The directors submit herewith their annual report together with the audited accounts for the year ended 31 December 2006.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of its subsidiaries have been changed from the generation and sale of electricity in the People's Republic of China ("PRC") to the production and sale of Chinese medicine and pharmaceutical products in the PRC after the acquisition of 51% equity interest in Foshan Dezhong Pharmaceutical Co., Ltd. ("DZH") and Foshan Feng Liao Xing Pharmaceutical Co., Ltd. ("FLX") on 9 October 2006 by means of acquiring the entire equity interest in the investment holding company, Hensil Holdings Company Limited, of DZH and FLX and the disposal of 80% equity interest in 佛山市沙口發電廠有限公司 (Foshan Shakou Power Plant Co., Ltd.) ("Shakou JV") on 28 December 2006 by means of disposing the entire equity interest in the investment holding company, Hensil Worldwide Inc., of Shakou JV.

ACCOUNTS

The Group's loss for the year ended 31 December 2006 and the state of the Company's and the Group's affairs at that date are set out in the accounts on pages 34 to 100.

The directors have resolved not to recommend the payment of a final dividend in respect of the year ended 31 December 2006 (2005: nil).

SUBSIDIARIES

Particulars of the Company's subsidiaries as at 31 December 2006 are set out in note 16 on the accounts.

FIXED ASSETS

Details of movements in fixed assets during the year are set out in note 12 on the accounts.

BANK LOANS AND OTHER BORROWINGS

Particulars of bank loans and other borrowings of the Company and the Group as at 31 December 2006 are set out in notes 24 and 25 on the accounts.

SHARE CAPITAL AND RESERVES

Details of the movements in share capital and reserves of the Company and the Group during the year are set out in note 26 on the accounts.

FIVE YEAR FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group for the last five financial years is set out on pages 101 to 102.

MAJOR CUSTOMERS AND SUPPLIERS

Continuing Operation

The turnover attributable to the five largest customers of the Group accounted for 13% of the Group's total sales of Chinese medical and pharmaceutical products.

Purchase from the Group's five largest suppliers accounted for 29% of the Group's total purchases for the production of Chinese medical and pharmaceutical products.

At no time during the year, none of the directors, their associates, or any shareholders of the Company (which to the best knowledge of the Directors own more than 5% of the Company's share capital) had any interest in the Group's five largest suppliers and its customers.

Discontinued Operation

All of the Group's electricity sales was sold to one single customer, 廣東電網公司佛山供電局 (Guangdong Power Grid Company, Foshan Power Supply Bureau), for onward supply to the ultimate end users in Foshan City in the PRC.

The Group's largest supplier in relation to the electricity generation contributed to 90.02% of its total purchases and the Group's five largest suppliers in relation to the electricity generation contributed to 98.84% of its total purchases.

At no time during the year, none of the directors, their associates, or any shareholders of the Company (which to the best knowledge of the Directors own more than 5% of the Company's share capital) had any interest in the Group's five largest suppliers and its customer.

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

During the year, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of its Directors, as at the date of this annual report, there is sufficient public float, as not less than 25% of the Company's issued shares are held by the public.

DIRECTORS

The board of directors ("Board") comprises the following directors during the financial year and up to the date of this report:

Non-executive Director

HE Haochang Chairman (re-designated as Non-executive Director and resigned as Managing Director on 1 April 2007)

Executive Directors

LAM Siu Hung Managing Director (re-designated on 1 April 2007)

SITU Min Chief Financial Officer & Qualified Accountant

LI Songquan (appointed as Director on 1 January 2007 and as Deputy Managing Director on 1 April 2007)

LI Feng (resigned on 1 January 2007)

Independent Non-executive Directors

CHAN Ting Chuen, David CHEUNG Kin Piu, Valiant NG Pui Cheung, Joseph

The Company has received from each independent non-executive director an annual confirmation pursuant to Rule 3.13 of the Rules Governing the Listing of Securities ("Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and the Company considers all the independent non-executive directors to be independent.

