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# GREATVIEW ASEPTIC PACKAGING COMPANY LIMITED

# 紛美包裝有限公司

(incorporated in the Cayman Islands with limited liability)
(Stock code: 00468)

# ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2011

The board of directors (the "Board") of Greatview Aseptic Packaging Company Limited (the "Company") is pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (the "Group") for the six months ended 30 June 2011 together with comparative figures for the corresponding period in 2010 as follows:

## CONDENSED CONSOLIDATED INCOME STATEMENT

For the six months ended 30 June 2011

		Six months end	ed 30 June
		2011	2010
	Notes	RMB'000	RMB'000
		(Unaudited)	(Audited)
Revenue	4	721,672	503,226
Cost of sales	5	(495,163)	(337,527)
Gross profit		226,509	165,699
Other income — net	4	4,962	2,819
Distribution cost	5	(42,253)	(24,401)
Administrative expenses	5	(45,172)	(20,563)
Operating profit		144,046	123,554
Finance income — net	6	1,439	409
Profit before income tax		145,485	123,963
Taxation	7	(28,297)	(14,657)
Profit for the period		117,188	109,306
Profit attributable to:			
Equity holders of the Company		117,188	109,306
Earnings per share for profit attributable to equity holders of the Company			
— Basic and diluted (RMB)	8	<u>0.10</u> _	N/A

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2011

	Six months ended 30 June		
	2011	2010	
	RMB'000	RMB'000	
	(Unaudited)	(Audited)	
Profit for the period Other comprehensive income:	117,188	109,306	
Currency translation differences	89	21	
Total comprehensive income for the period	117,277	109,327	
Attributable to: Equity holders of the Company	117,277	109,327	
Total comprehensive income for the period	117,277	109,327	

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2011

	Notes	As at 30 June 2011 RMB'000 (Unaudited)	As at 31 December 2010  **RMB'000** (Audited)
ASSETS			
Non-current assets			
Property, plant and equipment	9	505,609	461,602
Land use rights	10	2,676	2,705
Intangible assets		51,130	52,065
Deferred income tax assets		15,237	15,706
Long-term prepayment		256,063	37,577
		830,715	569,655
Current assets			
Inventories	11	282,896	203,624
Trade receivables and other receivables and prepayments	12	431,987	326,594
Cash and bank balances		254,069	548,286
		968,952	1,078,504
Total assets		1,799,667	1,648,159
EQUITY			
Capital and reserves attributable to the equity holders of the Company			
Share capital, share premium and capital reserve	13	922,489	916,207
Statutory reserve		52,146	52,146
Exchange reserve		(1,789)	(1,878)
Retained earnings		542,154	424,966
Total equity		1,515,000	1,391,441

	Notes	As at 30 June 2011 <i>RMB'000</i> (Unaudited)	As at 31 December 2010  RMB'000  (Audited)
LIABILITIES Non-current liabilities			
Borrowings	14	45,920	59,040
Deferred government grants		9,167	9,334
		55,087	68,374
Current liabilities			
Trade receivables and other payables and accruals	15	124,315	132,569
Income tax liabilities	4.4	12,710	9,525
Borrowings	14	92,555	46,250
		229,580	188,344
Total liabilities		284,667	256,718
Total equity and liabilities		1,799,667	1,648,159
Net current assets		739,372	890,160
Total assets less current liabilities		1,570,087	1,459,815

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2011

# Attributable to equity owners (Unaudited)

	Share capital, share premium and capital reserve RMB'000 (Note 13)	Statutory reserve RMB'000	Exchange reserve RMB'000	Retained earnings RMB'000	Total RMB'000
As at 1 January 2011	916,207	52,146	(1,878)	424,966	1,391,441
Comprehensive income: Profit for the period	_	_	_	117,188	117,188
Other comprehensive income: Currency translation differences	_	_	89	_	89
Transactions with owners: Employee share option scheme Capitalisation as issued shares as	6,645				6,645
part of the reorganisation	(363)				(363)
As at 30 June 2011	922,489	52,146	(1,789)	542,154	1,515,000
	Att	tributable to	equity owner	s (Audited)	
	Share capital, share premium and capital	Statutory	Exchange	Retained	Total
	Share capital, share premium and			· · · · ·	Total RMB'000
As at 1 January 2010 Comprehensive income:	Share capital, share premium and capital reserve RMB'000	Statutory reserve	Exchange reserve	Retained earnings	
As at 1 January 2010 Comprehensive income: Profit for the period	Share capital, share premium and capital reserve RMB'000 (Note 13)	Statutory reserve RMB'000	Exchange reserve RMB'000	Retained earnings RMB'000	RMB'000
Comprehensive income:	Share capital, share premium and capital reserve RMB'000 (Note 13)	Statutory reserve RMB'000	Exchange reserve RMB'000	Retained earnings <i>RMB'000</i>	<i>RMB'000</i> 761,105
Comprehensive income: Profit for the period  Other comprehensive income:	Share capital, share premium and capital reserve RMB'000 (Note 13)	Statutory reserve RMB'000	Exchange reserve RMB'000	Retained earnings <i>RMB'000</i>	761,105 109,306

