

# 管理層討論與分析

## Management Discussion and Analysis

2014年中國國內生產總值(GDP)同比增長7.4%，增速創24年新低，居民消費價格指數(CPI)上漲2.0%，其中食品價格上漲3.1%，社會消費品零售總額增長12.0%；工業者出廠價格指數(PPI)同比下降1.9%，國家統計局表示「2014年國民經濟運行在新常態下實現了穩中有進、進中提質；國內外環境仍然錯綜複雜，經濟發展仍面臨不少困難和挑戰。」

年內經濟增速持續放緩，惟市場競爭依然激烈，消費模式改變的加快，加上氣候因素影響，業務充滿起伏。面對此極具挑戰的一年，我們不忘為未來更有效率的營運作準備，對飲料事業進行架構整合，以上各因素影響集團獲利，令康師傅控股於艱困的2014年的業績表現稍遜2013年。

本集團於2014年總營業額較去年同期下跌6.43%至10,237,982千美元。方便麵及飲品的營業額分別較去年同期衰退4.49%及7.46%。年內受惠主要原材料價格下跌及精進生產作業，令集團毛利率同比上升0.21個百分點至30.46%。年內，於鞏固康師傅在中國市場的強勢品牌領導地位及強化銷售通路的同時，亦善控廣告宣傳費用，加上適時調節市場策略，致分銷成本佔總營業額的比例由2013年的21.14%下降0.25個百分點至本年度的20.89%；其他經營費用同比增加37,920千美元，主要來自康百聯盟架構整合而發生的費用，財務費用相較去年上升9,800千美元至47,151千美元，主要因應資本開支新增銀行借款所致；年內本集團財務持續穩健的操作策略，維持充裕現金流量。2014年扣除利息、稅項、折舊及攤銷前盈利(EBITDA)為1,149,346千美元，本公司股東應佔溢利為400,482千美元，與去

During 2014, the Gross Domestic Product (GDP) of the PRC increased by 7.4% year-on-year, with the growth rate hitting a record low in 24 years. The Consumer Price Index (CPI) increased by 2.0%. Food prices increased by 3.1%. Total retail sales of social consumer goods increased by 12.0%. The Producer Price Index (PPI) decreased by 1.9% year-on-year. According to the National Bureau of Statistics, the national economy achieved progress while maintaining stability and achieved quality improvement while making progress amidst the new normal in 2014. The domestic and international environments remained complex and economic development was still faced with many difficulties and challenges.

During the year, the economic growth continued to slow down. However, market competition was still intense. The acceleration of the change in the consumption pattern, together with the impact of the climate factor, led to business fluctuations. Being confronted with such a challenging year, we did not forget to make preparations for more efficient operations in the future and implemented structural consolidation for the beverage business. The performance of Tingyi in the difficult year of 2014 was slightly inferior to that in 2013.

In 2014, the Group's turnover was US\$10,237.982 million, a decrease of 6.43% compared to that of 2013. Turnover of instant noodle and beverages dropped by 4.49% and 7.46% respectively. During the year, the Group's gross margin increased by 0.21 ppt. to 30.46% year-on-year, benefiting from the drop in cost of main raw materials and refining operations in production. In 2014, the Group effectively controlled its marketing and distribution expenses by means of strategic advertisement that strengthened its brand as the leader in the PRC market, together with timely adjustment of marketing strategic, the Group's distribution costs as a percentage of total sales, decreased by 0.25 ppt. to 20.89% as compared to 21.14% in 2013. Other operating expense increased by US\$37.920 million was mainly due to the cost incurred for the Master Kong-Pepsi alliance structural consolidation. Finance costs increased by US\$9.800 million to US\$47.151 million mainly due to the increased bank borrowings for capital expenditure. During the year, the Group maintained a stable and healthy financial structure with strong cash flows. In 2014, earnings before interest, tax, depreciation and amortization (EBITDA) was US\$1,149.346 million and the profit attributable to owners of the Company was US\$400.482 million, a decrease by 1.02% and 1.97% respectively when compared

年同期相比，EBITDA及本公司股東應佔溢利分別下降1.02%及1.97%，每股溢利為7.15美仙，同比下降0.15美仙。如扣除73,017千美元的整合費用，本公司股東應佔溢利同比上升6.52%。

### 食品事業

#### 方便麵

2014年中國方便麵市場銷售量同比衰退7%，本集團方便麵事業2014年全年銷售額達到4,137,736千美元，較去年同期下跌4.49%，佔本集團總營業額40.42%。期內部份原材料如棕櫚油價格下跌，雖然自第三季本集團領先行業將桶麵料豐升級動價格上漲，並調節市場策略，引導行業趨向健康獲利的良性競爭，下半年毛利率得以改善，惟因上半年部份原料價上升及增潤產品的安排，致方便麵事業全年毛利率同比仍下降0.91個百分點至28.33%，毛利額同比下跌7.49%；年內適時調節市場策略及善控營運費用，令方便麵事業股東應佔溢利達到360,388千美元，同比上升7.01%。

to the previous year, earnings per share was US7.15 cents, a drop of US0.15 cents year-on-year, after excluding the cost of structural consolidation of US\$73.017 million, the profit attributable to owners of the Company increased 6.52% when compared to the previous year.

### FOOD BUSINESS

#### Instant Noodle Business

In 2014, the sales volume of the China instant noodle market dropped 7% when compared to 2013. The Group's turnover of instant noodle business amounted to US\$4,137.736 million, a decrease by 4.49% from previous year, and represented 40.42% of the Group's total turnover. In the third quarter, the Group was ahead of peers and upgraded the rich ingredients of bowl noodles which drove the increase in price, and the marketing strategies, as a result, leading the industry towards the direction of benign competition with healthy profits and gross margin in the second half has been improved. Back to the first half of the year, slight increase in price of certain raw materials and additional costs spending on the enhancement of quality and size of products, as a result, gross margin for instant noodle business for the year dropped by 0.91 ppt. to 28.33%. Profit margin decreased by 7.49%. The profit attributable to owners of the Company for the instant noodle business was US\$360.388 million, grew by 7.01% when compared to same period last year mainly due to the timely adjustment on marketing strategy and well control operating expenses.