In accordance with articles 92 and 101 of the Company's articles of association, Mr. HE Haochang, Mr. SITU Min, Mr. LI Songquan and Mr. CHEUNG Kin Piu, Valiant will retire from the Board at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

No director proposed for re-election at the forthcoming Annual General Meeting has an unexpired service contract which is not determinable by the Company and any of its subsidiaries within one year without payment of compensation, other than normal statutory obligations.

Biographical details of the resigned and existing directors of the Company, including essentially, the particulars required under paragraph 12 of Appendix 16 the Listing Rules (if and as applicable and appropriate), are set out on pages 9 to 10.

DIRECTORS' INTERESTS IN CONTRACTS

No contracts of significance to which the Company or any of its subsidiaries was a party, and in which a director of the Company had a material interest, subsisted at the end of the year or at any time during the year.

NON-EXECUTIVE DIRECTOR'S SERVICE CONTRACT

Mr. He Haochang had a service contract with the Company for a term of two years commencing on 19 July 2001 which will continue thereafter until terminated by either party to the agreement at six months' notice. After his resignation as the Managing Director and re-designation as a non-executive director on 1 April 2007 but remaining the Chairman of the Company, the service contract has been replaced by another one for a term of two years with the Company.

EXECUTIVE DIRECTORS' SERVICE CONTRACTS

Mr. LAM Siu Hung has a service contract with the Company for a term of two years commencing on 4 July 2005 which will continue thereafter until terminated by either party to the agreement at six months' notice.

Mr. SITU Min has a service contract with the Company for a term of two years commencing on 1 March 2003 which will continue thereafter until terminated by either party to the agreement at six months' notice.

Mr LI Songquan has a service contract with the Company for a term of two years commencing on 1 April 2007 which has been approved by the Board as well as the remuneration committee and will continue thereafter until terminated by either party to the agreement at six months' notice.

INDEPENDENT NON-EXECUTIVE DIRECTORS' SERVICE CONTRACTS

All the independent non-executive directors are appointed for a specific term subject to re-election. Mr. CHAN Ting Chuen, David has a service contract with the Company for a term of one year together with Mr. CHEUNG Kin Piu, Valiant and Mr. NG Pui Cheung, Joseph have service contracts for a term of two years with the Company.

DIRECTORS' FEES

The fee for each of the directors was fixed at HK\$100,000 per annum by the shareholders at the Annual General Meeting of the Company held in May 2002 and continues to be paid at such rate until otherwise determined by the shareholders in general meeting.

FUEL SUPPLY TRANSACTIONS

Pursuant to a fuel supply agreement ("Fuel Supply Agreement") dated 9 November 2005 entered into between Shakou JV and 佛山市區電力燃料公司 (Foshan City District Electricity Fuel Supply Company) ("Fuel Company"), Shakou JV purchased fuel of an aggregate amount of approximately Rmb: 888.38 million during the year (2005: Rmb: 739.06 million) from the Fuel Company ("Fuel Supply Transactions"). These transactions are detailed below:

	Heavy Oil	Diesel Oil	Total
Quantity (tonnes):	273,136	676	N.A.
Value (Rmb'000):	885,223	3,162	888,385
Weighted average price (Rmb/tonne):	3,241	4,678	N.A.

Note: All prices and values are exclusive of value added tax.

Pricing Policy

During the year, Shakou JV purchased all of its fuel from the Fuel Company. Shakou JV has established a pricing policy such that the price payable by Shakou JV for the fuel delivered will be determined by Shakou JV and the Fuel Company from time to time, but in any event will not be higher than: (i) the then prevailing market prices for sales of fuel by the Fuel Company to independent third parties; or (ii) the then quotation of price of the fuel that Shakou JV could obtain from other independent supplier(s), whichever is the lower.

