



1. 本報告期內本集團無涉及或任何未完結或面臨的重大訴訟、仲裁事項。
 2. 本公司報告期內無重大收購及出售資產、吸收合併事項。
 3. 本報告期內本公司無託管、承包、租賃其他公司資產或其他公司託管、承包、租賃本公司資產事項。
 4. 本報告期內，本公司無重大擔保及未履行完畢的重大擔保。
 5. 本公司未發生委託他人進行現金資產管理事項。
 6. 截至二零零六年十二月三十一日止年度內，本公司、本公司董事及高級管理人員均無受到監管部門處罰的情況。
 7. 本公司或持股5%以上股東披露承諾事項：
 - (1) 新華集團承諾：新華製藥非流通股份獲得上市流通權之日起第36個月至第48個月內，如果新華集團通過深圳證券交易所掛牌交易出售新華製藥A股，出售價格不低於4.8元，即新華製藥A股市場相關股東會議通知發出前30日「新華製藥」A股算術平均收盤價的150%（若自股權分置改革方案實施之日起至出售股份期間有派息、送股、資本公積金轉增股份等除權事項，應對該價格進行除權處理）。新華集團如果有違反該承諾的賣出交易，賣出資金將劃歸新華製藥所有。
1. The Group was not involved in any material litigation or arbitration and no material litigation or claim is pending or threatened or made against the Group.
 2. During the reporting period, there were no material acquisitions and sales of assets, nor any acquisitions and mergers.
 3. In the reporting period, there was no trust, subcontract or lease of assets between the Company and other companies.
 4. During the reporting period of the Annual Report, there was no material guarantee provided by the Company nor had any material guarantee provided by the Company not been fully performed.
 5. The Company did not appoint any custodian for the management of funds.
 6. None of the Company, the Directors and the Senior Officers has been penalized by any PRC authorities during the year ended 31 December 2006.
 7. The Company and its shareholders, holding more than 5% of shares of the Company, have disclosed undertakings designated by the CSRC:
 - (1) SXP GC has undertaken between the 36th month and 48th month since the listing of the non-tradable shares of the Company that it shall not sell any of its A shares of the Company on the SZSE at a price less than RMB4.8 per share, (such price will be on an ex-rights basis if there is any declaration of dividends, bonus issues or capitalization of capital reserve during the period between the day of implementation of the revised share reform of the Company and sale of the shares by SXP GC) being 150% of the average of the closing prices of the listed A shares as quoted on the SZSE in the thirty (30) trading days prior to the issuance date of the relevant notice of the shareholders' meeting. Should SXP GC breach any of the provisions of this undertaking in the sale of its shares, the proceeds resulting from such sale shall be transferred to the account of the Company and owned by the Company.

(2) 2006年1月1日新華集團非經營性佔用本公司資金餘額為人民幣9,507千元，該等資金已經於2006年6月30日前以現金方式償還完畢。並承諾自2006年1月1日起，不再非經營性佔用本公司資金。

(2) As at 1 January 2006, SXPGC owed the Company a sum of RMB9,507,000 for non-business reasons. SXPGC has repaid the sum by 30 June 2006 in cash. SXPGC guaranteed not to use any fund of the Company for non-business reasons starting from 1 January 2006.

8. 關連交易見按中國會計準則編制的帳目附註八.2。

8. The connected transactions are as set out in the Note 8.2 to the Accounts prepared in accordance with PRC accounting standards.

9. 關聯債權債務往來

9. Creditor's rights and debts with related parties

關聯方 Related Party	向關聯方提供資金 Fund provided to the related party		關聯方向上市公司 提供資金 Fund provided to the public company by the related party	
	發生額 Additions	餘額 Balance	發生額 Additions	餘額 Balance
淄博新華－百利高製藥 有限責任公司 Zibo Xinhua-Perrigo Pharmaceutical Company Limited	270	7,271	0	0
合計 Total	270	7,271	0	0

10. 核數師

有關核數師及其薪酬情況詳見「公司治理報告」中「核數師酬金」一節。

10. Auditors

The auditors of the Company and respective remuneration of auditors are set out in the section headed "Auditors' remuneration" disclosed in the "CORPORATE GOVERNANCE REPORT".

11. 公司章程修改

公司章程修改載於本報告第六節「股東大會簡介」。

11. Amend to the Articles

Amend to the Articles are set out in the sixth section headed "SUMMARISED REPORT OF THE GENERAL MEETING".