

# 資產負債表

## BALANCE SHEET

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

資產 ASSETS		附註 NOTES	合併 Consolidated		母公司 Parent company	
			2006年12月31日 End. balance 人民幣元 RMB	2005年12月31日 Beg. balance 人民幣元 RMB	2006年12月31日 End. balance 人民幣元 RMB	2005年12月31日 Beg. balance 人民幣元 RMB
<b>流動資產：</b>	<b>CURRENT ASSETS:</b>					
貨幣資金	Cash	6.1	162,535,231.19	363,190,821.79	134,014,405.66	347,545,287.09
短期投資	Short-term investments					
應收票據	Notes receivable	6.2	19,430,806.25	38,055,566.10	17,461,774.68	37,308,366.10
應收股利	Dividend receivable					
應收利息	Interest receivable		1,548,365.00	1,404,455.00	1,548,365.00	1,404,455.00
應收賬款	Accounts receivable	6.3	269,249,651.02	289,029,983.74	249,187,477.63	269,764,017.32
其他應收款	Other receivables	6.4	41,624,438.90	61,052,827.81	53,808,365.88	81,027,415.08
預付賬款	Advances to suppliers	6.5	19,872,479.25	13,550,818.93	9,704,886.67	6,658,886.86
存貨	Inventories	6.6	224,355,465.93	274,764,676.15	193,112,417.52	245,111,762.49
待攤費用	Prepaid expenses		—	—	—	—
一年內到期的 長期債權投資	Long-term debt investment due within a year		—	—	—	—
其他流動資產	Other current assets		—	—	—	—
<b>流動資產合計</b>	<b>Sub-total of current assets</b>		<b>738,616,437.54</b>	<b>1,041,049,149.52</b>	<b>658,837,693.04</b>	<b>988,820,189.94</b>
<b>長期投資：</b>	<b>LONG TERM INVESTMENTS:</b>					
長期股權投資	Long-term equity investment	6.7	66,357,384.62	54,056,357.79	126,935,771.89	106,076,412.99
長期債權投資	Long-term debt investment	6.8	117,075,500.00	117,075,500.00	117,075,500.00	117,075,500.00
<b>長期投資合計</b>	<b>Sub-total of long-term investmets</b>		<b>183,432,884.62</b>	<b>171,131,857.79</b>	<b>244,011,271.89</b>	<b>223,151,912.99</b>
<b>固定資產：</b>	<b>FIXED ASSETS:</b>					
固定資產原值	Fixed assets - cost	6.9	1,629,269,923.58	1,599,263,587.11	1,604,295,690.79	1,576,496,267.39
減：累計折舊	Less: Accumulated depreciation	6.9	850,522,833.50	791,869,783.86	846,212,634.74	789,039,368.69
固定資產淨值	Fixed assets -NBV	6.9	778,747,090.08	807,393,803.25	758,083,056.05	787,456,898.70
減：固定資產 減值準備	Less: Provision for impairment of fixed assets	6.9	—	—	—	—
固定資產淨額	Fixed assets-net	6.9	778,747,090.08	807,393,803.25	758,083,056.05	787,456,898.70
工程物資	Construction materials		4,877,467.51	8,552,717.13	4,877,467.51	8,552,717.13
在建工程	Construction in progress	6.10	81,044,943.17	81,614,955.97	81,044,943.17	81,614,955.97
<b>固定資產合計</b>	<b>Sub-total of fixed assets</b>		<b>864,669,500.76</b>	<b>897,561,476.35</b>	<b>844,005,466.73</b>	<b>877,624,571.80</b>
<b>無形資產及 其他資產：</b>	<b>INTANGIBLE AND OTHER ASSETS:</b>					
無形資產	Intangible assets	6.11	93,301,452.81	97,310,967.48	93,238,519.48	97,310,967.48
長期待攤費用	Long-term prepayments		—	—	—	—
其他長期資產	Other long-term assets		—	—	—	—
<b>無形資產及其他 資產合計：</b>	<b>Sub-total of intangible and other assets</b>		<b>93,301,452.81</b>	<b>97,310,967.48</b>	<b>93,238,519.48</b>	<b>97,310,967.48</b>
<b>遞延稅項：</b>	<b>DEFERRED TAXES:</b>					
遞延稅款借項	Deferred tax debit		—	—	—	—
<b>資產總計</b>	<b>TOTAL ASSETS</b>		<b>1,880,020,275.73</b>	<b>2,207,053,451.14</b>	<b>1,840,092,951.14</b>	<b>2,186,907,642.21</b>

會計報表附註為本會計報表的組成部份

The accompanying notes form an integral part of these financial statements.

# 資產負債表 (續)

## BALANCE SHEET (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

負債和股東權益 LIABILITIES & STOCKHOLDERS' EQUITY		附註 NOTES	合併 Consolidated		母公司 Parent company	
			2006年12月31日 End. balance 人民幣元 RMB	2005年12月31日 Beg. balance 人民幣元 RMB	2006年12月31日 End. balance 人民幣元 RMB	2005年12月31日 Beg. balance 人民幣元 RMB
<b>流動負債：</b>	<b>CURRENT LIABILITIES:</b>					
短期借款	Short-term loans	6.12	235,233,500.00	418,969,306.90	230,233,500.00	418,969,306.90
應付票據	Notes payable	6.13	97,066,900.00	233,154,906.11	97,066,900.00	233,154,906.11
應付賬款	Accounts payable	6.14	121,904,513.77	120,334,178.91	92,424,962.30	96,762,486.09
預收賬款	Advances from customers	6.15	9,650,823.43	11,662,298.82	9,118,444.86	11,274,685.18
應付工資	Accrued payroll		—	—	—	—
應付福利費	Welfare expenses payable		15,297,220.79	15,297,220.79	15,297,220.79	15,297,220.79
應付股利	Dividend payable	6.16	5,826,365.75	5,516,030.54	5,826,365.75	5,516,030.54
應交稅金	Taxes payable	6.17	(642,994.69)	(4,017,420.94)	204,825.76	-3,135,608.38
其他應交款	Other payables		—	—	—	—
其他應付款	Other amounts payable	6.18	40,624,194.72	54,045,416.09	39,995,486.64	57,488,161.35
預提費用	Accrued expenses	6.19	4,848,769.31	3,945,468.73	4,848,494.22	3,945,468.73
預計負債	Estimated liabilities		—	—	—	—
一年內到期的 長期負債	Long-term liabilities due within a year		—	—	—	—
其他流動負債	Other current liabilities		—	—	—	—
<b>流動負債合計</b>	<b>Sub-total of current liabilities</b>		<b>529,809,293.08</b>	<b>858,907,405.95</b>	<b>495,016,200.32</b>	<b>839,272,657.31</b>
<b>長期負債：</b>	<b>LONG TERM LIABILITIES:</b>					
長期借款	Long-term borrowings		—	—	—	—
應付債券	Bonds payable		—	—	—	—
長期應付款	Long-term payables		—	—	—	—
其他長期負債	Other long-term liabilities		3,561,500.00	3,561,500.00	3,561,500.00	3,561,500.00
<b>長期負債合計</b>	<b>Sub-total of long-term liabilities</b>		<b>3,561,500.00</b>	<b>3,561,500.00</b>	<b>3,561,500.00</b>	<b>3,561,500.00</b>
<b>遞延稅項</b>	<b>DEFERRED TAXES:</b>					
遞延稅款貸項	Deferred tax credit		—	—	—	—
<b>負債合計</b>	<b>Total liabilities</b>		<b>533,370,793.08</b>	<b>862,468,905.95</b>	<b>498,577,700.32</b>	<b>842,834,157.31</b>
<b>少數股東權益：</b>	<b>MINORITY EQUITY:</b>					
少數股東權益	Minority equity	6.20	3,312,522.34	1,091,928.47	—	—
<b>股東權益：</b>	<b>OWNERS' EQUITY</b>					
股本	Paid-in stock	6.21	457,312,830.00	457,312,830.00	457,312,830.00	457,312,830.00
資本公積	Capital surplus	6.22	558,919,077.15	558,919,077.15	558,919,077.15	558,919,077.15
盈餘公積	Surplus reserve	6.23	162,285,764.68	160,207,660.67	162,011,233.56	159,980,492.82
未確認的投資損失	Unconfirmed investment loss	6.25	(1,286,810.15)	(1,027,247.49)	—	—
未分配利潤	Undistributed profit	6.24	165,397,982.84	167,636,170.49	163,272,110.11	167,861,084.93
其中：擬分配的 現金紅利	Including: Dividend in cash to be distributed		9,146,256.60	22,865,641.50	9,146,256.60	22,865,641.50
外幣報表折算差額	Foreign Currency Statement Translation Difference	6.26	708,115.79	444,125.90	—	—
<b>股東權益合計</b>	<b>Total stockholders' equity</b>		<b>1,343,336,960.31</b>	<b>1,343,492,616.72</b>	<b>1,341,515,250.82</b>	<b>1,344,073,484.90</b>
<b>負債和股東權益總計</b>	<b>Total liabilities &amp; stockholders' equity</b>		<b>1,880,020,275.73</b>	<b>2,207,053,451.14</b>	<b>1,840,092,951.14</b>	<b>2,186,907,642.21</b>

會計報表附註為本會計報表的組成部份

The accompanying notes form an integral part of these financial statements.

# 利潤及利潤分配表

## PROFIT AND LOSS ACCOUNT AND PROFIT DISTRIBUTION

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB'000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

項目 ITEM		附註 NOTES	合併 Consolidated		母公司 Parent company		
			2006年度 Current year cumulatives 人民幣元 RMB	2005年度 Last year cumulatives 人民幣元 RMB	2006年度 Current year cumulatives 人民幣元 RMB	2005年度 Last year cumulatives 人民幣元 RMB	
一、	主營業務收入	Revenue from main operations	6.27	1,667,251,873.18	1,696,514,594.55	1,315,998,752.05	1,394,817,994.52
	減：主營業務成本	Less: Cost of main operations	6.27	1,371,354,031.21	1,398,477,256.05	1,031,998,821.26	1,102,981,884.32
	主營業務稅金及附加	Tax and surcharges for main operations	6.28	9,233,548.18	5,568,673.33	8,983,784.77	5,230,940.07
二、	主營業務利潤	Profit from main operations		286,664,293.79	292,468,665.17	275,016,146.02	286,605,170.13
	加：其他業務利潤	Add: Profit from other operations	6.29	6,347,803.03	6,231,069.41	590,118.36	2,119,856.68
	減：營業費用	Less: Operating expenses		114,723,187.31	154,051,631.95	102,622,712.76	146,277,377.92
	管理費用	General and administrative expenses		135,450,402.82	115,365,289.71	131,385,666.17	107,787,090.25
	財務費用	Financial expenses	6.30	20,742,820.77	17,389,648.87	20,703,459.09	17,513,607.73
三、	營業利潤	Operating profit		22,095,685.92	11,893,164.05	20,894,426.36	17,146,950.91
	加：投資收益	Add: Investment income	6.31	6,029,998.09	(13,998,383.12)	5,580,117.66	(16,982,561.84)
	補貼收入	Revenue from subsidies	6.32	600,000.00	214,926.08	600,000.00	214,926.08
	營業外收入	Non-operating revenue	6.33	3,547,643.28	15,506,279.39	3,534,099.37	15,506,279.39
	減：營業外支出	Less: Non-operating expenditures	6.34	2,966,536.53	1,156,046.19	2,901,868.04	1,147,988.83
四、	利潤總額	Income before tax		29,306,790.76	12,459,940.21	27,706,775.35	14,737,605.71
	減：所得稅	Less: Income tax		7,642,939.19	9,802,792.40	7,399,367.93	9,647,093.54
	少數股東損益	Minority profit		(782,143.63)	(1,731,455.41)	—	—
	加：未確認的投資損失	Add: unconfirmed investment loss		259,562.66	1,027,247.49	—	—
五、	淨利潤	Net income		22,705,557.86	5,415,850.71	20,307,407.42	5,090,512.17
	加：年初未分配利潤	Add: Undistributed profit at the beginning of the year		167,636,170.49	163,003,055.71	167,861,084.93	163,534,149.59
六、	可供分配的利潤	Profit to be distributed		190,341,728.35	168,418,906.42	188,168,492.35	168,624,661.76
	減：提取法定盈餘公積	Less: Appropriation of statutory surplus reserve		2,078,104.01	521,823.95	2,030,740.74	509,051.22
	提取法定公益金	Appropriation of statutory public welfare fund		—	260,911.98	—	254,525.61
七、	可供股東分配的利潤	Profit to be distributed to investors		188,263,624.34	167,636,170.49	186,137,751.61	167,861,084.93
	減：應付優先股股利	Less: Appropriation of discretionary surplus reserve		—	—	—	—
	應付普通股股利	Dividend payable on common stock		22,865,641.50	—	22,865,641.50	—
八、	未分配利潤	Undistributed profit	6.24	165,397,982.84	167,636,170.49	163,272,110.11	167,861,084.93

## 利潤及利潤分配表 (續)

### PROFIT AND LOSS ACCOUNT AND PROFIT DISTRIBUTION (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
 (UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
 (根據中國會計準則編制)  
 (PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

項目 ITEM	合併 Consolidated		母公司 Parent company	
	2006年度 Current year	2005年度 Last year	2006年度 Current year	2005年度 Last year
	cumulatives	cumulatives	cumulatives	cumulatives
	人民幣元	人民幣元	人民幣元	人民幣元
	RMB	RMB	RMB	RMB
<b>補充資料</b> SUPPLEMENTARY INFORMATION:				
1. 出售、處置部門或被投資單位所得收益 Gain on sale and disposal of a department or an invested enterprise	—	(227,757.50)	—	—
2. 自然災害發生的損失 Losses arising from natural disasters	—	—	—	—
3. 會計政策變更增加(或減少)利潤總額 Increase/decrease in income before tax due to a change in accounting policy	—	—	—	—
4. 會計估計變更增加(或減少)利潤總額 Increase/decrease in income before tax due to a change in accounting estimate	—	—	—	—
5. 債務重組損失 Losses arising from debt restructurings	—	—	—	—
6. 其他 Others	—	—	—	—

後附會計報表附註為本會計報表的組成部分

The accompanying notes form an integral part of these financial statements.

# 現金流量表

## STATEMENT OF CASH FLOW

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB'000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

項目 ITEM	附註 NOTES	2006年度 CURRENT YEAR CUMULATIVE	
		合併數 Consolidated 人民幣元 RMB	母公司 Parent company 人民幣元 RMB
<b>一、 經營活動產生的現金流量：</b>	<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
銷售商品、提供勞務收到的現金	Cash received from the sales of goods or rendering of services	1,375,727,996.66	1,242,696,484.38
收到的稅費返回	Refund of taxes	14,165,414.79	13,441,545.47
收到的其他與經營活動有關的現金	Other cash receipts relating to other operating activities	6.35 51,699,308.85	54,011,786.60
<b>現金流入小計</b>	<b>SUB-TOTAL OF CASH INFLOWS</b>	<b>1,441,592,720.30</b>	<b>1,310,149,816.45</b>
購買商品、接受勞務支付的現金	Cash paid for goods and services	1,000,338,718.62	882,917,963.16
支付給職工以及為職工支付的現金	Cash paid to and on behalf of employees	132,778,520.19	127,298,964.85
支付的各项稅費	Payments of all types of taxes	42,606,345.30	40,780,483.75
支付的其他與經營活動有關的現金	Other cash payments relating to operating activities	6.36 132,565,630.11	122,147,597.59
<b>現金流出小計</b>	<b>SUB-TOTAL OF CASH OUTFLOWS</b>	<b>1,308,289,214.22</b>	<b>1,173,145,009.35</b>
<b>經營活動產生的現金流量淨額</b>	<b>NET CASH FLOWS FROM OPERATING ACTIVITIES</b>	<b>133,303,506.08</b>	<b>137,004,807.10</b>
<b>二、 投資活動產生的現金流量：</b>	<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
收回投資所收到的現金	Cash received from return of investment	—	—
取得投資收益所收到的現金	Cash received from return on investment	6,585,061.26	6,585,061.26
處置固定資產、無形資產和 其他長期資產而收回的現金淨額	Net cash received from the sales of fixed assets, intangible assets and other long-term assets	10,166,628.02	10,166,628.02
收到的其他與投資活動有關的現金	Other cash receipts relating to investing activities	—	—
<b>現金流入小計</b>	<b>SUB-TOTAL OF CASH INFLOWS</b>	<b>16,751,689.28</b>	<b>16,751,689.28</b>
購建固定資產、無形資產和 其他長期資產所支付的現金	Cash paid to acquire fixed assets, intangible assets and other long-term assets	91,192,169.79	90,589,258.79
投資所支付的現金	Cash paid to investments	13,000,000.00	22,008,212.50
支付的其他與投資活動有關的現金	Other cash payments relating to investing activities	—	—
<b>現金流出小計</b>	<b>SUB-TOTAL OF CASH OUTFLOWS</b>	<b>104,192,169.79</b>	<b>112,597,471.29</b>
<b>投資活動產生的現金流量淨額</b>	<b>NET CASH FLOWS FROM INVESTING ACTIVITIES</b>	<b>(87,440,480.51)</b>	<b>(95,845,782.01)</b>
<b>三、 籌資活動產生的現金流量：</b>	<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
吸收權益性投資所收到的現金	Cash received from investments by others	3,002,737.50	—
其中：子公司吸收少數股東權益性 投資收到的現金	Including: cash received by the subsidiaries by absorbing the minorities' equity investment	3,002,737.50	—
借款所收到的現金	Cash received from borrowings	322,806,150.00	317,806,150.00
收到的其他與籌資活動有關的現金	Other cash receipts relating to financing activities	—	—
<b>現金流入小計</b>	<b>SUB-TOTAL OF CASH INFLOWS</b>	<b>325,808,887.50</b>	<b>317,806,150.00</b>
償還債務所支付的現金	Cash repayments of amounts borrowed	502,316,019.22	502,316,019.22
分配股利、利潤和償付利息 所支付的現金	Cash paid for distribution of dividends or profits and for interest expenses	32,987,403.27	32,987,403.27
支付的其他與籌資活動有關的現金	Other cash payments relating to financing activities	—	—
<b>現金流出小計</b>	<b>SUB-TOTAL OF CASH OUTFLOWS</b>	<b>535,303,422.49</b>	<b>535,303,422.49</b>
<b>籌資活動產生的現金流量淨額</b>	<b>NET CASH FLOWS FROM FINANCING ACTIVITIES</b>	<b>(209,494,534.99)</b>	<b>(217,497,272.49)</b>
<b>四、 匯率變動對現金的影響</b>	<b>EFFECT OF CHANGES IN FOREIGN EXCHANGE RATE ON CASH</b>	<b>(1,275,547.85)</b>	<b>(1,444,100.70)</b>
<b>五、 現金及現金等價物淨增加額</b>	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>(164,907,057.27)</b>	<b>(177,782,348.10)</b>

後附會計報表附註為本會計報表的組成部分。

The accompanying notes form an integral part of these financial statements.