根據AC Nielsen最新市佔分析數據顯示，「康師傅」方便麵2014年全年銷售量與銷售額的市場佔有率分別為46.8%及56.4%，持續穩居市場領先地位。經濟下行，消費市場改變，原有的方便麵消費者減少，預期未來一年方便麵市場將趨於平緩，但對高端產品的需求增加，有利於整個品類逐步提升形象，本集團將提升創新品類及高端產品推出的速度，及時滿足市場。

康師傅紅燒牛肉麵借力夢想導師羽泉組合持續溝通「堅持夢想，一路挺你」的品牌主張，聯合贊助東方衛視《中國夢之聲》綜藝欄目支持年輕人的音樂夢想，啟動放天燈活動並以網絡及終端擴大傳播效益，使品牌更加年輕化。與大學生籃球聯賽(CUBA)合作，加強大學生群體的校園推廣，培育品牌健康概念。經典紅燒牛肉麵的兄弟口味「紅燒排骨麵」從上市開始就獲得消費者及通路的追捧。

According to AC Nielsen's latest survey, in terms of sales volume and value, year-to-date December 2014, the Group's instant noodles gained 46.8% and 56.4% market share, respectively, remained as the leader in the market. The economic downturn and a change in the consumption market have led to a decrease in the original quantity of instant noodle consumers. It is expected that the instant noodle market will level off in the coming year. However, an increase in the demand for high-end products will facilitate the entire product category to gradually enhance its image. The Group will expedite the launch of innovative product offerings and high end products to satisfy the market in a timely manner.

By leveraging the influence of "Yu • Quan", "Master Kong Braised Beef Noodle" constantly communicated the brand proposition of "Persisting in Dreams, Supporting You All the Way" and jointly sponsored the "Sound of China Dream", a variety show program of Dragon TV, to support the music dreams of young people. It also initiated the activity of releasing sky lanterns and expanded the dissemination effectiveness by means of networks and terminals so as to make the brand younger. In cooperation with CUBA, it strengthened campus promotion among university students to cultivate the concept of healthy branding. "Braised Ribs Noodle", a brother flavor of the classical braised beef noodle, had been sought after by consumers and networks since its launch.







康師傅老壇酸菜系列口味持續精進，同時加肉加蛋料豐升級，不斷提升產品力主導市場話題。借力代言人徐崢、王寶強強化傳播「不止酸爽，康師傅老壇酸菜牛肉麵更爽」的差異化訴求，壓制了主競品的成長空間，持續搶奪市場份額。

Master Kong's Pickled Mustard series continued to refine its flavors. While the ingredients were enriched by adding both meat and egg, market competitiveness was continuously reinforced to dominate market topics. We engaged Xu Zheng and Wang Baoqiang as ambassadors to strengthen the dissemination of the product differentiation theme of "It is cool to have the sour flavor but it is even cooler to have Master Kong's Pickled Mustard Beef Noodle", thus suppressing the growth space of major competing products and constantly seizing market shares.

充分拓展流行口味銷售區域，老壇泡椒以兩種口味拓展北方區域、西紅柿雞蛋打鹵拓展南方區域；同時積極推出新口味以豐富產品線，老陳醋酸辣肉絲麵、鮮香菇雞蛋打鹵麵、酸辣湯雞蛋打鹵麵、濃郁湯頭產品海鮮豚骨麵於年內陸續上市。

We fully developed sales regions for popular flavors. The Pickled Chilli series developed the northern region with two flavors and developed the southern region with gravy noodle with tomato and egg. Meanwhile, new flavors were actively launched to enrich the product line. Old vinegar sour and spicy noodle with shredded meat (老陳醋酸辣肉絲麵), gravy noodle with fresh mushroom and egg (鮮香菇雞蛋打鹵麵), gravy noodle with hot sour and spicy egg (酸辣湯雞蛋打鹵麵), rich soup product seafood pork bone noodle (濃郁湯頭產品海鮮豚骨麵) were launched in succession during the year.

炒麵套餐產品於10月底全新上市，獨創「炒麵+靚湯」的產品設計，吸引喜歡濃郁口感炒麵的消費者，增加好湯的體貼設計，刺激新的需求，集中訴求「有麵有湯」的產品優異點，開拓創新品類市場。麵霸、粉絲重新調整產品定位都取得不錯成績。

A fried noodle combo product was newly launched in late October with the unique product design of "fried noodle + soup" to attract consumers who prefer fried noodle with a rich taste. The thoughtful design of tasty soup was added to stimulate new demand. To develop the innovative product market, the focus was put on the product advantage of "having both noodle and soup". Both Mian Ba and vermicelli achieved good results after re-adjusting their product positioning.

新品類愛鮮大餐4月上市，追蹤調查顯示深深吸引消費者的因素為「蒸熟麵」「不添加味精」「配料豐富」三大核心利益點，主要客群與上市設定目標一致。銷量增長中最大一部份來自不吃或少吃方便麵及對高端麵有需求的消費者，重複購買率明顯高於其他高端麵，可見其帶動方便麵整體品類成長的潛力。借勢《一生一世》電影影響力網絡互動傳播，配合地方高品質線下推廣及官微運營，網絡音量明顯提升。

人民幣0.5元乾脆麵香爆脆持續開展「搶夢幻豪禮，贏再來1包」活動；人民幣1元威風包上市，聚焦核心城區銷售穩步提升，搶佔傳統高價乾脆麵市場；脆旋風及脆寬趣開發多規格包裝，拓展直營／電商通路，配合線上活動，提升品牌活力。

因應實惠型和高端消費市場並存的發展，2014年於既有品牌多口味和多規格產品上市的同时，愛鮮大餐、麵霸、炒麵套餐、脆寬趣等創新產品陸續上市，給消費者帶來多樣選擇和真正實惠。

“Fresh Banquet”, a new product category, was launched in April, the findings of a tracking survey revealed that its most attractive factors to consumers were the three core benefits of “steamed noodles”, “free of MSG” and “rich ingredients”, and the principal customer group was consistent with the target set at the time of launching. The largest portion of growth in sales came from non-eaters or seldom eaters of instant noodles and consumers with demand for high-end noodles. Its rate of repeated purchases was notably higher than other high-end noodles, reflecting its potential in driving growth for the whole product category of instant noodles. By leveraging on the influence of the movie “But Always” (《一生一世》) in interactive communication over the internet, complemented with local high quality offline promotional events and operation over Weibo, publicity over the internet soar notably.