Approval of Fuel Supply Transactions

Since 佛山市區電力建設總公司 (Foshan City District Electric Power Construction Corporation) ("Power Construction Corporation") holds 20% in Shakou JV, it is regarded as a substantial shareholder of Shakou JV under the Listing Rules and is thus a connected person of the Company under the Listing Rules. As the Fuel Supply and Power Construction Corporation are both wholly-owned by 佛山電建集團公司 (Foshan Electric Power Construction Group Corporation) ("Power Group Corporation"), the Fuel Company is an associate (within the meaning of the Listing Rules) of Power Construction Corporation by virtue of their being fellow subsidiaries of the same holding company and the Fuel Company is regarded as a connected person of the Company under the Listing Rules. The Fuel Supply Transactions were connected transactions as defined under the Listing Rules.

The maximum aggregate annual values of the Fuel Supply Transactions approved by the shareholders of the Company at the Extraordinary General Meeting held on 14 December 2005 for each of the three financial years ended 31 December 2008 were Rmb: 1,256 million, Rmb: 1,327 million and Rmb: 1,589 million respectively. For the year ended 31 December 2006, the aggregate annual values paid to the Fuel Company amounted to Rmb: 888.38 million which was within the maximum aggregate annual values for the year ended 31 December 2006.

FUEL SUPPLY TRANSACTIONS (Continued)

Opinion of the Independent Non-executive Directors

The Company's independent non-executive directors have reviewed the Fuel Supply Transactions and confirmed in a letter dated 30 March 2007 that: (a) the Fuel Supply Transactions have been entered into by Shakou JV in the ordinary and usual course of its business; (b) the Fuel Supply Transactions have been entered into on terms no less favourable than terms available from independent third parties; (c) the Fuel Supply Transactions have been entered into in accordance with the terms and conditions of the Fuel Supply Agreement dated 9 November 2005 governing such Fuel Supply Transactions; and (d) the aggregate amount of the Fuel Supply Transactions has not exceeded the maximum aggregate annual value for the year ended 31 December 2006.

Confirmation from Auditors

The Company's auditors have also confirmed to the Directors in writing stating that: (a) the Fuel Supply Transactions have been approved by the Directors; (b) according to the sample checks they have not found the Fuel Supply Transactions during the year ended 31 December 2006 not in accordance with the terms of the Fuel Supply Agreement dated 9 November 2005 and the pricing policy as stated in the Company's annual report; and (c) the aggregate amount of the Fuel Supply Transactions has not exceeded the maximum aggregate annual value for the year ended 31 December 2006.

MATERIAL CONNECTED TRANSACTIONS

Renminbi Long-term Loans

Shakou JV had outstanding unsecured Renminbi long-term loans due to Power Construction Corporation and its associate of an aggregate amount of HK\$296.98 million as at 31 December 2005 in which the loans amounting to HK\$161.02 million were interest bearing at a fixed rate of 5.76% per annum and the remaining balances were interest free. Shakou JV made interest payment to the lenders in accordance with the terms and conditions of the respective loan agreements, details of which have been disclosed in the Company's circular to shareholders dated 23 March 1998. Power Construction Corporation is a 20% shareholder of the Shakou JV hence a connected person of the Company as defined in the Listing Rules. The long-term loans were omitted as at 31 December 2006 as a result of the disposal of Shakou JV.

Fuel Purchases

Shakou JV made fuel purchases from the Fuel Company of an aggregate amount of approximately Rmb: 888.38 million, details of which are listed in above section headed "Fuel Supply Transactions" of this report. These transactions were made in accordance with a Fuel Supply Agreement entered into between Shakou JV and the Fuel Company on 9 November 2005 for a term of three years commencing on 1 January 2006, details of which have been disclosed in the Company's circular dated 28 November 2005 and approved by the shareholders on 14 December 2005.

MATERIAL CONNECTED TRANSACTIONS (Continued)

Facility Lease Agreement

On 30 July 2004, Shakou JV and 佛山市福能發電廠有限公司 (Funeng Power Supply Co. Ltd.) ("Funeng JV"), a Sinoforeign equity joint-venture established in the PRC, entered into the Facility Lease Agreement, pursuant to which Funeng JV agreed to lease from Shakou JV certain assets (including office premises, factory premises, land use rights and auxiliary power generation facilities) for two years commencing from 30 July 2004, the date of the Facilities Lease Agreement. The consideration was satisfied in cash by two annual payments of Rmb: 4.80 million each. The lease had been extended for another two months commencing from 30 July 2006 at a rental of Rmb: 0.40 million each.

