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

(Stock code: 546) (股份代號: 546)

ANNOUNCEMENT OF ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2022

截至二零二二年十二月三十一日止年度的全年業績公佈

HIGHLIGHTS OF 2022 RESULTS

二零二二年業績摘要

- The Group's revenue increased by 27.6% to approximately RMB27.5 billion in 2022 as compared to 2021, primarily due to increased revenue contribution from food additives, animal nutrition and colloid segments.
- 本集團於二零二二年的收入較二零二一年增加27.6%至約人民幣275億元,主要由於食品添加劑、動物營養及膠體分部的收入貢獻增加所致。
- The Group's overall gross profit increased by 84.7% to approximately RMB7.2 billion in 2022 as compared to 2021, primarily due to the increases in the gross profit of food additives, animal nutrition and colloid segments.
- 本集團於二零二二年的整體毛利較二零二一年增加84.7%至約人民幣72億元,主要由於食品添加劑、動物營養及膠體分部的毛利增加所致。
- Profit attributable to the Shareholders amounted to approximately RMB3.9 billion, representing an increase of 201.5% as compared to 2021.
- 股東應佔溢利為約人民幣39億元,較二零二一年增加201.5%。
- Earnings per share (Basic) was RMB152.34 cents (2021: RMB50.55 cents).
- 每股盈利(基本)為人民幣152.34分(二零二一年:人民幣50.55分)。
- Return on equity was 24.9% (2021: 10.1%).
- 股本回報率為24.9%(二零二一年:10.1%)。
- The Board has proposed a final dividend of HK29.0 cents and a special final dividend of HK4.1 cents per share (2021 final dividend: HK11.7 cents per share). This results in a full-year dividend of HK69.7 cents per share (including the interim dividend of HK32.0 cents and a special interim dividend of HK4.6 cents per share) (2021 full-year dividend: HK21.5 cents per share), with a full-year dividend payout ratio of 40% (2021: 35%).
- 董事會已建議派發每股29.0港仙的末期股息及每股4.1港仙的特別末期股息(二零二一年末期股息:每股11.7港仙)。因此全年股息為每股69.7港仙(包括中期股息每股32.0港仙及特別中期股息每股4.6港仙)(二零二一年全年股息:每股21.5港仙),全年派息率為40%(二零二一年:35%)。

ANNUAL RESULTS

The Board is pleased to announce the audited consolidated results of the Group prepared under HKFRS for the year ended 31 December 2022, together with the comparative figures for the year ended 31 December 2021, as follows:

全年業績

董事會欣然宣佈,根據香港財務報告準則編製的截至二零二二年十二月三十一日止年度本集團經審核合併業績連同截至二零二一年十二月三十一日止年度的比較數字如下:

CONSOLIDATED INCOME STATEMENT

合併利潤表

For the year ended 31 December 2022 截至二零二二年十二月三十一日止年度

Year ended 31 Dec	ember
截至十二月三十一日	止年度
0000	20

			2022	2021
		Note 附註	二零二二年 RMB'000 人民幣千元	二零二一年 RMB'000 人民幣千元
Revenue		3	27,474,639	21,539,841
Cost of sales	銷售成本	-	(20,262,172)	(17,634,565)
Gross profit	毛利		7,212,467	3,905,276
Selling and marketing expenses Administrative expenses Reversal of/(provision for) impairment	銷售及市場推廣開支 行政開支 金融資產減值虧損撥回/(撥備)		(1,757,152) (1,052,611)	(1,401,171) (949,021)
losses on financial assets			11,158	(66,709)
Other operating expenses	其他經營開支		(32,463)	(21,254)
Other income	其他收益	4	261,046	223,148
Other gains/(losses) – net	其他利得/(損失)-淨額	5 -	608,301	(109,912)
Operating profit	經營溢利	-	5,250,746	1,580,357
Finance income	財務收入	6	100,770	118,547
Finance costs	財務成本	6	(489,933)	(172,712)
Finance costs – net	財務成本一淨額	-	(389,163)	(54,165)
Share of net loss of associates accounted for using the equity method	採用權益法列賬的應佔 聯營公司淨虧損	-	(1,274)	(10,218)
Profit before income tax	除所得税前溢利		4,860,309	1,515,974
Income tax expense	所得税開支	7	(999,231)	(235,334)
Profit for the year attributable	股東應佔年內溢利			
to the Shareholders			3,861,078	1,280,640
Earnings per share for profit attributable to the Shareholders during the year	年內股東應佔溢利 每股盈利			
(expressed in RMB cents per share)	(以每股人民幣分呈列)			
- basic	-基本	8	152.34	50.55
- diluted	一攤薄	8	152.30	50.55

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

合併綜合收益表

For the year ended 31 December 2022 截至二零二二年十二月三十一日止年度

			Year ended 31 December 截至十二月三十一日止年度	
		2022 二零二二年 RMB'000	2021 二零二一年 RMB'000	
		人民幣千元	人民幣千元	
Profit for the year	年內溢利	3,861,078	1,280,640	
Other comprehensive loss for the year	年內其他綜合虧損			
Items that may be reclassified to profit or loss	可能重新分類至損益的項目			
Exchange differences on translation of foreign operations	海外業務的滙兑折算差額	(2,211)		
		(2,211)		
Total comprehensive income for the year attributable to	股東應佔年內綜合收益總額			
the Shareholders		3,858,867	1,280,640	

CONSOLIDATED BALANCE SHEET

合併資產負債表

As at 31 December 2022 於二零二二年十二月三十一日

As at 31 December

於十二月三十一日

			2022	2021
		Note 附註	二零二二年 RMB'000 人民幣千元	二零二一年 RMB'000 人民幣千元
ASSETS	 資產		,	
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		9,455,464	9,284,867
Right-of-use assets	使用權資產		832,747	794,761
Intangible assets	無形資產		45,446	48,323
Investments accounted for using the equity method	採用權益法列賬的投資		194	9,090
Financial assets at fair value through	按公平值計入損益的			
profit or loss	金融資產		10,000	5,000
Prepayment	預付款項		150,398	59,929
Deferred income tax assets	遞延所得税資產	-	41,926	107,578
Total non-current assets	非流動資產總值	-	10,536,175	10,309,548
Current assets	流動資產			
Inventories	存貨		5,846,373	4,592,966
Trade, other receivables	應收貿易賬款、其他應收款項			
and prepayments	及預付款項	10	2,366,589	2,553,446
Cash and cash equivalents	現金及現金等值物		7,008,116	3,542,457
Restricted bank balances	受限制的銀行結餘	-	631,371	512,389
Total current assets	流動資產總值	-	15,852,449	11,201,258
Total assets	資產總值		26,388,624	21,510,806
EQUITY	權益			
Capital and reserves attributable to the Shareholders	股東應佔股本及儲備			
Share capital	股本		243,460	243,261
Share premium	股份溢價		266,285	259,434
Other reserves	其他儲備		1,214,114	852,483
Retained earnings	保留收益	-	13,769,765	11,322,576
Total equity	權益總值		15,493,624	12,677,754

As at 31 December

於十二月三十一日

			2022	2021
		Note 附註	二零二二年 RMB'000 人民幣千元	二零二一年 RMB'000 人民幣千元
LIABILITIES	 負債			
Non-current liabilities	非流動負債			
Other payables	其他應付款項	11	73,618	69,948
Deferred income	遞延收益	13	756,723	776,426
Borrowings	借貸	12	584,500	2,504,790
Lease liabilities	租賃負債		514	1,203
Deferred income tax liabilities	遞延所得税負債		91,650	16,650
Derivative financial instruments	衍生金融工具	-	-	90,370
Total non-current liabilities	非流動負債總值	-	1,507,005	3,459,387
Current liabilities	流動負債			
Trade, other payables	應付貿易賬款、其他應付款項			
and accruals	及應計費用	11	2,967,232	2,780,278
Contract liabilities	合同負債	3	786,389	685,866
Current income tax liabilities	即期所得税負債		264,909	158,409
Borrowings	借貸	12	5,368,575	1,722,254
Lease liabilities	租賃負債		890	774
Derivative financial instruments	衍生金融工具	-	-	26,084
Total current liabilities	流動負債總值	-	9,387,995	5,373,665
Total liabilities	負債總值	-	10,895,000	8,833,052
Total equity and liabilities	權益及負債總值		26,388,624	21,510,806

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

合併財務報表附註

For the year ended 31 December 2022 截至二零二二年十二月三十一日止年度

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial statements are for the Group consisting of Fufeng Group Limited and its subsidiaries.

1.1 Basis of preparation

(i) Compliance with HKFRS and Hong Kong Companies Ordinance

The consolidated financial statements of the Company have been prepared in accordance with HKFRS and the disclosure requirements of the Hong Kong Companies Ordinance (Cap. 622).

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except that certain financial assets and liabilities (including derivative instruments) are measured at fair value.

(iii) New and amended standards adopted by the Group

The Group has applied the following amendments for the first time for their annual reporting period commencing 1 January 2022:

- Property, Plant and Equipment: Proceeds before Intended Use – Amendments to HKAS 16
- Onerous Contracts Cost of Fulfilling a Contract
 Amendments to HKAS 37
- Annual Improvements to HKFRS Standards 2018–2020
- Reference to the Conceptual Framework –
 Amendments to HKFRS 3

1. 重要會計政策摘要

此附註提供一系列編製此等合併財務報 表採納的主要會計政策。除另有註明外, 此等政策在所列報的所有年度內貫徹應 用。財務報表適用於包含阜豐集團有限 公司及其附屬公司的本集團。

1.1 編製基準

(i) 符合香港財務報告準則及香港 公司條例

> 本公司的合併財務報表是根據 香港財務報告準則及香港公司 條例(第622章)的披露規定編 製。

(ii) 歷史成本法

財務報表按歷史成本基準編製, 惟若干金融資產及負債(包括 衍生工具)按公平值計量除外。

(iii) 本集團採納的新訂及已修訂準 則

本集團在二零二二年一月一日 開始的年度報告期間首次採用 了下列準則:

- 物業、廠房及設備:擬定 用途之前所得款項一香港 會計準則第16號之修訂 本
- 虧損合同一履行合同之成 本一香港會計準則第37號 之修訂本
- 二零一八年至二零二零年 香港財務報告準則的年度 改進
- 對概念框架的提述一香港 財務報告準則第3號之修 訂本

Amendments to AG 5 Merger Accounting for Common Control Combinations

The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(iv) New standards and interpretations not yet adopted

Certain new accounting standards, amendments to accounting standards and interpretations have been published that are not mandatory for 31 December 2022 reporting periods and have not been early adopted by the Group. These standards, amendments or interpretations are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

Effective for annual periods beginning on or after

HKFRS 17	Insurance contracts	1 January 2023
HK Interpretation 5 (2020)	Presentation of Financial Statements - Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2023
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies	1 January 2023
Amendments to HKAS 8	Definition of Accounting Estimates	1 January 2023
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current	1 January 2024
Amendments to HKFRS 16	Lease Liability in a sales and Leaseback	1 January 2024
Amendments to HKAS 1	Non-current Liabilities with Covenants	1 January 2024
Amendments to HKFRS 10 and HKAS 28	Sale or contribution of assets between an investor and its associate or joint venture	To be determined

共同控制合併的合併會計 處理一對會計指引第5號 之修訂本

上述修訂對前期入賬金額沒有 任何影響,預計也不會對當期 或未來期間產生重大影響。

(iv) 尚未採納之新訂準則及詮釋

本集團並未提前採用已發佈但 在二零二二年十二月三十一日 的報告期間尚未強制生效的若 干新會計準則、會計準則之修 訂本及詮釋。該等準則、修訂 本或詮釋預計在當期或未來報 告期間不會對主體及可預見的 未來交易產生重大影響。

於以下日期 或之後起的 年度期間

		生效
香港財務	保險合同	二零二三年
報告準則		一月一日
第17號		
香港註釋第5號	財務報表之呈	二零二三年
(二零二零年)	列-借貸人	一月一日
	對載有按要	
	求償還條款	
	的定期貸款	
	進行分類	
香港會計準則第	會計政策之披	二零二三年
1號及香港財務	霞路	一月一日
報告準則應用		
指引第2號之修		
訂本 壬进会計准則答。	소리 사리 씨스	
香港會計準則第8 號之修訂本	會計估計的定 義	二零二三年 一月一日
弧之修司平 香港會計準則第	我 單一交易中產	二零二三年
12號之修訂本	単 又勿中座 生的資產及	—◆—二十 一月一日
12测定图引件	負債相關的	/] H
	遞延税項	
香港會計準則第1	將負債分類為	二零二四年
號之修訂本	流動或非流	-月-日
	動	
香港財務報告準	售後租回之	二零二四年
則第16號之	租賃負債	一月一日
修訂本		
香港會計準則第1	有契約之非流	二零二四年
號之修訂本	動負債	一月一日
香港財務報告準	投資者與其聯	有待釐定
則第10號及香	營公司或合	
港會計準則第	營企業之間	
28號之修訂本	之資產出售	
	或投入	

2. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgment in applying the Group's accounting policies.

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below.

2.1 Provision for impairment of trade and other receivables

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgments in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

2.2 Estimated impairment of property, plant and equipment

The Group reviews property, plant and equipment for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The recoverable amount of cash-generating unit has been determined based on the higher of value in use and fair value less costs to sell. Property, plant and equipment that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

2. 重要會計估計及判斷

財務報表之編製需要使用會計估計,根據定義,該等會計估計很少會與實際結果相同。管理層亦需在應用本集團的會計政策時作出判斷。

對估計及判斷作出持續評估,並以過往 經驗及其他因素作基礎,包括在目前情 況下對未來事件的合理預測。

本集團對未來作出估計及假設。所得會計估計一如其定義甚少與相關的實際結果相同。以下所述的估計及假設有相當大風險會引致須於下一個財政年度對資產及負債的賬面值作出重大調整。

2.1 貿易及其他應收款項減值撥備

金融資產的虧損撥備基於對違約風 險及預期虧損率的假設。本集團根 據本集團的過往歷史、現有市場狀 況以及各報告期末的前瞻性估計, 使用判斷作出該等假設及選擇減值 計算的輸入數據。

2.2 物業、廠房及設備的估計減值

倘有事件或情況變動顯示賬面值可能不可收回時,本集團會檢討物業、廠房及設備的減值。現金產生單位的可收回金額已按使用價值與公平值減銷售成本的較高者釐定。已減值的物業、廠房及設備於各報告日期檢討是否可能撥回減值。

Management judgment is required in the area of asset impairment particularly in assessing: (i) whether an event has occurred that may indicate that the related assets values may not be recoverable; (ii) whether the carrying value of an asset can be supported by the recoverable amount, being the higher of fair value less costs of disposal or net present value of future cash flows which are estimated based upon the continued use of the asset in the business; and (iii) the appropriate key assumptions to be applied in preparing cash flow projections including whether these cash flow projections are discounted using an appropriate rate. Changing the assumptions selected by management in assessing impairment, including the discount rates or the growth rate assumptions in the cash flow projections, could materially affect the net present value in the impairment test and as a result affect the Group's financial condition and results of operations. If there is a significant adverse change in the projected performance and resulting future cash flow projections, it may be necessary to take an impairment charge to the consolidated income statement. If there is an indication that an impairment loss may have decreased, the recoverable amount should not be more than what the depreciated historical cost would have been if the impairment had not been recognised.

