

# 董事長報告

## CHAIRMAN'S STATEMENT

### 致各位股東：

本人謹此提呈山東新華製藥股份有限公司（「本公司」）截至二零零四年十二月三十一日止年度報告書，敬請各位股東省覽。

### 業績與股息

本公司及其附屬公司（「本集團」）截至二零零四年十二月三十一日止年度按中國會計準則編製的主營業務收入為人民幣1,511,296千元，較二零零三年度增長13.76%；虧損為人民幣55,608千元，本集團年度業績首次出現虧損。

按香港普遍採納之會計原則編製的營業額為人民幣1,524,409千元，較二零零三年度增長13.61%；股東應佔虧損為人民幣52,485千元。

董事會建議不派發二零零四年末期現金股利。

### 業務回顧

2004年受以原油為基礎的化工原料價格持續上揚等不利因素影響，本集團產品成本大幅度上升，經營業績大幅度下降。儘管本集團及時採取了包括擴大產品銷售、調升部份藥品銷售價格、加快產品技術攻關等在內的一系列應對措施，仍未能扭轉被動局面。上半年本集團實現淨利潤（按中國會計準則編製）人民幣27,328千元，較2003年同期下降36.96%，前三季度業績較上年同期下降38.47%。進入第四季度後，化工原料、動力能源價格較前三季度進一步上漲，加之年末計提減值準備，導致本集團首次出現年度業績虧損。以下是一年來，本集團主要業務回顧：

### Dear Shareholders,

I hereby present for your review the annual report of the Company for the year ended 31 December 2004.

### Results and Dividends

In the fiscal year ended 31 December 2004, the income from principal operations of the Company and its subsidiaries ("Group") prepared under PRC accounting standards was RMB1,511,296,000 representing an increase of 13.76%, as compared with that of year 2003. The Group recorded its loss of RMB55,608,000 for the first time.

The Company's sales prepared under HKGAAP were RMB1,524,409,000, representing an increase of 13.61%, as compared with that of year 2003. A loss attributable to shareholders of RMB52,485,000 was recorded.

The Directors proposed not to distribute any final dividend for year ended 31 December 2004.

### Review of Operations

In 2004, as a result of unfavourable factors including continuous increases in prices of petro-chemical raw materials, the Group experienced a significant decline in its results due to the increase in costs of production. The Group adopted measures including enhancing the marketing of products, increasing the selling price of certain products and expediting technical improvements, but did not succeed in getting rid of such difficulties. In the first half of 2004, the net profit of the Group prepared under PRC accounting standards was RMB27,328,000, a decrease of 36.96%, compared with that of the same period last year, and the net profit of the first three quarters decreased by 38.47%, compared with that of the same period last year. In the fourth quarter of 2004, the prices of chemical raw materials and power and energy exceeded the highest mark in the first three quarters of 2004, together with the provisions for impairment of assets which usually made at the end of the year, the Group recorded the first loss in its annual results. The following is an overall review of the main business of the Group in 2004.

業務回顧 (續)

1. 加大市場開拓力度，進一步擴大經營規模

2004年本集團化學原料藥生產量首次突破兩萬噸，達到20,313噸，較上年增長6.7%；主營業務收入繼續實現兩位數增長，其中外貿工作成績顯著，產品出口創匯較上年增長33.08%，實現79,980千美元，本集團業務國際化進程有所加快，國際市場地位得以提高。本集團醫藥製劑商業銷售以「建設魯中醫藥物流中心」為目標，一年來取得了可喜增長，實現銷售收入人民幣257,374千元，較上年度增長61.7%。

2. 加快技術改造，提升企業綜合實力

2004年本公司用於產品技術改造項目資金約人民幣1.4億元，其中針劑GMP改造項目年內投入約人民幣53,000千元，進展順利；新片劑GMP改造項目投入人民幣21,000千元，為對外加工片劑做好了充分準備；繼續加大環保設施投入，年度內該項投入約人民幣9,000千元，大力打造可持續發展、環保型企業。