# 現金流量表 (續)

## STATEMENT OF CASH FLOW (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 現金流量表補充資料

### STATEMENT OF CASH FLOW FOR THE PERIOD FROM 1 JANUARY TO 31 DECEMBER 2006 SUPPLEMENTARY INFORMATION

項目 ITEM	附註 NOTES	2006年度	
		CURRENT YEAR CUMULATIVE	
		合併數 Consolidated 人民幣元 RMB	母公司 Parent company 人民幣元 RMB
<b>1. 將淨利潤調節為經營活動的現金流量：</b>	<b>RECONCILIATION OF NET INCOME TO CASH FLOWS FROM OPERATING ACTIVITIES</b>		
淨利潤	Net income	22,705,557.86	20,307,407.42
減：未確認的投資損失	Less: unconfirmed investment loss	259,562.66	—
加：少數股東損益	Add: Minority profit	(782,143.63)	—
計提的資產損失準備	Provisions for impairment of assets	19,132,768.59	19,034,827.05
固定資產折舊	Depreciation of fixed assets	98,719,489.38	97,239,705.79
無形資產攤銷	Amortization of intangible assets	4,073,514.67	4,072,448.00
長期待攤費用攤銷	Amortization of long-term prepayments	—	—
待攤費用減少(減：增加)	Decrease (increase) in expenses to be apportioned	—	—
預提費用增加(減：減少)	Increase (decrease) in drawing expenses in advance	903,300.58	903,025.49
處置固定資產、無形資產和 其他長期資產的損失 (減：收益)	Losses on disposal of fixed assets, intangible assets and other long-term assets(or deduct:gains)	(2,289,574.14)	(2,289,574.14)
固定資產報廢損失	Losses on scrpping of fixed assets	—	—
財務費用	Financial expenses	20,371,521.03	20,371,521.03
投資損失(減：收益)	Investments losses (or deduct: gains)	(6,029,998.09)	(5,580,117.66)
遞延稅款貸項(減：借項)	Deferred tax credit (or deduct:debit)	—	—
存貨的減少(減：增加)	Decrease in inventories (or deduct:increase)	45,779,059.59	48,536,333.71
經營性應收項目的減少 (減：增加)	Decrease in operating receivables (or deduct:increase)	39,987,209.54	46,659,897.49
經營性應付項目的增加 (減：減少)	Increase in operating payables(or deduct:decrease)	(109,007,636.64)	(112,250,667.08)
其他	Others	—	—
<b>經營活動產生的現金流量淨額</b>	<b>NET CASH FLOWS FROM OPERATING ACTIVITIES</b>	<b>133,303,506.08</b>	<b>137,004,807.10</b>
<b>2. 不涉及現金收支的投資和 籌資活動：</b>	<b>INVESTING AND FINANCING ACTIVITIES THAT DO NOT INVOLVE CASH RECEIPTS AND PAYMENTS</b>		
債務轉為資本	Conversion of debt into capital	—	—
一年內到期的可轉換公司債券	Convertible bonds to be expired within one year	—	—
融資租入固定資產	Fixed assets under finance lease	—	—
<b>3. 現金及現金等價物淨增加情況：</b>	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>		
貨幣資金的期末餘額	Cash at the end of the period	133,134,361.19	104,613,535.66
減：貨幣資金的期初餘額	Less: cash at beginning of the period	298,041,418.46	282,395,883.76
現金等價物的期末餘額	cash equivalents at the end of the period	—	—
減：現金等價物的期初餘額	Less: cash equivalents at the beginning of the period	—	—
<b>現金及現金等價物淨增加額</b>	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>(164,907,057.27)</b>	<b>(177,782,348.10)</b>

後附會計報表附註為本會計報表的組成部分

The accompanying notes form an integral part of these financial statements.

# 資產減值準備明細表

## STATEMENT OF PROVISION

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 資產減值準備明細表(合併)

#### FOR THE PERIOD FROM 1 JANUARY TO 31 DECEMBER 2006 (Consolidated)

項目 ITEM		2005年12月31日	本期增加數	本期轉回數	本期轉出數	2006年12月31日
		Beginning balance	Addition for	Reversal for	Transferred out	Ending balance
		人民幣元	人民幣元	人民幣元	人民幣元	人民幣元
		RMB	RMB	RMB	RMB	RMB
<b>一. 壞賬準備合計</b>	<b>Total amounts of bad debts provided</b>	13,293,346.47	14,502,617.96	186,816.00	12,515,660.35	15,467,120.08
其中：應收賬款	Including: Account Receivable	10,769,833.80	11,944,377.46	186,816.00	10,210,194.35	12,690,832.91
其他應收款	Other Receivables	2,523,512.67	2,558,240.50	—	2,305,466.00	2,776,287.17
<b>二. 短期投資跌價準備合計</b>	<b>Total amounts of short-term investments write-down provided</b>	—	—	—	—	—
其中：股票投資	Including: Stock investment	—	—	—	—	—
基金投資	Bond investment	—	—	—	—	—
<b>三. 存貨跌價準備合計</b>	<b>Total amounts of inventory write-down provided</b>	2,506,110.99	4,630,150.63	—	—	7,136,261.62
其中：產成品	Including: Goods on hand	2,506,110.99	4,630,150.63	—	—	7,136,261.62
原材料	Raw materials	—	—	—	—	—
<b>四. 長期投資減值準備合計</b>	<b>Total amounts provided for impairment of long-term investments</b>	30,000,000.00	—	—	—	30,000,000.00
其中：長期股權投資	Including: Long-term equity investment	30,000,000.00	—	—	—	30,000,000.00
長期債權投資	Long-term debt investment	—	—	—	—	—
<b>五. 固定資產減值準備合計</b>	<b>Total amounts provided for impairment of fixed assets</b>	—	—	—	—	—
其中：房屋、建築物	Including: Buildings and structures	—	—	—	—	—
機器設備及其他	Equipment and machinery	—	—	—	—	—
<b>六. 無形資產減值準備</b>	<b>Provision for impairment of intangible assets</b>	—	—	—	—	—
其中：專利權	Including: Patents	—	—	—	—	—
商標權	Trade marks	—	—	—	—	—
<b>七. 在建工程減值準備</b>	<b>Provision for impairment of construction in progress</b>	—	—	—	—	—
<b>八. 委託貸款減值準備</b>	<b>Provision for impairment of designated loan receivable</b>	—	—	—	—	—
<b>九. 總計</b>	<b>Total</b>	45,799,457.46	19,132,768.59	186,816.00	12,515,660.35	52,603,381.70

後附會計報表附註為本會計報表的組成部分

The accompanying notes form an integral part of these financial statements.

# 資產減值準備明細表 (續)

## STATEMENT OF PROVISION (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 資產減值準備明細表(母公司)

FOR THE PERIOD FROM 1 JANUARY TO 31 DECEMBER 2006 (Consolidated)

項目 ITEM	2005年12月31日 Beginning balance 人民幣元 RMB	本期增加數 Addition for current year 人民幣元 RMB	本期轉回數 Reversal for current year 人民幣元 RMB	本期轉出數 Transferred out 人民幣元 RMB	2006年12月31日 Ending balance 人民幣元 RMB	
<b>一. 壞賬準備合計</b>	<b>Total amounts of bad debts provided</b>	13,154,358.49	15,571,815.79	186,816.00	12,515,660.35	16,397,329.93
其中：應收賬款	Including: Account Receivable	10,630,845.82	11,551,440.49	186,816.00	10,210,194.35	12,158,907.96
其他應收款	Other Receivables	2,523,512.67	4,020,375.30	—	2,305,466.00	4,238,421.97
<b>二. 短期投資跌價 準備合計</b>	<b>Total amounts of short-term investments write-down provided</b>	—	—	—	—	—
其中：股票投資	Including: Stock investment	—	—	—	—	—
基金投資	Bond investment	—	—	—	—	—
<b>三. 存貨跌價準備合計</b>	<b>Total amounts of inventory write-down provided</b>	2,506,110.99	3,463,011.26	—	—	5,969,122.25
其中：產成品	Including: Goods on hand	2,506,110.99	3,463,011.26	—	—	5,969,122.25
原材料	Raw materials	—	—	—	—	—
<b>四. 長期投資減值 準備合計</b>	<b>Total amounts provided for impairment of long-term investments</b>	30,000,000.00	—	—	—	30,000,000.00
其中：長期股權投資	Including: Long-term equity investment	30,000,000.00	—	—	—	30,000,000.00
長期債權投資	Long-term debt investment	—	—	—	—	—
<b>五. 固定資產減值 準備合計</b>	<b>Total amounts provided for impairment of fixed assets</b>	—	—	—	—	—
其中：房屋、建築物	Including: Buildings and structures	—	—	—	—	—
機器設備及其他	Equipment and machinery	—	—	—	—	—
<b>六. 無形資產減值準備</b>	<b>Provision for impairment of intangible assets</b>	—	—	—	—	—
其中：專利權	Including: Patents	—	—	—	—	—
商標權	Trade marks	—	—	—	—	—
<b>七. 在建工程減值準備</b>	<b>Provision for impairment of construction in progress</b>	—	—	—	—	—
<b>八. 委託貸款減值準備</b>	<b>Provision for impairment of designated loan receivable</b>	—	—	—	—	—
<b>九. 總計</b>	<b>Total</b>	45,660,469.48	19,034,827.05	186,816.00	12,515,660.35	52,366,452.18

後附會計報表附註為本會計報表的組成部分

The accompanying notes form an integral part of these financial statements.



# 會計報表註釋

## NOTES TO THE ACCOUNTS

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 一. 公司的基本情況

山東新華製藥股份有限公司(下稱「本公司」)於1993年由山東新華製藥廠改制設立。1996年12月本公司以香港為上市地點，公開發行中華人民共和國H股股票。1997年7月本公司以深圳為上市地點，公開發行中華人民共和國A股股票。1998年11月經中華人民共和國對外貿易經濟合作部批准後，轉為外商投資股份有限公司。2001年9月經批准增發A股普通股票3,000萬股，同時減持國有股300萬股。

根據本公司2006年6月股權分置改革方案，公司非流通A股股東—山東新華醫藥集團有限責任公司(下稱「新華醫藥集團」)，為本公司的直接控股公司，向股權分置改革方案實施的股權登記日登記在冊的流通A股股東每10股流通A股作出的3.5股對價安排。新華醫藥集團共送出26,653,665股股票作為其獲得於A股市場流通權的條件。

截至2006年12月31日，本公司的註冊資本為人民幣45,731萬元，股本結構如下：

### 1 Background of the Company

Shandong Xinhua Pharmaceutical Company Limited (hereinafter referred to as the “Company”) was established in 1993 as the result of the reorganization of Shandong Xinhua Pharmaceutical Factory. The Company issued its H Shares at Hong Kong Stock Exchange in December 1996 and listed its A Shares at Shenzhen Stock Exchange in July 1997. The Company became a foreign invested joint stock company in November 1998 upon approval by the Ministry of Foreign Trade and Economic Cooperation of P.R. China. The Company issued additional 30 million ordinary A shares as approved and decreased 3 million state-held shares in September 2001.

In accordance with the revised share reform of the Company in June 2006, the holder of the non-tradable A shares, Shandong Xinhua Pharmaceutical Group Company Limited, which was also an immediate holding company of the Company, offered as consideration, 3.5 shares of non-tradable A shares of the Company for every 10 tradable A Shares, totally for 26,653,665 shares, held by A share shareholders as registered on the registration date in respect of the implementation of the Revised Share Reform.

The registered capital of the Company as of 31 December 2006 is RMB457.31 million and its share capital as of 31 December 2006 consists of the following:

		Shares 股份數額	Amount 股本金額	Ratio 比例
國家股	State-held shares	163,259	163,259	35.70%
社會法人股	Legal-person shares	41,247	41,247	9.02%
高管股	Senior management -held shares	39	39	0.01%
社會公眾H股	Publicly-held H shares	150,000	150,000	32.80%
社會公眾A股	Publicly-held A shares	102,768	102,768	22.47%
合計	Total	<u>457,313</u>	<u>457,313</u>	<u>100%</u>

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 一. 公司的基本情況 (續)

本公司主要從事開發、製造和銷售化學原料藥、製劑及化工產品。

根據山東省科學技術廳魯科高字(2001)647號文件的通知，本公司被確認為高新技術企業。

本公司註冊地在山東省淄博市高新技術產業開發區化工區。

### 二. 會計報表編報基準

1 本公司根據中華人民共和國財政部頒佈的《企業會計準則》和《企業會計制度》的規定編制會計報表。

2 合併會計報表編制方法

2.1 合併範圍的確定原則：本公司將投資額佔被投資企業有表決權資本總額50%以上，或雖不足50%但擁有實際控制權的被投資企業，納入合併會計報表範圍。

2.2 合併會計報表所採用的會計方法：本公司合併會計報表是按照財政部《合併會計報表暫行規定》及有關補充規定的要求編制，合併時合併範圍內的所有重大內部交易和往來業已抵銷。

### 1 Background of the Company (continued)

The Company is mainly engaged in developing, manufacturing and selling bulk pharmaceuticals, preparations and chemicals products.

According to the Circular “Lu Ke Gao Zi (2001) No. 647” issued by Shandong Provincial Bureau of Science & Technology, the Company has been recognized as a new and high-tech company.

The Company’s place of registration is the Chemical Area in Zibo New and High Technology Industrial Development Zone, Shandong Province.

### 2 Basis of Presentation

1 Financial statements have been prepared in conformity with the Accounting Standards for Business Enterprises and the Accounting System for Business Enterprises promulgated by the Ministry of Finance (“MOF”).

2 Methods of preparing consolidated financial statements

2.1 Scope of consolidation: The consolidated financial statements include the financial statements of the Company and its subsidiaries in which the Company holds 50% or more of the voting capital, or holds less than 50% of the voting capital but substantial control over them.

2.2 Consolidated financial statements have been prepared in accordance with the Provisional Regulations on Consolidated Financial Statements and relevant supplementary regulations issued by MOF. All significant transactions and balances between the Company and its subsidiaries are eliminated for the purpose of consolidation. (See Section 5 ‘Majority-Owned Subsidiaries and Associates’)

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 三. 主要會計政策和會計估計

### 3 Significant Accounting Policies and Accounting Estimates

#### 1 會計年度

本公司會計年度自每年一月一日起至十二月三十一日止。

#### 1 Accounting year

The accounting year of the Company is from 1 January to 31 December of each calendar year.

#### 2 記賬基礎及計價原則

本公司會計報表以權責發生制為記賬原則，除特別說明外，各項資產均以取得時的實際成本計價。

#### 2 Principles of Accounting and basis of valuation

Financial statements have been prepared on an accrual basis and all the assets are stated at actual cost of acquisition unless otherwise indicated.

#### 3 記賬本位幣

本公司以人民幣為記賬本位幣。

#### 3 Reporting currency

The Company's reporting currency is Renminbi ("RMB").

#### 4 外幣業務核算方法

本公司外幣業務按業務發生當月一日中國人民銀行公佈的市場匯率折算為人民幣記賬。外幣貨幣資產和負債，於資產負債表日按期末匯率調整，由此產生的匯兌損益計入當期損益；屬於籌建期間的計入長期待攤費用；與購建固定資產有關的，按借款費用資本化的原則處理。

#### 4 Foreign currency translation

Foreign currency transactions for the year are translated into RMB at the rate of exchange quoted by the People's Bank of China on the first day of the month in which the transactions occurred. Foreign currency monetary assets and liabilities are translated into RMB at the rate of exchange prevailing at the balance sheet date. The resulting exchange differences are accounted for as exchange gains or losses of the period, the differences arising from the organization period are accounted for as long-term prepaid expenses, and the difference arising from borrowings related to the acquisition or construction of a fixed asset are treated according to the Principle of Capitalization of Borrowing Costs.

#### 5 現金等價物的確定標準

現金等價物是指本公司持有的期限短(一般是指從購買日起三個月內到期)、流動性強、易於轉換為已知金額現金、價值變動風險很小的投資。

#### 5 Cash equivalents

Cash equivalents are short-term (usually due within three months from the date of purchase), highly liquid investments that are readily convertible to known amounts of cash and subject to an insignificant risk of changes in value.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
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### 三. 主要會計政策和會計估計 (續)

#### 6 短期投資核算方法

- 6.1 短期投資計價方法：短期投資在取得時按投資成本計量，其中，以現金購入的短期投資，按實際支付的全部價款扣除已宣告但尚未領取的現金股利或債券利息作為投資成本；投資者投入的短期投資，按投資各方確認的價值作為投資成本。
- 6.2 短期投資收益確認方法：短期投資持有期間所收到的股利、利息等收益，不確認為投資收益，作為咗減投資成本處理。出售短期投資所獲得的價款，減去短期投資賬面價值以及尚未收到的已計入應收項目的股利、利息等後的餘額，作為投資收益或損失，計入當期損益。
- 6.3 短期投資跌價準備的確認標準和計提方法：本公司期末對短期投資按成本與市價孰低的原則計量，當期末短期投資成本高於市價時，計提短期投資跌價準備。具體計提時，一般按單項投資計提跌價準備。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 6 Short-term investments

- 6.1 Short-term investments are recorded at the cost of acquisition. The cost of a short-term investment acquired in cash is determined based on the total amount paid after deductions of cash dividends that are declared but not received or interest on bonds. The cost of a short-term investment made by investors is determined based on the amount as agreed by all the investors concerned.
- 6.2 Dividends and interests on short-term investments during the holding period are reported as reductions of the cost of investments when received, and not recognized as investment income. Proceeds from sale of short-term investments net of their carrying amount and dividends and interests accrued but not received are recorded as investment income or loss for the period.
- 6.3 Short-term investments are stated at the lower of cost or market value at the end of the accounting period. A provision for short-term investment impairment is made on any difference between the cost and lower market value at the end of the period usually on the item-by-item basis.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 三. 主要會計政策和會計估計 (續)

#### 7 應收賬款、其他應收款壞賬損失核算方法

7.1 壞賬的確認標準和核算方法：a.債務單位撤銷、破產、資不抵債、現金流量嚴重不足、發生嚴重自然災害等導致停產而在可預見的時間內無法償付債務等；b.債務單位逾期未履行償債義務超過3年；c.其他確鑿證據表明確實無法收回或收回的可能性不大。

7.2 壞賬準備的核算方法：本公司壞賬損失採用備抵法核算，期末按賬齡分析法計提壞賬準備，計入當期損益。

應收賬款壞賬準備計提比例一般為：

賬齡	比例
1年以內	0.5%
1-2年	20%
2-3年	60%
3年以上	100%

其他應收款一般採用與應收賬款一致的原則計提壞賬準備。對於特別款項，在對其收回可能性具體評估後計提壞賬準備。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 7 Bad Debts Provision

7.1 The accounts receivable are recognized as bad debts when: (a) the debtor is dissolved or declared bankruptcy or becomes insolvent or is badly in short of cash flows, or it ceases production due to the occurrence of a severe natural disaster and therefore cannot repay its debt in the foreseeable future; (b) the debtor has not serviced its debts due for over 3 years; and (c) there is other absolute proof that the debts cannot be recovered or are least likely to be recovered.

7.2 Bad debt losses are accounted for using the allowance method. Provision for doubtful accounts is made on the aging basis at the end of the period, and reported in the income statement of the period.

Provision for bad debts losses are made as follows:

Aging	Bad debts percentage
Less than 1 year	0.5%
1 to 2 years	20%
2 to 3 years	60%
Over 3 years	100%

Provision for bad debts losses of other receivables is made in the same way as for accounts receivables. Provision for special receivables is made after assessing their collectability.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 三. 主要會計政策和會計估計 (續)

#### 7 應收賬款、其他應收款壞賬損失核算方法 (續)

##### 7.2 (續)

應收款項中與關聯公司的往來一般不計提壞賬準備。對於有確鑿證據表明確實無法收回的應收款項，經本公司董事會或股東大會批准後列作壞賬損失，沖銷提取的壞賬準備。

#### 8 存貨

存貨主要包括原材料、在產品、產成品、庫存商品、低值易耗品和包裝物等。

8.1 存貨取得的計價方法：購入原材料以買價加運輸、裝卸、保險等費用作為實際成本；自製半成品和產成品以製造和生產過程中發生的各項實際支出作為實際成本。

8.2 存貨發出的計價方法：領用和銷售原材料、自製半成品和產成品採用加權平均法核算。

8.3 低值易耗品及包裝物在領用時一次攤銷計入成本。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 7 Bad Debts Provision (continued)

##### 7.2 (continued)

Accounts receivables from related parties are always not made for any provision. Accounts receivables that cannot be recovered has been written off as bad debt losses after approval by the board of directors or shareholders in general meeting, and reported as reductions of provision for doubtful accounts.

#### 8 Inventories

Inventories mainly include raw materials, work-in-process, finished products, goods in stock, low-value consumables and packaging materials.

8.1 Raw materials are stated at the cost of purchase price plus freight, loading and unloading charges, and insurance premiums. The cost of self-made semi-products and finished products include various expenditures actually incurred during production.

8.2 The valuation of raw materials, self-made semi-products and finished products is made on a weighted-average basis when they are shipped and sold.

