Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



(Incorporated in Hong Kong under the Companies Ordinance)

(Stock Code: 1093)

## 2008 ANNUAL RESULTS ANNOUNCEMENT

#### FINANCIAL HIGHLIGHTS

- Revenue increased by 37% to HK\$6,829,995,000
- Profit attributable to shareholders increased by 97% to HK\$940,560,000
- Earnings per share increased by 97% to HK61.16 cents
- Final dividend of HK20 cents per share proposed

The Board of Directors of China Pharmaceutical Group Limited (the "Company") is pleased to announce the audited consolidated results of the Company and its subsidiaries (the "Group") for the year ended 31 December 2008.

## CONSOLIDATED INCOME STATEMENT

For the year ended 31 December 2008

|  | Notes  | 2008<br>HK\$'000  | 2007<br>HK\$'000  |
|--|--------|---|---|
| Revenue<br>Cost of sales   | 2      | 6,829,995<br>(4,548,661)                                      | 4,986,059<br>(3,449,641)                                  |
| Gross profit Other income Selling and distribution expenses Administrative expenses Other expenses   |        | 2,281,334<br>42,834<br>(470,787)<br>(514,493)<br>(120,801)    | 1,536,418<br>27,278<br>(379,203)<br>(471,280)<br>(74,822) |
| Operating profit Share of results of a jointly controlled entity Share of results of an associate Gain on termination of a derivative financial instrument Change in fair value of a derivative financial instrument Impairment loss on an available-for-sale investment Finance costs |        | 1,218,087<br>1,442<br>1,362<br>6,851<br>(10,362)<br>(109,367) | 638,391<br>(2,683)<br>—<br>(551)<br>(112,809)             |
| Profit before tax<br>Income tax expense  | 3<br>4 | 1,108,013<br>(160,983)  | 522,348<br>(45,569)                                       |
| Profit for the year  |        | 947,030   | 476,779   |
| Attributable to: Equity holders of the Company Minority interests  |        | 940,560 6,470   | 477,388<br>(609)  |
| Proposed final dividend  | 5      | 306,992   | 76,906  |
|  |        | HK cents  | HK cents  |
| Earnings per share — Basic   | 6      | 61.16   | 31.04   |

# CONSOLIDATED BALANCE SHEET

At 31 December 2008

|  | Notes      | 2008<br>HK\$'000  | 2007<br>HK\$'000  |
|--|------------|---|---|
| Non-current assets Property, plant and equipment Prepaid lease payments Intangible assets Goodwill Deposit paid for investment in an associate Interest in a jointly controlled entity Available-for-sale investment Pledged bank deposits                           |            | 3,781,309<br>198,524<br>89,333<br>106,753<br>—<br>22,941<br>5,307<br>2,048<br>4,206,215         | 3,648,284<br>174,544<br>58,876<br>100,718<br>21,277<br>20,146<br>—<br>751     |
| Current assets Inventories Trade and other receivables Bills receivables Prepaid lease payments Tax recoverable Trade receivables due from a connected company Amount due from a jointly controlled entity Bank balances and cash                                    | 7 7        | 1,324,711<br>908,094<br>297,382<br>6,149<br>3,246<br>23,063<br>13,484<br>1,121,062<br>3,697,191 | 927,867<br>768,828<br>281,586<br>5,384<br>—<br>14,392<br>436,092<br>2,434,149 |
| Current liabilities  Trade and other payables  Bills payables  Trade payables due to a related company  Amounts due to related companies  Tax liabilities  Bank loans  Loans from a related company/an intermediate holding company  Derivative financial instrument | <i>8 8</i> | 1,403,365<br>253,409<br>17,711<br>14,375<br>120,216<br>568,636<br>8,382                         | 1,127,786<br>169,537<br>25,820<br>14,978<br>47,103<br>976,043                 |
| Net current assets   |            | 2,386,094<br>1,311,097  | 2,371,222   |