2.3 Useful lives of plant and equipment

The Group's management determines the estimated useful lives and related depreciation charges for its plant and equipment. This estimate is based on the historical experience of the actual useful lives of plant and equipment of similar nature and functions. It could change significantly as a result of technical innovations and competitor actions in response to severe industry cycles. Management will increase the depreciation charge where useful lives are less than previously estimated, or it will write off or write down technically obsolete or non-strategic assets that have been abandoned or sold. For deferred government grants related to the acquisition of property, plant and equipment, the periodic credits to consolidated income statement will also be increased under the above mentioned circumstances when such grants are credited to the consolidated income statement over the assets' remaining useful lives.

2.4 Net realisable value of inventories

Net realisable value of inventories is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. These estimates are based on the current market condition and historical experience of manufacturing and selling products of similar nature. It could change significantly as a result of changes in customer taste and competitor actions in response to industry cycles. Management reassesses the estimates at each reporting date.

管理層須判斷資產減值範疇,尤其 是評估:(i)是否已發生可能顯示有 關資產價值或不可收回的事件;(ii) 可收回金額(即公平值減處置成本 或按於業務中持續使用資產估計的 未來現金流量淨現值兩者中的較高 者)能否支持該項資產的賬面值; 及(iii)於編製現金流量預測中應用的 適當主要假設,包括該等現金流量 預測是否使用適當貼現率貼現。倘 管理層用以評估減值的假設(包括 現金流量預測中採用的貼現率或增 長率假設)改變,則可能會對減值 測試中的淨現值產生重大影響,因 而影響本集團的財務狀況及經營業 績。若預計表現及相應未來現金流 量預測出現重大不利變動,則可能 須在合併利潤表中扣除減值開支。 倘有跡象顯示減值虧損可能已減少, 則可收回金額不得超過假設並無確 認減值的情況下已折舊歷史成本。

2.3 廠房及設備的可使用年期

2.4 存貨的可變現淨值

存貨的可變現淨值乃於日常業務過程中作出的估計售價減估計完成成本及銷售開支。該等估計根據現時市況及製造及出售性質類似產品的過往經驗作出,可能因客戶需求變化及競爭對手因應行業週期所採取的行動而出現重大變動。管理層於各報告日重新評估有關估計。

2.5 PRC taxes

The Group is mainly subject to different taxes in the PRC. Significant judgment is required in determining the provision for income taxes. There are some transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that are initially recorded, such differences will impact the tax and deferred tax provisions in the period in which such determination is made.

3. SEGMENT INFORMATION

The chief operating decision-maker has been identified as the executive directors of the Company. The executive directors review the Group's internal reporting in order to assess performance and allocate resources.

The executive directors examine the business performance of the Group according to the following product segments:

- Food additives segment: manufacturing and sales of food additives products, including MSG, starch sweeteners, glutamic acid, compound seasoning and corn oil;
- Animal nutrition segment: manufacturing and sales of animal nutrition products, including corn refined products, threonine and lysine;
- High-end amino acid segment: manufacturing and sales of high-end amino acid products;
- Colloid segment: manufacturing and sales of colloid products, including xanthan gum and gellan gum; and
- Other segment: manufacturing and sales of other products, including fertilisers, synthetic ammonia, pharmaceuticals and others.

The executive directors assess the performance of the business segment based on gross profit of the above five product segments.

2.5 中國税項

3. 分部資料

已確定主要經營決策者為本公司執行董 事。執行董事審閱本集團的內部呈報過 程,以評核表現及分配資源。

執行董事根據以下產品分部評估本集團 的業務表現:

- 食品添加劑分部:製造及銷售食品添加劑產品,包括味精、澱粉甜味劑、谷氨酸、複合調味品及玉米油;
- 動物營養分部:製造及銷售動物營養產品,包括玉米提煉產品、蘇氨酸及賴氨酸;
- 高檔氨基酸分部:製造及銷售高檔 氨基酸產品;
- 膠體分部:製造及銷售膠體產品, 包括黃原膠及結冷膠;及
- 其他分部:製造及銷售其他產品, 包括肥料、合成氨、藥品及其他。

執行董事基於上述五種產品分部毛利評 估業務分部表現。 The revenue of the Group for the years ended 31 December 2022 and 2021 are set out as follows:

本集團截至二零二二年及二零二一年十二月三十一日止年度的收入載列如下:

	2022	2021
	二零二二年	二零二一年
按分部劃分產品	RMB'000	RMB'000
	人民幣千元	人民幣千元
 食品添加劑		
味精	10,780,277	8,515,656
澱粉甜味劑		1,421,350
谷氨酸		366,378
複合調味品		82,150
玉米油	1,631	3,134
	13,300,548	10,388,668
動 物 榮 差		
	5 104 056	2 577 679
		3,577,678 2,394,716
枳安似的	2,007,564	1,647,471
	9,581,198	7,619,865
高檔氨基酸		
高檔氨基酸產品	1,201,208	1,415,394
膠體		
黃原膠	2,169,489	968,753
結冷膠	69,258	73,952
	2,238,747	1,042,705
其他		
肥料	860,947	647,122
	•	263,081
	•	147,614
其他	17,423	15,392
	1,152,938	1,073,209
	27,474,639	21,539,841
	食 味澱谷複玉 動玉蘇賴 高高 膠 黃結 其 肥合藥 加 叶	大学 大学 大学 大学 大学 大学 大学 大学

The segment information for the year ended 31 December 2022 is as follows:

截至二零二二年十二月三十一日止年度 的分部資料如下:

Gross profit	毛利	2,594,538	2,671,551	384,206	1,221,550	340,622	7,212,467
Revenue Cost of sales	收入 銷售成本	13,300,548 (10,706,010)	9,581,198 (6,909,647)	1,201,208 (817,002)	2,238,747 (1,017,197)	1,152,938 (812,316)	27,474,639 (20,262,172)
		食品添加劑 RMB'000 人民幣千元	動物營養 RMB'000 人民幣千元	高檔氨基酸 RMB'000 人民幣千元	膠體 RMB'000 人民幣千元	其他 RMB'000 人民幣千元	本集團 RMB'000 人民幣千元
		Food additives	Animal nutrition	High-end amino acid	Colloid	Others	Group

The segment information for the year ended 31 December 2021 is as follows:

截至二零二一年十二月三十一日止年度的分部資料如下:

		Food additives 食品添加劑 RMB'000 人民幣千元	Animal nutrition 動物營養 RMB'000 人民幣千元	High-end amino acid 高檔氨基酸 RMB'000 人民幣千元	Colloid 膠體 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Group 本集團 RMB'000 人民幣千元
Revenue Cost of sales	收入 銷售成本	10,388,668 (8,963,864)	7,619,865 (6,250,813)	1,415,394 (827,526)	1,042,705 (701,589)	1,073,209 (890,773)	21,539,841 (17,634,565)
Gross profit	毛利	1,424,804	1,369,052	587,868	341,116	182,436	3,905,276

The Group's total non-current assets located in the PRC other than deferred income tax assets and derivative financial instruments amounted to RMB10,260,333,000 (2021: RMB10,089,890,000), and the total non-current assets located in Hong Kong and the U.S. other than deferred income tax assets and derivative financial instruments amounted to RMB233,916,000 (2021: RMB112,080,000).

不計及遞延所得税資產和衍生金融工具,本集團位於中國的非流動資產總值為人民幣10,260,333,000元(二零二一年:人民幣10,089,890,000元)。不計及遞延所得稅資產和衍生金融工具,位於香港及美國的非流動資產總值則為人民幣233,916,000元(二零二一年:人民幣112,080,000元)。

Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods at a point in time in the following geographical regions:

與客戶之間的合同產生的收入分拆

本集團在某個時點在以下區域內通過轉 讓商品獲得的收入:

Sales of goods 銷售產品

Revenue from external customers	二零二二年 來自外部客戶的收入	Overseas 海外 RMB'000 人民幣千元 7,957,219	PRC 中國 RMB'000 人民幣千元 19,517,420	Total 總計 RMB'000 人民幣千元 27,474,639
Timing of revenue recognition At a point in time	確認收入的時間 於某個時間點	7,957,219	19,517,420	27,474,639
2021	二零二一年	Sales of 銷售, Overseas 海外 RMB'000 人民幣千元	•	Total 總計 RMB'000 人民幣千元
Revenue from external customers	來自外部客戶的收入	6,916,756	14,623,085	21,539,841
Timing of revenue recognition At a point in time	確認收入的時間 於某個時間點	6,916,756	14,623,085	21,539,841

Approximately 71% (2021: 68%) of the Group's revenue is generated from sales to customers in the PRC. The remaining 29% (2021: 32%) of the Group's revenue is generated from the sales to overseas including Europe, Latin America, the U.S., North America, South Africa, the Middle East, Southeast Asia and Japan.

No customer contributes 10% or more to the Group's revenue for the years ended 31 December 2022 and 2021.

Liabilities related to contracts with customers

The Group has recognised the following liabilities related to contracts with customers:

本集團約71%(二零二一年:68%)的收入來自向中國客戶的銷售。本集團餘下29%(二零二一年:32%)的收入來自向海外的銷售,包括歐洲、拉丁美洲、美國、北美、南美、中東、東南亞及日本。

於截至二零二二年及二零二一年十二月 三十一日止年度,概無客戶佔本集團收 入的10%或以上。

與客戶之間的合同有關的負債

本集團已確認以下與客戶合同有關的負 債:

2022	2021
二零二二年	二零二一年
RMB'000	RMB'000
人民幣千元	人民幣千元
786,389	685,866

Contract liabilities – sales of goods

合同負債一銷售貨品

The increases in 2022 and 2021 were due to the increase in sales to customers.

In 2022 and 2021, all the contract liabilities at the beginning of respective periods were recognised as revenue.

二零二二年及二零二一年的增加是由於 向客戶的銷售增加。

於二零二二年及二零二一年,於期初計入的所有合同負債已分別確認為收入。

4 OTHER INCOME

4. 其他收益

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Amortisation of deferred income (i) (Note 13)	攤銷遞延收益 (i) (附註 13)	90,154	94,159
Government grants related to expenses (ii)	與開支有關的政府補助 (ii)	74,137	55,946
Sales of waste products and raw materials	銷售廢料產品及原材料	64,528	56,921
Others	其他	32,227	16,122
		261,046	223,148

- (i) Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets.
- (ii) Government grants relating to expenses are recognised in the profit or loss over the period necessary to match them with the expenses that they are intended to compensate.
- (i) 與購買物業、廠房及設備有關的政府補助將計入非流動負債,列作遞延收益,並於相關資產預期年期內以直線法計入損益。
- (ii) 與開支有關的政府補助將予按配合 擬補償的開支所需期間於損益內確 認。

5. OTHER GAINS/(LOSSES) - NET

5. 其他利得/(損失)-淨額

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Loss on disposal of property, plant and	出售物業、廠房及設備虧損-		
equipment – net	淨額	(11,532)	(1,589)
Net foreign exchange gains/(losses)	淨匯兑利得/(損失)	483,560	(48,856)
Investment gains/(losses) from cross currency	交叉貨幣與利率掉期產生的		
and interest rate swaps	投資利得/(損失)	123,449	(55,633)
Investment gains from foreign currency forwards	外匯遠期產生的投資收益	_	5,972
Impairment charge for an investment accounted	採用權益法列賬的一項投資		
for using equity method	的減值支出	(7,483)	_
Others	其他	20,307	(9,806)
	_	608,301	(109,912)

6. FINANCE INCOME AND COSTS

6. 財務收入及成本

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Finance income:	財務收入:		
Interest income on bank deposits and bank	銀行存款及銀行結餘的		
balances	利息收入		
 bank deposits and bank balances 	一銀行存款及銀行結餘	100,205	36,271
- financial assets at amortised cost	- 按攤餘成本列賬的		
	金融資產	565	_
Net foreign exchange gains on financing activities	融資活動的匯兑收益淨額 -	_	82,276
		100,770	118,547
	_	100,770	110,047
Finance costs:	財務成本:		
Interest expenses	利息開支		
 Bank borrowings 	一銀行借貸	(234,763)	(99,735)
- Other payables	一其他應付款項	(3,670)	(3,487)
- USD bonds	-美元債券	-	(69,440)
Interest charges paid for lease liabilities	與租賃負債有關的		
	利息開支	(71)	(50)
Net foreign exchange losses on financing	融資活動的匯兑虧損淨額		
activities	_	(251,429)	
		(489,933)	(172,712)
	_	(,)	, , , –,
Net finance costs	財務成本淨額	(389,163)	(54,165)

7. TAXATION

(a) Income tax expense

7. 税項

(a) 所得税開支

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Current income tax	即期所得税		_
- PRC	一中國		
– EIT	一企業所得税	586,613	181,859
Withholding tax	一預扣税	264,500	47,700
– US EIT	-美國企業所得税	6,425	_
 Hong Kong profit tax 	一香港利得税	1,041	
Total current income tax	即期所得税總額	858,579	229,559
Deferred income tax	遞延所得税	140,652	5,775
		999,231	235,334

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law (Law 3 of 1961, as consolidated and revised) of the Cayman Islands and is exempted from payment of the Cayman Islands income tax.

The Group's subsidiaries in BVI are exempted from payment of the BVI income tax.

