Level 1 於活躍市場 的報價 第一級 RMB'000 人民幣千元 (Audited) (經審核)	Significant observable inputs Level 2 重大可觀察 輸入數據 第二級 RMB'000 人民幣千元 (Audited) (經審核)	Significant unobservable inputs Level 3 重大不可觀察 輸入數據 第三級 RMB'000 人民幣千元 (Audited) (經審核)	Total 總計 RMB'000 人民幣千元 (Audited) (經審核)
Other non-current financial liabilities	—	1,600,206	—	1,600,206
Interest-bearing bank and other borrowings – non-current portion excluding zero coupon exchangeable bonds and lease liabilities	—	7,591,958	—	7,591,958
	—	9,192,164	—	9,192,164

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
中期簡明綜合財務資料附註

31. Events after the Reporting Period

On 24 November 2019, the Company entered into a share sale and purchase agreement (the “Agreement”) with third parties, pursuant to which the Company has conditionally agreed to purchase the 100% equity interest of Lion-Dairy & Drinks Pty Ltd. (“Lion Dairy Drinks”) with an aggregate cash consideration of AUD600,000,000 (approximately RMB2,930,680,000). Lion Dairy Drinks is an Australia-based branded dairy and beverage company. The Agreement was terminated on 25 August 2020 as one of the conditions stated in the Agreement had not been fulfilled on the conditions precedent end date as defined in the Company’s announcement dated 25 November 2019.

On 27 July 2020, the Group exercised 1,197,327,890 warrants for the equivalent ordinary shares of China Shengmu Organic Milk Limited (“China Shengmu”) at the exercise price of HK\$0.33 per share with an aggregate amount of HK\$395,118,203.70 (approximately RMB356,966,000). Upon the completion of the transaction, the Group held in aggregate 1,467,193,490 ordinary shares of China Shengmu, representing approximately 17.80% of the total number of shares issued by China Shengmu.

32. Approval of the Interim Financial Information

The unaudited interim condensed consolidated financial information was approved and authorised for issue by the board of directors on 26 August 2020.

31. 報告期後事項

於二零一九年十一月二十四日，本公司與第三方簽訂股份買賣協議（「該協議」），據此，本公司有條件同意以總現金代價600,000,000澳元（約人民幣2,930,680,000元）購買Lion-Dairy & Drinks Pty Ltd.（「Lion Dairy Drinks」）的100%股份。Lion Dairy Drinks為一所澳洲品牌乳品及飲料公司。鑒於該協議中所述的一項條件未能於二零一九年十一月二十五日本公司公告中所定義的先決條件屆滿日期達成，該協議已於二零二零年八月二十五日終止。

於二零二零年七月二十七日，本集團按行使價每股0.33港元行使1,197,327,890份認股權證認購相等於1,197,327,890股中國聖牧有機奶業有限公司（「中國聖牧」）普通股，總金額為395,118,203.70港元（約人民幣356,966,000元）。於交易完成後，本集團持有中國聖牧普通股合共1,467,193,490股，佔中國聖牧發行股份總數約17.80%。

32. 批准中期財務資料

董事會已於二零二零年八月二十六日批准及授權刊發未經審核中期簡明綜合財務資料。



China Mengniu Dairy Company Limited
中國蒙牛乳業有限公司*

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

Stock Code 股份代號 : 2319

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