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW

For the six months ended 30 June 2011

	Six months end 2011 <i>RMB'000</i> (Unaudited)	2010 <i>RMB'000</i> (Audited)
Cash flows from operating activities		
Cash (used in)/generated from operations	(16,141)	36,709
Interest paid	(3,208)	(1,312)
Income tax paid	(24,643)	(10,080)
Net cash (used in)/generated from operating activities	(43,992)	25,317
Cash flows from investing activities		
Property, plant and equipment ("PPE")		
— Additions	(68,857)	(45,311)
— Prepayment	(218,486)	(1,378)
— Interest paid — capitalised	_	(2,086)
— Value added tax paid	_	(3,371)
Proceeds from disposal of PPE	_	833
Purchase of intangible assets	488	(295)
Entrusted loan granted to an affiliate of a former shareholder	_	50,000
Interest received		2,128
Net cash (used in)/generated from investing activities	(284,818)	520
Cash flows from financing activities		
Proceeds from issuance of shares	(363)	
Proceeds from borrowings	46,305	10,000
Repayments of borrowings	(13,120)	(6,570)
Dividends paid to equity holders		(23,414)
Net cash generated from/(used in) financing activities	32,822	(19,984)
Net (decrease)/increase in cash and cash equivalents	(295,988)	5,853
Cash and cash equivalents at beginning of the period	526,970	124,233
Exchange gains/(loss) on cash and cash equivalents	2,611	(407)
Cash and cash equivalents at end of the period	233,593	129,679

#### NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2011

#### 1 GENERAL INFORMATION

Greatview Aseptic Packaging Company Limited was incorporated in the Cayman Islands on 29 July 2010 as an exempted company with limited liability under the Companies Law (Cap. 22, Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands.

The Company is an investment holding company and together with its subsidiaries are principally engaged in the business of manufacturing, distribution and selling of paper packaging for soft drinks and beverages, and filling machines, principally in the PRC.

#### 2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

#### 2.1 Basis of preparation

The unaudited condensed consolidated financial statements for the six months ended 30 June 2011 have been prepared in accordance with International Financial Reporting Standards("IFRS") issued by International Accounting Standards Board ("IASB") 34 Interim Financial Reporting.

The unaudited condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2010.

#### 2.2 Principal accounting policies

The accounting policies used in the preparation of the condensed consolidated financial statements are consistent with those used in the financial statements contained in the 2010 annual report except for the adoption of the new standards, amendments or interpretations issued by the International Accounting Standard Board which are mandatory for the annual period beginning 1 January 2011. The adoption of these standards, amendments or interpretations has no material effect on the Group's financial position or results of operations.

The Group has not early adopted the new standards, amendments or interpretations that have been issued but are not yet effective. The directors of the Company (the "Directors") anticipate that the application of these standards, amendments or interpretations will have no material impact on the results and financial position of the Group.

## 3 SEGMENT REPORT

Management has determined the operating segments based on the reports reviewed by the Directors which are used for making strategic decisions.

The operating segments are based on sales generated by geographical areas. The segment information provided to the Directors are as follows:

	<b>PRC</b> <i>RMB</i> '000	International RMB'000	Total RMB'000
For the six months ended 30 June 2011 (Unaudited)			
Sales — Revenue from external customers	650,894	70,778	721,672
Cost	(447,662)	(47,501)	(495,163)
Segment result	203,232	23,277	226,509
Other segment items			
Depreciation and amortization	_	_	(25,326)
Interest income	_	_	2,037
Interest expense	_	_	(3,208)
For the six months ended 30 June 2010 (Audited)			
Sales — Revenue from external customers	465,516	37,710	503,226
Cost	(307,812)	(29,715)	(337,527)
Segment result	157,704	7,995	165,699
Other segment items			
Depreciation and amortization	_	_	(15,805)
Interest income	_	_	2,128
Interest expense			(1,312)

A reconciliation of total segment results to total profits for the periods are provided as follows:

	Six months ended 30 June		
	2011	2010	
	RMB'000	RMB'000	
	(Unaudited)	(Audited)	
Segment result for reportable segments	226,509	165,699	
Other income — net	4,962	2,819	
Distribution costs	(42,253)	(24,401)	
Administrative expenses	(45,172)	(20,563)	
Operating profit	144,046	123,554	
Finance income — net	1,439	409	
Profit before income tax	145,485	123,963	
Income tax expenses	(28,297)	(14,657)	
Profit for the period	117,188	109,306	

Information on segment assets and liabilities are not disclosed as this information is not presented to the Board of directors as they do not assess performance of reportable segments using information on assets and liabilities. The non-current assets excluding financial instruments, deferred tax assets (there is no employment benefit assets and rights arising under insurance contracts) amount to RMB815,478,000 (31 December 2010: RMB553,949,000), and are mainly located in the PRC; the amount held in other countries are not material to be separately allocated.

The following table presents the financial information of sales generated from packaging material for:

	Six months en	ded 30 June
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Dairy	590,824	375,850
NCSD	130,848	127,376
	721,672	503,226

Revenue of approximately RMB489,966,000 (30 June 2010: RMB316,378,000) was derived from 3 (30 June 2010: 3) single external customers. Each of the external customers contributes more than 10% of the Group's revenue. These revenues are attributable to the PRC segment.