As Power Construction Corporation, a wholly-owned subsidiary of Power Group Corporation, is a substantial shareholder (as defined in the Listing Rules) of Shakou JV, it is a connected person of the Company within the meaning of the Listing Rules. Funeng JV, being a subsidiary of Power Group Corporation, is an associate (as defined in the Listing Rules) of Power Construction Corporation by virtue of its being a fellow subsidiary of Power Construction Corporation and thus the entering into of the Facilities Lease Agreement between Shakou JV and Funeng JV constitutes a connected transaction of the Company and the transactions arising therefrom constitute continuing connected transactions under Chapter 14A of the Listing Rules.

Since, in respect of the aggregate consideration on an annual basis under the Facilities Lease Agreement payable by Funeng JV to Shakou JV, each of the applicable percentage ratios for connected transaction purpose is less than 2.5%, the entering into the Facilities Lease Agreement is only subject to the reporting and announcement requirements under Rules 14A.45 to 14A.47 of the Listing Rules and no shareholders' approval is required. Detailed of the transactions had been disclosed in the Company's announcement dated 2 August 2004.

Acquisition of Hensil Holdings Company Limited ("HHC") from Foshan Development (Holdings) Limited ("FDH")

On 9 October 2006, the Group acquired the entire equity interest in HHC and amount due from HHC from FDH by way of issuance of convertible notes of HK\$282.4 million to Foshan Development Company Limited ("FDC"). FDH is a related party to the Group because FDH is a related party of FDC, a substantial shareholder of the Company. Details of the acquisition had been disclosed in the Company's circular dated 18 September 2006.

Disposal of Hensil Worldwise Inc. ("HWI") to FDC

On 28 December 2006, the Group disposed of the entire equity interest in HWI to FDC, a substantial shareholder of the Company, at a consideration of HK\$288 million. The consideration for the disposal was satisfied by way of offsetting with the outstanding principal amount of the convertible notes of HK\$282.4 million issued by the Company upon the acquisition of HHC on 9 October 2006, together with related interest and early redemption costs. Details of the disposal had been disclosed in the Company circular dated 29 November 2006.

DISCLOSURE OF INTERESTS

Directors' and Chief Executives' Interests

As at 31 December 2006, the interests or short positions of the directors and chief executives in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance) ("SFO") as recorded in the register which were required to be kept under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers were as follows:—

Long positions in shares and underlying shares of the Company:

Number of Ordinary Shares

					Approximate
	Personal	Corporate	Underlying		Percentage of
	Interests	Interests	Shares		Total Interests
	(held as	(interests of	Pursuant to		to Issued
	beneficial	controlled	Share Options	Total	Share Capital
Name of Directors	owner)	corporation)	(Note 2)	Interests	(%)
HE Haochang	_	6,117,079	4,200,000	10,317,079	1.24
		(Note 1)			
SITU Min	_	_	3,800,000	3,800,000	0.46
LI Feng	_	_	1,500,000	1,500,000	0.18
CHAN Ting Chuen, David	828,000	_	_	828,000	0.10
NG Pui Cheung, Joseph	_	_	828,000	828,000	0.10

Notes:-

- 1. These shares were held by Main Fortune International Limited 50% of which is owned by Mr. HE Haochang.
- These represents interests of options granted to the directors under the Share Option Scheme to acquire for shares of the Company, further details of which are set out hereinafter.

Other than as disclosed above, none of the directors and chief executives of the Company had any interests or short positions in any shares and underlying shares or debentures of the Company or any of its associated corporations as recorded in the register which were required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers. None of directors or their spouses or children under the age of 18, had been granted any right to subscribe for the equity or debt securities of the Company or any of its associated corporations, or had exercised any such right during the year.