The Group's subsidiaries in Hong Kong are subject to profit tax at a rate of 8.25% (2021: 8.25%) on assessable profits up to HKD 2,000,000; and 16.5% (2021: 16.5%) on any part of assessable profits over HKD 2,000,000 for the Year.

The Group's subsidiaries in the PRC are subject to PRC EIT which is calculated based on the applicable tax rate of 25% (2021: 25%) on the assessable profits of the subsidiaries in accordance with PRC tax laws and regulations except for those as discussed below:

Seven subsidiaries of the Group including Hulunbeier Fufeng, Shandong Fufeng, Shenhua Pharmaceutical, Baoji Fufeng, IM Fufeng, Xinjiang Fufeng and Longjiang Fufeng have obtained the approvals to become a new and high-technology enterprise and are entitled to a preferential income tax rate of 15% (2021: 15%). The qualification of new and high-technology enterprises is subject to renewal for each three years interval.

According to the Ministry of Finance Announcement No. 23, 2020, "The notice on extending enterprise income tax policies of the western region development strategy issued by the Ministry of Finance, the State Administration of Taxation and the National Development and Reform Commission" (財政部公告2020年第23號"財政部、 税務總局、國家發展改革委關於延續西部大開發企業 所得税政策的公告") taking effect from 1 January 2021, companies set up in the western region and falling into certain encouraged industry catalogue promulgated by the PRC government will be entitled to a preferential tax rate of 15%. Four subsidiaries of the Group including Hulunbeier Fufeng, Baoji Fufeng, IM Fufeng and Xinjiang Fufeng, are set up in the western development region and fall into the encouraged industry catalogue, and therefore they are entitled to the aforesaid preferential tax rate of 15% (2021: 15%).

本公司根據開曼群島公司法 (一九六一年法例三·經綜合及修訂) 在開曼群島註冊成立為獲豁免有限 公司,並獲豁免繳交開曼群島所得稅。

本集團於英屬處女群島的附屬公司 獲豁免繳交英屬處女群島所得稅。

於本年度,本集團的香港附屬公司 須就最多2,000,000港元的應課税 溢利按8.25%(二零二一年:8.25%) 繳納所得税,而超過2,000,000港 元的應課税溢利的任何部分則按 16.5%(二零二一年:16.5%)繳納 所得税。

本集團的中國附屬公司須繳納中國 企業所得税,該税項根據中國税務 法例及法規按附屬公司應課税溢 利以適用税率25%(二零二一年: 25%)計算,下文所討論者除外:

本集團的七間附屬公司呼倫貝爾阜豐、山東阜豐、神華藥業、寶雞阜豐、內蒙古阜豐、新疆阜豐及龍江阜豐獲准成為高新技術企業,並享有15%(二零二一年:15%)的優惠所得税率。高新技術企業資格須每隔三年予以重續。

The Group's subsidiaries in the United States is subject to state income tax at a rate of approximately 8.84% and 9.5% (2021: 8.84% and 9.5%) and federal income tax at a rate of approximately 21% (2021: 21%) on the estimated assessable profit for the Year.

The Group's subsidiary in Singapore is subject to income tax at a rate of 17% (2021: 17%) for the Year.

於本年度,本集團的美國附屬公司須就估計應課税溢利按税率約8.84%和9.5%(二零二一年:8.84%和9.5%)繳納州所得税及按税率約21%(二零二一年:21%)繳納聯邦所得税。

於本年度,本集團的新加坡附屬公司須按税率17%(二零二一年: 17%)繳納所得税。

(b) Numerical reconciliation of income tax expense to prima facie tax payable

(b) 所得税開支與初步應付税額的 數值對賬

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Profit before income tax	除所得税前溢利	4,860,309	1,515,974
Tax calculated at domestic tax rates applicable to profits in the respective	按各司法權區溢利適用的 國內税率計算的税項		440.504
jurisdictions	++	1,275,163	416,564
Preferential tax of certain subsidiaries Lump-sum deduction of qualified asset	若干附屬公司的優惠税項 一次性扣除高新技術企業	(506,528)	(160,613)
additions of new and high-technology enterprise	合資格資產添置	(61,757)	_
Research and development tax credit	研發税項抵免	(36,298)	(28,017)
Unrecognised tax losses	未確認税項虧損	393	710
Withholding tax on dividends from PRC	中國附屬公司股息的預扣		
subsidiaries	税	339,500	37,700
Previously unrecognised tax losses now recouped to reduce current tax	先前未確認税項虧損現彌 補以減少即期税項開支		
expense		(12,509)	(32,375)
Expenses not deductible for tax	不可扣税開支	, , ,	,
purposes		1,437	1,593
Income not subject to tax	毋須課税收入	(170)	(228)
	-	<u> </u>	<u> </u>
		999,231	235,334

8. EARNINGS PER SHARE

(a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the Shareholders by the weighted average number of ordinary shares in issue during the year.

8. 每股盈利

(a) 每股基本盈利

每股基本盈利乃按股東應佔溢利除 以年內已發行普通股的加權平均數。

		2022 二零二二年	2021 二零二一年
		ーマーー RMB cents 人民幣分	RMB cents 人民幣分
Basic earnings per share attributable to the Shareholders	股東應佔每股基本盈利	152.34	50.55

(b) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

(b) 每股攤薄盈利

每股攤薄盈利對用於釐定每股基本 盈利的數據進行調整,以計及:

- 與具攤薄性的潛在普通股相關的利息及其他融資成本的除所得稅後影響,及
- 假設兑換全部具攤薄性的潛在 普通股後將發行的額外普通股 的加權平均數。

2021
二零二一年
RMB cents
人民幣分

Diluted earnings per share attributable to 股東應佔每股攤薄盈利 the Shareholders

152.30 50.55

(c) Reconciliations of earnings used in calculating earnings per share

(c) 用於計算每股盈利所用盈利之 對賬

	2022	2021
	二零二二年	二零二一年
	RMB'000	RMB'000
	人民幣千元	人民幣千元
每股基本盈利		
計算每股基本盈利所用之 股東應佔溢利		
	3,861,078	1,280,640
每股攤薄盈利		
計算每股攤薄盈利所用之 股東應佔溢利		
	3,861,078	1,280,640
	計算每股基本盈利所用之 股東應佔溢利 <i>每股攤薄盈利</i> 計算每股攤薄盈利所用之	二零二二年 RMB'000 人民幣千元 <i>每股基本盈利</i> 計算每股基本盈利所用之 股東應佔溢利 <i>3,861,078 每股攤薄盈利</i> 計算每股攤薄盈利所用之 股東應佔溢利

(d) Weighted average number of shares used as the denominator

(d) 用作分母的股份加權平均數

		2022	2021
		二零二二年	二零二一年
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	於計算每股基本盈利時用作分母的普通股加權平均數(千股)		
(thousands)		2,534,590	2,533,639
Adjustments for calculation of diluted earnings per share:	就每股攤薄盈利計算作出調整:		
 Assumed exercise of share options 	-假設行使購股權(千股)		
(thousands)	_	621	12
Weighted average number of ordinary shares and potential ordinary shares used as the denominator in calculating	於計算每股攤薄盈利時用作分 母的普通股及潛在普通股加 權平均數(千股)		
diluted earnings per share (thousands)	_	2,535,211	2,533,651

(e) Information concerning the classification of securities

The Company has one category of dilutive potential ordinary shares: share options. For the share options, a calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options. The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise of the share options.

The 2,000,000 outstanding share options issued in July 2022 (2021: 2,300,000 outstanding share options issued in November 2016 and December 2016) are not included in the calculation of diluted earnings per share because the average market price of ordinary shares for the Year did not exceed the exercise prices of each tranche of the share options, hence the share options are antidilutive for the Year. These options could potentially dilute basic earnings per share in the future.

(e) 有關證券分類的資料

本公司有一類潛在攤薄普通股:購股權。就購股權而言,根據尚未行使購股權所附認購權的貨幣價值計算,以確定本公司可能按公平值(按本公司股份的平均年度市場股價確定)獲得的股份數目。上文計算的股份數目將與假設行使購股權時原應發行的股份數目作比較。

由於本年度普通股的平均市價並未超過各批次購股權的行使價,故於二零二二年七月發行的2,000,000份尚未行使購股權(二零二一年:二零一六年十一月及二零一六年十二月發行的2,300,000份尚未行使購股權)於計算每股攤薄盈利時大計算在內,因此購股權於本年度具有反攤薄效應。該等購股權日後可能會攤薄每股基本盈利。

9. DIVIDENDS

9. 股息

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Interim, paid	已付中期股息	810,067	206,712
Final	末期股息	734,807	240,765
		1,554,874	447,477

The final dividends paid in 2022 amounted to HKD296,436,000 (equivalent to RMB253,301,000) (2021: HKD103,879,000 (equivalent to RMB86,036,000)), representing HK11.7 cents (equivalent to RMB10.0 cents) (2021: HK4.1 cents (equivalent to RMB3.4 cents)) per ordinary share of the Company. The difference between the proposed and paid final dividends was due to the impact of exchange rate fluctuation.

At a meeting held on 30 March 2023, the Board proposed a final dividend of HKD735,422,000 (equivalent to RMB643,789,000) (2021: HKD296,436,000 (equivalent to RMB240,765,000)), representing HK29.0 cents (equivalent to RMB25.4 cents) (2021:HK11.7 cents (equivalent to RMB9.5 cents)) per share and a special final dividend of HKD103,974,000 (equivalent to RMB91,018,000) representing HK4.1 cents (equivalent to RMB3.6 cents) per share to be distributed from the retained earnings account. The amount of final dividend and special final dividend are calculated based on 2,535,939,037 Shares in issued as at 30 March 2023. These proposed dividends are subject to the approval by the Shareholders at the annual general meeting of the Company and are not reflected as a dividend payable in these consolidated financial statements, but will be reflected as an appropriation from the retained earnings account for the year ending 31 December 2023.

二零二二年支付的末期股息為296,436,000港元(相當於人民幣253,301,000元)(二零二一年:103,879,000港元(相當於人民幣86,036,000元)),即本公司每股普通股11.7港仙(相當於人民幣10.0分)(二零二一年:4.1港仙(相當於人民幣3.4分))。擬付和已付末期股息的差異是由於匯率波動影響所致。

於二零二三年三月三十日舉行的會 議上,董事會建議從保留收益賬中分 派末期股息735,422,000港元(相當 於人民幣643,789,000元)(二零二一 年:296.436.000港元(相當於人民幣 240,765,000元)),即每股29.0港仙(相 當於人民幣25.4分)(二零二一年:11.7 港仙(相當於人民幣9.5分))及特別末 期股息103,974,000港元(相當於人民幣 91,018,000元),即每股4.1港仙(相當於 人民幣3.6分)。末期股息及特別末期股 息的金額以截至二零二三年三月三十日 已發行2,535,939,037股股份計算。此項 擬派股息須待股東於本公司股東週年大 會上批准方可作實,且並無於該等合併 財務報表列作應付股息,惟將就截至二 零二三年十二月三十一日止年度列作保 留收益賬分配。

10. TRADE, OTHER RECEIVABLES AND PREPAYMENTS

10. 應收貿易賬款、其他應收款項及預付款項

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 人民的工作 人		2022	2021
大民幣千元 人民幣千元 人名男之的 人名男子 人名男子 人名男子 人名男子 人名第三方的貸款 人名马克里 人名马里 人名马里		二零二二年	二零二一年
Trade receivables (a)			RMB'000 人民敞壬元
Allowance (b) (33,297) (44,5)			1,094,509
Deposits and others 押金及其他		(33,297)	(44,546)
Deposits and others 押金及其他 74,679 43,00 Loan to a related party 给予一名關連方的貸款 10,658 5,00 Loan to a third party (c) 给予一名第三方的貸款(c) 50,000 50,000 是ss: provision for impairment loss allowance (50,000) (50,000 Loan to a third party – net Loan to a third party – net Loans to employees 给予僱員的貸款 3,566 4 Value-added tax for future deduction 开於日後扣減的增值税 74,197 308,000 Prepaid current income tax 預付即期所得税 13,818 4 Interest receivables 應收利息 7,958 2,9	s – net 應收貿易賬款-淨額	1,061,337	1,049,963
Loan to a third party (c)	pers 押金及其他		43,077
Less: provision for impairment loss allowance	party 給予一名關連方的貸款	10,658	5,008
Allowance (50,000) (50,000) Loan to a third party – net		50,000	50,000
Loans to employees	•	(50,000)	(50,000)
Value-added tax for future deduction Prepaid current income tax Interest receivables用於日後扣減的增值税 預付即期所得税 	arty – net 給予一名第三方的貸款-淨額	_	_
Prepaid current income tax 預付即期所得税 13,818 4 Interest receivables 應收利息 7,958 2,9 1,246,213 1,409,9	ees 給予僱員的貸款	3,566	472
Interest receivables 應收利息 7,958 2,9 1,246,213 1,409,9		74,197	308,069
1,246,213 1,409,9			464
	es 應收利息	7,958	2,913
Notes receivable (f) 654 942 728 5		1,246,213	1,409,966
TVOTOS TOCOTVADIO (I)	(f) 應收票據(f)	654,942	728,596
Trade and other receivables (e) 應收貿易賬款及其他應收款項(e) 1,901,155 2,138,50	receivables (e) 應收貿易賬款及其他應收款項(e)	1,901,155	2,138,562
			474,813
2,516,987 2,613,3		2.516.987	2,613,375
Less: non-current portion 減:非即期部分	it portion 減:非即期部分	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	, ,
Prepayments for non-current assets (g) 非流動資產預付款項 (g) (150,398) (59,95)	non-current assets (g) 非流動資產預付款項(g)	(150,398)	(59,929)
2,366,589 2,553,4	_	2,366,589	2,553,446
(a) As at 31 December 2022 and 2021, the ageing analysis of (a) 於二零二二年及二零二一年十二	rember 2022 and 2021, the ageing analysis of	- 零 年 及 - :	
trade receivables based on invoice date was as follows: = 十一日,應收貿易賬款按發	, , , , , , , , , , , , , , , , , , , ,		
期的賬齡分析如下:	期	的賬齡分析如下	:
2022 20		2022	2021
二零二二年 二零二一		二零二二年	二零二一年
			RMB'000
人民幣千元 人民幣千元 人民幣		人民幣千元	人民幣千元
			1,076,622
			13,822
Over 12 months 超過十二個月 4,689 4,0	nths 超過十二個月	4,689	4,065
1,094,634 1,094,50		1 004 634	1 004 500

The Group generally sells its products to domestic customers and receives settlement either in cash or in the form of bank acceptance notes (Note (f)) upon delivery of goods. The bank acceptance notes usually have maturity dates within six months. Certain major customers in the PRC and overseas with good repayment history are offered credit terms of not more than three months.

