

**Lenovo Group Limited**

2020/21 Interim Report

Stock Code 992

**Lenovo**

**Smarter  
technology  
for all**

# Smarter puts more power in your fingertips



Motorola Razr 5G



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# Smarter challenges convention

ThinkPad X1 Fold



# CONSOLIDATED INCOME STATEMENT

		<b>3 months ended September 30, 2020 (unaudited) US\$'000</b>	<b>6 months ended September 30, 2020 (unaudited) US\$'000</b>	3 months ended September 30, 2019 (unaudited) US\$'000	6 months ended September 30, 2019 (unaudited) US\$'000
	Note				
Revenue	2	<b>14,518,909</b>	<b>27,866,765</b>	13,521,989	26,034,142
Cost of sales		<b>(12,266,356)</b>	<b>(23,572,904)</b>	(11,339,441)	(21,803,203)
Gross profit		<b>2,252,553</b>	<b>4,293,861</b>	2,182,548	4,230,939
Selling and distribution expenses		<b>(726,174)</b>	<b>(1,358,341)</b>	(777,804)	(1,541,133)
Administrative expenses		<b>(643,215)</b>	<b>(1,304,317)</b>	(584,534)	(1,195,250)
Research and development expenses		<b>(306,531)</b>	<b>(639,101)</b>	(318,028)	(647,343)
Other operating (expenses)/ income - net		<b>(12,128)</b>	<b>8,280</b>	(60,438)	(62,818)
Operating profit	3	<b>564,505</b>	<b>1,000,382</b>	441,744	784,395
Finance income	4(a)	<b>9,342</b>	<b>17,333</b>	10,602	24,474
Finance costs	4(b)	<b>(91,617)</b>	<b>(198,449)</b>	(136,218)	(251,240)
Share of losses of associates and joint ventures		<b>(11,843)</b>	<b>(16,803)</b>	(6,072)	(7,448)
Profit before taxation		<b>470,387</b>	<b>802,463</b>	310,056	550,181
Taxation	5	<b>(120,833)</b>	<b>(206,102)</b>	(66,417)	(114,600)
Profit for the period		<b>349,554</b>	<b>596,361</b>	243,639	435,581
Profit attributable to:					
Equity holders of the Company		<b>310,195</b>	<b>523,017</b>	202,194	364,421
Perpetual securities holders		<b>13,440</b>	<b>26,880</b>	13,440	26,880
Other non-controlling interests		<b>25,919</b>	<b>46,464</b>	28,005	44,280
		<b>349,554</b>	<b>596,361</b>	243,639	435,581
Earnings per share attributable to equity holders of the Company					
Basic	6(a)	<b>US2.59 cents</b>	<b>US4.39 cents</b>	US1.69 cents	US3.06 cents
Diluted	6(b)	<b>US2.48 cents</b>	<b>US4.24 cents</b>	US1.62 cents	US2.94 cents
Dividend	7		<b>102,298</b>		96,640

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	<b>3 months ended September 30, 2020 (unaudited) US\$'000</b>	<b>6 months ended September 30, 2020 (unaudited) US\$'000</b>	3 months ended September 30, 2019 (unaudited) US\$'000	6 months ended September 30, 2019 (unaudited) US\$'000
Profit for the period	<b>349,554</b>	<b>596,361</b>	243,639	435,581
Other comprehensive income/(loss):				
<u>Items that will not be reclassified to profit or loss</u>				
Remeasurements of post-employment benefit obligations, net of taxes	<b>27</b>	<b>27</b>	-	380
Fair value change on financial assets at fair value through other comprehensive income, net of taxes	<b>(2,502)</b>	<b>(7,106)</b>	(414)	(3,458)
<u>Items that have been reclassified or may be subsequently reclassified to profit or loss</u>				
Fair value change on cash flow hedges from foreign exchange forward contracts, net of taxes				
- Fair value (loss)/gain, net of taxes	<b>(111,703)</b>	<b>(205,323)</b>	121,486	97,611
- Reclassified to consolidated income statement	<b>135,879</b>	<b>142,619</b>	(46,779)	(64,888)
Currency translation differences	<b>153,246</b>	<b>129,199</b>	(234,636)	(240,519)
Other comprehensive income/(loss) for the period	<b>174,947</b>	<b>59,416</b>	(160,343)	(210,874)
Total comprehensive income for the period	<b>524,501</b>	<b>655,777</b>	83,296	224,707
Total comprehensive income attributable to:				
Equity holders of the Company	<b>481,026</b>	<b>576,504</b>	42,326	149,835
Perpetual securities holders	<b>13,440</b>	<b>26,880</b>	13,440	26,880
Other non-controlling interests	<b>30,035</b>	<b>52,393</b>	27,530	47,992
	<b>524,501</b>	<b>655,777</b>	83,296	224,707

# CONSOLIDATED BALANCE SHEET

	Note	September 30, 2020 (unaudited) US\$' 000	March 31, 2020 (audited) US\$' 000
<b>Non-current assets</b>			
Property, plant and equipment	8	1,438,749	1,398,440
Right-of-use assets		808,439	812,235
Construction-in-progress		307,911	304,241
Intangible assets	8	7,980,138	7,984,582
Interests in associates and joint ventures		75,350	60,307
Deferred income tax assets	8	2,167,258	2,059,582
Financial assets at fair value through profit or loss		692,279	494,807
Financial assets at fair value through other comprehensive income		76,544	56,136
Other non-current assets		232,542	224,396
		<b>13,779,210</b>	13,394,726
<b>Current assets</b>			
Inventories	9	5,242,331	4,946,914
Trade receivables	10(a)	7,215,297	6,263,012
Notes receivable		36,879	11,529
Derivative financial assets		50,533	138,813
Deposits, prepayments and other receivables	11	4,772,195	3,559,239
Income tax recoverable		235,144	196,464
Bank deposits		53,967	66,480
Cash and cash equivalents		3,698,658	3,550,990
		<b>21,305,004</b>	18,733,441
<b>Total assets</b>		<b>35,084,214</b>	32,128,167

# CONSOLIDATED BALANCE SHEET

	Note	September 30, 2020 (unaudited) US\$' 000	March 31, 2020 (audited) US\$' 000
Share capital	15	3,185,923	3,185,923
Reserves		336,108	11,619
Equity attributable to owners of the Company		3,522,031	3,197,542
Perpetual securities	16	993,670	993,670
Other non-controlling interests		706,969	634,321
Put option written on non-controlling interests	13(b)	(766,238)	(766,238)
<b>Total equity</b>		<b>4,456,432</b>	4,059,295
<b>Non-current liabilities</b>			
Borrowings	14	2,543,552	1,564,619
Warranty provision	12(b)	262,514	258,840
Deferred revenue		1,027,642	864,805
Retirement benefit obligations		485,055	458,386
Deferred income tax liabilities		364,881	342,805
Other non-current liabilities	13	1,369,072	1,321,296
		<b>6,052,716</b>	4,810,751
<b>Current liabilities</b>			
Trade payables	10(b)	8,525,712	7,509,724
Notes payable		1,108,077	1,458,645
Derivative financial liabilities		54,137	73,784
Other payables and accruals	12(a)	10,518,603	9,025,643
Provisions	12(b)	786,180	718,771
Deferred revenue		929,871	819,199
Income tax payable		349,064	357,375
Borrowings	14	2,303,422	3,294,980
		<b>24,575,066</b>	23,258,121
<b>Total liabilities</b>		<b>30,627,782</b>	28,068,872
<b>Total equity and liabilities</b>		<b>35,084,214</b>	32,128,167

# CONSOLIDATED CASH FLOW STATEMENT

	Note	6 months ended September 30, 2020 (unaudited) US\$'000	6 months ended September 30, 2019 (unaudited) US\$'000
Cash flows from operating activities			
Net cash generated from operations	17	<b>1,561,912</b>	1,700,743
Interest paid		<b>(146,162)</b>	(264,028)
Tax paid		<b>(327,276)</b>	(196,715)
Net cash generated from operating activities		<b>1,088,474</b>	1,240,000
Cash flows from investing activities			
Purchase of property, plant and equipment		<b>(119,849)</b>	(106,153)
Sale of property, plant and equipment		<b>28,965</b>	6,352
Acquisition of subsidiaries, net of cash acquired		<b>(5,049)</b>	-
Disposal of subsidiaries, net of cash disposed		<b>(5,161)</b>	(18,155)
Interest acquired in an associate and a joint venture		<b>(303)</b>	(1,616)
Payment for construction-in-progress		<b>(167,681)</b>	(201,867)
Payment for intangible assets		<b>(72,094)</b>	(165,697)
Purchase of financial assets at fair value through profit or loss		<b>(103,256)</b>	(27,450)
Purchase of financial assets at fair value through other comprehensive income		<b>(24,714)</b>	-
Loan to a joint venture		-	(72,603)
Net proceeds from sale of financial assets at fair value through profit or loss		<b>56,452</b>	51,540
Net proceeds from sale of a financial asset at fair value through other comprehensive income		<b>493</b>	-
Payment of contingent consideration		<b>(117,390)</b>	-
Decrease in bank deposits		<b>12,513</b>	4,983
Dividends received		<b>384</b>	2,390
Interest received		<b>17,333</b>	24,474
Net cash used in investing activities		<b>(499,357)</b>	(503,802)

# CONSOLIDATED CASH FLOW STATEMENT

	6 months ended September 30, 2020 (unaudited) US\$'000	6 months ended September 30, 2019 (unaudited) US\$'000
Note		
Cash flows from financing activities		
Capital contribution from other non-controlling interests	<b>18,420</b>	17,638
Contribution to employee share trusts	<b>(54,838)</b>	(34,361)
Issue of convertible preferred shares	-	300,000
Issue of notes	<b>1,003,500</b>	-
Issuing costs of notes	<b>(4,485)</b>	-
Repayment of notes	<b>(565,643)</b>	(786,244)
Principal elements of lease payments	<b>(59,778)</b>	(67,219)
Dividends paid	<b>(332,359)</b>	(334,775)
Distribution to perpetual securities holders	<b>(26,880)</b>	(26,880)
Dividends paid to convertible preferred shares holders	<b>(6,000)</b>	-
Repurchase of convertible preferred shares	<b>(16,575)</b>	-
Proceeds from borrowings	<b>2,267,961</b>	2,320,000
Repayments of borrowings	<b>(2,702,288)</b>	(1,400,000)
Net cash used in financing activities	<b>(478,965)</b>	(11,841)
Increase in cash and cash equivalents	<b>110,152</b>	724,357
Effect of foreign exchange rate changes	<b>37,516</b>	(76,271)
Cash and cash equivalents at the beginning of the period	<b>3,550,990</b>	2,662,854
Cash and cash equivalents at the end of the period	<b>3,698,658</b>	3,310,940

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Attributable to equity holders of the Company

	Share capital (unaudited) US\$'000	Investment revaluation reserve (unaudited) US\$'000	Employee share trusts (unaudited) US\$'000	Share-based compensation reserve (unaudited) US\$'000	Hedging reserve (unaudited) US\$'000	Exchange reserve (unaudited) US\$'000	Other reserve (unaudited) US\$'000	Retained earnings (unaudited) US\$'000	Perpetual securities (unaudited) US\$'000	Other non-controlling interests (unaudited) US\$'000	Put option written on non-controlling interests (unaudited) US\$'000	Total (unaudited) US\$'000
At April 1, 2020	3,185,923	(48,716)	(101,467)	287,574	58,489	(1,799,017)	176,642	1,438,114	993,670	634,321	(766,238)	4,059,295
Profit for the period	-	-	-	-	-	-	-	523,017	26,880	46,464	-	596,361
Other comprehensive (loss)/income	-	(7,106)	-	-	(62,704)	123,270	-	27	-	5,929	-	59,416
Total comprehensive (loss)/income for the period	-	(7,106)	-	-	(62,704)	123,270	-	523,044	26,880	52,393	-	655,777
Transfer to statutory reserve	-	-	-	-	-	-	8,890	(8,890)	-	-	-	-
Transfer of investment revaluation reserve upon disposal of a financial asset at fair value through other comprehensive income to retained earnings	-	(53)	-	-	-	-	-	53	-	-	-	-
Vesting of shares under long-term incentive program	-	-	125,853	(157,333)	-	-	-	-	-	-	-	(31,480)
Deferred tax in relation to long-term incentive program	-	-	-	6,009	-	-	-	-	-	-	-	6,009
Acquisition of subsidiaries	-	-	-	-	-	-	-	-	-	2,113	-	2,113
Disposal of subsidiaries	-	-	-	-	-	306	(1,819)	-	-	-	-	(1,513)
Settlement of bonus through long-term incentive program	-	-	-	34,444	-	-	-	-	-	-	-	34,444
Share-based compensation	-	-	-	127,752	-	-	-	-	-	-	-	127,752
Contribution to employee share trusts	-	-	(54,838)	-	-	-	-	-	-	-	-	(54,838)
Dividends paid	-	-	-	-	-	-	-	(332,359)	-	-	-	(332,359)
Capital contribution from other non-controlling interests	-	-	-	-	-	-	-	-	-	18,112	-	18,112
Change of ownership of subsidiaries without loss of control	-	-	-	-	-	-	(30)	-	-	30	-	-
Distribution to perpetual securities holders	-	-	-	-	-	-	-	-	(26,880)	-	-	(26,880)
At September 30, 2020	3,185,923	(55,875)	(30,452)	298,446	(4,215)	(1,675,441)	183,683	1,619,962	993,670	706,969	(766,238)	4,456,432
At April 1, 2019	3,185,923	(36,095)	(140,209)	311,540	23,240	(1,371,932)	163,241	1,260,745	993,670	473,178	(766,238)	4,097,063
Profit for the period	-	-	-	-	-	-	-	364,421	26,880	44,280	-	435,581
Other comprehensive (loss)/income	-	(3,458)	-	-	32,723	(244,231)	-	380	-	3,712	-	(210,874)
Total comprehensive (loss)/income for the period	-	(3,458)	-	-	32,723	(244,231)	-	364,801	26,880	47,992	-	224,707
Transfer to statutory reserve	-	-	-	-	-	-	11,995	(11,995)	-	-	-	-
Transfer of investment revaluation reserve upon disposal of a financial asset at fair value through other comprehensive income to retained earnings	-	894	-	-	-	-	-	(894)	-	-	-	-
Vesting of shares under long-term incentive program	-	-	148,459	(195,771)	-	-	-	-	-	-	-	(47,312)
Deferred tax in relation to long-term incentive program	-	-	-	(4,999)	-	-	-	-	-	-	-	(4,999)
Disposal of subsidiaries	-	-	-	-	-	-	(267)	-	-	-	-	(267)
Share-based compensation	-	-	-	123,697	-	-	-	-	-	-	-	123,697
Contribution to employee share trusts	-	-	(34,361)	-	-	-	-	-	-	-	-	(34,361)
Dividends paid	-	-	-	-	-	-	-	(334,775)	-	-	-	(334,775)
Capital contribution from other non-controlling interests	-	-	-	-	-	-	-	-	-	17,638	-	17,638
Change of ownership of subsidiaries without loss of control	-	-	-	-	-	-	373	-	-	(373)	-	-
Distribution to perpetual securities holders	-	-	-	-	-	-	-	-	(26,880)	-	-	(26,880)
At September 30, 2019	3,185,923	(38,659)	(28,111)	234,467	55,963	(1,616,163)	175,342	1,277,882	993,670	538,435	(766,238)	4,014,511

# NOTES

## 1 GENERAL INFORMATION AND BASIS OF PREPARATION

The financial information relating to the year ended March 31, 2020 included in the FY2020/21 interim results announcement as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Hong Kong Companies Ordinance is as follows:

The Company will deliver the consolidated financial statements for the year ended March 31, 2020 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance.