| Notes         HKS'000         HKS'000           Total assets less current liabilities         5,517,312         4,087,523           Non-current liabilities         804,991         716,383           Loan from a related company         113,636         —           Deferred tax liabilities         15,490         —           Net assets         4,583,195         3,371,140           Capital and reserves         3,371,140         153,496         153,812           Reserves         4,343,882         3,198,486           Equity attributable to equity holders of the Company         4,497,378         3,352,298           Minority interests         85,817         18,842           Total equity         4,583,195         3,371,140 |  |       | 2008      | 2007      |
|---|--|-------|-----------|-----------|
| Non-current liabilities         Bank loans       804,991       716,383         Loan from a related company       113,636       —         Deferred tax liabilities       15,490       —         Net assets       4,583,195       3,371,140         Capital and reserves       5hare capital       153,496       153,812         Reserves       4,343,882       3,198,486         Equity attributable to equity holders of the Company       4,497,378       3,352,298         Minority interests       85,817       18,842   |  | Notes | HK\$'000  | HK\$'000  |
| Bank loans         804,991         716,383           Loan from a related company         113,636         —           Deferred tax liabilities         15,490         —           Net assets         4,583,195         3,371,140           Capital and reserves         3,371,140           Share capital         153,496         153,812           Reserves         4,343,882         3,198,486           Equity attributable to equity holders of the Company         4,497,378         3,352,298           Minority interests         85,817         18,842   | Total assets less current liabilities                |       | 5,517,312 | 4,087,523 |
| Loan from a related company       113,636       —         Deferred tax liabilities       15,490       —         934,117       716,383         Net assets       4,583,195       3,371,140         Capital and reserves         Share capital       153,496       153,812         Reserves       4,343,882       3,198,486         Equity attributable to equity holders of the Company       4,497,378       3,352,298         Minority interests       85,817       18,842  | Non-current liabilities                              |       |           |           |
| Deferred tax liabilities         15,490         —           934,117         716,383           Net assets         4,583,195         3,371,140           Capital and reserves         5hare capital         153,496         153,812           Reserves         4,343,882         3,198,486           Equity attributable to equity holders of the Company         4,497,378         3,352,298           Minority interests         85,817         18,842  | Bank loans   |       | 804,991   | 716,383   |
| 934,117       716,383         Net assets       4,583,195       3,371,140         Capital and reserves       3,371,140       153,496       153,812         Reserves       4,343,882       3,198,486         Equity attributable to equity holders of the Company       4,497,378       3,352,298         Minority interests       85,817       18,842  | Loan from a related company                          |       | 113,636   | _         |
| Net assets       4,583,195       3,371,140         Capital and reserves       3,371,140         Share capital Reserves       153,496       153,812         Equity attributable to equity holders of the Company Minority interests       4,497,378       3,352,298         Minority interests       85,817       18,842   | Deferred tax liabilities                             |       | 15,490    |           |
| Net assets       4,583,195       3,371,140         Capital and reserves       3,371,140         Share capital Reserves       153,496       153,812         Equity attributable to equity holders of the Company Minority interests       4,497,378       3,352,298         Minority interests       85,817       18,842   |  |       |           |           |
| Capital and reserves           Share capital         153,496         153,812           Reserves         4,343,882         3,198,486           Equity attributable to equity holders of the Company         4,497,378         3,352,298           Minority interests         85,817         18,842   |  |       | 934,117   | 716,383   |
| Capital and reserves           Share capital         153,496         153,812           Reserves         4,343,882         3,198,486           Equity attributable to equity holders of the Company         4,497,378         3,352,298           Minority interests         85,817         18,842   |  |       |           |           |
| Share capital       153,496       153,812         Reserves       4,343,882       3,198,486         Equity attributable to equity holders of the Company       4,497,378       3,352,298         Minority interests       85,817       18,842  | Net assets   |       | 4,583,195 | 3,371,140 |
| Share capital       153,496       153,812         Reserves       4,343,882       3,198,486         Equity attributable to equity holders of the Company       4,497,378       3,352,298         Minority interests       85,817       18,842  | Canital and reserves                                 |       |           |           |
| Reserves         4,343,882         3,198,486           Equity attributable to equity holders of the Company         4,497,378         3,352,298           Minority interests         85,817         18,842  | -  |       | 153,496   | 153.812   |
| Equity attributable to equity holders of the Company  Minority interests  4,497,378  85,817  18,842   | -  |       |           |           |
| Minority interests  |  |       |           |           |
|   | Equity attributable to equity holders of the Company |       | 4,497,378 | 3,352,298 |
| Total equity 4,583,195 3,371,140  | Minority interests                                   |       | 85,817    | 18,842    |
| Total equity <u><b>4,583,195</b></u> 3,371,140  |  |       |           |           |
|   | Total equity   |       | 4,583,195 | 3,371,140 |

### Notes:

# 1. Accounting policies

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values.