(b) Impairment and risk exposure

The Group applies the HKFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

- (c) The loan to a third party was arranged via a financial trust company during 2019. During the year ended 31 December 2021, the loan was past due for collection as the third party was in financial difficulties. A full provision of RMB50,000,000 was recorded on the balance sheet to reflect the increase in credit risk. As there has been a significant increase in credit risk, the Group measured the impairment as lifetime expected credit losses.
- (d) Except for the loan to a third party as discussed above in Note(c) and the loan to a related party, trade and other receivables are unsecured and interest-free. The carrying amounts of trade and other receivables were approximately at their fair values as at the balance sheet date.
- **(e)** The carrying amounts of the Group's trade and other receivables excluding notes receivable were denominated in the following currencies:

本集團一般向國內顧客銷售其產品,並於送交貨品時以現金或以銀行承兑票據(附註(f))形式收取結算款項。銀行承兑票據一般為六個月內到期。具備良好還款記錄的若干中國及海外主要客戶會獲給予三個月以內的信貸期。

(b) 減值及風險敞口

本集團採用香港財務報告準則第9 號簡化方法計量預期信用損失,為 所有應收貿易賬款撥備整個存續期 內的預期虧損。

- (c) 於二零一九年,該給予第三方的貸款是通過一間金融信託公司貸出。於截至二零二一年十二月三十一日止年度,由於第三方陷入財務困難,該貸款已逾期。已於資產負債表錄得全數撥備人民幣50,000,000元,以反映信貸風險的增加。因信貸風險顯著增加,本集團按整個存續期的預期信用損失計量減值。
- (d) 除上述附註(c)所討論之貸款予第三方和貸款予關聯方外,應收貿易賬款及其他應收款項為無抵押及免息。於資產負債表日,應收貿易賬款及其他應收款項的賬面值與其公平值相若。
- (e) 本集團扣除應收票據後的應收貿易 賬款及其他應收款項的賬面值以下 列貨幣計值:

		2022 二零二二年 RMB'000	2021 二零二一年 RMB'000
		人民幣千元	人民幣千元
- RMB	一人民幣	735,532	844,706
- USD	一美元	509,834	565,260
– EUR	一歐元	847	
		1,246,213	1,409,966

The maximum exposure to credit risk at the reporting date was the carrying value of each class of receivables mentioned above. The Group does not hold any collateral as security.

於報告日期,所面臨最高的信貸風 險乃上述各類別應收款項的賬面值。 本集團概無持有任何抵押品作為抵 押。 (f) As at 31 December 2022, notes receivable were all bank acceptance notes aged less than one year, and included a total amount of RMB574,650,000 (2021: RMB690,483,000) that have been endorsed to the suppliers. As the notes receivables are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, they are measured at FVOCI.

(f) 於二零二二年十二月三十一日,應收票據均為賬齡少於一年的銀 行承兑票據,包括總額為人民民 574,650,000元(二零二一年:人民 幣690,483,000元)已背書予供應商 的票據。由於應收票據持作收回合 約現金流量及出售金融資產,倘該 等資產現金流量僅作為支付本金收 利息,則按公平值計入其他綜合收 益計量。

 2022
 2021

 二零二二年
 二零二一年

 RMB'000
 RMB'000

 人民幣千元
 人民幣千元

Current assets

流動資產

Notes receivable measured at FVOCI

按公平值計入其他綜合收益 計量的應收票據

654,942

728,596

On endorsing these notes receivable, there is no related balance within the FVOCI reserve that needs to be reclassified to other losses within profit or loss as the fair value is approximate to its face amount and no premium is recognised.

All of the financial assets at FVOCI are denominated in RMB.

(g) As at 31 December 2022, the prepayments for non-current assets amounting to RMB150,398,000 were payments for purchase of property, plant and equipment.

During the year ended 31 December 2020, the Group won a bid for purchasing a package of non-current assets owned by a bankrupted third party company at a consideration of RMB51,189,000. A full amount prepayment of RMB51,189,000 has been paid for the aforementioned transaction to the agent as at 31 December 2020. During the Year, the package of assets purchased were entirely handed over to the Group, with amounts of RMB14,531,000 and RMB36,658,000 transferred into leasehold land-use rights and construction in progress, presented as "Right-of-use assets" and "Property, plant and equipment" in the consolidated balance sheet respectively.

於該等應收票據進行背書時,按公 平值計入其他綜合收益的儲備中並 無相關結餘需要重新分類至損益內 的其他損失,原因為公平值與其面 值相若目未確認溢價。

按公平值計入其他綜合收益的所有 金融資產均以人民幣計值。

(g) 於二零二二年十二月三十一日, 非流動資產的預付款項人民幣 150,398,000元為購買物業、廠房及 設備的款項。

截至二零二零年十二月三十一日止年度,本集團以人民幣51,189,000元的對價中標購買一間破產第三方公司持有的一攬子非流動資產。上述交易的全額人民幣51,189,000元的預付款項已於二零二零年十二月三十一日支付予代理。於本年度購買的一攬子資產已全部移交本集團,其中包括轉入租賃土地使用權及在建工程的金額人民幣14,531,000元及人民幣36,658,000元(於合併資產負債表中分別呈列為「使用權資產」及「物業、廠房及設備」)。

The rest of non-current portion amounting to RMB8,740,000 as of 31 December 2021 were prepayments for purchase of leasehold land-use rights pursuant to agreement with local government in 2021. During the Year, the leasehold land-use rights purchased were handed over to the Group and transferred into right-of-use assets.

截至二零二一年十二月三十一日的 其餘非流動部分人民幣8,740,000 元為二零二一年根據與當地政府的 協議購買租賃土地使用權的預付款 項。於本年度所購買的租賃土地使 用權已移交本集團並轉為使用權資 產。

11. TRADE, OTHER PAYABLES AND ACCRUALS

11. 應付貿易賬款、其他應付款項及應計費用

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Trade payables (a, b)	應付貿易賬款(a、b)	1,374,599	1,545,933
Payables for property, plant and	物業、廠房及設備應付款項(b)		
equipment (b)		585,354	490,593
Salaries, wages and staff welfares	應付薪金、工資及員工福利		
payables		426,451	346,755
Notes payable	應付票據	90,000	_
Interest payable	應付利息	7,523	1,149
Dividends payable	應付股息	-	407
Other payables and accruals	其他應付款項及應計費用	556,923	465,389
		3,040,850	2,850,226
Less: non-current portion	減:非流動部分		
Other payables (c)	其他應付款項(c)	(73,618)	(69,948)
		2,967,232	2,780,278

- (a) As at 31 December 2022 and 2021, the ageing analysis of trade payables based on invoice date was as follows:
- (a) 於二零二二年及二零二一年十二月 三十一日,應付貿易賬款按發票日 期的賬齡分析如下:

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Within 3 months	三個月內	1,241,157	1,371,273
3 to 6 months	三至六個月	53,903	73,335
6 to 12 months	六至十二個月	19,354	32,167
1 to 2 years	一至兩年	35,909	36,865
Over 2 years	兩年以上	24,276	32,293
		1,374,599	1,545,933

- **(b)** As disclosed in Note 10(f), notes receivable amounted to RMB574,650,000 (2021: RMB690,483,000) were endorsed to the suppliers of trade payables and payables for purchase of property, plant and equipment amounting to RMB472,185,000 and RMB102,465,000, respectively (2021: RMB573,165,000 and RMB117,318,000, respectively).
- (c) The non-current portion of other payables is a borrowing from certain third parties, which is repayable in 4 years from the balance sheet date. The interest rate on such other payables during the Year was 5.25% per annum (2021: 5.25% per annum).
- (d) Except for the borrowing from certain third parties as discussed in Note(c), trade and other payables are unsecured and interest-free. The carrying amounts of trade and other payables approximate their fair values and are mainly denominated in RMB.

- (b) 如附註10(f)所披露,應收票據人民幣574,650,000元(二零二一年:人民幣690,483,000元)均已 背書給供應商,用於支付分別為人民幣472,185,000元及人民幣102,465,000元(二零二一年:分別為人民幣573,165,000元及人民幣117,318,000元)的應付貿易賬款及購買物業、廠房及設備的應付款項。
- (c) 其他應付款項的非流動部分是向若 干第三方借貸,將於資產負債表日 後4年內償還。該其他應付款項於 本年度適用的年利率為5.25%(二零 二一年:每年5.25%)。
- (d) 除附註(c)所討論之向若干第三方借 貸外,應付貿易賬款及其他應付款 項為無抵押及免息,其賬面值與公 平值相若,主要以人民幣為單位。

12. BORROWINGS

12. 借貸

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Non-current	非流動		
Bank borrowings, unsecured	銀行借貸(無抵押)	584,500	_
Bank borrowings, secured (a)	銀行借貸(有抵押)(a)		2,504,790
		584,500	2,504,790
Current	流動		
Bank borrowings, unsecured	銀行借貸(無抵押)	4,488,575	1,222,254
Bank borrowings, secured (a)	銀行借貸(有抵押)(a)	880,000	500,000
		5,368,575	1,722,254
Total borrowings	借貸總額	5,953,075	4,227,044

At 31 December 2022, the Group's borrowings were repayable as follows:

於二零二二年十二月三十一日,本集團 需償還的借貸情況如下:

Bank borrowings 銀行借貸

		銀行借貸		
		2022	2021	
		二零二二年	二零二一年	
		RMB'000	RMB'000	
		人民幣千元	人民幣千元	
Within 1 year	一年內	5,368,575	1,722,254	
Between 1 and 2 years	一至兩年內	584,500	125,239	
Between 2 and 5 years	兩至五年內		2,379,551	
		5,953,075	4,227,044	
			·	

The weighted average effective interest rates at the balance sheet dates were as follows:

於資產負債表日的加權平均實際利率如 下:

		2022 二零二二年	2021 二零二一年
Borrowings	借貸	2.81%	2.19%

The carrying amount and fair value of non-current borrowings are as follows:

非流動借貸的賬面值與公平值如下:

			Carrying amount 賬面值		/alue [☑] 值
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		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
Bank borrowings	銀行借貸	584,500	2,504,790	584,466	2,382,379

The fair value of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 of the fair value hierarchy.

非流動借貸的公平值乃根據採用現時借貸利率貼現的現金流量計算。其被分類 為公平值層級中的第三層。

The fair value of current borrowings approximates their carrying amounts, as the impact of discounting is not significant.

流動借貸的公平值與其賬面值相若,乃 因貼現的影響並不重大。

The carrying amounts of the Group's borrowings are denominated in the following currencies:

本集團借貸的賬面值以下列貨幣計值:

		2022 二零二二年 RMB'000 人民幣千元	2021 二零二一年 RMB'000 人民幣千元
RMB USD	人民幣 美元	5,953,075 _	1,468,176 2,758,868
		5,953,075	4,227,044

- (a) As at 31 December 2022, the secured current bank borrowings were secured by term deposits of RMB590,000,000 (2021: RMB500,000,000). As at 31 December 2021, the secured non-current bank borrowings were secured by the pledge of the capital stock of certain subsidiaries of the Company.
- (a) 於二零二二年十二月三十一日,有 抵押的流動銀行借貸乃以定期存款 人民幣590,000,000元(二零二一年:人民幣500,000,000元)作為擔 保。於二零二一年十二月三十一日, 有抵押的非流動銀行借貸乃以抵押 本公司若干附屬公司的股本作為擔 保。

13. DEFERRED INCOME

13. 遞延收益

	2022 二零二二年 RMB'000 人民幣千元	2021 二零二一年 RMB'000 人民幣千元
Government grants related to the acquisition g期買環保及技術改善設備 有關的政府補助(a) technology improvement equipment (a) Government grants related to income tax credit from purchasing qualified 與購買合資格設備所得稅抵免 有關的政府補助(b)	756,723	766,044
equipment (b)		10,382
	756,723	776,426

The movements of the above government grants for the years ended 31 December 2022 and 2021 are as follows:

於截至二零二二年及二零二一年十二月 三十一日 | 上年度 | 上述政府補助變動如下:

		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
At beginning of the year	於年初	776,426	818,450
Granted during the year	於年內獲得的補助	70,451	52,135
Amortised as income (Note 4)	攤銷列作收益(附註4)	(90,154)	(94,159)
At end of the year	於年終	756,723	776,426

- (a) Government grants related to acquisition of environmental protection and technology improvement equipment are recorded as deferred income and amortised in the consolidated income statement on a straight-line basis over the expected lives of the related assets.
- **(b)** Government grants related to income tax credit from purchasing qualified equipment represented reduction in income tax granted to Baoji Fufeng, IM Fufeng, Hulunbeier Fufeng, Xinjiang Fufeng and Longjiang Fufeng on the purchase of certain qualified equipment. Such income tax credits are recognised in the consolidated income statement on a straight-line basis over the expected lives of the related assets.
- (a) 與購買環保及技術改善設備有關的 政府補助入賬為遞延收益並於相關 資產預期年期內以直線法於合併利 潤表內攤銷。
- (b) 與購買合資格設備所得稅抵免有關的政府補助指就購買若干合資格設備授予寶雞阜豐、內蒙古阜豐、呼倫貝爾阜豐、新疆阜豐及龍江阜豐的所得稅抵免。該等所得稅抵免於相關資產預期年期內以直線法於合併利潤表中確認。

14. COMMITMENTS

Capital commitments

Capital expenditure contracted for at the end of the year but not yet incurred was as follows:

14. 承諾

資本承諾

於年終已訂約但仍未產生的資本開支如

2022 2021 二零二二年 二零二一年 **RMB'000** RMB'000 人民幣千元 人民幣千元

Purchase of property, plant and equipment 購買物業、廠房及設備

- Contracted but not yet incurred

-已訂約但仍未產生

114.592

26.182

34,860

Purchase of leasehold land-use right

購買租賃土地使用權

- Contracted but not yet incurred

-已訂約但仍未產生

15. EVENTS AFTER THE BALANCE SHEET DATE

(a) During the Year, the Group entered into a development agreement ("Development Agreement") with the City of Grand Forks, North Dakota, U.S. ("City") to build a factory to produce animal nutrition products.