#### 4 REVENUE AND OTHER INCOME — NET

	Six months ended 30 June		
	2011	2010	
	RMB'000	RMB'000	
	(Unaudited)	(Audited)	
Sales of products	721,672	503,226	
Other income — net:			
— Income from sales of scrap materials	3,836	2,102	
— Subsidy income from government	5,562	1,616	
— Foreign exchange loss	(4,564)	(1,216)	
— Others	128	317	
	4,962	2,819	

## 5 EXPENSES BY NATURE

	Six months ende	d 30 June
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Raw materials and consumables used	429,800	281,370
Changes in inventories of finished goods and work in progress	1,331	13,930
Tax and levies on main operations	1,438	_
Provision for obsolescence on inventories	822	(763)
Depreciation and amortisation charges	25,326	15,805
— Depreciation of property, plant and equipment	24,850	15,716
— Amortisation of intangible assets	447	60
— Amortisation of land use right	29	29
Provision for impairment of receivables and prepayment	1,763	46
Employee benefit expenses	48,047	27,897
Auditor's remuneration	950	
Transportation expenses	29,266	13,930
Repair and maintenance expenses	8,598	4,930
Electricity and utilities	9,640	5,033
Rental expenses	2,362	1,945
Plating expenses	4,848	3,231
Professional fees	3,697	_
Travelling expenses	3,297	3,639
Advertising and promotional expenses	1,555	1,858
Other expenses	9,847	9,640
Total cost of goods sold, distribution costs and administrative expenses	582,588	382,491
FINANCE (EXPENSE)/INCOME — NET		
	Six months ende	d 30 June
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Interest expense — bank borrowings	(3,208)	(1,312)
Finance expense	(3,208)	(1,312)
Interest income — cash and cash equivalents	2,037	655
— entrusted loan to Shandong Tralin Paper		1,473
Exchange gain on cash and cash equivalents	2,610	(407)
Finance income	4,647	2,128
Finance income — net	1,439	409

#### 7 INCOME TAX EXPENSE

	Six months ended 30 June	
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Current income tax:		
Mainland China enterprise income tax ("EIT")	27,391	13,751
Hong Kong profits tax	1,376	_
Deferred tax:		
Origination and reversal of temporary differences	(470)	906
Taxation	28,297	14,657

Hong Kong profits tax has been provided for at the rate of 16.5% (30 June 2010: Nil) on the estimated assessable profits for the period.

The Group's subsidiaries established in the PRC are subject to the PRC statutory EIT of 25% (2010: 25%) on the assessable income for the period.

As a foreign investment production enterprise in the PRC, the Group's principal subsidiary Greatview Aseptic Packaging (Shandong) Co., Ltd. is entitled to tax exemption for two years followed by a 50% reduction in tax rate in the next three years effective from the first cumulative tax profit-making year. The subsidiary's first cumulative tax profit-making year is 2007, and the applicable EIT rate for the current period is 12.5% (2010: 12.5%). This preferential tax rate will expire after 2011.

	Six months ended 30 June	
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Profit before tax	145,486	123,963
Tax calculated at statutory tax rate of 25%	36,371	30,991
Preferential tax treatment for a principal subsidiary	(13,782)	(16,224)
Expenses not deductible for taxation purposes	76	315
Tax losses for which no deferred tax asset was recognised	3,672	189
Utilisation of previously unrecognised tax losses for which no deferred		
income tax was recognised	(727)	(765)
Differential tax rates on income of Group companies	2,687	151
Tax charge	28,297	14,657

## 8 EARNINGS PER SHARE

Basic and diluted earnings per share are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the period.

	Six months ended 30 June	
	2011	2010
	(Unaudited)	(Audited)
Profit attributable to equity holders of the Company (RMB '000)	117,188	N/A
Weighted average number of ordinary shares in issue (in thousand)	1,229,920	N/A

## 9 PROPERTY, PLANT AND EQUIPMENT

	Buildings RMB'000	Machinery RMB'000	Vehicles and office equipment RMB'000	Construction in progress RMB'000	Total RMB'000
Year ended 31 December 2010 (Audited)					
Opening net book amount	42,384	196,414	7,308	188,973	435,079
Addition	214	821	2,477	64,300	67,812
Transfer upon completion	54,350	187,197	6,526	(248,073)	
Disposals		(752)	(239)		(991)
Depreciation	(2,140)	(35,929)	(2,229)		(40,298)
Closing net book amount	94,808	347,751	13,843	5,200	461,602
As at 31 December 2010 (Audited)					
Cost	100,889	534,432	19,022	5,200	659,544
Accumulated depreciation	(6,081)	(186,680)	(5,181)		(197,942)
Net book amount	94,808	347,752	13,842	5,200	461,602
Period ended 30 June 2011 (Unaudited)					
Opening net book amount	94,808	347,752	13,842	5,200	461,602
Additions	_	129	9,108	59,620	68,857
Transfer upon completion	2,255	3,170	1,466	(6,891)	
Depreciation	(1,776)	(21,761)	(1,313)		(24,850)
Closing net book amount	95,287	329,290	23,103	57,929	505,609
As at 30 June 2011 (Unaudited)					
Cost	103,144	537,731	29,597	57,929	728,401
Accumulated depreciation	(7,857)	(208,441)	(6,494)		(222,792)
Net book amount	95,287	329,290	23,103	57,929	505,609