3. 加快科研開發速度，提高企業競爭力

2004年本公司取得國家食品藥品監督管理局頒發的新藥批件8個，取得臨床研究批覆文件9項，並獲得專利授權3項；充分發揮化學合成技術優勢，加快與國際大公司產業鏈對接，順利完成多項中間體科研攻關項目，獲得外商充份肯定，為進一步擴大合作，培植公司新的效益增長點奠定了基礎。

Review of Operations (continued)

1. Further enhancing marketing and expanding the scale of operations

In 2004, the total output of bulk pharmaceuticals of the Group was 20,313 tons, an increase of 6.7%, compared with that of last year. This was the first time the Group's production volume exceeded the level of 20,000 tons. The Group also achieved a two-digit increase in income from its principal business and realized notable achievements in foreign trade and the income from exports increased by 33.08% to USD79,980,000. The internationalization of the Group's business was expedited and thus improved the Group's position in the world market. The Group sets a target of "building a medical logistics center in central Shandong" for its sales of preparation pharmaceutical products. The sales revenue increased by 61.7% to RMB257,374,000 as compared with that of last year.

2. Expediting technical improvements to improve the Group's overall competitiveness

In 2004, the total amount invested in the product and technology improvement of the Group was approximately RMB140 million, including RMB53 million in the Injection GMP Project, RMB21 million in the New Tablet GMP Project and RMB9 million in environmental protection facilities. The Injection GMP Project has made progress on schedule. The completion of the New Tablet GMP Project will lay down good foundations for the export of tablets. The Company aims to becoming a sustainably-developed and environmentally-friendly enterprise with new environmental protection facilities.

3. Expediting research and development to improve competitiveness

The Company has obtained 8 approvals for the production of new drugs, 9 approvals for clinical tests for new drugs from State Food and Drugs Administration of the PRC and 3 patent licences in 2004. Capitalizing on its superiority in chemical synthetic technology, the Company put more efforts into cooperation with notable international companies. Following the success in research of several pharmaceutical intermediates jointly developed with foreign clients, the Company will continue to cooperate with overseas customers to create more income sources.

### 業務回顧 (續)

#### 4. 夯實企業發展基礎

強化基礎管理工作，2004年本集團所有產品均順利通過GMP認證，醫藥流通領域也順利通過GSP認證，並通過了包括跨國公司全球顧客審計在內的35次外商質量審計。安乃近、TMP、異丙基安替比林等三個產品年內獲得歐洲COS證書，至此本公司共有七個產品獲得歐洲COS證書。

積極推行比質比價招標採購、工程項目招標，控制費用支出。

進一步規範營銷人員市場行為，加大風險控制力度，防範經營風險。

通過產品技術攻關，節能工藝改進、節能措施落實，2004年本集團實現原料消耗節約人民幣6,020千元，能源動力費用節約人民幣5,100千元。

### 未來展望

隨着世界經濟繼續保持增長，國際貿易進一步擴大，以及中國加入WTO過渡期的結束，本集團外經貿工作將面臨新的發展機遇。中國正處於新一輪經濟增長週期的上升期，宏觀經濟形勢保持向好趨勢，市場需求穩中有升，隨着對科學發展觀認識的深化，國家宏觀調控政策日益完善，企業外部環境將進一步優化。本集團更多品種進入醫保目錄，國家加大農村醫療制度及農村藥品銷售網絡建設，均有利於本集團長遠發展。

但本集團生產經營工作仍面臨着諸多不確定因素，原材料價格在高位持續運行，能源動力及運輸費用上升，深層次的產品結構戰略性調整不到位，醫藥市場供求關係矛盾依然十分突出，市場劇烈競爭態勢未得到很大改觀，都將制約集團快速發展。

### Review of Operations (continued)

#### 4. Enhancing management and competitiveness for further development

In 2004, all products manufactured by the Company passed GMP authentication in PRC. The medical logistical business also passed GSP authentication. The Company also passed 35 quality audits performed by overseas customers, including multinational companies. The Company has obtained COS certificates for seven products in Europe, and 3 of them, namely Analgin, TMP and Isopropylantipyrene, were obtained in 2004. All of these further improved the internal management of the Company.

