

#### For Immediate Release

#### **Press Release**

# China Resources Enterprise Announces Interim Results for 2015 "Embrace the Future"

- Unaudited consolidated turnover up by 13.4% year-on-year, to approximately HK\$94,660 million. Consolidated loss attributable to the Company's shareholders was HK\$4,327 million compared to attributable profit of HK\$929 million for the first half of 2014, in which a provision for goodwill impairment of HK\$2,014 million (net amount attributable to shareholders) and a loss on remeasurement of disposal group of HK\$2,222 million were recognised.
- Beer division saw turnover and attributable profit rise by 6.1% and 30.5% year-on-year, respectively, to approximately HK\$19,609 million and HK\$544 million, respectively.
- Retail division reported turnover of HK\$61,146 million, representing an increase of 16.3%. Attributable loss was HK\$2,778 million compared with attributable profit of HK\$700 million for the first half of 2014.
- Food division, which was undergoing a transition period, recorded turnover and attributable loss of HK\$8,480 million and HK\$5 million, respectively, representing an increase of 5.5% and a loss reduction of 93.1% over the same period last year.
- Beverage division reported turnover and attributable profit up by 24.7% and 193.9% year-on-year, respectively, to approximately HK\$6,307 million and HK\$194 million, respectively.
- The resolution approving the disposal of all of the Group's non-beer businesses to CRH for a total consideration of HK\$30 billion was passed by its independent shareholders. More details of the special dividend and subsequent arrangements will be announced at a later date.

[Hong Kong, 21 August 2015] — **China Resources Enterprise, Limited** (HKEx: 00291) (the "Company", or together with its subsidiaries, the "Group") today announced its unaudited financial and operational results for the six months ended 30 June 2015. Unaudited consolidated turnover increased by 13.4% to HK\$94,660 million, respectively. Consolidated loss attributable to the Company's shareholders was HK\$4,327 million compared to attributable profit of HK\$929 million for the first half of 2014. Excluding after-tax effect of asset revaluation, underlying consolidated loss attributable to the Company's shareholders was HK\$4,406 million compared to underlying attributable profit of HK\$668 million in the same period last year. The Board has resolved not to declare an interim dividend.

**Mr. Hong Jie, Chief Executive Officer of the Company**, said, "Our transformation into a beer-focused business will unlock the value of our market-leading beer business from the previous conglomerate structure and remove the uncertain outlook in the short to medium-term for the non-beer businesses, for which additional and ongoing investment is required to improve profitability."



The resolution on the disposal of the Group's discontinued operation – including the retail, food and beverage businesses – to China Resources (Holdings) Company Limited ("CRH") for a total consideration of HK\$30 billion was approved at the Extraordinary General Meeting held on 3 August 2015. Upon the completion of the disposal, the Group will specialize in the beer business of which its subsidiary, China Resources Snow Breweries Limited, is the largest brewer by sales volume in China, the largest beer market by sales volume in the world. The proceeds from the disposal will largely be distributed to the shareholders in the form of a special dividend. Subject to the fulfilment of conditions as stated in a circular on 9 July 2015, a special dividend of HK\$12.30 per share is expected to be paid by the end of October 2015. More details on the special dividend and the subsequent arrangements will be announced at a later date.

The *beer division* achieved turnover and attributable profit of HK\$19,609 million and HK\$544 million for the first half of 2015, representing increases of 6.1% and 30.5% year-on-year, respectively. EBITDA increased by 14.1% year-on-year to HK\$2,615 million. Overall beer market capacity fell due to the macro-economic slowdown and unfavourable weather conditions in mainland China. The sales volume of the beer division decreased slightly by 0.8% to 6,249,000 kiloliters, outperforming the industry average through strengthened production capacity, localized and tailored marketing strategies, enhanced brand promotions and increased market share. The Group's national "雪花 Snow" brand accounted for approximately 90% of the Group's total beer sales volume.

During the period under review, operating profit rose as a result of improved economies of scale, lean management and better control of selling expenses. The overall average selling price increased by approximately 6.8% year-on-year thanks to the rapid increase in the sales volume of premium beer, which also boosted growth in the division's average selling price. As at the end of June 2015, the Group operated 98 breweries across 25 Chinese provinces with a total annual nominal production capacity of over 20,000,000 kiloliters.

Moving forward, to strengthen the brand reputation of and customer loyalty to the "雪花 Snow" brand, the Group's beer division will continue its marketing campaigns, reinforce the promotion of its premium beers, optimize its product mix and quality, and seek greater value through synergies created from the merger and acquisition. At the same time, the division will continue to cooperate with SABMiller PLC and step up its regional presence through organic growth and acquisitions, and will consolidate its leading marketing position.

The Group's *retail division* recorded turnover of HK\$61,146 million in the first half of 2015, representing an increase of 16.3%. It recorded attributable loss of HK\$2,778 million compared with attributable profit of HK\$700 million for the same period last year. Excluding after-tax revaluation surplus and the disposal of non-core assets, the division's attributable loss for the first half of 2015 was HK\$2,847 million, while attributable profit was HK\$439 million for the first half of 2014. Same store sales decreased 3.8% year-on-year. As at the end of June 2015, the Group



operated over 4,800 stores in China, of which approximately 85% were self-operated while the rest were franchised.