The RMB 0.5 “Xiang Bao Cui” snack noodle continued organizing the campaign of “Grab a dream gift and Win one more pack” and the RMB 1 Prestige Pack was launched this year, sales of which focusing on core urban areas rose at steady pace, and took over the traditional premium price snack noodle market. “Cui Xuan Feng” and “Crispy Fatty” developed more regular packs, expanded the channels of direct marketing or e-commerce, and complemented with online activities to increase its brand energy.

To cater for the dual development of the no-frills and high-end consumer market segments, while more tastes and varieties of products under existing brands were launched in the market during 2014, innovative new products, such as “Fresh Banquet”, “Mian Ba Cooked Noodle”, “Fried Noodle Combo” and “Crispy Fatty”, were streaming onto the market one after the other, bringing diversified choices and good value for money for consumers.

在生產管理方面，提升預銷定產機制、物流改善，提高產銷協調的效益。持續開展人員素質提升，不斷優化制程減少量差，著力精進產品毛利。積極開發、引進新品類生產技術，為新品順利上市做好準備。年內新的第二代工廠落成投產，持續落實標準化作業，為消費者提供更加優良的產品。快速開展食安檢核，強化溯源管理，積極推展企業形象提升，本集團各家工廠均在有關單位訪廠排查下，檢驗結果安全無虞，提供消費者安全的品質保障。

2015年度仍將持續加大開發高端及多規格化產品，真實回饋廣大消費者。隨著中國經濟結構持續調整，三四線城市人口回流仍大有可為，我們將持續做好管理系統優化，配合通路合作夥伴，落實終端服務，促進業績成長。回應經濟下行，消費趨於保守，精實業務人力，借力使力以確保獲利，善用移動訪銷系統(e-CRC)工具，提升效率。

In production management, enhancement in the mechanism of production determined by sales forecast and improvement in logistics increased the benefits resulting from coordinated production and sales. Continuous quality improvement programs were organized for staff and the manufacturing process was optimized to reduce quantitative deviation in order to elevate the gross profit margin of products. Production techniques for new product categories were actively developed and introduced to make better preparations for the smooth launching of products. The second generation plant was completed and commenced operation during the year, standardized operation was implemented persistently for providing consumers with super quality products. Food safety inspection commenced rapidly, source management was strengthened, corporate image enhancement was actively pursued, all the plants of our Group presented flawless safety testing results during the visits of the inspection authorities, ensuring safe quality for consumers.

In 2015, further development of high-end and diversified products will continue to benefit the consumers in general. With ongoing adjustments to the economic structure of China, great potential for development in Tier 3 and Tier 4 cities still exists with inflows of population. We will continue optimizing the management system, collaborate with channel partners, implement end-user service and reinforce growth in our results performance. In response to an economic downturn and conservative consumer sentiment, personnel will be streamlined in business segments, indirect and direct efforts will be made to ensure profitability, and mobile sales tool (e-CRC) will be utilized to improve efficiency.







#### 方便食品

根據AC Nielsen數據顯示，2014年全年餅乾整體市場持續低迷，銷售量同比衰退2.7%。受中國經濟及整體餅乾市場放緩影響，本集團方便食品事業2014年全年銷售額為178,729千美元，較去年同期衰退11.88%，佔本集團總營業額1.75%。受主要原材料及加工成本費用上漲，糕餅業務銷量衰退以及新事業的銷售尚未穩定等因素影響，致方便食品事業期內毛利率較去年同期下降1.91個百分點至36.18%。同時由於方便食品新事業仍處於前期投資運營階段，建立消費者品牌認知投入等費用影響投資損益，致方便食品事業2014年虧損17,449千美元。

根據AC Nielsen最新調研數據顯示，以銷售額為基準，2014年全年康師傅蛋酥卷的市場佔有率為23.8%，居市場第一位；夾心餅乾的市場佔有率為16.3%，居市場第二位。

#### Instant Food

According to AC Nielsen, the overall cracker market remained in the doldrums throughout 2014. Overall market sales volume of crackers declined by 2.7% year-on-year. Due to the economic downturn and the slow down of cracker market, turnover of the instant food business amounted to US\$178.729 million, representing a drop of 11.88% year-on-year, and 1.75% of the Group's total turnover. Gross margin dropped by 1.91 ppt. to 36.18% mainly due to the increase of main raw material price and processing cost, the sales decline from the bakery business and the sales from new business have not been stable. Owing to the expenses spending on establishing markets and advertising and propaganda activities for the new product development of new business, the instant food business recorded a loss of US\$17.449 million.

According to the latest AC Nielsen's survey result, in terms of sales value, year-to-date December 2014, Master Kong's egg rolls gained a market share of 23.8% and ranked No. 1 in the market. Sandwich cracker gained 16.3% market share and ranked No. 2 in the market.