The Company controlled expenditure by putting out to tender procurement and construction projects.

Measures were brought into effect to regulate the marketing performance of salespersons, strengthen risk control and decrease the operational risks of the Company.

Progress was made in technical improvements, especially in technology and measures related to energy saving, which resulted in a reduction in the consumption of raw materials of RMB6,020,000 and a saving in energy and power of RMB5,100,000.

### Prospects

The Group expects more opportunities in foreign trade business in view of ongoing world economic growth, further expansion of international trade and the end of the transitional period of China's accession into the WTO. The Group believes the economy of the PRC is in the upward stage of a new economic cycle and the macroeconomic situation of the PRC will continue to take favourable turns. It is also anticipated that market demand will continue to increase gradually and business will be optimized due to improvements in the measures adopted by the State for the adjustment and control of the macro-economy. In 2004, more of the Group's products were registered in the Catalogue of Medicines covered by the State Basic Medical Insurance. The State also continues to push ahead with the establishment of medical systems and sales networks for drugs in rural areas across the country. The Group expects that all of these will be favourable to the long-term business development of the Group.

In 2005, however, the Group is still facing numerous uncertain factors in its operations and production, including the uptrend in the cost of raw materials, energy, power and transportation. Serious structural problems still exist in the domestic pharmaceutical industry. The mismatch between supply and demand in the pharmaceutical market still remains obvious, which results in more intense competition. These factors limit the rapid growth of the Group.

### 未來展望 (續)

針對企業所面臨的複雜經濟形勢，本集團要在把握發展機遇的基礎上，實現「兩個突破」，即實現製劑產品銷售突破和產品成本降低突破；增強「三個意識」，即增強機遇意識、危機意識、創新意識。為此，2005年主要工作如下：

#### 1. 舉全公司之力，實現製劑產品銷售突破

根據產品、區域、需求層面等不同特點，有目標、有重點、有步驟地開拓製劑產品市場，特別是終端市場，為進一步擴大製劑產品銷售，搭建穩定的平台和建立順暢的網絡渠道。加強與戰略合作夥伴溝通，以委託加工製劑產品為突破口，努力實現製劑產品直接出口，擴大銷售規模，提高盈利水平。

#### 2. 發揮競爭優勢，鞏固和提高原料藥市場主導地位

近年來，本集團化學原料藥生產銷售取得了令人注目的發展，特別是原料藥產品出口成績尤為突出。在新的一年裏，本集團將進一步發揮自身優勢，強化競爭勢力，按照全面推進國際化的要求，積極培育大客戶，建立長期合作夥伴關係，並在鞏固發展傳統市場的基礎上，突出開發空白市場，特別是國際醫藥市場，下大氣力開發直接用戶，減少中間環節，提升盈利水平。

#### 3. 以提高效益為中心，大力調整產品結構

2004年本集團首次發生業績虧損，雖然由很多客觀因素引起，但與本集團產品結構調整步伐緩慢，也有很大關係。2005年本集團制定了「一切為大幅度提升企業利潤而努力」的工作方針，加快技術進步，堅持成本領先原則，提高產品競爭力；突出重點原料藥市場開拓力度，加快戰略品種市場培育；堅持「有所為，有所不為」原則，着重發展製劑大品種，大力培育升值潛力大的製劑產品。

### Prospects (continued)

In such complex circumstances, the Group plans to achieve two breakthroughs: namely a breakthrough in the sales of preparations and a breakthrough in the reduction of production costs, together with an increased awareness of three areas, namely opportunity, risk and creativity. The major work planned for 2005 is set out below:

#### 1. Realizing an increase in the sales of preparation

Based on the characteristic of, markets for and demand for different products, the Company will develop the market for preparation step by step with targets and focus, especially the market for end users, in order for the Company to further expand its sales of preparations, create a stable sales platform and establish a sales network. Starting from OEM production and processing of preparations, the Company aims to be a direct exporter of preparations, to expand its sales volume and raise its profit levels.