On 6 February 2023, the City Council of the City voted to terminate the Development Agreement ("Termination"). At the date of this report, the City has not issued a termination notice stating their reason as required by the Development Agreement. The City Council has expressed in their meetings and to the media that it is preparing to claim for preliminary expenses stipulated in the Development Agreement on Termination from the Group against a previously issued Letter of Credit to a maximum amount of USD5.0 million.

A supplier to the project is entitled to claim between USD3.6 and 4.5 million from the Group for preliminary expenses incurred should there be any termination.

The Group is working to resolve the issue and further information will be provided if necessary.

(b) Details of the final dividend proposed are described in Note 9.

Save as disclosed above, no significant event of the Group occurred after the balance sheet date.

15. 結算日後事項

(a) 於本年度,本集團與美國北達科他 州大福克斯市(「該市」)訂立開發協 議(「開發協議」),以建造一間生產 動物營養產品的工廠。

> 於二零二三年二月六日,該市的市 議會投票決定終止開發協議(「終 止」)。於本報告日期,該市尚未按 照開發協議要求發出終止通知,說 明其原因。市議會在會議上及向媒 體表示,其準備就先前發出的信用 證向本集團索賠,要求支付開發協 議中所規定有關終止的初步費用, 最高金額為5,000,000美元。

> 如有終止,該項目的供應商有權就 已產生的初步費用向本集團索賠 3,600,000至4,500,000美元。

> 本集團正努力解決該問題,如有需 要,將提供進一步資料。

(b) 建議派發末期股息詳情載於附註9。

除上文所披露者外,本集團於結算日後 並無發生重大事項。

MANAGEMENT REVIEW

管理層回顧

Market Overview

Economic Environment

According to the National Bureau of Statistics of China, China reported its GDP growth rate of 3.0% on a year-on-year basis in 2022. During the Year, the global economy gradually returned to normal and showed signs of recovery as a result of the lifting of pandemic measures in many countries. However, the recovery faced uncertainties due to the resurgence of COVID pandemic in various countries, the Russia-Ukraine conflict, and the soaring inflation in some developed markets during the Year.

Major Raw Materials

During the Year, the continuous impact of the Russia-Ukraine conflict on the global food market, and export restrictions imposed by many countries on staple foods (such as corn), led to a global food shortage, causing an increase in food prices. However, the foreign environment had limited impact on domestic corn prices as China is mostly self-sufficient in corn, with only about 10% relying on imports. Corn prices maintained at a high level throughout the Year due to (1) the recovery of the breeding industry and the significant increase in feed demand (after the end of the African swine fever epidemic in China in 2020, the breeding industry recovered in 2021 and maintained its active trend in 2022); (2) high demand from corn processing; and (3) the hindered transportation and logistics disruption caused by the impact of the pandemic.

Coal prices in China have remained at a high level since the fourth quarter in 2021. During the Year, the National Development and Reform Commission promulgated a number of domestic coal policies to regulate and monitor coal prices in a timely manner, so as to keep coal prices within a reasonable range and ensure a stable supply of energy, thus stabilising domestic coal prices and supply.

Major Products

According to reports from domestic media, China accounted for over 70% of global MSG consumption, with the main demand from the food processing and catering sectors. Although some regions in China were affected by the lockdown and control measures due to the resurgence of the COVID pandemic during the Year (the scale and duration of lockdown was reduced as compared with 2021), social activities, with the cancellation of the lockdown and control measures, gained a recovery in an orderly manner, leading to gradual demand recovery in the food processing and catering sectors. In addition, MSG price maintained at a high level during the Year, driven by factors such as high raw material costs.

市場概覽

經濟環境

據中國國家統計局資料顯示,中國在二零二二年國內生產總值按年增長3.0%。本年度多國陸續取消防疫措施,讓環球經濟逐步恢復正常運作,呈現復甦跡象。然而,由於本年度各國新冠疫情反覆、俄烏衝突以及部分發達市場通脹飆升,為復甦帶來了不明朗因素。

主要原材料

年內,俄烏衝突持續影響全球糧食市場,多國對玉米等主要糧食實施出口限制令,令全球糧食緊缺導致食品價格上漲。然而,因為中國的玉米大多以自給自足為主,只有約10%依靠進口,國外環境對國內玉米價格格持在高位,原因不於(1)飼養業復甦,飼料需求大增(自二零年中國非洲豬瘟疫情結束後,飼養業在二零二一年復甦,並在二零二二年保持其活躍走勢);(2)玉米加工需求維持高位;(3)交通運輸受到疫情影響而受阻。

自二零二一年第四季度開始,中國煤炭價格 持續高企。但年內國家發改委頒下若干針對 國內煤炭政策,適時調控煤炭價格,促使煤 炭價格在合理區間浮動,確保能源穩定供應, 使國內煤炭價格和供應得以穩定。

主要產品

據國內媒體報導,中國國內的味精消費量佔全球的70%以上,當中以食品加工及餐飲行業需求為主。儘管疫情反覆,本年度中國部份地區受封控管理所影響(相較二零二一年的封控規模及時間有所縮小),但隨著封控解除,社會活動有序復甦,帶動食品加工和餐飲行業的需求逐漸回升。另外,隨著原材料成本維持在高位等因素推動下,味精價格在本年度保持在高位。

Xanthan gum is classified into food grade and industrial grade, of which the industrial grade is mainly applied for oil and shale oil extraction and exploration. During the Year, oil demand remained at a comparatively high level due to the recovery of the global economy and the energy crisis brought by the Russia-Ukraine conflict. In addition to the recovery of the oil industry, exploration activities for shale oil and natural gas also increased significantly. As a result, the price of xanthan gum remained high while the market demand for xanthan gum increased significantly.

The price of threonine initially rose and subsequently dropped during the Year. Prices rose due to supply shortage in overseas markets caused by the supply chain disruption during the COVID pandemic in the first half of the Year. An oversupply landscape was formed in the second half of the Year as prices dropped due to the improvement of the supply chain disruption, decrease in foreign stockpiles, and a limited increment in domestic downstream demand. Lysine performed well during the Year due to strong domestic demand.

Business and Financial ReviewOverall Performance

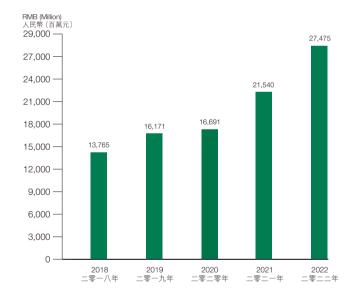
The table below illustrates the trend of the Group's revenue in the past five years

黃原膠分為食品級別和工業級別,其中工業級別主要用於石油及頁岩油的開採及勘探。本年度,環球經濟復甦,以及俄烏衝突帶來了能源危機,使石油需求維持在相對較高水平。除了石油業復甦,頁岩油和天然氣的勘探活動也大幅增加。因此,黃原膠價格持續高位運行,黃原膠市場需求明顯增加。

本年度,蘇氨酸價格呈現先漲後跌的態勢。 本年度上半年由於受疫情所影響,國外市場 發貨緊張導致價格上漲。隨著供應鏈中斷改 善,國外備貨量減少,加上國內下游需求增 量也有限,本年度下半年價格逐步下調,整 體呈現供大於需格局。由於內需強勁,賴氨 酸在本年度表現出色。

業務及財務回顧 ^{整體表現}

下表説明本集團過往五年的收入趨勢



Revenue/Gross profit/Gross profit margin of the Group/Profit attributable to the Shareholders

本集團的收入/毛利/毛利率/股東應佔溢利

			Year ended 31 December 截至十二月三十一日止年度	
		2022 二零二二年	2021 二零二一年	% %
Revenue (RMB'000)	收入(人民幣千元)	27,474,639	21,539,841	27.6
Gross profit (RMB'000)	毛利(人民幣千元)	7,212,467	3,905,276	84.7
Gross profit margin (%)	毛利率(%)	26.3	18.1	8.2 ppts. 個百分點
Profit attributable to the Shareholders (RMB'000)	股東應佔溢利 (人民幣千元)	3,861,078	1,280,640	201.5

With a diversified product development plan, the business structure of multiple growth drivers has been established, enhancing the core competitiveness of the Group.

From the perspective of our product portfolio, our key products can be classified as cash cow products and star products. Our cash cow products include MSG and xanthan gum, of which we are the largest manufacturer in the global market. Our strategy is to maximise our revenue with our existing market share and create a strong and stable cashflow for the Group. Our star products, including threonine, lysine and high-end amino acid products, have high growth potential with a growing market share, and we have established leading positions in these market segments.

As the Group continued its strong growth momentum from the second half of 2021, the Group recorded increases in sales volume and ASP in major products, as well as higher profitability. Profit attributable to the Shareholders increased by 201.5% to approximately RMB3,861.1 million in 2022 as compared to 2021.

The increase in Group's revenue and gross profit during the Year were principally due to the contribution from food additives, animal nutrition and colloid segments.

Selling and marketing expenses and Administrative expenses increased by 25.4% and 10.9% respectively as compared to 2021. Please refer to "Other Financial Information" on page 37 for further analysis.

Finance income decreased by 15.0% to approximately RMB100.8 million in 2022 as compared to 2021.

Finance costs increased by 183.7% to approximately RMB489.9 million in 2022 as compared to 2021.

本集團通過多元化產品開發規劃,建立了多個增長動力的業務結構,提升本集團的核心競爭力。

從我們的產品組合角度來看,我們的主要產品可分類為金牛產品及明星產品。我們是全球的是產品包括味精及黃原膠,且我們是全球市場的最大製造商。我們的策略是在現有市場份額下,實現收入的最大化並為本集團創造強健且穩定的現金流量。我們的明星產品包括蘇氨酸、賴氨酸及高檔氨基酸產品,具備高速增長潛力,市場份額不斷擴大,我們已佔據這些市場分部的領先位置。

自二零二一年下半年起,本集團繼續保持強勁增長勢頭,主要產品的銷量及平均售價均錄得增長,盈利能力亦有所提升。二零二二年股東應佔溢利較二零二一年增加201.5%至約人民幣3,861,100,000元。

於本年度,本集團的收入及毛利增長主要來自食品添加劑、動物營養素及膠體分部。

銷售及市場推廣開支以及行政開支較二零二一年分別增長25.4%和10.9%。有關進一步的分析,請參閱第37頁的「其他財務資料」。

二零二二年財務收入較二零二一年下降 15.0%至約人民幣100,800,000元。

二零二二年財務成本較二零二一年增加 183.7%至約人民幣489,900,000元。

Analysis of Five Product Segments

The Group's products are organised into five product segments:

五個產品分部分析

本集團的產品分類為五個產品分部:

Segment	Key products of the segment	分部	分部主要產品
Food additives Animal nutrition	MSG Threonine, lysine, corn refined products	食品添加劑 動物營養	味精 蘇氨酸、賴氨酸、玉米提煉 產品
High-end amino acid	Tryptophan, Valine, leucine, isoleucine, glutamine, hyaluronic acid	高檔氨基酸	色氨酸、纈氨酸、亮氨酸、 異亮氨酸、谷氨醯胺、透 明質酸
Colloid Others	Xanthan gum Fertilisers	膠體 其他	黄原膠 肥料

For the year ended 31 December 2022

截至二零二二年十二月三十一日止年度

		Food additives 食品添加劑 RMB'000 人民幣千元	Animal nutrition 動物營養 RMB'000 人民幣千元	High-end amino acid 高檔氨基酸 RMB'000 人民幣千元	Colloid 膠體 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Revenue	收入	13,300,548	9,581,198	1,201,208	2,238,747	1,152,938	27,474,639
Gross profit	毛利	2,594,538	2,671,551	384,206	1,221,550	340,622	7,212,467
Gross profit margin	(0/) 毛利家(0/)	19,5%	27,9%	32.0%	54.6%	29,5%	26.3%

For the year ended 31 December 2021

截至二零二一年十二月三十一日止年度

		Food additives 食品添加劑 RMB'000 人民幣千元	Animal nutrition 動物營養 RMB'000 人民幣千元	High-end amino acid 高檔氨基酸 RMB'000 人民幣千元	Colloid 膠體 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Revenue	收入	10,388,668	7,619,865	1,415,394	1,042,705	1,073,209	21,539,841
Gross profit	毛利	1,424,804	1,369,052	587,868	341,116	182,436	3,905,276
Gross profit margin (%) 毛利率(%)		13.7%	18.0%	41.5%	32.7%	17.0%	18.1%

1. Food additives segment

Revenue generated from the food additive segment was approximately RMB13,300.5 million in the Year, representing an increase of approximately RMB2,911.8 million, or 28.0%, as compared to 2021, mainly due to the increased revenue of MSG. The increased revenue of MSG was primarily due to increased ASP and sales volume of MSG during the Year.

Gross profit of the food additive segment was approximately RMB2,594.5 million, representing an increase of 82.1% as compared to 2021, mainly due to the increased profit contribution from MSG. Gross profit margin of the food additive segment was 19.5%, representing an increase of 5.8 percentage points as compared to 2021.

1. 食品添加劑分部

本年度食品添加劑分部產生的收入約為人民幣13,300,500,000元,較二零二一年增加約人民幣2,911,800,000元或28.0%,主要由於味精收入增加。味精收入增加主要由於本年度味精平均售價及銷量增加所致。

食品添加劑分部的毛利約為人民幣 2,594,500,000元,較二零二一年增加 82.1%,主要由於味精溢利貢獻增長。 食品添加劑分部的毛利率為19.5%,較 二零二一年上升5.8個百分點。

Key products:

MSG: During the Year, MSG price showed a noticeable upward trend with the ASP of approximately RMB8,603 per tonne, representing an increase of 12.1% as compared to 2021. The increase in ASP was mainly due to the recovery of market demand and the increased prices of major raw materials, and the cost pressure was successfully passed on to our downstream customers. The Group led the market by adjusting the MSG price actively and maximising its profitability. The sales volume was approximately 1,253,093 tonnes, representing a year-on-year increase of approximately 12.9%.

2. Animal nutrition segment

Revenue generated from the animal nutrition segment was approximately RMB9,581.2 million in the Year, representing an increase of approximately RMB1,961.3 million, or 25.7%, as compared to 2021. The increased revenue of the animal nutrition segment was mainly due to the increased revenue of corn refined products and lysine.