The Company's auditor has reported on those consolidated financial statements of the Group. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Hong Kong Companies Ordinance.

### **Basis of preparation**

The financial information presented above and notes thereto are extracted from the Group's consolidated financial statements and presented in accordance with Appendix 16 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board is responsible for the preparation of the Group's consolidated financial statements. The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards. The consolidated financial statements have been prepared under the historical cost convention except that certain financial assets and financial liabilities are stated at fair values.

The accounting policies adopted are consistent with those of the previous financial year. The Group has reclassified right-of-use assets related to leasehold land and buildings, which was previously classified as "property, plant and equipment", and "prepaid lease payments" to "right-of-use assets" in the consolidated balance sheet.

The below amended standards became applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these amended standards.

- Amendments to HKFRS 3, Definition of a business
- Amendments to HKAS 1 and HKAS 8, Definition of material
- Amendments to HKFRS 9, HKAS 39 and HKFRS 7, Interest rate benchmark reform

## 1 GENERAL INFORMATION AND BASIS OF PREPARATION *(continued)*

### **New amendments to existing standards not yet effective**

The following new amendments to existing standards, which are considered appropriate and relevant to the Group's operations, have been issued but are not effective for the year ending March 31, 2021 and have not been early adopted:

	<b>Effective for annual periods beginning on or after</b>
Amendments to HKFRS 16, COVID-19-Related rent concessions	June 1, 2020
Amendments to HKAS 37, Onerous contracts – Cost of fulfilling a contract	January 1, 2022
Annual improvements to HKFRS Standards 2018-2020 Cycle	January 1, 2022
Amendments to HKAS 16, Property, plant and equipment: Proceeds before Intended Use	January 1, 2022
Amendments to HKFRS 3, Reference to the conceptual framework	January 1, 2022
Amendments to HKAS 1, Classification of liabilities as current or non-current	January 1, 2023
Amendments to HKFRS 10 and HKAS 28, Consolidated financial statements and investments in associates	Date to be determined

The Group is in the process of assessing what the impact of these developments is expected to be in the period of initial application. So far it has concluded that their adoption is unlikely to have a significant impact on the consolidated financial statements of the Group.

## 2 SEGMENT INFORMATION

Management has determined the operating segments based on the reports reviewed by the Lenovo Executive Committee (“LEC”), the chief operating decision-maker, that are used to make strategic decisions. Segments by business group comprise IDG and DCG.

The LEC assesses the performance of the operating segments based on a measure of pre-tax income/(loss). This measurement basis excludes the effects of non-recurring expenses such as restructuring costs from the operating segments. The measurement basis also excludes the effects of certain income and expenses such as fair value change of financial instruments and disposal gain/(loss) of fixed assets that are from activities driven by headquarters and centralized functions. Certain finance income and costs are not allocated to segments when these types of activities are driven by the central treasury function which manages the cash position of the Group.

Supplementary information on segment assets and liabilities presented below is primarily based on the business group of the entities or operations which carry the assets and liabilities, except for entities performing centralized functions for the Group the assets and liabilities of which are not allocated to any segment.

# NOTES

## 2 SEGMENT INFORMATION *(continued)*

### (a) Segment revenue and pre-tax income/(loss) for reportable segments

	6 months ended September 30, 2020		6 months ended September 30, 2019	
	Revenue from external customers US\$'000	Pre-tax income/ (loss) US\$'000	Revenue from external customers US\$'000	Pre-tax income/ (loss) US\$'000
IDG	24,776,256	1,320,948	23,347,543	1,148,786
DCG	3,090,509	(105,630)	2,686,599	(103,171)
Segment total	<b>27,866,765</b>	<b>1,215,318</b>	26,034,142	1,045,615
Unallocated:				
Headquarters and corporate (expenses)/ income - net		(380,167)		(272,320)
Depreciation and amortization		(102,620)		(76,832)
Impairment of intangible assets		(52,606)		-
Finance income		10,574		12,940
Finance costs		(101,131)		(148,084)
Share of losses of associates and joint ventures		(16,803)		(7,448)
Gain/(loss) on disposal of property, plant and equipment		67,106		(582)
Fair value gain/(loss) on financial assets at fair value through profit or loss		132,920		(108)
Fair value loss on a financial liability at fair value through profit or loss		(1,773)		(3,000)
Dilution gain on interest in an associate		31,374		-
Dividend income		271		-
Consolidated profit before taxation		<b>802,463</b>		550,181

## 2 SEGMENT INFORMATION *(continued)*

### (b) Segment assets for reportable segments

	September 30, 2020 US\$' 000	March 31, 2020 US\$' 000
IDG	22,060,266	20,045,317
DCG	4,887,247	4,656,685
Segment assets for reportable segments	26,947,513	24,702,002
Unallocated:		
Deferred income tax assets	2,167,258	2,059,582
Financial assets at fair value through profit or loss	692,279	494,807
Financial assets at fair value through other comprehensive income	76,544	56,136
Derivative financial assets	50,533	138,813
Interests in associates and joint ventures	75,350	60,307
Bank deposits and cash and cash equivalents	3,752,625	3,617,470
Unallocated deposits, prepayments and other receivables	593,571	379,429
Income tax recoverable	235,144	196,464
Other unallocated assets	493,397	423,157
Total assets per consolidated balance sheet	35,084,214	32,128,167

### (c) Segment liabilities for reportable segments

	September 30, 2020 US\$' 000	March 31, 2020 US\$' 000
IDG	22,694,021	20,271,781
DCG	1,733,750	1,666,557
Segment liabilities for reportable segments	24,427,771	21,938,338
Unallocated:		
Deferred income tax liabilities	364,881	342,805
Derivative financial liabilities	54,137	73,784
Borrowings	4,846,974	4,859,599
Unallocated other payables and accruals	558,028	470,200
Unallocated other non-current liabilities	26,927	26,771
Income tax payable	349,064	357,375
Total liabilities per consolidated balance sheet	30,627,782	28,068,872

# NOTES

## 2 SEGMENT INFORMATION *(continued)*

### (d) Analysis of revenue by geography

	<b>6 months ended September 30, 2020 US\$' 000</b>	6 months ended September 30, 2019 US\$' 000
China	<b>6,530,255</b>	5,507,563
AP	<b>5,779,299</b>	6,013,844
EMEA	<b>7,016,055</b>	5,890,192
AG	<b>8,541,156</b>	8,622,543
	<b>27,866,765</b>	26,034,142

### (e) Analysis of revenue by timing of revenue recognition

	<b>6 months ended September 30, 2020 US\$' 000</b>	6 months ended September 30, 2019 US\$' 000
Point in time	<b>27,114,536</b>	25,433,884
Over time	<b>752,229</b>	600,258
	<b>27,866,765</b>	26,034,142

### (f) Other segment information

	<b>IDG</b>		<b>DCG</b>		<b>Total</b>	
	<b>2020 US\$' 000</b>	2019 US\$' 000	<b>2020 US\$' 000</b>	2019 US\$' 000	<b>2020 US\$' 000</b>	2019 US\$' 000
For the six months ended September 30						
Depreciation and amortization	<b>279,265</b>	258,842	<b>123,544</b>	116,345	<b>402,809</b>	375,187
Finance income	<b>6,402</b>	10,296	<b>357</b>	1,238	<b>6,759</b>	11,534
Finance costs	<b>76,254</b>	95,280	<b>21,064</b>	7,876	<b>97,318</b>	103,156
Additions to non-current assets (Note)	<b>317,896</b>	344,076	<b>93,678</b>	171,656	<b>411,574</b>	515,732

Note: Excluding other non-current assets and including non-current assets acquired through acquisition of subsidiaries.

## 2 SEGMENT INFORMATION *(continued)*

(g) Included in segment assets for reportable segments are goodwill and trademarks and trade names with indefinite useful lives with an aggregate amount of US\$6,090 million (March 31, 2020: US\$5,983 million). The carrying amounts of goodwill and trademarks and trade names with indefinite useful lives are presented below:

### At September 30, 2020

	China US\$ million	AP US\$ million	EMEA US\$ million	AG US\$ million	Mature Market US\$ million	Emerging Market US\$ million	Total US\$ million
Goodwill							
- PCSD	1,053	707	231	295	-	-	2,286
- MBG	-	-	-	-	672	779	1,451
- DCG	485	163	90	343	-	-	1,081
Trademarks and trade names							
- PCSD	209	59	107	67	-	-	442
- MBG	-	-	-	-	197	263	460
- DCG	162	54	31	123	-	-	370

### At March 31, 2020

	China US\$ million	AP US\$ million	EMEA US\$ million	AG US\$ million	Mature Market US\$ million	Emerging Market US\$ million	Total US\$ million
Goodwill							
- PCSD	1,002	686	215	297	-	-	2,200
- MBG	-	-	-	-	666	799	1,465
- DCG	471	159	77	343	-	-	1,050
Trademarks and trade names							
- PCSD	209	59	103	67	-	-	438
- MBG	-	-	-	-	197	263	460
- DCG	162	54	31	123	-	-	370

The directors are of the view that there was no impairment of goodwill and trademarks and trade names based on impairment tests performed as at September 30, 2020 (March 31, 2020: Nil).

# NOTES

## 3 OPERATING PROFIT

Operating profit is stated after charging/(crediting) the following:

	<b>3 months ended September 30, 2020 US\$'000</b>	<b>6 months ended September 30, 2020 US\$'000</b>	3 months ended September 30, 2019 US\$'000	6 months ended September 30, 2019 US\$'000
Depreciation of property, plant and equipment	<b>75,692</b>	<b>147,617</b>	68,286	136,537
Depreciation of right-of-use assets	<b>24,539</b>	<b>45,963</b>	26,133	50,409
- <i>prepaid lease payments</i>	<b>691</b>	<b>1,359</b>	673	1,364
- <i>other right-of-use assets</i>	<b>23,848</b>	<b>44,604</b>	25,460	49,045
Amortization of intangible assets	<b>156,870</b>	<b>311,849</b>	138,308	265,073
Impairment of intangible assets	<b>52,606</b>	<b>52,606</b>	-	-
Employee benefit costs, including	<b>1,101,363</b>	<b>2,372,169</b>	1,060,388	2,162,982
- <i>long-term incentive awards</i>	<b>62,122</b>	<b>127,752</b>	65,004	123,697
- <i>severance and other related costs</i>	-	<b>75,006</b>	-	-
Rental expenses under operating leases	<b>3,251</b>	<b>6,678</b>	1,823	8,039
Net foreign exchange loss	<b>20,730</b>	<b>32,869</b>	35,936	48,451
(Gain)/loss on disposal of property, plant and equipment	<b>(8,703)</b>	<b>(70,872)</b>	(1,769)	706
Loss/(gain) on disposal of intangible assets	-	<b>450</b>	(773)	1,016
Fair value (gain)/loss on financial assets at fair value through profit or loss	<b>(104,289)</b>	<b>(132,920)</b>	(8,848)	108
Fair value loss on a financial liability at fair value through profit or loss	<b>5,600</b>	<b>1,773</b>	3,000	3,000
Dilution gain on interest in an associate	-	<b>(31,374)</b>	-	-
Gain on disposal of subsidiaries	-	<b>(1,064)</b>	-	(12,844)

## 4 FINANCE INCOME AND COSTS

### (a) Finance income

	<b>3 months ended September 30, 2020 US\$'000</b>	<b>6 months ended September 30, 2020 US\$'000</b>	3 months ended September 30, 2019 US\$'000	6 months ended September 30, 2019 US\$'000
Interest on bank deposits	<b>8,309</b>	<b>15,557</b>	9,432	19,769
Interest on money market funds	<b>1,033</b>	<b>1,776</b>	1,170	4,705
	<b>9,342</b>	<b>17,333</b>	10,602	24,474

### (b) Finance costs

	<b>3 months ended September 30, 2020 US\$'000</b>	<b>6 months ended September 30, 2020 US\$'000</b>	3 months ended September 30, 2019 US\$'000	6 months ended September 30, 2019 US\$'000
Interest on bank loans and overdrafts	<b>10,255</b>	<b>24,512</b>	23,810	47,612
Interest on convertible bonds	<b>10,003</b>	<b>19,914</b>	9,893	19,720
Interest on notes	<b>29,331</b>	<b>58,793</b>	21,527	47,208
Interest on lease liabilities	<b>4,844</b>	<b>9,051</b>	3,858	7,962
Factoring costs	<b>29,647</b>	<b>70,825</b>	69,807	114,151
Interest on contingent considerations and written put option liabilities	<b>6,542</b>	<b>12,823</b>	6,608	13,264
Others	<b>995</b>	<b>2,531</b>	715	1,323
	<b>91,617</b>	<b>198,449</b>	136,218	251,240

# NOTES

## 5 TAXATION

The amount of taxation in the consolidated income statement represents:

	<b>3 months ended September 30, 2020 US\$'000</b>	<b>6 months ended September 30, 2020 US\$'000</b>	3 months ended September 30, 2019 US\$'000	6 months ended September 30, 2019 US\$'000
Current tax				
Hong Kong profits tax	<b>17,499</b>	<b>27,702</b>	23,298	30,984
Taxation outside Hong Kong	<b>137,409</b>	<b>252,950</b>	140,482	204,359
Deferred tax				
Credit for the period	<b>(34,075)</b>	<b>(74,550)</b>	(97,363)	(120,743)
	<b>120,833</b>	<b>206,102</b>	66,417	114,600

Hong Kong profits tax has been provided for at the rate of 16.5% (2019/20: 16.5%) on the estimated assessable profit for the period. Taxation outside Hong Kong represents income and irrecoverable withholding taxes of subsidiaries operating in the Chinese Mainland and overseas, calculated at rates applicable in the respective jurisdictions.

## 6 EARNINGS PER SHARE

### (a) Basic

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the period after adjusting shares held by employee share trusts for the purposes of awarding shares to eligible employees under the long term incentive program.

	<b>3 months ended September 30, 2020</b>	<b>6 months ended September 30, 2020</b>	3 months ended September 30, 2019	6 months ended September 30, 2019
Weighted average number of ordinary shares in issue	<b>12,014,791,614</b>	<b>12,014,791,614</b>	12,014,791,614	12,014,791,614
Adjustment for shares held by employee share trusts	<b>(50,787,295)</b>	<b>(107,862,340)</b>	(21,900,919)	(107,502,874)
Weighted average number of ordinary shares in issue for calculation of basic earnings per share	<b>11,964,004,319</b>	<b>11,906,929,274</b>	11,992,890,695	11,907,288,740
	<b>US\$'000</b>	<b>US\$'000</b>	US\$'000	US\$'000
Profit attributable to equity holders of the Company used to determine basic earnings per share	<b>310,195</b>	<b>523,017</b>	202,194	364,421

## 6 EARNINGS PER SHARE *(continued)*

### (b) Diluted

The calculation of the diluted earnings per share is based on the profit attributable to equity holders of the Company, adjusted to reflect the impact from any dilutive potential ordinary shares issued by the Group, as appropriate. The weighted average number of ordinary shares used in the calculation is the weighted average number of ordinary shares in issue during the period, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares into ordinary shares.

The Group has five (2019/20: five) categories of potential ordinary shares, namely long-term incentive awards, bonus warrants, put option written on non-controlling interests, convertible bonds and convertible preferred shares. Long-term incentive awards and convertible bonds were dilutive for the respective three months and six months ended September 30, 2020 and 2019. Bonus warrants were anti-dilutive for the three months and six months ended September 30, 2020 and dilutive for the three months and six months ended September 30, 2019. Put option written on non-controlling interests and convertible preferred shares were anti-dilutive for the respective three months and six months ended September 30, 2020 and 2019.