#### 10 LAND USE RIGHT

	As at	As at
	30 June	31 December
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Opening net book amount	2,705	2,763
Amortisation	(29)	(58)
Closing net book amount	2,676	2,705
Cost	2,892	2,892
Accumulated amortisation	(216)	(187)
Net book amount	2,676	2,705

All of the Group's land use rights are located in the PRC with the leasehold period between 10 to 50 years. Amortisation of the Group's leasehold land has been charged to administrative expenses in the income statements. Bank borrowings are secured by land use right with an aggregate net book value of approximately RMB1.36 million (31 December 2010: RMB1.37 million) (Note 14)

#### 11 INVENTORIES

	As at	As at
	30 June	31 December
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Raw materials	210,373	142,593
Work in progress	11,896	10,531
Finished goods	66,332	55,587
	288,601	208,711
Less: Inventory write-down to net realisable value	(5,705)	(5,087)
	282,896	203,624

The cost of inventories recognised as expense and included in cost of sales amounted to approximately RMB495,000,000 (30 June 2010: RMB338,000,000).

## 12 TRADE RECEIVABLES, OTHER RECEIVABLES AND PREPAYMENTS

	As at	As at
	30 June	31 December
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Trade receivables	332,035	244,391
Less: Provision for impairment	(11,159)	(11,197)
Trade receivables — net	320,876	233,194
Notes receivable	76,654	34,972
Value added tax deductible	· <del>-</del>	26,663
Prepayments	20,750	32,962
Less: Provision for impairment	(7,002)	(7,002)
Prepayments — net	13,748	25,960
Other receivables	20,709	5,805
	431,987	326,594

The credit terms granted to customers by the Group were usually 15 to 90 days during the period. (31 December 2010: 15 to 90 days)

The ageing analysis of the Group's trade receivables at each balance sheet date are as follows:

	As at	As at
	30 June	31 December
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
0–30 days	198,141	102,668
31–90 days	105,462	119,567
91–365 days	19,493	12,569
Over 1 year	8,939	9,587
	332,035	244,391

As at each balance sheet date, the Group's trade receivables that are neither past due nor impaired are from customers with good credit history and low default rate.

# 13 SHARE CAPITAL, SHARE PREMIUM AND CAPITAL RESERVE

		As at 30 June 2011 <i>RMB'000</i> (Unaudited)	As at 31 December 2010  RMB'000  (Audited)
Shai	re capital	11,423	11,423
	re premium	786,494	786,857
Cap	ital reserve	124,572	117,927
		922,489	916,207
( )		<del></del> =	
(a)	Share capital and share premium		
	Share capital		
		As at	As at
		30 June	31 December
		2011	2010
		RMB'000	RMB'000
		(Unaudited)	(Audited)
	Authorised:		
	3,000,000,000 ordinary shares of HK\$0.01 each	25,667	25,667
	Issued and fully paid:		
	1,333,600,000 ordinary shares of HK\$0.01 each	11,423	11,423
	Share premium		
		As at	As at
		30 June	31 December
		2011	2010
		RMB'000	RMB'000
		(Unaudited)	(Audited)
	As at 1 January 2011	786,857	_
	New shares issued under initial public offering	_	859,940
	Share issuance costs	(363)	(73,083)
		786,494	786,857

#### (b) Capital reserve

		As at	As at
		30 June	31 December
		2011	2010
		RMB'000	RMB'000
		(Unaudited)	(Audited)
As at 1 January		117,927	461,777
Deemed distribut	ion as part of the reorganisation	_	(334,430)
Capitalisation as	issued shares as part of the reorganisation	_	(9,420)
Employee share of	option scheme	6,645	
		124,572	117,927
14 BORROWINGS			
		As at	As at
		30 June	31 December
		2011	2010
		RMB'000	RMB'000
		(Unaudited)	(Audited)
Non-current			
Secured bank borrowing	ng	45,920	59,040
Current			
Secured bank borrowing	ng	26,240	26,250
Unsecured bank borro	wing	66,315	20,000
		92,555	46,250
Total borrowing		138,475	105,290

The secured borrowing will be fully repayable by 2014 and bears a floating interest rate which is based on People's Bank of China's rate. The effective interest rate as at 30 June 2011 was 7.1% (31 December 2010: 6.37%) per annum. The carrying amount of the borrowing approximates its fair value because the interest rates are reset to market rates. As at 30 June 2011, this borrowing was secured against an aggregate net book value of approximately RMB95 million (31 December 2010: RMB103 million) of property, plant and equipment (Note 9) and an aggregate net book value of approximately RMB1.36 million (31 December 2010: RMB1.37 million) of land use right (Note 10).

The Group's borrowings are denominated in RMB.