DISCLOSURE OF INTERESTS (Continued)

Substantial Shareholders' Interests

At 31 December 2006, the interests and short positions of the shareholders, other than a director or chief executive of the Company, in the shares and underlying shares of the Company as recorded in the register which were required to be kept by the Company under section 336 of SFO were as follows:

		Number of Ordinary Shares				
	Personal Interest	Corporate Interest	Family Interest	Other Interest	Percentage of Issued Capital (%)	
Hensil Investments Group Limit	ed –	315,000,000 (Note 1)	_	_	37.95	
Foshan Development						
Company Limited	_	315,000,000 (Note 1)	_	_	37.95	
YIP Siu Chun	290,196,037 (Note 2)	-	-	_	34.96	
Oakwood Enterprise Limited	_	-	-	290,196,037 (Note 2)	34.96	
KWAN Tik Hoi	_	_	290,196,037 (Note 2)	_	34.96	

Notes:

- The 315,000,000 shares are held by Hensil Investments Group Limited, which is wholly-owned by Foshan Development Company
 Limited. By virtue of its interest in Hensil Investments Group Limited, Foshan Development Company Limited is deemed to be
 interested in such 315,000,000 shares held by Hensil Investments Group Limited.
- 2. The 290,196,037 shares are held by Madam YIP Siu Chun as beneficial owner. Oakwood Enterprise Limited has given notification in respect of its interest in 290,196,037 shares held by Madam YIP Siu Chun. By virtue of his relationship as the spouse of Madam YIP Siu Chun, Mr. KWAN Tik Hoi is deemed to be interested in the 290,196,037 shares held by Madam YIP Siu Chun.

Save as disclosed above, the register which was required to be kept under section 336 of the SFO showed that the Company had not been notified of any interests or short positions in the shares and underlying shares of the Company as at 31 December 2006.

SHARE OPTION SCHEME

The Company adopted a share option scheme ("Scheme") for any eligible employee or director of any member of the Group. The Scheme was approved by the Company's shareholders at an Extraordinary General Meeting of the Company held on 22 May 2002, details of which have been disclosed in the Company's circular to shareholders dated 29 April 2002 and the most recent interim and annual reports. Disclosures in respect of the share options granted, exercised, lapsed and cancelled during the year are listed below under the section headed "Options to Subscribe for Ordinary Shares Granted under the Company's Share Option Scheme" in this report.

Details of the Scheme

Details of the Scheme have already been disclosed in the Company's circular to shareholders dated 29 April 2002 and approved by the Company's shareholders on 22 May 2002. The following is a summary of the Scheme:

(i) Who May Participate

Any employee or director of any member of the Group ("Participant(s)") as invited by the Board at the Board's absolute discretion may participate. In determining the basis of eligibility of each Participant, the Board will mainly take into account of the experience of the Participant on the Group's business, the length of service of the Participant with the Group and the efforts and contributions the Participant has made or is likely to be able to give or make towards the success of the Group in the future.

(ii) Purpose

The purpose of the Scheme is for the Company to attract, retain and motivate talented Participants to strive for future developments and expansion of the Group, to encourage the Participants to perform their best in achieving the goals of the Group and above all to allow the Participants to enjoy the results of the Company attained through their efforts and contributions.

(iii) Duration and Administration

Subject to that the Scheme is terminated by the Company, the Scheme shall be valid and effective for a period of 10 years commencing on the date of adoption, after which period no further options will be issued but in all other respects the provisions of the Scheme shall remain in full force and effect and options which are granted during the life of the Scheme may continue to be exercisable in accordance with their terms of issue. The remaining life of the Scheme as at the date of this annual report is 5 years and 1 month.

SHARE OPTION SCHEME (Continued)

Details of the Scheme (Continued)

(iv) Grant of Option

The Board shall be entitled at any time within 10 years after the date of adoption to make an offer to any Participant. An option shall be deemed to have been granted and accepted and to have taken effect when a signed copy of an offer letter made by the Company to a Participant together with a remittance in favour of the Company of HK\$1.00 by way of consideration for the granting of the same is received by the Company. Subject to the provisions of the Scheme and the Listing Rules, the Board may at its discretion, when making the offer, impose any conditions, restrictions or limitations in relation thereto as it may think fit.