	<b>3 months ended September 30, 2020</b>	<b>6 months ended September 30, 2020</b>	3 months ended September 30, 2019	6 months ended September 30, 2019
Weighted average number of ordinary shares in issue for calculation of basic earnings per share	<b>11,964,004,319</b>	<b>11,906,929,274</b>	11,992,890,695	11,907,288,740
Adjustment for long-term incentive awards	<b>149,492,774</b>	<b>79,031,164</b>	278,360,312	355,504,784
Adjustment for bonus warrants	-	-	9,305,137	13,646,640
Adjustment for convertible bonds	<b>732,183,610</b>	<b>732,183,610</b>	686,600,195	686,600,195
Weighted average number of ordinary shares in issue for calculation of diluted earnings per share	<b>12,845,680,703</b>	<b>12,718,144,048</b>	12,967,156,339	12,963,040,359
	<b>US\$'000</b>	<b>US\$'000</b>	US\$'000	US\$'000
Profit attributable to equity holders of the Company used to determine basic earnings per share	<b>310,195</b>	<b>523,017</b>	202,194	364,421
Adjustment for interest on convertible bonds, net of tax	<b>8,352</b>	<b>16,628</b>	8,261	16,466
Profit attributable to equity holders of the Company used to determine diluted earnings per share	<b>318,547</b>	<b>539,645</b>	210,455	380,887

# NOTES

## 7 DIVIDEND

	<b>6 months ended September 30, 2020 US\$' 000</b>	6 months ended September 30, 2019 US\$' 000
Interim dividend, declared after period end - HK6.6 cents (2019/20: HK6.3 cents) per ordinary share	<b>102,298</b>	96,640

## 8 NON-CURRENT ASSETS

Analysis of the movements in major non-current assets is as follows:

	<b>Property, plant and equipment US\$' 000</b>	<b>Intangible assets US\$' 000</b>	<b>Deferred income tax assets US\$' 000</b>
Year ended March 31, 2020			
At the beginning of the year	1,430,817	8,324,575	1,871,155
Exchange adjustment	(60,802)	(254,669)	(36,309)
Disposal of subsidiaries	(152)	-	-
Additions	246,663	282,131	-
Transfers	85,172	223,346	-
Disposals	(26,805)	(1,067)	-
Depreciation/amortization	(276,453)	(589,734)	-
Credited to consolidated income statement	-	-	264,570
Charged to share-based compensation reserve	-	-	(7,025)
At the end of the year	1,398,440	7,984,582	2,092,391
Six months ended September 30, 2020			
At the beginning of the period	<b>1,398,440</b>	<b>7,984,582</b>	<b>2,092,391</b>
Exchange adjustment	<b>27,752</b>	<b>130,700</b>	<b>14,452</b>
Acquisition of subsidiaries	<b>348</b>	<b>16,934</b>	-
Disposal of subsidiaries	<b>(2,392)</b>	-	-
Additions	<b>119,849</b>	<b>72,094</b>	-
Transfers	<b>103,922</b>	<b>140,869</b>	-
Disposals	<b>(61,553)</b>	<b>(586)</b>	-
Impairment	-	<b>(52,606)</b>	-
Depreciation/amortization	<b>(147,617)</b>	<b>(311,849)</b>	-
Credited to consolidated income statement	-	-	<b>84,241</b>
Credited to share-based compensation reserve	-	-	<b>6,009</b>
At the end of the period	<b>1,438,749</b>	<b>7,980,138</b>	<b>2,197,093</b>

## 8 NON-CURRENT ASSETS *(continued)*

The movements in deferred income tax assets presented above are prior to offsetting of balances within the same jurisdiction. Deferred income tax assets and liabilities are netted off when the taxes relate to the same tax authority and where offsetting is legally enforceable. The amounts shown in the consolidated balance sheet are determined after appropriate offset.

## 9 INVENTORIES

	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
Raw materials and work-in-progress	<b>3,243,486</b>	3,571,141
Finished goods	<b>1,650,291</b>	1,020,718
Service parts	<b>348,554</b>	355,055
	<b>5,242,331</b>	4,946,914

## 10 AGEING ANALYSIS

(a) Customers are generally granted credit term ranging from 0 to 120 days. Ageing analysis of trade receivables of the Group at the balance sheet date, based on invoice date, is as follows:

	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
0 – 30 days	<b>4,944,568</b>	4,768,436
31 – 60 days	<b>1,402,983</b>	878,135
61 – 90 days	<b>462,388</b>	192,075
Over 90 days	<b>505,221</b>	519,822
	<b>7,315,160</b>	6,358,468
Less: loss allowance	<b>(99,863)</b>	(95,456)
Trade receivables – net	<b>7,215,297</b>	6,263,012

(b) Ageing analysis of trade payables of the Group at the balance sheet date, based on invoice date, is as follows:

	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
0 – 30 days	<b>5,668,516</b>	4,793,837
31 – 60 days	<b>1,597,676</b>	1,699,192
61 – 90 days	<b>877,475</b>	596,027
Over 90 days	<b>382,045</b>	420,668
	<b>8,525,712</b>	7,509,724

# NOTES

## 11 DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

Details of deposits, prepayments and other receivables are as follows:

	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
Deposits	<b>12,631</b>	14,502
Other receivables	<b>3,719,835</b>	2,379,850
Prepayments	<b>1,039,729</b>	1,164,887
	<b>4,772,195</b>	3,559,239

Other receivables mainly comprise amounts due from subcontractors for components sold in the ordinary course of business.

## 12 PROVISIONS, OTHER PAYABLES AND ACCRUALS

(a) Details of other payables and accruals are as follows:

	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
Accruals	<b>2,462,618</b>	2,340,811
Allowance for billing adjustments (i)	<b>1,863,240</b>	1,618,374
Contingent consideration (Note 13(a))	-	117,387
Other payables (ii)	<b>6,095,945</b>	4,857,095
Lease liabilities	<b>96,800</b>	91,976
	<b>10,518,603</b>	9,025,643

Notes:

- (i) Allowance for billing adjustments relates primarily to allowances for future volume discounts, price protection, rebates, and customer sales returns.
- (ii) Majority of other payables are obligations to pay for finished goods that have been acquired in the ordinary course of business from subcontractors.
- (iii) The carrying amounts of other payables and accruals approximate their fair values.

## 12 PROVISIONS, OTHER PAYABLES AND ACCRUALS *(continued)*

(b) The components of provisions are as follows:

	Warranty US\$'000	Environmental restoration US\$'000	Restructuring US\$'000	Total US\$'000
Year ended March 31, 2020				
At the beginning of the year	976,278	33,297	15,486	1,025,061
Exchange adjustment	(32,815)	626	(91)	(32,280)
Provisions made	824,687	20,126	-	844,813
Amounts utilized	(793,311)	(18,445)	(15,395)	(827,151)
	974,839	35,604	-	1,010,443
Long-term portion classified as non-current liabilities	(258,840)	(32,832)	-	(291,672)
At the end of the year	715,999	2,772	-	718,771
Six months ended September 30, 2020				
At the beginning of the period	<b>974,839</b>	<b>35,604</b>	-	<b>1,010,443</b>
Exchange adjustment	<b>29,674</b>	<b>910</b>	-	<b>30,584</b>
Provisions made	<b>445,594</b>	<b>6,713</b>	-	<b>452,307</b>
Amounts utilized	<b>(403,635)</b>	<b>(11,013)</b>	-	<b>(414,648)</b>
	<b>1,046,472</b>	<b>32,214</b>	-	<b>1,078,686</b>
Long-term portion classified as non-current liabilities	<b>(262,514)</b>	<b>(29,992)</b>	-	<b>(292,506)</b>
At the end of the period	<b>783,958</b>	<b>2,222</b>	-	<b>786,180</b>

The Group records its warranty liability at the time of sales based on estimated costs. Warranty claims are reasonably predictable based on historical failure rate information. The warranty accrual is reviewed quarterly to verify it properly reflects the outstanding obligation over the warranty period. Certain of these costs are reimbursable from the suppliers in accordance with the terms of relevant arrangements with them.

The Group records its environmental restoration provision at the time of sales based on estimated costs of environmentally-sound disposal of waste electrical and electronic equipment upon return from end-customers and with reference to the historical or projected future return rate. The environmental restoration provision is reviewed at least annually to assess its adequacy to meet the Group's obligation.

Restructuring costs provision mainly comprises lease termination obligations and employee termination payments, arising from a series of restructuring actions to reduce costs and enhance operational efficiency. The Group records its restructuring costs provision when it has a present legal or constructive obligation as a result of restructuring actions.

# NOTES

## 13 OTHER NON-CURRENT LIABILITIES

Details of other non-current liabilities are as follows:

	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
Deferred consideration (a)	<b>25,072</b>	25,072
Written put option liabilities (b)	<b>841,736</b>	802,273
Lease liabilities	<b>329,436</b>	346,806
Environmental restoration (Note 12(b))	<b>29,992</b>	32,832
Government incentives and grants received in advance (c)	<b>61,119</b>	51,938
Others	<b>81,717</b>	62,375
	<b>1,369,072</b>	1,321,296

(a) Pursuant to the completion of business combinations, the Group is required to pay in cash to the respective sellers contingent consideration with reference to certain performance indicators as written in the respective agreements with the sellers; and deferred consideration. Accordingly, current and non-current liabilities in respect of the fair value of contingent consideration and present value of deferred consideration have been recognized. The contingent consideration is subsequently re-measured at its fair values as a result of change in the expected performance at each balance sheet date, with any resulting gain or loss recognized in the consolidated income statement. Deferred consideration is subsequently carried at amortized cost.

The contingent consideration to Fujitsu Limited ("Fujitsu") was paid in May 2020 (Note 12(a)). As at September 30, 2020, the potential undiscounted amount of future payment in respect of the deferred consideration that the Group could be required to make to the respective seller under such arrangement is as follows:

Joint venture with NEC Corporation	US\$25 million
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### 13 OTHER NON-CURRENT LIABILITIES *(continued)*

- (b) (i) Pursuant to the joint venture agreement entered into between the Company and Fujitsu, the Company and Fujitsu are respectively granted call and put options which entitle the Company to purchase from Fujitsu and Development Bank of Japan (“DBJ”), or Fujitsu and DBJ to sell to the Company, the 49% interest in Fujitsu Client Computing Limited and its subsidiary, Shimane Fujitsu Limited (together “FCCL”). Both options will be exercisable following the fifth anniversary of the date of completion. The exercise price for the call and put options will be determined based on the fair value of the 49% interest as of the day of exercising the option. FCCL will pay to its shareholders by way of dividends in their respective shareholding proportion in a range of FCCL’s profits available for distribution under applicable law in respect of each financial year during the term of the joint venture agreement, after making transfers to reserves and provisions.
- (ii) During the year ended March 31, 2019, Hefei Zhi Ju Sheng Bao Equity Investment Co., Ltd (“ZJSB”) acquired the 49% interest in a joint venture company (“JV Co”) from Compal Electronics, Inc. The Company and ZJSB respectively own 51% and 49% of the interest in the JV Co. Pursuant to the option agreement entered into between a wholly owned subsidiary of the Group and Hefei Yuan Jia Start-up Investment LLP (“Yuan Jia”), which holds 99.31% interest in ZJSB, the Group and Yuan Jia are respectively granted call and put options which entitle the Group to purchase from Yuan Jia, or Yuan Jia to sell to the Group, the 99.31% interest in ZJSB. The call and put options will be exercisable at any time after August 31, 2022 and August 31, 2021 respectively. The exercise price for the call and put options will be determined in accordance with the joint venture agreement, and up to a maximum of RMB2,300 million (approximately US\$338 million).

The financial liability that may become payable under the put option and dividend requirement is initially recognized at present value of redemption amount within other non-current liabilities with a corresponding charge directly to equity, as a put option written on non-controlling interest.

The put option liability shall be re-measured as a result of the change in the expected performance at each balance sheet date, with any resulting gain or loss recognized in the consolidated income statement. In the event that the put option lapses unexercised, the liability will be derecognized with a corresponding adjustment to equity.

- (c) Government incentives and grants received in advance by certain group companies included in other non-current liabilities are mainly related to research and development projects and construction of property, plant and equipment. These group companies are obliged to fulfill certain conditions under the terms of the government incentives and grants. The government incentives and grants are credited to the consolidated income statement upon fulfillment of those conditions and on a straight line basis over the expected life of the related assets respectively.

# NOTES

## 14 BORROWINGS

	September 30, 2020 US\$' 000	March 31, 2020 US\$' 000
Current liabilities		
Short-term loans (a)	1,687,747	2,124,562
Notes (b)	-	563,249
Convertible bonds (c)	615,675	607,169
	<b>2,303,422</b>	3,294,980
Non-current liabilities		
Long-term loan (a)	2,576	3,079
Notes (b)	2,243,952	1,243,714
Convertible preferred shares (d)	297,024	317,826
	<b>2,543,552</b>	1,564,619
	<b>4,846,974</b>	4,859,599

(a) Majority of the short-term and long-term loans are denominated in United States dollars. As at September 30, 2020, the Group has total revolving and short-term loan facilities of US\$3,075 million (March 31, 2020: US\$2,834 million) which has been utilized to the extent of US\$1,700 million (March 31, 2020: US\$2,134 million).

(b)

Issue date	Principal amount	Term	Interest rate per annum	Due date	September 30, 2020 US\$' 000	March 31, 2020 US\$' 000
June 10, 2015	RMB4 billion	5 years	4.95%	June 2020	-	563,249
March 16, 2017	US\$500 million	5 years	3.875%	March 2022	498,655	498,225
March 29, 2018	US\$750 million	5 years	4.75%	March 2023	746,196	745,489
April 24, 2020 and May 12, 2020	US\$1 billion	5 years	5.875%	April 2025	999,101	-
					<b>2,243,952</b>	1,806,963

(c) On January 24, 2019, the Company completed the issuance of 5-Year US\$675 million convertible bonds bearing annual interest at 3.375% due in January 2024 ("the Bonds") to third party professional investors ("the bondholders"). The proceeds were used to repay previous notes and for general corporate purposes. The bondholders have the right, at any time on or after 41 days after the date of issue up to the 10th day prior to the maturity date, to convert part or all of the outstanding principal amount of the Bonds into ordinary shares of the Company at a conversion price of HK\$7.99 per share, subject to adjustments. The conversion price was adjusted to HK\$7.23 per share effective on July 16, 2020. Assuming full conversion of the Bonds at the adjusted conversion price of HK\$7.23 per share, the Bonds will be convertible into 732,183,610 shares. The Group expects that it will be able to meet its redemption obligations based on the financial position of the Group.

## 14 BORROWINGS (continued)

### (c) (continued)

The outstanding principal amount of the Bonds is repayable by the Company upon the maturity of the Bonds on January 24, 2024, if not previously redeemed, converted or purchased and cancelled. On January 24, 2021, the bondholders will have the right, at the bondholders' option, to require the Company to redeem part or all of the Bonds on January 24, 2021 at their principal amount. To exercise such right, the bondholders must complete, sign and deposit a duly completed and signed notice of redemption not earlier than 60 days and not later than 30 days prior to January 24, 2021.

The initial fair value of the liability portion of the bond was determined using a market interest rate for an equivalent non-convertible bond at the issue date. The liability is subsequently recognized on an amortized cost basis until extinguished on conversion or maturity of the bonds. The remainder of the proceeds is allocated to the conversion option and recognized in shareholders' equity, net of income tax, and not subsequently remeasured.

- (d) On June 21, 2019, the Group completed the issuance of 2,054,791 convertible preferred shares through its wholly owned subsidiary, Lenovo Enterprise Technology Company Limited ("LETCL").

