



**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)*

**(Stock Code: 8197)**



**Third Quarterly Report 2015**

**Characteristics of The Growth Enterprise Market ("GEM") of The Stock Exchange of Hong Kong Limited (the "Stock Exchange")**

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. 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.

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*This announcement, for which the directors (the "Directors") of Northeast Tiger Pharmaceutical Co., Ltd (the "Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, there are no other matters the omission of which would make any statement herein or this announcement misleading.*

### HIGHLIGHTS (Unaudited)

- Turnover of the Company for the nine months ended 30 September, 2015 was approximately RMB1,000 (2014: RMB10,000), representing a decrease of approximately 90% as compared with the same period in the previous year.
- Profit/(Loss) attributable to shareholders of the Company ("Shareholders") for the nine months ended 30 September, 2015 was approximately RMB1,480,000 (2014: RMB(22,130,000)).
- Earnings/(Loss) per share ("Shares") of the Company for the nine months ended 30 September, 2015 was approximately RMB0.2 cents.
- The Directors do not recommend the payment of any dividend for the nine months ended 30 September, 2015.

### RESULTS (UNAUDITED)

The board of Directors ("Board") hereby announces the unaudited results of the Company for the nine months ended 30 September, 2015, together with the comparative figures for the corresponding periods of the previous financial year, as follows:

	Notes	Nine months ended 30 September,		Three months ended 30 September,	
		2015 RMB'000	2014 RMB'000	2015 RMB'000	2014 RMB'000
<b>Turnover</b>	b	<b>1</b>	10	-	2
Cost of sales		-	(8)	-	(1)
Gross profit		<b>1</b>	2	-	1
Other revenue	c	<b>6,694</b>	474	<b>5,696</b>	151
Distribution and selling expenses	-	-	-	-	-
General, administrative and other operating expenses		<b>(4,337)</b>	(21,552)	<b>(1,368)</b>	(1,226)
<b>Operating profit/(Loss)</b>	d	<b>2,358</b>	(21,076)	<b>4,328</b>	(1,074)
Finance costs		<b>(878)</b>	(1,054)	<b>(250)</b>	(339)
Profit/(Loss) before taxation		<b>1,480</b>	(22,130)	<b>4,078</b>	(1,413)
Taxation	e	-	-	-	-
Profit/(Loss) after taxation		<b>1,480</b>	(22,130)	<b>4,078</b>	(1,413)
Other comprehensive income	-	-	-	-	-
<b>Total comprehensive income/(Loss) attributable to shareholders</b>		<b>1,480</b>	(22,130)	<b>4,078</b>	(1,413)
Dividends		<b>N/A</b> RMB	N/A RMB	<b>N/A</b> RMB	N/A RMB
<b>Earnings/(Loss) per Share -basic</b>	f	<b>0.2 cents</b>	(2.96) cents	<b>0.55 cents</b>	(0.19) 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 nine months ended 30 September, 2015 are consistent with those used in the audited accounts issued for the year ended 31 December, 2014.

**b. Turnover**

The principal activities of the Group are the production and sales of Chinese medicine products.

Turnover represents the sales value of goods supplied to customers and service income (net of sales tax, value-added tax and discounts). The amount of each significant category of revenue recognised in turnover during the Relevant Period is as follows:

Sales of Chinese medicine products

	Nine months ended 30 September,		Three months ended 30 September,	
	2015 RMB'000	2014 RMB'000	2015 RMB'000	2014 RMB'000
-Chinese herb products	1	10	-	2
-Others	-	-	-	-
	<b>1</b>	<b>10</b>	<b>-</b>	<b>2</b>

All of the Company's revenues are generated in the PRC

For the nine months ended 30 September, 2015, there are 2 customers individually contributed to 10% or more to the Group's revenue. Total sales to these customers amounted to approximately RMB1,000. There are no other customers individually contributed to 10% or more to the Group's revenue.

For the nine months ended 30 September, 2014, there is two customer individually contributed to 10% or more to the Group's revenue. Total sales to this customers amounted to approximately RMB10,000.

The management considers these customers have the strong financial background and good creditability, there are no significant credit risks.