#### 2. Improving its leading position in the bulk pharmaceutical market

In recent years, the Group has attained remarkable progress in the production and sales of bulk pharmaceuticals, especially the export of bulk pharmaceuticals. In the coming year, the Group will build on its advantages to further strengthen its competitiveness. To achieve business internationalization, the Group will focus on its major customers to develop long-term cooperation. The Group will strengthen its existing markets, and actively develop new markets, in particular in the international pharmaceutical market. To improve its profitability, the Company will continue to simplify the procedures for export and supply products to overseas end-users directly.

#### 3. Adjusting product mix and focus on profitability

The Group recorded its first loss in 2004. The loss reflected the fact that the adjustment of product mixes of the Group was slow. For the year 2005, the Group will aim to maximise the Group's profit. By improving its production technology and reducing costs, the Company will improve the competitiveness of its products. The Group will pay close attention to the marketing of its main and strategic bulk pharmaceutical products and place particular emphasis on developing potential market in relation to its main preparations.

### 未來展望 (續)

#### 4. 更加注重科研開發，增添發展後勁

2005年本集團將以市場需求為導向，堅持產學研相結合的研發原則，加大科研開發投入，大力開發新產品，力爭該年度本集團取得新藥證書6個以上。發揮自身技術優勢，結合市場需求，尋求更多對外合作機會，加快醫藥中間體研究開發速度，培育更多效益增長點。

#### 5. 狠抓內部管理、強化制度執行力

積極建設資源節約型、環保型企業，加強環保措施實施，確保環保設施順利運行，利用新工藝、新裝備改造傳統工藝和裝備，提高節能技術、確保節能措施盡快落實。

建立和完善激勵和約束機制，特別是加大對市場營銷、科研開發部門人員獎懲力度，搞好「兩個開發」。同時要加大对經營風險控制力度，推行定期或專項內部審計制度，提高企業運行質量。

在企業各個層面、各個環節，進一步落實好、執行好各項規章制度，強化制度執行力，嚴格考核。圍繞企業經營目標，積極開展各項工作。

最後，我謹代表本公司全體董事和員工，向多年來關心企業發展的廣大投資者表示忠心感謝。在新的一年里，本公司將着力研究和制訂好第十一個五年發展規劃，不遺餘力地加快企業發展。

賀端湜  
董事長

中國·山東·淄博  
二零零五年三月二十四日

### Prospects (continued)

#### 4. Strengthening research and development

In cooperation with universities and research institutions, the Group will increase investment in market-oriented research and development to develop new products. The Group plans to acquire at least 6 approvals for the production of new drugs in 2005. Capitalizing on its advantages in technology, the Group will seek more cooperation with overseas entities and speed up research relating to pharmaceutical intermediates to increase profitability.

#### 5. Enhancing management and execution of internal control rules

To achieve the goal of being a resource-saving and environmentally-friendly enterprise, the Company will make full use of new environmental protection facilities and enhance environmental protection. The Group will realize its target in respect of energy saving by adopting new technologies and equipment and upgrading existing technical skills and production equipment.

The Company will establish and improve its incentive and control policies, in particular its incentives for staff in the sales and R&D departments to promote the development of new products and the marketing of existing products. On the other hand, the Group will enhance the control of operational risks and carry out periodical or special internal audits to ensure good operations.

Through the implementation and examination of the Company's rules and regulations, all the staff of the Company will concentrate on the business goals of the Group and do their best to accomplish their work.

Finally, I myself, and on behalf of the Board of Directors, sincerely express our appreciation to the investors and employees who are mindful of and work hard for the development of the Company. In the coming year, the Company will exert itself to study and map out The Eleventh Five Year Plan to expedite the development.

He Duanshi  
Chairman

24 March 2005  
Zibo, Shandong, PRC