The convertible preferred shares are convertible to 20% of the enlarged issued ordinary share capital of LETCL on an as-converted and fully-diluted basis. The holders of the convertible preferred shares will be entitled cash dividends of 4% per annum payable semi-annually on the original subscription price until December 31, 2023. Upon the occurrence of certain specified conditions, the holders of convertible preferred shares will have the right to require LETCL to redeem or the Company to purchase all of their convertible preferred shares at the predetermined consideration. Accordingly, the convertible preferred shares are classified as a financial liability.

The aggregated subscription price of convertible preferred shares is approximately US\$300 million. The net proceeds from the issuance were used by LETCL and its subsidiaries towards general corporate funding and capital expenditure of LETCL and its subsidiaries.

The Group expects that it will be able to meet its redemption obligations based on the financial position of the Group.

The exposure of all the borrowings of the Group to interest rate changes and the contractual repricing dates as at September 30, 2020 and March 31, 2020 are as follows:

	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
Within 1 year	<b>2,303,422</b>	3,294,980
Over 1 to 3 years	<b>1,544,451</b>	1,564,619
Over 3 to 5 years	<b>999,101</b>	-
	<b>4,846,974</b>	4,859,599

# NOTES

## 15 SHARE CAPITAL

	September 30, 2020		March 31, 2020	
	Number of Shares	US\$'000	Number of shares	US\$'000
<i>Issued and fully paid:</i>				
Voting ordinary shares:				
At the beginning and end of the period/year	<b>12,014,791,614</b>	<b>3,185,923</b>	12,014,791,614	3,185,923

## 16 PERPETUAL SECURITIES

In March 2017, the Group issued a total of US\$850 million perpetual securities through its wholly owned subsidiary, Lenovo Perpetual Securities Limited. The net proceeds amounted to approximately US\$842 million. The securities are perpetual, non-callable in the first 5 years and entitle the holders to receive distributions at a distribution rate of 5.375% per annum in the first 5 years, floating thereafter and with a fixed step up margin, payable semi-annually in arrears, cumulative and compounding. As the perpetual securities do not contain any contractual obligation to pay cash or other financial assets pursuant to the terms and conditions of the issue; in accordance with HKAS 32, they are classified as equity and for accounting purpose regarded as part of non-controlling interests.

In April 2017, the Group issued an additional US\$150 million perpetual securities under the same terms, which are fungible with and form a single series with the aforementioned US\$850 million perpetual securities.

## 17 RECONCILIATION OF PROFIT BEFORE TAXATION TO NET CASH GENERATED FROM OPERATIONS

	<b>6 months ended September 30, 2020 US\$' 000</b>	6 months ended September 30, 2019 US\$' 000
Profit before taxation	<b>802,463</b>	550,181
Share of losses of associates and joint ventures	<b>16,803</b>	7,448
Finance income	<b>(17,333)</b>	(24,474)
Finance costs	<b>198,449</b>	251,240
Depreciation of property, plant and equipment	<b>147,617</b>	136,537
Depreciation of right-of-use assets		
- prepaid lease payments	<b>1,359</b>	1,364
- other right-of-use assets	<b>44,604</b>	49,045
Amortization of intangible assets	<b>311,848</b>	265,073
Impairment of intangible assets	<b>52,606</b>	-
Share-based compensation	<b>127,752</b>	123,697
(Gain)/loss on disposal of property, plant and equipment	<b>(70,872)</b>	706
Loss on disposal of intangible assets	<b>450</b>	1,016
Dilution gain on interest in an associate	<b>(31,374)</b>	-
Gain on disposal of subsidiaries	<b>(1,064)</b>	(12,844)
Fair value change on bonus warrants	<b>1,288</b>	(15,562)
Fair value change on financial instruments	<b>4,641</b>	(7,841)
Fair value change on financial assets at fair value through profit or loss	<b>(132,920)</b>	108
Fair value change on a financial liability at fair value through profit or loss	<b>1,773</b>	3,000
Dividend income	<b>(384)</b>	(2,390)
Increase in inventories	<b>(343,089)</b>	(396,127)
Increase in trade receivables, notes receivable, deposits, prepayments and other receivables	<b>(2,178,297)</b>	(2,092,949)
Increase in trade payables, notes payable, provisions, other payables and accruals	<b>2,752,982</b>	2,765,202
Effect of foreign exchange rate changes	<b>(127,390)</b>	98,313
<b>Net cash generated from operations</b>	<b>1,561,912</b>	1,700,743

# NOTES

## 17 RECONCILIATION OF PROFIT BEFORE TAXATION TO NET CASH GENERATED FROM OPERATIONS *(continued)*

### Reconciliation of financing liabilities

This section sets out an analysis of financing liabilities and the movements in financing liabilities for the period/year presented.

<b>Financing liabilities</b>	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
Short-term loans - current	<b>1,687,747</b>	2,124,562
Long-term loan - non-current	<b>2,576</b>	3,079
Notes - current	<b>-</b>	563,249
Notes - non-current	<b>2,243,952</b>	1,243,714
Convertible bonds - current	<b>615,675</b>	607,169
Convertible preferred shares - non-current	<b>297,024</b>	317,826
Lease liabilities - current	<b>96,800</b>	91,976
Lease liabilities - non-current	<b>329,436</b>	346,806
	<b>5,273,210</b>	5,298,381
Short-term loans - variable interest rates	<b>1,679,214</b>	2,123,571
Short-term loan - fixed interest rates	<b>8,533</b>	991
Long-term loan - fixed interest rates	<b>2,576</b>	3,079
Notes - fixed interest rates	<b>2,243,952</b>	1,806,963
Convertible bonds - fixed interest rates	<b>615,675</b>	607,169
Convertible preferred shares - fair value	<b>297,024</b>	317,826
Lease liabilities - fixed interest rates	<b>426,236</b>	438,782
	<b>5,273,210</b>	5,298,381

## 17 RECONCILIATION OF PROFIT BEFORE TAXATION TO NET CASH GENERATED FROM OPERATIONS *(continued)*

### Reconciliation of financing liabilities *(continued)*

	Short-term loans current US\$'000	Long-term loan non-current US\$'000	Notes current US\$'000	Notes non-current US\$'000	Convertible bonds current US\$'000	Convertible bonds non-current US\$'000	Convertible preferred shares non-current US\$'000	Lease liabilities current US\$'000	Lease liabilities non-current US\$'000	Total US\$'000
Financing liabilities as at April 1, 2019	1,166,907	-	786,136	1,836,264	-	590,506	-	-	-	4,379,813
Change in accounting policy	-	-	-	-	-	-	-	77,903	331,441	409,344
Proceeds from borrowings	4,089,791	3,079	-	-	-	-	-	-	-	4,092,870
Repayments of borrowings	(3,135,800)	-	-	-	-	-	-	-	-	(3,135,800)
Repayments of notes	-	-	(786,244)	-	-	-	-	-	-	(786,244)
Transfer	-	-	581,389	(581,389)	602,983	(602,983)	-	91,422	(91,422)	-
Issue of convertible preferred shares	-	-	-	-	-	-	300,000	-	-	300,000
Principal elements of lease payments	-	-	-	-	-	-	-	(130,993)	-	(130,993)
Dividends paid	-	-	-	-	-	-	(6,000)	-	-	(6,000)
Foreign exchange adjustments	-	-	(18,770)	(13,548)	-	-	-	(370)	(863)	(33,551)
Other non-cash movements	3,664	-	738	2,387	4,186	12,477	23,826	54,014	107,650	208,942
Financing liabilities as at March 31, 2020	2,124,562	3,079	563,249	1,243,714	607,169	-	317,826	91,976	346,806	5,298,381
Financing liabilities as at April 1, 2020	<b>2,124,562</b>	<b>3,079</b>	<b>563,249</b>	<b>1,243,714</b>	<b>607,169</b>	<b>-</b>	<b>317,826</b>	<b>91,976</b>	<b>346,806</b>	<b>5,298,381</b>
Proceeds from borrowings	<b>2,267,961</b>	-	-	-	-	-	-	-	-	<b>2,267,961</b>
Repayments of borrowings	<b>(2,702,288)</b>	-	-	-	-	-	-	-	-	<b>(2,702,288)</b>
Repayment of notes	-	-	<b>(565,643)</b>	-	-	-	-	-	-	<b>(565,643)</b>
Repurchase of convertible preferred shares	-	-	-	-	-	-	<b>(16,575)</b>	-	-	<b>(16,575)</b>
Transfer	<b>503</b>	<b>(503)</b>	-	-	-	-	-	<b>52,728</b>	<b>(52,728)</b>	-
Issue of notes	-	-	-	<b>1,003,500</b>	-	-	-	-	-	<b>1,003,500</b>
Issuing costs of notes	-	-	-	<b>(4,485)</b>	-	-	-	-	-	<b>(4,485)</b>
Principal elements of lease payments	-	-	-	-	-	-	-	<b>(59,778)</b>	-	<b>(59,778)</b>
Acquisition of a subsidiary	<b>1,770</b>	-	-	-	-	-	-	-	-	<b>1,770</b>
Dividends paid	-	-	-	-	-	-	<b>(6,000)</b>	-	-	<b>(6,000)</b>
Foreign exchange adjustments	<b>233</b>	-	<b>2,058</b>	-	-	-	-	<b>4,174</b>	<b>6,792</b>	<b>13,257</b>
Other non-cash movements	<b>(4,994)</b>	-	<b>336</b>	<b>1,223</b>	<b>8,506</b>	-	<b>1,773</b>	<b>7,700</b>	<b>28,566</b>	<b>43,110</b>
Financing liabilities as at September 30, 2020	<b>1,687,747</b>	<b>2,576</b>	<b>-</b>	<b>2,243,952</b>	<b>615,675</b>	<b>-</b>	<b>297,024</b>	<b>96,800</b>	<b>329,436</b>	<b>5,273,210</b>

# NOTES

## 18 NON-ADJUSTING POST BALANCE SHEET DATE EVENT

On November 2, 2020, the Company completed the issuance of a 10-Year US\$1 billion notes bearing annual interest at 3.421% due in November 2030. On November 3, 2020, the proceeds were used to purchase a portion of (i) the US\$1 billion 5.375% perpetual securities issued by the Group, (ii) the US\$500 million 3.875% notes due in March 2022 issued by the Company, and (iii) the US\$750 million 4.75% notes due in March 2023 issued by the Company.

## 19 COMMITMENTS

The Group had the following capital commitments:

	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
Contracted but not provided for:		
– Property, plant and equipment	<b>71,544</b>	66,182
– Intangible assets	<b>2,810</b>	2,749
– Investment in financial assets	<b>26,970</b>	14,799
	<b>101,324</b>	83,730

## 20 CONTINGENT LIABILITIES

The Group, in the ordinary course of its business, is involved in various claims, suits, investigations, and legal proceedings that arise from time to time. Although the Group does not expect that the outcome in any of these legal proceedings, individually or collectively, will have a material adverse effect on its financial position or results of operations, litigation is inherently unpredictable. Therefore, the Group could incur judgments or enter into settlements of claims that could adversely affect its operating results or cash flows in a particular period.

## FINANCIAL REVIEW

### Results

For the six months ended September 30, 2020 and 2019

	2020 US\$'000	2019 US\$'000
Revenue	<b>27,866,765</b>	26,034,142
Gross profit	<b>4,293,861</b>	4,230,939
Gross profit margin	<b>15.4%</b>	16.3%
Operating expenses	<b>(3,293,479)</b>	(3,446,544)
Operating profit	<b>1,000,382</b>	784,395
Other non-operating expenses – net	<b>(197,919)</b>	(234,214)
Profit before taxation	<b>802,463</b>	550,181
Profit for the period	<b>596,361</b>	435,581
Profit attributable to equity holders of the Company	<b>523,017</b>	364,421
Earnings per share attributable to equity holders of the Company (US cents)		
– Basic	<b>4.39</b>	3.06
– Diluted	<b>4.24</b>	2.94
EBITDA	<b>1,633,563</b>	1,360,111
Dividend per ordinary share (HK cents)		
– Interim dividend	<b>6.6</b>	6.3

## FINANCIAL REVIEW *(continued)*

### Results *(continued)*

For the six months ended September 30, 2020, the Group achieved total sales of approximately US\$27,867 million. Profit attributable to equity holders for the period surged by US\$159 million to approximately US\$523 million when compared to the corresponding period of last year. In the same reporting period, gross profit margin eroded 0.9 percentage points to 15.4 percent, mainly due to lower margin rate on MBG as a result of higher costs in freight and transportation; while basic and diluted earnings per share were US4.39 cents and US4.24 cents respectively, representing an increase of US1.33 cents and US1.30 cents.

Further analyses of sales by segment are set out in Business Review and Outlook.

Analysis of operating expenses by function for the six months ended September 30, 2020 and 2019 is as follows:

	<b>6 months ended September 30, 2020 US\$'000</b>	6 months ended September 30, 2019 US\$'000
Selling and distribution expenses	<b>(1,358,341)</b>	(1,541,133)
Administrative expenses	<b>(1,304,317)</b>	(1,195,250)
Research and development expenses	<b>(639,101)</b>	(647,343)
Other operating income/(expenses) - net	<b>8,280</b>	(62,818)
	<b>(3,293,479)</b>	(3,446,544)

Operating expenses for the period decreased by 4 percent as compared with the corresponding period of last year. Employee benefit costs increased by US\$146 million mainly due to increase in bonus and recognition of severance costs of US\$75 million, and the Group recorded an impairment loss of intangible assets related to patent and technology of US\$53 million (2019/20: nil). On the other hand, the Group recorded gain on disposal of non-core property assets of US\$73 million (2019/20: nil), and fair value gain from strategic investments amounting to US\$164 million (2019/20: loss of US\$0.1 million), including dilution gain on interest in an associate of US\$31 million (2019/20: nil), reflecting the change in value of the Group's portfolio. The decrease in operating expenses also reflected a fall in advertising and promotional expenses of US\$173 million.

## FINANCIAL REVIEW *(continued)*

### Results *(continued)*

Key expenses by nature comprise:

	<b>6 months ended September 30, 2020 US\$' 000</b>	6 months ended September 30, 2019 US\$' 000
Depreciation of property, plant and equipment	<b>(81,741)</b>	(78,554)
Depreciation of right-of-use assets	<b>(39,077)</b>	(42,225)
- <i>prepaid lease payments</i>	<b>(1,302)</b>	(1,306)
- <i>other right-of-use assets</i>	<b>(37,775)</b>	(40,919)
Amortization of intangible assets	<b>(301,348)</b>	(259,572)
Impairment of intangible assets	<b>(52,606)</b>	-
Employee benefit costs, including	<b>(2,027,074)</b>	(1,881,027)
- <i>long-term incentive awards</i>	<b>(127,752)</b>	(123,697)
- <i>severance and related costs</i>	<b>(75,006)</b>	-
Rental expenses under operating leases	<b>(3,091)</b>	(5,756)
Net foreign exchange loss	<b>(32,869)</b>	(48,451)
Advertising and promotional expenses	<b>(298,830)</b>	(472,222)
Legal and professional fees	<b>(110,315)</b>	(86,615)
Information technology expenses	<b>(55,012)</b>	(43,799)
Gain/(loss) on disposal of property, plant and equipment	<b>70,872</b>	(706)
Fair value gain/(loss) on financial assets at fair value through profit or loss	<b>132,920</b>	(108)
Fair value loss on a financial liability at fair value through profit or loss	<b>(1,773)</b>	(3,000)
Dilution gain on interest in an associate	<b>31,374</b>	-
Gain on disposal of subsidiaries	<b>1,064</b>	12,844
Others	<b>(525,973)</b>	(537,353)
	<b>(3,293,479)</b>	(3,446,544)

## FINANCIAL REVIEW *(continued)*

### Results *(continued)*

Other non-operating expenses (net) for the six months ended September 30, 2020 and 2019 comprise:

	<b>6 months ended September 30, 2020 US\$'000</b>	6 months ended September 30, 2019 US\$'000
Finance income	<b>17,333</b>	24,474
Finance costs	<b>(198,449)</b>	(251,240)
Share of losses of associates and joint ventures	<b>(16,803)</b>	(7,448)
	<b>(197,919)</b>	(234,214)

Finance income mainly represents interest on bank deposits.

