



# 東北虎藥業股份有限公司

## NORTHEAST TIGER PHARMACEUTICAL CO., LTD.

*(A joint stock limited company incorporated in the People's Republic of China)*



## First Quarterly Report 2005

## **CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET ("GEM") OF THE STOCK EXCHANGE OF HONG KONG LIMITED ("STOCK EXCHANGE")**

GEM has been established as a market designed to accommodate companies to which a high investment risk may be attached. In particular, companies may list on GEM with neither a track record of profitability nor any obligation to forecast future profitability. Furthermore, there may be risks arising out of the emerging nature of companies listed on GEM and the business sectors or countries in which the companies operate. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the main board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

The principal means of information dissemination on GEM is publication on the internet website operated by the Stock Exchange. GEM-listed companies are not generally required to issue paid announcement in gazetted newspapers. Accordingly, prospective investors should note that they need to have access to the GEM website in order to obtain up-to-date information on GEM-listed issuers.

*The Stock Exchange takes no responsibility for the contents of this report, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this report.*

*This report, for which the directors ("Directors") of Northeast Tiger Pharmaceutical Co., Ltd. ("Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange ("GEM Listing Rules") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:- (1) the information contained in this report is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this report misleading; and (3) all opinions expressed in this report have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

**HIGHLIGHTS**  
**(unaudited)**

- Turnover of the Company for the three months ended 31 March, 2005 was approximately RMB11,409,000 (2004: RMB10,302,000), representing a increase of approximately 11% as compared with the same period in the previous year.
- Profit/(loss) attributable to shareholders of the Company ("Shareholders") for the three months ended 31 March, 2005 was approximately RMB(1,111,000) (2004: RMB(505,000)).
- Earnings/(loss) per share ("Shares") of the Company for the three months ended 31 March, 2005 was approximately RMB(0.1) cents.
- The Directors do not recommend the payment of any dividend for the three months ended 31 March, 2005.



**RESULTS (UNAUDITED)**

The board of Directors ("Board") is pleased to announce the unaudited results of the Company for the three months ended 31 March, 2005, together with the comparative figures for the corresponding periods of the previous financial year, as follows:

		<b>Three months ended 31 March,</b>	
		<b>2005</b>	<b>2004</b>
	<i>Notes</i>	<i>RMB'000</i>	<i>RMB'000</i>
<b>Turnover</b>	b	<b>11,409</b>	10,302
Cost of sales		<b>(7,454)</b>	(6,015)
Gross profit		<b>3,955</b>	4,287
Other revenue	c	<b>1</b>	–
Distribution and selling expenses		<b>(2,033)</b>	(2,162)
General, administrative and other operating expenses		<b>(2,677)</b>	(2,290)
<b>Operating profit/(loss)</b>	d	<b>(754)</b>	(165)
Finance costs		<b>(357)</b>	(340)
Profit before taxation		<b>(1,111)</b>	(505)
Taxation	e	<b>–</b>	–
<b>Profit/(loss) attributable to shareholders</b>		<b>(1,111)</b>	(505)
Dividends		<b>N/A</b>	N/A
		<b>RMB</b>	<b>RMB</b>
Earning/(loss) per Share-basic	f	<b>(0.1) cents</b>	(0.1) cents



*Notes:***a. Accounting policy and basis of presentation**

The accounts have been prepared in accordance with accounting principles generally accepted in Hong Kong and comply with accounting standards issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention and certain fixed assets are stated at fair value.

In the current period, the Company adopted a number of new and revised Statements of Standard Accounting Practice ("SSAP") issued by the HKICPA. The Directors considered the adoption of these SSAPs had no material effect on the results of the current or prior accounting period. Accordingly, no prior period adjustment has been required.

The principal accounting policies used in the preparation of the unaudited financial statement of the Company for the three months ended 31 March, 2005 are consistent with those used in the audited accounts issued for the year ended 31 December, 2004.

**b. Turnover**

Sales of goods are recognised when the significant risks and rewards of ownership of goods have been transferred to the buyer.

**c. Other revenue**

	<b>Three months ended</b>	
	<b>31 March,</b>	
	<b>2005</b>	<b>2004</b>
	<b>RMB'000</b>	<b>RMB'000</b>
- Government subsidies	-	-
- Others	-	-
	<hr/>	<hr/>
	-	-
	<hr/>	<hr/>

Subsidy income is recognized upon granting of subsidy by the relevant authorities.

**d. Operating profit**

Operating profit is stated after charging the following items:

	<b>Three months ended</b>	
	<b>31 March,</b>	
	<b>2005</b>	2004
	<b>RMB'000</b>	RMB'000
- Interest expenses	<b>358</b>	336
- Depreciation of fixed assets	<b>1,366</b>	1,284
- Amortization of intangible assets	<b>483</b>	482

**e. Taxation**

The Company was established in the Jilin High-Technology Development Zone, the PRC. It is subject to enterprise income tax at a rate of 15%.