8.3 Low-value-consumables and packaging materials are expensed as incurred.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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### 三. 主要會計政策和會計估計 (續)

#### 8 存貨 (續)

8.4 期末存貨計價原則及存貨跌價準備確認標準和計提方法：期末存貨按成本與可變現淨值孰低原則計價；期末在對存貨進行全面盤點的基礎上，對於存貨因遭受毀損、全部或部分陳舊過時或銷售價格低於成本等原因，預計其成本不可收回的部分，提取存貨跌價準備。存貨跌價準備按單個存貨項目的成本高於其可變現淨值的差額提取，可變現淨值按估計售價減去至完工估計將要發生的成本、估計銷售費用和稅金後確定。

#### 9 長期投資核算方法

長期投資包括長期股權投資和長期債權投資等。

##### 9.1 長期股權投資

9.1.1 長期股權投資的計價及收益確認方法：長期股權投資在取得時按實際支付的價款或確定的價值作為初始成本。本公司對投資額佔被投資企業有表決權資本總額20%以下，或雖佔20%或20%以上但不具有重大影響的股權投資，採用成本法核算；對投資額佔被投資企業有表決權資本總額20%或20%以上，或雖不足20%但具有重大影響的股權投資，採用權益法核算。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 8 Inventories (continued)

8.4 Inventories are stated at the lower of cost or market value at the end of the period. When the cost of inventories is higher than their recoverable amount because they are damaged, completely or partially obsolescent, or with a selling price lower than the cost, a provision for inventory write-down is made after a thorough examination of inventories at the end of the period. The provision is made on the difference between the cost of inventory items and their lower net realizable value on an item-by-item basis. Net realizable value refers to the amount of an estimated selling price less the estimated costs of completion and estimated selling expenses and taxes.

#### 9 Long-term investments

Long-term investments include long-term equity investments and long-term debt investments.

##### 9.1 Long-term equity investments

9.1.1 The initial cost of long-term equity investments is the total amount paid or determined on acquisition. The Company applies the cost method for long-term investments when it holds less than 20% of the voting capital of the investee, or it holds 20% or more but does not have significant influence over the investee. The equity method applies when the Company holds 20% or more of the voting capital of the investee, or it holds less than 20% but exercises significant influence over the investee.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 三. 主要會計政策和會計估計 (續)

#### 9 長期投資核算方法 (續)

##### 9.1 長期股權投資 (續)

9.1.2 長期股權投資差額的核算方法：初始投資成本與投資時應享有被投資企業所有者權益份額之間的差額，作為股權投資差額，分別情況進行會計處理：初始投資成本大於應享有被投資單位所有者權益份額的差額，按一定的期限攤銷計入損益。合同規定了投資期限的，按投資期限平均攤銷；合同沒有規定投資期限的，股權投資差額按不超過10年平均攤銷。初始投資成本小於應享有被投資單位所有者權益份額的差額，計入資本公積。

##### 9.2 長期債權投資

9.2.1 長期債權投資的計價和收益確認方法：長期債權投資按取得時的實際成本作為初始投資成本，以支付現金取得的長期債券投資，按實際支付的全部價款減去尚未領取的債券利息，作為初始投資成本。長期債權投資按權責發生制原則按期計提應計利息，計入投資收益。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 9 Long-term investments (continued)

##### 9.1 Long-term equity investments (continued)

9.1.2 The difference between the initial investment cost and the Company's share of shareholder's equity of the investee is treated as excess cost over book value acquired, and accounted for as follows: If the initial investment cost is greater than the Company's share of the shareholder's equity of the investee, the difference is amortized and reported in the income statement over a defined period. If the investment period is specified in the contract, the difference is amortized evenly over the period. If the investment period is not specified in the contract, the difference is amortized evenly over a period of no more than 10 years. If the initial investment cost is less than the Company's share of the shareholder's equity of the investee, the difference is recognized in the capital reserve account.

##### 9.2 Long-term debt investments

9.2.1 The initial cost of long-term debt investment is the total amount paid on acquisition. The initial cost of long-term debt investment acquired in cash is the total amount paid less interest on bonds accrued yet not received. Interest on bonds is accrued and included in investment income on the accrual basis.



# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 三. 主要會計政策和會計估計 (續)

#### 9 長期投資核算方法 (續)

##### 9.2 長期債權投資 (續)

9.2.2 債券投資溢價和折價的攤銷方法：本公司將債券投資初始投資成本減去相關費用及已到付息期但尚未領取的債券利息和未到期的債券利息後，與債券面值之間的差額，作為債券溢價或折價，在債券存續期內於確認相關利息收入時，按直線法分期攤銷。

9.3 長期投資減值準備的確認標準和計提方法：本公司期末對由於市價持續下跌或被投資企業經營狀況惡化等原因導致其可收回金額低於賬面價值，並且這種降低的價值在可預計的未來期間內難以恢復，該可收回金額低於長期投資賬面價值的差額，計入長期投資減值準備。

#### 10 固定資產和在建工程核算方法

##### 10.1 固定資產

10.1.1 固定資產的分類和確認標準：固定資產包括房屋建築物、機器設備和運輸設備等。固定資產是指使用期限在一年以上的房屋、建築物和其他主要生產經營設備，以及單位價值在2,000元以上並且使用期限超過兩年的非主要生產經營設備。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 9 Long-term investments (continued)

##### 9.2 Long-term debt investments (continued)

9.2.2 The difference between 1) the initial cost of a long-term bond investment less related expenses and interest due but not received and interest accrued yet not due, and 2) the face amount of bonds is treated by the Company as premium or discount on the bond investment. The premium or discount is amortized on a straight-line basis over the period in which the investment is held when interest revenue is recognized.

9.3 If the recoverable amount of the investment is lower than its carrying amount as a result of a continuing decline in market value or changes in operating conditions of the investee and is irrecoverable in the foreseeable future, the Company provides for the impairment of long-term investments for the difference between the recoverable amount and the carrying amount of the investment.

#### 10 Fixed assets and construction-in-progress

##### 10.1 Fixed assets

10.1.1 Fixed assets include buildings, machinery equipment, and transportation equipment. Fixed assets are assets with a useful life over one year, such as buildings and other major equipment used in production, and those that are not major equipment used in production but with a unit value over RMB2,000 and useful live over 2 years.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 三. 主要會計政策和會計估計 (續)

#### 10 固定資產和在建工程核算 方法 (續)

##### 10.1 固定資產 (續)

10.1.2 固產資產的計價：固定資產按其成本作為入賬價值，其中，外購的固定資產的成本包括買價、增值稅、進口關稅等相關稅費，以及為使固定資產達到預定可使用狀態前所發生的可直接歸屬於該資產的其他支出。投資者投入的固定資產，按投資各方確認的價值作為入賬價值。

10.1.3 固定資產折舊方法：除已提足折舊仍繼續使用的固定資產，本公司對所有固定資產計提折舊。計提折舊時採用平均年限法計算，預計淨殘值率為5%，固定資產分類折舊年限、折舊率如下：

類別 Items	折舊年限 Useful lives	年折舊率 Annual Depreciation rate
房屋建築物 Buildings & constructions	20年 20 Years	4.75%
機器設備 Machinery & equipment	10年 10 Years	9.5%
電子儀器 Electronic apparatus	5年 5 Years	19%
辦公設備及運輸工具 Office equipment and vehicles	5年 5 Years	19%

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 10 Fixed assets and construction-in-progress (continued)

##### 10.1 Fixed assets (continued)

10.1.2 Fixed assets are recorded at the cost of acquisition. The cost of fixed assets purchased includes the purchasing price, VAT, import duty, and other expenditures necessary to bring the fixed assets into their usable conditions. Fixed assets invested by investors are recorded at an amount as agreed upon by all the investors concerned.

10.1.3 Fixed assets (excluding those fully depreciated yet still used in operation) are depreciated on a straight-line basis with the estimated net residual value at 5%. The life and rate of depreciation for different classes of fixed assets are as follows:

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 三. 主要會計政策和會計估計 (續)

#### 10 固定資產和在建工程核算 方法 (續)

##### 10.1 固定資產 (續)

10.1.4 本公司對於實質上已發生了減值(如功能過剩、開工長期不足、重置價值大幅度下降、固定資產收益率遠低於正常的資金收益率等)的固定資產,按該資產可變現值低於賬面淨值的差額計提減值準備,對於存在下列情況之一的固定資產,應當計提減值準備:

- 1) 固定資產市價大幅度下跌,其跌幅大大高於因時間推移或正常使用而預計的下跌,並且預計在近期內不可能恢復;
- 2) 固定資產陳舊過時或發生實體損壞等;
- 3) 固定資產預計使用方式發生重大不利變化,如計劃終止或重組該資產所屬的經營業務、提前處置資產等情形,從而對本公司產生負面影響的;
- 4) 所處經營環境,如技術、市場、經濟或法律環境,或者產品營銷市場在當期發生或在近期發生重大變化,並對本公司產生負面影響的;

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 10 Fixed assets and construction-in-progress (continued)

##### 10.1 Fixed assets (continued)

10.1.4 The Company provides for impairment of the fixed assets that are actually impaired (e.g., because of excessive capacity, longtime inefficient utilization, significantly decrease in replacement value, return on fixed assets much lower than the normal return of funds), based on the excess of the carrying amount of the assets over their realizable value. Provision for impairment of fixed assets is made in the following events:

- 1) The market value of fixed assets has declined significantly more than expected as a result of the passage of time or normal use and the declined value is not expected to be recovered in the near future;
- 2) Fixed assets have become obsolete or physically damaged;
- 3) Significant adverse changes in the expected utilization of fixed assets with a negative effect on the Company, including the Company's plans to discontinue or restructure the operation to which the fixed assets belong, or to dispose of the fixed assets before the originally expected dates;
- 4) Significant changes with an adverse effect on the Company have taken place or will take place in the near future in the technological, market, economic or legal environments in which the Company operates, or in the market to which the products are dedicated;

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 三. 主要會計政策和會計估計 (續)

#### 10 固定資產和在建工程核算 方法 (續)

##### 10.1 固定資產 (續)

##### 10.1.4 (續)

5) 同期市場利率等大幅度提高，進而很可能影響計算固定資產可收回金額的折現率，並導致固定資產可收回金額大幅度降低的；

6) 其他有可能表明資產已發生減值的情況等。

##### 10.2 在建工程

10.2.1 在建工程的計價：本公司按實際發生的支出確定工程成本。自營工程按直接材料、直接工資、直接施工費等計量；出包工程按應支付的工程價款等計量；設備安裝工程按所安裝設備的價值、安裝費用、工程試運轉等所發生的支出等確定工程成本。

10.2.2 在建工程結轉固定資產的時點：本公司建造的固定資產在達到預定可使用狀態之日起，根據工程預算、造價或工程實際成本等，按估計的價值結轉固定資產，次月起開始計提折舊。待辦理了竣工決算手續後再作調整。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 10 Fixed assets and construction-in-progress (continued)

##### 10.1 Fixed assets (continued)

##### 10.1.4 (continued)

5) Market interest rates have increased significantly in the period and the increases are likely to affect the discount rate used in calculating the assets' recoverable amount and therefore decrease the fixed assets' recoverable amount to a material extent; and

6) Other situations that indicate the impairment of fixed assets.

##### 10.2 Construction in progress

10.2.1 The cost of construction-in-progress is determined according to expenditures actually incurred. The cost of construction work undertaken by the Company itself is determined according to direct materials cost, direct labor cost, and direct construction expenses; the cost of construction work undertaken by a third party is determined according to amount paid to the contractor; and the cost of equipment installation construction is determined according to the cost of equipment, installation charges and test run expenses.

10.2.2 Construction in progress is transferred to fixed assets at the date of reaching its usable conditions at an estimated amount based on the budget price, the amount paid to the contractor or actual cost of construction. The asset will be depreciated from the second month after it is put into use. The estimated value of the asset and its accumulated depreciation is adjusted after going through the procedures for the final accounts of project completion.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 三. 主要會計政策和會計估計 (續)

#### 10 固定資產和在建工程核算 方法 (續)

##### 10.2 在建工程 (續)

10.2.3 工程減值準備的確認標準和計提方法：本公司於每年年度終了，對在建工程進行全面檢查，當存在下列一項或若干項情況時，按該項工程可收回金額低於其賬面價值的差額計提減值準備，計提時按工程項目分別計提。

- 1) 長期停建並且預計在未來3年內不會重新開工的在建工程；
- 2) 所建項目無論在性能上，還是在技術上已經落後，並且給本公司帶來的經濟利益具有很大的不確定性；
- 3) 其他足以證明在建工程已經發生減值的情形等。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 10 Fixed assets and construction-in-progress (continued)

##### 10.2 Construction in progress (continued)

10.2.3 The Company conducts a thorough inspection of construction-in-progress at the year-end and makes a provision for impairment on any excess of the carrying amount of construction-in-progress over its recoverable amount on the item-by-item basis on occurrence of one or several of the following situations:

- 1) Construction-in-progress suspended for quite a long time and not to be resumed within 3 years;
- 2) Construction-in-progress is obsolete in terms of function and technology, and there is great uncertainty of bringing economic benefits to the Company; and
- 3) Other situations indicating the impairment of construction-in-progress.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 三. 主要會計政策和會計估計 (續)

#### 11 借款費用的會計處理方法

11.1 借款費用資本化的確認原則：借款費用包括因借款而發生的利息、折價或溢價的攤銷和輔助費用，以及因外幣借款而發生的匯兌差額。除為購建固定資產的專門借款所發生的借款費用外，其他借款費用均於發生當期計入當期財務費用。當以下三個條件同時具備時，為購建固定資產而借入的專門借款所發生的借款費用開始資本化：

- 1) 資產支出已經發生；
- 2) 借款費用已經發生；
- 3) 為使資產達到預定可使用狀態所必要的購建活動已經開始。

11.2 借款費用資本化的期間：為購建固定資產所發生的借款費用，滿足上述資本化條件的，在該固定資產達到預定可使用狀態前所發生的，計入所購建固定資產成本，在達到預定可使用狀態後所發生的，於發生當期直接計入財務費用。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 11 Borrowing costs

11.1 Borrowing costs include interests incurred by the Company in connection with the borrowings, amortization of premium or discount -plus auxiliary expenses, and foreign exchange translation differences from foreign currency borrowings. Other borrowing costs, except for special borrowing costs incurred for the acquisition or construction of a fixed asset, is charged directly as financial expenses in the period incurred. Special borrowing costs incurred for acquisition or constructions of fixed asset are capitalized when the following three conditions are fully satisfied:

- 1) Expenditures for the asset are being incurred;
- 2) Borrowing costs are being incurred; and
- 3) Acquisition and construction that are necessary to enable the asset reach its expected usable condition have commenced.

11.2 The borrowing cost incurred for an asset acquired or constructed in compliance with the above conditions is capitalized before the asset has reached its expected usable condition and is charged as financial expenses after the asset has reached its expected usable condition.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 三. 主要會計政策和會計估計 (續)

#### 12 無形資產計價及攤銷方法

12.1 無形資產的計價方法：無形資產在取得時，按實際成本計量。購入的無形資產，按實際支付的價款作為實際成本；投資者投入的無形資產，按投資各方確認的價值作為實際成本；自行開發並按法律程序申請取得的無形資產，按依法取得時發生的註冊費、聘請律師費等費用作為無形資產的實際成本，在研究與開發過程中發生的材料、工資及其他費用直接計入當期損益。

12.2 無形資產攤銷方法和期限：無形資產自取得當月起按預計使用年限、合同規定的受益年限和法律規定的有效年限三者中最短者分期平均攤銷，計入當期損益。合同、法律均未規定年限的，攤銷年限不超過10年。本公司的無形資產分為土地使用權、專利權、非專利技術、商標權等，其中土地使用權按受益年限50年攤銷，軟件使用權按預計受益年限5年攤銷。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 12 Valuation and amortization of intangible assets

12.1 Intangible assets are recorded at the actual cost of acquisition. Intangible assets purchased are recorded at the amount actually paid; intangible assets contributed by an investor are recorded at an amount agreed by all the investors; and intangible assets developed by the Company itself with the legal title obtained (i.e., patent) are recorded at the amount of registration fees and legal fees incurred at the time of acquisition. Expenses incurred during the process of research and development such as materials, labor and others are expensed as incurred in the relevant period.

12.2 The cost of intangible assets of the Company is amortized evenly over the amortization period not longer than the shortest of the expected useful life, the beneficial period as specified in the contract or the useful life specified in the law, and is charged as gains or losses of the period. Intangible assets are amortized from the month of acquisition. The amortization period shall not exceed 10 years given the lack of any specification in the contract or law. The Company's intangible assets include land use rights, patents, non-proprietary technologies, and trademarks etc. The land use right is amortized over a period of 50 years, and the software use right is amortized over a beneficial period of 5 years.

### 三. 主要會計政策和會計估計 (續)

#### 12 無形資產計價及攤銷方法 (續)

12.3 無形資產減值準備的確認標準和計提方法：本公司期末對存在下列一項或若干項情況的無形資產，按其預計可收回金額低於賬面價值的差額計提無形資產減值準備：

- 1) 已被其他新技術所代替，使其為本公司創造經濟利益的能力受到重大不利影響；
- 2) 市價在當期大幅下跌，在剩餘攤銷年限內預期不會恢復；
- 3) 已超過法律保護期限，但仍然具有部分使用價值；
- 4) 其他足以證明實際上已經發生減值的情形等。

#### 13 收入的確認

本公司的營業收入主要為銷售商品收入，其收入確認原則系以產品所有權上的主要風險和報酬已經轉移給購貨方，本公司不再對該產品實施繼續管理權和控制權，相關的收入已經收到或取得了收款的證據，與產品相關的成本能夠可靠的計量為標誌確認收入的實現。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 12 Valuation and amortization of intangible assets (continued)

12.3 The Company provides for impairment of intangible assets impairment for the excess of the carrying amount of the asset over its recoverable amount on occurrence of one or several of the following circumstances:

- 1) An intangible asset has been replaced by a new technology and its ability to bring economic benefits to the Company has been adversely affected;
- 2) The drastic decline in the market value of an intangible asset occurred during the period is not likely to be recovered during the remaining amortization period;
- 3) An intangible asset whose legal protection period expires but can still be used to a certain extent; and
- 4) Other circumstances indicating the impairment of intangible asset.

#### 13 Revenue Recognition

The Company's operating revenues are mainly revenues from sale of goods. Revenues are recognized when the Company 1) has transferred to the buyer the substantial risks and rewards of ownership of the goods, 2) neither retains continuing managerial involvement nor exercises control over the goods sold, 3) has received or obtained the evidence of payment, and 4) the relevant costs can be measured reliably.



# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 三. 主要會計政策和會計估計 (續)

#### 14 所得稅的會計處理方法

本公司所得稅採用應付稅款法核算。

### 四. 稅項

本公司適用的主要稅種及稅率如下：

#### 1 所得稅

本公司註冊地在淄博市高新技術產業開發區化工區，根據國家稅務總局[1994]國稅發151號《關於高新技術企業如何適用稅收優惠政策問題的通知》，從2002年起執行所得稅稅率15%的政策，並獲得當地稅務部門批復；從2004年起，本公司位於開發區內的經營所得適用稅率為15%，開發區外的經營所得適用稅率為33%，並已在當地稅務部門備案。

本公司的控股子公司所得稅適用稅率均為33%。

#### 2 增值稅

本公司商品銷售收入適用增值稅，其中：內銷商品銷項稅率為17%、13%，外銷商品增值稅執行免抵退政策。

購買原材料等所支付的增值稅進項稅額可以抵扣銷項稅，稅率一般為17%。

增值稅應納稅額為當期銷項稅抵減當期進項稅後的餘額。

### 3 Significant Accounting Policies and Accounting Estimates (continued)

#### 14 Accounting for Income Tax

The Company applies the taxes payable method in accounting for income tax.