The Group's borrowings as at each of the balance sheet date are repayable as follows:

As at
ecember
2010
2MB'000
Audited)
1001000)
46,250
26,240
32,800
105,290
As at
ecember
2010
2010 2MB'000
Audited)
Yuuncu)
62,329
12,006
18,729
13,476
26,029
132,569
As at
ecember
2010
2MB'000
Audited)
raarca)
56,624
4,860
194
651
62,329
6 1 1 1 2 13 Aug. 5

#### 16 DIVIDEND

The Directors do not recommend the payment of an interim dividend for the six months ended 30 June 2011 (30 June 2010: Nil).

#### 17 COMMITMENTS

(a) The Group's capital commitments at the balance sheet date are as follows:

	As at 30 June 2011 <i>RMB'000</i> (Unaudited)	As at 31 December 2010 <i>RMB'000</i> (Audited)
Contracted but not provided for property, plant and equipment	329,176	222,443

#### (b) Operating leases commitments

The Group leases offices and warehouses under non-cancellable operating lease agreements. The lease terms are between three and ten years.

The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

	As at	As at
	30 June	31 December
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Not later than one year	3,842	3,253
Later than one year and not later than five years	7,154	8,700
Later than five years	625	875
Total	11,621	12,828

## 18 RELATED-PARTY TRANSACTIONS

The following transactions took place between the Group and related parties at terms agreed between the parties:

## **Key management compensation**

Key management includes Directors and other key management of the Group. The compensation paid or payable to key management for employee services is shown below:

	Six months ended 30 June	
	2011	2010
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Salaries and other short-term employees benefits	4,024	4,156
Social security costs	503	89
	4,527	4,245

#### 19 SHARE OPTION SCHEME

On 15 November 2010, a Pre-IPO Share Option Scheme was adopted by resolution of shareholders of the Company. The main purpose of the scheme is, among others, to provide incentives to directors and employees of the Group with regard to their services and employment. Pursuant to the Pre-IPO Share Option Scheme, for a consideration of HK\$1, Liwei Holdings (PTC) Limited ("Liwei") was granted (by way of transfer) options to subscribe for up to 22,000,000 shares in the Company, and Liwei will grant the options to eligible participants. Prior approval from the Board is required for Liwei to grant the options. Such approval covers key terms of the options including eligibility, performance target and share subscription price. The Board approved Liwei to grant the Pre-IPO Options on 17 March 2011. Pursuant to the Pre-IPO Option Scheme, 284 employees were granted the Pre-IPO Options to subscribe for up to 20,010,000 shares of the Company. The Pre-IPO Options will vest in four instalments on 1 September 2011, 1 June 2012, 1 June 2013 and 1 June 2014.

#### 20 CONTINGENT LIABILITIES

On 17 September 2010, the Group received a notice informing it that a competitor has filed a complaint in Germany against subsidiary companies of the Group. The named defendants in the notice are Tralin Pak Europe GmbH ("Tralin Europe") and Tralin Packaging Company Limited ("Tralin Packaging"); alleging patent infringement related to aseptic packaging material. The complaint seeks injunctive relief, accounting information and damages. The Directors of the Company intended to defend the claim vigorously and on 21 September 2010, Tralin Europe submitted its notice of defence. Furthermore, on 20 October 2010, Tralin Europe initiated Opposition Proceedings before the European Patent Office to nullify the same patent in question with effect for all member states of the European Patent Convention. The action was served to Tralin Packaging on 19 January 2011 and Tralin Packaging has formally notified the court of its intention to defend the action by communication dated 27 January 2011. As at 30 June 2011, the case was still under process at the Court in Germany.

The Group was advised by its legal adviser on German law that the Group has a strong case in defending the proceeding in Germany and, consequently, the Group considered there is no need to make any provision relating to this claim.

#### MANAGEMENT DISCUSSION AND ANALYSIS

## **BUSINESS REVIEW**

#### Overview

Greatview Aseptic Packaging Company Limited (our "Company") and together with its subsidiaries (collectively, our "Group") are one of the selected few integrated providers of aseptic packaging and related services globally. Our aseptic packs are sold under the trade name of "GA Pack", which includes "GA Brick", our carton form packaging and "GA Pilo", our soft pouch form packaging. Over the last few years, we have grown to become the second largest roll-fed supplier of aseptic packaging globally. Our commitment to provide customised, high-quality and competitively priced aseptic packs, which are fully compatible with standard roll-fed filling machines enabled us to secure some of the leading dairy and non-carbonated soft drink ("NCSD") producers in the PRC as well as a number of international producers as our clients. The Company's accumulated experience in aseptic packaging manufacturing is approaching 20 billion packs as at 30 June 2011.

During the six months ended 30 June 2011 (the "Review Period"), we commenced construction of our European production facility in Halle, Germany (our "European Plant"). This new factory, estimated at a total investment of around Euro 50 million, marks an important milestone in our Group's international growth strategy by penetrating one of the largest aseptic packaging markets in the world. Our European Plant will also provide additional capacity for potential expansion into the Middle East, North America and South America. We see the opportunity with strong customer demand which will allow us to grow our business and fully utilise this facility over time.

During the Review Period, our Helingeer factory has begun commercial production and has started supplying aseptic packages to customers. We expect our Helingeer factory to operate at a higher efficiency level as sales orders increase. We hope that our Helingeer factory will contribute an increasingly significant portion of the Group's production volume.