Finance costs for the period decreased by 21 percent as compared with the corresponding period of last year. The change is a combined effect of the decrease in interest on bank loans and overdrafts of US\$23 million and factoring costs of US\$43 million, partially offset by the increase in interest on notes of US\$12 million.

Share of losses of associates and joint ventures primarily represents operating losses arising from principal business activities of respective associates and joint ventures.

## FINANCIAL REVIEW *(continued)*

### Results *(continued)*

The Group adopts segments by business group as the reporting format. Segments by business group comprise IDG and DCG. Segment revenue and pre-tax income/(loss) for reportable segments are as follows:

	6 months ended September 30, 2020		6 months ended September 30, 2019	
	Revenue from external customers US\$'000	Pre-tax income/ (loss) US\$'000	Revenue from external customers US\$'000	Pre-tax income/ (loss) US\$'000
IDG	24,776,256	1,320,948	23,347,543	1,148,786
DCG	3,090,509	(105,630)	2,686,599	(103,171)
Segment total	27,866,765	1,215,318	26,034,142	1,045,615
Unallocated:				
Headquarters and corporate (expenses)/income - net		(380,167)		(272,320)
Depreciation and amortization		(102,620)		(76,832)
Impairment of intangible assets		(52,606)		-
Finance income		10,574		12,940
Finance costs		(101,131)		(148,084)
Share of losses of associates and joint ventures		(16,803)		(7,448)
Gain/(loss) on disposal of property, plant and equipment		67,106		(582)
Fair value gain/(loss) on financial assets at fair value through profit or loss		132,920		(108)
Fair value loss on a financial liability at fair value through profit or loss		(1,773)		(3,000)
Dilution gain on interest in an associate		31,374		-
Dividend income		271		-
Consolidated profit before taxation		802,463		550,181

Headquarters and corporate (expenses)/income for the period comprise various expenses, after appropriate allocation to business groups, of US\$380 million (2019/20: US\$272 million) such as employee benefit costs, legal and professional fees and research and technology expenses. The increase is mainly due to employee benefit costs rose by US\$88 million as a result of recognition of severance costs of US\$75 million; and the decrease in fair value gain on bonus warrants by US\$17 million as compared with the corresponding period of last year.

## FINANCIAL REVIEW *(continued)*

### Financial Position

The Group's major balance sheet items are set out below:

	September 30, 2020 US\$' 000	March 31, 2020 US\$' 000
<b>Non-current assets</b>		
Property, plant and equipment	1,438,749	1,398,440
Right-of-use assets	808,439	812,235
Construction-in-progress	307,911	304,241
Intangible assets	7,980,138	7,984,582
Interests in associates and joint ventures	75,350	60,307
Deferred income tax assets	2,167,258	2,059,582
Financial assets at fair value through profit or loss	692,279	494,807
Financial assets at fair value through other comprehensive income	76,544	56,136
Other non-current assets	232,542	224,396
	<b>13,779,210</b>	13,394,726

#### ***Property, plant and equipment***

Property, plant and equipment comprise mainly the Group's freehold land and buildings, leasehold improvements, plant and machinery and office equipment. The increase of 3 percent is mainly attributable to the Group's further investments in plant and machinery, transfer of completed assets to from construction-in-progress and exchange adjustment, partly offset by current period depreciation.

#### ***Right-of-use assets***

Right-of-use assets comprise mainly the land use rights in respect of the manufacturing sites and headquarters in the Mainland of China ("Chinese Mainland"), and leases in respect of land and buildings.

#### ***Construction-in-progress***

Construction-in-progress comprises mainly the Group's investments in its headquarters in Chinese Mainland, internal use software and research and development laboratories. Further investment during the period is offset by transfer of completed assets to property, plant and equipment and intangible assets.

#### ***Intangible assets***

Intangible assets comprise goodwill and other intangible assets including trademarks and trade names, customer relationships, patent and technology and internal use software. The decrease is mainly due to the current period amortization and impairment of certain patent and technology, partly offset by exchange adjustment, transfer of completed internal use software from construction-in-progress and acquisition of patent and technology.

#### ***Interests in associates and joint ventures***

Interests in associates and joint ventures increased by 25 percent, which is mainly due to the recognition of dilution gain on interest in an associate, partly offset by the share of losses of associates and joint ventures during the period.

## FINANCIAL REVIEW *(continued)*

### Financial Position *(continued)*

#### **Deferred income tax assets**

Deferred income tax assets amounted to US\$2,167 million as at current period end, representing an increase of 5 percent over March 31, 2020, which is mainly attributable to tax losses arising from the normal course of business.

#### **Financial assets at fair value through profit or loss**

Increment in financial assets at fair value through profit or loss by 40 percent is mainly attributable to the net fair value gain recognized and additional investments, partly offset by disposal of financial assets during the period.

#### **Financial assets at fair value through other comprehensive income**

Financial assets at fair value through other comprehensive income increased by 36 percent is mainly attributable to additions during the period.

	September 30, 2020 US\$' 000	March 31, 2020 US\$' 000
<b>Current assets</b>		
Inventories	5,242,331	4,946,914
Trade receivables	7,215,297	6,263,012
Notes receivable	36,879	11,529
Derivative financial assets	50,533	138,813
Deposits, prepayments and other receivables	4,772,195	3,559,239
Income tax recoverable	235,144	196,464
Bank deposits	53,967	66,480
Cash and cash equivalents	3,698,658	3,550,990
	<b>21,305,004</b>	<b>18,733,441</b>

#### **Inventories**

Inventories increased by 6 percent which is in line with the Group's business growth and seasonality.

#### **Trade receivables and Notes receivable**

Trade receivables and notes receivable increased by 16 percent as a result of seasonality where higher sales were recognized during the second quarter of the current period as compared with the fourth quarter of the previous year.

#### **Derivative financial assets/liabilities**

Derivatives relate to foreign currency forward contracts that are designated as hedges for the fair value of recognized assets or liabilities or a firm commitment, or of highly probable forecast transactions. Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair values.

## FINANCIAL REVIEW *(continued)*

### Financial Position *(continued)*

#### **Deposits, prepayments and other receivables**

Majority of other receivables of the Group are amounts due from subcontractors for parts components sold during the ordinary course of business. The increase is mainly caused by seasonality whereby more components were sold during the second quarter of the current period than in the fourth quarter of the previous year.

	<b>September 30, 2020</b>	March 31, 2020
	<b>US\$' 000</b>	US\$' 000
<b>Total equity</b>	<b>4,456,432</b>	4,059,295

#### **Total equity**

Total equity increased from US\$4,059 million to US\$4,456 million during the period. The increase is mainly due to profit for the period and currency translation difference, partly offset by payment of final dividend.

	<b>September 30, 2020</b>	March 31, 2020
	<b>US\$' 000</b>	US\$' 000
<b>Non-current liabilities</b>		
Borrowings	<b>2,543,552</b>	1,564,619
Warranty provision	<b>262,514</b>	258,840
Deferred revenue	<b>1,027,642</b>	864,805
Retirement benefit obligations	<b>485,055</b>	458,386
Deferred income tax liabilities	<b>364,881</b>	342,805
Other non-current liabilities	<b>1,369,072</b>	1,321,296
	<b>6,052,716</b>	4,810,751

#### **Borrowings**

Borrowings (classified as non-current) increased by US\$979 million, mainly attributable to the issuance of a long-term notes amounted to US\$1 billion during the period.

#### **Warranty provision**

The Group registers warranty liabilities at the time of sale for the estimated costs that will be incurred under its basic limited warranty. The specific warranty terms and conditions vary depending upon the product and the country in which it is sold, but generally includes technical support, repair parts and labour associated with warranty repair and service actions. The period ranges from one to three years. The Group evaluates its estimates on a quarterly basis to assess the adequacy of its recorded warranty liabilities and adjusts the amounts as necessary.

#### **Deferred revenue**

Deferred revenue primarily relate to the Group's unfulfilled performance obligations for which consideration has been received at the reporting date. Revenue is recognized in the period when the performance obligations are fulfilled. The increment of 19 percent is in line with business growth.

## FINANCIAL REVIEW *(continued)*

### Financial Position *(continued)*

#### **Retirement benefit obligations**

The Group operates various pension schemes. The schemes are generally funded through payments to insurance companies or trustee-administered funds, determined by periodic actuarial calculations. The Group has both defined benefit and defined contribution plans.

#### **Deferred income tax liabilities**

Deferred income tax liabilities comprise withholding tax on undistributed earnings, tax liabilities on upward valuation of intangibles arising from business combination and accelerated tax depreciation.

#### **Other non-current liabilities**

Other non-current liabilities mainly comprise liabilities arising from written put options granted, lease liabilities, and government incentives and grants received in advance. The 4 percent increase is mainly due to exchange adjustment and effective interest accrued on written put option liabilities.

<b>Current liabilities</b>	<b>September 30, 2020 US\$' 000</b>	March 31, 2020 US\$' 000
Trade payables	<b>8,525,712</b>	7,509,724
Notes payable	<b>1,108,077</b>	1,458,645
Derivative financial liabilities	<b>54,137</b>	73,784
Other payables and accruals	<b>10,518,603</b>	9,025,643
Provisions	<b>786,180</b>	718,771
Deferred revenue	<b>929,871</b>	819,199
Income tax payable	<b>349,064</b>	357,375
Borrowings	<b>2,303,422</b>	3,294,980
	<b>24,575,066</b>	23,258,121

#### **Trade payables and Notes payable**

The increase in trade payables and notes payable of 7 percent is due to seasonality leading to more purchases made during the second quarter of the current period than in the fourth quarter of the previous year.

#### **Other payables and accruals**

Other payables and accruals comprise the allowance for billing adjustments related primarily to allowance for future volume discounts, price protection, rebates, and customer sales returns. Majority of other payables are obligations to pay for finished goods that have been acquired during the ordinary course of business from subcontractors. The balances increased in line with seasonality where more purchases from subcontractors were made during the second quarter of the current period as compared with the fourth quarter of the previous year.

#### **Provisions**

Provisions comprise warranty liabilities (due within one year) and environmental restorations. The 9 percent increase over March 31, 2020 is mainly due to the increase in warranty provision caused by business growth and exchange adjustment during the period.

#### **Deferred revenue**

The increase in deferred revenue of 14 percent is in line with business growth.

#### **Borrowings**

Borrowings (classified as current) decreased by 30 percent, which is mainly due to the net settlement of short-term loans and the RMB4 billion notes.

## FINANCIAL REVIEW *(continued)*

### Capital Expenditure

The Group incurred capital expenditure of US\$360 million (2019/20: US\$474 million) during the six months ended September 30, 2020, mainly for the acquisition of property, plant and equipment, additions to construction-in-progress and intangible assets. The higher capital expenditure incurred in the corresponding period of last year was mainly attributable to more investments in patent and technology particularly on cloud technology and internal use software.

### Liquidity and Financial Resources

At September 30, 2020, total assets of the Group amounted to US\$35,084 million (March 31, 2020: US\$32,128 million), which were financed by equity attributable to owners of the Company of US\$3,522 million (March 31, 2020: US\$3,197 million), perpetual securities of US\$994 million (March 31, 2020: US\$994 million), a negative balance of other non-controlling interests (net of put option written on non-controlling interests) of US\$60 million (March 31, 2020: US\$132 million), and total liabilities of US\$30,628 million (March 31, 2020: US\$28,069 million). At September 30, 2020, the current ratio of the Group was 0.87 (March 31, 2020: 0.81).

At September 30, 2020, bank deposits and cash and cash equivalents totalling US\$3,753 million (March 31, 2020: US\$3,617 million) analyzed by major currency are as follows:

	<b>September 30, 2020</b>	March 31, 2020
	<b>%</b>	<b>%</b>
US dollar	<b>46.3</b>	35.3
Renminbi	<b>22.8</b>	25.4
Japanese Yen	<b>5.7</b>	10.3
Euro	<b>9.0</b>	7.8
Great British Pound	<b>0.9</b>	4.2
Other currencies	<b>15.3</b>	17.0
Total	<b>100.0</b>	100.0

The Group adopts a conservative policy to invest the surplus cash generated from operations. At September 30, 2020, 71.0 (March 31, 2020: 85.6) percent of cash are bank deposits, and 29.0 (March 31, 2020: 14.4) percent are investments in liquid money market funds of investment grade.

Although the Group has consistently maintained a very liquid position, banking facilities have nevertheless been put in place to meet inter-quarter funding requirements and the Group has entered into factoring arrangements in the ordinary course of business for liquidity.

## FINANCIAL REVIEW *(continued)*

### Liquidity and Financial Resources *(continued)*

The Group has the following banking facilities:

Type	Date of agreement	Principal amount US\$ million	Term	Utilized amount at	
				September 30, 2020 US\$ million	March 31, 2020 US\$ million
Loan facility	May 26, 2015	300	5 years	N/A	300
Revolving loan facility	March 28, 2018	1,500	5 years	1,245	1,500
Loan facility	May 12, 2020	300	5 years	300	N/A
Revolving loan facility	May 14, 2020	200	5 years	105	N/A

Notes, perpetual securities, convertible bonds and convertible preferred shares issued by the Group and outstanding as at September 30, 2019 are as follows:

	Issue date	Principal amount	Term	Interest / dividend rate per annum	Due date	Use of proceeds
2022 Notes	March 16, 2017	US\$500 million	5 years	3.875%	March 2022	For repayment of the outstanding amount under the promissory notes issued to Google Inc. and general corporate purposes
Perpetual securities	March 16, 2017 and April 6, 2017	US\$1 billion	N/A	5.375%	N/A	
2023 Notes	March 29, 2018	US\$750 million	5 years	4.75%	March 2023	For repayment of previous Notes and general corporate purposes
Convertible bonds	January 24, 2019	US\$675 million	5 years (Note)	3.375%	January 2024	For repayment of previous Notes and general corporate purposes
Convertible preferred shares	June 21, 2019	US\$300 million	N/A	4%	N/A	For general corporate funding and capital expenditure
2025 Notes	April 24, 2020 and May 12, 2020	US\$1 billion	5 years	5.875%	April 2025	For repayment of previous Notes and general corporate purposes

Note: Please refer to Note 14 (c) to the Financial Information for details.

## FINANCIAL REVIEW *(continued)*

### Liquidity and Financial Resources *(continued)*

On November 2, 2020, the Company completed the issuance of a 10-Year US\$1 billion notes bearing annual interest at 3.421% due in November 2030. On November 3, 2020, the proceeds were used to purchase a portion of (i) the US\$1 billion 5.375% perpetual securities issued by the Group, (ii) the US\$500 million 3.875% notes due in March 2022 issued by the Company, and (iii) the US\$750 million 4.75% notes due in March 2023 issued by the Company.