期內康師傅糕餅業務，3+2夾心餅乾透過線上線下結合的主題活動，在全國五大城市六所高校舉辦落地比賽，並在手機APP唱吧設置活動專區，下半年推出「一塊3+2 一塊更歡樂」的新主題，有效提升品牌好感度。康師傅妙芙蛋糕上半年舉辦「阿狸帶你驚喜尋寶」活動，通過線上抽獎線下賣場推廣及動漫展異業聯合等活動吸引消費者熱情參與；下半年「妙吃法愛分享」活動全面展開，號召消費者參與妙芙多種創意吃法。康師傅蛋酥卷聯合慕斯夾心球、樂芙球、3+2夾心卷推出「有獎100%，親友一起享」促銷活動。把品牌推廣與線下銷售深度結合，並通過活動官網、微博、微信平台結合及電商平台與消費者互動，提升品牌人氣及知名度。

卡樂薯制休閒食品業務方面，策略聚焦卡樂薯同時側翼發展膨化食品，致力塑造休閒食品專家形象。增加海苔味杯裝薯條及2款盒裝薯條產品，2014年8月增量15%大杯裝增加競爭力，並策劃「綠色風暴」、「變型金剛」、「世界盃」及「動漫—航海王」等系列消費者推廣活動，提高品牌知名度同時累積品牌資產，帶動銷售。據AC Nielsen數據顯示，2014年卡樂薯已位居薯條品類第一地位。2015年塑造並重點宣傳「台港日人氣商品」DNA，同時線上結合微博、微信展開口碑推廣，鞏固並實現市場份額增長。

During the period, Master Kong's bakery business in the 3+2 sandwich crackers organized competition at six universities in five major cities across China through integrated thematic activities online and offline and an activity area was designated for singing in the mobile phone APP, and the new theme of "a piece of 3+2, more joyful together" (一塊3+2 一塊更歡樂) was launched in the second half of the year, enhancing the positive branding influence effectively. The promotion activity "Ah Li brings you a surprising delightful treasure hunt" (阿狸帶你驚喜尋寶) was organized in the first half of the year for Master Kong's muffin cakes, enthusiastic participation from consumers were attracted through online lucky draws, offline promotion bazaar and cross-industry promotions at animated cartoon exhibitions. In the second half of the year, the "wonderful way of eating, love to share" (妙吃法,愛分享) campaign was fully launched to call for consumers' participation in many innovative ways of eating muffins. Master Kong's egg rolls collaborate with mousse sandwich balls, cheerful balls (樂芙球) and 3+2 sandwich rolls to launch the promotion campaign of "100% prize winning, joyful sharing with friends and relatives" (有獎100%,親友一起享), branding promotion and offline sales were perfectly blended, interactive communication with consumers were also organized through combining the official campaign website, Weibo and Weixin platforms and e-commerce platform to enhance branding recognition and awareness.

In the Calbee leisure food business, the strategy was focused on Calbee potato while puffing food was developed as a sideline, striving to create an image of leisure food expert. Seaweed flavor potato chips in cup packs and the twin-flavor potato chip packs were additional new products, competitiveness was increased through launching the 15% extra volume big cups in August of 2014, and a series of consumer promotion activities including the "Green Storm", "Transformers", "World Cup", and "Animated Cartoon – One Piece" were planned to enhance the branding awareness as well as cumulating branding assets to drive sales. According to AC Nielsen data, Calbee potato was ranking No.1 in the potato fries category in 2014. In 2015, the shaping and publicity focus will be on DNA, the "popular commodity in Taiwan, Hong Kong and Japan" (台港日人氣商品), and online promotions through social groups of both Weibo and Weixin will be launched at the same time to consolidate and attain growth in market shares.



本集團與ASAHI FOOD & HEALTHCARE Co., Ltd.合資成立之康全(杭州)食品有限公司，推出新品「MINTIA 酷活」無糖薄荷糖，通過「瞬間好口氣，快到想不到」之品牌訴求，以上海和便利通路為核心，同時在寫字樓開展派樣活動和新品上市路演，助力產品口碑宣傳，提升消費者品牌認知度。目前已躋身全家等重要便利通路薄荷糖品類前10名，初步獲得市場認可，為2015年全面開展銷售打下基礎。

方便食品事業持續優化組織架構、系統及運作流程，涵括糕餅零食、薯制休閒食品、涼糖、嬰兒奶粉及用品、肉鬆等多品類食品在中國之生產及營銷。未來，方便食品事業將持續以多元、創新、國際為經營特色，在重塑核心糕餅業務基礎上，加速新事業通路結構調整，將虧損控制在合理範圍內。

展望2015年，方便食品事業將持續以「減虧損、調結構、穩增長」為總體策略。在產品策略上，著重於再造糕餅核心產品，透過產品及營銷創新以擴大核心產品線之市佔，成為穩固之品類領導者。新事業著重於後發品牌之差異化經營，精準捕捉消費趨勢，實質提高消費者滿意度；在銷售策略上，方便食品事業將持續調整通路經營模式，加強借力使力及渠道創新，聚焦重點區域之經營；在生產及質量管理上，將通過生產制程自動化改善及採購成本精進提升產品毛利，同時強化原物料溯源查核，完善客訴處理流程，確保食品安全。

Kongquan (Hangzhou) Food Co., Ltd., a company jointly set up by the Group and Asahi Food & Healthcare Co., Ltd., launched the new product of sugar-free mint candy “MINTIA Cool Life” (MINTIA酷活), through the branding slogan of “good breath in a flash, faster than you think” (瞬間好口氣,快到想不到), with core focus on Shanghai and convenient channels, samples were distributed in office buildings and road shows were organized for launching the new product to facilitate verbal publicity for the product and enhance the branding awareness of consumers. Currently, it has been included on the Top 10 list of mint candies marketed through family convenient channels and received initial recognition in the market, setting the foundation for a full-scale sales promotion in 2015.

The instant food business continued to optimize its organization structure, system and operation process and engaged in the production and operations of various categories of food products in China, such as cake snacks, potato made leisure food, cool candies, infant milk powder and materials, dried meat floss, etc. In future, the instant food business will continue to develop along the line of diversification, innovation and internationalization in operations, and will accelerate the structural adjustment of new business channel on the basis of re-shaping the core bakery business to control loss within a reasonable extent.