While we were facing the rising prices in raw materials and pressure from general inflation, we have been able to contain such pressures with improved operation efficiency. As a result, we were able to maintain a relatively stable gross margin for the six months ended 30 June 2011.

#### **Products**

We sold a total of 3.55 billion packs during the six months ended 30 June 2011 with GA Brick 250ml Base remained as the top selling product. Due to the development of export sales, GA Brick 1000ml Base continues to grow, and is now the second most popular selling product of our Group.

Driven by the increasing consumer affluence and concern with health, fitness and well-being in the PRC, we expect that the market demand of our aseptic packaging will continue to grow.

## **Production and Operation**

The annual production capacity of our Group was 9.4 billion packs at the end of 2010. As planned, we will introduce a second production line in the Helingeer factory by the end of 2011, which we expect will increase our annual production capacity by 4 billion packs.

In the first half of 2011, we have commenced construction of our European Plant, being our first overseas production facility, dedicated to produce high quality roll-fed aseptic packaging for dairy and NCSD customers in the overseas markets. Our European Plant is expected to be commissioned before the second half of 2012 and is expected to facilitate the growth of our Group's annual production capacity by 4 billion packs. This marks an important milestone in our Group's international development. We expect our European Plant would expand our Group's activities in Europe, as well as the international market.

During the Review Period, we produced 3.61 billion packs in total. Driven by the growing market demand, we are confident that our Group will continue to operate at a high utilisation rate in the second half of 2011.

## Suppliers and Raw Materials

The prices of our raw materials increased slightly in the first six months of 2011 compared to the same period of 2010, mainly due to the inflationary pressure. As a significant portion of our raw materials are customised, their prices are generally less volatile than their commodity counterparts. As a result, we managed to contain the increase in raw materials prices within a reasonable range. Furthermore, we are considering entering into long-term purchase agreements with our suppliers to secure a stable supply of our major raw materials at a reasonable commercial pricing level. We are also continuously expanding our supplier base to manage and control the raw materials prices more efficiently.

## Sales and Marketing

We sell our aseptic packs and services to leading dairy and NCSD producers across the world, with a primary focus on the PRC market. During the six months ended 30 June 2011, we have continuously expanded our customer base in the PRC and continued to grow volume with our key dairy customers. We have also penetrated selected international markets such as Italy, Slovakia, Oman and Kazakhstan. Meanwhile, we also expanded our technical support capability to customers, and continued to build a dedicated team of international sales and marketing professionals to provide greater emphasis and better services to our customers in the international markets.

In the first half of 2011, our Group has actively conducted marketing activities tailor-made for our customers and geared towards supporting the activities of our sales team by keeping abreast of industry trends, interacting with existing customers, cultivating new relationships and building brand awareness.

Our Group also aims to conduct our operations in compliance with international environmental standards, and we place a strong emphasis on responsible environmental practices in our operations. In the first half of 2011, we have certified that GA Brick aseptic packaging material complies with the United States Food and Drug Administration regulations.

#### FINANCIAL REVIEW

#### Overview

During the six months ended 30 June 2011, we achieved a record revenue of RMB721.7 million and net profit of RMB117.2 million. Our management is pleased with the financial results and will strive towards a higher target for the financial year ending 2011.

#### Revenue

We primarily derive revenue from domestic and international sales of aseptic packaging and related services to dairy and NCSD producers. Revenue of our Group increased by 43.4% from RMB503.2 million for the six months ended 30 June 2010 to RMB721.7 million for the Review Period, primarily due to the increased orders from the existing dairy customers.

With respect to the domestic segment, our revenue increased by RMB185.4 million, or 39.8%, to RMB650.9 million for the six months ended 30 June 2011 from RMB465.5 million over the corresponding period in 2010.

With respect to the international segment, our revenue increased by RMB33.1 million, or 87.8%, to RMB70.8 million for the six months ended 30 June 2011 from RMB37.7 million over the corresponding period in 2010, primarily due to the increase in sales volume.

Our revenue from dairy customers increased by RMB214.9 million, or 57.2%, to RMB590.8 million for the six months ended 30 June 2011 from RMB375.9 million over the corresponding period in 2010, while our revenue from NCSD customers increased slightly by RMB3.4 million, or 2.7%, to RMB130.8 million for the six months ended 30 June 2011 from RMB127.4 million over the corresponding period in 2010.

#### Cost of Sales

Our cost of sales increased by RMB157.7 million, or 46.7%, to RMB495.2 million for the six months ended 30 June 2011 from RMB337.5 million over the corresponding period in 2010.

Raw material costs, which made up the largest portion of our cost of production, increased by RMB148.4 million, or 52.7%, to RMB429.8 million for the six months ended 30 June 2011 from RMB281.4 million over the corresponding period in 2010. In the first half of 2011, the prices of our raw materials increased slightly. We managed to maintain the raw material costs at a reasonable level as a result of reduced wastage and improved operation efficiency.

With respect to the domestic segment, our cost of sales increased by RMB139.9 million, or 45.5%, to RMB447.7 million for the six months ended 30 June 2011 from RMB307.8 million over the corresponding period in 2010. This increase was attributable to the increase in sales volume.