The Group has also arranged other short-term credit facilities as follows:

Credit facilities	Total available amount at		Drawn down amount at	
	September 30, 2020 US\$ million	March 31, 2020 US\$ million	September 30, 2020 US\$ million	March 31, 2020 US\$ million
Trade lines	2,234	2,547	1,649	2,047
Short-term money market facilities	1,075	1,034	50	334
Forward foreign exchange contracts	10,777	9,278	10,697	9,222

Net debt position and gearing ratio of the Group as at September 30 and March 31, 2020 are as follows:

	September 30, 2020 US\$ million	March 31, 2020 US\$ million
Bank deposits and cash and cash equivalents	3,753	3,617
Borrowings		
- Short-term loans	1,688	2,125
- Long-term loan	2	3
- Notes	2,244	1,807
- Convertible bonds	616	607
- Convertible preferred shares	297	318
Net debt position	(1,094)	(1,243)
Total equity	4,456	4,059
Gearing ratio (Borrowings divided by total equity)	1.09	1.20

The Group is confident that the facilities on hand can meet the funding requirements of the Group's operations and business development. The Group is in full compliance with all the banking covenants.

The Group adopts a consistent hedging policy for business transactions to reduce the risk of currency fluctuation arising from daily operations. At September 30, 2020, the Group had commitments in respect of outstanding forward foreign exchange contracts amounting to US\$10,697 million (March 31, 2020: US\$9,222 million). The Group's forward foreign exchange contracts are either used to hedge a percentage of future transactions which are highly probable, or used as fair value hedges for identified assets and liabilities.

## BUSINESS REVIEW AND OUTLOOK

### Highlights

During the six months ended September 30, 2020, Lenovo (the Group) set new performance records. The Group achieved 43.5 percent year-on-year growth in profit attributable to equity holders for the period under review. Despite market challenges arising from the COVID-19 pandemic, in the second quarter the PC and Smart Device (PCSD), Mobile Business Group (MBG), and Data Center Group (DCG) grew their revenues together for the first time in six quarters.

The impact of the COVID-19 pandemic around the world has reinforced the emergence of a “new normal” in response to dynamic shifts in people’s daily work, study and entertainment. The “new normal” has continued to fuel growth trends in e-learning, work-from-home (WFH) and play-from-home, further enabled by the acceleration of cloud demand and e-commerce evolution. While the company’s operations have not been completely immune from slower growth in global consumer and IT spending, the company swiftly initiated a strategy to accelerate growth and mitigate slowdown in market demand.

Net cash generated from operating activities was US\$1.1 billion in 1HFY21 and declined US\$152 million year-on-year due mainly to the Group’s strategic actions to buy ahead critical components. Given its strength in cash generation, the company’s net debt was reduced by US\$319 million year-on-year. The Group has received strong inaugural investment-grade ratings on October 14, 2020 from three leading credit rating agencies. The debut of its first 144A US\$1 billion senior unsecured notes was successfully completed on November 2, 2020. The proceeds of the bond will be used to finance the repurchase of outstanding perpetual securities and unsecured notes due in 2022 and 2023. Such a move will improve the efficiency of the Group’s liability management while reducing financing costs over time.

### Group Financial Performance

The Group has achieved record performance across revenue, pre-tax income, and profit attributable to equity holders during the period under review. Its revenue reached US\$27.9 billion, up 7.0 percent year-on-year. Profit attributable to equity holders rose by 43.5 percent to US\$523 million, a testament to the Group’s strengths in weathering market uncertainties. The company has leveraged demand tailwinds and executed its strategy well across its three business groups.

The Group’s gross profit in dollar terms has increased 1.5 percent although gross margin declined 0.9 percentage points year-on-year to 15.4 percent during the six months ended September 30, 2020. The primary negative catalyst was the lower margin rate on the MBG owing to higher costs in freight and transportation. The product mix shift in the PCSD business towards consumer and education sales has had a negative but limited impact on the Group’s gross margin as PCSD took measures to optimize its segment mix and expand profitability. As a result, the average selling prices (ASP) of both consumer PCs and Chromebooks increased significantly year-on-year in the second quarter. The business took the opportunity to expand its profitability across multiple segments including consumer, Chromebook, e-Commerce and Gaming to mitigate the potential impact on margins.

The Group’s operating expense-to-revenue ratio was reduced by 1.4 percentage points to 11.8 percent on disciplined cost control and product mix change. It is worthwhile to note that the consumer and Chromebook businesses of PCSD have lower operating costs. The Group recognized fair value gains from its strategic investments amounting to US\$164 million and gains from non-core property asset sales of US\$73 million, offset by redundancy costs of US\$75 million and an impairment provision against intellectual property (IP) intangible assets of US\$53 million. The total segment pre-tax profit, which excludes the impact of one-time items, grew by 16 percent year-on-year to US\$1,215 million.

## **BUSINESS REVIEW AND OUTLOOK** *(continued)*

### **Group Financial Performance** *(continued)*

By business group, PCSD and DCG grew their revenues by 8.8 percent and 15.0 percent year-on-year, respectively. In particular, the PCSD business has demonstrated solid strategy execution to achieve record-breaking revenue and pre-tax profit with an all-time high pre-tax margin of 6.3 percent. DCG also achieved a new sales record on its Cloud Service Provider business by capitalizing on the surge of cloud demand and its continued segment expansion. The MBG and DCG businesses further narrowed their losses sequentially in the second fiscal quarter, after a challenging first quarter as a result of COVID-19. The Software and Services business, which carries the highest margin profile among all products, reported invoiced revenue and deferred revenue growth of 39 and 26 percent year-on-year, respectively, contributing to around 8.0 percent of the Group's revenue.

### **Geographic Performance**

Lenovo is a global business operating in more than 180 markets. For the period under review, the Group reported 19 percent year-on-year revenue growth in China and Europe-Middle East-Africa (EMEA), driven by strong consumer PC and solid performance in DCG. The previous investments by the DCG business in China started to pay off with double-digit growth in its Cloud Service Provider (CSP) business reflecting enhanced product portfolio and client diversification. The Enterprise and SMB business of DCG also outgrew the market capitalizing on its on-going product localization. The Group's revenue decreased by 4 and 1 percent year-on-year in Asia Pacific and America, respectively. For Asia Pacific, in the first quarter of last year, the PCSD business won a major one-time education tender in India and thereby the comparison base was unusually high. Sales in America were negatively impacted by a sharp downturn in smartphone sales in the first quarter but a rebound in sales in the second quarter supported by successful model launches mitigated the overall impact on sales for the period under review.

### **Performance by Product Business Group**

#### ***Intelligent Devices Group (IDG)***

The IDG Group, consisting of the PCSD and MBG businesses, executed its growth strategy well to set new records in quarterly revenue and pre-tax profit in the second fiscal quarter. Together with a solid performance in the first quarter, the Group's revenue grew 6.1 percent year-on-year to US\$24,776 million while its pre-tax profit increased 15.0 percent to reach US\$1,321 million. Market share gains in the PC and recovery of smartphone sales were the key growth drivers for IDG's strong profit performance. The PCSD business regained its global no.1 position by leveraging its operational excellence and global franchise to ride on the "new normal" tailwinds in the second quarter. MBG also saw its revenue recovering rapidly from a recent trough in 4QFY20 when its production was severely impacted by COVID-19.

#### ***Intelligent Devices Group – PC and Smart Device (PCSD) Business***

During the period under review, the PCSD business achieved all-time high revenue and pre-tax profit on the back of multiple market opportunities. The PCSD revenue grew 8.8 percent year-on-year to US\$22,065 million, contributing to 79 percent of the Group's total revenue. Over the six-month period, the demand tailwind from COVID-19 remained a strong catalyst for growth: work-from-home demand has been a clear propellant for thin-and-light notebook PC sales which grew 32 percent year-on-year. The Gaming PC segment has been a beneficiary of the demand for PCs that meet play-from-home requirements and its revenue growth accelerated to 66 percent year-on-year. The e-commerce evolution has led to a record number of transactions through Lenovo's on-line franchise, resulting in a 47 percent year-on-year growth in e-commerce revenue. E-learning has emerged as a consistent growth driver across all regions and the company's Chromebook shipments grew by 59 percent year-on-year. The Software and Services business showcased strong growth during the period under review and its invoiced revenue increased 42 percent year-on-year.

## **BUSINESS REVIEW AND OUTLOOK** *(continued)*

### **Performance by Product Business Group** *(continued)*

#### **Intelligent Devices Group – PC and Smart Device (PCSD) Business** *(continued)*

The PCSD Group's pre-tax margin expanded 0.7 percentage points year-on-year to 6.3 percent, the highest level ever for the business. Its pre-tax profit increased 22.7 percent year-on-year to US\$1,393 million for the period under review. By segment, there was a notable sales mix shift towards consumer and Chromebook segments, which historically carry a lower gross margin than commercial segment sales. To overcome such a challenge, the Group took initiatives to improve profitability across consumer, Chromebook and e-Commerce segments, as well as driving high-margin software and services sales to set a new record in pre-tax profit margin.

#### **Intelligent Devices Group – Mobile Business Group (MBG)**

The MBG business reported revenue of US\$2,612 million, declining 13.3 percent from the same period last year during the period under review. The continuing impact from the COVID-19 pandemic resulted in sluggish market demand for smartphones. Following a weak first fiscal quarter, the MBG business was able to mitigate market weakness through its robust execution of strategic initiatives. Its revenue rebounded in the second quarter with 39 percent sequential and 0.6 percent year-on-year growth. The revenue contribution from 5G models more than doubled quarter-on-quarter in the second quarter. The MBG business accounted for 9 percent of the Group's total revenue.

The primary strategic initiatives by MBG included the expansion of its product portfolio and carrier ranging. Its recent launch of the flagship foldable 5G razr phone has been well received by the market and new Gaming phones are selling out fast. MBG's product portfolio now carries attractive models across all price spectrums. Its "5G for all" strategy will bring 5G models to all price segments. This product strategy has been successful in driving a mix shift towards higher-end models and ASP expansion. The average selling prices of MBG products increased 10 percent quarter-on-quarter and 5 percent year-on-year in the second fiscal quarter as the new premium and flagship models gained popularity. On the distribution network, the business has developed strong carrier relationships in North America, Latin America, and Europe.

For the period under review, MBG's pretax loss amounted to US\$72 million, versus a gain of US\$13 million over the same period last year. The reason for the lower profit was the significant hike in freight and logistics costs due to limited flight capacity. In the second quarter, the MBG business narrowed its loss before taxation by US\$28 million quarter-on-quarter to US\$22 million. The business will continue to execute its strategy to resume profitability and drive profitable growth.

#### **Data Center Group (DCG)**

In the period under review, DCG's revenue increased by 15.0 percent year-on-year to US\$3,091 million, contributing 11 percent of the Group's total sales. The CSP revenue grew 33 percent on cloud momentum and client diversification. Strong cloud demand remained the bright spot in light of continued investment in cloud computing and the DCG Group has been a clear beneficiary of this structural trend.

The business has doubled down on its investments to drive new design wins across different products and platforms. In addition, new product wins feature higher-end designs as well as utilize the Group's in-house design and manufacturing capability. Moreover, the company is starting to ramp up solutions for two years down the road. The combined effect of a richer mix of platforms, in-house design and higher-end models should lead to improved profitability and sustainability in the growth of its CSP business.

## **BUSINESS REVIEW AND OUTLOOK** *(continued)*

### **Performance by Product Business Group** *(continued)*

#### **Data Center Group (DCG)** *(continued)*

Revenue in the Enterprise and SMB segment increased 3 percent year-on-year and outperformed the broader market during the period under review. The market demand for the Enterprise and SMB segment has been sluggish since the start of the COVID-19 pandemic. The business was successful in driving double-digit year-on-year sales growth across its four growth segments: software defined infrastructure, storage, software and services. Being the number one player in the global high-performance computing (HPC) segment, the business further strengthened its market leadership by winning more orders from key customers including DreamWorks, Max Planck, Korea Meteorological Administration and Karlsruhe Institute of Technology.

The Group continued to grow its services attach rate by selling more service contracts together with its server sales. Its TruScale solution is a scalable consumption-based services offering and a landmark partnership with SAP has been formed, signaling accelerated market interest in this new business model.

Pre-tax losses of the DCG group reached US\$105 million and slightly increased by US\$2 million year-on-year. Profit improvement is already on-going. Its pre-tax losses narrowed by US\$11 million quarter-on-quarter and US\$4 million year-on-year in the second quarter to US\$47 million. The business aims to scale up and enhance profitability to pursue a long-term growth trajectory.

#### **Outlook**

The fundamental change in consumer behavior and the Group's robust order book, especially for the PCSD business, is a solid proof that long-term structural demand tailwinds will enlarge the addressable market and support future growth. In its PCSD business, the Group will continue to leverage operational excellence and its global franchise to improve supply to meet strong segment demand and drive consistent premium-to-market growth.

For its Mobile business, the Group will drive further product innovation and accelerate 5G smartphone launches to strengthen its stronghold markets. It will also seek to enhance competitiveness in Latin America, North America and Europe to grow at a premium to the sector and drive profitable growth.

In its DCG business, the Group aims to deliver premium-to-market growth and drive profitability. In the Enterprise and SMB segment, the Group will grow its high-margin services attach rate, upsell premier services and expand hybrid cloud solutions to continue driving a paradigm shift in computing with its edge-to-cloud solutions. For its Cloud Service Provider business, the Group's recent design wins will attract new customers and expand its share with existing accounts by leveraging its unique strengths in the global supply chain and worldwide reach while expanding its product portfolio with advanced configuration and storage platforms. The business will also grow its in-house design and manufacturing capabilities to drive sustainable growth in scale.

Since the outbreak of the pandemic, the Group has been seeing a surge in market interest in its service capability and continues to build a strong pipeline of new orders for Attached Services, Managed Services which includes Device as a Service, and Complex Solutions. The comprehensive Software and Services offerings and well-established e-commerce infrastructure will lead to new growth opportunities.

## **BUSINESS REVIEW AND OUTLOOK** *(continued)*

### **Strategic Highlights**

The Group continues to execute its strategy to be the leader and enabler of Intelligent Transformation. The Group has the vision of bringing smarter technology to all – through Smart Infrastructure, Smart Verticals, and Smart IoT. This “3S” strategy, in parallel with its customer-centric positioning, has led to structural growth in new businesses including Software and Services.

**Smart Infrastructure** provides the computing, storage, and networking power to support smart devices. The Group’s next-generation data center solutions in hybrid cloud are based on the ThinkAgile platform and have penetrated Smart City projects in both Europe and China. The Group’s Smart Infrastructure revenue grew almost 20 percent year-on-year, supported by the momentum from Managed Services and Complex Solutions sub-segments during the period under review.

**Smart Verticals** combine big data generated by smart devices and the computing power of smart infrastructure to provide more insights and improve processes for customers. The Data Intelligence Business Group has expanded its footprint to win projects in the smart cities and healthcare industries to grow its revenue by more than 40 percent year-on-year during the period under review.

The Group will continue to invest in **Smart IoT**, consisting of a network of many touchpoints for the connected world we live in. Specifically, the Group’s investments will accelerate in the area of edge computing, cloud, big data, and AI in vertical industries to strengthen the Group’s capability as a competitive end-to-end solution provider in the era of Intelligent Transformation. The Smart IoT business has delivered more than 30 percent year-on-year revenue growth thanks to strong growth in Attached and Managed Services including Device as a Service.

## HUMAN RESOURCES

At September 30, 2020, the Group had a headcount of approximately 63,000 worldwide.

The Group implements remuneration policy, bonus, employee share purchase plan and long-term incentive scheme with reference to the performance of the Group and individual employees. The Group also provides benefits such as insurance, medical and retirement funds to employees to sustain competitiveness of the Group.

The Company has launched an employee share purchase plan (“Plan”) in October 2016. The purpose of the Plan is to facilitate and encourage Lenovo share ownership by the general employee population. Under the Plan, eligible employees are awarded one matching restricted share unit for every four ordinary shares of the Company purchased through qualified employee contributions. The matching restricted share units are subject to a vesting schedule of up to two years. Executive and non-executive directors and senior management of the Company are not eligible to participate in the Plan.