The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and the Hong Kong Companies Ordinance.

### 2. Revenue and segment information

|                                 | 2008<br>HK\$'000    | 2007<br>HK\$'000 |
|---------------------------------|---------------------|------------------|
| Sale of goods<br>Service income | 6,819,852<br>10,143 | 4,985,795        |
|                                 | 6,829,995           | 4,986,059        |

## Business segments

The Group reports its primary segment information by products, namely intermediates and bulk drugs (including vitamin C series, penicillin series and cephalosporin series), finished drugs and others. Segment information about these products is presented below:

# For the year ended 31 December 2008

|  | Interme                         | diates and Bu                    | lk Drugs                            |                               |                         |                       |                       |
|--|---------------------------------|----------------------------------|-------------------------------------|-------------------------------|-------------------------|-----------------------|-----------------------|
|  | Vitamin C<br>series<br>HK\$'000 | Penicillin<br>series<br>HK\$'000 | Cephalosporin<br>series<br>HK\$'000 | Finished<br>Drugs<br>HK\$'000 | Others <i>HK\$</i> '000 | Eliminations HK\$'000 | Consolidated HK\$'000 |
| REVENUE  |                                 |                                  |                                     |                               |                         |                       |                       |
| External sales   | 2,156,731                       | 1,870,802                        | 736,097                             | 1,988,677                     | 77,688                  | _                     | 6,829,995             |
| Inter-segment sales                                      | 2,338                           | 512,696                          | 209,221                             |                               | 6,472                   | (730,727)             |                       |
| TOTAL REVENUE  | 2,159,069                       | 2,383,498                        | 945,318                             | 1,988,677                     | 84,160                  | (730,727)             | 6,829,995             |
| Inter-segment sales are charged at p                     | revailing market                | rates.                           |                                     |                               |                         |                       |                       |
| SEGMENT RESULTS  | 977,500                         | 223,949                          | 1,927                               | 124,097                       | (3,213)                 |                       | 1,324,260             |
| Unallocated income                                       |                                 |                                  |                                     |                               |                         |                       | 6,743                 |
| Unallocated expenses                                     |                                 |                                  |                                     |                               |                         |                       | (112,916)             |
| Operating profit   |                                 |                                  |                                     |                               |                         |                       | 1,218,087             |
| Share of results of a jointly controlled entity          |                                 |                                  |                                     |                               | 1,442                   |                       | 1,442                 |
| Share of results of an associate                         |                                 |                                  | 1,362                               |                               | 1,112                   |                       | 1,362                 |
| Gain on termination of a derivative financial instrument |                                 |                                  |                                     |                               |                         |                       | 6,851                 |
| Impairment loss on an available-                         |                                 |                                  |                                     |                               |                         |                       | (40.242)              |
| for-sale investment                                      |                                 |                                  |                                     |                               |                         |                       | (10,362)              |
| Finance costs  |                                 |                                  |                                     |                               |                         |                       | (109,367)             |
| Profit before tax  |                                 |                                  |                                     |                               |                         |                       | 1,108,013             |
| Income tax expense                                       |                                 |                                  |                                     |                               |                         |                       | (160,983)             |
| Profit for the year                                      |                                 |                                  |                                     |                               |                         |                       | 947,030               |

