



Lenovo Group Limited Interim Report 2007/08



# COME THE WORLD'S BEST ENGINEERED PCs









# **Interim Results**

The board of directors (the "Board") of Lenovo Group Limited (the "Company") is pleased to announce the unaudited results of the Company and its subsidiaries (the "Group") for the six months ended September 30, 2007 together with comparative figures for the corresponding period of last year, as follows:

# **Consolidated Income Statement**

	Note	3 months ended September 30, 2007 (unaudited) US\$'000	6 months ended September 30, 2007 (unaudited) US\$'000	3 months ended September 30, 2006 (unaudited) US\$'000	6 months ended September 30, 2006 (unaudited) US\$'000
Sales	2	4,431,986	8,358,486	3,700,424	7,176,118
Cost of sales		(3,764,472)	(7,106,295)	(3,220,116)	(6,198,942)
Gross profit Other income – net Selling and distribution expenses Administrative expenses Research and development expenses Other operating expenses	3	667,514 28 (321,959) (145,067) (64,542) (17,993)	1,252,191 2,142 (596,660) (277,148) (119,526) (62,981)	480,308 9,288 (267,438) (113,159) (55,809) (9,013)	977,176 14,821 (564,074) (227,849) (107,110) (30,516)
Operating profit Finance income Finance costs Share of profits of associated companies	4	117,981 14,484 (9,572) 65	198,018 20,409 (17,606)	44,177 6,918 (8,427) 334	62,448 11,336 (17,578) 1,640
Profit before taxation Taxation	5 6	122,958 (17,703)	200,880 (28,786)	43,002 (5,117)	57,846 (14,755)
Profit for the period		105,255	172,094	37,885	43,091
Profit attributable to: Shareholders of the Company Minority interests		105,255 –	172,094 –	37,885 -	43,091 -
		105,255	172,094	37,885	43,091
Dividend	7		34,715		27,454
Earnings per share  – Basic	8(a)	US1.22 cents	US2.00 cents	US0.44 cents	US0.50 cents
– Diluted	8(b)	US1.12 cents	US1.86 cents	US0.43 cents	US0.49 cents

# **Consolidated Balance Sheet**

	Note	September 30, 2007 (unaudited) US\$'000	March 31, 2007 (audited) US\$'000
Non-current assets Property, plant and equipment Prepaid lease payments Construction-in-progress Intangible assets Investments in associated companies Deferred tax assets Available-for-sale financial assets Other non-current assets		346,752 5,904 22,881 1,850,510 4,030 125,226 85,947 19,784	326,058 5,807 20,438 1,867,689 3,908 101,551 42,938 20,000
		2,461,034	2,388,389
Current assets Inventories Trade receivables Notes receivable Deposits, prepayments and other receivables Tax recoverable Cash and cash equivalents	9(a)	353,015 1,018,460 255,393 669,771 13,502 1,881,970	357,663 641,593 190,857 784,857 22,041 1,063,716
		4,192,111	3,060,727
Total assets		6,653,145	5,449,116
Share capital Reserves	11	28,709 1,305,671	28,504 1,105,028
Shareholders' funds		1,334,380	1,133,532
Minority interests		744	744
Total equity		1,335,124	1,134,276
Non-current liabilities	12	844,936	789,058
Current liabilities Trade payables Notes payable Provisions, accruals and other payables Tax payable Short-term bank loans Current portion of non-current liabilities	9(b) 10	2,601,393 66,337 1,636,813 74,200 81,224 13,118	1,977,206 49,154 1,412,864 60,013 18,028 8,517
		4,473,085	3,525,782
Total liabilities		5,318,021	4,314,840
Total equity and liabilities		6,653,145	5,449,116
Net current liabilities		280,974	465,055
Total assets less current liabilities		2,180,060	1,923,334

# **Condensed Consolidated Cash Flow Statement**

	6 months ended September 30, 2007 (unaudited) US\$'000	6 months ended September 30, 2006 (unaudited) US\$'000
Net cash generated from operating activities  Net cash used in investing activities  Net cash generated from/(used in) financing activities	930,227 (140,755) 39,377	390,775 (58,254) (226,914)
Increase in cash and cash equivalents Effect of foreign exchange rate changes Cash and cash equivalents at the beginning of the period	828,849 (10,595) 1,063,716	105,607 (9,446) 1,004,981
Cash and cash equivalents at the end of the period	1,881,970	1,101,142

# **Consolidated Statement of Changes in Equity**

ı	Share capital (unaudited) US\$'000	Share premium (unaudited) US\$'000	Convertible ghts in respect of convertible preferred shares and warrants (unaudited) US\$'000	Other reserve (unaudited) US\$'000	Exchange reserve (unaudited) US\$'000	Investment revaluation reserve (unaudited) US\$'000	Share redemption reserve (unaudited) US\$'000	Employee share trusts (unaudited) US\$'000	Share-based compensation reserve (unaudited) USS'000	Retained earnings/ (accumulated losses) (unaudited) US\$'000	Minority interests (unaudited) US\$'000	Total (unaudited) US\$'000
At April 1, 2007	28,504	1,042,579	45,979	-	(22,756)	15,078	497	(127,301)	51,420	99,532	744	1,134,276
Fair value change on available-for-sale												
financial assets	-	_	_	_	_	45,251	_	_	_	_	_	45,251
Transfer to statutory reserve	_	_	_	12,850	_	-	_	_	_	(12,850)	_	-
Profit for the period	-	_	-	-	_	-	-	_	_	172,094	_	172,094
Exchange differences	-	-	-	_	(26,271)	-	-	_	_	· -	_	(26,271)
Reserve realized on disposal of available-for-sale					( - / /							( 7 )
financial assets	-	-	-	-	-	(1,886)	-	-	-	-	-	(1,886)
Vesting of shares under												
long-term incentive program	-	-	-	-	-	-	-	13,397	(17,207)	-	-	(3,810)
Exercise of share options	205	23,721	-	-	-	-	-	-	-	-	-	23,926
Share-based compensation	-	-	-	-	-	-	-	-	22,632	-	-	22,632
Dividend paid	-	-	-	-	-	-	-	-	-	(31,088)	-	(31,088)
At September 30, 2007	28,709	1,066,300	45,979	12,850	(49,027)	58,443	497	(113,904)	56,845	227,688	744	1,335,124
At April 1, 2006	28,504	1,043,260	10,769	-	(3,313)	(3,579)	396	(51,043)	22,791	(3,882)	744	1,044,647
Fair value change on available-for-sale												
financial assets					_	(2,836)					_	(2,836)
Profit for the period	_	_	_	_	_	(2,000)				43,091	_	43,091
Exchange differences	_	_	_	_	(30,517)	_				40,071		(30,517)
Reserve realized on disposal of available-for-sale					(00,011)							(00,011)
financial assets	_	_	_	_	_	310	-	_	_	-	-	310
Issue of ordinary shares Vesting of shares under	31	2,919	-	-	-	=	-	-	=	=	=	2,950
long-term incentive program	_	_	_	_	_	_	_	7,733	(7,733)	_	_	_
Share-based compensation	_	_	_	_	_	_	_	7,700	16,562	_	_	16,562
Repurchase of shares	(50)	(4,602)	_	_	_	_	50	_	-	_	_	(4,602)
Contributions to employee	(00)	(.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,										(1,002)
share trusts	_	_	_	_	_	-	-	(73,654)	=	-	_	(73,654)
								1.0,001)				(, 0,00 1)
Dividend paid	-	-	-	-	-	-	-	-	-	(31,258)	-	(31,258)

#### Notes to the Condensed Interim Financial Statements

#### Basis of preparation

The Board is responsible for the preparation of the Group's unaudited condensed interim financial statements. These unaudited condensed interim financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants and Appendix 16 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited. They have been prepared under the historical cost convention except that available-for-sale financial assets are stated at fair value. These unaudited condensed interim financial statements should be read in conjunction with the 2006/07 annual financial statements.

The principal accounting policies and methods of computation used in the preparation of these unaudited condensed interim financial statements are consistent with those used in the annual financial statements for the year ended March 31, 2007.

The following new standards, amendments to standards and interpretations are mandatory for the year ending March 31, 2008. The Group has adopted these new standards, amendments to standards and interpretations where considered appropriate and relevant to its operations.

- Amendment to HKAS 1, "Capital disclosures"
- HKFRS 7, "Financial instruments: Disclosures"
- HK(IFRIC)-Int 8, "Scope of HKFRS 2"
- HK(IFRIC)-Int 9, "Reassessment of embedded derivatives"
- HK(IFRIC)-Int 10, "Interim financial reporting and impairment"
- HK(IFRIC)-Int 11, "HKFRS 2 Group and treasury share transactions"

The following new standards, amendments to standards and interpretations have been issued but are not effective for the year ending March 31, 2008 and have not been early adopted.