### 4 Taxes

Major taxes and tax rates applicable to the Company are as follows:

#### 1 Income tax

According to the document (State Revenue Issue [1994] No. 151 "The Notice of Applying favorable tax policies for the new and high technology companies") issued by State Bureau of Revenue, the Company is subject to an income tax rate of 15% starting from 2002 because its place of registration is the chemical zone in Zibo Municipal New and High Technology Industrial Development Zone, Shandong Province, and approved by the local department of revenue. The Company is subject to 15% income tax for operating income generated from the development zone and 33% income tax for operating income generated outside the development zone from 2004, and has put on records in the local department of revenue.

The other subsidiaries of the Company are subject to 33% income tax.

#### 2 Value added tax

The Company is subject to value added tax for its sales revenues at a VAT rate of 17% or 13% for domestic sales and 0% for export sales.

In purchasing raw materials, the input VAT is deductible against output VAT at the rate of 17%.

The VAT payable for the period is the amount of output VAT less input VAT.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 四. 稅項 (續)

#### 3 營業稅

本公司營業稅以設計費收入為計稅依據，適用稅率為5%。

#### 4 城建稅及教育費附加

本公司城建稅、教育費附加和地方教育費附加均以應納增值稅、營業稅額為計稅依據，適用稅率分別為7%、3%和1%。

#### 5 房產稅

本公司自用房產以房產原值的70%為計稅依據，適用稅率為1.2%。出租房產以租金收入為計稅依據，適用稅率為12%。

### 4 Taxes (continued)

#### 3 Business tax

Business tax is based on the design revenue, at a rate of 5%.

#### 4 Urban maintenance & construction tax and educational surcharges

Urban maintenance & construction tax and educational surcharges are based on the sum of VAT payable and sales tax payable, at the rates of 7%, 3% and 1% respectively.

#### 5 Property tax

Property tax is levied based on 70% of the original cost of the building property of the Company at a rate of 1.2%. The Company is subject to a 12% tax rate for rental income from leasing its building property.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 五. 控股子公司及合營公司、 聯營公司

### 5 Majority-Owned Subsidiaries, Joint company and Associates

1 截至2006年12月31日，本公司的控股子公司及合營公司、聯營公司情況如下：

1 As of December 31, 2006, the detailed list of the majority-owned subsidiaries and associates of the Company is as follows:

公司名稱 Company name	註冊資本 Registered capital	投資金額 Amount	持股比例 Ratio	主營業務 Principal operations	是否合併 Consolidated or not
淄博新華大藥店連鎖有限公司 Zibo Xinhua Drug Store Chain Company Limited	200萬元人民幣 RMB2,000,000	176萬元人民幣 RMB1,760,000	88%	藥品零售 Retail of pharmaceuticals	是 Y
淄博新華三和化工有限公司 Zibo Xinhua-Sanhe Chemical & Industrial Company Limited	50萬美元 USD500,000	35萬美元 USD350,000	70%	醫藥中間體等化工產品的 研發、生產和銷售 Research, production & sale of pharmaceuticals & Chemicals	是 Y
淄博新華醫藥設計院有限公司 Zibo Xinhua Pharmaceutical Design Institute	200萬元人民幣 RMB2,000,000	180萬元人民幣 RMB1,800,000	90%	醫藥工程設計 Pharmaceuticals project design	是 Y
東營新華大藥店有限公司 Dongying Xinhua Pharm. Company Limited	90萬元人民幣 RMB900,000	47.70萬元人民幣 RMB477,000	46.64%	藥品零售 Pharmaceutical retail	是 Y
山東新華製藥(歐洲)有限公司 Shandong Xinhua Pharmaceutical (European) GmbH	65萬歐元 EUR650,000	50萬歐元 EUR500,000	76.90%	經營醫藥原料及中間體 Pharmaceutical retail	是 Y
淄博新華一百利高製藥有限責任公司 Sino-USA Zibo Xinhua-Perrigo Pharmaceutical Company Limited	600萬美元 USD6,000,000	300萬美元 USD3,000,000	50%	生產、銷售布洛芬原料藥 Producing & sales of Ibuprofen materials	否 N
山東新華醫藥貿易有限公司 Shandong Xinhua Pharmaceutical Trade Company Limited	4,849.89萬元人民幣 RMB48,498,900	4,752.89萬元人民幣 RMB47,528,900	99.76%	藥品銷售 Drug sales	是 Y
淄博新華中西製藥有限責任公司 Zibo Xinhua-Eastwest Pharm. Company Limited	150萬美元 USD1,500,000	112.5萬美元 USD1,125,000	75%	生產、銷售聚卡波非鈣原料藥 Producing & sales of Calcium Polycarbophil materials	是 Y
山東新華製藥進出口有限責任公司 Shandong Xinhua Pharmaceutical Export & Import Company Limited	300萬元人民幣 RMB3,000,000	300萬元人民幣 RMB3,000,000	99.52%	從事貨物、技術進出口和開展 對銷貿易、轉口貿易 Exporting & Importing of goods and technology, entrepot & counter trade	是 Y
山東新華隆信化工有限公司 Shandong Xinhua Longxin Chemical & Industrial Company Limited	2,500萬元人民幣 RMB25,000,000	1,000萬元人民幣 RMB10,000,000	40%	生產、銷售水楊酸系列產品 (不含危險、易製毒化學品) Production and sales of Salicylic acid series (excluded dangerous and poisonous chemical)	否 N
山東大地新華化學有限公司 Shandong Dadi Xinhua Chemical & Industrial Company Limited	2,600萬元人民幣 RMB26,000,000	1,274萬元人民幣 RMB12,740,000	49%	生產、銷售化工產品(不含危險化學品) Production and sales of chemical products (excluded dangerous chemical)	否 N
山東新華長星化工設備有限公司 Shandong Xinhua Changxing Chemical Equipment Company Limited	2,200萬元人民幣 RMB22,000,000	770萬元人民幣 RMB7,700,000	35%	生產銷售化工設備及配件 Production and sales of chemical facilities and fittings	否 N

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 五. 控股子公司及合營公司、 聯營公司 (續)

1 (續)

- 1) 淄博新華大藥店連鎖有限公司(原名「淄博新華大藥店有限公司」,2003年12月變更為現名,以下簡稱「淄博大藥店」)成立於1999年7月,由本公司和山東新華醫藥集團有限責任公司共同出資組建,原註冊資本為人民幣100萬元,2002年9月公司註冊資本變更為200萬元人民幣,出資各方股權比例分別為88%和12%。
- 2) 淄博新華-三和化工有限公司(以下簡稱「三和化工」)成立於2002年10月,由本公司與日本共和藥品株式會社、北京三田化工技術開發有限公司共同出資組建,註冊資本為50萬美元,出資各方股權比例分別為70%、25%、5%。2005年12月,北京三田化工技術開發有限公司將其持有的三和化工的全部股權轉讓給日本共和藥品株式會社。

### 5 Majority-Owned Subsidiaries, Joint company and Associates (continued)

1 (continued)

- 1) Zibo Xinhua Drug Store Chain Company Limited (the name was changed from Zibo Xinhua Drug Store Company Limited in December 2003, hereafter referred to as the “Zibo Drug Store”) was incorporated in July, 1999 with the registered capital contributed by the Company and Xinhua Pharmaceutical Group Company Limited, which hold 88% and 12% of the equity interests, respectively. The original registered capital was RMB1,000,000 and it was increased to RMB2,000,000 in September 2002.
- 2) With a registered capital of USD500,000, Zibo Xinhua-Sanhe Chemical & Industrial Company Limited (hereinafter referred to as the “Sanhe Chemical”) was formed in October 2002 by the Company, Nippon Gonghe Pharmaceutical Company Limited and Beijing Santian Chemical Tech. Company Limited, which hold 70%, 25% and 5% of equity interests, respectively. In December 2005, Beijing Santian Chemical Tech. Company Limited transferred all the equities to Nippon Gonghe Pharmaceutical Company Limited and the equity structure thus has changed as: the Company and Nippon Gonghe Pharmaceutical Company Limited hold 70% and 30% of equity interests, respectively.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 五. 控股子公司及合營公司、 聯營公司 (續)

1 (續)

- 3) 淄博新華醫藥設計院有限公司(以下簡稱「新華設計院」)成立於2002年3月,由本公司和山東新華醫藥集團有限責任公司共同出資組建,註冊資本為200萬元人民幣,出資各方股權比例分別為90%和10%。
- 4) 東營新華大藥店有限公司(以下簡稱「東營大藥店」)成立於2002年3月,由本公司的控股子公司淄博新華大藥店連鎖有限公司和東營市藍鯨科技開發有限責任公司共同出資組建,註冊資本為90萬元人民幣,出資各方股權比例分別為53%和47%。
- 5) 山東新華製藥(歐洲)有限公司(以下簡稱「新華歐洲公司」)成立於2003年11月25日,由本公司和德意志聯邦共和國LIPENG先生共同出資組建,註冊資本100萬歐元,出資各方股權比例分別為70%和30%。該公司註冊地址為德國漢堡市,記賬本位幣為歐元。根據該公司2006年7月董事會決議,註冊資本變更為65萬歐元,出資各方股權比例變更為76.90%和23.10%。

### 5 Majority-Owned Subsidiaries, Joint company and Associates (continued)

1 (continued)

- 3) With a registered capital of RMB2,000,000, Zibo Xinhua Pharmaceutical Design Institute (hereinafter referred to as the "Design Institute") was formed in March 2002 by the Company and Xinhua Pharmaceutical Group Company Limited, which hold 90% and 10% of the registered capital, respectively.
- 4) With a registered capital of RMB900,000, Dongying Xinhua Pharmaceutical Company Limited (hereinafter referred to as the "Dongying Pharmaceutical") was formed in March 2002 by Zibo Xinhua Drug Store Chain Company Limited (a majority-owned subsidiary of the Company) and Dongying Lanjing Tech. Company Limited, which hold 53% and 47% of equity interests respectively.
- 5) Shandong Xinhua Pharmaceutical (European) GmbH (hereinafter referred to as the "Xinhua European") was established on 25 November 2003. It was jointly invested by the Company and Mr. LI PENG from Germany. The registered capital was 1 million Euros. The Company holds 70% of equity interests, while Mr. LI PENG owns 30%. This company was incorporated in Hamburg, Germany. This company's reporting currency is Euro. In July 2006, the registered capital of the Company was changed to EUR650,000 according to the resolution of the Board of Directors' meeting, and the share of equity interest held by the Company and Mr. LI PENG was changed to 76.90% and 23.10% respectively.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB'000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 五. 控股子公司及合營公司、 聯營公司 (續)

1 (續)

- 6) 淄博新華-百利高製藥有限責任公司(以下簡稱「新華-百利高」)成立於2003年9月11日,由本公司和美國百利高國際公司共同出資組建,註冊資本600萬美元,該公司系合營企業,出資雙方股權比例均為50%。
- 7) 山東新華醫藥貿易有限公司成立於2004年8月30日,由本公司及控股子公司淄博大藥店共同出資組建,原註冊資本人民幣500萬元,出資各方股權比例分別為98%和2%。2005年3月該公司註冊資本新增4,349.89萬元,其中本公司以實物方式增加出資4,262.89萬元,淄博大藥店以現金方式增加出資87.00萬元,變更後各方股權比例不變。

### 5 Majority-Owned Subsidiaries, Joint company and Associates (continued)

1 (continued)

- 6) Sino-USA Zibo Xinhua-Perrigo Pharmaceutical Company Limited (hereinafter referred to as the "Xinhua-Perrigo") was established by the Company and Perrigo International Inc. on 11 September 2003, a foreign invested joint company. With a registered capital of USD6 million, each party holds 50% of equity interests.
- 7) With a registered capital of RMB5 million, Shandong Xinhua Pharmaceutical Trade Company Limited was established on 30 August 2004 by the Company and Zibo Xinhua Drug Store Chain Company Limited (a majority-owned subsidiary of the Company), which hold 98% and 2% of the registered capital, respectively. In March 2005, the registered capital increased by RMB43,498,900, among which, RMB42,628,900 was contributed by the Company in tangible assets, and RMB870,000 was contributed by Zibo Xinhua Drug Store Chain Company Limited in cash. The share of equity interest held by each shareholder remains unchanged.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 五. 控股子公司及合營公司、 聯營公司 (續)

1 (續)

- 8) 淄博新華-中西製藥有限公司(以下簡稱為「中西製藥」)成立於2005年11月15日，由本公司與美國中西公司(Eastwest United Group, Inc.)共同組建，註冊資本150萬美元，出資各方股權比例分別為75%和25%。2006年6月26日，本公司和美國中西公司分別以現金112.5萬美元和37.5萬美元出資。截止2006年12月31日，該公司實收資本為150萬美元。該公司主要生產聚卡波非鈣原料藥。
- 9) 山東新華製藥進出口有限公司(以下簡稱「新華進出口」)成立於2006年5月15日，由山東新華醫藥貿易有限公司和淄博新華大藥店連鎖有限公司共同出資組建，註冊資本為300萬元人民幣，出資各方股權比例分別為98%和2%。主要從事貨物、技術進出口和開展對銷貿易、轉口貿易。

### 5 Majority-Owned Subsidiaries, Joint company and Associates (continued)

1 (continued)

- 8) With a registered capital of USD1.5 million, Zibo Xinhua-Eastwest Pharmaceutical Company Limited (hereafter referred to as "Xinhua-Eastwest") was established on 15 November 2005 by the Company and Eastwest United Group, Inc., which hold 75% and 25% of the equity interests respectively, the principle operation of Zibo Xinhua-Eastwest Pharmaceutical Company Limited is producing and sales of Calcium Polycarbophil materials. On 26 June 2006, the Company and Eastwest United Group, Inc. injected USD1.125 million and USD0.375 million in cash respectively.
- 9) With a registered capital of RMB3 million, Shandong Xinhua Pharmaceutical Export & Import Company Limited (hereafter referred to as "Xinhua Export& Import") was established on 15 May 2006 by Shandong Xinhua Pharmaceutical Trade Company Limited and Zibo Xinhua Drug Store Chain Company Limited, which hold 98% and 2% of the equity interests respectively, the principle operation of Xinhua Export & Import is exporting & importing of goods and technology, entrepot & counter trade.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 五. 控股子公司及合營公司、 聯營公司 (續)

1 (續)

- 10) 山東新華隆信化工有限公司(以下簡稱為「新華隆信」)成立於2005年6月17日,由本公司與山東隆信化工有限公司共同出資組建,註冊資本人民幣2,500萬元,本公司出資10,000千元,佔註冊資本的40%。新華隆信主要業務包括生產、銷售水楊酸系列產品(不含危險、易製毒化學品)。
- 11) 山東大地新華化學有限公司(以下簡稱為「大地新華」)成立於2006年9月12日,由本公司和山東大地鹽化集團有限公司共同組建,註冊資本人民幣2,600萬元,本公司出資1,274萬元,佔註冊資本的49%。大地新華主要業務包括:生產、銷售化工產品(不含危險化學品)。

### 5 Majority-Owned Subsidiaries, Joint company and Associates (continued)

1 (continued)

- 10) Shandong Xinhua Longxin Chemical & Industrial Company Limited (hereinafter referred to as the Xinhua Longxin) was established with the registered capital of RMB25,000,000 by the Company and Shandong Longxin Chemical & Industrial Company Limited on June 17, 2005. The Company contributes RMB10,000,000, accounting for 40% of the registered capital. The main business of Xinhua Longxin includes production and sale of Salicylic acid product series (excluded dangerous and poisonous chemical).
- 11) Shandong Dadi Xinhua Chemical & Industrial Company Limited (hereinafter referred to as the Dadi Xinhua) was established with the registered capital of RMB26,000,000 by the Company and Shandong Dadi Salt Chemical Group Company Limited on 12 September 2006. The Company contributes RMB12,740,000, accounting for 49% of the registered capital. The main business of Dadi Xinhua includes production and sale of chemical products (excluded dangerous and poisonous chemical).



# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 五. 控股子公司及合營公司、 聯營公司 (續)

1 (續)

12) 山東新華長星化工設備有限公司(以下簡稱「新華長星」)成立於2006年5月10日,由本公司與山東長星集團有限責任公司共同組建,註冊資本人民幣2,200萬元,本公司出資770萬元,佔註冊資本的35%。新華長星的主要業務包括:生產銷售化工設備及配件。

#### 2 合併會計報表範圍變化

與上年相比,本年度合併會計報表範圍新增中西製藥、新華進出口兩家公司。中西製藥2005年11月獲得外商投資企業營業執照,各股東出資於2006年6月份到位;新華製藥進出口有限責任公司成立於2006年5月15日,各股東首期出資人民幣66萬已到位。

### 六. 合併會計報表主要項目注 釋

#### 1 貨幣資金

		2006.12.31	2005.12.31
現金	Cash on hand	184	48
銀行存款	Cash in bank	132,950	280,414
其他貨幣資金	Other fund	29,401	82,729
合計	Total	<u>162,535</u>	<u>363,191</u>
其中: 現金及現金 等價物合計	Including: cash and cash equivalents	133,134	298,042

### 5 Majority-Owned Subsidiaries, Joint company and Associates (continued)

1 (continued)

12) Shandong Xinhua Changxing Chemical Equipment Company Limited (hereinafter referred to as the Xinhua Changxing) was established with the registered capital of RMB22,000,000 by the Company and Shandong Changxing Group Company Limited on 10 May 2006. The Company contributes RMB7,700,000, accounting for 35% of the registered capital. The main business of Xinhua Changxing includes production and sale of chemical facilities and fittings.

#### 2 Changes of scope of consolidation

The Company's consolidated financial statement includes Xinhua-Eastwest and Xinhua Export & Import, which were not included in last year's report. Xinhua-Eastwest obtained the foreign invested joint ventures' business license in November 2005 and the registered capital was contributed by the shareholders in June 2006. Xinhua Export & Import was established on 15 May 2006 and the first RMB660,000 has been contributed by the shareholders.

### 6 Notes to the Consolidated Account

#### 1 Cash & Cash Equivalents

		2006.12.31	2005.12.31
現金	Cash on hand	184	48
銀行存款	Cash in bank	132,950	280,414
其他貨幣資金	Other fund	29,401	82,729
合計	Total	<u>162,535</u>	<u>363,191</u>
其中: 現金及現金 等價物合計	Including: cash and cash equivalents	133,134	298,042

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 1 貨幣資金 (續)

- 1) 期末現金餘額中包括如下外幣現金：(1)美元14,657.64元；(2)港幣818.5元；(3)歐元2,449.21元；(4)日元5,591.0元。上述外幣現金均按照國家外管局公佈的2006年12月31日外匯匯率反映：美元匯率7.8087；港幣匯率1.00467；歐元匯率10.2665；日元匯率0.06563。
- 2) 期末銀行存款餘額中有美元活期存款美元4,909,157.46元、歐元活期存款歐元245,417.66元，已按上述匯率折合人民幣反映。
- 3) 期末銀行存款餘額中有10,000千元為可隨時支取的七天通知定期存款。
- 4) 期末其他貨幣資金餘額為銀行承兌匯票保證金存款。

#### 2 應收票據

銀行承兌匯票

應收票據的到期日為2007年1月至2007年6月期間，期末無抵押、貼現和逾期匯票。

#### 1 Cash & Cash Equivalents (continued)

- 1) The ending balance of cash on hand includes: (a) USD14,657.64; (b) HKD818.50; (c) EUD2,449.21 and (d) JPY5,591.00. The above foreign cash are translated into RMB at the rate of exchange quoted by the State Administration of Foreign Exchange on 31 December 2006, such as USD exchange rate is 7.8087; HKD exchange rate is 1.00467; EUD exchange rate is 10.2665 and JPY exchange rate is 0.06563.
- 2) The ending balance of cash in bank includes: (a) USD4,909,157.46 in current account; and (b) EUD245,417.66 in current account. The above foreign currency deposits are translated into RMB at the rate above.
- 3) The ending balance of cash in bank includes RMB10,000,000 as time deposit, which is seven-days notifying deposit and could be drawn at any time.
- 4) The ending balance of other fund is bank acceptance deposit.