The Company provides for taxation on the basis of its income for financial reporting purpose, adjusted for income and expense items which are not assessable or deductible for income tax purpose.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Initial recognition of assets or liabilities that affect neither accounting nor taxable profit is regarded as a temporary difference which is not provided for. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantially enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the unused tax losses and credits can be used. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.



**f. Earnings per Share**

The calculation of basic earnings per Share for a relevant period is based on unaudited profit attributable to Shareholders for the period, divided by the respective weighted average number of ordinary shares in issue during the period. The weighted average number of ordinary shares in issue for the three months ended 31 March, 2005 are 746,654,240 (2004: 746,654,240).

No diluted earnings per share were presented as there were no dilutive potential ordinary shares in existence during the relevant periods.

**g. Segment reporting**

No business segment information (primary segment information) has been disclosed as the Company is operating in a single business segment which is the development, manufacture and sale of medicine products in the PRC. Substantially all of the Company's revenues are generated in the PRC and all of the Company's assets are located in the PRC and therefore no geographical segment information has been disclosed.

**MOVEMENT IN RESERVES**

The movements of reserves are as follows:

	Capital Reserve						
	Property		Statutory		Retained	Total	
	Share	revaluation	public	Statutory			
	premium	Reserve	welfare	revenue	earnings	reserves	
	RMB'000	RMB'000	Others	fund	reserve		RMB'000
As at 1 January, 2004	19,027	6,886	9,327	3,928	5,757	27,511	72,436
Net profit for the period	-	-	-	-	-	(505)	(505)
Government Subsidies	-	-	-	-	-	-	-
Profit appropriated to reserve funds	-	-	-	-	-	-	-
As at 31 March, 2004	19,027	6,886	9,327	3,928	5,757	27,006	71,931
As at 1 January, 2005	19,027	6,886	11,326	3,928	5,757	6,990	53,914
Net profit for the period	-	-	-	-	-	(1,111)	(1,111)
Government Subsidies	-	-	-	-	-	-	-
Profit appropriated to reserve funds	-	-	-	-	-	-	-
As at 31 March, 2005	19,027	6,886	11,326	3,928	5,757	5,879	52,803





## DIVIDENDS

The Board does not recommend the payment of any interim dividend for the three months ended 31 March, 2005 (2004: nil).

## BUSINESS REVIEW AND PROSPECTS

### Business review

For the period ended 31 March, 2005, turnover amounted to approximately RMB11,409,000, representing a increase of approximately 11% as compared with the corresponding period in 2004. This year, the Company start to implement "Northeast Tiger Commanding" project. The project aims to put more effort to enhance brand awareness and effectiveness of "Northeast Tiger", by focusing on promotion of Yong Chong Cao Jun Power Capsules (蛹蟲草菌粉膠囊) as a break point, the Company hopes to achieve a chain reaction so as to improve sales of its other products simultaneously. Up to now, it seems the project starts to producing favorable effect to the Company.

For the period ended 31 March, 2005, profit/(loss) attributable to Shareholders amounted to approximately RMB(1,111,000) (2004: RMB(505,000)). The main reasons attribute to the decrease in the profit/(loss) attributable to Shareholders included: i) overall gross profit margin dropped around 7% from approximately 42% to approximately 35% due to high raw material, energy and power price; ii) provision of depreciation increased approximately 6.4%; iii) Intensified price competition.

### Prospects

Looking forward, the competition within certain segment of domestic pharmaceutical market is expected to continue during 2005. The Company will keep striving to broaden its source of income, cut costs and continuously improve research and development capability in order to improve its operating result and reward its shareholders.

## LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 31 March, 2005, the Company had total assets of approximately RMB188,624,000 which were financed by current liabilities of approximately RMB61,156,000 and shareholders equity of approximately RMB127,468,000.

The Company generally services its debts primarily through cash generated from its operations. The financial position of the Company remains healthy. As at 31 March, 2005, the Company had cash and bank balances of approximately RMB1,259,000, and short-term borrowings of RMB34,520,000, including unsecured interest-free loan of RMB10,000,000 from China Hi-Tech Investment Company. Taken into consideration of its current financial resources, the Directors believe that the Company shall have adequate fund for its continual operation and development.