Looking ahead in 2015, the instant food business will continue the overall strategy of “reducing loss, adjusting structure and stabilizing growth”. The product strategies will focus on re-shaping the core bakery products, the market share of the core product line will be expanded through innovations in products and marketing to consolidate its leading position as a category leader. New businesses will focus on post-branding differentiated operations by capturing the consumption trend accurately to increase the satisfaction level of consumers effectively. The sales strategies of instant noodle business will continue to adjust the Go To Market Model by strengthening indirect and direct efforts and channel innovations to focus on key regional operations. In production and quality management, automation of production and manufacturing processes will be improved and production costs will be strictly controlled to enhance the gross profit margin of products, while inspection of the sources of raw materials will be reinforce and customer complaint handling process will be improved to ensure food safety.



飲品事業

2014年中國飲料行業的增長減緩，經濟不景氣及氣候不穩定等因素影響令消費不如預期，2014年整體飲料市場銷售量同比增長2.6%，較2013年的6.9%成長為低，經營環境極具挑戰。

2014年康師傅飲品事業整體營業額為5,801,005千美元，佔集團總營業額56.66%，較去年同期下跌7.46%，年內得益於主要原材料膠粒及糖價下降，令毛利率同比上升1.17個百分點至31.92%；面對嚴峻的市場環境，我們一方面善控分銷費用，同時為佈建將來更有效率的營運，於年內進行康百聯盟架構整合，致影響利潤的成長，2014年康師傅飲品事業的股東應佔溢利為71,956千美元，同比成長1.35%如扣除年內架構整合的費用，同比成長50.21%。

BEVERAGE BUSINESS

In 2014, the beverage industry in China grew at a slower rate. Impact of factors, such as economic downturn and unstable weather conditions, resulted in lower than expected growth in consumption, sales volume in the overall beverage market increased by 2.6% year-on-year, lower than the growth rate at 6.9% in 2013, and the operating environment was full of challenges.

In 2014, turnover for beverage business decreased by 7.46% to US\$5,801.005 million year on year, representing 56.66% of the Group's total turnover. During the year, gross margin of beverage business increased by 1.17 ppt. to 31.92% due to the decrease in costs of raw materials such as PET resin and sugar. Confronted with such a severe market environment, we improved our control over distribution costs on one hand, while implementing Master Kong-Pepsi alliance structural consolidation during the year for more efficient operations in future resulting in an impact on profit growth. Profit attributable to owners of the Company from the beverage business was US\$71.956 million, year-on-year grew by 1.35%. Excluding the structural consolidation cost, the profit grew by 50.21% year-on-year.

據AC Nielsen銷售量數據顯示2014年1-12月，本集團即飲茶市場(含奶茶)佔有率達53.9%，較去年同期上升2.1個百分點，繼續穩佔市場第一，於含奶即飲茶市佔率達19.4%；在包裝水部份，市佔率為20.8%，居市場第一位；果汁飲料憑藉康師傅旗下果汁品牌(康師傅果汁，每日C，傳世新飲，冰糖系列及傳養果薈)及百事純果樂品牌，令本集團於中國整體果汁市場的市佔率達23.9%，居市場第二位。據Canadean 2014年1-12月銷售量最新數據顯示，本集團碳酸飲料整體市佔率為30.3%，其中可樂味及果味碳酸市佔率分別為48.3%及38.7%，繼續保持市場領導地位。

康師傅飲品事業配合市場消費趨勢，滿足消費者飲用各種情境，持續發展新口味、新配方、新包裝，運用結合數位行銷工具的營銷策略，傳達健康美味新生活的概念，將健康結合美味的優秀產品分享給廣大消費者。

即飲茶系列的冰紅茶、綠茶持續以青春活力正能量概念，結合流行趨勢抓緊年輕消費群，茉莉系列以浪漫為主題開創新飲用時機，無糖茶系列飲料重現原味，滿足消費者健康趨勢新需求。把握冬季飲用時機，推廣奶茶與無糖茶熱飲，以香濃奶味與濃郁茶芬芳溫暖消費者。

According to AC Nielsen data, in terms of sales volume, year-to-date December 2014, the Group's RTD tea (include milk tea) gained 53.9% market share, grew by 2.1 ppt. when compared to same period last year, continued to rank No. 1 in the market. The market share of the Group's RTD tea with milk was 19.4%. In the bottled water market, the Group gained 20.8% market share and ranked No.1. By leveraging on the fruit juice brands under Master Kong (Master Kong juice, Fresh Daily C, New Taste for Traditional Drink, Crystal Sugar Series and Traditional Fruit Mix) and Pepsi's Tropicana, the market share of the Group in the overall fruit juice market in China was 23.9%, ranking No. 2. According to the Canadean data base, in terms of sales volume, year-to-date December 2014, the market share of the Group's carbonated soft drink was 30.3%. While for Cola flavor and fruit flavor market segments, the Group gained 48.3% and 38.7% market share respectively, both remain a leading market position.

The beverage business of Tingyi followed the market consumption trend and fulfilled consumers' beverage needs in all scenarios, continued to develop new flavor, new formula and new packing, adopt marketing strategies integrated with digital marketing tools and disseminated the ideas of a new, healthy and tasty lifestyle to share excellent products combining healthy and tasty flavors with consumers in general.

The RTD tea product series, such as iced tea and green tea, continued to capitalize on the concept of positive young and vigorous energy by following the trendy line to capture the young consumer group tightly. The jasmine tea series discovered a new drinking season under the theme of romance, beverages of sugar-free tea series focused on original flavor to satisfy the needs of health curious consumers. Milk tea and hot sugar-free tea drinks were promoted through capturing the winter drinking season and warmed up the consumers with aromatic strong milky taste and strong tea fragrance.