- HKAS 23 (Revised), "Borrowing costs", effective for annual periods beginning on or after January 1, 2009
- HKFRS 8, "Operating segments", effective for annual periods beginning on or after January 1, 2009
- HK(IFRIC)-Int 12, "Service concession arrangements", effective for annual periods beginning on or after January 1, 2008
- HK(IFRIC)-Int 13, "Customer loyalty programmes", effective for annual periods beginning on or after July 1, 2008
- HK(IFRIC)-Int 14, "HKAS 19 The limit on a defined benefit asset, minimum funding requirements and their interactions", effective for annual periods beginning on or after January 1, 2008

The adoption of the above standards, amendments to standards and interpretations in future periods is not expected to result in substantial changes to the Group's accounting policies except that additional disclosures may be required.

#### Segment information

In accordance with the Group's internal financial reporting, the Group has adopted geographical segments as the primary reporting format and business segments as the secondary reporting format.

#### Primary reporting format – geographical segments

The segment results for the six months ended September 30, 2007 are as follows:

	Americas (unaudited) US\$'000	Europe, Middle East and Africa (unaudited) US\$'000	Asia Pacific (excluding Greater China) (unaudited) US\$'000	Greater China (unaudited) US\$'000	Corporate or unallocated (unaudited) US\$'000	Total (unaudited) US\$'000
Sales	2,330,013	1,639,938	1,035,452	3,353,083	-	8,358,486
Segment operating results	42,779	44,758	(7,349)	194,644	(78,956)	195,876
Finance income Finance costs Gain on disposal of available-for-sale						20,409 (17,606)
financial assets Share of profits of associon companies	ciated				_	2,142 59
Profit before taxation Taxation						200,880 (28,786)
Profit for the period					_	172,094

#### 2. Segment information (continued)

(a) Primary reporting format – geographical segments (continued)

At September 30, 2007

	Americas (unaudited) US\$'000	Europe, Middle East and Africa (unaudited) US\$'000	Asia Pacific (excluding Greater China) (unaudited) US\$'000	Greater China (unaudited) US\$'000	Corporate or unallocated (unaudited) US\$'000	Total (unaudited) US\$'000
Segment assets	1,270,819	589,504	1,158,258	2,743,454		5,762,035
Investments in associated companies Available-for-sale financial assets Cash and cash equivalents Deferred tax assets Tax recoverable Other unallocated assets					4,030 85,947 557,426 125,226 13,502 104,979	891,110
Consolidated total assets					_	6,653,145
Segment liabilities	1,391,166	997,202	550,543	1,779,139	-	4,718,050
Bank borrowings Convertible preferred sha Share-based compensat Tax payable Other unallocated liabilitie	ion				100,000 322,697 7,706 74,200 95,368	599,971
Consolidated total liabilities	es				_	5,318,021
Capital expenditure	27,571	3,582	8,188	43,899	51,969	135,209
The segment results for t	he six months of Americas (unaudited) US\$'000	Europe, Middle East and Africa (unaudited) US\$'000	Asia Pacific (excluding Greater China) (unaudited) US\$'000	as follows:  Greater China (unaudited) US\$'000	Corporate or unallocated (unaudited) US\$'000	Total (unaudited) US\$'000
Sales	2,080,485	1,412,583	899,913	2,783,137	-	7,176,118
Segment operating results	(40,426)	(13,390)	(10,592)	173,873	(61,838)	47,627
Finance income Finance costs Impairment of assets Fair value change on warrants Gain on disposal of investr	ments					11,336 (17,578) (3,762) (355)
and available-for-sale financial assets	tod					18,938
Share of profits of associate companies	ıeu				_	1,640
Profit before taxation Taxation						57,846 (14,755)
Profit for the period					_	43,091

#### 2. Segment information (continued)

(b)

(a) Primary reporting format – geographical segments (continued) At March 31, 2007

	Americas (audited) US\$'000	Europe, Middle East and Africa ( (audited) US\$'000	Asia Pacific (excluding Greater China) (audited) US\$'000	Greater China (audited) US\$'000	Corporate or unallocated (audited) US\$'000	Total (audited) US\$'000
Segment assets	1,188,004	589,350	847,038	2,050,866		4,675,258
Investments in associated companies Available-for-sale					3,908	
financial assets  Cash and cash					42,938	
equivalents					439,212	
Deferred tax assets					101,551	
Tax recoverable					22,041	770.050
Other unallocated assets					164,208 —	773,858
Consolidated total assets					_	5,449,116
Segment liabilities	1,228,160	904,054	587,436	1,066,939		3,786,589
Bank borrowings					100,000	
Convertible preferred share					317,495	
Share-based compensation	on				11,019	
Tax payable					60,013	
Other unallocated liabilities					39,724	528,251
Consolidated total liabilities	3					4,314,840
Capital expenditure	84,745	13,520	20,245	64,046	60,545	243,101
Secondary reporting for	mat – busines	ss segments				
		ersonal Compute Notebook US\$'000	er Total US\$'000	Mobile handset US\$'000	Others US\$'000	Total US\$'000
For the six months ended September 30, 2007 (unaudited)	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000	handset US\$'000	US\$'000	US\$'000
For the six months ended September 30, 2007 (unaudited)	Pe Desktop	ersonal Compute Notebook	Total	handset		
For the six months ended September 30, 2007 (unaudited) Sales	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000	handset US\$'000	US\$'000	US\$'000
For the six months ended September 30, 2007 (unaudited) Sales Capital expenditure	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000 8,014,997	handset US\$'000 235,067	US\$'000 108,422	US\$'000 8,358,486
For the six months ended September 30, 2007 (unaudited)  Sales  Capital expenditure  For the six months ended September 30, 2006 (unaudited)	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000 8,014,997	handset US\$'000 235,067	US\$'000 108,422	US\$'000 8,358,486
For the six months ended September 30, 2007 (unaudited)  Sales  Capital expenditure  For the six months ended September 30, 2006 (unaudited)  Sales	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000 8,014,997 130,318	handset US\$'000 235,067 3,410	US\$'000 108,422 1,481	US\$'000 8,358,486 135,209
For the six months ended September 30, 2007 (unaudited)  Sales  Capital expenditure  For the six months ended September 30, 2006 (unaudited)  Sales  Capital expenditure  Total segment assets as at September 30, 2007	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000  8,014,997 130,318  6,727,498 78,662	1339,634 3,549	108,422 1,481 108,986 1,139	U\$\$'000 8,358,486 135,209 7,176,118 83,350
For the six months ended September 30, 2007 (unaudited)  Sales  Capital expenditure  For the six months ended September 30, 2006 (unaudited)  Sales  Capital expenditure  Total segment assets as at September 30, 2007 (unaudited)	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000  8,014,997 130,318	handset US\$'000 235,067 3,410	108,422 1,481	US\$'000 8,358,486 135,209 7,176,118
For the six months ended September 30, 2007 (unaudited)  Sales  Capital expenditure  For the six months ended September 30, 2006 (unaudited)  Sales  Capital expenditure  Total segment assets as at September 30, 2007 (unaudited)  Total segment assets as at	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000  8,014,997 130,318  6,727,498 78,662	1339,634 3,549	108,422 1,481 108,986 1,139	U\$\$'000 8,358,486 135,209 7,176,118 83,350
For the six months ended September 30, 2007 (unaudited)  Sales  Capital expenditure  For the six months ended September 30, 2006 (unaudited)  Sales  Capital expenditure  Total segment assets as at September 30, 2007 (unaudited)  Total segment assets as at March 31, 2007	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000  8,014,997 130,318  6,727,498 78,662  8,656,954	157,965	108,422 1,481 108,986 1,139	U\$\$'000 8,358,486 135,209 7,176,118 83,350 8,975,375
(unaudited)  Sales  Capital expenditure  For the six months ended September 30, 2006 (unaudited)  Sales  Capital expenditure  Total segment assets as at September 30, 2007 (unaudited)  Total segment assets as at	Desktop US\$'000	ersonal Compute Notebook US\$'000	Total US\$'000  8,014,997 130,318  6,727,498 78,662	1339,634 3,549	108,422 1,481 108,986 1,139	8,358,4 135,2 7,176,1 83,3

#### 3. Other income - net

•	3 months ended	6 months ended	3 months ended	6 months ended
	September 30,	September 30,	September 30,	September 30,
	2007	2007	2006	2006
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
	US\$'000	US\$'000	US\$'000	US\$'000
Impairment of assets Fair value change on warrants Gain on disposal of investments and	-	-	-	(3,762)
	-	-	(9,695)	(355)
available-for-sale financial assets	28	2,142	18,983	18,938
	28	2,142	9,288	14,821

#### 4. Finance costs

	3 months ended September 30, 2007 (unaudited) US\$'000	6 months ended September 30, 2007 (unaudited) US\$'000	3 months ended September 30, 2006 (unaudited) US\$'000	6 months ended September 30, 2006 (unaudited) US\$'000
Interest on bank loans and overdrafts Dividend and relevant finance costs	3,529	5,366	2,373	5,591
on convertible preferred shares	5,474	10,947	5,529	10,984
Others	569	1,293	525	1,003
	9,572	17,606	8,427	17,578