|   | Intermed           | liates and Bulk D | rugs          |           |          |              |              |
|---|--------------------|-------------------|---------------|-----------|----------|--------------|--------------|
|   | Vitamin C          | Penicillin        | Cephalosporin | Finished  |          |              |              |
|   | series             | series            | series        | Drugs     | Others   | Eliminations | Consolidated |
|   | HK\$'000           | HK\$'000          | HK\$'000      | HK\$'000  | HK\$'000 | HK\$'000     | HK\$'000     |
| REVENUE   |                    |                   |               |           |          |              |              |
| External sales  | 1,102,142          | 1,617,030         | 767,708       | 1,497,734 | 1,445    | _            | 4,986,059    |
| Inter-segment sales                                       | 803                | 410,999           | 43,695        |           | 19,069   | (474,566)    |              |
| TOTAL REVENUE   | 1,102,945          | 2,028,029         | 811,403       | 1,497,734 | 20,514   | (474,566)    | 4,986,059    |
| Inter-segment sales are charged at prevai                 | ling market rates. |                   |               |           |          |              |              |
| SEGMENT RESULTS   | 252,727            | 396,726           | 38,261        | (15,824)  | (9,454)  |              | 662,436      |
| Unallocated income  |                    |                   |               |           |          |              | 3,489        |
| Unallocated expenses                                      |                    |                   |               |           |          |              | (27,534)     |
| Operating profit  |                    |                   |               |           |          |              | 638,391      |
| Share of results of a jointly                             |                    |                   |               |           |          |              |              |
| controlled entity   |                    |                   |               |           | (2,683)  |              | (2,683)      |
| Change in fair value of a derivative financial instrument |                    |                   |               |           |          |              | (551)        |
| Finance costs   |                    |                   |               |           |          |              | (112,809)    |
| Profit before tax   |                    |                   |               |           |          |              | 522,348      |
| Income tax expense  |                    |                   |               |           |          |              | (45,569)     |
| Profit for the year                                       |                    |                   |               |           |          |              | 476,779      |

# Geographical segments

The following is an analysis of the Group's revenue by geographical market based on geographical location of customers for the year:

|  | 2008      | 2007      |
|--|-----------|-----------|
|  | HK\$'000  | HK\$'000  |
| The People's Republic of China (the "PRC") | 4,401,791 | 3,437,359 |
| Asia other than the PRC                    | 1,116,506 | 848,862   |
| Europe                                     | 593,684   | 302,227   |
| Americas                                   | 641,922   | 344,553   |
| Others                                     | 76,092    | 53,058    |
|  | 6,829,995 | 4,986,059 |

### 3. Profit before tax

4.

|   | 2008<br>HK\$'000 | 2007<br>HK\$'000 |
|---|------------------|------------------|
| Profit before tax has been arrived at after charging (crediting): |                  |                  |
| Staff costs, including those of directors                         | 492,117          | 371,906          |
| Contribution to retirement benefit schemes,                       |                  |                  |
| including those of directors                                      | 57,819           | 53,570           |
| Total staff costs   | 549,936          | 425,476          |
| Amortisation of intangible assets (included in cost of sales)     | 23,482           | 28,204           |
| Amortisation of prepaid lease payments                            | 5,736            | 5,384            |
| Depreciation of property, plant and equipment                     | 442,018          | 392,795          |
| Total depreciation and amortisation                               | 471,236          | 426,383          |
| Auditor's remuneration  | 1,800            | 1,800            |
| Impairment loss on trade receivables                              |                  |                  |
| (included in administrative expenses)                             | 2,000            | _                |
| Interest income   | (6,743)          | (3,489)          |
| Loss on disposal/write-off of property, plant and equipment       |                  |                  |
| (included in other expenses)                                      | 66,045           | 48,549           |
| Net foreign exchange losses                                       | 25,964           | 10,574           |
| Research and development expenses (included in other expenses)    | 43,674           | 17,275           |
| Income tax expense  |                  |                  |
|   | 2008             | 2007             |
|   | HK\$'000         | HK\$'000         |
| The tax charge comprises:   |                  |                  |
| PRC Enterprise Income Tax   |                  |                  |
| — Current year  | 165,831          | 60,169           |
| — (Over)underprovision in prior years                             | (449)            | 148              |
| — Tax credits/refunds   | (19,889)         | (14,748)         |
|   | 145,493          | 45,569           |
| Deferred taxation   | 15,490           |                  |
|   | 160,983          | 45,569           |

No Hong Kong Profits Tax is payable by the Company nor its subsidiaries incorporated in Hong Kong since they either had no assessable profits or incurred tax losses for both years. Taxation arising in other jurisdictions is calculated at the rate prevailing in the relevant jurisdiction.