果汁產品明確分為中式果汁與西式果汁兩大系列，覆蓋更多消費者口味偏好。中式果汁的傳世與傳養產品，以中國傳統經典口味與養身滋補健康為題，持續精進配方，推出具有中國風味的果汁。西式果汁的康師傅果汁與每日C，則是以提供好喝水果、營養豐富又健康的果汁的策略，持續創新精進產品。

包裝水部分，優悅礦物質水持續以綿密的生產據點與通路配送，提供給客戶與消費者更好的服務。另外推出源自長白山的天然礦泉供消費者選擇，未來將會有更多優質水源生產基地加入，以滿足更廣大的消費者市場。

Fruit juice products are clearly divided into two main categories of traditional Chinese fruit juices and western fruit juices to cover more preferences in consumer tastes. The traditional Chinese fruit juice series, New Taste for Traditional Drink (傳世新飲) and Traditional Fruit Mix (傳養果薈), developed along the themes of Chinese traditional classic taste and health preservation and nourishment, respectively, to further improve their formulae. Master Kong's fruit juices and Fresh Daily C under the western fruit juice category provide tasty fruit juices rich in vitamins and nourishing ingredients for good health and continuous innovations for enhanced products will be pursued.

For bottled water, the Youyue Mineral Water (優悅礦物質水) continued to provide better services to customers and consumers through more production facilities and efficient distribution networks. Moreover, by launching natural mineral water flowing from its source in Changbai Mountain, there will be more production bases at quality water sources in future to satisfy more extensive needs in the consumer market.



碳酸飲料部分百事可樂的「把樂帶回家」及「一塊變土豪UTC活動」，美年達的「果味人氣王」年度活動深得年輕人喜愛。百事可樂自2005就是中國可樂的第一品牌，非碳酸飲料的發展對百事飲品事業長期發展至關重要，2014年採取聚焦策略，佳得樂於2014年全國維穩經營，聚焦華南、華東市場的消費者溝通和教育，在穩定產品鋪貨率的同時積極佈局「運動場所」管道，目標卡位專業運動飲料第一品牌。年內純果樂持續推出創新口味，豐富產品線、活化品牌，旗下鮮果粒品牌5月份上市全新蘋果味以來，銷量增長迅速；果繽紛品牌新推出芒果黃桃，也以其獨特的混合口味，受到廣大年輕消費者的青睞！期內純水樂透過新瓶型，新包裝的設計，帶動銷量增長，藉由康師傅設立的綿密生產據點，充分發揮規模綜效降低成本，康百聯合優勢盡顯，快速滿足通路客戶的各種

For carbonated drinks, the promotional activities of PepsiCo, “Bring home ‘la’” (把樂帶回家) and the “UTC event of turning into local rich persons together” (一塊變土豪UTC活動) as well as the annual campaign of Mirinda, the “Most Popular Fruit Flavor Drink” (果味人氣王), were warmly received by young people. Pepsi Cola drinks has been the No.1 brand in the cola drink market of China since 2005. The development of non-carbonated beverages was critical to the long-term development of the Pepsi beverage business. In 2014, a focused strategy was adopted. In 2014, the operation of Gatorade in China had been stable. Focuses were placed in communicating and educating consumers in Southern and Eastern China. Apart from stabilizing the penetration rate of the products we also proactively deploy the “sports facilities” channels with an aim to lock Gatorade as the No. 1 brand of professional sports drinks. During the year, Tropicana launched innovative flavors successively to enrich the product line and revitalize its brand, its subordinate brand of fresh fruit crumbs was launched in May with a brand new apple flavor, the sales volume increased rapidly so far. A new mango-apricot flavor was launched under the fruit cocktail brand and its unique blended flavor won overwhelming popularity among young consumers in general! During the period, Aquafina Pure Water drove sales growth through using new shape and design of bottles. And through the densely distributed production facilities established by Tingyi, costs were reduced by sufficiently exploiting the economies of scale effect, and the advantages of a Master Kong – Pepsi alliance were

需求，達到強化核心競爭能力的終極目的，打造競爭力。

康師傅通過創建卓有成效的節能節水降耗措施，以及生產工藝與設備進行改善，優化流程，在節能減排、生產效益提升均有突出的表現。建立飲品食安體系，持續強化供應商溯源制度管理，引領行業朝健康持續發展而努力。

2015年底上海迪士尼樂園即將開幕，康師傅飲品控股有限公司和百事可樂公司為戰略合作夥伴，持續規劃有特色與影響力的市場營銷活動，預期讓全世界消費者在上海迪士尼見證中國茶飲料文化，藉此推廣至國際。

2015年中國經濟進入新常態，市場在中央政策下可望轉型，康師傅持續發揮康百聯盟的組織優勢、市場綜效。運用新媒體與新科技，持續進行通路精耕電子化。節能減碳降低成本，強化品類管理，精準迅速應對市場變化，創新產品開發，捕捉更多差異化商機。品牌建設與消費者溝通上，提倡健康運動新生活、堅持生產工藝持續創新、嚴格把關食品安全，提供健康、營養、安全、美味的優質產品，向企業同行、社會、民眾傳遞健康、感動、正能量。

fully revealed to fulfill various needs of customers from all channels to achieve the ultimate objectives of strengthening core competitiveness and creating competitive edges.

Tingyi, through the development of its effective energy and water saving and consumption reduction measures, improvements in production process and equipment and optimization in workflow process, outstanding performance has been achieved in energy saving, emission reduction and enhancement of production efficiency. Through the establishment of the beverage and food safety system and continuous strengthening of the supplier source management system, it strives to lead the industry into a healthy and sustainable development direction.

The Shanghai Disney Resort will open by the end of 2015. Tingyi-Asahi Beverages Holding Co., Ltd. and PepsiCo Inc. are strategic cooperation partners, they will continue to plan marketing activities with special features and influences. It is expected worldwide consumers will experience the Chinese tea beverage culture at the Shanghai Disney Resort for further promotion internationally.