Gross profit of the animal nutrition segment reached approximately RMB2,671.6 million, representing an increase of 95.1% as compared to 2021, mainly due to the increased gross profit contribution of corn refined products and lysine. Gross profit margin of animal nutrition segment was 27.9%, representing an increase of 9.9 percentage points as compared to 2021.

Key products:

Threonine: The price of threonine initially rose and subsequently dropped during the Year. Prices rose due to supply shortage in overseas markets caused by the supply chain disruption during the COVID pandemic in the first half of the Year. An oversupply landscape was formed in the second half of the Year as prices dropped due to the improvement of the supply chain disruption, decrease in foreign stockpiles and a limited increment in the domestic downstream demand. Revenue of threonine was approximately RMB2,469.6 million, representing an increase of 3.1% as compared to 2021, primarily due to the increased ASP of threonine from approximately RMB9,718 per tonne in 2021 to approximately RMB9,847 per tonne in the Year. The sales volume of threonine was approximately 250,799 tonnes, representing an increase of 1.8% as compared to 2021.

Lysine: The revenue of lysine was approximately RMB2,007.6 million, representing an increase of 21.9% as compared to 2021. The sales volume was approximately 276,381 tonnes, representing a year-on-year increase of 8.0%. The increase in revenue from lysine was mainly due to the increased domestic sales of lysine, while export sales remained stable.

主要產品:

味精:於本年度,味精價格呈明顯上升態勢,平均售價為每噸約人民幣8,603元,較二零二一年上升12.1%。平均售價上升乃主要由於市場需求復甦及主要原材料價格上升,而我們將成本壓力成功轉嫁予下游客戶。本集團通過積極調整味精價格引領市場,並最大限度地提高自身盈利能力。銷量約為1,253,093噸,同比增長約12.9%。

2. 動物營養分部

於本年度,動物營養分部產生的收入 約為人民幣9,581,200,000元,較二零 二一年增加約人民幣1,961,300,000元或 25.7%。動物營養分部收入增加主要由 於玉米提煉產品及賴氨酸的收入增加。

動物營養分部的毛利約達人民幣 2,671,600,000元,較二零二一年增加 95.1%,主要由於玉米提煉產品及賴氨 酸的毛利貢獻增加。動物營養分部的毛 利率為27.9%,較二零二一年增加9.9個 百分點。

主要產品:

蘇氨酸:蘇氨酸價格呈現先漲後跌的 態勢。本年度上半年由於受疫情影。隨 物流逐步改善,國外備貨量減少, 國內下游需求增量也有限,本年度大大 年價格逐步下調,整體呈現供大人民 年價格逐步下調,整體呈現供人人民 各局。本年度蘇氨酸收入約為人民 2,469,600,000元,較二零二一年的 每噸約人民幣9,718元。 年度蘇氨酸的銷量約為250,799噸, 2021年增長1.8%。

賴氨酸:賴氨酸的收入為約人民幣2,007,600,000元,較二零二一年增加21.9%。銷量為約276,381噸,同比增加8.0%。賴氨酸收入增加主要由於賴氨酸國內銷售增加,同時出口銷售保持穩定。

3. High-end amino acid segment

During the Year, revenue of the high-end amino acid segment reached approximately RMB1,201.2 million, representing a decrease of 15.1% as compared to 2021.

The decreased revenue of the high-end amino acid segment was mainly due to our strategy to expand into new markets and the change of client mix. We believe that the high-end amino acid segment will benefit from the new strategy in the long run.

Gross profit of the high-end amino acid segment decreased by 34.6% to approximately RMB384.2 million as compared to 2021. Gross profit margin of the high-end amino acid segment was 32.0%, representing a decrease of 9.5 percentage points as compared to 2021.

Our high-end amino acid products focus on the health and wellness and feeding industries and generally enjoy higher profitability. During the Year, we launched the following new products, such as Theanine and Citrulline.

4. Colloid segment

Revenue generated from the colloid segment was approximately RMB2,238.7 million in the Year, representing an increase of approximately RMB1,196.0 million, or 114.7%, as compared to 2021, mainly due to the increased revenue of xanthan gum. The recovery of the oil industry, as well as the increased exploration activities for shale oil and natural gas led to increases in the sales volume and ASP of xanthan gum. ASP of xanthan gum has increased continuously as xanthan gum is still in a state of short supply. The ASP of xanthan gum was RMB31,421 per tonne during the Year, representing an increase of 65.6% as compared to 2021.

Gross profit of the colloid segment was approximately RMB1,221.6 million, representing an increase of 258.1% as compared to 2021, mainly due to the increased gross profit contribution from xanthan gum. Gross profit margin of the colloid segment was 54.6%, representing an increase of 21.9 percentage points as compared to 2021.

5. Others

Revenue generated from the others segment was approximately RMB1,152.9 million in the Year, representing an increase of approximately RMB79.7 million, or 7.4%, as compared to 2021, mainly due to the increased revenue of fertilisers.

Gross profit of the others segment was approximately RMB340.6 million, representing an increase of 86.7% as compared to 2021, mainly due to the increased gross profit of fertilisers. Gross profit margin of the others segment was 29.5%, representing an increase of 12.5 percentage points as compared to 2021.

3. 高檔氨基酸分部

本年度高檔氨基酸分部收入約達人民幣 1,201,200,000元,較二零二一年減少 15.1%。

高檔氨基酸分部的收入減少主要是由於 我們擴展新市場的策略及客戶結構的變 化所導致。我們認為,高檔氨基酸分部 從長遠來看將受益於新策略。

高檔氨基酸分部的毛利較二零二一年減少34.6%至約人民幣384,200,000元。高檔氨基酸分部的毛利率為32.0%,較二零二一年減少9.5個百分點。

我們的高檔氨基酸產品專注於健康與保 健及飼養行業,且一般有較高盈利能力。 於本年度,我們推出以下新產品,如茶 氨酸及瓜氨酸。

4. 膠體分部

本年度膠體分部收入約為人民幣 2,238,700,000元,較二零二一年增加約 人民幣1,196,000,000元,或114.7%,主 要由於石油行業回暖,頁岩油及天然氣 的勘探活動增加,帶動黃原膠的銷量及 平均售價增加,令黃原膠收入提高。由 於黃原膠仍供不應求,黃原膠平均售價約 持續上漲。本年度黃原膠平均售價約為 每噸人民幣31,421元,較二零二一年增 長65.6%。

膠體分部的毛利約為人民幣 1,221,600,000元,較二零二一年增長 258.1%,主要由於黃原膠的毛利貢獻增 加所致。膠體分部的毛利率為54.6%, 較二零二一年增長21.9個百分點。

5. 其他

本年度其他分部產生的收入約為人民幣 1,152,900,000元,較二零二一年增加約 人民幣79,700,000元或7.4%,主要由於 肥料的收入增加。

其他分部的毛利約為人民幣340,600,000元,較二零二一年增長86.7%,主要由於肥料的毛利增加。其他分部的毛利率為29.5%,較二零二一年增加12.5個百分點。

Analysis of Production

Production costs

生產分析 生產成本

Year ended 31 December

截至十二月三十一日止年度

		2022 二零二二年		2021 二零二一年		Change 變動
		RMB'000	% of total production costs 佔總生產 成本的	RMB'000	% of total production costs 佔總生產 成本的	
		人民幣千元	百分比	人民幣千元	百分比	%
Major raw materials Corn kernels	主要原材料 • 玉米顆粒	11,813,815	56.3	10,449,791	59.1	13.1
EnergyCoal	能源 ● 煤炭	3,604,690	17.2	2,661,883	15.0	35.4

Corn kernels

In the Year, corn kernels accounted for approximately 56.3% (2021: 59.1%) of the total cost of production, representing a decrease of 2.8 percentage points as compared to 2021.

The total cost of corn kernels increased by 13.1% in the Year, which was mainly due to the increase in the volume of corn consumption as compared to 2021. The average price of corn kernels for the Year was approximately RMB2,312 per tonne, representing a decrease of 1.6% as compared to 2021.

The following chart shows the price trend of corn kernels from the first half of 2020 to the second half of 2022:

玉米顆粒

本年度玉米顆粒約佔總生產成本的56.3%(二零二一年:59.1%),較二零二一年下降2.8個百分點。

本年度玉米顆粒的總成本增加13.1%,主要由於玉米消費量較二零二一年有所增長。本年度玉米顆粒平均價格約為每噸人民幣2,312元,較二零二一年下跌1.6%。

下圖列示自二零二零年上半年至二零二二年下半年玉米顆粒的價格趨勢:

Price Trend of Corn Kernels 玉米顆粒價格趨勢



Coal

Coal accounted for 17.2% (2021: 15.0%) of total cost of production in the Year. The total cost of coal increased by 35.4% during the Year, mainly due to an increase in coal consumption and price. The average unit cost of coal in the Year was RMB421 per tonne, representing an increase of approximately RMB61 per tonne, or 16.9%, as compared to 2021. The Chinese government implemented some measures to restore the coal inventory and supply so as to stabilise the coal price during the Year. However, it was still relatively high as compared to 2021.

The Group's major production bases have our own power plants with access to lower-cost coal in the regions by purchasing directly from the coal mines with long-term contracts to guarantee our coal supply volume. As a result, our production bases can have access to a stable power supply.

Production Capacity

The annual designed production capacity of each of the major products by product categories were as follows:

煤炭

本年度煤炭佔總生產成本17.2%(二零二一年: 15.0%)。本年度煤炭總成本增加35.4%,主要由於煤炭消費量及價格有所增加。本年度煤炭平均單位成本約為每噸人民幣421元,較二零二一年每噸增加約人民幣61元或16.9%。本年度,中國政府實施若干恢復煤炭庫存及供應的措施,以穩定煤炭價格。然而,與二零二一年相比,煤炭價格仍相對較高。

本集團的主要生產基地有其自身的發電廠, 通過直接自簽訂長期合約的煤礦中採購煤炭, 盡享該等地區低成本煤炭之利,以保證我們 的煤炭供應量。因此,生產基地能有穩定的 電力供應。

生產產能

按產品類別劃分的各主要產品的年設計產能 如下:

As at 31 December

於十二月三十一日

		2022	2021	Change
		二零二二年	二零二一年	變動
		Tonnes	Tonnes	%
Product	產品	噸	噸	%
Food additives	食品添加劑			_
MSG	味精	1,330,000	1,330,000	_
Starch sweeteners	澱粉甜味劑	720,000	720,000	_
Animal nutrition	動物營養			
Threonine	蘇氨酸	243,000	243,000	_
Lysine	賴氨酸	280,000	200,000	40.0%
Colloid	膠體			
Xanthan gum	黃原膠	65,000	65,000	_

Analysis of Capacity Usage of Major Product Lines

Business strategy of production remained unchanged and the Group set production volume according to market demand in order to minimise the risk of pricing competition. During the Year, the capacity utilisation rate of MSG remained stable, which was around 95%. The capacity utilisation rate of starch sweeteners was around 75% in the Year, mainly due to oversupply in the market. Threonine and lysine reached full capacity during the Year. Xanthan gum as classified in the Colloid segment, also benefited from the recovery of market demand and reached full capacity during the Year.

主要產品線產能使用分析

生產的業務策略不變,本集團根據市場需求決定產量,以將價格競爭風險降至最低。本年度味精的產能使用率維持穩定,為95%左右。由於澱粉甜味劑市場供過於求,本年度澱粉甜味劑的產能使用率約為75%。本年度蘇氨酸及賴氨酸的產能使用率達致滿負荷。受益於市場需求的恢復,黃原膠(分類為膠體分部)的產能使用率亦於本年度達致滿負荷。

Other Financial Information

Other income

In the Year, other income amounted to RMB261.0 million, which was mainly comprised of the income from the sales of waste products, amortisation of deferred income and government grants.

Other gain

It mainly represented net foreign exchange gains generated from operating activities and fair value gains on change in fair value of foreign exchange swap contracts, which was for hedging the foreign exchange risk of our USD bank borrowings.

Selling and marketing expenses

Selling and marketing expenses increased by approximately RMB356.0 million, or 25.4%, in the Year, mainly due to the significant increase of the transportation costs.

Administrative expenses

Administrative expenses increased by approximately RMB103.6 million, or 10.9%, in the Year. The increase was due to an increase in employee benefit expenses.

Finance income

Finance income mainly represented interest income from bank deposits. The interest income from bank deposits and bank balance amounted to RMB100.2 million, representing an increase of 176.3%. This was mainly due to the increase in our working capital during the Year. On the other hand, the Group recorded an exchange loss in financing activities of approximately RMB251.4 million (2021: an exchange gain of RMB82.3 million), which was mainly due to the exchange difference of bank borrowings denominated in USD in the Year. The exchange loss on financing activities was classified in finance costs, which resulted in a decrease of RMB17.8 million, or 15.0% in finance income.

Finance costs

Finance costs mainly represented interest expenses and foreign exchange loss. The increase in finance costs was mainly due to: i) an exchange loss of approximately RMB251.4 million arising from the USD syndicated bank loan; and ii) an increase in interest expenses of approximately RMB65.8 million arising from the increase in bank loans denominated in RMB. The USD syndicated bank loan was fully repaid during the Year.

其他財務資料

其他收益

於本年度·其他收益為人民幣261,000,000元, 主要包括廢料產品銷售收益、遞延收益攤銷 及政府補助。

其他收益

其他收益主要指經營活動產生的外匯收益淨額及外匯掉期合約(乃用於對沖我們美元銀行借貸的外匯風險)公平值變動的公平值收益。

銷售及市場推廣開支

本年度銷售及市場推廣開支增加約人民幣 356,000,000元或25.4%,主要由於運輸成本 大幅增加。

行政開支

本年度行政開支增加約人民幣 103,600,000 元或 10.9%,主要由於僱員福利開支增加。

財務收入

財務收入主要指銀行存款的利息收入。銀行存款及銀行結餘的利息收入為人民幣100,200,000元,增加176.3%。此乃主要由於本年度我們營運資金增加所致。另一方面,本集團錄得融資活動匯兑虧損約人民幣251,400,000元(二零二一年:匯兑收益人民幣82,300,000元),主要因年內以美元計值銀行借貸匯兑差額所致。融資活動匯兑虧損分類至財務成本,因此財務收入減少人民幣17,800,000元或15.0%。

財務成本

財務成本主要為利息開支出及外匯虧損。財務成本增加的主要原因為:i)美元銀團貸款產生之外匯虧損約人民幣251,400,000元:及ii)以人民幣計值的銀行貸款增加導致利息開支增加約人民幣65,800,000元。年內,美元銀團貸款已全數償還。

Staff costs

Staff costs of the Group increased by approximately RMB315.5 million, or 28.1%, from approximately RMB1,121.0 million in the 2021 to approximately RMB1,436.5 million in the Year. The increase was mainly due to employee salary raise.