#### 5. Profit before taxation

Profit before taxation is stated after charging/(crediting) the following:

	3 months ended September 30, 2007 (unaudited) US\$'000	6 months ended September 30, 2007 (unaudited) US\$'000	3 months ended September 30, 2006 (unaudited) US\$'000	6 months ended September 30, 2006 (unaudited) US\$'000
Amortization of intangible assets (including accelerated amortization				
of US\$28,058,000 (2006/07:Nil))	54,919	80,862	24,757	50,410
Cost of inventories sold	3,502,838	6,574,922	3,060,198	5,821,442
Depreciation expenses and amortization of				
prepaid lease payments	23,570	45,555	17,731	33,992
Employee benefit costs (including share-based				
compensation of US\$11,758,000				
(2006/07: US\$9,835,000) for three-month				
period and US\$22,632,000 (2006/07: US\$16,562,000) for six-month period)	304,893	629,662	226,940	458,326
Rental expenses under operating leases	9,033	18,121	7,180	17,613
Restructuring costs	3,000	10,121	7,100	17,010
- Staff related costs				
(included in employee benefit costs above)	1,880	39,932	4,068	5,686
- Others	(131)	6,629	(2,103)	15,675

#### 6. Taxation

The amount of taxation in the consolidated income statement represents:

•	3 months ended	6 months ended	3 months ended	6 months ended
	September 30,	September 30,	September 30,	September 30,
	2007	2007	2006	2006
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
	US\$'000	US\$'000	US\$'000	US\$'000
Current taxation Hong Kong profits tax Taxation outside Hong Kong Deferred taxation	113	160	(51)	(4)
	13,116	47,839	(15,365)	4,234
	4,474	(19,213)	20,533	10,525
	17,703	28,786	5,117	14,755

#### 7. Dividend

	6 months ended September 30, 2007 (unaudited) US\$'000	6 months ended September 30, 2006 (unaudited) US\$'000
Interim dividend, declared after period end, of HK3.0 cents (2006/07: HK2.4 cents) per ordinary share	34,715	27,454

#### 8. Earnings per share

#### (a) Basic

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

	6 months ended September 30, 2007 (unaudited)	6 months ended September 30, 2006 (unaudited)
Profit attributable to shareholders of the Company (US\$'000)	172,094	43,091
Weighted average number of ordinary shares in issue for the calculation of basic earnings per share	8,602,883,390	8,686,415,657

#### (b) Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding due to the effect of all dilutive potential ordinary shares. The Company has four categories of dilutive potential ordinary shares: convertible preferred shares, share options, long-term incentive awards and warrants.

The convertible preferred shares are assumed to have been converted into ordinary shares and the net profit is adjusted to add back the relevant finance costs.

For the share options and warrants, a calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average periodic market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options and warrants. The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise in full of the share options and warrants.

#### 8. Earnings per share (continued)

#### (b) Diluted (continued)

For the long-term incentive awards, a calculation is done to determine whether the long-term incentive awards are dilutive, and the number of shares that are deemed to be issued.

	6 months ended September 30, 2007 (unaudited)	6 months ended September 30, 2006 (unaudited)
Profit attributable to shareholders of the Company (US\$'000) Interest expense on convertible preferred shares (US\$'000)	172,094 10,947	43,091 –
Profit used to determine diluted earnings per share (US\$'000)	183,041	43,091
Weighted average number of ordinary shares in issue Adjustments for assumed conversion of convertible preferred shares Adjustments for share options, long-term incentive awards and warrants	8,602,883,390 1,001,834,862 220,241,974	8,686,415,657 - 118,992,518
Weighted average number of ordinary shares in issue for the calculation of diluted earnings per share	9,824,960,226	8,805,408,175

#### 9. Ageing analysis

#### (a) Ageing analysis of trade receivables is as follows:

	September 30, 2007 (unaudited) US\$'000	March 31, 2007 (audited) US\$'000
0-30 days 31-60 days 61-90 days Over 90 days	866,355 98,978 22,706 30,421	532,247 69,188 14,816 25,342
	1,018,460	641,593

Customers are generally granted credit terms of 30 days.

#### (b) Ageing analysis of trade payables is as follows:

2007	2007
(unaudited)	(audited)
US\$'000	US\$'000
1,863,131	1,484,771
557,512	298,943
160,788	178,380
19,962 2.601.393	15,112
	(unaudited) US\$'000 1,863,131 557,512 160,788

#### 10. Provisions, accruals and other payables

Included in provisions, accruals and other payables are warranty, restructuring costs and battery recall provisions as follows:

		September 30, 2007 (unaudited) US\$'000	March 31, 2007 (audited) US\$'000
(a)	Warranty provision At the beginning of the period/year Provisions made Amounts utilized	448,333 278,832 (187,977)	326,124 410,356 (288,147)
	Long-term portion classified as non-current liabilities	539,188 (197,208)	448,333 (166,525)
	At the end of the period/year	341,980	281,808
(b)	Restructuring costs provision At the beginning of the period/year Exchange adjustment Provisions made Amounts utilized Unused amounts reversed	5,645 1,266 33,802 (14,063) (800)	69,584 (460) - (44,059) (19,420)
	At the end of the period/year	25,850	5,645
(C)	Battery recall provision At the beginning of the period/year Provisions made Amounts utilized  At the end of the period/year	8,693 2,000 (5,953) 4,740	23,750 (15,057) 8,693

The Group announced a voluntary recall of battery packs that shipped in some of the products. Under the arrangement with the suppliers, majority of the costs associated with the recall will be reimbursed by the suppliers.

#### 11. Share capital

Share capital	September 30, 2007 (unaudited) Number of		March 31 (audit Number of	
	shares	HK\$'000	shares	HK\$'000
Authorized:				
Ordinary shares	20,000,000,000	500,000	20,000,000,000	500,000
Series A cumulative convertible preferred shares	3,000,000	27,525	3,000,000	27,525
		527,525		527,525
	Number of shares	US\$'000	Number of shares	US\$'000
Issued and fully paid:				
Voting ordinary shares: At the beginning of the period/year Exercise of share options Repurchase of shares	8,517,981,022 64,068,000 –	27,301 205 –	8,517,920,623 31,450,399 (31,390,000)	27,301 101 (101)
At the end of the period/year	8,582,049,022	27,506	8,517,981,022	27,301
Non-voting ordinary shares: At the beginning and the end of the period/year	375,282,756	1,203	375,282,756	1,203
Total issued and fully paid ordinary shares	8,957,331,778	28,709	8,893,263,778	28,504
Total issued and fully paid series A cumulative convertible preferred shares	2,730,000	3,211	2,730,000	3,211
Non-current liabilities			September 30, 2007 (unaudited) US\$'000	March 31, 2007 (audited) US\$'000

#### 12.

Non current habilities	September 30, 2007 (unaudited) US\$'000	March 31, 2007 (audited) US\$'000
Amount payable for marketing rights Interest-bearing bank loans repayable within five years Share-based compensation Convertible preferred shares Warranty provision Retirement benefit obligations Other non-current liabilities	13,199 100,000 7,706 322,697 197,208 99,141 104,985	18,123 100,000 11,019 317,495 166,525 102,948 72,948
	844,936	789,058

On May 17, 2005, the Company issued 2,730,000 convertible preferred shares at the stated value of HK\$1,000 per share and unlisted warrants to subscribe for 237,417,474 shares in the Company for an aggregate cash consideration of approximately US\$350 million. The convertible preferred shares bear a fixed cumulative preferential cash dividend, payable quarterly, at the rate of 4.5 percent per annum on the stated value of each convertible preferred share. The convertible preferred shares are redeemable, in whole or in part, at a price equal to the issue price together with accrued and unpaid dividends at the option of the Company or the convertible preferred shareholders at any time after the maturity date. The warrant holders are entitled to subscribe for 237,417,474 shares in the Company at HK\$2.725 per share. The warrant will expire on May 17, 2010.

#### **Interim Dividend**

The Board has declared an interim dividend of HK3.0 cents (2006/07: HK2.4 cents) per ordinary share for the six months ended September 30, 2007, absorbing an aggregate amount of approximately HK\$269 million (approximately US\$35 million) (2006/07: HK\$214 million (approximately US\$27 million)), to shareholders of ordinary shares whose names appear on the Register of Members of the Company on Friday, November 23, 2007. The interim dividend will be paid on Friday, November 30, 2007.

## **Closure of Register of Members**

The Register of Members of ordinary shares of the Company will be closed from Monday, November 19, 2007 to Friday, November 23, 2007, both days inclusive, during which period no transfer of ordinary shares will be effected. In order to qualify for the interim dividend, all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Abacus Limited of 26/F, Tesbury Centre, 28 Queen's Road East, Hong Kong for registration not later than 4:00 p.m. on Friday, November 16, 2007.