Pursuant to the relevant laws and regulations in the PRC, certain subsidiaries of the Company are entitled to exemption and relief from PRC Enterprise Income Tax starting from their first profit-making years. In addition, pursuant to approvals granted by the relevant tax authority, certain subsidiaries of the Company were granted tax credits/refunds, which were mainly derived from the following activities:

- a. Tax refunds were received on the basis that certain subsidiaries of the Company in the PRC have, instead of making distributions to its foreign shareholders, re-invested certain distributable reserves as capital contributions to certain PRC subsidiaries set up in previous years.
- b. Tax credits resulted from the purchase of plant and equipment manufactured in the PRC by certain subsidiaries of the Company in the PRC. The tax credits are calculated with reference to 40% of the cost of the qualifying plant and equipment approved by the relevant tax authority. Such credits can be used to offset against current and future tax charges of the relevant subsidiaries, subject to certain conditions as specified in each approval document from the relevant tax authority.

The tax charge for both years represents income tax provision which has taken into account of the above-mentioned tax incentives.

On 16 March 2007, the PRC promulgated the Law of the PRC (the "New Law") by Order No. 63 of the President of the PRC. On 6 December 2007, the State Council of the PRC issued Implementation Regulations of the New Law. In accordance with the New Law and Implementation Regulations, the tax rate of certain subsidiaries has changed to 25% starting from 1 January 2008. Those subsidiaries which are under the tax exemption and relief as mentioned above will continue to be entitled to the exemption and relief from PRC Enterprise Income Tax based on the new tax rate of 25% or the concessionary tax rate in the relevant special zone in the PRC during the concessionary period ending in 2010.

During the current year, pursuant to the approvals by the relevant tax authorities, certain subsidiaries of the Company are qualified as advanced technology enterprises in Hebei Province, the PRC for a period of 3 years from 2008 to 2010. The applicable tax rate for these enterprises during this period is 15%.

Starting from 1 January 2008 onwards, the New Law requires withholding tax upon the distribution of undistributed retained profits earned by the PRC subsidiaries to the shareholders. Deferred taxation of HK\$15,490,000 (2007: Nil) has been provided for the current year in the consolidated financial statements in respect of the temporary differences attributable to such profits.

At the balance sheet date, the Group had unused tax losses of HK\$107,890,000 (2007: HK\$141,440,000) available for offset against future profits. No deferred tax asset has been recognised in respect of such losses due to the unpredictability of future profit streams. Most of the unrecognised tax losses will expire in various dates up to 2013.

There was no other significant unprovided deferred tax for the year or at the balance sheet date.

#### 5. Dividend

The Board of Directors recommends the payment of a final dividend of HK20 cents per share for the year ended 31 December 2008 (2007: HK5 cents), representing a distribution of HK\$306,992,000 (2007: HK\$76,906,000). Subject to shareholders' approval of the final dividend at the annual general meeting on 29 May 2009, payment of the final dividend will be made on 16 June 2009 to shareholders whose names appear on the register of members of the Company on 29 May 2009. This proposed dividend is not recognised as a liability in these financial statements. The final dividend for the year 2007 paid by the Company during the year, amounting to HK\$76,906,000, is reflected in the current year financial statements.

The register of members of the Company will be closed from Monday, 25 May 2009 to Friday, 29 May 2009, both dates inclusive, during which period no transfer of shares will be effected. In order to qualify for the entitlement of the final dividend, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on Friday, 22 May 2009.

#### 6. Earnings per share

The calculation of the basic earnings per share attributable to the equity holders of the Company for the year ended 31 December 2008 is based on the profit for the year of HK\$940,560,000 (2007: HK\$477,388,000) and the 1,537,782,278 weighted average number of ordinary shares (2007: 1,538,124,661 shares in issue) during the year.

No diluted earnings per share is presented for the years ended 31 December 2007 and 2008 as there were no potential ordinary shares in issue during both years.