**c. Other revenue**

	Nine months ended 30 September,		Three months ended 30 September,	
	2015 RMB'000	2014 RMB'000	2015 RMB'000	2014 RMB'000
-Government subsidies	-	-	-	-
-Rental income	1,500	750	500	250
-Write-off bad debt recovered	-	-	-	-
-Others	5,194	(276)	5,196	(99)
	<b>6,694</b>	<b>474</b>	<b>5,696</b>	<b>151</b>

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

**d. Operating profit**

Operating profit is stated after charging the following items:

	Nine months ended 30 September,		Three months ended 30 September,	
	2015 RMB'000	2014 RMB'000	2015 RMB'000	2014 RMB'000
-Interest expenses	878	1,046	250	331
-Depreciation of fixed assets	1,292	1,312	77	332
-Amortization of land use right	183	183	60	60
-Amortization of long-term prepaid Rental	-	-	-	-
-Amortization of intangible assets	324	-	108	-

**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 25%.

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/(Loss) 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 nine months ended 30 September, 2015 are 746,654,240 (2014: 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**

Operating segments, and the amount of each segment item reported in the Financial Information, are identified from the financial information provided regularly to the Group's most senior executive management for the purposes of allocating resources to, and assessing the performance of the Group's various lines of business and geographical locations.

Individually material operating segments are not aggregated for financial reporting purpose unless the segments have similar characteristics and are similar in respect of the nature of products and services, the nature of production processes, the type or class of customer, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

No segment information is presented as the Group is principally engaged in one operating segment which is the production and sales of Chinese medicine products in PRC.

**MOVEMENT IN RESERVES**

The movements of reserves are as follows:

	Capital Reserve		Statutory public welfare fund RMB '000	Statutory revenue reserve RMB '000	Retained earnings RMB '000	Total reserves RMB '000
	Share premium RMB '000	Others RMB '000				
As at 1 January 2014	19,027	11,326	-	9,685	(17,680)	22,358
Total comprehensive income/(Loss) for the period	-	-	-	-	(22,130)	(22,130)
As at 30 September 2014	19,027	11,326	-	9,685	(39,810)	228
As at 1 January 2015	19,027	11,326	-	9,685	(44,388)	(4,350)
Total comprehensive income/(Loss) for the period	-	-	-	-	1,480	1,480
As at 30 September 2015	19,027	11,326	-	9,685	(42,908)	(2,870)

**DIVIDENDS**

The Board does not recommend the payment of any interim dividend for the nine months ended 30 September, 2015 (2014: nil).

**BUSINESS REVIEW AND PROSPECTS****Business review**

During the period under review, as the global economic growth remained weak, China continued to transform its economic structure and optimise quality of its products and businesses. Against this backdrop, the PRC macro-economy has begun a "New Norm". Changes in the external economic environment have led to increasing competition in the pharmaceutical industry. The pharmaceutical industry experienced a dynamic change and restructuring as more comprehensive and deepened reforms policies were implemented with the aim of providing the nation's citizens access to basic and quality medical services at reasonable price. These policies included, inter alia, the implementation of new GMP to upgrade production quality and eliminate the non-compliance pharmaceutical enterprises, implementing more detailed policies to further optimize the drug tendering system of essential drugs and taking measures to regulate the drug promotion activities. The stricter policies and intensified market competition increased the production and operational costs, domestic price index kept surging, together with the increasing production and sales cost, further squeezed industry profitability.

The Group has been engaged in breeding, processing and sales of underground ginseng and related traditional Chinese medicine herbs.

On 27 September 2010, Xinxing Co (a wholly-owned subsidiary of the Company) entered into the Agreement (as amended by a supplemental agreement dated 24 February 2011) with Fu Man Shan Zhen, pursuant to which Fu Man Shan Zhen has agreed to transfer to Xinxing Co the Forest Concession Right of the Forest Land at the consideration of approximately RMB173,530,000 for a term of approximately 70 years until 31 December 2080. Pursuant to the Agreement, the first instalment of RMB100,000,000 shall be paid by Xinxing Co to the Fu Man Shan Zhen by way of cash on or before 31 December 2010; the remaining RMB73,530,000 shall be paid in 10 equal instalments in cash in the coming ten years before 31 December each year, commencing from 2011. The Acquisition was approved in an extraordinary general meeting of the Company on 6 October 2011, and was subsequently completed.

As disclosed in the latest annual report of the Company, the acquisition of the Forest Concession Right of the Forest Land by the Group can be used to develop three major industries on the Forest Land, namely:- (A) breeding of traditional Chinese medicine herbs, (B) tourism industry, (C) timber logging. The timber logging business has not been carried out by the Group and the Company has focused on breeding and processing of traditional Chinese medicine, especially breeding and processing of underground ginseng. In order to extend the business to the timber logging, the logging permits are required. It has recently been discovered that the relevant logging permits could not be obtained. The relevant government authorities did not indicate the relevant logging permits could be obtained in the foreseeable future and no reason has been provided so far.