#### **Financial Review**

#### Results

For the six months ended September 30	2007 (unaudited) US\$'000	2006 (unaudited) US\$'000
Sales	8,358,486	7,176,118
Earnings before interest, taxation, depreciation, amortization, impairment charge, gain/loss on disposal of available-for-sale		
financial assets and restructuring costs (EBITDAR)	391,486	169,952
Profit attributable to shareholders	172,094	43,091
Dividends per ordinary share (HK cents)		
Interim dividend	3.0	2.4
Earnings per share (US cents)	0.00	0.50
Basic	2.00	0.50
Diluted	1.86	0.49

For the six months ended September 30, 2007, the Group achieved a turnover of approximately US\$8,358 million representing a 16.5% year-on-year growth driven across all geographies. Profit attributable to shareholders of the Company was approximately US\$172 million during the period, representing an increase of US\$129 million as compared to the same period last year. Gross profit margin for the period was 15.0% up from 13.6% reported during the same period last year. The balance sheet position remained strong, cash and cash equivalents increased by US\$818 million as compared to March 31, 2007 period last year. Basic earnings per share and diluted earnings per share were US2.00 cents and US1.86 cents, representing an increase of US1.50 cents and US1.37 cents respectively as compared with the same period last year.

#### Financial Review (continued)

#### **Segment Results**

The Group has adopted geographical segments as the primary reporting format. Geographical turnover included Americas, EMEA (Europe, Middle East and Africa), Asia Pacific (excluding Greater China), and Greater China.

	200	07	20	06
For the six months ended September 30	Turnover (unaudited) US\$'000	Segment operating results (unaudited) US\$'000	Turnover (unaudited) US\$'000	Segment operating results (unaudited) US\$'000
Americas Europe, Middle East and Africa Asia Pacific (excluding Greater China) Greater China Corporate or unallocated	2,330,013 1,639,938 1,035,452 3,353,083	42,779 44,758 (7,349) 194,644 (78,956)	2,080,485 1,412,583 899,913 2,783,137	(40,426) (13,390) (10,592) 173,873 (61,838)
	8,358,486	195,876	7,176,118	47,627
Finance income Finance costs Impairment of assets Fair value change on warrants Gain on disposal of investments and		20,409 (17,606) - -		11,336 (17,578) (3,762) (355)
avabilable-for-sale financial assets Share of profits of associated companies		2,142 59		18,938 1,640
Profit before taxation Taxation		200,880 (28,786)		57,846 (14,755)
Profit for the period		172,094		43,091

#### **Analysis of Operating Expenses**

## Selling and distribution expenses

In addition to the Olympics, the Group has been successful in leveraging its alliance with prominent international sports teams to boost its brand awareness through advertising campaigns and sponsorship activities. Selling and distribution expenses for the six months ended September 30, 2007 increased by 6% as compared to the same period last year. This is principally attributable to a US\$28 million accelerated amortization for the use of the IBM logo, as a result of broader brand awareness and increased employee benefit costs related to the Group's salary increment plan, increased performance bonuses, and commissions.

#### Administrative expenses

The Group also experienced an increase in administrative expenses for the six months ended September 30, 2007 of 22% as compared to the same period last year. The increase is mainly due to the increased employee benefit costs related to increased headcount, the Group's salary increment plan, and increased performance bonuses.

#### Research and development expenses

Research and development spending for the six months ended September 30, 2007 increased by 12% as compared to the same period last year. This is a reflection of the continued investment the Group is making towards its commitment to deliver the most innovative products in the industry.

#### Other operating expenses

Other operating expenses for the six months ended September 30, 2007 increased by 106% as compared to the same period last year. This was driven by the costs associated with restructuring actions taken to streamline processes, consolidate Lenovo's expertise across the globe, and increase global operational efficiency. Restructuring costs incurred during the period under review amounted to US\$47 million (2006/07: US\$21 million).

#### Financial Review (continued)

#### **Analysis of Operating Expenses** (continued)

For the six months ended September 30	2007 (unaudited) US\$'000	2006 (unaudited) US\$'000
Amortization of intangible assets (including accelerated		
amortization of US\$28,058,000 (2006/07: Nil))	80,862	50,410
Cost of inventories sold	6,574,922	5,821,442
Depreciation expenses and amortization of prepaid lease payments	45,555	33,992
Employee benefit costs (including share-based compensation of		
U\$\$22,632,000 (2006/07: U\$\$16,562,000)	629,662	458,326
Rental expenses under operating leases	18,121	17,613
Restructuring costs		
<ul> <li>Staff related costs (included in employee benefit costs above)</li> </ul>	39,932	5,686
- Others	6,629	15,675

#### **Capital Expenditure**

The Group incurred capital expenditures of US\$135 million (2006/07: US\$83 million) during the six months ended September 30, 2007, mainly for the acquisition of fixed assets, completion of construction-in-progress and investments in the Group's information technology systems.

#### Liquidity and Financial Resources

At September 30, 2007, total assets of the Group amounted to US\$6,653 million (March 31, 2007: US\$5,449 million), which was financed by shareholders' funds of US\$1,334 million (March 31, 2007: US\$1,134 million), minority interests of US\$1 million (March 31, 2007: US\$1,318 million), and non-current and current liabilities of US\$5,318 million (March 31, 2007: US\$4,315 million). The current ratio of the Group was 0.94 (March 31, 2007: 0.87).

The Group had a solid financial position and continued to maintain a strong and steady cash inflow from its operating activities. At September 30, 2007, cash and cash equivalents totaled US\$1,882 million (March 31, 2007: US\$1,064 million), of which 54.0 (March 31, 2007: 59.1) percent was denominated in US dollars, 31.7 (March 31, 2007: 20.3) percent in Renminbi, 2.3 (March 31, 2007: 4.6) percent in Euros, 2.3 (March 31, 2007: 3.9) percent in Japanese Yen, and 9.7 (March 31, 2007: 12.1) percent in other currencies.

The Group adopts a conservative policy to invest the surplus cash generated in the operations. At September 30, 2007, 72.2 (March 31, 2007: 65.8) percent of cash are deposits in banks and 27.8 (March 31, 2007: 34.2) percent of cash are investments in liquid money market fund of investment grade.

Although the Group has consistently maintained a very liquid position, banking facilities have nevertheless been put in place for contingency purposes. At September 30, 2007, the Group had a US\$400 million (March 31, 2007: US\$400 million) 5-Year Revolving and Term Loan Facility with syndicated banks, bearing interest at the London Interbank Offered Rate plus 0.52 percent per annum; and a US\$100 million (March 31, 2007: US\$100 million) 5-Year Fixed Rate Loan Facility with a policy bank in China. These facilities were utilized to the extent of US\$100 million (March 31, 2007: US\$100 million) at September 30, 2007.

The Group has also arranged other short-term credit facilities. At September 30, 2007, the Group's total available credit facilities amounted to US\$2,718 million (March 31, 2007: US\$2,502 million), of which US\$490 million (March 31, 2007: US\$476 million) was in trade lines, US\$393 million (March 31, 2007: US\$291 million) in short-term and revolving money market facilities and US\$1,835 million (March 31, 2007: US\$1,735 million) in forward foreign exchange contracts. At September 30, 2007, the amount drawn down was US\$112 million (March 31, 2007: US\$104 million) in trade lines, US\$1,012 million (March 31, 2007: US\$896 million) being used for the currency forward contracts and US\$81 million (March 31, 2007: US\$18 million) in short-term bank loans.

### Financial Review (continued)

#### Liquidity and Financial Resources (continued)

At September 30, 2007, the Group's outstanding bank loan represented the term loan of US\$100 million (March 31, 2007: US\$100 million) and short-term bank loans of US\$81 million (March 31, 2007: US\$18 million). When compared with total equity of US\$1,335 million (March 31, 2007: US\$1,134 million), the Group's gearing ratio was 0.14 (March 31, 2007: 0.11). The net cash position of the Group at September 30, 2007 is US\$1,701 million (March 31, 2007: US\$946 million).

The net cash positions of the Group are as follows:

	September 30, 2007 (unaudited) US\$'000	March 31, 2007 (audited) US\$'000
Cash Less: Bank loans	1,882 181	1,064 118
Net cash position	1,701	946

The Group adopts a consistent hedging policy for business transactions to reduce the risk of currency fluctuation arising from daily operations. At September 30, 2007, the Group had commitments in respect of outstanding foreign exchange forward contracts amounting to US\$1,012 million (March 31, 2007: US\$896 million).

The Group's foreign exchange forward contracts are either used to hedge a percentage of future intercompany transactions which are highly probable, or used as fair value hedges for the identified assets and liabilities. Any gain or loss on these contracts is offset by movements in the value of the underlying transactions or change in fair value of the identified assets or liabilities.