In view of the current macro-economic environment and declining performance of the joint venture (the "Joint Venture"), the Group made a provision for the impairment loss on goodwill for HK\$2,014 million (net amount attributable to shareholders) during the first half of 2015. A provision for HK\$422 million (net amount attributable to shareholders) was also made for the closure of certain less efficient stores and stores with poor prospects.

During the period under review, the performance of the division continued to be negatively impacted by the economic slowdown and intensified competition in retail industry. More time and investment is needed in the Joint Venture with Tesco PLC in order to improve its operational efficiency and profitability. The short to medium-term performance of the Group's retail division is expected be impacted with further adjustments ahead.

The *food division*, which was undergoing transition period, reported turnover and attributable loss of HK\$8,480 million and HK\$5 million for the first half of 2015, representing an increase of 5.5% and a loss reduction of 93.1% year-on-year, respectively. The rice business continued to grow its national presence by acquiring three rice processing plants during the review period. However, it will require high initial investment and marketing expenses to improve its long term profitability. Meanwhile, the low overall selling price of hogs continued to put pressure on the division's operations in Hong Kong. In addition, the Group's meat operations have been affected by the slowdown in the overall demand growth. The division will therefore likely require continued investment to improve capacity utilisation and profitability.

The *beverage division* recorded turnover and attributable profit of HK\$6,307 million and HK\$194 million for the first half of 2015, representing increases of 24.7% and 193.9% year-on-year, respectively. The division's total sales volume increased by 23.5% year-on-year to approximately 3,978,000 kiloliters in the first half of 2015. This was mainly attributable to the growth in sales volume of "恰寶 C'estbon" purified water and further refinement of the sales districts. The division stepped up its marketing and promotional efforts in a moderate manner during the period under review. Looking ahead, the division will need to make additional investments to ramp up its investment in promotional activities and research and development and to diversify its currently limited product portfolio.

Mr. Chen Lang, Chairman of the Company, concluded, "Looking forward, we are confident in our ability to leverage our leading position to create sustainable profitable growth and better returns on assets in the future. We believe our transformation into a beer-focused company is in the best interests of our shareholders, and it will give us greater flexibility in executing our business plan for the beer business and to deliver outstanding returns to our shareholders."



# **About China Resources Enterprise, Limited**

China Resources Enterprise, Limited is listed on the Hong Kong Stock Exchange and is one of the constituent stocks of the Hang Seng Index in Hong Kong. The Group focuses on the consumer goods businesses in China.

For further information, please contact:

# **China Resources Enterprise, Limited**

Mr. Kevin Leung, Deputy General Manager
Investor Relations Department

Ms. Kelly Lau, IR & PR Manager
Investor Relations Department

Tel: +852 2829 9899 Tel: +852 2829 9897

Mobile: +852 6906 2830 Mobile: +852 9161 9377

Email: <u>kevin.leung@cre.com.hk</u> Email: <u>kelly.lau@cre.com.hk</u>

## Hill + Knowlton Strategies Asia

Ms. Agnes Suen Ms. Anni Li

Tel: +852 2894 6258 Tel: +852 2894 6259 Mobile: +852 9050 5406 Mobile: +852 5486 2852

Full details of our 2015 interim results have been posted on the designated website of Hong Kong Exchanges and Clearing Limited at <a href="https://www.hkexnews.hk">www.hkexnews.hk</a> and the corporate website at <a href="https://www.cre.com.hk">www.cre.com.hk</a>.



### **Responsibility Statement and Disclaimer**

This document has been prepared by China Resources Enterprise, Limited ("CRE") for information purposes only. The reproduction of this document, in whole or in part, or disclosure of any of its contents, without prior consent of CRE, is prohibited. This document should be read or viewed in its entirety. This document and any response given by CRE or their respective subsidiaries, affiliates and advisers or representatives to questions relating to the revised proposal from China Resources (Holdings) Company Limited ("CRH") for the acquisition of the non-beer businesses of CRE (the terms of which include, among other things, the pre-conditional voluntary cash partial offer by CRH (Enterprise) Limited ("CRH Enterprise") (the "Proposal") are incomplete without reference to, and should be viewed solely in conjunction with, the joint announcement of CRE, CRH and CRH Enterprise dated 17 June 2015, the circular of CRE dated 9 July 2015, and the interim results announcement of CRE dated 21 August 2015 (the "Announcements").

The directors of CRE jointly and severally accept full responsibility for the accuracy of the information contained in the Announcements (some of which are extracted in this document) other than that relating to CRH, CRH Enterprise or parties acting in concert with them for which their responsibility is restricted to the correctness and fairness of the reproduction or the presentation of such information as published by CRH, CRH Enterprise or parties acting in concert with them, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in the Announcements (some of which are extracted in this document) other than those expressed by CRH, CRH Enterprise or parties acting in concert with them have been arrived at after due and careful consideration and there are no facts not contained in the Announcements the omission of which would make any statement in the Announcements misleading.