#### 7. Trade and other receivables/Bills receivables

|                                    | 2008      | 2007      |
|------------------------------------|-----------|-----------|
|                                    | HK\$'000  | HK\$'000  |
| Trade receivables                  | 716,367   | 674,922   |
| Less: allowance for doubtful debts | (6,012)   | (7,009)   |
|                                    | 710,355   | 667,913   |
| Bills receivables                  | 297,382   | 281,586   |
|                                    | 1,007,737 | 949,499   |
| Other receivables                  | 197,739   | 100,915   |
|                                    | 1,205,476 | 1,050,414 |

The Group allows a general credit period of up to 90 days to its trade customers. The following is an aged analysis of trade receivables (net of allowance for doubtful debts) and bills receivables at the balance sheet date:

| HK8'000       HK8'000         0 to 90 days       963,307       917,351         91 to 180 days       41,837       30,534         181 to 365 days       2,593       1,614         1,007,737       949,499         8. Trade and other payables/Bills payables       2008       2007         Trade payables       638,593       479,686         Bills payables       253,409       169,537         Other payables       764,772       648,100         1,656,774       1,297,323 |
|---|
| 91 to 180 days 181 to 365 days 2,593 1,614  1,007,737 949,499  8. Trade and other payables/Bills payables  2008 HK\$'000 HK\$'000  Trade payables Bills payables 638,593 892,002 649,223 Other payables 764,772 648,100   |
| 91 to 180 days 181 to 365 days 2,593 1,614  1,007,737 949,499  8. Trade and other payables/Bills payables  2008 HK\$'000 HK\$'000  Trade payables Bills payables 638,593 892,002 649,223 Other payables 764,772 648,100   |
| 181 to 365 days  2,593 1,614  1,007,737 949,499  8. Trade and other payables/Bills payables  2008 HK\$'000 HK\$'000  Trade payables Bills payables 638,593 479,686 Bills payables 253,409 169,537  Other payables 764,772 648,100   |
| 8. Trade and other payables/Bills payables  2008 2007  HK\$'000 HK\$'000  Trade payables  638,593 479,686  Bills payables  253,409 169,537  892,002 649,223  Other payables  764,772 648,100  |
| Trade payables       638,593       479,686         Bills payables       253,409       169,537         Other payables       764,772       648,100  |
| Trade payables       638,593       479,686         Bills payables       253,409       169,537         Other payables       764,772       648,100  |
| Trade payables       638,593       479,686         Bills payables       253,409       169,537         Other payables       764,772       648,100  |
| Bills payables       253,409       169,537         892,002       649,223         Other payables       764,772       648,100   |
| Bills payables       253,409       169,537         892,002       649,223         Other payables       764,772       648,100   |
| Other payables  |
| Other payables  |
| <b>1,656,774</b> 1,297,323  |
|   |
| The following is an aged analysis of trade and bills payables at the balance sheet date:  |
| <b>2008</b> 200°  |
| HK\$'000 HK\$'000   |
| 0 to 90 days 745,560 595,033  |
| 91 to 180 days <b>46,094</b> 29,572   |
| 181 to 365 days 37,208 11,194   |
| More than 365 days 63,140 13,424  |
| <b>892,002</b> 649,222  |

#### **BUSINESS REVIEW AND OUTLOOK**

### Results

Driven by the significant increase in the gross profit margin of the vitamin C business and the strong growth of the finished drug business, the Group reported an encouraging result for the year 2008. Revenue and profit attributable to shareholders for the year ended 31 December 2008 reached HK\$6,830 million and HK\$941 million, representing an increase of 37% and 97% respectively as compared to last year, the highest since our listing.

#### Vitamin C Series

Product prices maintained an upward trend amid a tight market supply during the year. In 2008, the average selling price of vitamin C increased to US\$8.84 per kg, which was significantly higher than US\$4.60 of the previous year. Revenue for the year reached HK\$2,157 million, representing an increase of 96% over previous year. Gross profit margin significantly increased from 38.0% in 2007 to 57.3% in the current year.

After years of market competition, manufacturers in the PRC have successfully established a dominant position in the global vitamin C market, with considerably stronger pricing power. As the industry leader, the Group not only possesses the world's largest production capacity, but also the competitive edge in the areas of technology, production cost, product range and customer network. The Group was granted the GMP certificate from Germany during the year, thereby becoming the only PRC vitamin C manufacturer that can enter the high-end pharmaceutical market in the European Union. This not only provides the Group with the opportunities for business expansion, but also further improves the profitability of this business segment.

The increase in market supply is expected to be limited in 2009. Product prices should be able to stay at high level will average selling price significantly higher than previous year. In order to cement customer relationship and ensure profitability, the Group has entered into long-term sales contracts for 2009 with certain customers.