With respect to the international segment, our cost of sales increased by RMB17.8 million, or 59.9%, to RMB47.5 million for the six months ended 30 June 2011 from RMB29.7 million over the corresponding period in 2010.

## **Gross Profit and Gross Margin**

As a result of the foregoing factors, our gross profit increased by RMB60.8 million, or 36.7% from RMB165.7 million for the six months ended 30 June 2010 to RMB226.5 million over the Review Period. Our gross margin decreased by 1.5 percentage points to 31.4% for the six months ended 30

June 2011 from 32.9% over the corresponding period in 2010. The decrease of gross margin was primarily contributed by the increase in raw materials prices and the slight decrease of our overall average selling price. However, the decrease of gross margin has been minimised by the improvement of production capacity.

## **Distribution Costs**

Our distribution costs increased by RMB17.9 million, or 73.4%, to RMB42.3 million for the six months ended 30 June 2011 from RMB24.4 million over the corresponding period in 2010. The raise in freight expenses due to the growth in sales volume is the primary reason for the increase of distribution costs. The higher salaries and personnel expenses from the international sales team building is another reason for this increase.

## **Administrative Expenses**

Our administrative expenses increased by RMB24.6 million, or 119.4%, to RMB45.2 million for the six months ended 30 June 2011 from RMB20.6 million over the corresponding period in 2010, primarily caused by the expenses regarding to the share option scheme and the increase in salaries and personnel expenses. In the second half of 2010, we centralized some manufacturing functions and as a result, there was an increase in salaries and personnel expenses due to the reallocation of the head counts from the production side. The construction of the Helingeer factory also contributed to the increase of expenses.

## **Taxation**

Our tax expenses increased by RMB13.6 million to RMB28.3 million for the six months ended 30 June 2011 from RMB14.7 million over the corresponding period in 2010. Effective tax rate increased by 7.7 percentage points to 19.5% for the six months ended 30 June 2011 from 11.8% over the corresponding period in 2010. It was primarily due to the income tax rate of Helingeer factory increased to 25% in 2011 from 15% in 2010, which resulted in an increase in overall tax expenses of the Group.

## Profit for the Period and Net Profit Margin

Due to the factors described above, our profit increased by RMB7.9 million, or 7.2%, to RMB117.2 million for the six months ended 30 June 2011 from RMB109.3 million over the corresponding period in 2010. Our net profit margin decreased by 5.5 percentage points to 16.2% for the six months ended 30 June 2011 from 21.7% over the corresponding period in 2010 primarily due to the increase in distribution costs, administrative expenses and tax expenses.

## LIQUIDITY AND FINANCIAL RESOURCES

As of 30 June 2011, we had RMB254.1 million (31 December 2010: RMB548.3 million) in cash and cash equivalents. Our cash and cash equivalents consist primarily of cash on hand and bank balances which are mainly held in Renminbi ("RMB") and EURO ("EUR") denominated accounts with banks in China. Going forward, we expect that cash generated from operations and bank credit facilities, together with the net proceeds raised from our initial public offering in 2010 ("IPO"), will be our primary sources of liquidity as well as funding for capital expenditures. Our approach in managing liquidity is to ensure, as far as possible, that we will always have sufficient liquidity to meet the liabilities when due, without incurring unacceptable losses or risking damage to our reputation.

## Analysis of Turnover of Inventories, Trade Receivables and Payables

Our Group's inventories primarily consist of raw materials and finished packaging products. Inventory turnover days (average inventories/cost of sales) was 89.7 days as at 30 June 2011 as compared to 83.3 days as at 31 December 2010. Turnover days for trade receivables (average trade receivables/revenue) increased from 49.4 days as at 31 December 2010 to 72.9 days as at 30 June 2011. Turnover days for trade payables (average trade payables/cost of sales) increased from 21.4 days as at 31 December 2010 to 26.1 days as at 30 June 2011.

## **Borrowings and Finance Cost**

Total borrowings of our Group were RMB138.5 million as at 30 June 2011 (31 December 2010: RMB105.3 million), all of which were denominated in RMB and the net finance income of our Group were approximately RMB1.4 million (30 June 2010: RMB0.4 million).

## **Gearing Ratio**

As at 30 June 2011, the gearing ratio (calculated by dividing total loans and bank borrowings by total equity) of our Group remained at a low level of 9.1% (31 December 2010: 7.6%).

## Working Capital

Our working capital (calculated by the difference between the current assets and current liabilities) as of 30 June 2011 was RMB739.4 million (31 December 2010: RMB890.2 million).

## Foreign Exchange Exposure

Our Group's sales were primarily denominated in RMB. Therefore, our Group's exposure to foreign currency exchange risk is negligible and the Board does not expect future currency fluctuations will materially impact our Group's operations. During the Review Period, our Group recorded exchange loss of RMB4.6 million (30 June 2010: RMB1.2 million). As at 30 June 2011, our Group does not employ any financial instruments for hedging purposes.