Depreciation

Depreciation expenses of the Group (including Property, Plant and Equipment and Leasehold land-used rights) decreased by approximately RMB85.2 million, or 6.9%, from approximately RMB1,237.8 million in the 2021 to approximately RMB1,152.6 million in the Year.

Income tax expense

Please refer to note 7 of the financial statement.

Dividend

The Board recommended the declaration of a final dividend of HK29.0 cents per Share and a special final dividend of HK4.1 cents per Share, subject to Shareholders' approval at the annual general meeting.

The final dividend and the special final dividend will be payable on or about 30 June 2023 to Shareholders whose names appear on the register of members of the Company on 9 June 2023.

The sum of the paid interim dividend (HK32.0 cents per Share and a special interim dividend of HK4.6 cents per Share) and proposed final dividend and special final dividend is HK69.7 cents per share (Year 2021: HK21.5 cents).

Syndicated bank facilities

On 9 March 2021, the Company (as borrower) and certain of its subsidiaries (as guarantors) entered into a facilities agreement with certain major banks (as lenders) pursuant to which the USD term and revolving loan facilities up to USD400 million with a term of 36 months from initial funding was granted to the Company at the rate of interest equivalent to the aggregate of a margin rate of 1.80% per annum plus the London interbank offered rate administered by ICE Benchmark Administration Limited on the relevant date in respect of the USD loan. The purpose of the loan was mainly to refinance the USD bonds and part of the bank loan of the Company and for the Group's general corporate purposes. The utilisation drawdown of the syndicated bank facilities, amounted to USD400 million, was made on 24 August 2021. Furthermore, as disclosed in the announcement made by the Company on 4 June 2021, as per the facilities agreement, it would constitute a change of control event if Mr. Li Xuechun, being the controlling Shareholder of the Group, ceases to beneficially own at least 35% of the issued share capital of the Company or ceases to be the single largest Shareholder. On and at any time after the occurrence of a change of control event, (i) the lenders shall not be obliged to fund the utilisation of the term loan facility, and (ii) if the lenders so required, the lenders shall, by not less than five days notice to the Company, require all outstanding loans, together with the accrued interest and all other amounts accrued under the finance documents in connection with the loan facilities to become immediately due and payable. We repaid the revolving portion of the syndicated bank loan amount of USD160 million on 29 July 2022. The balance of the syndicated bank loan amount of USD240 million was also repaid on 31 October 2022.

員工成本

本集團員工成本由二零二一年的約人民幣 1,121,000,000元增加約人民幣315,500,000元 或28.1%至本年度的約人民幣1,436,500,000 元。該增加主要是由於員工薪酬上升所致。

折舊

本集團的折舊開支(包括物業、廠房及設備以及租賃土地使用權)由二零二一年約人民幣1,237,800,000元減少約人民幣85,200,000元或6.9%至本年度約人民幣1,152,600,000元。

所得税開支

請參閱財務報表附註7。

股息

董事會建議宣派末期股息每股29.0港仙及特別末期股息每股4.1港仙,須於股東週年大會上獲股東批准後方告作實。

末期股息及特別末期股息將於二零二三年六 月三十日或前後向於二零二三年六月九日名 列本公司股東名冊的股東派付。

已派付中期股息(每股32.0港仙及特別中期股息每股4.6港仙)與擬付末期股息及特別末期股息總和為每股69.7港仙(二零二一年年度:21.5港仙)。

銀團貸款

於二零二一年三月九日,本公司(作為借貸 人)及其若干附屬公司(作為擔保人)與若干 主要銀行(作為貸款人)訂立貸款協議,據此 本公司獲授最高400,000,000美元的美元定 期循環貸款融資,自初始撥資起為期36個 月,利率相當於每年1.80%的保證金率加ICE Benchmark Administration Limited於相關日期 就美元貸款實施的倫敦銀行同業拆息總和。 貸款的目的主要為對本公司美元債券及部分 銀行貸款進行再融資,及作本集團的一般企 業用途。銀團貸款400,000,000美元已於二 零二一年八月二十四日取出動用。此外,誠 如本公司於二零二一年六月四日刊發的公告 所披露,根據貸款協議,倘本集團控股股東 李學純先生不再實益擁有本公司已發行股本 至少35%或不再成為單一最大股東,則其將 構成控制權變動事件。於發生控制權變動事 件時及其後任何時間,(i)貸款人並無義務為 定期貸款融資的使用提供資金,及(ii)倘貸款 人如此要求,貸款人須向本公司發出不少於 五日的通知要求所有未償還貸款,連同應計 利息及有關貸款融資的融資文件項下的應計 利息及所有其他應計金額即時到期及償付。 我們於二零二二年七月二十九日償還銀團貸 款循環部分160,000,000美元。銀團貸款結 餘240,000,000美元亦已於二零二二年十月 三十一日償還。

Except for the above, the Group had no other committed banking facilities as at 31 December 2022. The Directors believe that the Group's liquidity position is relatively stable and that the Group has sufficient banking facilities to repay or renew existing short term bank loans and other borrowings.

Liquidity and Financial Resources

Liquidity

The Group met the working capital requirements by cash generated from operations and bank borrowings during the Year. The Group had a net cash inflow of approximately RMB3,600.1 million from operating activities (2021: RMB2,774.4 million). Taking into account the cash balances together with bank borrowings facilities available, the Group was financially sound throughout the Year.

Net cash after short term bank borrowings was approximately RMB1,639.5 million (2021: RMB1,820.2 million).

As at 31 December 2022, the Group's net current assets were approximately RMB6,464.5 million (2021: RMB5,827.6 million) and current ratio (current assets divided by current liabilities) was 1.69 times (2021: 2.08 times).

Cash and Bank Balances

As at 31 December 2022, the Group had total cash and bank balances amounted to approximately RMB7,639.5 million (2021: RMB4,054.8 million) which were mainly denominated in RMB and USD. Cash and bank balances increased mainly due to the operation for the Year.

Bank Borrowings

As at 31 December 2022, the Group had total bank borrowings of approximately RMB5,953.1 million (2021: RMB4,227.0 million). Bank borrowings include short term and long term bearing both fixed and floating interest rates. Of the total bank borrowings, approximately RMB5,368.6 million (2021: RMB1,722.3 million) were short term bank borrowings and approximately RMB584.5 million (2021: RMB2,504.8 million) were long term bank borrowings. The Group's bank borrowings were denominated in RMB at year end date.

除上述情況外,截至二零二二年十二月 三十一日,本集團並無其他已承諾銀行融資。 董事相信,本集團的流動資金狀況相對穩定, 且本集團有充足銀行融資以償還或重續現有 短期銀行貸款及其他借貸。

流動資金及財務資源

流動資金

於本年度,本集團以營運產生的現金及銀行借貸撥付其營運資金需求。本集團經營活動所得現金流入淨額約為人民幣3,600,100,000元(二零二一年:人民幣2,774,400,000元)。經計及現金結餘及可動用銀行借貸額度,本集團於整個年度均維持財政穩健。

扣除短期銀行借貸後的淨現金約為人民幣1,639,500,000元(二零二一年:人民幣1,820,200,000元)。

於二零二二年十二月三十一日,本集團的流動資產淨值約為人民幣6,464,500,000元(二零二一年:人民幣5,827,600,000元),流動比率(流動資產除以流動負債)為1.69倍(二零二一年:2.08倍)。

現金及銀行結餘

於二零二二年十二月三十一日,本集團的現金及銀行結餘總額約為人民幣7,639,500,000元(二零二一年:人民幣4,054,800,000元),主要以人民幣及美元計值。現金及銀行結餘增加乃主要由於本年度經營所致。

銀行借貸

於二零二二年十二月三十一日,本集團的銀行借貸總額約為人民幣5,953,100,000元(二零二一年:人民幣4,227,000,000元)。銀行借貸包括短期及長期銀行借貸,並按固定及浮動利率計息。於銀行借貸總額中,約人民幣5,368,600,000元(二零二一年:人民幣1,722,300,000元)為短期銀行借貸,約人民幣584,500,000元(二零二一年:人民幣2,504,800,000元)為長期銀行借貸。本集團銀行借貸於年結日以人民幣計值。

Gearing ratio

As at 31 December 2022, the total assets of the Group amounted to approximately RMB26,388.6 million (2021: RMB21,510.8 million) whereas the total debts amounted to RMB6,026.7 million (2021: RMB4,297.0 million). The gearing ratio was approximately 22.8% (2021: 20.0%) which was calculated based on the Group's total debts over total assets. Total debts include current and non-current bank borrowings and non-current borrowings from third parties as at 31 December 2022 and 2021.

Foreign exchange exposure

Foreign currencies of the Group are received from the export sales and bank borrowings. Such proceeds are subject to foreign exchange risk before receiving and converting them into RMB. The foreign currencies received from export sales are converted into RMB depending on needs and market conditions. The Group manages foreign exchange risk arising from proceeds from bank borrowings by partially applying cross currency swaps to mitigate exposures arising from the fluctuations in foreign currencies of borrowings.

During the year, the Group recorded a net foreign exchange gains/ (losses) as follow:

資產負債比率

於二零二二年十二月三十一日,本集團的資產總值約為人民幣26,388,600,000元(二零二一年:人民幣21,510,800,000元),而債務總額則為人民幣6,026,700,000元(二零二一年:人民幣4,297,000,000元)。資產負債比率約為22.8%(二零二一年:20.0%),其乃按本集團債務總額除以資產總值計算。於二零二年及二零二一年十二月三十一日,債務總額包括流動和非流動銀行借貸以及來自第三方的非流動借貸。

外匯風險

本集團的外幣乃來自出口銷售及銀行借貸。 於收取有關所得款項並將其兑換為人民幣前, 均須承受外匯風險。自出口銷售收取的外幣 按需要及市況兑換為人民幣。本集團透過部 分使用交叉貨幣掉期緩解借貸的匯率波動產 生的風險,管理銀行借貸之所得款項所引致 的外匯風險。

年內,本集團錄得外匯利得/(損失)淨額如下:

2022

2021

	2022	2021
	二零二二年	二零二一年
	RMB'000	RMB'000
	人民幣千元	人民幣千元
Foreign exchange gains/(losses): 外匯利得/(損失):		
- From operating activities classified - 來自經營活動,分類為其他		
under other gains/(losses) (Note 5) 利得/(損失)(附註5)	483,560	(48,856)
– From financing activities classified — 來自融資活動,分類為財務成本		
under finance costs (Note 6) (附註6)	(251,429)	82,276
- Investment gains/(losses) from cross		
currency and interest rate swaps (Note 5) 的投資利得/(損失)(附註5)	123,449	(55,633)
Net foreign exchange gains/(losses)	355,580	(22,213)

The Company entered into a USD200,000,000 cross currency and interest rate swap agreement on 24 August 2021 for hedging part of the exposure to the USD400 million syndicated bank loan with details shown under "Syndicated bank facilities" of this section.

The Company entered into a USD38,000,000 foreign exchange swap agreement on 3 November 2019 for hedging the exposure to the Company's USD bank loan which amounted to USD38,000,000.

The swap agreements above were settled upon the full repayment of the relevant bank loans during the Year. 本公司於二零二一年八月二十四日訂立 200,000,000美元交叉貨幣與利率掉期協議, 用於對沖400,000,000美元銀團貸款的部分風 險,詳情列示於本節「銀團貸款」項下。

本公司已於二零一九年十一月三日訂立一份38,000,000美元的外匯掉期協議,用於對沖本公司獲提供38,000,000美元之美元銀行貸款的風險。

於本年度,上述掉期協議已於全額償還相關 銀行貸款後終止。

Contingent Liabilities

As at 31 December 2022, the Group had no material contingent liabilities.

Charges on assets

As at 31 December 2022, RMB590.0 million of term deposits (31 December 2021: RMB500.0 million) were pledged to certain banks to secure bank borrowings of RMB880.0 million (31 December 2021: RMB500.0 million) of the Group; and RMB28.5 million of term deposits (31 December 2021: nil) and no restricted bank deposits (31 December 2021: RMB3.0 million) were pledged for issuance of bank acceptance notes. In addition, amounts of RMB12.9 million (31 December 2021: nil) was pledged as security for the issuing letter of guarantee.

Outlook and Future Plan Outlook

- 2023 will be a year of uncertainty, as countries across the globe are affected by a number of factors, including high inflation, as well as food and energy shortages. In this case, the International Monetary Fund (IMF) forecasts that global economic growth will be 2.9% for the year (2022 actual: 3.2%).
- According to a report released by the Institute of Economics of the Chinese Academy of Social Sciences, post-pandemic, Mainland China sees a gradual economic recovery, and forecasts that economic growth in China will be approximately 5.0% for 2023 (2022 actual: 3.0%).
- 3. It is expected that the corn prices will remain high in early 2023. Demand for the catering and food processing sectors will gradually recover with pandemic restrictions lifted. And it takes time for corn imported from Brazil to influence the domestic market. It is expected that the corn prices may rise slightly in 2023.
- 4. It is expected that the fluctuation of coal prices will remain within a controllable range, as the government, considering coal as a necessity for living will not allow any significant price fluctuation.
- 5. Driven by inflation across the globe and several interest rate hikes during the Year, the US dollar remained at a high level. In 2023, it is expected that inflation will abate with a decelerating interest rate hike in the US. Furthermore, China has lifted its pandemic restrictions, accelerating the recovery of the mainland economy. Despite occasional upward fluctuations of the US dollar during the year, it is expected that the exchange rate of the US dollar against the RMB may be revised downwards throughout the year. As a result, it may be probable that the Group will incur exchange losses on its book account due to the US dollar in 2023.