The key factor for the Group to pursue the Acquisition at that time was for the development of business of breeding of Chinese medicine herbs and the Group had no intention to expand to the business of the timber logging at that time. In this connection, the Group was not concerned whether the logging permits has been obtained at the time of Acquisition and the valuation conducted at the time of Acquisition did not take into account any valuation on logging permits or any possible economic return to be derived from timber logging on the Forest Land.

The Company has already paid a sum of approximately RMB102,300,000 out of the total consideration of RMB173,530,000 pursuant to the Agreement, of which RMB2,300,000 has been returned by Fu Man Shan Zhen to Xinxing Co in December 2013. As a result of the said subsequent development, Fu Man Shan Zhen and Xinxing Co entered into the Settlement Agreement on 14 March 2014 whereby the parties thereto agreed and confirmed that:- (i) the Forest Concession Right (subject to the Breeding Rights) shall be returned to Fu Man Shan Zhen; and (ii) Xinxing Co shall no longer be liable to settle the unpaid portion of the consideration pursuant to the Agreement. According to the Settlement Agreement, for a sum of approximately RMB102,300,000 paid by Xinxing Co: - (a) RMB10,000,000 be paid by Fu Man Shan Zhen in cash within 15 days after the signing of the Settlement Agreement and (b) remaining sum of RMB90,000,000 be paid by 18 equal installments in cash in the coming 18 years before 31 December each year, commencing from 2014. In order to secure the repayment of the Amount owed by Fu Man Shan Zhen, Fu Man Shan Zhen also agreed that Xinxing Co shall continue to have the Breeding Rights until full payment, in addition to the right to further claim against Fu Man Shan Zhen for its default in repaying any part of the Amount owed, if any. For the avoidance of doubt, Fu Man Shan Zhen and Xinxing Co agreed that the ownership of any biological assets in the Forest Land shall belong to Xinxing Co. In the event of early repayment of the Amount owed by Fu Man Shan Zhen with prior consent of Xinxing Co, the Settlement Agreement will be terminated. The Breeding Rights shall lapse upon termination of the Settlement Agreement. The ownership of the biological assets on the Forest Land (if not harvested beforehand) will belong to Fu Man Shan Zhen instead after the termination. However, Xinxing Co has the right to harvest all biological assets on the Forest Land prior to the time of lapse of Breeding Rights. Further, Xinxing Co has the priority to continue to use the Forest Land on same rate as those offered by other parties, should it wish to continue to use the Forest Land. The Settlement Agreement was approved on 29 May 2014 by Shareholders of the Company at a general meeting in accordance with the GEM Listing Rules.

### Breeding and processing of Traditional Chinese Medicine

Chinese medicine herbs including underground ginseng (林下參), asarum (細辛), acanthopanax (刺五加), fritillaria ussuriensis maxim (平貝母), fragrant solomonseal rhizome (玉竹), and forest frog (林蛙) can be planted or breed on the Forest Land taking into account the weather and soil conditions of the Forest Land. Wild schisandra chinensis (野生五味子) can also be artificially cultivated and managed on the Forest Land.

#### (i) Underground Ginseng (林下參)

Ginseng is regarded as "King of Herbs" (百草之王) and is a precious Chinese medicine herbs. There are more than 4,000 years of history of using ginseng. Underground ginseng refers to a method where seeding of ginseng seeds is through manual methods on the mountainous area. Ginseng seeds are grown for 10 to 20 years or above without any human interruption. Underground ginseng can also be called transplanted ginseng. The nutrition effect of underground ginseng can be as good as wild ginseng. In the PRC, breeding of underground ginseng was developed in 1990. At first, transplantation of family ginseng (家參) was developed. In view of the increasing demand for ginseng, seeding of ginseng seeds through manual methods and allow ginseng to grow naturally became the trend. In 2004, PRC Government announced 14 cities or counties in Changbai Mountain areas as place of origin of ginseng and "Changbai Mountain Ginseng" became place of origin for protected products nationally. To better control the quality of "Changbai Mountain Ginseng", 《關於振興人參產業的意見》(Opinion Regarding Reinforcing Ginseng Industry) was introduced in 2012. In the above opinion, the brand "Changbai Mountain Ginseng" has to be reinforced in full gear and through various policies, industry production chain will be reinforced. As such, GAP underground ginseng will be further developed in the near future.