The information contained in this document has not been independently verified (except for that extracted from the Announcements) and no representation or warranty, expressed or implied, is made as to, and no reliance should be placed on, the information or opinions contained herein. All information in this document is based on information contained in the Announcements and other public information and should not be interpreted to contain any non-public information. Any material change to the information herein will be notified to the market by way of Announcements issued by CRE (in respect of the Revised Disposal) and issued jointly by CRE, CRH and/or CRH Enterprise (in respect of the Revised Partial Offer) and posted on the HKSE website. The information set out herein may be subject to revision and may change materially. CRE, CRH, CRH Enterprise and parties acting in concert with them, and their respective advisers or representatives are under no obligation to keep current the information contained in this document and any opinions expressed in it are subject to change without notice. None of CRE, CRH, CRH Enterprise and parties acting in concert with them, and their respective advisers or representatives shall have any liability whatsoever for any loss whatsoever arising from any use of or reliance upon the whole



or any part of this document or its contents, or otherwise arising in connection with this document (whether direct, indirect, consequential or otherwise).

Certain contents in this document (including any presentation materials distributed herewith) may constitute "forward-looking statements" by CRE, CRH or CRH Enterprise. These statements reflect expectations of CRE, CRH or CRH Enterprise (as the case may be) and are subject to risks and uncertainties that may cause actual results to differ materially and may adversely affect the outcome and financial effects of the plans described herein. You are cautioned not to rely on such forward-looking statements. CRE, CRH, CRH Enterprise, and their respective advisers or representatives disclaim any obligation to update their view of such risks and uncertainties or to publicly announce the result of any revisions to the forward-looking statements made herein, except where they would be required to do so under applicable law or rules.

This document is for information and convenient reference and does not constitute or form part of, and should not be construed as, any offer for sale or subscription of, or solicitation of any act, vote or offer to buy or subscribe for, any securities of CRE, CRH or CRH Enterprise nor should it or any part of it form the basis of, or be relied on in connection with, any contract or commitment whatsoever. Any reference to particular proposed terms of the Proposal is intended as a summary and not a complete description. Terms or characteristics may change before closing and the Proposal may or may not proceed. No consideration has been given to particular investment objectives, finances or needs of any recipient. This document is not intended to provide and should not be relied upon for tax, legal or accounting advice, investment recommendations or a credit or other evaluation of the Proposal. Investors and prospective investors should consult their tax, legal, accounting or other advisers. The Proposal will involve particular risks – investors and prospective investors should read and understand the explanations of relevant risks in the Announcements, the composite document to be published by CRE, CRH and CRH Enterprise and any further document(s) to be published under applicable law and rules before making any decision.

This document is also not intended for distribution to, or use by, any person or entity in any jurisdiction or country where such distribution or use would be contrary to law or regulation. The distribution of this document in other jurisdictions may be restricted by law and persons into whose possession this document comes should inform themselves about, and observe, any such restrictions. Any failure to comply with the restrictions may constitute a violation of the relevant securities laws.

\*\*\*



### NOTICE TO US HOLDERS OF CRE SHARES

The Revised Partial Offer is being made for the securities of a Hong Kong company and is subject to Hong Kong disclosure requirements, which are different from those of the United States. The financial information included in this document has been prepared in accordance with Hong Kong Financial Reporting Standards and thus may not be comparable to financial information of US companies or companies whose financial statements are prepared in accordance with generally accepted accounting principles in the United States. The Revised Partial Offer will be made in the United States pursuant to the applicable US tender offer rules and otherwise in accordance with the requirements of the SFO. Accordingly, the Revised Partial Offer will be subject to disclosure and other procedural requirements, including with respect to withdrawal rights, offer timetable, settlement procedures and timing of payments that are different from those applicable under US domestic tender offer procedures and law.

The receipt of cash pursuant to the Revised Partial Offer by a US holder of Shares may be a taxable transaction for US federal income tax purposes and under applicable state and local, as well as foreign and other tax laws. Each holder of Shares is urged to consult his/her/its independent professional advisor immediately regarding the tax consequences of acceptance of the Revised Partial Offer.

It may be difficult for US holders of Shares to enforce their rights and any claim arising out of the US federal securities laws, since CRH, the Offeror and the Company are located in a country outside the United States, and some or all of their officers and directors may be residents of a country other than the United States. US holders of Shares may not be able to sue a non-US company or its officers or directors in a non-US court for violations of the US securities laws. Further, it may be difficult to compel a non-US company and its affiliates to subject themselves to a US court's judgement.

In accordance with the Code and Rule 14e-5(b) of the US Securities Exchange Act of 1934, BofAML, Morgan Stanley and their respective affiliates may continue to act as exempt principal traders in the Shares on the Stock Exchange. These purchases may occur either in the open market at prevailing prices or in private transactions at negotiated prices. Any information about such purchases will be reported to the SFC and, to the extent made public by the SFC, will be available on the website of the SFC at http://www.sfc.hk.

\*\*\*