The Group issued 2,730,000 convertible preferred shares at the stated value of HK\$1,000 per share and unlisted warrants to subscribe for 237,417,474 shares for an aggregated cash consideration of approximately US\$350 million. The convertible preferred shares bear a fixed cumulative preferential cash dividend, payable quarterly, at the rate of 4.5 percent per annum on the issue price of each convertible preferred share. The convertible preferred shares are redeemable, in whole or in part, at a price equal to the issue price together with accrued and unpaid dividends at the option of the Company or the convertible preferred shareholders at any time after the maturity date at May 17, 2012. The fair value of the liability component and equity component of the convertible preferred shares, and warrants at September 30, 2007 amounted to approximately US\$323 million (March 31, 2007: US\$318 million), US\$11 million (March 31, 2007: US\$11 million) and US\$35 million (March 31, 2007: US\$35 million) respectively. The warrants will expire on May 17, 2010.

#### **Contingent Liabilities**

The Group had no material contingent liabilities at September 30, 2007 (March 31, 2007: Nil).

#### **Human Resources**

At September 30, 2007, the Group had a total of approximately 25,409 (2006/07: 23,500) employees, 19,362 (2006/07: 18,200) of whom were employed in Chinese mainland and 1,859 (2006/07: 2,000) in the U.S. and 4,188 (2006/07: 3,300) in other countries.

The Group implements remuneration policy, bonus 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.

## **Business Review and Prospects**

Lenovo reported solid financial results for the six months ended September 30, 2007. The Group recorded double-digit growth in PC unit shipments and revenue in all the geographies. Consolidated turnover increased 16 percent year-on-year to approximately US\$8,358 million. Gross profit also increased 28 percent to US\$1,252 million. Gross profit margin for the period improved 1.4 percentage points year-on-year to 15.0 percent. Profit before taxation (excluding the cost of strategic restructuring actions) increased 212 percent to approximately US\$247 million, largely due to improvements in gross margin and operational efficiency. Profit attributable to shareholders increased nearly threefold to US\$172 million. The Group also benefited from continued weakness in the US dollar during the period under review.

#### **Personal Computer Business**

During the six months ended September 30, 2007, Lenovo's worldwide PC shipments increased approximately 23 percent year-on-year, better than the industry average growth of about 15 percent. Based on preliminary industry data, the Company gained 0.6 percentage points in market share, accounting for approximately 8.2 percent of the worldwide PC market during the period under review.

The Group continued its strong performance in China with approximately 30 percent year-on-year growth in PC unit shipments for the six months ended September 30, 2007. Based on preliminary industry estimates, Lenovo accounted for approximately 36 percent of China's PC market, representing a gain of approximately 0.3 percentage points. The outstanding performance reflected the market traction of Lenovo's dual business model and its increasing success in addressing the needs of key customer segments with the right mix of products and services in China.

In the Americas, Lenovo posted a 14 percent year-on-year increase in PC shipments for the first half of the fiscal year, benefiting from the transaction model roll-out and improved sales execution in relationship-based accounts following the transition of sales coverage to Lenovo's dedicated sales force. In EMEA (Europe, Middle East and Africa), the expanded roll-out of transaction model and smooth sales coverage transition also led to a 19 percent year-on-year increase in PC shipments and strong improvement in profitability. In Asia Pacific (excluding Greater China), Lenovo's PC shipments increased 18 percent year-on-year, driven by solid growth in India and the ASEAN countries.

During the six months ended September 30, 2007, Lenovo saw significant improvement in profitability outside China as a result of improved operational efficiency and solid implementation of Lenovo's four strategic initiatives: rolling out the transaction business model, improving the supply chain, enhancing desktop competitiveness and building a strong brand.

From the product segment perspective, notebooks continued to account for over 50 percent of the Group's revenue. Benefiting from significant growth in China and improving penetration in transaction business outside China, Lenovo's notebook shipments grew 35 percent year-on-year, in line with the worldwide market in the first half of the fiscal year. Lenovo's desktop business also showed strong improvements during the period. Desktop shipments rose 16 percent year-on-year and posted solid profitability, resulting from the Group's efforts to drive operational efficiency through supply chain simplification and enhanced focus on product competitiveness.

#### **Mobile Handset Business**

During the six months ended September 30, 2007, Lenovo held fourth place in China's mobile handset market with 6.4 percent share. Lenovo's mobile handset shipments decreased 8 percent year-on-year due to keen market competition. Nevertheless, the Group has already improved the business' operational efficiency, as illustrated by sequential improvement in key metrics.

#### **Prospects**

Lenovo will strive to grow faster and more profitably than the industry by providing the best-engineered PCs and an unequaled ownership experience for its customers. The Group will continue to implement its four strategic initiatives, namely transaction model roll-out, global supply chain improvement, desktop competitiveness enhancement, and brand building. These initiatives have helped deliver continued growth momentum over the past three fiscal quarters. As the Group's brand building efforts have successfully increased the Lenovo brand awareness ahead of schedule, the Group is transitioning its products to the Lenovo/Think brand.

Looking forward, the worldwide PC market is expected to continue to grow according to the industry analysts' forecast. The Group will continue to leverage its existing strengths in the PC market and actively pursue market opportunities. The Group will continue to invest in its operations, including IT infrastructure to enhance future operational efficiency.

The Group also intends to expand its product offerings to fuel growth. Complementing its plan to launch its consumer PC outside China in early 2008, the Group will expand into higher margin products such as workstations and servers.

The Group remains confident in its future growth prospects under the defined growth strategies and will strive to create better returns for its shareholders.

# Directors' right to acquire shares or debentures

#### (A) Share Option Schemes

At the Extraordinary General Meeting of the Company held on March 25, 2002, the shareholders of the Company approved the adoption of a new share option scheme (the "New Option Scheme") and the termination of its old share option scheme (the "Old Option Scheme"). Despite the fact that no further options may be granted under the Old Option Scheme, all other provisions shall remain in force to govern all the outstanding options previously granted. No options were granted, cancelled nor lapsed under these schemes during the six months ended September 30, 2007.

Details of the movement of share options of the Company for the six months ended September 30, 2007 were as follows:

	Options held at April 1, 2007	Options exercised during the period	Options held at September 30, 2007	Exercise price per ordinary share HK\$	Grant date (MM.DD.YYYY)	Exercise period (MM.DD.YYYY)
Old Option Scheme						
Directors						
Mr. Yang Yuanqing	6,000,000	-	6,000,000	4.072	04.16.2001	04.16.2001 to 04.15.2011
	2,250,000	-	2,250,000	2.876	08.31.2001	08.31.2001 to 08.30.2011
Ms. Ma Xuezheng	2,920,000	_	2,920,000	4.072	04.16.2001	04.16.2001 to 04.15.2011
	1,600,000	-	1,600,000	2.876	08.31.2001	08.31.2001 to 08.30.2011
Mr. Liu Chuanzhi	2,250,000	-	2,250,000	2.876	08.31.2001	08.31.2001 to 08.30.2011
Continuous contract employees	7,712,000	716,000	6,996,000	4.038	01.28.2000	01.28.2000 to 01.27.2010
employees	74,480,000	10,542,000	63,938,000	4.312	01.15.2001	01.27.2010 01.15.2001 to 01.14.2011
	26,630,000	3,640,000	22,990,000	4.072	04.16.2001	04.16.2001 to 04.15.2011
	832,000	_	832,000	2.904	08.29.2001	08.29.2001 to 08.28.2011
	53,314,000	10,800,000	42,514,000	2.876	08.31.2001	08.31.2001 to 08.30.2011

## (A) Share Option Schemes (continued)

	Options held at April 1, 2007	Options exercised during the period	Options held at September 30, 2007	Exercise price per ordinary share HK\$	Grant date (MM.DD.YYYY)	Exercise period (MM.DD.YYYY)
New Option Scheme	ı					
Directors						
Mr. Yang Yuanqing	3,000,000	-	3,000,000	2.245	04.26.2003	04.26.2003 to 04.25.2013
Ms. Ma Xuezheng	1,600,000	-	1,600,000	2.245	04.26.2003	04.26.2003 to 04.25.2013
Mr. Liu Chuanzhi	3,000,000	-	3,000,000	2.245	04.26.2003	04.26.2003 to 04.25.2013
Continuous contract employees	13,188,000	2,940,000	10,248,000	2.435	10.10.2002	10.10.2002 to 10.09.2012
omproy dad	46,236,000	9,306,000	36,930,000	2.245	04.26.2003	04.26.2003 to 04.25.2013
	105,063,601	20,170,000	84,893,601	2.545	04.27.2004	04.27.2004 to 04.26.2014
	7,520,000	4,614,000	2,906,000	2.170	07.08.2004	07.08.2004 to 07.07.2014
Other participants	14,200,000	1,340,000	12,860,000	2.435	10.10.2002	10.10.2002 to 10.09.2012
	1,600,000	-	1,600,000	2.245	04.26.2003	04.26.2003 to 04.26.2013

#### Notes:

- 1. Weighted average closing price of the listed ordinary shares of the Company immediately before the dates on which the options were exercised by continuous contract employees under the Old Option Scheme was HK\$4.393.
- 2. Weighted average closing price of the listed ordinary shares of the Company immediately before the dates on which the options were exercised by continuous contract employees under the New Option Scheme was HK\$4.549.
- 3. Weighted average closing price of the listed ordinary shares of the Company immediately before the dates on which the options were exercised by other participants under the New Option Scheme was HK\$4.616.