In 2015, the Chinese economy enters a new normal state, the market is expected to transform under the central government policies. Tingyi will continue to capitalize on the organization advantages and integrated marketing effectiveness of the Master Kong – Pepsi alliance. Through the use of new media and new technologies, continuous refined development of electronic channels, reducing costs by energy saving and low carbon measures, strengthening product category management, responding to market changes accurately and rapidly and the development of innovative products, more differentiated business opportunities will be captured. In the area of brand building and consumer communication, a healthy, sportive and new lifestyle is encouraged, persistent innovations in production process are pursued and food safety will be strictly guarded, in order to provide healthy, nourishing, safe and tasty quality products and for delivering healthy, touching and positive energies to peer enterprises, community and the public.



## 財務分析

本集團在2014年通過對應收、應付帳款、現金與存貨的有效控制，繼續保持穩健的財務結構。於2014年12月31日，本集團的庫存現金及銀行存款為1,183,103千美元，較2013年同期相比，減少了66,787千美元，仍保持著充足的現金持有量。本集團截止2014年12月31日的總資產及總負債分別為9,206,057千美元及5,110,393千美元，分別較2013年同期增加781,736千美元及612,459千美元；負債比例為55.51%，較2013年同期上升了2.12個百分點。

截止2014年12月31日，本集團有息借貸規模為2,628,754千美元，相較於2013年同期，增加了952,475千美元，貸款的主要用途為集團上海運籌中心之物業及生產設備的資本性開支與營運資金的需求。本集團進一步調整貸款結構，人民幣貸款佔比有所上升，令外幣與人民幣貸款的比例為82%:18%，去年同期為88%:12%。長短期的比例為47%:53%，去年同期為39%:61%。由於本集團的交易大部分以人民幣為主，期內人民幣對美元的匯率貶值了2.27%，對本集團造成2014年1-12月滙兌損失共117,740千美元，分別包含收益表內的15,742千美元及外幣換算儲備內的101,998千美元。

## FINANCING

The Group continued to maintain a stable and healthy finance structure through the effective control of trade receivables, trade payables, cash and inventories. The Group believes it to be appropriate to maintain sufficient cash balances. At 31 December 2014, the Group's cash and bank deposits totaled US\$1,183.103 million, a decrease of US\$66.787 million from the previous year. The Group's total assets and total liabilities amounted to approximately US\$9,206.057 million and US\$5,110.393 million respectively, representing increases of US\$781.736 million and US\$612.459 million respectively when compared to 31 December 2013. The debt ratio increased by 2.12 ppt. to 55.51% as compared with the same period in 2013.

At the end of 2014, the Group's total borrowings increased by US\$952.475 million to US\$2,628.754 million. The borrowings were mainly used for acquisition of properties for the Group's Shanghai operation center and production facilities and general working capital. The Group has further adjusted the structure of borrowings by increasing the proportion of borrowings in Renminbi. As a result, the proportion of the total borrowings denominated in foreign currencies and Renminbi was 82% and 18%, last year was 88% and 12% respectively. The proportion between long-term loans and short-term loans was 47%: 53%, as compared with 39%: 61% in 2013. The Group's transactions were mainly denominated in Renminbi. During the year, the depreciation in Renminbi against the US Dollar of 2.27% brought an exchange loss in aggregate of US\$117.740 million, the exchange loss of US\$15.742 million and US\$101.998 million have been included in the income statement and exchange translation reserve respectively.

於結算期內，本集團為百事飲料業務的整合方案向員工提出自願優退計劃（「該計劃」），在該計劃中本集團提供方案予影響的員工，他們可以決定是否接受以離職換取方案中提供的福利。

於結算期內，73,017,000美元的合約終止補償已認列為費用。如所有合符資格員工接受該計劃，本集團估計2015至2016年間預期可能再發生合約終止補償的總額約為70,000,000美元。

During the reporting period, the Group announced a voluntary retirement plan (the “Plan”) for its employees as a result of an integration programme of its Pepsi beverage business. The Group has made an offer of the Plan to the affected employees who can decide to accept the offer of benefits in exchange for the termination of their employments.

The termination benefits of US\$73,017,000 have been recognised as expenses during the reporting period. The estimated possible obligation of termination benefits is about US\$70,000,000 which is expected to be settled between 2015 and 2016 if all the offers are accepted by qualified employees.

#### 財務比率

#### Financial Ratio

		截至12月31日止 For the year ended 31 December	
		2014年	2013年
製成品周轉期	Finished goods turnover	<b>11.73 Days/日</b>	12.90 Days/日
應收賬款周轉期	Trade receivables turnover	<b>8.89 Days/日</b>	8.23 Days/日
流動比率	Current ratio	<b>0.64 Times/倍</b>	0.66 Times/倍
淨負債與資本比率（淨借貸相對於本公司股東權益比率）	Gearing ratio (Net debt to equity attributable to owners of the Company)	<b>0.48 Times/倍</b>	0.15 Times/倍
負債比率（總負債相對於總資產）	Debt ratio (Total liabilities to total assets)	<b>55.51%</b>	53.39%

## 人力資源

本集團僱用員工數於2014年12月31日微調為79,003人(2013年底為80,541人)，期望以更精省的組織、更具效率的管理，逐步實現企業目標與願景。秉持集團「弘揚中華飲食文化」的使命、「成為受尊崇的企業」的願景，康師傅持續將人才發展作為企業發展的基石，除不斷完善基本人力資源政策，在選、育、用、留等面向大幅提升集團整體人力資源素質之外，近年來，更將人才發展，以及挖掘、培養潛力員工，置於集團人力資源政策的重中之重，期許為集團在邁入穩步成長期的下個十年裡，鞏固現有人力資源競爭優勢、強化人才素質發展力道，積極為旗下各事業體構築不斷創新、永續成長的堅實基礎。