或然負債

於二零二二年十二月三十一日,本集團並無 重大或然負債。

資產抵押

截至二零二二年十二月三十一日,人民幣590,000,000元的定期存款(二零二一年十二月三十一日:人民幣500,000,000元)已抵押予若干銀行,以取得本集團的銀行借貸人民幣880,000,000元(二零二一年十二月三十一日:人民幣500,000,000元),人民幣28,500,000元的定期存款(二零二一年十二月三十一日:無)已抵押,以開具銀行承兑匯票,並無受限制銀行存款(二零二一年十二月三十一日:人民幣3,000,000元)。此外,人民幣12,900,000元(二零二一年十二月三十一日:無)的款項已抵押作為開具保函的擔保。

展望及未來計劃

展望

- 二零二三年將會是充滿變數的一年,世界各國受到通脹高企、糧食及能源供應短缺等多種不明朗因素所影響。國際貨幣基金組織(IMF)預測今年的全球經濟增速為2.9%(二零二二年實際:3.2%)。
- 2. 據中國社會科學院經濟研究所發佈報告稱,疫情過後,內地經濟逐步回復,預 測二零二三年中國經濟增長約為5.0%左 右(二零二二年實際:3.0%)。
- 3. 預測二零二三年年初玉米價格仍維持在 高位運行。隨著防疫限制取消,帶動餐 飲業和食品加工業的需求逐漸回升,加 上從巴西進口玉米對國內市場影響需要 時間,預料二零二三年玉米價格或會輕 微上升。
- 4. 預期煤炭價格在可控範圍內波動,由於 煤炭為民生必需品,政府不會讓其價格 大幅波動。
- 5. 在本年度全球通脹飆升及美國聯邦儲備局多次加息的環境下,令美元走強。預期二零二三年,通脹開始回落以及美國加息步伐放緩,加上中國取消防疫限制讓內地經濟加快復甦,雖然美元在年內偶有波動而走高,預測全年美元對人民幣匯率可能會下調。因此二零二三年有機會出現因以美元計值的資產而產生的外匯虧損。

Future Plan

- 1. We will continue the "Dual High-quality Objectives" as our strategic mission for 2023, including (1) high-quality internationalisation by accelerating the establishment of a more complete international production and sales network; and (2) high-quality operation of the existing production capacity to maintain and consolidate our leading position in the domestic market so that we will advance our business expansion and become a global industrial powerhouse.
- 2. We will continue to improve our production technology in order to reduce the unit production cost.
- We will adjust our regional marketing strategy and establish three regional marketing centers in America, Europe and Southeast Asia to serve our overseas customers directly.
- 4. We will improve the logistics system, further optimise the logistics process and reduce the logistics cost.
- We are revamping the plant acquired in 2020 to produce chemicals used in our products to reduce production costs.
 We will also consider increasing the production capacity of key products to reinforce our market position.
- 6. Despite the delay in the construction of the U.S. project, we are continuing our internationalisation plan by conducting feasibility studies to establish a production base in another location.

Other Information

Material acquisition or disposal of subsidiary and associated company

The Group had no material acquisition or disposal of subsidiaries or associated companies for the Year.

Employees

As at 31 December 2022, the Group had approximately 15,100 employees. Employees' remuneration was paid in accordance with relevant policies in the PRC. Appropriate salaries and bonuses were paid which commensurated with the actual practices of the Group. Other corresponding benefits include pension, unemployment insurance, housing allowance, etc.

未來計劃

- 1. 我們將繼續將「雙高」作為二零二三年的 戰略任務,包括(1)高質量實施國際化, 加快落實更為完善的國際化生產及銷售 網絡;及(2)確保現有產能生產經營水平 的高質量運行,繼續鞏固我們於中國市 場的領導地位,同步推進「做大」和「做 強」。
- 2. 我們將繼續改進生產技術,以降低單位 生產成本。
- 3. 我們將調整區域營銷戰略,並將於美洲、 歐洲及東南亞成立三大區域營銷中心, 旨在直接服務我們的海外客戶。
- 4. 我們將完善物流體系、進一步優化物流 流程及將物流成本降低。
- 5. 我們正在改造二零二零年收購的廠房, 生產我們產品中使用的化學品,以降低 生產成本。我們還將考慮增加主要產品 的產能,以鞏固我們的市場地位。
- 6. 儘管美國項目建設有所推遲,但我們仍 在進行在其他地點建立生產基地的可行 性研究,以繼續推進我們的國際化計劃。

其他資料

附屬公司及聯營公司的重大收購或出售

本集團於本年度並無進行任何附屬公司或聯 營公司的重大收購或出售事項。

僱員

截至二零二二年十二月三十一日,本集團僱用約15,100名僱員。僱員薪酬根據中國有關政策支付。本集團按實際常規支付適當薪金及花紅。其他相關福利包括退休金、失業保險及住房津貼等。

Uyghur Forced Labor Prevention Act

Based on the Uyghur Forced Labor Prevention Act implemented by the U.S. in June 2022, the U.S. Customs and Border Protection ("CBP") requires non-Xinjiang-related and non-forced-labour supporting materials to be submitted and approved for clearance of the Group's exported products into the U.S. market.

The Group confirmed that no "forced labour" is used in our production. The Group provides supporting materials of the exported products to CBP for approval and then the products are continuously cleared and released into the U.S. market.

Purchase, redemption or sales of listed securities of the Company

Neither the Company, nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the Year.

Corporate governance report

The listing of the Shares on the Main Board of the Stock Exchange took place on 8 February 2007 and the Directors are of the opinion that the Company's corporate governance practices are based on the principles and code provisions set out in the CG Code. During the year of 2022, the Company has complied with the code provisions of the CG Code except for the following:

Code provision C.1.6 of the CG Code: The Independent non-executive Directors and the non-executive Directors should attend the general meetings of the Company. However, due to other commitments, the Independent non-executive Directors, Mr. Zhang Youming did not attend the annual general meeting of the Company held on 27 May 2022. All the Directors have given the Board and the committees of which they are members the benefit of their skills, expertise and varied backgrounds and qualifications through regular attendance and active participation. The Directors will also endeavor to attend future general meetings and develop a balanced understanding of the views of Shareholders.

Audit Committee

The Company established the Audit Committee in compliance with the Listing Rules. The Audit Committee comprises three independent non-executive Directors, and is responsible for reviewing the Group's audit, interim and annual accounts of the Group and the system of internal control. The Audit Committee has reviewed the Group's consolidated financial statements for the Year, including the accounting principles and practices adopted by the Group.

《防止強迫維吾爾人勞動法》

基於美國於二零二二年六月執行《防止強迫維吾爾人勞動法》後,美國海關與邊境保護局(「CBP」)要求提交非涉疆和非涉及強迫勞動的證明資料並經批準,以便本集團的出口產品通關推入美國市場。

本集團確認,我們的生產中並無使用「強迫勞動」。本集團向CBP提供出口產品的證明資料以供批准,其後產品不斷通關並進入美國市場。

購買、贖回或出售本公司上市證券

於本年度,本公司或其任何附屬公司並無購買、贖回或出售任何本公司上市證券。

企業管治報告

股份於二零零七年二月八日在聯交所主板上 市,董事認為本公司的企業管治常規乃以企 業管治守則所載的原則及守則條文為基準。 本公司於二零二二年一直遵守企業管治守則 的守則條文,惟下列所載者除外:

企業管治守則之守則條文第C.1.6條:獨立非執行董事及非執行董事須出席本公司股東內會。然而,由於獨立非執行董事張友明先生另有公務,故並無出席本公司於二零二透明先生五月二十七日舉行之股東週年大會。透透明出席及積極參與董事會及彼等所屬之委員會,全體董事之技能、專業知識、不委員景。資歷均有利於董事會及彼等所屬之委會,對股東之意見有均衡的瞭解。

審核委員會

本公司已根據上市規則成立審核委員會。審 核委員會成員由三名獨立非執行董事組成, 並負責審閱本集團的審核工作、本集團的中 期及年度賬目以及內部控制制度。審核委員 會已審閱本集團於本年度的合併財務報表, 當中包括本集團採納的會計原則及慣例。

Closure of register of members

The register of members of the Company will be closed from 22 May 2023 to 25 May 2023 (both dates inclusive), during which period no transfer of shares will be registered. In order to determine the identity of members who are entitled to attend and vote at the annual general meeting to be held on 25 May 2023, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch registrar in Hong Kong. Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on 19 May 2023.

The register of members of the Company will be closed from 7 June 2023 to 9 June 2023 (both dates inclusive), during which no transfer of shares will be registered. In order to qualify for the proposed final dividend and special final dividend, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch registrar in Hong Kong. Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on 6 June 2023.

Annual general meeting

The annual general meeting is expected to be held on 25 May 2023. A notice convening the annual general meeting will be dispatched to the Shareholders in due course.

By order of the Board Fufeng Group Limited Li Xuechun

Chairman

Hong Kong, 30 March 2023

As at the date of this announcement, the executive directors of the Company are Mr. Li Xuechun, Mr. Li Deheng and Mr. Li Guangyu and the independent non-executive directors of the Company are Mr. Lau Chung Wai, Mr. Zhang You Ming and Ms. Li Ming.

暫停辦理股份過戶登記手續

本公司將於二零二三年五月二十二日至二零二三年五月二十五日(包括首尾兩日)暫停辦理股份過戶登記手續,期間將不會辦理股份過戶登記手續,期間將不會辦理股份過戶登記。為決定有權出席將於二零二三年五月十五日舉行的股東身份,所有股份過戶文件連同下投票的股票最遲須於二零二三年五月十九日日過時三十分前,交回本公司的香港股份過戶至過時三十分前,交回本公司的香港股份過行。 登記分處卓佳證券登記有限公司,地址為香港夏慤道16號遠東金融中心17樓。

本公司將於二零二三年六月七日至二零二三年六月九日(包括首尾兩日)暫停辦理股份過戶登記手續,期間將不會辦理股份過戶登記。 為符合資格獲派建議末期股息及特別末期股息,所有股份過戶文件連同有關股票最遲須於二零二三年六月六日下午四時三十分前,交回本公司的香港股份過戶登記分處卓佳證券登記有限公司,地址為香港夏慤道16號遠東金融中心17樓。

股東週年大會

預期股東週年大會將於二零二三年五月 二十五日舉行。本公司將於適當時候向股東 寄發召開股東週年大會的通告。

承董事會命 **阜豐集團有限公司** *董事長* 李學純

香港,二零二三年三月三十日

於本公告日期,本公司的執行董事為李學純 先生、李德衡先生及李廣玉先生;而本公司 的獨立非執行董事為劉仲緯先生、張友明先 生及李銘女士。

GLOSSARY

詞彙

ASP average selling price(s) of the products of the Group

平均售價本集團產品的平均售價

Baoji Fufeng Biotechnologies Co., Ltd.), an indirect

wholly- owned subsidiary of the Company

寶雞阜豐生物科技有限公司,本公司間接全資附屬公司

Board the board of Directors

董事會董事會

BVI The British Virgin Islands

英屬處女群島 英屬處女群島

CG Code Code on Corporate Governance Practice under Appendix 14 of the Listing Rules

企業管治守則 上市規則附錄十四項下企業管治常規守則

CompanyFufeng Group Limited本公司阜豐集團有限公司

Director(s) the director(s) of the Company

董事本公司董事

EIT enterprise income tax

企業所得税 企業所得税

FVOCI Fair value through other comprehensive income

按公平值計入其他綜合收益 按公平值計入其他綜合收益

Group the Company and its subsidiaries

本集團 本公司及其附屬公司

HKAS Hong Kong Accounting Standard issued by HKICPA

香港會計準則 香港會計師公會頒佈之香港會計準則

HKFRS Hong Kong Financial Reporting Standards

香港財務報告準則 香港財務報告準則

Hong Kong Special Administrative Region of the PRC

香港中國香港特別行政區

Hulunbeier Fufeng 呼倫貝爾東北阜豐生物科技有限公司 (Hulunbeier Northeast Fufeng Biotechnologies

Co., Ltd.), an indirect wholly-owned subsidiary of the Company

呼倫貝爾阜豐呼倫貝爾東北阜豐生物科技有限公司,本公司間接全資附屬公司

IM Fufeng 內蒙古阜豐生物科技有限公司 (Neimenggu Fufeng Biotechnologies Co., Ltd.), an

indirect wholly-owned subsidiary of the Company

內蒙古阜豐生物科技有限公司,本公司間接全資附屬公司

Listing Rules the Rules Governing the Listing of Securities on the Stock Exchange

上市規則聯交所證券上市規則

Longjiang Fufeng 齊齊哈爾龍江阜豐生物科技有限公司 (Qiqihar Longjiang Fufeng Biotechnologies Co.,

Ltd.), an indirect wholly-owned subsidiary of the Company

龍江阜豐齊齊哈爾龍江阜豐生物科技有限公司,本公司間接全資附屬公司

MSG monosodium glutamate, a salt of glutamic acid which is commonly used as a flavour

enhancer and additive in the food industry, restaurant and household application

味精 谷氨酸納,為食品業、食肆及家庭普遍用作調味劑及添加劑的谷氨酸鹽

PRC the People's Republic of China, which for the purpose of this announcement exclude

Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

中國中華人民共和國,就本公告而言,不包括香港、中國澳門特別行政區及台灣

owned company of the Company

山東阜豐發酵有限公司,本公司間接全資附屬公司

Share(s) share(s) in the share capital of the Company

股份本公司股本中的股份

Shareholder(s) holder(s) of the Share(s)

股東 股份持有人

with limited liability established in the Jiangsu Province of the PRC, an indirect wholly-

owned subsidiary of the Company

神華藥業 江蘇神華藥業有限公司,於中國江蘇省成立的有限公司,本公司間接全資附屬公

司

Stock Exchange of Hong Kong Limited

聯交所香港聯合交易所有限公司

Xinjiang Fufeng 新疆阜豐生物科技有限公司 (Xinjiang Fufeng Biotechnologies Co., Ltd.), an indirect

wholly-owned subsidiary of the Company

新疆阜豐生物科技有限公司,本公司間接全資附屬公司

Year year ended 31 December 2022

本年度 截至二零二二年十二月三十一日止年度

U.S. United States of America

美國美利堅合眾國

HKD Hong Kong dollars, the lawful currency of Hong Kong

港元 香港法定貨幣港元

RMB Renminbi, the lawful currency of the PRC

人民幣中國法定貨幣人民幣

USD United States dollars, the lawful currency of the United States of America

美元美利堅合眾國法定貨幣美元

% per cent % 百分比