#### 2 Notes Receivable

2006.12.31                      2005.12.31

Bank acceptance

19,431

38,056

The notes receivable will become due from January 2007 to June 2007. There is no bank acceptance pledged, discounted or overdue on 31 December 2006.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目註釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 3 應收賬款

#### 3 Accounts Receivable

		2006.12.31	比例% Ratio	壞賬準備 Bad debts provision	2005.12.31	比例% Ratio	壞賬準備 Bad debts provision
一年以內	Less than 1 year	221,870	78.70%	101	271,998	90.72%	1,222
一至二年	1 to 2 years	42,327	15.01%	2,744	14,843	4.95%	2,444
二至三年	2 to 3 years	15,930	5.65%	8,032	11,415	3.81%	5,560
三年以上	Over 3 years	1,814	0.64%	1,814	1,544	0.52%	1,544
合計	Total	<u>281,941</u>	<u>100.00%</u>	<u>12,691</u>	<u>299,800</u>	<u>100.00%</u>	<u>10,770</u>

1) 期末應收賬款餘額中欠款前五名單位的金額總計為106,628千元，佔應收賬款餘額比例為37.82%。

1) The ending balance of accounts receivable includes RMB106,628,000 due from the top five debtors, accounting for 37.82% of the total balance accounts receivable.

2) 期末應收款餘額中包括了應收山東新華工貿股份有限公司和山東淄博新達製藥有限公司等關聯方經營性往來項目，該等餘額未計提壞賬準備。

2) The ending balance of accounts receivable includes operational accounts receivable from related parties such as Shandong Xinhua Industry & Trade Company and Shandong Zibo Xin Cat Pharmaceutical Company Limited. No bad debts provision is made on these items.

3) 本年度按照公司壞賬核銷政策核銷了主要為三年以上的應收賬款10,210千元。

3) RMB10,210,000 of accounts receivable aged over 3 years is written off this year according to the Company's accounting policy.

4) 期末應收賬款餘額中無持有本公司5%及以上表決權股份的股東單位的欠款。

4) In the ending balance, there are no account receivables due from shareholders who hold 5% or more of the Company's voting capital.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 4 其他應收款

#### 4 Other Receivables

		2006.12.31	比例% Ratio	壞賬準備 Bad debts provision	2005.12.31	比例% Ratio	壞賬準備 Bad debts provision
一年以內	Less than 1 year	17,184	38.70%	10	49,134	77.28%	32
一至二年	1 to 2 years	16,671	37.55%	166	3,791	5.96%	308
二至三年	2 to 3 years	2,306	5.19%	533	2,439	3.84%	132
三年以上	Over 3 years	8,239	18.56%	2,067	8,212	12.92%	2,051
合計	Total	<u>44,400</u>	<u>100.00%</u>	<u>2,776</u>	<u>63,576</u>	<u>100.00%</u>	<u>2,523</u>

1) 期末其他應收款餘額較上年減少較大，主要是由於本公司收回山東寶源投資有限公司的土地轉讓款及關聯公司欠款所致。

1) The ending balance of other receivables has decreased significantly from that of last year, mainly because the Company recovered the account receivable for transferring of land use right from Shandong Baoyuan Investment Limited Company and account receivables from related parties.

2) 期末其他應收款餘額中欠款前五名單位金額總計為29,190千元，佔其他應收款餘額比例為65.74%。

2) The balance of other receivables due from the top five debtors is RMB29,190,000, accounting for 65.74% of the total balance of other receivables.

3) 期末其他應收款餘額中包括了應收個人所得稅返還、應收定期存款利息、應收山東寶源投資有限公司欠款、應收淄博高新區管委會等項目，該等餘額未計提壞賬準備。

3) The ending balance of other receivables includes income tax refund receivable, interest receivable of time deposits, account receivables from Shandong Baoyuan Investment Limited Company and the Management Committee of Zibo New and High Technology Industrial Development Zone and etc. No bad debts provision is made on these items.

4) 本年度按照本公司的壞賬核銷政策核銷3年以上其他應收款2,306千元。

4) RMB2,306,000 of other receivables aged over 3 years is written off this year according to the Company's accounting policy.

5) 期末其他應收款餘額中無持有本公司5%及以上表決權股份的股東單位的欠款。

5) In the ending balance, there are no other receivables due from shareholders who hold 5% or more of the Company's voting capital.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目註釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 5 預付賬款

#### 5 Advances to Suppliers

		2006.12.31	比例 Ratio	2005.12.31	比例 Ratio
一年以內	Less than 1 year	19,647	98.87%	13,498	99.61%
一至二年	1 to 2 years	189	0.95%	53	0.39%
二至三年	2 to 3 years	36	0.18%	0	0.00%
合計	Total	<u>19,872</u>	<u>100.00%</u>	<u>13,551</u>	<u>100.00%</u>

1) 賬齡一年以上未收回的預付賬款主要是尚未結清的材料款。

1) Advance payments aged over one year yet still not recovered are mainly payments for materials pending settlement.

2) 期末預付賬款餘額中無持有本公司5%及以上表決權股份的股東單位的欠款。

2) The ending balance of advance payments does not have any advance payment due from shareholders who hold 5% or more of the Company's voting capital.

#### 6 存貨

#### 6 Inventories

		2006.12.31	跌價準備 Provision for Impairment	2005.12.31	跌價準備 Provision for Impairment
原材料	Raw materials	31,458	0	49,439	0
在產品	Work-in-process	67,456	0	92,973	0
產成品	Finished products	86,844	5,969	91,961	2,506
庫存商品	Goods in stock	32,410	1,168	29,653	0
低值易耗品	Low-value consumables	11,727	0	11,423	0
特准儲備物資	Special materials for Government	1,597	0	1,822	0
合計	Total	<u>231,492</u>	<u>7,137</u>	<u>277,271</u>	<u>2,506</u>

期末存貨餘額中除產成品和庫存商品之外，其餘存貨均不存在跌價情況。

Inventories at the end of the period are not impaired except for finished products and goods in stock.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 7 長期股權投資

#### 7 Long-Term Equity Investments

		2005.12.31	本期增加 Additions	本期減少 Deductions	2006.12.31
長期股權投資	Long-term equity investment	84,056	13,000	699	96,357
減值準備	Provision for impairment	30,000	0	0	30,000
長期股權投資淨值	Net value of long-term equity investments	<u>54,056</u>	<u>13,000</u>	<u>699</u>	<u>66,357</u>

長期股權投資明細如下：

Detailed list of long-term equity investment:

被投資公司名稱	投資期限	佔被投資公司 註冊資本比例	初始投資 金額	本期權益調整	累計權益調整	處置投資減少	2006.12.31	期末減值準備	期初減值準備
Name of investees	Period of investment	Proportion of equity interest in investee	Initially cost	Current equity adjustment	Accumulated equity adjustment	Deductions of disposal	Ending balance	Ending impairment	Provision for impairment at beginning of year
交通銀行	—	—	13,577	0	0	0	13,577	0	0
Bank of Communications									
太平洋保險公司	—	0.25%	7,000	0	0	0	7,000	0	0
Pacific insurance Company Limited									
天同證券有限責任公司	—	1.23%	30,000	0	0	0	30,000	30,000	30,000
Tianton Securities Company Limited									
瑞恒醫藥科技投資有限責任公司	50 years	2.91%	3,200	0	0	0	3,200	0	0
Ruiheng Pharm & Technology Investment Company Limited									
淄博新華一佰利高製藥有限責任公司	—	50.00%	24,831	(468)	(5,804)	0	19,027	0	0
Sino-USA Zibo Xinhua-Perrigo Pharmaceutical Company Limited									
山東新華隆信化工有限公司	15 years	40.00%	10,000	(90)	695	0	10,695	0	0
Shandong Xinhua Longxin Chemical & Industrial Company Limited									
山東大地新華化學有限公司	20 years	49.00%	5,300	0	0	0	5,300	0	0
Shandong Dadi Xinhua Chemical & Industrial Company Limited									
山東新華長星化工設備有限公司	20 years	35.00%	7,700	(141)	(141)	0	7,559	0	0
Shandong Xinhua Changxing Chemical Equipment Company Limited									
Total			<u>101,608</u>	<u>(699)</u>	<u>(5,250)</u>	<u>0</u>	<u>96,358</u>	<u>30,000</u>	<u>30,000</u>

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目註釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 8 長期債權投資

#### 8 Long-Term Debt Investments

		2005.12.31	本期增加 Additions	本期減少 Deductions	2006.12.31
長期債權投資	Long-term debt investment	117,076	0	0	117,076
減值準備	Provision for impairment	0	0	0	0
長期債權投資淨值	Net value of long-term debt investments	117,076	0	0	117,076

長期債權投資明細如下：

Detailed list of long-term debt investment:

項目	面值	年利率	初始成本	到期日	本期利息	累計利息	
Type Bonds	Par value	Annual interest rate	Initial cost	Mature date	Interest for current period	Accumulated interest	2006.12.31
電力建設債券				已到期			
Electric power construction bond	60	—	60	Matured	0	16	76
青島海協信託公司信託投資							
Qingdao Hisyn Trust & Investment Company Limited	—	5.81%	130,000	July, 2007	6,588	16,158	117,000
Total			130,060		6,588	16,174	117,076

1) 2004年7月，本公司投資1.3億元參加青島海協信託投資有限公司（以下稱「青島海協」）設立的深圳衡業投資發展有限公司（以下稱「衡業公司」）股權收購項目信託資金計劃，衡業公司承諾將收購的股權向青島海協提供全額質押，本公司同意青島海協在衡業公司無法歸還貸款本息時，以上述質押的股權償還本公司的信託本金和收益。

1) In July 2004, the Company invested RMB130,000,000 in an equity acquisition trust fund plan formed by Qingdao Hisyn Trust & Investment Co., Ltd (hereinafter referred to as Qingdao Hisyn) for Shenzhen Hengye Investment Development Co., Ltd. (hereinafter referred to as the Hengye Company). Under the arrangement, Hengye undertakes to pledge the equity interests acquired through this loan to Qingdao Hisyn in full amount. The Company agrees that Qingdao Hisyn uses the above equity interests so pledged to repay the trust principal and benefits to the Company given the default of the Hengye Company on the loan principal and interest.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 8 長期債權投資 (續)

- 2) 因國家銀行貸款利率變動，該信託投資計劃年利率由5.27%變更為5.81%。
- 3) 截至2006年12月31日，2005年本公司已經收到衡業公司返還的本金13,000千元。2006年度應收利息6,588千元，實際已收到5,039千元。

#### 8 Long-Term Debt Investments (continued)

- 2) Due to the change in the loan interest rate, the annual interest rate of the trust & investment is adjusted from 5.27% to 5.81%.
- 3) By the end of 31 December 2006, the Company has received principal of RMB13,000,000 returned from Hengye Company; and the interest generated in 2006 is RMB6,588,000, among which, RMB5,039,000 has been received.

#### 9 固定資產

#### 9 Fixed Assets

		房屋及建築物	機器及設備	運輸設備	電子儀器	總計
		Houses & Buildings	Machinery & Equipment	Transportation equipment	Electronic Apparatus	Total
<b>原值</b>						
2005.12.31	Original cost at beginning of year	461,567	1,092,762	18,557	26,378	1,599,264
加：本年增加	Add: Increases in the yr.	24,958	46,760	3,124	1,566	76,408
其中：在建工程轉入	Including: Construction-in-progress transferred in	24,158	21,245	0	0	45,403
減：本年減少	Less: Decreases in the yr.	0	42,144	3,656	602	46,402
2006.12.31	Cost at the end of year	<u>486,525</u>	<u>1,097,378</u>	<u>18,025</u>	<u>27,342</u>	<u>1,629,270</u>
<b>累計折舊</b>						
2005.12.31	Accumulated depreciation at beginning of year	191,424	567,255	14,289	18,902	791,870
加：本年增加	Add: Increases in the yr.	14,890	78,942	1,958	2,929	98,719
減：本年減少	Less: Decrease in the yr.	0	36,205	3,260	601	40,066
2006.12.31	Accumulated depreciation at the end of year	<u>206,314</u>	<u>609,992</u>	<u>12,987</u>	<u>21,230</u>	<u>850,523</u>
<b>淨值</b>						
2005.12.31	Net value at Dec.31, 2005	<u>270,143</u>	<u>525,507</u>	<u>4,268</u>	<u>7,476</u>	<u>807,394</u>
2006.12.31	Net value at Dec. 31, 2006	<u>280,211</u>	<u>487,386</u>	<u>5,038</u>	<u>6,112</u>	<u>778,747</u>



# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB'000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 9 固定資產 (續)

- 1) 期末固定資產餘額中經營租賃租出的房屋原值為34,647千元、淨值20,195千元。
- 2) 固定資產期末無減值情況發生，未計提減值準備。
- 3) 固定資產期末無擔保、抵押情況。

#### 9 Fixed Assets (continued)

- 1) The buildings leased under operating lease are RMB34,647,000 in original cost, and RMB20,195,000 in net cost.
- 2) No provision for impairment is made and no evidence indicates any impairment of fixed assets at the end of the period.
- 3) There are no fixed assets secured or pledged at the year-end.

#### 10 在建工程

#### 10 Construction-in-progress

		2006.12.31	2005.12.31
基建項目	Capital construction projects	<u>81,045</u>	<u>81,615</u>

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 10 在建工程 (續)

#### 10 Construction-in-progress (continued)

基建項目明細節如下：

Detailed list of construction in projects:

工程項目	2005.12.31	本期累計增加	本期累計轉入 固定資產額	其他減少	2006.12.31	資金來源	工程預算	工程進度	預計完工日期
Project	Beginning balance	Additions	Transfer to fixed assets	Other deduction	Ending balance	Source of fund	Project budget	Project Progress	Estimated date of completion
開發區咖啡因工程						自有資金			
Caffeine project	0	8,673	8,000	0	673	Self-owned	160,000	98%	2006.12
新華(西區)國際工業									
Xinhua (West) Intel <sup>1</sup> building	5,078	0	0	450	4,628	—	—	—	—
新華(東區)國際工業園									
Xinhua (East) Intel <sup>1</sup> building	720	0	0	11	709	—	—	—	—
針劑GMP改造						自有資金			
Injection GMP Revamping	0	3,299	3,283	0	16	Self-owned	80,000	98%	2006.12
動力冷凍房改造工程									
Project for freezing building	2,094	0	2,094	0	0	—	—	—	—
九車間DK擴產						自有資金			
9-Workshop DK Production Expansion	2,074	0	2,074	0	0	Self-owned	—	30%	2006.12
新華東區供水系統						自有資金			
Xinhua(East) Park water supply system	3,710	400	4,100	0	10	Self-owned	5,000	85%	2007.06
片劑項目(三車間)擴建						自有資金			
Troche expansion project									
(3 Workshop)	0	6,153	6,153	0	0	Self-owned	30,000	95%	2006.12
鹽酸曲嗎多工程						自有資金			
Tramadol HCL project	4,009	152	4,161	0	0	Self-owned	3,050	95%	2006.12
異丙基安替比林						自有資金			
Propyphenazone project	0	896	630	0	266	Self-owned	12,500	95%	2007.06
聚卡波非鈣工程						自有資金			
Calcium Polycarbophil project	0	188	0	0	188	Self-owned	6,000	95%	2007.06
供銷倉庫改造工程						自有資金			
Supply and marking									
warehouse renovation project	8,080	3,018	11,000	0	98	Self-owned	6,000	95%	2006.12
2005年DK擴產						自有資金			
2005 DK production expansion	1,368	262	0	0	1,630	Self-owned	5,000	30%	2007.06
05高濃度廢水處理站改造						自有資金			
2005 high concentration									
waste water treatment shop									
renovation project	1,813	3,436	0	0	5,249	Self-owned	6,000	80%	2007.05
其他						自有資金			
Others	52,669	18,817	3,908	0	67,578	Self-owned	—	—	—
合計									
Total	81,615	45,294	45,403	461	81,045				

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 10 在建工程 (續)

- 1) 在建工程未使用專項借款，不存在資本化利息的情況。
- 2) 在建工程期末無減值情況發生，因此未計提減值準備。

#### 10 Construction-in-progress (continued)

- 1) Interest capitalization does not apply to construction in progress for the lack of any borrowings specially arranged therein.
- 2) There is no impaired construction-in-progress at the year-end, and no provision for impairment is thus made.

#### 11 無形資產

#### 11 Intangible Assets

		土地使用權 Land use Right	軟件使用權 Software use right	非專利技術 Non-patented technology	合計 Total
原始金額	Cost	106,892	2,792	6,550	116,234
2005.12.31	Cost on 1 January 2006	91,456	1,672	4,183	97,311
期初累計攤銷	Accumulated amortization on 1 January 2006	15,436	1,055	2,368	18,859
本期增加	Increase for the year	0	65	0	65
本期攤銷	Amortization for the year.	2,424	520	1,130	4,074
期末累計攤銷	Accumulated amortization on 31 December, 2006	17,860	1,575	3,498	22,933
本期轉出	Amount transferred out for the year	0	0	0	0
2006.12.31	Cost on 31 December 2006	<u>89,032</u>	<u>1,217</u>	<u>3,052</u>	<u>93,301</u>
剩餘攤銷年限	Remaining amortization period	12-50年 12-50 years	1-5年 1-5 years	3-5年 3-5 years	

無形資產期末無減值情況發生，因此未計提減值準備。

There are no intangible assets impaired at the year-end, and no provision for impairment is thus made.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 12 短期借款

#### 12 Short-term Loans

		2006.12.31	2005.12.31	年利率(%) Annual interest rate (%)
質押借款	Pledged loans	0	1,691	2.625 – 5.91
信用借款	Credit loans	55,234	173,068	5.075 – 5.985
保證借款	Secured borrowing	180,000	244,210	5.508
合計	Total	<u>235,234</u>	<u>418,969</u>	

1) 保證借款的擔保方為本公司最終控股股東山東華魯控股集團有限公司。

1) The secured borrowing is secured by Shandong Hualu Holding Group Company limited, the ultimate shareholder of the Company.

2) 截止到2006年12月31日，本公司無到期未償還的短期借款。

2) The Company does not have any loan due yet not paid off.

#### 13 應付票據

#### 13 Notes Payable

		2006.12.31	2005.12.31
銀行承兌匯票	Bank acceptance	<u>97,067</u>	<u>233,155</u>

1) 應付票據到期日為2007年1月25日 - 2007年4月25日。

1) The maturity date of notes payable is from 25 January 2007 to 25 April 2007.

2) 期末應付票據餘額中無欠持本公司5%及以上表決權股份的股東單位的款項。

2) The ending balance of notes payable does not have any amount due to the shareholders who hold 5% or more of the Company's voting capital.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 14 應付賬款

#### 14 Accounts Payable

		2006.12.31	2005.12.31
應付賬款	Accounts payable	<u>121,905</u>	<u>120,334</u>

1) 三年以上未付的應付款項計3,357千元主要是以前年度未結清的貨款。

1) There is RMB3,357,000 accounts payable aged over three years, most of which are unsettled payments for goods in prior years.

2) 期末應付賬款餘額中無欠持本公司5%及以上表決權股份的股東單位的款項。

2) The ending balance of accounts payable does not have any amount due to the shareholders who hold 5% or more of the Company's voting capital.

#### 15 預收賬款

#### 15 Advances from Customers

		2006.12.31	2005.12.31
預收賬款	Advances from customers	<u>9,651</u>	<u>11,662</u>

1) 賬齡超過1年的預收賬款3,694千元主要是尚未結算的零星尾款。

1) Advances from customers aged over one year amount to RMB3,694,000, most of which are unsettled small residual payments.

2) 期末預收賬款餘額中無欠持本公司5%及以上表決權股份的股東單位的款項。

2) The ending balance of advances from customers does not have any amount due to shareholders who hold 5% or more of the Company's voting capital.