#### (B) Long-Term Incentive Program

The Company operates a Long-Term Incentive Program ("LTI Program") which was approved by the Company on May 26, 2005. The purpose of the LTI Program is to attract, retain, reward and motivate non-executive and executive directors, senior management and selected top-performing employees of the Company and its subsidiaries.

Under the LTI Program, the Company maintains three types of equity-based compensation vehicles: (i) share appreciation rights, (ii) restricted share units, and (iii) performance share units. These vehicles are described in more detail below. While the Company discontinued the use of performance share units, it continues to honor grants awarded in 2005. The Company continues to use at its discretion, share appreciation rights and restricted share units.

- (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") RSUs are equivalent to the value of one ordinary share of the Company. Once vested, RSUs are converted to ordinary shares, or its cash equivalent. RSUs are typically subject to a vesting schedule of up to four years. Dividends are typically not paid on RSUs.
- (iii) Performance Share Units ("PSUs")
  PSUs are assigned a value equal to a number of the Company's ordinary shares based on the Company's performance against pre-determined targets over a three-year period. The equivalent number of Company shares for each PSU can range from 0 to 2, depending on the Company's performance. PSUs typically vest in full at the end of the three-year performance period. Dividends are typically not paid on PSUs.

The Company reserves the right, at its discretion, to pay any awards under the LTI Program in cash or ordinary shares.

The total number of awards of the members of the Board, including the Chairman and CEO, under the LTI Program is set out below.

			Number of units							
Name	Award type	Year of award	Effective price (HK\$)	As at April 1, 2007 (unvested)	Awarded during the period	Vested during the period	As at September 30, 2007 (unvested)	Total outstanding as at September 30, 2007	Max no. of shares subject to conditions	Vesting period (MM.DD.YYYY)
Executive Directors										
Mr. Yang Yuanqing	SAR	2005	2.42	4,772,056	-	1,590,700	3,181,356	6,362,756	6,362,756	05.01.2006 - 05.01.2009
	SAR	2006	2.35	13,385,665	-	3,346,416	10,039,249	13,385,665	13,385,665	06.01.2007 - 06.01.2010
	SAR	2007	3.94	-	6,002,009	-	6,002,009	6,002,009	6,002,009	06.01.2008 - 06.01.2011
	RSU	2005	2.42	696,595	_	232,200	464,395	464,395	464,395	05.01.2006 - 05.01.2009
	RSU	2006	2.35	2,974,593	_	743,648	2,230,945	2,230,945	2,230,945	06.01.2007 - 06.01.2010
	RSU	2007	3.94	_	3,556,710	_	3,556,710	3,556,710	3,556,710	06.01.2008 - 06.01.2011
	PSU	2005	2.42	928,795	-	-	928,795	928,795	1,857,590	Note 3
Mr. William J. Amelio	SAR	2006	2.35	17,831,489	_	4,457,872	13,373,617	17,831,489	17,831,489	06.01.2007 - 06.01.2010
	SAR	2007	3.94	-	6,773,696	-	6,773,696	6,773,696	6,773,696	06.01.2008 - 06.01.2011
	RSU	2006	3.10	10,013,000	-	-	10,013,000	10,013,000	10,013,000	01.01.2009
	RSU	2006	2.35	3,962,553	-	990,638#	2,971,915	2,971,915	2,971,915	06.01.2007 - 06.01.2010
	RSU	2007	3.94	-	4,014,002	-	4,014,002	4,014,002	4,014,002	06.01.2008 - 06.01.2011
Non-Executive Directors										
Mr. Liu Chuanzhi	SAR	2005	3.15	376,000	-	188,000	188,000	564,000	564,000	05.01.2006 - 05.01.2008
	SAR	2006	2.99	390,000	-	130,000	260,000	390,000	390,000	06.01.2007 - 06.01.2009
	SAR	2007	3.94	-	297,000	-	297,000	297,000	297,000	06.01.2008 - 06.01.2010
	RSU	2006	2.99	130,000	-	43,333	86,667	86,667	86,667	06.01.2007 - 06.01.2009
	RSU	2007	3.94	-	99,000	-	99,000	99,000	99,000	06.01.2008 - 06.01.2010
Mr. Zhu Linan	SAR	2005	3.15	376,000	_	188,000	188,000	564,000	564,000	05.01.2006 - 05.01.2008
	SAR	2006	2.99	390,000	-	130,000	260,000	390,000	390,000	06.01.2007 - 06.01.2009
	SAR	2007	3.94	-	297,000	-	297,000	297,000	297,000	06.01.2008 - 06.01.2010
	RSU	2006	2.99	130,000	-	43,333	86,667	86,667	86,667	06.01.2007 - 06.01.2009
	RSU	2007	3.94	-	99,000	-	99,000	99,000	99,000	06.01.2008 - 06.01.2010
Ms. Ma Xuezheng	SAR	2005	2.42	1,561,125	_	520,375	1,040,750	2,081,500	2,081,500	05.01.2006 - 05.01.2009
	SAR	2006	2.35	4,109,895	-	1,027,474	3,082,421	4,109,895	4,109,895	06.01.2007 - 06.01.2010
	SAR	2007	3.94	-	297,000	-	297,000	297,000	297,000	06.01.2008 - 06.01.2010
	RSU	2005	2.42	227,925	-	75,975	151,950	151,950	151,950	05.01.2006 - 05.01.2009
	RSU	2006	2.35	1,369,965	-	342,491	1,027,474	1,027,474	1,027,474	06.01.2007 - 06.01.2010
	RSU	2007	3.94	-	99,000	-	99,000	99,000	99,000	06.01.2008 - 06.01.2010
	PSU	2005	2.42	303,900	-	-	303,900	303,900	607,800	Note 3

# (B) Long-Term Incentive Program (continued)

			-		N	umber of units				
		Year of	Effective	As at April 1,	Awarded during the	Vested during the	As at September 30,	Total outstanding as at September 30,	Max no. of shares subject	
Name	Award type	award	price (HK\$)	2007 (unvested)	period	period	2007 (unvested)	2007	to conditions	Vesting period (MM.DD.YYYY)
Mr. James G. Coulter	SAR	2006	2.99	390,000	-	130,000	260,000	390,000	390,000	06.01.2007 - 06.01.2009
	SAR	2007	3.94	_	297,000	_	297,000	297,000	297,000	06.01.2008 - 06.01.2010
	RSU	2006	2.99	130,000	_	43,333	86,667	86,667	86,667	06.01.2007 - 06.01.2009
	RSU	2007	3.94	-	99,000	-	99,000	99,000	99,000	06.01.2008 - 06.01.2010
Mr. William O. Grabe	SAR	2005	3.15	376,000	_	188,000	188,000	564,000	564,000	05.01.2006 - 05.01.2008
	SAR	2006	2.99	390,000	_	130,000	260,000	390,000	390,000	06.01.2007 - 06.01.2009
	SAR	2007	3.94	_	297,000	_	297,000	297,000	297,000	06.01.2008 - 06.01.2010
	RSU	2006	2.99	130,000	_	43,333	86,667	86,667	86,667	06.01.2007 - 06.01.2009
	RSU	2007	3.66	-	24,046	24,046	00,007	- 00,007	00,007	Note 1
							- 00,000		- 00.000	
	RSU	2007	3.94	-	99,000	-	99,000	99,000	99,000	06.01.2008 - 06.01.2010
	RSU	2007	4.63	-	679	679	-	_	-	Note 2
	RSU	2007	5.20	-	18,822	18,822	-	-	-	Note 1
Mr. Shan Weijian	SAR	2005	3.15	376,000	-	188,000	188,000	564,000	564,000	05.01.2006 - 05.01.2008
	SAR	2006	2.99	390,000	-	130,000	260,000	390,000	390,000	06.01.2007 - 06.01.2009
	SAR	2007	3.94	-	297,000	-	297,000	297,000	297,000	06.01.2008 - 06.01.2010
	RSU	2006	2.99	130,000	_	43,333	86,667	86,667	86,667	06.01.2007 - 06.01.2009
	RSU	2007	3.94	-	99,000	-	99,000	99,000	99,000	06.01.2008 - 06.01.2010
Independent Non-Executive Directors	•									
Professor Woo Chia-Wei	SAR	2005	3.15	376,000	_	188,000	188,000	564,000	564,000	05.01.2006 - 05.01.2008
	SAR	2006	2.99	390,000	_	130,000	260,000	390,000	390,000	06.01.2007 - 06.01.2009
	SAR	2007	3.94	_	297,000	_	297,000	297,000	297,000	06.01.2008 - 06.01.2010
	RSU	2006	2.99	130,000		43,333	86,667	86,667	86,667	06.01.2007 - 06.01.2009
	RSU	2007	3.66	-	21,374	21,374	-	-	-	Note 1
	RSU	2007		_		21,014				06.01.2008 - 06.01.2010
			3.94		99,000		99,000	99,000	99,000	
	RSU	2007	4.63	-	604	604	-	-	-	Note 2
	RSU	2007	5.20	-	15,058	15,058	-	-	-	Note 1
Mr. Ting Lee Sen	SAR	2005	3.15	376,000	-	188,000	188,000	564,000	564,000	05.01.2006 - 05.01.2008
	SAR	2006	2.99	390,000	-	130,000	260,000	390,000	390,000	06.01.2007 - 06.01.2009
	SAR	2007	3.94	-	297,000	-	297,000	297,000	297,000	06.01.2008 - 06.01.2010
	RSU	2006	2.99	130,000	-	43,333	86,667	86,667	86,667	06.01.2007 - 06.01.2009
	RSU	2007	3.66	-	21,374	21,374	-	-	-	Note 1
	RSU	2007	3.94	-	99,000	-	99,000	99,000	99,000	06.01.2008 - 06.01.2010
	RSU	2007	4.63	_	604	604	_	_	_	Note 2
	RSU	2007	5.20	-	15,058	15,058	-	-	-	Note 1
Mr. John W. Barter III	SAR	2005	3.15	376,000	_	188,000	188,000	564,000	564,000	05.01.2006 - 05.01.2008
	SAR	2006	2.99	390,000	_	130,000	260,000	390,000	390,000	06.01.2007 - 06.01.2009
	SAR	2007	3.94	-	297,000	100,000	297,000	297,000	297,000	06.01.2008 - 06.01.2010
	RSU	2007	2.99	130,000	231,000	43,333	86,667	86,667	86,667	06.01.2007 - 06.01.2009
				130,000					- 00,007	
	RSU	2007	3.66		21,374	21,374	- 00.000	- 00.000		Note 1
	RSU	2007	3.94	-	99,000	-	99,000	99,000	99,000	06.01.2008 - 06.01.2010
	RSU	2007	4.63	-	604	604	-	-	-	Note 2
	RSU	2007	5.20	-	22,587	22,587	-	-	-	Note 1