(ii) *Asarum* (細辛)

*Asarum* belongs to Aristolochiaceae (馬兜鈴科) and *asarum*, the perennial herb for medicinal plant which is suitable for undergrowth. Wild species are the *A. Heterotropoides* Fr (遼細辛) which spreads over the Northeast part of the PRC and *A. sieboldi* Miq (華細辛) spreads over the Shanxi Province of the PRC. Normally, the quality of *A. Heterotropoides* Fr is better than *A. sieboldi* Miq, therefore, the breeding is mainly on *A. Heterotropoides* Fr. *Asarum* is not only for the domestic demand, but there is also a great demand of *asarum* from other countries and *asarum* has been a quick selling product in the traditional Chinese medicine herbs market. Upon conducting a site visit of the Forest Land, the Forest Land suitable for undergrowth of *asarum* is up to 400 hectares (the available area is 160 hectares), with the production cycle of 4 years. At present, the price of dry *asarum* product is approximately RMB26-40 per kg. The artificial breeding production can be harvested in 3-4 years, and this kind of breeding can produce fresh *asarum* of approximately 2.5kg per square meter on the Forest Land.

(iii) *Acanthopanax senticosus* (刺五加)

*Acanthopanax senticosus* is *acanthopanax* and deciduous shrub with perennial rootstock. It is mainly distributed in three provinces of Northeast part of the PRC (Heilongjiang, Jilin and Liaoning), also in Hebei Province and Shanxi Province. Cortex of *Acanthopanax Senticosus* (cortex *acanthopanax*) is a common valuable Chinese material for producing Chinese medicine. *Acanthopanax Senticosus* is suitable to be planted in a sparse forestland and the harvesting cycle is normally about 4-6 years. Before the freeze-up starting from late October each year, 133 *acanthopanax senticosus* per mu can be planted in the Forest Land and can be harvested once every 5 years. According to on-site investigation of the Forest Land, approximately 350 hectares (the available area is 140 hectares) is suitable for breeding of *acanthopanax senticosus*. The production value of *acanthopanax senticosus* is approximately RMB1,064 per mu.

(iv) *Fritillaria Ussuriensis Maxim* (平貝母)

*Fritillaria Ussuriensis Maxim* is a perennial plant of liliaceae and its subterranean stem can be for medicinal use. *Fritillaria Ussuriensis Maxim* has 60 days of growth period, can be interplanted or planted in forest land. Artificially cultivated *Fritillaria Ussuriensis Maxim* can be harvested once in two years. It is estimated that planted use level is 0.35-0.75kg/m<sup>2</sup>, with the output of unit area of 1-2.5kg/m<sup>2</sup>. According to on-site investigation of the Forest Land, approximately 100 hectares is suitable for planting *Fritillaria Ussuriensis Maxim* and it is estimated that the production cycle is about 2 years. It is estimated that approximately RMB7,000 production value can be generated on each mu of the Forest Land.

(v) *Fragrant Solomonseal Rhizome* (玉竹)

*Fragrant Solomonseal Rhizome* is a perennial plant of liliaceae and its subterranean stem can be for medicinal use. It is suitable to survive in a cool, damp, shade environment and is wild in darkness place in valley, river, underwood, brushwood and by a mountain road side. It is suitable to grow in subacid yellow sand soil and can be planted in uncultivated or idle hillside. *Fragrant Solomonseal Rhizome* can be harvested after 2-3 years' planting. According to onsite investigation of the Forest Land, there is an area of 100 hectares suitable for planting *fragrant solomonseal rhizome* in the Forest Land and the production cycle is approximately 3 years. The current market price of *fragrant Solomonseal Rhizome* is approximately RMB24.30 per kg.

(vi) *Management and Conservation of Wild Schisandra Chinensis* (野生五味子)

*Schizandra* (北五味子) is a common valuable Chinese medicinal material. *Schisandra chinensis* is nourishing and is the first choice for producing health care products and drugs that are beneficial to brain, can soothe the nerves and regulate the nervous system. *Schizandra* can also serve as a processing raw material for fruit wines and fruit drinks. *Schizandra* is a multi-functional, multi-use wild plant with high development and utilization value, a broad application prospect and beneficial in resource conservation. According to on-site investigation, 125 tones (50 kg per hectare) of fresh fruit of *schizandra* can be produced annually, meaning 25 tones of dry *schizandra* can be produced. The current market price of dry *Schizandra* is approximately RMB40-50 per kg. Planting (cultivating) the materials in the Forest Land can enhance taste of product, prolong or shorten harvest time. according to market quotations because of less manpower and material resources, avoid market risk and effectively use forest lands while protecting species resources.