#### 16 應付股利

#### 16 Dividends Payable

	Name of Shareholders	2006.12.31	2005.12.31
國家股	State-held shares	0	0
社會法人股	Legal-person shares	0	0
流通股A股	Negotiable Stock A-share	0	0
流通股H股	Negotiable Stock H-share	0	0
其他	Others	<u>5,826</u>	<u>5,516</u>
合計	Total	<u>5,826</u>	<u>5,516</u>

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 17 應交稅金

#### 17 Taxes Payable

		2006.12.31	2005.12.31	稅率 Applicable tax rate
應交所得稅	Income tax payable	3,320	3,877	15%, 33%
應交增值稅	VAT payable	(3,009)	(10,979)	—
應交營業稅	Sales tax payable	43	942	3%, 5%
應交城建稅	Urban maintenance & construction tax payable	(867)	119	7%
應交教育費附加	Educational surcharges payable	(371)	96	3%
應交地方教育費附加	Local educational surcharges payable	56	115	1%
應交個人所得稅	Payroll tax payable	122	402	—
應交土地使用稅	Land-use tax payable	0	(8)	—
應交房產稅	Property tax payable	15	19	1.2%
應交土地增值稅	Land VAT payable	0	1,215	30%
應交印花稅	Stamp tax payable	48	185	—
合計	Total	(643)	(4,017)	

#### 18 其他應付款

#### 18 Other Payables

		2006.12.31	2005.12.31
其他應付款	Other payables	40,624	54,045

1) 期末其他應付款餘額主要為應付的工程往來款、住房公積金以及應付合同工的工作保證金等款項。

1) The ending balance of other payables mainly includes the payment of construction, housing fund, deposit of contracted workers, and etc.

2) 期末其他應付款餘額中無欠持本公司5%及以上表決權股份的股東單位的款項。

2) The ending balance of other payables does not have any amount due to the shareholders who hold 5% or more of the Company's voting capital.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 19 預提費用

#### 19 Accrued Expenses

		2006.12.31	2005.12.31
董事酬金	Directors' emoluments	1,357	0
審計費	Audit fees	1,000	1,000
利息	Interests	318	630
商標使用費	Trademark use fee	0	200
年終獎金	Year-end bonus	2,120	1,960
出口運保費	Export freight & insurance charges	54	155
合計	Total	<u>4,849</u>	<u>3,945</u>

#### 20 少數股東權益

#### 20 Minority Shareholders' Equity

少數股東名稱	Name of minority shareholders	少數股權比例 Ratio of equity interests	2006.12.31	2005.12.31
東營藍鯨科技開發公司	Dongying Lanjing Technology Development Company	47%	(233)	409
山東新華醫藥集團有限責任公司	Shandong Xinhua Pharmaceutical Group Company Limited	12%	212	27
山東新華醫藥集團有限責任公司	Shandong Xinhua Pharmaceutical Group Company	10%	34	238
日本共和藥品株式會社	Nippon Gonghe Pharmaceutical Corporation	30%	(439)	(367)
北京三田化工技術公司	Beijing Santian Chemical Technology Company	0%	0	(73)
Eastwest United Group, Inc.	Eastwest United Group, Inc.	25%	2,996	0
LIPENG	LIPENG	23%	742	858
合計	Total		<u>3,312</u>	<u>1,092</u>

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 21 股本

#### 21 Share Capital

		2006.12.31	2005.12.31
一. 有限售條件的股份：	I. Conditional tradable shares		
1. 發起人股份	1. Sponsor's shares:	163,259	214,440
其中： 國家股	Including: State-held shares	163,259	214,440
境內法人持有股份	Domestic legal-person held shares	0	0
外資法人持有股份	Foreign-funded legal-person held shares	0	0
2. 募集法人股	2. Fund raising legal-person shares	41,247	16,720
3. 轉配股	3. Transferred and allotted shares	0	0
4. 內部職工股	4. Employees' held shares	0	0
5. 高管股	5. Senior management-held shares	39	44
有限售條件的股份合計	Sub-total	<u>204,545</u>	<u>231,204</u>
二. 無限售條件的股份	II. Unconditional tradable shares		
1. 境內上市人民幣普通股(A股)	1. Domestically listed RMB A shares	102,768	76,109
2. 境內上市的外資股	2. Domestically listed foreign invested shares	0	0
3. 境外上市的外資股	3. Overseas listed foreign invested H shares	150,000	150,000
4. 其他	4. Others	0	0
無限售條件的股份合計	Sub-total	<u>252,768</u>	<u>226,109</u>
三. 股份總計	III. Total stock	<u>457,313</u>	<u>457,313</u>

#### 22 資本公積

#### 22 Capital Surplus

		2005.12.31	本期增加 Additions	本期減少 Deductions	2006.12.31
資產重估增值	Upward revaluation of assets	60,910	0	0	60,910
股票發行溢價	Premium on stock	496,851	0	0	496,851
接受捐贈	Receipt of donation	1,158	0	0	1,158
合計	Total	<u>558,919</u>	<u>0</u>	<u>0</u>	<u>558,919</u>



# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 23 盈餘公積

#### 23 Surplus Reserves

		2005.12.31	本期增加 Additions	本期減少 Deductions	2006.12.31
法定盈餘公積金	Statutory surplus reserve	68,859	28,630	0	97,489
任意盈餘公積金	Discretionary surplus reserve	64,797	0	0	64,797
法定公益金	Public welfare fund	26,552	0	26,552	0
合計	Total	160,208	28,630	26,552	162,286

#### 24 利潤分配

#### 24 Profit Distribution

		2006.12.31	2005.12.31
淨利潤	Net income	22,706	5,416
加： 期初未分配利潤	Add: Undistributed profit at beginning of the year	167,636	163,003
可供分配的利潤	Profit available for the year	190,342	168,419
減： 提取法定盈餘公積金(10%)	Less: Appropriation of statutory surplus reserve (10%)	2,078	522
提取法定公益金(5%)	Appropriation of statutory Public welfare fund (5%)	0	261
可供分配的未分配利潤	Undistributed profit available for the year	188,264	167,636
減： 提取任意盈餘公積金(10%)	Less: Appropriation of discretionary surplus reserve (10%)	0	0
應付普通股股利	Dividend payable on common stock	22,866	0
期末未分配利潤	Undistributed profit at the end of the year	165,398	167,636
其中： 擬分配現金股利	Including: dividend in cash to be distributed	9,146	22,866

1) 2006年3月24日，本公司第五屆董事會第二次會議通過有關2005年度利潤分配方案，經股東大會批准，本公司在提取10%的法定盈餘公積金、5%的公益金後，以總股本457,312,830股為基數，向全體股東派發現金紅利每股人民幣0.05元(含稅)。

1) According to the resolution passed at the 2nd Meeting of the 5th Board of Directors on 24 March 2006 and approved by shareholders of annual general meeting, the Company allocated cash dividend of RMB0.05 per share (before tax) based on the total number of 457,312,830 shares after providing for 10% statutory surplus reserve, 5% public welfare fund.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 24 利潤分配 (續)

(2) 2007年3月23日，本公司第五屆董事會第八次會議通過有關2006年度利潤分配預案，在提取10%的法定盈餘公積金後，以總股本457,312,830股為基數，向全體股東派發現金紅利每股人民幣0.02元（含稅）。

#### 24 Profit Distribution (continued)

2) The 8th meeting of the 5th Board of Directors held on 23 March 2007 passed the resolution on the preliminary proposal for 2006 profit distribution. Under the resolution, the shareholders will be allocated cash dividend of RMB0.02 per share (before tax) based on the total number of 457,312,830 shares after providing for 10% statutory surplus reserve.

#### 25 未確認投資損失

被投資單位名稱	Initial cost	Investment ratio	被投資單位所有者權益金額	年末金額	
			Amount of shareholder equity of investee		
Name	Initial cost	Investment ratio	Amount of shareholder equity of investee	2006.12.31	
淄博新華 — 三和 化工有限公司	Zibo Xinhua-Sanhe Chemical & Industrial Company Limited	2,897	70%	(1,462)	(1,024)
東營新華大藥店 有限公司	Dongying Xinhua Pharmaceutical Company Limited	477	53%	(496)	(263)
合計	Total	—	—	(1,958)	(1,287)

#### 25 Unconfirmed investment losses

#### 26 外幣報表折算差額

		2006.12.31	2005.12.31
外幣報表折算差額	Foreign-currency statement translation difference	708	444

#### 26 Foreign Currency Statement Translation Difference

外幣報表折算差額為本公司境外子公司山東新華製藥(歐洲)有限公司的會計報表由記賬本位幣歐元折算為母公司記賬本位幣人民幣時產生的差額。

This results from translating the EUD financial statements of Shandong Xinhua Pharmaceutical (European) GmbH (the overseas subsidiary of the Company) into RMB.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 27 主營業務收入、成本

#### 27 Revenues & Costs from Main Operations

		主營業務收入		主營業務成本	
		Revenue		Cost	
		2006	2005	2006	2005
原料藥	Bulk pharmaceuticals	977,319	974,186	776,696	798,542
其中：出口	Including: Export sales	733,652	692,395	592,941	581,029
製劑	Preparations	271,657	298,039	185,248	181,978
商業流通	Commerce circulations	399,622	408,199	389,967	400,211
化工及其他	Chemicals and others	18,654	16,091	19,443	17,746
合計	Total	<u>1,667,252</u>	<u>1,696,515</u>	<u>1,371,354</u>	<u>1,398,477</u>

本公司前五名客戶銷售收入總額為278,885千元，佔全部銷售收入的16.73%。

Sales to the top five customers amount to RMB278,885,000, accounting for 16.73% of the total sales.

#### 28 主營業務稅金及附加

#### 28 Taxes and Surcharges for Main Operations

項目	計繳基數	計繳比例	2006年	2005年
Items	Base of computation	Tax Rate	2006	2005
城建稅	應交流轉稅			
City Construction Tax	VAT payables	7%	5,792	3,221
教育費附加	應交流轉稅			
Educational surcharges	VAT payable	3%	2,482	1,381
地方教育費附加	應交流轉稅			
Local educational surcharges	VAT payable	1%	827	841
營業稅	設計費收入			
Business tax	Design revenue	5%	133	126
合計	Total		<u>9,234</u>	<u>5,569</u>

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 29 其他業務利潤

#### 29 Profit from Other Operations

		2006			2005		
		收入	支出	利潤	收入	支出	利潤
		Revenue	Expenditure	Profit	Revenue	Expenditure	Profit
銷售材料	Sales of materials	30,530	33,250	(2,720)	26,181	25,324	857
銷售水電汽	Sales of water, power and gas	15,433	15,494	(61)	11,155	11,176	(21)
租賃	Leasing	2,091	366	1,725	2,339	553	1,786
技術轉讓	Technology transferring	2,013	111	1,902	0	0	0
銷售返還收入	Return bonus on sales	5,581	79	5,502	3,609	0	3,609
合計	Total	<u>55,648</u>	<u>49,300</u>	<u>6,348</u>	<u>43,284</u>	<u>37,053</u>	<u>6,231</u>

#### 30 財務費用

#### 30 Financial Expenses

		2006	2005
利息費用	Interest expenses	20,372	22,406
銀行手續費	Banking charge	1,114	1,163
減：利息收入	Less: Interest income	4,681	5,010
匯兌損失	Exchange losses	3,835	26
減：匯兌收益	Less: Exchange gains	0	954
其他	Others	103	(241)
合計	Total	<u>20,743</u>	<u>17,390</u>

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目註釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 31 投資收益

#### 31 Investment Income

(1) 投資收益明細如下：

(1) Detailed list of investment income:

		2006	2005
股票投資收益	Stock investment income	0	0
債權投資收益	Bond investment income	6,588	6,753
基金投資收益	Fund investment income	0	92
聯營、合營公司 分配來的利潤	Profit from affiliates and joint ventures	141	0
期末按權益法調整分享 被投資公司淨利潤	Share of investee's net income under the equity method	(699)	(2,615)
股權投資損失	Losses of equity investment	0	0
短期投資跌價準備	Provision for impairment of short-term investments	0	0
長期投資減值準備	Provision for impairment of long-term investments	0	(18,000)
處置長期投資收益	Dispose long-term investment income	0	(228)
合計	Total	<u>6,030</u>	<u>(13,998)</u>

(2) 期末按權益法調整分  
享被投資公司淨利潤  
的明細如下：

(2) Detailed list of investment income from  
investees under the equity-method:

被投資公司名稱	Name of Investees	2006	2005
山東新華隆信化工 有限公司	Shandong Xinhua Longxin Chemical & Industrial Company Limited	(90)	784
淄博新華百利高製藥 有限責任公司	Sino-USA Zibo Xinhua-Perrigo Pharmaceutical Company Limited	(468)	(3,399)
山東新華長星化工設備 有限公司	Shandong Xinhua Changxing Chemical Equipment Company Limited	(141)	0
Total		<u>(699)</u>	<u>(2,615)</u>

本公司投資收益的收  
回不存在重大限制。

There is no significant restriction on the returns of investment  
income.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 六. 合併會計報表主要項目注釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 32 補貼收入

#### 32 Subsidies Income

項目	Items	2006	2005
農資產品(硫酸銨) 免徵增值稅	VAT exempted for agriculture-supported products (Amine sulfate)	0	215
排污補貼	Allowance for pollution discharge	600	0
合計	Total	<u>600</u>	<u>215</u>

排污補貼系本公司根據魯財建指[2006]46號文件申請的「高濃度廢水處理改擴建工程及‘兩氣’——二氧化硫和氮氧化物廢氣吸收工程補貼」，於2006年12月收到的該補貼款。

Allowance for pollution discharge was granted in December 2006 by the local government in according to the Circular “Lu Cai Jian Zhi [2006] No.46” for the Project of high concentration waste water treatment shop renovation and Project of sulphur dioxide and nitrogen oxides absorption.

#### 33 營業外收入

#### 33 Non-Operating Income

		2006	2005
固定資產清理收益	Proceeds from disposal of fixed assets	2,831	1,839
罰款收入	Income from penalties	40	77
處置土地使用權等收益	Income from disposal of land use rights	0	12,912
其他	Others	677	678
合計	Total	<u>3,548</u>	<u>15,506</u>

#### 34 營業外支出

#### 34 Non-Operating Expenses

		2006	2005
處理固定資產損失	Loss from disposal of fixed assets	542	109
滯納金、罰款、 超標排污費等支出	Overdue fines, penalties, excessive sewage discharge charges etc.	378	135
捐贈支出	Donations	603	50
其他	Others	1,444	862
合計	Total	<u>2,967</u>	<u>1,156</u>

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB'000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 六. 合併會計報表主要項目註釋 (續)

### 6 Notes to the Consolidated Account (continued)

#### 35 收到的其他與經營活動有關的現金

#### 35 Cash Received Relating to Other Operating Activities

		2006
營業外收入	Non-Operating Income	655
補貼收入	Subsidies Income	600
利息收入	Interest Income	3,456
銀行承兌匯票保證金	bank acceptance deposit	35,748
往來款	Fund transactions	11,240
合計	Total	<u>51,699</u>

#### 36 支付的其他與經營活動有關的現金

#### 36 Cash Paid Relating to Other Operating Activities

		2006
差旅費	Travel expenses	1,151
辦公費	Office expenses	2,116
上市年費、審計費、 董事會費	Annual listing fee, audit fee and Board's fee	7,727
排污費	Sewage discharge fees	5,183
業務招待費	Entertainment expenses	1,932
廣告、市場開發費	Advertising and marketing expenses	58,025
運費	Freight charges	19,942
技術開發費	Technical development expenses	16,982
其他	Others	19,508
合計	Total	<u>132,566</u>

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 七. 母公司會計報表註釋

### 7 Notes to the Financial Statements of the Parent Company

#### 1 應收賬款

#### 1 Accounts Receivable

		2006.12.31	比例% Ratio	壞賬準備 Bad Debts Provision	2005.12.31	比例% Ratio	壞賬準備 Bad Debts Provision
一年以內	Less than 1 year	204,140	78.11%	933	252,759	90.14%	1,108
一至二年	1 to 2 years	40,513	15.50%	2,381	14,799	5.28%	2,419
二至三年	2 to 3 years	15,807	6.05%	7,959	11,293	4.03%	5,560
三年以上	Over 3 years	886	0.34%	886	1,544	0.55%	1,544
合計	Total	<u>261,346</u>	<u>100.00%</u>	<u>12,159</u>	<u>280,395</u>	<u>100.00%</u>	<u>10,631</u>

1) 期末應收賬款餘額中欠款前五名單位的金額總計為106,628千元，佔應收賬款餘額比例為40.80%。

1) The ending balance of account receivables includes RMB106,628,000 due from the top five debtors, accounting for 40.80% of the total balance of accounts receivable.

2) 期末應收款餘額中包括了應收山東新華工貿股份有限公司和山東淄博新達製藥有限公司等內部往來項目，該等餘額未計提壞賬準備。

2) The ending balance of accounts receivable includes accounts receivable from related parties such as Shandong Xinhua Industry & Trade Company and Shandong Zibo XinCat Pharmaceutical Company Limited. No bad debts provision is made on these items.

3) 本年度按照本公司的壞賬核銷政策核銷了主要為3年以上應收賬款10,210千元。

3) RMB10,210,000 of accounts receivable aged over 3 years is written off this year according to the Company's accounting policy.

4) 期末應收賬款餘額中無持有本公司5%及以上表決權股份的股東單位的欠款。

4) In the ending balance, there are no accounts receivable due from shareholders who hold 5% or more of the Company's voting capital.



# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 七. 母公司會計報表註釋 (續)

### 7 Notes to the Financial Statements of the Parent Company

#### 2 其他應收款

#### 2 Other Receivables

		2006.12.31	比例%	壞賬準備	2005.12.31	比例%	壞賬準備
			Ratio	Bad Debts Provision		Ratio	Bad Debts Provision
一年以內	Less than 1 year	27,211	46.88%	10	69,132	82.74%	32
一至二年	1 to 2 years	18,790	32.37%	166	3,767	4.51%	308
二至三年	2 to 3 years	2,306	3.97%	533	2,439	2.92%	132
三年以上	Over 3 years	9,739	16.78%	3,529	8,212	9.83%	2,051
合計	Total	<u>58,046</u>	<u>100.00%</u>	<u>4,238</u>	<u>83,550</u>	<u>100.00%</u>	<u>2,523</u>

1) 期末其他應收款餘額較上年減少較大，主要是由於本公司收回山東寶源投資有限公司的應收土地轉讓款及關聯公司欠款所致。

1) The ending balance of other receivables has decreased significantly from that of last year, mainly because the Company recovered the account receivable for transferring of land use right from Shandong Baoyuan Investment Limited Company and account receivables from related parties.

2) 期末其他應收款餘額中欠款前五名單位金額總計為28,570千元，佔其他應收款餘額49.22%。

2) The balance of other receivables due from the top five debtors is RMB28,570,000, accounting for 49.22% of the total balance of other receivables.

3) 期末其他應收款餘額中包括了應收個人所得稅返還、應收定期存款利息、應收山東寶源投資有限公司欠款等項目，該等餘額未計提壞賬準備。

3) The ending balance of other receivables includes income tax refund receivable, interest receivable of time deposits, account receivables from Shandong Baoyuan Investment Limited Company and etc. No bad debts provision is made on these items.

4) 本年度按照本公司的壞賬核銷政策核銷3年以上其他應收款2,306千元。

4) RMB2,306,000 of other receivables aged over 3 years is written off this year according to the Company's accounting policy.