#### (B) Long-Term Incentive Program (continued)

The total number of awards granted in the period (including members of the Board and employees) under the LTI Program is set out below.

			Number of units								
Name	Award type	Effective price (HK\$)	As at April 1, 2007 (unvested)	Awarded during the period	Vested during the period	Exercised during the period	Cancelled/ Lapsed during the period	As at September 30, 2007 (unvested)	September 30, 2007	Max no. of shares subject to conditions	Vesting period (MM.DD.YYYY)
All Directors											
	SAR	2.35-3.94	47,412,230	15,448,705	13,298,837	-	-	49,562,098	66,288,010	66,288,010	05.01.2006 – 06.01.2011
	RSU	2.35-5.20	20,284,631	8,623,896	2,893,800	-	-	26,014,727	26,014,727	26,014,727	05.01.2006 – 06.01.2011
	PSU	2.42	1,232,695	-	-	-	-	1,232,695	1,232,695	2,465,390	Note 3
All other employees											
	SAR	2.32-5.14	264,575,640	78,671,242	85,139,754	33,011,226	14,014,745	244,092,383	339,959,587	339,959,587	05.01.2006 – 06.11.2011
	RSU	2.32-5.14	127,441,035	44,015,898	36,427,193	-	7,767,375	127,262,365	127,262,365	127,262,365	05.01.2006 – 06.11.2011
	PSU	2.32-3.73	10,080,353	-	-	-	214,030	9,866,323	9,866,323	19,732,646	Note 3
Total											
	SAR	2.32-5.14	311,987,870	94,119,947	98,438,591	33,011,226	14,014,745	293,654,481	406,247,597	406,247,597	05.01.2006 – 06.11.2011
	RSU	2.32-5.20	147,725,666	52,639,794	39,320,993	-	7,767,375	153,277,092	153,277,092	153,277,092	05.01.2006 – 06.11.2011
	PSU	2.32-3.73	11,313,048	-	-	-	214,030	11,099,018	11,099,018	22,198,036	Note 3

Note 1: Proceeds in respect of quarterly deferral grants to be paid only at point of termination from the board of directors or unforseen emergency.

Note 2: Dividends paid with respect to eligible deferral grants.

Note 3: Within 75 days following the announcement of the audited financial results of the Company for the financial year ending March 31, 2008.

<sup>&</sup>lt;sup>#</sup> Out of 990,638 units, 346,724 units were withheld for tax purpose.

## **Directors' Interests**

As at September 30, 2007, 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 its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register maintained 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:

#### Interests in the shares and underlying shares of the Company

			/			
Name of Director	Interests in shares/ underlying shares	Personal interests	underlying s Family interests	Trust	Corporate	Aggregate long position
Mr. Yang Yuanqing	Ordinary voting shares Share options Share awards	11,408,048 11,250,000 33,860,070	- - -	- - -	- - -	11,408,048 11,250,000 33,860,070
						56,518,118
Mr. William J. Amelio	Ordinary voting shares Share awards	7,843,914 41,604,102	-	-	-	7,843,914 41,604,102
						49,448,016
Mr. Liu Chuanzhi	Ordinary voting shares Share options Share awards	16,053,333 5,250,000 1,436,667	976,000 - -	- - -	- - -	17,029,333 5,250,000 1,436,667
						23,716,000
Mr. Zhu Linan	Ordinary voting shares Share awards	3,763,333 1,436,667	- -	- -	- -	3,763,333 1,436,667
						5,200,000
Ms. Ma Xuezheng	Ordinary voting shares Share options Share awards	16,328,441 6,120,000 8,374,619	- - -	7,240,000 - -	- - -	23,568,441 6,120,000 8,374,619
						38,063,060
Mr. James G. Coulter	Ordinary voting shares Preferred shares Share awards	43,333 - 872,667	- - -	- - -	885,180,238* 1,950,000	885,223,571 1,950,000 872,667
	Orial o awardo	072,007				888,046,238
Mr. William O. Grabe	Ordinary voting shares Share awards	175,154 1,436,667	- -	- -	- -	175,154 1,436,667
						1,611,821
Mr. Shan Weijian	Ordinary voting shares Share awards	43,333 1,436,667	-	-	- -	43,333 1,436,667
						1,480,000
Professor Woo Chia-Wei	Ordinary voting shares Share awards	158,836 1,436,667	-	-	-	158,836 1,436,667
						1,595,503
Mr. Ting Lee Sen	Ordinary voting shares Share awards	158,836 1,436,667	-	-	-	158,836 1,436,667
						1,595,503
Mr. John W. Barter III	Ordinary voting shares Share awards	166,365 1,436,667	-	-	-	166,365 1,436,667
						1,603,032

Note: Particulars of directors' interests in the share options of the Company are set out under the sub-section "Share Option Schemes".

Details of share awards are set out under the sub-section "Long-Term Incentive Program".

<sup>\*</sup> Mr. James G. Coulter has a deemed corporate interest in these underlying shares derived from the preferred shares and warrants by virtue of his shareholding in TPG Advisors IV, Inc., TPG GenPar IV, L.P., TPG Partners IV, L.P., TPG IV Acquisition Company LLC, Tarrant Capital Advisors, Inc., Tarrant Advisors, Inc., Newbridge Asia Advisors III, Inc. and Newbridge Asia GenPar III, L.P..

## Directors' Interests (continued)

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

Save as disclosed above, as at September 30, 2007, 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 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.

## Interest of Substantial Shareholders

As at September 30, 2007, the following substantial shareholders had an interests in the shares or underlying shares of the Company as recorded in the register maintained under section 336 of the SFO:

	Capacity and number of shares/ —— underlying shares held ——							
Name	Nature of interests in long position	Beneficial owner	Corporate	Aggregate long position	Percentage			
	iong poemen			iong poomon	(Note 15)			
Legend Holdings Limited (Note 1)	Ordinary voting shares	2,667,636,724	1,530,911,247 (Note 2)	4,198,547,971	49.21%			
Employees' Shareholding Society of Legend Holdings Limited (Note 3)	Ordinary voting shares	-	4,198,547,971	4,198,547,971	49.21%			
International Business Machines Corporation (Note 4)	Ordinary voting and non-voting shares	784,291,963	-	784,291,963	9.21%			
Mr. James G. Coulter (Note 5)	Underlying shares Preferred Shares	916,000	885,180,238 1,950,000	886,096,238 1,950,000	10.33% 71.43%			
Tarrant Advisors, Inc.	Preferred Shares	_	390,000	390,000	14.29%			
Tarrant Capital Advisors, Inc.	Preferred Shares	-	390,000	390,000	14.29%			
TPG Advisors IV, Inc.	Underlying shares Preferred Shares	_ _	439,217,834 967,571	439,217,834 967,571	5.22% 35.44%			
TPG GenPar IV, L.P.	Underlying shares Preferred Shares	- -	439,217,834 967,571	439,217,834 967,571	5.22% 35.44%			
TPG Partners IV, L.P.	Underlying shares Preferred Shares	_ _	439,217,834 967,571	439,217,834 967,571	5.22% 35.44%			
TPG IV Acquisition Company LLC (Note 6)	Underlying shares Preferred Shares	439,217,834 967,571	- -	439,217,834 967,571	5.22% 35.44%			
Mr. David Bonderman (Note 7)	Underlying shares Preferred Shares	_ _	885,180,238 1,950,000	885,180,238 1,950,000	10.52% 71.43%			
T <sup>3</sup> II Acquisition Company, LLC <i>(Note 8)</i>	Preferred Shares	280,429	-	280,429	10.27%			
T³ Partners II, L.P.	Preferred Shares	-	280,429	280,429	10.27%			
T <sup>3</sup> GenPar II, L.P.	Preferred Shares	-	280,429	280,429	10.27%			
T <sup>3</sup> Advisors II, Inc.	Preferred Shares	-	280,429	280,429	10.27%			
TPG III Acquisition Company, LLC (Note 9)	Preferred Shares	312,000	_	312,000	11.43%			
TPG Partners III, L.P.	Preferred Shares	-	312,000	312,000	11.43%			
TPG GenPar III, L.P.	Preferred Shares	-	312,000	312,000	11.43%			
TPG Advisors III, Inc.	Preferred Shares	_	312,000	312,000	11.43%			

## Interest of Substantial Shareholders (continued)

	Capacity and number of shares/ — underlying shares held —								
Name	Nature of interests in long position	Beneficial owner	Corporate interests	Aggregate long position	Percentage (Note 15)				
Newbridge Asia Acquisition Company LLC (Note 10)	Preferred Shares	390,000	-	390,000	14.29%				
Newbridge Asia III, L.P.	Preferred Shares	_	390,000	390,000	14.29%				
Newbridge Asia GenPar III, L.P.	Preferred Shares	-	390,000	390,000	14.29%				
Newbridge Asia Advisors III, Inc.	Preferred Shares	_	390,000	390,000	14.29%				
GAP (Bermuda) Ltd.	Preferred Shares	_	655,114	655,114	24%				
General Atlantic Partners (Bermuda) L.P. (Note 11)	Preferred Shares	655,114	-	655,114	24%				
GAPCO GmbH & Co. KG (Note 12)	Preferred Shares	1,219	-	1,219	0.04%				
GAPCO Management GmbH	Preferred Shares	-	1,219	1,219	0.04%				
General Atlantic Partners 81, L.P. (Note 13)	Preferred Shares	60,251	-	60,251	2.21%				
Gapstar, LLC (Note 14)	Preferred Shares	9,750	_	9,750	0.36%				
General Atlantic LLC	Preferred Shares	-	70,001	70,001	2.56%				
GAP Coinvestments IV, LLC	Preferred Shares	11,100	-	11,100	0.41%				
GAP Coinvestments III, LLC	Preferred Shares	42,566	_	42,566	1.56%				

#### Notes:

- 1. The English company name "Legend Holdings Limited" is a direct transliteration of its Chinese company name.
- 2. The shares were beneficially held by Right Lane Limited, a direct wholly-owned subsidiary of Legend Holdings Limited.
- 3. Employees' Shareholding Society of Legend Holdings Limited is an equity holder of Legend Holdings Limited which in turn wholly owns Right Lane Limited. Therefore, it is taken to be interested in any shares in which they are interested.
- 4. International Business Machines Corporation ("IBM") has an interest in an aggregate of 784,291,963 ordinary shares, comprising 409,009,207 ordinary voting shares and 375,282,756 ordinary non-voting shares. The ordinary non-voting shares have the same rights as the ordinary voting shares save that the ordinary non-voting shares shall not carry any voting rights until they are converted into listed ordinary voting shares.
- 5. Mr. James G. Coulter has (i) a personal interest of 916,000 shares consisting of 43,333 ordinary voting shares and 872,667 share awards and (ii) a deemed corporate interest in underlying shares by virtue of his shareholding in TPG Advisors IV, Inc., TPG GenPar IV, L.P., TPG Partners IV, L.P., TPG IV Acquisition Company LLC, Tarrant Capital Advisors, Inc., Tarrant Advisors, Inc., Newbridge Asia Advisors III, Inc. and Newbridge Asia GenPar III, L.P..
- 6. TPG IV Acquisition Company LLC is indirectly wholly owned by TPG Advisors IV, Inc.
- 7. Mr. David Bonderman has a deemed corporate interest in underlying shares by virtue of his shareholding in TPG Advisors IV, Inc., TPG Advisors III, Inc., T3 Advisors III, Inc. and Tarrant Advisors, Inc. (Tarrant Advisors, Inc. owns 50% of the Shares of Newbridge Asia Advisors III, Inc.).
- 8. T<sup>3</sup> II Acquisition Company, LLC is indirectly wholly owned by T<sup>3</sup> Advisors II, Inc.

#### Interest of Substantial Shareholders (continued)

Notes: (continued)

- 9. TPG III Acquisition Company, LLC is indirectly wholly owned by TPG Advisors III, Inc.
- 10. Newbridge Asia Acquisition Company LLC is indirectly wholly owned by Newbridge Asia Advisors III, Inc.
- 11. GAP (Bermuda) Ltd. is the general partner of General Atlantic Partners (Bermuda), L.P.
- 12. GAPCO Management GmbH is the general partner of GAPCO GmbH & Co. KG.
- 13. General Atlantic LLC is the general partner of General Atlantic Partners 81, L.P.
- 14. GapStar, LLC is directly wholly owned by General Atlantic LLC.
- 15. The percentage of interests is based on the aggregate nominal value of the shares/underlying shares comprising the interests held as a percentage of the aggregate nominal value of all the issued share capital of the Company of the same class immediately after the relevant event and as recorded in the register maintained under section 336 of the SFO.

Save as disclosed above, as at September 30, 2007, no other interest or short positions in the shares or underlying shares of the Company were recorded in the register maintained under section 336 of the SFO.

## Purchase, Sale or Redemption of the Company's Listed Securities

There was no purchase, sale or redemption by the Company or any of its subsidiaries, of the Company's listed securities during the six months ended September 30, 2007.

# **Review by Audit Committee**

The Audit Committee of the Company has been established since 1999 with responsibility of assisting the Board in providing an independent review of the financial statements and internal control system. It acts in accordance with the Terms of Reference which clearly deal with its membership, authority, duties and frequency of meetings. The Audit Committee is chaired by an independent non-executive director, Mr. John W. Barter III, and currently comprises five members including Mr. Barter, the other two independent non-executive directors, Professor Woo Chia-Wei and Mr. Ting Lee Sen, and two non-executive directors, Ms. Ma Xuezheng and Mr. Shan Weijian.

The Audit Committee of the Company has reviewed the interim results for the six months ended September 30, 2007. It meets regularly with the management, the external auditors and the internal audit personnel to discuss the accounting principles and practices adopted by the Group and internal control and financial reporting matters.

# **Code on Corporate Governance Practices**

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, 2007, in compliance with the Code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules save for the deviation under Code A.4.1 as disclosed in the 2006/07 annual report of the Company.

## **Model Code**

The Company has adopted the Model Code as 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 throughout the accounting period covered by this interim report.

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

Hong Kong, November 1, 2007

# **Corporate Information**

#### **Board of Directors**

#### Executive directors

Mr. Yang Yuanqing Mr. William J. Amelio

#### Non-executive directors

Mr. Liu Chuanzhi

Mr. Zhu Linan

Ms. Ma Xuezheng

Mr. James G. Coulter

Mr. William O. Grabe

Mr. Shan Weijian

Mr. Justin T. Chang

(Alternate director to Mr. James G. Coulter)

Mr. Daniel A. Carroll

(Alternate director to Mr. Shan Weijian)

#### Independent non-executive directors

Professor Woo Chia-Wei

Mr. Ting Lee Sen

Mr. John W. Barter III

Mr. Tian Suning

#### **Qualified Accountant**

Mr. Wong Wai Ming

#### **Company Secretary**

Mr. Mok Chung Fu

#### **Registered Office**

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

#### **Principal Bankers**

BNP Paribas

Standard Chartered Bank (Hong Kong) Limited

ABN AMRO Bank N.V.

Industrial and Commercial Bank of China (Asia) Limited

China Merchants Bank

Citibank, N.A.

Industrial and Commercial Bank of China

The Hongkong and Shanghai Banking Corporation Limited

#### **Independent Auditor**

PricewaterhouseCoopers
Certified Public Accountants
22nd Floor, Prince's Building,
Central, Hong Kong

#### **Share Registrar**

Tricor Abacus Limited 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong

#### **American Depositary Receipts**

(Depositary and Registrar) Citibank, N.A. 14th Floor, 388 Greenwich Street, New York, NY 10013, USA

#### **Stock Codes**

Hong Kong Stock Exchange: 992 American Depositary Receipts: LNVGY

#### Website

www.lenovo.com