(v) Subscription Price

The subscription price shall be a price determined by the Board and notified to a Participant and shall be at least the highest of (a) the closing price of the shares as stated in the Stock Exchange's daily quotations sheet on the date of the offer of the grant of an option ("Grant Date"); (b) a price being the average of the closing prices of the shares as stated in the Stock Exchange's daily quotations sheets for the 5 Business Days immediately preceding the Grant Date; and (c) the nominal value of a share.

(vi) Maximum Number of Shares Available for Subscription

The total number of shares which may be issued upon exercise of all options to be granted under the Scheme and any other share option schemes of the Company shall not in aggregate exceed 10% of the total number of shares in issue as at the date of approval of the Scheme, unless the Company obtains an approval from its shareholders to refresh the 10% limit. Notwithstanding the above, the maximum number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Scheme and any other share option schemes of the Company shall not exceed 30% of the shares in issue from time to time. As at 31 December 2006 and at the date of this annual report, the total number of shares available for issue was 81,773,824, which including 10,328,000 Shares of option granted but not lapsed under the Scheme.

(vii) Maximum Entitlement of Shares of Each Participant

The total number of shares issued and to be issued upon exercise of the options granted to each Participant (including exercised, cancelled, lapsed and outstanding options) in any 12-month period shall not exceed 1% of the total number of shares in issue. Should any further grant of options in excess of the 1% limit of the shares in issue, such further grant must be separately approved by the shareholders in general meeting with such Participant and his associates abstaining from voting.

OPTIONS TO SUBSCRIBE FOR ORDINARY SHARES GRANTED UNDER THE COMPANY'S SHARE OPTION SCHEME

As at 31 December 2006, the following directors and chief executives had personal interests in the share options to subscribe for the shares of the Company:

					Market	
				Exercise	Value per	No. of Options
	No. of Options			Price	Share at Date	Outstanding
Name of Directors/	Outstanding as at	Date of	Period during which	per Share	of Grant	as at 31
Chief Executives	1 January 2006	Grant	Options Exercisable	(HK\$)	(HK\$)	December 2006
HE Haochang (N)	4,200,000	30/7/2002	30/1/2003-29/1/2008	0.35	0.33	4,200,000
SITU Min (E)	3,800,000	30/7/2002	30/1/2003-29/1/2008	0.35	0.33	3,800,000
LI Feng (E)	1,500,000	22/5/2003	22/11/2003-21/11/2008	0.415	0.395	1,500,000
NG Pui Cheung, Joseph (I)	828,000	25/7/2002	25/1/2003-24/1/2008	0.35	0.345	828,000
Total	10,328,000					10,328,000

- (N) Non-executive director
- (E) Executive director
- (I) Independent non-executive director

Notes:

- 1. No share option has been granted, exercised or cancelled during the year.
- 2. The vesting periods of the options are from the date of the options granted until the commencement of the exercise period.
- 3. Market value is the closing price at date preceding the date of options granted.

Apart from the foregoing, at no time during the year was the Company or subsidiaries a party to any arrangement to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

OPTIONS TO SUBSCRIBE FOR ORDINARY SHARES GRANTED UNDER THE COMPANY'S SHARE OPTION SCHEME (Continued)

DIRECTORS' RIGHT TO ACQUIRE SHARE OR DEBENTURES

Save as disclosed in above section headed "Share Option Scheme" of this report, at no time during the year were there any rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any director or their respective spouses or children under 18 years of age, or were there any such rights exercised by them; or was the Company or any of its subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

RETIREMENT SCHEME

Details of the employees' retirement plans of the Group are set out in notes 4(b) and 27 on the accounts.

AUDITORS

KPMG retire and, being eligible, offer themselves for re-appointment. A resolution for the re-appointment of KPMG as auditors of the Company is to be proposed at the forthcoming Annual General Meeting.

By Order of the Board

HE Haochang

Chairman

Hong Kong, 23 April 2007