## DIRECTORS’ RIGHTS TO ACQUIRE SHARES OR DEBENTURES

### Long-Term Incentive Program

The Company operates a Long-Term Incentive Program (“LTI Program”) which was adopted by the Company in 2005 and amended in 2008 and 2016 respectively. The purpose of the LTI Program is to attract, retain, reward and motivate executive and non-executive directors, senior management and selected top-performing employees of the Company and its subsidiaries, while reinforcing direct alignment with shareholders.

Under the LTI Program, the Company maintains two types of equity-based compensation vehicles: (i) share appreciation rights, and (ii) restricted share units. These vehicles are described in more detail below.

#### **(i) Share Appreciation Rights (“SARs”)**

SARs entitle the holder to receive the appreciation in value of the Company’s share price above a predetermined level. SARs are typically subject to a vesting schedule of up to four years.

#### **(ii) Restricted Share Units (“RSUs”)**

RSU is equivalent to the value of one ordinary share of the Company. Once vested, RSU is converted to an ordinary share, or its cash equivalent. RSUs are typically subject to a vesting schedule of up to four years. Dividends are typically not paid on RSUs.

The Company reserves the right to settle any awards under the LTI Program in cash or in ordinary shares at its discretion. The Company has created and funded a trust to pay shares to eligible recipients. In the case of SARs, shares are due after exercise by the recipient. In the case of RSUs, shares are due after the employee satisfies any vesting conditions.

The number of units awarded under the LTI Program is set and reviewed annually, reflecting competitive market positioning, market practices, especially those among Lenovo’s competitors, as well as the Company’s performance and each individual’s actual and expected contribution to the business. In certain circumstances, awards under the LTI Program may be made to support the attraction of new hires. Award levels and mix may vary by individual, role and level.

## DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES (continued)

### Long-Term Incentive Program (continued)

The movements in the share awards of executive and non-executive directors of the Company as of September 30, 2020 under the LTI program are as follows:

Name	Award type	Fiscal year of award	Effective price (HK\$)	As at April 1, 2020 (Unvested)	Awarded during the period	Vested during the period	Exercised during the period	Number of units			Vesting period (mm.dd.yyyy)
								Lapsed/nullified during the period (Note 1)	As at September 30, 2020 (Unvested)	Total outstanding as at September 30, 2020	
Mr. Yang Yuanqing	SAR	13/14	9.815	-	-	-	-	-	-	14,520,062	06.03.2015 - 06.03.2018
	SAR	15/16	12.29	-	-	-	-	-	-	12,703,664	06.01.2016 - 06.01.2019
	SAR	16/17	4.90	-	-	-	-	-	-	126,972,471	06.01.2017 - 06.01.2019
	SAR	17/18	4.95	15,297,925	-	15,297,925	-	-	-	45,893,773	06.01.2018 - 06.01.2020
	SAR	18/19	4.00	19,652,821	-	6,552,251	-	-	13,100,570	39,305,643	06.01.2019 - 06.01.2021
	SAR	19/20	5.79	79,451,149	-	33,104,645	-	-	46,346,504	79,451,149	06.03.2020 - 06.03.2022
	SAR	20/21	4.22	-	76,048,055	-	-	-	76,048,055	76,048,055	06.01.2021 - 06.01.2023
	RSU	17/18	4.95	3,965,222	-	3,965,222	-	-	-	-	06.01.2018 - 06.01.2020
	RSU	18/19	4.00	4,684,250	-	1,561,417	-	-	3,122,833	3,122,833	06.01.2019 - 06.01.2021
	RSU	19/20	5.79	15,564,480	-	6,485,200	-	-	9,079,280	9,079,280	06.03.2020 - 06.03.2022
RSU	20/21	4.22	-	22,765,039	-	-	-	22,765,039	22,765,039	06.01.2021 - 06.01.2023	
Mr. Zhu Linan	SAR	13/14	7.88	-	-	-	-	242,723	-	-	08.16.2014 - 08.16.2016
	SAR	14/15	11.48	-	-	-	-	-	-	275,884	08.15.2015 - 08.15.2017
	SAR	15/16	7.49	-	-	-	-	-	-	403,970	08.14.2016 - 08.14.2018
	SAR	16/17	5.38	-	-	-	-	-	-	205,253	08.19.2017 - 08.19.2019
	SAR	17/18	4.74	318,438	-	318,438	-	-	-	636,877	08.21.2018 - 08.21.2020
	SAR	18/19	4.39	750,155	-	375,077	-	-	375,078	1,125,232	08.17.2019 - 08.17.2021
	RSU	17/18	4.74	55,027	-	55,027	-	-	-	-	08.21.2018 - 08.21.2020
	RSU	18/19	4.39	119,199	-	59,599	-	-	59,600	59,600	08.17.2019 - 08.17.2021
	RSU	19/20	5.48	328,629	-	109,543	-	-	219,086	219,086	09.19.2020 - 09.19.2022
RSU	20/21	5.01	-	355,877	-	-	-	355,877	355,877	09.01.2021 - 09.01.2023	

## DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES (continued)

### Long-Term Incentive Program (continued)

Name	Award type	Fiscal year of award	Effective price (HK\$)	Number of units							Vesting period (mm.dd.yyyy)
				As at April 1, 2020 (Unvested)	Awarded during the period	Vested during the period	Exercised during the period	Lapsed/nullified during the period (Note 1)	As at September 30, 2020 (Unvested)	Total outstanding as at September 30, 2020	
Mr. Zhao John Huan	SAR	13/14	7.88	-	-	-	-	364,084	-	-	08.16.2014 - 08.16.2016
	SAR	14/15	11.48	-	-	-	-	-	-	275,884	08.15.2015 - 08.15.2017
	SAR	15/16	7.49	-	-	-	-	-	-	403,970	08.14.2016 - 08.14.2018
	SAR	16/17	5.38	-	-	-	-	-	-	615,761	08.19.2017 - 08.19.2019
	SAR	17/18	4.74	318,438	-	318,438	-	-	-	955,316	08.21.2018 - 08.21.2020
	SAR	18/19	4.39	750,155	-	375,077	-	-	375,078	1,125,232	08.17.2019 - 08.17.2021
	RSU	17/18	4.74	55,027	-	55,027	-	-	-	-	08.21.2018 - 08.21.2020
	RSU	18/19	4.39	119,199	-	59,599	-	-	59,600	59,600	08.17.2019 - 08.17.2021
	RSU	19/20	5.48	328,629	-	109,543	-	-	219,086	219,086	09.19.2020 - 09.19.2022
	RSU	20/21	5.01	-	355,877	-	-	-	355,877	355,877	09.01.2021 - 09.01.2023
Mr. Nicholas C. Allen	SAR	13/14	7.88	-	-	-	-	364,084	-	-	08.16.2014 - 08.16.2016
	SAR	14/15	11.48	-	-	-	-	-	-	275,884	08.15.2015 - 08.15.2017
	SAR	15/16	7.49	-	-	-	-	-	-	403,970	08.14.2016 - 08.14.2018
	SAR	16/17	5.38	-	-	-	-	-	-	615,761	08.19.2017 - 08.19.2019
	SAR	17/18	4.74	318,438	-	318,439	-	-	-	955,316	08.21.2018 - 08.21.2020
	SAR	18/19	4.39	750,155	-	375,077	-	-	375,078	1,125,232	08.17.2019 - 08.17.2021
	RSU	17/18	4.74	55,027	-	55,027	-	-	-	-	08.21.2018 - 08.21.2020
	RSU	18/19	4.39	119,200	-	59,600	-	-	59,600	59,600	08.17.2019 - 08.17.2021
	RSU	19/20	5.48	328,629	-	109,543	-	-	219,086	219,086	09.19.2020 - 09.19.2022
	RSU	20/21	5.01	-	355,877	-	-	-	355,877	355,877	09.01.2021 - 09.01.2023

**DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES** (continued)

**Long-Term Incentive Program** (continued)

Name	Award type	Fiscal year of award	Effective price (HK\$)	Number of units							Vesting period (mm.dd.yyyy)
				As at April 1, 2020 (Unvested)	Awarded during the period	Vested during the period	Exercised during the period	Lapsed/nullified during the period (Note 1)	As at September 30, 2020 (Unvested)	Total outstanding as at September 30, 2020	
Mr. William O. Grabe	SAR	13/14	7.88	-	-	-	-	364,084	-	-	08.16.2014 - 08.16.2016
	SAR	14/15	11.48	-	-	-	-	-	-	275,884	08.15.2015 - 08.15.2017
	SAR	15/16	7.49	-	-	-	-	-	-	403,970	08.14.2016 - 08.14.2018
	SAR	16/17	5.38	-	-	-	-	-	-	615,761	08.19.2017 - 08.19.2019
	SAR	17/18	4.74	318,439	-	318,439	-	-	-	955,316	08.21.2018 - 08.21.2020
	SAR	18/19	4.39	750,155	-	375,077	-	-	375,078	1,125,232	08.17.2019 - 08.17.2021
	RSU	17/18	4.74	55,027	-	55,027	-	-	-	-	08.21.2018 - 08.21.2020
	RSU	18/19	4.39	119,200	-	59,600	-	-	59,600	59,600	08.17.2019 - 08.17.2021
	RSU	19/20	5.48	328,629	-	109,543	-	-	219,086	219,086	09.19.2020 - 09.19.2022
	RSU	20/21	5.01	-	355,877	-	-	-	355,877	355,877	09.01.2021 - 09.01.2023
	RSU (Deferral)	19/20	4.23	-	61,851	61,851	-	-	-	-	(Note 2)
	RSU (Deferral)	19/20	4.23	-	61,851	61,851	-	-	-	-	(Note 2)
RSU (Deferral)	20/21	5.01	-	52,221	52,221	-	-	-	-	(Note 2)	
Mr. William Tudor Brown	SAR	13/14	7.88	-	-	-	-	364,084	-	-	08.16.2014 - 08.16.2016
	SAR	14/15	11.48	-	-	-	-	-	-	275,884	08.15.2015 - 08.15.2017
	SAR	15/16	7.49	-	-	-	-	-	-	403,970	08.14.2016 - 08.14.2018
	SAR	16/17	5.38	-	-	-	-	-	-	615,761	08.19.2017 - 08.19.2019
	SAR	17/18	4.74	318,439	-	318,439	-	-	-	955,316	08.21.2018 - 08.21.2020
	SAR	18/19	4.39	750,155	-	375,077	-	-	375,078	1,125,232	08.17.2019 - 08.17.2021
	RSU	17/18	4.74	55,027	-	55,027	-	-	-	-	08.21.2018 - 08.21.2020
	RSU	18/19	4.39	119,200	-	59,600	-	-	59,600	59,600	08.17.2019 - 08.17.2021
	RSU	19/20	5.48	328,629	-	109,543	-	-	219,086	219,086	09.19.2020 - 09.19.2022
	RSU	20/21	5.01	-	355,877	-	-	-	355,877	355,877	09.01.2021 - 09.01.2023

## DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES (continued)

### Long-Term Incentive Program (continued)

Name	Award type	Fiscal year of award	Effective price (HK\$)	Number of units							Vesting period (mm.dd.yyyy)
				As at April 1, 2020 (Unvested)	Awarded during the period	Vested during the period	Exercised during the period	Lapsed/nullified during the period (Note 1)	As at September 30, 2020 (Unvested)	Total outstanding as at September 30, 2020	
Mr. Yang Chih-Yuan Jerry	SAR	13/14	7.88	-	-	-	-	245,757	-	-	08.16.2014 - 08.16.2016
	SAR	14/15	11.48	-	-	-	-	-	-	186,221	08.15.2015 - 08.15.2017
	SAR	14/15	11.07	-	-	-	-	-	-	37,202	11.16.2015 - 11.16.2017
	SAR	15/16	7.49	-	-	-	-	-	-	403,970	08.14.2016 - 08.14.2018
	SAR	16/17	5.38	-	-	-	-	-	-	615,761	08.19.2017 - 08.19.2019
	SAR	17/18	4.74	318,439	-	318,439	-	-	-	955,316	08.21.2018 - 08.21.2020
	SAR	18/19	4.39	750,155	-	375,077	-	-	375,078	1,125,232	08.17.2019 - 08.17.2021
	RSU	17/18	4.74	55,027	-	55,027	-	-	-	-	08.21.2018 - 08.21.2020
	RSU	18/19	4.39	119,200	-	59,600	-	-	59,600	59,600	08.17.2019 - 08.17.2021
	RSU	19/20	5.48	328,629	-	109,543	-	-	219,086	219,086	09.19.2020 - 09.19.2022
RSU	20/21	5.01	-	355,877	-	-	-	355,877	355,877	09.01.2021 - 09.01.2023	
Mr. Gordon Robert Halyburton Orr	SAR	15/16	7.25	-	-	-	-	-	-	224,107	09.18.2016 - 09.18.2022
	SAR	16/17	5.38	-	-	-	-	-	-	615,761	08.19.2017 - 08.19.2023
	SAR	17/18	4.74	318,439	-	318,439	-	-	-	955,316	08.21.2018 - 08.21.2020
	SAR	18/19	4.39	750,155	-	375,077	-	-	375,078	1,125,232	08.17.2019 - 08.17.2021
	RSU	17/18	4.74	55,027	-	55,027	-	-	-	-	08.21.2018 - 08.21.2020
	RSU	18/19	4.39	119,200	-	59,600	-	-	59,600	59,600	08.17.2019 - 08.17.2021
	RSU	19/20	5.48	328,629	-	109,543	-	-	219,086	219,086	09.19.2020 - 09.19.2022
	RSU	20/21	5.01	-	355,877	-	-	-	355,877	355,877	09.01.2021 - 09.01.2023
Mr. Woo Chin Wan, Raymond	RSU	19/20	5.48	358,380	-	119,460	-	-	238,920	238,920	09.19.2020 - 09.19.2022
	RSU	20/21	5.01	-	355,877	-	-	-	355,877	355,877	09.01.2021 - 09.01.2023
Ms. Yang Lan	RSU	20/21	5.01	-	312,733	-	-	-	312,733	312,733	09.01.2021 - 09.01.2023

Note 1: These units were nullified in accordance with the operation of the SAR plan rules.

Note 2: Proceeds in respect of quarterly deferral grants to be paid only at point of termination from the board of directors or unforeseen emergency.