(vii) *Forest frog's oviduct* (林蛙油) of Changbai Mountain

"the Chinese Pharmacology" records: forest frog's oviduct is "can Run lung, promotes saliva or body fluids, the intensifier and nutritious high quality goods for the feeble human body". The forest frog for producing forest frog's oviduct (林蛙油) mainly produces in our country Northeast's Changbai Mountain area, is the Northeast area unique frog Variety. The current market price of forest frog's oviduct is approximately RMB5,200 per kg.

Xinxing Co belong to Antao County which is located in the southwestern part of 延邊朝鮮自治區 (Yanbian Chaosian Autonomous Prefecture\*), Jilin Province, the PRC. Antao County has an area of 7,438 km<sup>2</sup>. Yanbian Prefecture and Antao County are mainly mountainous areas located in Jilin Province, the PRC. To strive for developing local economy, the local governments of these two areas always encourage all kinds of enterprises to develop forest land resources. At present, the planting of organic food and organic Chinese medicine herbs and forest activities have become the hotspots of local economic growth in Yanbian Prefecture and Antao County. After many years of efforts in attracting outside capital investment, the local government of these two areas have gathered experiences in developing mountainous areas and forest land with private enterprises.

Jilin Province is geographically located in the middle latitude area of Northern continent. Its eastern part is near to Yellow Sea (黃海) and Japan Sea (日本海) and is relatively humid. Its western part is far away from the sea and is nearly to Mongolia Highland (蒙古高原) and is relatively dry. As a result of its unique geographical location, the four seasons in Jilin Province is particularly distinctive. The average yearly temperature in Jilin Province is 2-6 degree celsius. Sun light over a year is in average about 2,200-3,000 hours, yearly rainfall is about 400-900 mm. As the eastern part of Jilin Province is near to the sea, there are approximately 130 non-frozen days annually and approximately 150 non-frozen days annually in the western part of Jilin Province.

According to the Research on Local Chinese Medicines Herbs (道地藥材的成因研究) and Research on Relationship between Local Chinese Medicines Herbs and Environment (道地藥材與環境相關性研究), normally the breeding of Chinese medicine herbs is affected by factors like sunlight, temperature and rainfall. The traditional Chinese herbs materials including underground ginseng, Asarum (細辛), Acanthopanax senticosus (刺五加), Fritillaria Ussuriensis Maxim (平貝母), Fragrant Solomonseal Rhizome (玉竹), Wild Schisandra Chinensis (野生五味子) etc. bred on the Forest Land is recognized as local Chinese medicine herbs suitable for breeding in Jilin Province by the State and the weather condition is suitable for breeding of underground ginseng.

During the year under review, compared with the corresponding period in 2014, turnover amounted to approximately RMB1,000 (2014: RMB10,000), representing a decrease of approximately 90%. Due to that the price of underground ginseng is lower than expect, the Company believed it is not the right time for sale; Other income amounted to approximately RMB6,694,000 (2014: RMB474,000), mainly comprises rental income of RMB1,500,000 from renting out of redundant plant and written-off account payable of RMB5,000,000. Distribution and selling expenses amounted to RMB0, due to that sales is minimal; General, administrative and other operating expenses decrease 79.88% to RMB4,337,000 due to that RMB90,000,000 to be paid by Fu Man Shan Zhen in cash in the coming 18 years recognized as long-term receivable resulting in a fair value loss arising from the settlement arrangement in 2014. Finance costs decreased 16.70% due to partial repay of loan. Total comprehensive income/(loss) attributable to Shareholders amounted to approximately RMB1,480,000 (2014: RMB(22,130,000)).

## Prospects

The Directors consider the potential for future growth of ginseng industry can be attributed to a combination of the competitive strengths, including the following:

- (1) as the economy of the PRC is developing and people start to have more concern on their health, they are willing to spend on purchasing health-related products or health supplement to improve their health. Ginseng has long been regarded as having a high nutrition value and can cure different kinds of health problems and is widely used in Chinese pharmaceutical products;
- (2) Jilin Province is a province suitable for breeding of underground ginseng and there are no other provinces in the PRC where the climatic environment is suitable for breeding of underground ginseng, therefore, the Directors consider that the competition in ginseng industry is not as severe as other pharmaceutical companies in the PRC; and
- (3) the Company is a famous pharmaceutical company in Jilin Province and the Directors consider that engaging in ginseng industry can expand the business scope of the Group and strengthen its corporate identity as a pharmaceutical enterprise.