2014年，人力資源的首要工作目標是為集團培育、發展高素質人才，持續推進接班人才梯隊計劃，並落實人才發展路徑。以儲備高階人才計劃為例，儲備總經理／高階人才庫中有高達51%的成員於2014年晉升為營運中心總經理。此外，人才發展計劃還包括定位人才核心能力、引進人才測評系統，並開展各層級教育訓練課程，大幅提升在職主管與潛力人才的領導力與管理能力，配合目前的組織與人力結構調整，為集團厚植永續成長的核心競爭力。

如此策略人資作法，本集團於2015年初立足新地標上海運籌中心(W Square)，以嶄新思維面對全新挑戰與機會，邁向下一階段成長新台階的發展策略相互呼應，為康師傅的長期、穩定成長共同做出貢獻。

## HUMAN RESOURCES

Human Resource Division has been continuously dedicated in carving the keystone for the Group with human resource management and development while upholding the corporate mission and vision of “Promoting Chinese Food Culture” and “Establishing as a Prestigious Company”. Aiming to achieve corporate goals and missions with a lean organization and efficient management, the employee number of the Group as at 31 December 2014 was 79,003, slightly adjusted from 80,541 as at the same time the previous year. In addition to improving and polishing fundamental HR practices in recruiting, employment, training, and compensation, the center of HR focus and activities in 2014 was to identify, nourish, and develop potential talents, aspiring to maintaining current HR competitive strengths, reinforcing talent pool excellences, as well as endowing the Group with innovative capacity for sustainable growth and prosperity in the coming decade.

The first priority of Human Resource Management projects in 2014 were high potential development program, critical-talent pipeline management, continual promotion of successor program, and implementation of talent development roadmap. As an example of outstanding achievements, 51% members of high level critical-talent pipeline program were promoted as regional general managers in 2014. High potential development program was aiming for elevating leadership and management skills of current and future managers, and to coordinate with organization reengineering to equip the Group with corporate core competence for sustainable growth. Tasks included talent core competence identification, introducing high potential evaluation system, and initiating training courses for all level employees.

Corresponding to the Group’s development strategy: New Mindset for the next decade demonstrated as the relocation at the New Landmark, W Square, in Shanghai in early 2015, and preparing for the next giant leap on the New Stage, the HR objectives were set to contribute to the continual and flourishing success of the Group.





### 生產規模

為精進生產效益，康師傅不斷擴大於具發展潛力產品生產規模上、同時優化生產設備，從生產效能上支持集團在國內食品行業的翹楚地位，截止至2014年12月31日，康師傅共有129家生產工廠以及697條生產線投入生產。

於方便麵事業，天津、杭州作為世界最大的單一方便麵工廠已全面投產並配套先進的電腦物流倉儲設備。飲品事業的生產佈局發展策略仍著重於水廠的加速部點，同時針對市場需求，適度投入產能以進一步完善產品的供應網絡。康百整合綜效，於2014年逐步增加碳酸飲料的產能，使得百事碳酸飲料生產據點持續擴大；同時，藉由康師傅包裝水廠佈局的優勢，增加百事純水樂在康飲水廠的代工據點，有效改善空白地區產品供貨的即時性以及降低物流成本。

### PRODUCTION SCALE

In order to boost the production efficiency, Master Kong will continue to expand the production scale of products with potentials in development, while optimizing production equipment, so as to support the leading position of the Group in the food industry in China in terms of production efficiency. As at 31 December 2014, the Group had 129 production plants and 697 production lines in operation.

With respect to the instant noodle business, as the world's single largest instant noodle factory, Tianjin and Hangzhou have already commenced production and being supported with advanced computer logistics and warehousing facilities. The development strategy deployed by the production operation of the beverage business is still focused on accelerating the supply of water station. At the same time the supply network of product will further improve by targeting at the market demand and increasing the production capacity as appropriate. The creation of Master Kong & PepsiCo alliance brought synergies, which gradually increased the production capacity of carbonated drinks in 2014, making the production bases for Pepsi carbonated beverage continued to expand. At the same time, by leveraging on the advantages of the allocation of the bottled water factories of Master Kong, the OEM sites for Pepsi's bottled water were added in the Master Kong drinking water factories network. This had effectively improved availability of products at new markets and reduced the logistics costs.



### 質量管理

提供安全、營養與健康的高質量食品既是企業責任，也是持續成長的基礎。康師傅不僅是方便面行業的領頭羊，在飲品、糕餅業也佔有舉足輕重的地位；堅持以食品安全管理技術的持續提升為消費者滿意駐防最扎實的保障。在國際級食安支撐團隊下，強化食品安全管理體系，推動供應鏈評估系統、食品防禦和環境監控計劃；與食品相關領域權威專家合作開展原料與工藝中的食安風險診斷，並自建國際級檢驗能力從未知污染物檢測、攪雜摻假的鑒別，加工副產物基礎研究等方面做好多重

### QUALITY MANAGEMENT

It is a corporate responsibility to provide food that is safe, nutritious and of high quality, which is also a basis for sustainable growth. Master Kong is not only the leader in the instant noodle industry, but also plays an important role in the beverage and pastry industries. By adhering to continuous improvement in the technologies for the management of food safety, it is the most solid protection for providing satisfaction to consumers. With the support of international food safety team, enhancement for the food safety management system, supply chain assessment systems, food defense and environmental monitoring programs were facilitated. We cooperate with experts in food safety to evaluate raw materials and the risks of food safety in the production processes. We will prepare from different aspects in building our own



確保。持續推動追溯系統信息化建設，提升產品追溯能力；結合源頭管理與流程監控，全力投入，持續提升，為消費者提供最安全、營養與健康的食品。

laboratory of international standards to inspect unknown contaminant detection, identify adulterated adulteration, and basic research in processing by-product of doing basic research. We will continue to promote the construction of information system with retrospective tracing ability so as to enhance the tracing ability of products from a retrospective aspect. We will combine source management and process monitoring, and devote our best endeavours to improve and enhance on an ongoing basis, so as to provide consumers with food that is most safe, nutritious and healthy.