#### **Penicillin Series**

In 2008, the demand for penicillin intermediate and bulk drug products continued to grow. Product prices rose sharply in the second quarter amid tightened market supply as the production of certain manufacturers in the PRC was affected by the environmental protection concern. However, with the outbreak of the financial turmoil in the second half of the year, some overseas customers took measures to reduce their inventory. As a result, overall sales slowed down and product prices declined.

The environmental protection facilities of the Group are up to standard and our production was unaffected by the environmental protection concern. Moreover, the production capacity of the Group's production base in Inner Mongolia has expanded last year and which enabled our market share to increase further during the year. Total sales volume of this series for the year increased by 36% with revenue growing by 16% to HK\$1,871 million as compared to previous year. Gross profit margin decreased from 37.5% in 2007 to 23.3% in the current year.

Abundant market supply and capacity expansion of certain manufacturer are expected to continue to exert pressure on the selling price. Under this market environment, the Group will strengthen its control over production cost and actively explore overseas markets. During the year, the Group was granted the Certificate of Suitability for its amoxicillin bulk drug by the European Directorate for the Quality of Medicines & Healthcare. This greatly enhances the Group's competitiveness in overseas markets.

## Cephalosporin Series

In 2008, the demand for cephalosporin intermediate and bulk drug products remained stable, but product prices were at low level due to excessive production capacity. Revenue for the year was HK\$736 million, roughly the same as previous year. Gross profit margin decreased from 16.2% in 2007 to 9.6% in the current year.

In addition to strengthening the control of production cost, the Group will accelerate the development of new products. It is expected a number of cephalosporin bulk drug products will be launched in 2009. One of the workshops under construction for the new products will be applied for the U.S. Food and Drug Administration ("FDA") accreditation and it is expected that the FDA accreditation on-site inspection will take place in 2009.

## **Finished Drugs**

The expanding medical insurance system and vast investment in the establishment of medical infrastructure in the PRC have made medical services more accessible to people residing in rural and urban areas, which directly drives growth in the demand for pharmaceutical products. The Group grasped the opportunities under this favourable market environment and actively expanded its market coverage. Revenue for the year reached HK\$1,989 million, representing an increase of 33% over previous year. Among the major products, the revenue of amoxicillin capsules, ceftriaxone sodium for injection and penicillin sodium for injection increased by 32% to HK\$831 million as compared to previous year. Gross profit margin of this business segment slightly increased from 25.7% in 2007 to 26.7% in the current year.

The opinions of the reform of the medical and healthcare system in the PRC has just been released while the government has been increasing its investment in the medical and healthcare system. As a major finished drug manufacturer in the PRC with a strong distribution network across urban and rural areas, the Group will benefit directly from the rapid growth of the PRC pharmaceutical market.

In order to achieve rapid growth in the finished drug business, apart from further expanding its sales force and stepping up end-users marketing efforts, the Group will also expedite the development of new products. Currently, 19 new products of different specifications of the Group have obtained the approval of the State Food and Drug Administration ("SFDA") of the PRC and ready to be launched in 2009, while 36 other products being under review by the SFDA, 6 others undergoing clinical trials and 49 others in the stage of research and development. These product development projects include products for the treatment of cardio-cerebrovascular diseases, type II diabetes, anti-tumor and antibiotics.

Acquisition costs would be lowered under the current economic turmoil. The Group will actively explore suitable acquisition opportunities with a view to expanding its product portfolio and product types. The Group would focus on acquisitions that will supplement finished drugs and new drugs that it lacks, adding growth potential to this business segment.

The finished drug business of the Group has an enormous growth potential. With the aim of developing the finished drug products into the leading business segment of the Group and further establishing as the leader in the PRC finished drug market, we will endeavour to re-position the sales and marketing strategies in 2009 to ensure this business to become the main growth driver.