5) 期末應收賬款餘額中無持有本公司5%及以上表決權股份的股東單位的欠款。

5) In the ending balance, there are no other receivables due from shareholders who hold 5% or more of the Company's voting capital.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 七. 母公司會計報表註釋 (續)

### 7 Notes to the Financial Statements of the Parent Company (continued)

#### 3 長期投資

#### 3 Long-Term Equity Investments

		2005.12.31	本期增加 Additions	本期減少 Deductions	2006.12.31
長期股權投資	Long-term equity investment	136,076	22,155	1,295	156,936
減值準備	Provision for impairment	30,000	0	0	30,000
長期股權投資淨值	Net value of long-term equity investments	106,076	22,155	1,295	126,936

其中：長期股權投資

Detailed list of long-term equity investment:

被投資公司名稱	投資期限	佔被投資公司 初始投資		本期權益調整	累計權益調整	處置投資減少	2006.12.31	期末減值準備	期初減值準備
		註冊資本比例	金額						
Name of investees	Period of investment	Proportion of equity interest in investee	Initially cost	Current equity adjustment	Accumulated equity adjustment	Deductions of disposal	Ending balance	Ending impairment	Provision for impairment at beginning of year
天同證券有限責任公司 Tiantong Securities Company Limited	長期 Long-term	1.23%	30,000	0	0	0	30,000	30,000	30,000
太平洋保險公司 Pacific Insurance Company Limited	長期 Long-term	0.25%	7,000	0	0	0	7,000	0	0
瑞恒醫藥科技投資 有限責任公司 Ruiheng Pharm & Technology Investment Company Limited	50年 50 years	2.91%	3,200	0	0	0	3,200	0	0
交通銀行 Bank of Communications	長期 Long-term	—	13,577	0	0	0	13,577	0	0
中美濶博新華—百利高製藥 有限責任公司 Sino-USA Zibo Xinhua-Perrigo Pharmaceutical Company Limited.	長期 Long-term	50.00%	24,831	(468)	(5,804)	0	19,027	0	0

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 七. 母公司會計報表註釋 (續)

### 7 Notes to the Financial Statements of the Parent Company (continued)

#### 3 長期投資 (續)

#### 3 Long-Term Equity Investments (continued)

被投資公司名稱	投資期限	佔被投資公司	初始投資		處置投資減少	期末減值準備	期初減值準備	
		註冊資本比例	金額	本期權益調整				累計權益調整
Name of investees	Period of investment	Proportion of equity interest in investee	Initially cost	Current equity adjustment	Accumulated equity adjustment	Ending balance	Ending impairment	Provision for impairment at beginning of year
		山東新華製藥(歐洲)有限公司 Shandong Xinhua Pharmaceutical (Europe) GmbH	長期 Long-term	76.90%	4,597	(385)	(2,602)	0
淄博新華大藥店連鎖有限公司 Zibo Xinhua Drug Store Chain Company Limited	長期 Long-term	88.00%	1,760	(194)	(209)	0	1,551	0
淄博新華醫藥設計院有限公司 Zibo Xinhua Pharm. Design Institute Company Limited	長期 Long-term	90.00%	1,800	64	(1,496)	0	304	0
淄博新華一三和化工有限公司 Zibo Xinhua Sanhe Chemical & Industrial Company Limited	長期 Long-term	70.00%	2,897	0	(2,897)	0	0	0
山東新華醫藥貿易有限公司 Shandong Xinhua Medicine Commerce Company Limited	20年 20 years	98.00%	47,529	83	209	0	47,738	0
山東新華隆信化工有限公司 Shandong Xinhua Longxin Chemical & Industrial Company Limited	15年 15 years	40.00%	10,000	(90)	695	0	10,695	0
淄博新華—中西製藥 Zibo Xinhua-Eastwest Pharmaceutical Company Limited.	10年 10 years	70.00%	9,008	(18)	(18)	0	8,990	0
山東大地新華化學有限公司 Shandong Dadi Xinhua Chemical & Industrial Company Limited	20年 20 years	49.00%	5,300	0	0	0	5,300	0
山東新華長星化工設備有限公司 Shandong Xinhua Changxing Chemical Equipment Company Limited	20年 20 years	35.00%	7,700	(141)	(141)	0	7,559	0
合計 Total			169,119	(1,149)	(12,263)	0	156,936	30,000

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 七. 母公司會計報表註釋 (續)

### 7 Notes to the Financial Statements of the Parent Company (continued)

#### 4 長期債權投資

#### 4 Long-Term Debt Investments

		2005.12.31	本期增加 Additions	本期減少 Deductions	2006.12.31
長期債權投資	Long-term debt investment	117,076	0	0	117,076
減值準備	Provision for impairment	0	0	0	0
長期債權投資淨值	Net value of long-term debt investments	<u>117,076</u>	<u>0</u>	<u>0</u>	<u>117,076</u>

長期債權投資明細如下：

Detailed list of long-term debt investment

項目	面值	年利率	初始成本	到期日	本期利息	累計利息	2006.12.31
Type of Bonds	Par value	Annual interest rate	Initial cost	Mature date	Interest current for period	Accumulated interest	2005.12.31
電力建設債券				已到期			
Electric power construction bond	60	—	60	Matured	0	16	76
青島海協信託公司信託投資							
Qingdao Hisyn Trust & Investment Company Limited	—	5.81%	130,000	July, 2007	6,588	16,158	117,000
合計			<u>130,060</u>		<u>6,588</u>	<u>16,174</u>	<u>117,076</u>

#### 5 主營業務收入、成本

#### 5 Revenues & Costs from Main Operations

		Revenue 主營業務收入		Cost 主營業務成本	
		2006	2005	2006	2005
原料藥	Bulk pharmaceuticals	982,444	979,443	781,821	803,799
其中：出口	Including: Export sales	738,776	697,652	598,065	586,286
製劑	Preparations	283,945	324,862	197,537	208,801
商業流通	Commerce circulations	33,605	75,311	33,198	72,636
化工及其他	Chemicals and others	16,005	15,202	19,443	17,746
合計	Total	<u>1,315,999</u>	<u>1,394,818</u>	<u>1,031,999</u>	<u>1,102,982</u>

本公司前五名客戶銷售收入總額為278,885千元，佔全部銷售收入的21.19%。

Sales to the top five customers are RMB278,885,000, amounting to 21.19% of total sales.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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### 七. 母公司會計報表註釋 (續)

### 7 Notes to the Financial Statements of the Parent Company (continued)

#### 6 投資收益

(1) 投資收益明細如下：

		2006	2005
股票投資收益	Stock investment income	0	0
債權投資收益	Bond investment income	6,588	6,752
基金投資收益	Fund investment income	0	92
聯營、合營公司分配來的利潤	Profit from affiliates and joint ventures	141	0
期末按權益法調整分享被 投資公司淨利潤	Share of investee's net income under the equity method	(1,149)	(5,827)
股權投資損失	Losses of equity investment	0	0
短期投資跌價準備	Provision for impairment of short-term investments	0	0
長期投資減值準備	Provision for impairment of long-term investments	0	(18,000)
合計	Total	<u>5,580</u>	<u>(16,983)</u>

#### 6 Investment Income

(1) Detailed list of investment income

(2) 期末按權益法調整分  
享被投資公司淨利潤  
的明細如下：

被投資公司名稱		2006	2005
山東新華隆信化工有限公司	Shandong Xinhua Longxin Chemical & Industrial Company Limited	(90)	784
淄博新華一百利高製藥 有限責任公司	Sino-USA Zibo Xinhua-Perrigo Pharmaceutical Company Limited	(468)	(3,399)
淄博新華大藥店連鎖有限公司	Zibo Xinhua Drug Store Chain Company Limited	(194)	(224)
淄博新華醫藥設計院有限公司	Zibo Xinhua Pharmaceutical Design Institute	64	166
山東新華醫藥貿易有限公司	Shandong Xinhua Medicine Commerce Company Limited	83	376
山東新華製藥(歐洲)有限公司	Shandong Xinhua Pharmaceutical (European) GmbH	(385)	(633)
淄博新華一三和化工有限公司	Zibo Xinhua-Sanhe Chemical & Industrial Company Limited	0	(2,897)
山東新華長星化工設備有限公司	Shandong Xinhua Changxing Chemical Equipment Company Limited	(141)	0
淄博新華一中西製藥 有限責任公司	Zibo Xinhua-Eastwest Pharmaceutical Company Limited	(18)	0
Total		<u>(1,149)</u>	<u>(5,827)</u>

(2) Detailed list of investment income from  
investees under the equity-method:

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 八. 關聯方關係及其交易

### 8 Related Party Relationship and Transactions (continued)

#### 1 關聯方關係

##### 1.1 存在控制關係的關聯方

企業名稱	註冊地址	主營業務	與本公司關係	經濟性質	法定代表人
Related Party Name	Place of registration	Main operations	Relation with the Company	Nature	Legal Representative
山東新華醫藥集團 有限責任公司	山東省淄博市 張店區東一路14號	投資於建築工程 的設計、房地產 開發、餐飲等	本公司之母公司	國有獨資	郭琴
Shandong Xinhua Pharmaceutical Group Company Limited	No. 14, East 1st Road, Zhangdian Dist., Zibo, Shandong Province.	Investment in the design of construction projects, property development and food and beverage, etc.	Parent company of the Company	State-owned	Guo Qin
山東華魯控股 集團有限公司	山東省濟南市 榜棚街1號	對化肥、石化產業 投資、投資管理等	最終控股公司	國有獨資	李同道
Shandong Hualu Holding Group Company Limited	No. 1, Bangpeng Street, Jinan, Shandong Province.	Investment and management in fertilizer and petrochemicals, etc.	The ultimate holding company	State-owned	Li Tongdao

##### 1.2 存在控制關係的關聯方的註冊資本及其變化

##### 1.2 Registered capital and its changes of related parties under a control relationship

關聯方名稱	2005.12.31	本期增加 Increase for the period	本期減少 Decrease for the period	2006.12.31
Related Party Name	2005.12.31	Increase for the period	Decrease for the period	2006.12.31
山東新華醫藥集團有限責任公司 Shandong Xinhua Pharmaceutical Group Company Limited	298,500	0	0	298,500
山東華魯控股集團有限公司 Shandong Hualu Holding Group Company Limited	800,000	0	0	800,000

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 1 關聯方關係 (續)

- 1.3 存在控制關係的關聯方的所持股份及其變化

關聯方名稱 Related Party Name	持股金額 Amount of shares		持股比例 Ratio	
	2006.12.31	2005.12.31	2006.12.31	2005.12.31
山東新華醫藥集團有限責任公司 Shandong Xinhua Pharmaceutical Group Company Limited	163,259	214,440	35.70%	46.89%

- 1.4 不存在控制關係的關聯方的性質

- 1.4 Nature of related parties under no control relationships

- 1.4.1 與本公司受同一母公司控制

- 1.4.1 Related parties controlled by the same holding shareholders

關聯方名稱 Related Party Name	母公司持有股份 Share ratio held by the holding company	主營業務 Main businesses	與本公司關聯交易內容 Related Transactions with the Company
山東新華工貿股份有限公司 Shandong Xinhua Industry & Trade Company Limited	29.12%	生產經銷化工原料等 Production and sale of chemical raw materials, etc.	銷售動力及三廢、採購原材料 Sale of power and waste materials, and purchase of raw materials
山東新華醫藥集團濰博綜合服務有限責任公司 Zibo All-purpose Service Company Limited of Shandong Xinhua Pharmaceutical Group	100%	餐飲、環境綠化等 Kindergarten education, and etc.	接受勞務及服務、銷售動力 Purchase of services and sale of power

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 1 關聯方關係 (續)

#### 1.4 不存在控制關係的關聯方的性質 (續)

關聯方名稱 Related Party Name	母公司持有股份 Share ratio held by the holding company	主營業務 Main businesses	與本公司關聯交易內容 Related Transactions with the Company
山東新華醫藥集團濰博包裝 裝潢有限責任公司 Zibo Packing & Decoration Company Limited of Shandong Xinhua Pharmaceutical Group(1)	—	包裝裝潢製品、印刷、 包裝裝潢設計、家具 Packaging & decoration products, printing, packaging & decoration design, and furniture.	銷售動力、採購包裝材料 Sale of power and purchase of packaging materials
山東濰博新達製藥有限公司 Shandong Zibo XinCat Pharmaceutical Company Limited	55.54%	生產經營西藥製劑、 化學原料藥及其中間體 Production and sale of Western medicine preparation, and chemical materials medicine and midway articles	銷售動力、出租房產 Sale of power, leasing houses
山東新華博邦化工有限責任公司 Shandong Xinhua Bobang Chemical & Industrial Company Limited	53.55%	生產經銷化工產品和原料等 Production and sale of chemical production & materials, etc.	採購原材料 Purchase of materials
山東新華萬博化工有限公司 Shandong Xinhua Wanbo Chemical & Industrial Company Limited	90.63%	生產經銷化工產品和原料等 Production and sale of chemical production & materials, etc.	採購原材料 Purchase of materials

1) 根據魯國資產權函[2006]234號文件，本公司之母公司已於2006年9月28日轉讓其全部持有之山東新華醫藥集團濰博包裝裝潢有限責任公司股權。

#### 1 Related Party Relationship (continued)

#### 1.4 Nature of related parties under no control relationships (continued)

1) Pursuant to the circular "Lu Guo Zichan Quan Han [2006] No.234", the holding company of the Company has transferred all the equity interests of Zibo Packing & Decoration Company Limited of Shandong Xinhua Pharmaceutical Group on 28 September 2006.



# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

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### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 1 關聯方關係 (續)

1.4 不存在控制關係的關聯方的性質 (續)

1.4.2 本公司的合營公司、聯營公司

#### 1 Related Party Relationship (continued)

1.4 Nature of related parties under no control relationships (continued)

1.4.2 Related parties as Affiliates and Joint Ventures

關聯方名稱 Related Party Name	本公司持有股份 Share ratio held by the Company	主營業務 Main businesses	與本公司關聯交易內容 Related Transactions with the Company
淄博新華 - 百利高製藥有限責任公司 Zibo Xinhua-Perrigo Pharmaceutical Company Limited	50%	生產銷售布洛芬系列產品 Production and sale of ibuprofen product series	銷售動力 Sale of power
山東新華隆信化工有限公司 Shandong Xinhua Longxin Chemical & Industrial Company Limited	40%	生產銷售水楊酸系列產品 Production and sale of Salicylic acid product series	採購原材料 Purchase of materials
山東大地新華化學有限公司 Shandong Dadi Xinhua Chemical & Industrial Company Limited	49%	生產銷售化工產品 Production and sale of chemicals	—
山東新華長星化工設備有限公司 Shandong Xinhua Changxing Chemical Equipment Company Limited	35%	生產銷售化工設備及配件 Production and sale of chemicals facilities and fittings	銷售設備、在產品； 轉讓技術 Sale of equipments, work-in-progress and technology

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 1 關聯方關係 (續)

1.4 不存在控制關係的關聯方的性質 (續)

1.4.3 與本公司存在其他關聯關係的企業

關聯方名稱	與公司關係	主營業務	與本公司關聯交易內容
Related Party Name	The relationships with the Company	Main businesses	Related Transactions with the Company
山東淄博新華-肯孚製藥有限公司 Shandong Zibo Xinhua-Chemferm Pharmaceutical Company Limited	同一股東 The same shareholder	製造、銷售頭孢系列產品 Production and sale of cephal-product series	銷售動力及採購原材料 Sale of power and Purchase of materials

#### 2. 關聯交易

2.1 銷售商品

#### 2 Related Transactions

2.1 Sale of merchandise

關聯方名稱	2006年	2005年	備註
	金額	金額	
Related Party Name	Amount	Amount	Remark
山東新華工貿股份有限公司 Shandong Xinhua Industry & Trade Company Limited	8,571	13,551	銷售動力及三廢 Sale of power and waste materials
山東淄博新達製藥有限公司 Shandong Zibo XinCat Pharmaceutical Company Limited	1,100	1,461	銷售動力 Sales of power
山東淄博新華-肯孚製藥有限公司 Shandong Zibo Xinhua-Chemferm Pharmaceutical Company Limited	3,482	3,465	銷售動力 Sales of power
山東新華博邦化工有限責任公司 Shandong Xinhua Bobang Chemical & Industrial	3	0	銷售動力 Sales of power

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 2. 關聯交易 (續)

#### 2 Related Transactions (continued)

##### 2.1 銷售商品

##### 2.1 Sale of merchandise (continued)

關聯方名稱	2006年 金額 2006	2005年 金額 2005	備註
Related Party Name	Amount	Amount	Remark
淄博新華-百利高製藥有限責任公司 Zibo Xinhua-Perrigo Pharmaceutical Company Limited	6,437	367	銷售動力 Sales of power
淄博新華-百利高製藥有限責任公司 Zibo Xinhua-Perrigo Pharmaceutical Company Limited	329	0	銷售產品 Sales of products
山東新華醫藥集團淄博綜合服務有限責任公司 Zibo All-purpose Service Company Limited of Shandong Xinhua Pharmaceutical Group	0	24	銷售動力 Sales of power
山東新華醫藥集團淄博包裝裝潢有限責任公司 Shandong Xinhua Zibo Packaging & decoration Company Limited	4	669	銷售動力 Sales of power
山東新華長星化工設備有限公司 Shandong Xinhua Changxing Chemical Equipment Company Limited	4,759	0	銷售在產品 Sales of work-in-progress
合計 Total	<u>24,685</u>	<u>19,537</u>	

本公司向各關聯方銷售三廢及原材料按市場價格進行結算，銷售動力按協議價進行結算。

The Company sells materials and waste materials to related parties at the market price and sells power at an agreed-upon price.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 2. 關聯交易 (續)

#### 2 Related Transactions (continued)

##### 2.2 採購物資

##### 2.2 Purchase of materials

關聯方名稱	2006年 金額	2005年 金額
Related Party Name	2006 Amount	2005 Amount
山東新華工貿股份有限公司 Shandong Xinhua Industry & Trade Company	12,484	26,159
山東新華隆信化工有限公司 Shandong Xinhua Longxin Chemical & Industrial Company Limited	5,033	4,568
山東新華萬博化工有限公司 Shandong Xinhua Bobang Chemical & Industrial 淄博新華一百利高製藥有限責任公司 Zibo Xinhua-Perrigo Pharmaceutical Company Limited	20,430	0
山東淄博新華一肯孚製藥有限公司 Shandong Zibo Xinhua-Chemferm Pharmaceutical Company Limited	1,388	0
山東新華醫藥集團淄博包裝裝潢有限責任公司 Zibo Packaging & Decoration Company Limited of Shandong Xinhua Pharmaceutical Group	16,989	15,604
山東新華博邦化工有限責任公司 Shandong Xinhua Bobang Chemical & Industrial Company Limited	13,629	16,394
	8,761	7,051
<b>Total</b>	<b>78,714</b>	<b>69,776</b>

本公司從關聯方採購  
物資按市場價結算。

The Company purchases goods from the related  
parties at the market price.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 2. 關聯交易 (續)

#### 2 Related Transactions (continued)

##### 2.3 商標使用費

##### 2.3 Trademark using fee

關聯方名稱	關聯交易內容	2006年 金額 2006 Amount	2005年 金額 2005 Amount
山東新華醫藥集團 有限責任公司 Shandong Xinhua Pharmaceutical Group Company Limited	商標使用費 Trademark using fee	1,000	200

根據本公司與山東新華醫藥集團有限責任公司於1996年12月7日簽署的《商標使用許可協議》規定，山東新華醫藥集團有限責任公司授權本公司就現有及將來於中國及海外的產品，獨佔使用新華商標，首年年費為人民幣60萬元，以後每年遞增人民幣10萬元，直至年費達到上限人民幣110萬元時則不再增加。該協議條款於商標有效期間持續生效，直至協議予以終止。2005年山東新華醫藥集團有限責任公司豁免了大部分商標使用費，本公司僅支付了20萬元年費，而本年山東新華醫藥集團有限責任公司給予的豁免金額減少，本公司支付了100萬元年費。

Pursuant to the Trademark License Agreement signed by the holding company and the Company on 7 December 1996, the Company was granted the exclusive right to use the trademark "Xinhua" ("Trademark") by the holding company for its existing and future products in and outside the PRC at an initial annual fee of RMB600,000 increasing at the rate of an extra RMB100,000 per year until the annual fee reaches the cap amount of RMB1,100,000. The terms of the agreement shall continue to take effect during the validity period of the Trademark until the agreement is terminated. The annual fee paid by the Group was RMB200,000 in 2005 as the holding company has waived a large part of the trademark license fees under the trademark license agreement. The trademark using fee has increased to RMB1,000,000 in 2006, mainly because the holding company has granted less exemption from the trademark using fee.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
(根據中國會計準則編制)  
(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 2. 關聯交易 (續)

#### 2 Related Transactions (continued)

##### 2.4 接受勞務

##### 2.4 Acquisition of services

長期債權投資明細如下：

關聯方名稱	Related Party Name	2006年 金額 2006 Amount	2005年 金額 2005 Amount
山東新華醫藥集團濰博 綜合服務有限責任公司	Zibo All-purpose Service Company Limited of Shandong Xinhua Pharmaceutical Group	0	143

##### 2.5 資產出租

##### 2.5 Lease-out Assets

關聯方名稱	交易性質	交易時間	2006年 金額 2006 Amount	2005年 金額 2005 Amount
山東濰博新達製藥有限公司 Shandong Zibo XinCat Pharmaceutical Company Limited	房屋出租 House leasing	全年 Full year	1,438	1,506

本公司向關聯方出租  
資產按協議價進行結  
算。

The Company lets out assets to related parties  
at agreed-upon price.