## DIRECTORS' INTERESTS

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

### (i) Interests in the shares and underlying shares of the Company

Name of director	Interests in shares/ underlying shares (Note 1)	Capacity and number of shares/ underlying shares held			Approximate percentage of interests (Note 2)
		Personal interests	Corporate interests	Aggregate long position	
Mr. Yang Yuanqing	Ordinary shares	106,306,226	622,804,000 (Note 3)	729,110,226	
	Share awards	429,861,969	-	429,861,969	
				1,158,972,195	9.65%
Mr. Zhu Linan	Ordinary shares	2,987,155	-	2,987,155	
	Share awards	3,281,779	-	3,281,779	
				6,268,934	0.05%
Mr. Zhao John Huan	Ordinary shares	990,262	-	990,262	
	Share awards	4,010,726	-	4,010,726	
				5,000,988	0.04%
Mr. Nicholas C. Allen	Ordinary shares	1,447,635	-	1,447,635	
	Share awards	4,010,726	-	4,010,726	
				5,458,361	0.05%
Mr. William O. Grabe	Ordinary shares	3,691,966	744,281	4,436,247	
	Share awards	4,010,726	-	4,010,726	
				8,446,973	0.07%

**DIRECTORS' INTERESTS** *(continued)***(i) Interests in the shares and underlying shares of the Company** *(continued)*

Name of director	Interests in shares/ underlying shares <i>(Note 1)</i>	Capacity and number of shares/ underlying shares held			Aggregate long position	Approximate percentage of interests <i>(Note 2)</i>
		Personal interests	Corporate interests			
Mr. William Tudor Brown	Ordinary shares	925,070	-	925,070	4,935,796	0.04%
	Share awards	4,010,726	-	4,010,726		
Mr. Yang Chih-Yuan Jerry	Ordinary shares	812,802	-	812,802	4,771,067	0.04%
	Share awards	3,958,265	-	3,958,265		
Mr. Gordon Robert Halyburton Orr	Ordinary shares	612,892	-	612,892	4,167,871	0.03%
	Share awards	3,554,979	-	3,554,979		
Mr. Woo Chin Wan, Raymond	Ordinary shares	119,460	-	119,460	714,257	0.01%
	Share awards	594,797	-	594,797		
Ms. Yang Lan	Share awards	312,733	-	312,733		0.01%

## DIRECTORS' INTERESTS (continued)

### (ii) Interests in shares and underlying shares of the associated corporations of the Company

Name of director	Name of associated corporations	Long position/ short position	Capacity/ nature of interests	Number and class of shares/ underlying shares/ registered capital held	Approximate percentage of interests (Note 4)
Mr. Yang Yuanqing	SHAREit Technology Holdings Inc.	Long position	Personal interests held as beneficial owner	4,996,633 Series A Preferred shares	16.06%
	北京平安聯想智慧醫療信息技術有限公司 (formerly known as 北京聯想智慧醫療信息技術有限公司)	Long position	Personal interests held as beneficial owner	Registered capital of RMB2,400,000	1.25% (Note 5)
	國民認證科技(北京)有限公司	Long position	Personal interests held as beneficial owner	Registered capital of RMB1,097,144	4.09% (Note 5)
	北京聯想雲科技有限公司	Long position	Personal interests held as beneficial owner	Registered capital of RMB3,200,000	5.74% (Note 5)
	深圳聯想懂的通信有限公司	Long position	Personal interests held as beneficial owner	Registered capital of RMB2,584,615	3.69% (Note 5)
	聯想教育科技(北京)有限公司	Long position	Personal interests held as beneficial owner	Registered capital of RMB1,000,000	2.00% (Note 5)

#### Notes:

- Share awards represent underlying shares convertible into ordinary shares. Details of share awards are set out under the above section headed "Long-Term Incentive Program" of "Directors' Rights to Acquire Shares or Debentures".
- The approximate percentage of interests is based on the shares/underlying shares comprising the interests held as a percentage of the total number of shares in issue of the Company of the same class immediately after the relevant event and as recorded in the register maintained under section 352 of the SFO.
- The shares are held by Sureinvest Holdings Limited in which Mr. Yang Yuanqing holds more than one-third of the voting power at its general meetings. Therefore, Mr. Yang is taken to have an interest in 622,804,000 shares under the SFO and such interest is also reported under the below section headed "Substantial Shareholders' and Other Persons' Interests".
- The approximate percentage of interests is based on the shares comprising the interests held as a percentage of the total number of shares in issue of the associated corporation of the same class immediately after the relevant event and as recorded in the register maintained under section 352 of the SFO.
- Mr. Yang Yuanqing holds the interests of RMB2,400,000 (being 1.25%), RMB1,097,144 (being 4.09%), RMB3,200,000 (being 5.74%), RMB2,584,615 (being 3.69%) and RMB1,000,000 (being 2%) in the registered capital in 北京平安聯想智慧醫療信息技術有限公司 (formerly known as 北京聯想智慧醫療信息技術有限公司), 國民認證科技(北京)有限公司, 北京聯想雲科技有限公司, 深圳聯想懂的通信有限公司 and 聯想教育科技(北京)有限公司 respectively.

Save as disclosed above, as at September 30, 2020, none of the directors or chief executive of the Company or their associates had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register maintained by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

## SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS

As at September 30, 2020, the following persons (other than the directors and chief executive of the Company as disclosed above) had interests or short positions in the shares and/or underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO:

Name	Long position/ short position	Capacity and number of shares/ underlying shares held		Aggregate long/short positions (Note 1)	Approximate percentage of interests
		Beneficial owner	Corporate interests		
Legend Holdings Corporation	Long position	2,867,636,724	628,919,317 (Note 2)	3,496,556,041	29.10%
Right Lane Limited	Long position	388,819,317	240,100,000 (Note 3)	628,919,317	5.23%
Red Eagle Group (PTC) Limited	Long position	-	956,219,895	956,219,895 (Notes 4 & 6)	7.96%
Harvest Star Limited	Long position	-	956,219,895	956,219,895 (Notes 5 & 6)	7.96%
Union Star Limited	Long position	956,219,895	-	956,219,895	7.96%
Sureinvest Holdings Limited	Long position	622,804,000	-	622,804,000 (Note 7)	5.61%
BlackRock, Inc.	Long position	-	610,634,151	610,634,151	5.08%
	Short position	-	454,000	454,000	0.00%

## SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS *(continued)*

Notes:

- The interests or short positions include underlying shares as follows:

Name	Long position		Short position	
	Convertible instruments unlisted equity derivatives	Cash settled unlisted equity derivatives	Convertible instruments unlisted equity derivatives	Cash settled unlisted equity derivatives
BlackRock, Inc.	-	502,000	-	276,000
Red Eagle Group (PTC) Limited	90,613,689	-	-	-
Harvest Star Limited	90,613,689	-	-	-
Union Star Limited	90,613,689	-	-	-

- Out of 628,919,317 shares, 388,819,317 shares are directly held by Right Lane Limited ("Right Lane"), a direct wholly-owned subsidiary of Legend Holdings Corporation, and 240,100,000 shares are indirectly held by Right Lane through its wholly-owned subsidiary, Legion Elite Limited ("Legion Elite").
- These shares are held by Legion Elite.
- These shares/underlying shares of the Company are indirectly held by Harvest Star Limited through Union Star Limited ("Union Star").
- These shares/underlying shares of the Company are directly held through Union Star.
- The interests represent 865,606,206 shares and 90,613,689 units of bonus warrants issued to Union Star under the subscription agreement dated September 29, 2017 entered into between the Company and Union Star and as disclosed in the Company's announcements dated September 29, 2017 and November 17, 2017 and circular dated October 16, 2017.
- Mr. Yang Yuanqing holds more than one-third of the voting power at general meetings of Sureinvest Holdings Limited ("Sureinvest"). Accordingly, Mr. Yang is deemed to have interests in those 622,804,000 shares of the Company held by Sureinvest under the SFO. This interest is also included as corporate interests of Mr. Yang in the above section headed "Directors' Interests".

Save as disclosed above, as at September 30, 2020, no other persons (other than the directors and chief executive of the Company, whose interests are set out in the above section headed "Directors' Interests") had any interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO.

## **DEBENTURES ISSUED**

On April 24, 2020, the Company issued US\$650,000,000 5.875% unsecured notes due 2025 under the medium term note programme established by the Company on March 8, 2020. The Company has received a consideration of US\$649,846,340 and the proceeds were applied for refinancing and general corporate purposes. On May 12, 2020, the Company further issued US\$350,000,000 5.875% unsecured notes due 2025. The Company has received a consideration of US\$354,493,125 and the proceeds were applied for refinancing and general corporate purposes. The 2025 notes were listed on the Stock Exchange.

On November 2, 2020, the Company issued US\$1,000,000,000 3.421% notes due 2030. The notes are listed on the Stock Exchange.

The Company has received a consideration of US\$1,000,000,000 from the issuance. The proceeds of this issuance were used to repurchase part of (i) the outstanding US\$1,000,000,000 5.375% perpetual securities issued by Lenovo Perpetual Securities Limited (a wholly owned subsidiary of the Company) and guaranteed by the Company, (ii) the Company's US\$500,000,000 3.875% notes due 2022, and (iii) the Company's US\$750,000,000 4.750% notes due 2023, in accordance with the terms of the tender offer announced by the Company on October 22, 2020. Details are set out in the announcement of the Company dated November 3, 2020 regarding settlement of the tender offer.

## **PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES**

During the six months ended September 30, 2020, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities, except that the respective trustee of the long-term incentive program and the employee share purchase plan of the Company purchased a total of 98,676,931 shares from the market for award to employees upon vesting. Details of these program and plan are set out in the 2019/20 annual report of the Company.

## **INTERIM DIVIDEND**

The Board has declared an interim dividend of HK6.6 cents (2019/20: HK6.3 cents) per share for the six months ended September 30, 2020, absorbing an aggregate amount of approximately US\$102.3 million (2019/20: approximately US\$96.6 million), to shareholders whose names appear on the register of members of the Company on Friday, November 27, 2020. The interim dividend will be paid on Thursday, December 10, 2020.

## **CLOSURE OF REGISTER OF MEMBERS**

The register of members of the Company will be closed on Friday, November 27, 2020, during which no transfer of shares will be registered. In order to qualify for the interim dividend, all properly completed transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's share registrar, Tricor Abacus Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on Thursday, November 26, 2020. Shares of the Company will be traded ex-dividend as from Wednesday, November 25, 2020.

## CHANGES IN DIRECTORS' EMOLUMENTS AND INFORMATION

Pursuant to Rule 13.51B(1) of the Listing Rules, the changes in directors' emoluments and information of the Company subsequent to the date of the 2019/20 Annual Report or the latest pertaining publication of the Company (whichever later) are set out below:

<b>Director</b>	<b>Details of Changes</b>
Mr. Yang Yuanqing	<ul style="list-style-type: none"><li>- For the financial year ending March 31, 2021, Mr. Yang Yuanqing is granted share awards under the long-term incentive program of the Company with a value of US\$19,315,246 (or approximately RMB131,160,677). <i>(Note: The translation of RMB into USD is based on the exchange rate of RMB1.00 to USD0.147264 as at September 30, 2020 and is for information purposes only).</i></li></ul>
Mr. Nobuyuki Idei	<ul style="list-style-type: none"><li>- Retired as an independent non-executive director and a member of the Nomination and Governance Committee of the Company with effect from July 9, 2020.</li></ul>
Ms. Yang Lan	<ul style="list-style-type: none"><li>- Appointed as a member of the Nomination and Governance Committee of the Company with effect from July 9, 2020.</li></ul>
Mr. Zhao John Huan	<ul style="list-style-type: none"><li>- Resigned as the chairman of the board and a non-executive director of Hospital Corporation of China Limited (Hong Kong Stock Exchange listed) with effect from June 23, 2020.</li></ul>
Mr. Gordon Robert Halyburton Orr	<ul style="list-style-type: none"><li>- Being an independent non-executive director of Meituan Dianping (Hong Kong Stock Exchange listed), Meituan Dianping changed its name to Meituan with effect from September 30, 2020.</li></ul>

Save as disclosed above, there is no other information to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

## REVIEW BY AUDIT COMMITTEE

The Audit Committee of the Company has been established since 1999 with the responsibility to assist the Board in providing an independent review of the financial statements, risk management and internal control systems. It acts in accordance with its terms of reference which clearly deal with its membership, authority, duties and frequency of meetings. Currently, the Audit Committee is chaired by an independent non-executive director, Mr. Nicholas C. Allen, and comprises four members including Mr. Nicholas C. Allen and other three independent non-executive directors, Mr. William Tudor Brown, Mr. Gordon Robert Halyburton Orr and Mr. Woo Chin Wan Raymond.

The Audit Committee of the Company has reviewed the unaudited interim results of the Group for the six months ended September 30, 2020. It meets regularly with the management, the external auditor and the internal audit personnel to discuss the accounting principles and practices adopted by the Group and internal control and financial reporting matters.

## COMPLIANCE WITH CORPORATE GOVERNANCE CODE

None of the directors of the Company is aware of any information that would reasonably indicate that the Company is not, or was not during the six months ended September 30, 2020, in compliance with the code provisions of the Corporate Governance Code and Corporate Governance Report (the “CG Code”) as set out in Appendix 14 to the Listing Rules, with the exception that the roles of the chairman of the Board (the “Chairman”) and the chief executive officer of the Company (the “CEO”) have not been segregated as required by code provision A.2.1 of the CG Code.

The Board has reviewed the organization human resources planning of the Company and is of the opinion that it is appropriate and in the best interests of the Company at the present stage for Mr. Yang Yuanqing (“Mr. Yang”) to continue to hold both the positions as it would help to maintain the continuity of the strategy execution and stability of the operations of the Company. The Board comprising a vast majority of independent non-executive directors meets regularly on a quarterly basis to review the operations of the Company led by Mr. Yang.

The Board also appointed Mr. William O. Grabe as the lead independent director (the “Lead Independent Director”) with broad authority and responsibility. Among other responsibilities, the Lead Independent Director serves as Chair of the Nomination and Governance Committee meeting and/or Board meeting whenever the Committee and/or Board is considering (i) the combined roles of Chairman and CEO; and (ii) assessment of the performance of Chairman and/or CEO. The Lead Independent Director also calls and chairs meeting(s) with all independent non-executive directors without management and executive director present at least once a year on such matters as are deemed appropriate. Accordingly, the Board believes that the current Board structure with combined roles of Chairman and CEO, the appointment of Lead Independent Director and a vast majority of independent non-executive directors provide an effective balance on power and authorizations between the Board and the management of the Company.

## **COMPLIANCE WITH MODEL CODE**

The Company has adopted the Model Code set out in Appendix 10 to the Listing Rules along with its guidance note to govern directors' securities transactions. Having made specific enquiry of the directors of the Company, all the directors of the Company have confirmed their compliance with the required standard set out in the Model Code and the guidance note at all applicable times during the six months ended September 30, 2020.

The Company has also adopted its own trading in securities policy applicable to designated senior management of the Company which is on terms no less exacting than the required standard as set out in the Model Code.

By Order of the Board

**Yang Yuanqing**

*Chairman and Chief Executive Officer*

November 3, 2020

## **CORPORATE INFORMATION**

### **HONORARY CHAIRMAN**

Mr. Liu Chuanzhi

### **BOARD OF DIRECTORS**

#### **Chairman and executive director**

Mr. Yang Yuanqing

#### **Non-executive directors**

Mr. Zhu Linan

Mr. Zhao John Huan

#### **Independent non-executive directors**

Mr. Nicholas C. Allen

Mr. William O. Grabe

Mr. William Tudor Brown

Mr. Yang Chih-Yuan Jerry

Mr. Gordon Robert Halyburton Orr

Mr. Woo Chin Wan Raymond

Ms. Yang Lan

### **CHIEF FINANCIAL OFFICER**

Mr. Wong Wai Ming

### **COMPANY SECRETARY**

Mr. Mok Chung Fu, Eric

### **REGISTERED OFFICE**

23rd Floor, Lincoln House, Taikoo Place  
979 King's Road, Quarry Bay, Hong Kong

### **PRINCIPAL BANKERS**

Bank of China

BNP Paribas

Citibank, N.A.

DBS Bank Ltd.

### **INDEPENDENT AUDITOR**

PricewaterhouseCoopers

*Certified Public Accountants*

22nd Floor, Prince's Building

Central, Hong Kong

### **SHARE REGISTRAR**

Tricor Abacus Limited

Level 54, Hopewell Centre

183 Queen's Road East, Hong Kong

### **AMERICAN DEPOSITARY RECEIPTS**

(Depositary and Registrar)

Citibank, N.A.

6th Floor, 388 Greenwich Street

New York, NY 10013, USA

### **STOCK CODES**

Hong Kong Stock Exchange: 992

American Depositary Receipts: LNVGY

### **WEBSITE**

[www.lenovo.com](http://www.lenovo.com)