## Capital Expenditure

As at 30 June 2011, our Group's total capital expenditure amounted to approximately RMB68.9 million, which were invested in the construction and the first production line of our European Plant, the second production line in Helingeer factory and a new production facility. The main part of the capital expenditure was maintained in the long term prepayment amounted at RMB256.1 million.

## **Charge on Assets**

For the six months ended 30 June 2011, our Group had pledged certain property, plant and equipment of a subsidiary with an aggregate net book value of RMB95 million (31 December 2010: RMB103 million) and land use rights in respect of a land parcel in the PRC with an aggregate net book value of approximately RMB1.36 million (31 December 2010: RMB1.37 million) for the purpose of securing a loan with carrying value of RMB72.16 million.

## **Contingent Liabilities**

On 17 September 2010, the Group received a notice informing it that a competitor has filed a complaint in Germany against subsidiary companies of the Group. The named defendants in the notice are Tralin Pak Europe GmbH ("Tralin Europe") and Tralin Packaging Company Limited

("Tralin Packaging"); alleging patent infringement related to aseptic packaging material. The complaint seeks injunctive relief, accounting information and damages. The Directors of the Company intended to defend the claim vigorously and on 21 September 2010, Tralin Europe submitted its notice of defence. Furthermore, on 20 October 2010, Tralin Europe initiated Opposition Proceedings before the European Patent Office to nullify the same patent in question with effect for all member states of the European Patent Convention. The action was served to Tralin Packaging on 19 January 2011 and Tralin Packaging had formally notified the court of its intention to defend the action by communication dated 27 January 2011. As at 30 June 2011, the case was still under process at the Court in Germany.

## **HUMAN RESOURCES**

As at 30 June 2011, our Group employed approximately 871 employees (31 December 2010: 838 employees). Our Group offered competitive salary package, as well as discretionary bonuses, cash subsidies and contribution to social insurance to its employees. In general, we determine employee salaries based on each employee's qualifications, position and seniority. We have designed an annual review system to assess the performance of our employees, which forms the basis of our decisions with respect to salary raises, bonuses and promotions. A share option scheme has also been adopted for employees of our Group. In order to ensure that our Group's employees remain competitive in the industry, the Company offers training to its employees which is managed by our human resources department.

## **PROSPECTS**

With the net proceeds from IPO and profits generated during these two years, the Company has sufficient resources to expand our production capacity, improve our products, enhance our productivity and create value to our shareholders.

In this regard, the Company has formulated a set of long-term, progressive and prudent strategies as follows:

- To continue to grow market share with our key customers while broadening customer mix in the PRC market.
- To further expand and penetrate selected international markets.
- To expand our own roll-fed filling machine support services.
- To continue to optimise products and production processes.
- To strategically explore value-enhancing acquisitions and/or joint ventures to further grow our market share.

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

During the six months ended 30 June 2011, neither our Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

# MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES AND ASSOCIATED COMPANIES

For the six months ended 30 June 2011, there was no material acquisition or disposal of subsidiaries and associated companies by the Company.

## CODE OF CONDUCT REGARDING DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding Directors' securities transactions on terms no less exacting than the required standard set out in Appendix 10 — Model Code for Securities Transactions by Directors of Listed Companies under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") (the "Listing Rules"). Specific enquiry has been made of all the Directors and each of them has confirmed that he/she had complied with such code of conduct during the six months ended 30 June 2011.

## CORPORATE GOVERNANCE

The Company has applied the principles and complied with all code provisions and, where applicable, the recommended best practices of the Code on Corporate Governance Practices (the "Code") as set out in Appendix 14 to the Listing Rules throughout the six months ended 30 June 2011.

#### INTERIM DIVIDEND

The Directors do not recommend the payment of any interim dividend to shareholders for the six months ended 30 June 2011.

#### AUDIT COMMITTEE AND REVIEW OF FINANCIAL STATEMENTS

The Audit Committee comprises all the three independent non-executive Directors namely, Mr. LUETH Allen Warren (chairman of the Audit Committee), Mr. BEHRENS Ernst Hermann and Mr. CHEN Weishu.

The Audit Committee has adopted the terms of reference which are in line with the Code. The principal duties of the Audit Committee include the review and supervision of the Group's financial reporting system and internal control procedures, review of the Group's financial information and review of the relationship with the external auditor of the Company. The Group's unaudited consolidated interim financial statements for the six months ended 30 June 2011 have been reviewed by the Audit Committee.

#### PUBLICATION OF INTERIM RESULTS ON THE STOCK EXCHANGE'S WEBSITE

The Company's interim report containing all the relevant information required by the Listing Rules will be dispatched to the shareholders of the Company and published on the websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.ga-pack.com) in due course.

By order of the Board
Greatview Aseptic Packaging Company Limited
BI Hua, Jeff

Chief Executive Officer and Executive Director

Beijing, the PRC, 29 August 2011

As at the date of this announcement, the Board comprises two executive Directors, namely BI Hua, Jeff and HONG Gang; five non-executive Directors, namely HILDEBRANDT James Henry, ZHU Jia, LEE Lap, Danny, LEW Kiang Hua and SHANG Xiaojun; and three independent non-executive Directors, namely LUETH Allen Warren, BEHRENS Ernst Hermann and CHEN Weishu.