The Group's vision is to become one of the leading pharmaceutical enterprises in Jilin Province, the PRC. To achieve this, the Group plans to accomplish its goal through the following strategies:

- (1) expanding production capacities of breeding of underground ginseng;
- (2) maintaining the quality of ginseng seedlings and seeds so that high quality ginseng can be produced;
- (3) continuing to focus on production safety, environmental protection, operational excellence and community relations; and
- (4) strengthening its research and development and develop more ginseng-related products.



Looking forward, the year 2015 is a critical year for the PRC to further implement its economic reforms. The domestic conditions and overseas environment faced by the PRC economy remain difficult, thus stable growth and structural adjustments will continue to be the key features of the macro-economy. Besides, year 2015 will be a year when open tenders become increasingly prevalent. Pharmaceutical enterprises will therefore inevitably face the risk of price cuts. The gap in medical insurance funding will also become a key issue to be faced by the medical reform and pharmaceutical industry in the PRC. Furthermore, the pharmaceutical industry may continue to experience a slowdown in growth as competition intensifies and the industry itself consolidates. However, in long-term, China's pharmaceutical market will still be the most potential market around the world with a growing momentum in general. Particularly, following the industry restructuring upon the completion of medical reform and the implementation of the New GMP, domestic medical system will keep optimizing; and with the increasing purchasing power of China's consumers, China's pharmaceutical market demand will be greater and greater. All these factors will create scope for the growth of the pharmaceutical industry. Therefore, there will be both opportunities and challenges within the industry.

However, in the middle term, the industry will go through a process of elimination and consolidation. There remains material uncertainty in such operation environment. For such reasons, the Group will stay with a prudent policy in order to make a breakthrough with strategy. In 2015, the Group will continue to contribute more resources capital expenditure related to potential new project with an aim to strengthen our advantages to deal with market competition. The Group plans to restructure its operation model to improve production efficiency and product quality to further capture new market and refine and extend sales network in order to get advantages in the changing market in an most economically efficient way.

Meanwhile, under the situation that the competition among China's medical market becomes increasingly intense and the market is full of uncertainty, the Group keeps looking for opportunity to increase its profitability and diversify its business. In general, under the condition that the central government and the society will continue to invest resources, the Group remains fully confident in the business development in 2015.

#### LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 30 September 2015, the Company had total assets of approximately RMB107,256,000 which were financed by long term liabilities of approximately RMB 22,520,000, short term liabilities of approximately RMB12,941,000 and shareholders' equity of approximately RMB71,795,000.

The Company generally services its debts primarily through cash generated from its operations. The financial position of the Company remains healthy. As at 30 September, 2015, the Group had cash and bank balances of approximately RMB 835,000. The Group expects to collect more outstanding accounting receivables back till the end of year. Meanwhile, substantial shareholders of the Company have expressed their intention to provide all necessary financial support to the Group. 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 30 September, 2015, 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

Name of Directors or Supervisors	Number of Domestic Shares held	Approximate percentage of shareholding (%)
Liu Yang	194,194,580	26.01
Guo Feng	183,482,440	24.57
Zhang Ya Bin	1,618,960	0.22
	379,295,980	50.80

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 30 September, 2015, 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 30 June, 2015, 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>
Zhang Chun Hua	150,644,480	20.18%

Save as disclosed above, as at 31 March, 2015, 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. Niu Shu Min, Mr. Zhao Zhen Xing and Ms. Hui Lai Yam, 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 30 September, 2015 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.

**CORPORATE GOVERNANCE CODE**

The Directors considered that during the period under review, the Company has complied with the code provisions in the Corporate Governance Code as set out in Appendix 15 of the GEM Listing Rules.

**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.

By Order of the Board  
**Xu Dongmei**  
 Chairman

Jilin, the PRC

13 November, 2015

*As at the date of this announcement, the Company's executive directors are Xu Dongmei, Guo Feng and Qin Haibo and the Company's independent non-executive directors are Niu Shu Min, Zhao Zhen Xing and Hui Lai Yam.*

*This announcement will remain on the "Latest Company Announcements" page of the GEM website at <http://www.hkgem.com> for at least 7 days from the day of its posting.*