## DIRECTORS' AND SUPERVISORS' INTEREST IN SHARES, WARRANTS AND SHARE OPTIONS

As at 31 March, 2005, the interests and short positions of the Directors and supervisors of the Company ("Supervisor") in the Shares, underlying Shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which are required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO) or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) pursuant to rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors and Supervisors to be notified to the Company and the Stock Exchange, were as follows:

- *Long positions in Shares*

<b>Name of Director or Supervisor</b>	<b>Number of Domestic personally interested Shares</b>
Xu Zhe	183,482,440
Xu Dao Tian	150,644,480
Liu Xiao Hong	1,888,790
Zhang Ya Bin	1,618,960
Leng Zhan Ren	1,349,140
	<hr/>
	338,983,810



Save as disclosed above, none of the Directors, Supervisors and the chairman or their respective associates had interests in any securities of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which are required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO to be entered in the register referred to therein; or (c) pursuant to rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors and Supervisors to be notified to the Company and the Stock Exchange.

### **DIRECTORS' AND SUPERVISORS' RIGHT TO ACQUIRE SHARES OR DEBT SECURITIES**

As at 31 March, 2005, the Company was not a party to any arrangements to enable the Directors and Supervisors to acquire benefits by means of the acquisition of shares in, or debt securities, including debentures, of the Company or any other body corporate, and none of the Directors and Supervisors or their spouses or children under the age of 18 had any right to subscribe the securities of the Company, or had exercised any such right.

### **SUBSTANTIAL SHAREHOLDERS**

So far as was known to any Director or Supervisor, as at 31 March, 2005, the persons or companies (not being a Director or Supervisor of the Company) who had interests or short positions in the Shares or underlying Shares which would fall to be disclosed under Divisions 2 and 3 of Part XV of the SFO or who were directly or indirectly deemed to be interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company were as follow:

- *Long positions in Shares*

<b>Name</b>	<b>Number of Domestic Shares held</b>	<b>Approximate percentage of shareholding (%)</b>
Jilin Far East Pharmaceutical Holdings Company Limited	194,194,580	26.01

Save as disclosed above, as at 31 March, 2005, the Directors were not aware of any other person who had an interest or short position in the Shares of the underlying Shares which would fall to be disclosed under Divisions 2 and 3 of Part XV of the SFO, or who was interested in 5% or more of the nominal value of any class of share capital, or options in respect of such capital, carrying rights to vote in all circumstances at general meetings of the Company.

### **COMPETING INTERESTS**

None of the Directors and Supervisors, the management shareholders of the Company and their respective associates (as defined in the GEM Listing Rules) has an interest in any business which competes or may compete with the business of the Company.

### **AUDIT COMMITTEE**

Pursuant to Rule 5.28 of the GEM Listing Rules, the Company has set up an audit committee. In compliance with Rule 5.29 of the GEM Listing Rules, the authority and responsibility of the audit committee has been properly written out. The primary duties of the audit committee are to review and supervise the financial reporting and internal control systems of the Company. The audit committee comprises Ms. Liu Jin, Ms. Niu Shu Min and Mr. Zhao Zhen Xing, all of whom are independent non-executive Directors.

The audit committee had conducted a meeting and reviewed the Company's unaudited results for the period ended 31 March, 2005 and was of the opinion that the preparation of unaudited results complied with applicable accounting standards, the relevant regulatory and legal requirements and that adequate disclosure had been made.

### **PRACTICES AND PROCEDURES OF THE BOARD**

The Directors considered that during the period under review, the Company has complied with the requirement of Board practices and procedures as set out in Rules 5.34 to 5.45 of the GEM Listing Rules, which applied before the amendment of the GEM Listing Rules relating to the Code on Corporate Governance Practices and Rules on Corporate Governance Report on 1 January, 2005. The Company will prepare a Corporate Governance Report in accordance with Rule 18.44 of the GEM Listing Rules for the financial year ending 31 December, 2005.



## **STANDARD OF DEALINGS AND MODEL CODE OF PRACTICE FOR SECURITIES TRANSACTION BY DIRECTORS**

The Company has adopted a model code of practice with standards not lower than those required for securities transactions by directors. The Company has confirmed after making due enquiries with the Directors in accordance with the code of practice, that all the Directors have complied with the standard of dealings and model code of practice in relation to securities transaction by directors.

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

Since the H shares of the Company commenced trading on GEM on 28 February, 2002, the Company has not purchased, sold or redeemed any of the Company's listed securities.

On behalf of the Board, I would like to take this opportunity to express my sincere gratitude to all shareholders for their full support, and to all our dedicated, diligent, honorable staff.

By Order of the Board

**Xu Zhe**

*Chairman*

Jilin, the PRC

13 May, 2005



As at the date of this report, the Board comprises the following Directors:

*Executive Directors:*

Xu Zhe

Du Li Hua

Xu Dao Tian

Liu Xiao Hong

Leng Zhan Ren

*Independent Non-Executive Directors:*

Liu Jin

Niu Shu Min

Zhao Zhen Xing