##### 2.6 資產租入

##### 2.6 Lease-in Assets

關聯方名稱	交易性質	交易時間	2006年 金額 2006 Amount	2005年 金額 2005 Amount
山東新華醫藥集團有限責任公司 Shandong Xinhua Zibo XinCat Pharmaceutical Company Limited	租入房屋 House leasing	全年 Full year	500	0

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

(UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)

(根據中國會計準則編制)

(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 2. 關聯交易 (續)

#### 2 Related Transactions (continued)

##### 2.7 購買設備及廠房

##### 2.7 Plant & Equipment Purchase

關聯方名稱	交易性質	交易時間	2006年 金額	2005年 金額
Related Party Name	Nature of deal	Time of deal	2006 Amount	2005 Amount
山東新華醫藥集團 有限責任公司	購買設備	2006.6		
Shandong Xinhua Pharmaceutical Group Company Limited	Purchase of Equipment	June 2006	744	0
山東新華醫藥集團 有限責任公司	購買廠房	2006.6		
Shandong Xinhua Pharmaceutical Group Company Limited	Purchase of Plant	June 2006	755	0

##### 2.8 出售設備及技術

##### 2.8 Sales of Equipment & Technology

關聯方名稱	交易性質	交易時間	2006年 金額	2005年 金額
Related Party Name	Nature of deal	Time of deal	2006 Amount	2005 Amount
山東新華長星化工 設備有限公司	出售設備	2006.4		
Shandong Xinhua Changxing Chemical Equipment Company Limited	Sales of Equipment	April 2006	1,708	0
山東新華長星化工設備 有限公司	出售技術	2006.4		
Shandong Xinhua Changxing Chemical Equipment Company Limited	Sales of Technology	April 2006	2,005	0

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 2. 關聯交易 (續)

#### 2 Related Transactions (continued)

##### 2.9 接受擔保

##### 2.9 Guaranty secured

2006年9月28日，本公司與中國進出口銀行簽訂出口賣方信貸合同，合同金額為180,000千元，合同期限為12個月。山東華魯控股集團有限公司為本公司在上述借款合同下的債務提供了連帶責任保證。截至2006年12月31日，本公司已取得該合同項下的180,000千元借款。

On 28 September 2006, the Company signed an export bargainer credit contract with China Import & Export Bank with a contracted amount of RMB180,000,000 and for a period of 12 months. Shandong Hualu Holding Group Company Limited provided joint guaranty for the liabilities of the Company under the above borrowing contract. By the end of 31 December 2006, the Company has received RMB180,000,000 under the borrowing contract.

##### 2.10 關聯方資金往來

##### 2.10 Fund transactions between related parties

關聯方名稱 Related Party Name	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
淄博新華一百利高製藥有限責任公司 Zibo Xinhua-Perrigo Pharmaceutical Company Limited	270	7,271	0	0

本公司向淄博新華一百利高製藥有限責任公司所提供資金餘額中，本金6,921千元，利息350千元。其中本金構成如下：

The ending balance of the fund provided to Zibo Xinhua-Perrigo Pharmaceutical Company Limited includes interest receivable of RMB350,000 and a principal of RMB6,921,000, which includes:

- 681千元借款日為2005年7月28日，借款期限1年，年利率為2.2675%，本年借款到期，本公司向新華-百利高公司提供展期至2007年1月18日，其他條件不變；

- RMB681,000 at the rate of 2.2675% per year for a period of 1 year, starting at the date of 28 July 2005, was matured in 2006. The Company extended the deadline until 18 January 2007 under the original terms;



# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 2. 關聯交易 (續)

#### 2 Related Transactions (continued)

##### 2.10 關聯方資金往來 (續)

##### 2.10 Fund transactions between related parties (continued)

2) 1,800千元借款日為2005年7月26日，借款期限1年，年利率為2.2675%，本年借款到期，本公司向新華-百利高公司提供展期至2007年1月18日，其他條件不變；

2) RMB1,800,000 at the rate of 2.2675% per year for a period of 1 year, starting at the date of 26 July 2005, was matured in 2006. The Company extended the deadline until 18 January 2007 under the original terms;

3) 4,440千元借款日為2005年12月28日，借款期限1年，年利率為4.81%，本年借款到期，本公司向新華-百利高公司提供展期至2007年11月27日，其他條件不變。

3) RMB4,440,000 at the rate of 4.81% per year for a period of 1 year, starting at the date of 28 December 2005, was matured in 2006. The Company extended the deadline until 27 November 2007 under the original terms;

4) 應收淄博新華一百利高製藥有限責任公司的借款利息為350千元。其中，本年新增的利息為270千元。

4) The interest due from Zibo Xinhua-Perrigo Pharmaceutical Company Limited by the end of 2006 is RMB350,000, which includes RMB270,000 incurred in the year of 2006.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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(PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 3. 關聯方往來餘額

#### 3 Related Party Current Account Balances

關聯方名稱 Related Party Name	科目名稱 A/C title	2006.12.31	2005.12.31
山東新華醫藥集團有限責任公司 Shandong Xinhua Pharmaceutical Group Company Limited	其他應收款 Other receivables	(6)	9,507
山東淄博新華一肯孚製藥有限公司 Shandong Zibo Xinhua-Chemferm Pharmaceutical Company Limited	其他應收款 Other receivables	0	722
山東淄博新華一肯孚製藥有限公司 Shandong Zibo Xinhua-Chemferm Pharmaceutical Company Limited	應付賬款 Account payables	2,992	0
山東新華醫藥集團淄博包裝裝潢有限責任公司 Zibo Packing & Decoration Company Limited of Shandong Xinhua Pharmaceutical Group	應付賬款 Account payable	1,470	59
山東新華醫藥集團淄博綜合服務有限責任公司 Zibo All-purpose Service Company Limited of Shandong Xinhua Pharmaceutical Group	其他應收款 Other receivables	1,374	1,478
淄博新華一比利高製藥有限責任公司 Zibo Xinhua-Perrigo Pharmaceutical Company Limited	其他應收款 Other receivables	11,245	7,475
山東新華長星化工設備有限公司 Shandong Xinhua Changxing Chemical Equipment Company Limited	其他應收款 Other receivables	26	0
山東新華長星化工設備有限公司 Shandong Xinhua Changxing Chemical Equipment Company Limited	應收賬款 Account receivable	6,467	0
山東新華工貿股份有限公司 Shandong Xinhua Industry & Trade Company	應付賬款 Account payable	1,371	0
山東新華工貿股份有限公司 Shandong Xinhua Industry & Trade Company	其他應付款 Other payables	273	0
山東淄博新華一肯孚製藥有限公司 Shandong Zibo Xinhua-Chemferm Pharmaceutical Company Limited	應付票據 Notes payable	600	4,000
山東新華醫藥集團淄博包裝裝潢有限責任公司 Zibo Packing & Decoration Company Limited of Shandong Xinhua Pharmaceutical Group	應付票據 Notes payable	0	2,979

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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### 八. 關聯方關係及其交易 (續)

### 8 Related Party Relationship and Transactions (continued)

#### 3. 關聯方往來餘額 (續)

#### 3 Related Party Current Account Balances (continued)

關聯方名稱 Related Party Name	科目名稱 A/C title	2006.12.31	2005.12.31
山東新華博邦化工有限責任公司 Shandong Xinhua Bobang Chemical & Industrial Company Limited	應付賬款 Account payable	598	344
山東新華博邦化工有限責任公司 Shandong Xinhua Bobang Chemical & Industrial Company Limited	應付票據 Notes payable	330	400
山東新華博邦化工有限責任公司 Shandong Xinhua Longxin Chemical & Industrial Company Limited	應付票據 Account payable	0	145
山東新華隆信化工有限公司 Shandong Xinhua Longxin Chemical & Industrial Company Limited	應付賬款 Advances to suppliers	2,123	0
山東新華隆信化工有限公司 Shandong Xinhua Industry & Trade Company	預付賬款 Account receivable	40,668	26,828
山東新華工貿股份有限公司 Shandong Zibo XinCat Pharmaceutical Company Limited	應收賬款 Account receivable	8,048	7,746
山東淄博新達製藥有限公司 Shandong Xinhua Wanbo Chemical & Industrial Company Limited	應收賬款 Advances from customers	4	4
山東新華萬博化工有限公司 Shandong Xinhua Wanbo Chemical & Industrial Company Limited	預收賬款 Advances to suppliers	2,959	0

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
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### 九. 承諾事項

#### 1 約定大額發包合同支出

截止2006年12月31日，本公司尚有已簽訂但未支付的約定大額發包合同支出共計15,621千元，具體情況如下：

項目名稱	Items	合同金額 Contractual Amount	未付金額 Amount Unpaid
機動節能	Energy Conservation Project	3,158	428
供銷倉庫工程	Warehouse Project	6,000	567
片劑項目擴建	Troche Project Expansion	7,892	909
針劑項目擴建	Injection Projection Expansion	1,773	198
物流中心工程	Logistical Centre Project	9,360	1,890
綜合製劑	Preparation Project	11,000	901
咖啡因工程	Caffeine project	39,029	8,425
其他	Others	7,506	2,303
合計	Total	<b>85,718</b>	<b>15,621</b>

### 9 Commitments

#### 1 Large-Sum Agreed-Upon Contractual Disbursements

As of December 31, 2006, the Company has entered into but not disbursed the agreed-upon contractual commitments with a total amount of RMB15,621,000. The detailed information of these commitments is as follows:

2 除存在上述承諾事項外，截止2006年12月31日，本公司無其他重大承諾事項。

2 The Company has no other capital commitments signed except for the above-mentioned on 31 December 2006.

### 十. 或有事項

#### 1 為控股子公司提供擔保

被擔保單位名稱	擔保類型	金額	佔淨資產的比例	期限
Grantees	Nature	Amount	Rate to Net Assets	Period
山東新華醫藥貿易有限公司	連帶責任保證			2006年12月29日 — 2007年1月22日
Shandong Xinhua Pharmaceutical Trade Company Limited	Joint Security	5,000	0.37%	From 29 December 2006 to 22 January 2007

### 10 Contingencies

#### 1 Guarantee for the holding subsidiaries

2 除上述事項外，本公司無其他需披露的重大或有事項。

2 The Company has no significant contingencies besides the above to be disclosed on 31 December 2006.

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)

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### 十一. 資產負債表日後事項

本公司無需披露的重大資產負債表日後事項。

### 十二. 其他重要事項

2006年4月3日本公司與美國百利高公司簽訂《淄博新華-百利高製藥有限責任公司合資企業合同修訂協議》，協議約定：美國百利高公司將其持有的淄博新華-百利高製藥有限責任公司0.1%股權轉讓給本公司，股權轉讓款為美元6,000元。在轉讓變更完成以後，雙方的股權比例將調整為：本公司佔50.10%，美國百利高佔49.90%。截止到2006年12月31日，本公司尚未支付上述股權轉讓款。

### 十三. 補充資料

1 按照中國證監會《公開發行證券的公司信息披露編報規則第九號—淨資產收益率和每股收益的計算及披露》的要求，本公司2006年度全面攤薄和加權平均計算的淨資產收益率及每股收益如下：

報告期利潤	Reporting period net income	淨資產收益率		每股收益(元/股)	
		全面攤薄	加權平均	全面攤薄	加權平均
		Fully diluted	Weighted average	Fully diluted	Weighted average
主營業務利潤	Profit from principal operations	21.34%	21.34%	0.63	0.63
營業利潤	Operating income	1.64%	1.64%	0.05	0.05
淨利潤	Net income	1.69%	1.69%	0.05	0.05
扣除非經常性	Net income after deductions				
損益後的淨利潤	of extraordinary gains or losses	1.25%	1.25%	0.04	0.04

### 11 Post Balance Sheet Date Events

The Company has no significant subsequent events to be disclosed.

### 12 Other Important Events

On 3 April 2006, the Company and Perrigo International Inc. signed Zibo Xinhua-Perrigo Pharmaceutical Company Limited Amendment Agreement for Equity Venture Contract and agreed mutually that Perrigo International Inc. would transfer 0.10% of the total equity interests of Zibo Xinhua-Perrigo Pharmaceutical Company Limited to the Company in consideration of USD6,000. After the transferring of equity, the Company and Perrigo International Inc. would hold 50.10% and 49.90% of the equity interests, respectively. The Company has not yet paid the consideration until 31 December 2006.

### 13 Supplementary Information

1 According to the requirements of "Rule 9 on the Information Disclosure and Presentation of Companies That Issue Securities to the Public — Calculation and Disclosure of Rate of Return on Equity and Earnings per Share" issued by China Securities Regulatory Commission, the fully diluted and weighted average rate of return on equity and earnings per share of the Company in 2006 are as follows:

# 會計報表註釋 (續)

## NOTES TO THE ACCOUNTS (continued)

(本註釋除另有註明者外以人民幣千元為單位)  
 (UNLESS OTHERWISE INDICATED, ALL FIGURES ARE STATED IN RMB' 000)  
 (根據中國會計準則編制)  
 (PREPARED IN ACCORDANCE WITH PRC ACCOUNTING STANDARDS)

### 十三. 補充資料 (續)

### 13 Supplementary Information (continued)

2 非經常性損益		2 Non-Routine Profit or Loss			
		2006		2005	
		所得稅前	所得稅後	所得稅前	所得稅後
項目	Items	Before income tax	After income tax	Before Income tax	After income tax
處置長期股權 投資損益	Profit or loss deriving from disposal of long-term equity investment	0	0	(228)	(161)
處置固定資產及 土地使用權損益	Profit or loss deriving from disposal of fixed assets and land use rights	2,290	1,682	14,642	10,351
對非金融企業收取 的資金佔用費	Fund occupancy expenses from Non-financial company	270	198	0	0
政府補貼	Government subsidies income	600	441	215	152
短期投資損益	Profit or loss pertinent to short-term investment	0	0	91	64
長期債權投資損益	Profit or loss deriving from entrusted investment	6,588	4,840	6,753	4,773
扣除公司日常根據 企業會計制度 規定計提的資產 減值準備後的 其他各項營業外 收入、支出	Non-operating income or expense subtracted from that attributable to accrual of provisions for asset impairment in accordance with accounting policy	(1,710)	(1,353)	(284)	(253)
以前年度已經計提 各項減值準備 的轉回	Reversal of any provisions for asset impairment made in prior years	187	137	157	111
合計	Total	<u>8,225</u>	<u>5,945</u>	<u>21,346</u>	<u>15,037</u>

# 審閱報告

## REVIEW REPORT

信永中和  
ShineWing

信永中和會計師事務所

ShineWing  
certified public accountants

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### 山東新華製藥股份有限公司全體股東：

我們審閱了後附的山東新華製藥股份有限公司(以下簡稱貴公司)新舊會計準則股東權益差異調節表(以下簡稱股東權益差異調節表)及編制說明。按照《企業會計準則第38號-首次執行企業會計準則》和中國證券監督管理委員會《關於做好與新會計準則相關財務會計信息披露工作的通知》(證監發[2006]136號,以下簡稱通知)的有關規定編制股東權益差異調節表是山東新華製藥股份有限公司管理層的責任。我們的責任是在實施審閱工作的基礎上對股東權益差異調節表出具審閱報告。

我們參照《中國註冊會計師審閱準則第2101號-財務報表審閱》的規定執行了審閱業務。該準則要求我們計劃和實施審閱工作,以對股東權益差異調節表是否不存在重大錯報獲取有限保證。審閱主要限於詢問公司有關人員和對股東權益差異調節表數據實施分析程序,提供的保證程度低於審計。我們沒有實施審計,因而不發表審計意見。

根據我們的審閱,我們沒有注意到任何事項使我們相信股東權益差異調節表沒有按照《企業會計準則第38號-首次執行企業會計準則》和通知的有關規定編制。

#### 信永中和會計師事務所

中國註冊會計師：郎爭

中國註冊會計師：張新衛

中國 北京  
二〇〇七年三月二十三日

### ALL SHAREHOLDERS OF SHANDONG XINHUA PHARMACEUTICAL COMPANY LIMITED:

We have reviewed the accompanying reconciliation table of Shandong Xinhua Pharmaceutical Company Limited ("the Company"), which comprise the reconciliation table of transitional adjustments in equity arising from differences between the new Accounting Standard for Business Enterprises (ASBE) and the current ASBE, and the notes (hereafter referred to as "the reconciliation table"). The Company's management is responsible for the preparation of the reconciliation table in accordance with the Accounting Standards for Business Enterprises 38-First Time Adoption of Accounting Standards for Business Enterprises and Notice on Fulfillment of Financial and Accounting Information related Disclosures Related to New Accounting Standards ("Zheng Jian Fa [2006] No.136", hereafter referred to as "the Notice"), issued by China Securities Regulatory Commission (SCRC). Our responsibility is to issue a review report on the reconciliation table based on review.

We conducted our review in accordance with China Reviewing Standards for the Certified Public Accountants 2101- The Review on Financial Statements. The Standard requires that we plan and perform the review to obtain reasonable assurance whether the reconciliation table is free from material misstatement. A review is limited primarily to enquiries of company personnel and analytical procedure applied to the reconciliation table and thus provides less assurance than an audit. These procedures do not constitute an audit; accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the reconciliation table referred to above is not, in all material respects, in accordance with the Accounting Standards for Business Enterprises 38-First Time Adoption of Accounting Standards for Business Enterprises and the Notice.

#### ShineWing Certified Public Accountants

Certified Public Accountant, PRC Lang Zheng

Certified Public Accountant, PRC Zhang Xinwei

Beijing, PRC  
23 March 2007

**新舊會計準則股東權益差異調節表**

**The Reconciliation Table of Transitional Adjustments in Equity arising from Differences between the New ASBE and the Current ASBE**

編號 Ref.	項目名稱 Items	金額 Amount 人民幣千元 RMB'000
	<b>2006年12月31日股東權益(現行會計準則)</b> <b>Equity as at 31 December 2006 (under the current ASBE)</b>	1,343,337
1	長期股權投資差額 Equity Investment Difference	—
	其中： 同一控制下企業合併形成的長期股權投資差額 Includes: Long-term equity investment differences from combinations involving entities under common control	—
	其他採用權益法核算的長期股權投資貸方差額 Credit differences of long-term equity investment from others	—
2	擬以公允價值模式計量的投資性房地產 Investment property will be measured in fair value model	—
3	因預計資產棄置費用應補提的以前年度折舊等 Additional depreciation made due to the estimate of costs of dismantlement, removal or restoration of a fixed assets	—
4	符合預計負債確認條件的辭退補償 Dismiss compensate that met conditions of provision recognized	—
5	股份支付 Share-based payment	—
6	符合預計負債確認條件的重組義務 Restructuring cost that met conditions of provision recognized	—
7	企業合併 Business combination	—
	其中： 同一控制下企業合併商譽的賬面價值 Includes: Book value of goodwill of combinations involving entities under common control 根據新準則計提的商譽減值準備 Provision for impairment of goodwill according to the new ASBE	—
8	以公允價值計量且其變動計入當期損益的金融資產以及可供出售金融資產 Financial assets at fair value through profit or loss and financial assets available for sale	—
9	以公允價值計量且其變動計入當期損益的金融負債 Financial liabilities at fair value through profit or loss	—
10	金融工具分拆增加的權益 Equity increased from split accounting of compound financial instruments	—
11	衍生金融工具 Derivative financial instruments	134
12	所得稅 Income Tax	8,049
13	少數股東權益 Minority shareholders' equity	3,312
14	其他 Others	—
	<b>2007年1月1日股東權益(新會計準則)</b> <b>Equity as at 1 January 2007 (under the new ASBE)</b>	1,354,832