#### FINANCIAL REVIEW

## Liquidity and financial position

In 2008, the Group's operating activities generated a net cash inflow of HK\$1,516,293,000. Capital expenditure in relation to the addition of production facilities amounted to HK\$350,473,000. The Group's current ratio improved from 1.0 a year earlier to 1.5 as at 31 December 2008. Debtor turnover period (ratio of the total balance of trade receivables and bills receivables to sales, inclusive of value added tax for sales in the PRC) shortened from 62 days in the previous year to 49 days in the current year. Owing to a slowdown in sales of penicillin products, inventory turnover period (ratio of inventories balance to cost of sales) increased from 98 days in the previous year to 106 days in the current year.

The Group's financial position remained strong. As at 31 December 2008, bank balances and cash amounted to HK\$1,123,110,000 and total borrowings amounted to HK\$1,495,645,000 (comprising bank loans of HK\$1,373,627,000 and loans from a related company of HK\$122,018,000). Out of the total borrowings, HK\$577,018,000 will be repayable within one year and the remaining HK\$918,627,000 repayable between two to three years. Net gearing ratio (calculated on the basis of the Group's total borrowings net of bank balances and cash over shareholders' equity at the balance sheet date) decreased from 38% a year earlier to 8% as at 31 December 2008.

42% of the Group's borrowings are denominated in Hong Kong dollars or US dollars and the remaining 58% in Renminbi. The Group's revenues are denominated mainly either in Renminbi or in US dollars. The Group believed that its exposure to foreign currency risks is not significant, but we will monitor closely the currency movement.

## Pledge of assets

As at 31 December 2008, bank deposits of HK\$2,048,000 (2007: HK\$751,000) were pledged to banks as security for the issuance of letters of credit.

## **Contingent liabilities**

As disclosed in the press announcement of the Company dated 22 February 2005, the Company and one of its subsidiaries were named as, among others, defendants in a number of antitrust complaints filed in the United States. Up to the date of this announcement, four antitrust complaints have been served on the Company and three antitrust complaints have been served on the subsidiary.

The directors and management of the Company intend to contest the claims set out in the antitrust complaints vigorously. The Group has appointed legal advisers to advise them in the legal proceedings and the outcome of the antitrust complaints cannot be reliably estimated with reasonable certainty at this stage.

Further information on the antitrust complaints is set out in the notes to the accounts in the 2008 Annual Report.

#### **EMPLOYEES**

As at 31 December 2008, the Group had about 9,890 employees, the majority of them were employed in the PRC. The Group will continue to offer competitive remuneration packages, discretionary share options and bonuses to staff based on the performance of the Group and the individual employee.

#### **CORPORATE GOVERNANCE**

The Company has complied with the code provisions in the Code on Corporate Governance Practices (the "Code") contained in Appendix 14 of the Listing Rules throughout the year ended 31 December 2008 with certain deviation as set out below.

Code provision A.2.1 stipulates that the roles of the chairman and chief executive officer should be separate and should not be performed by the same individual. Mr. Cai Dongchen, the Company's Chairman, has also assumed the role as the chief executive officer of the Company. The Company believes that vesting both roles in Mr. Cai will allow for more effective planning and execution of business strategies. As all major decisions are made in consultation with members of the Board, the Company believes that there is adequate balance of power and authority in place.

#### **REVIEW OF ANNUAL RESULTS**

The Audit Committee has reviewed the Group's annual results for the year ended 31 December 2008 in conjunction with the external auditor.

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

During the year, the Company repurchased its own shares through The Stock Exchange of Hong Kong Limited (the "Stock Exchange") as follows:

|                     | Number<br>of ordinary<br>shares of | Price po | er share | Aggregate consideration |
|---------------------|------------------------------------|----------|----------|-------------------------|
| Month of repurchase | HK\$0.10 each                      | Highest  | Lowest   | paid                    |
|                     |                                    | HK\$     | HK\$     | HK\$'000                |
| October 2008        | 1,640,000                          | 1.41     | 1.33     | 2,255                   |
| December 2008       | 1,524,000                          | 2.76     | 2.68     | 4,167                   |

During the year, the Company repurchased 3,164,000 ordinary shares of the Company on the Stock Exchange for a total consideration of HK\$6,422,000. Out of the repurchased ordinary shares, 2,816,000 shares were cancelled during the year and the remaining 348,000 shares were cancelled subsequent to the balance sheet date. The issued share capital of the Company has been reduced by the par value of the total repurchased shares and the relevant aggregate consideration was paid out from the Company's retained profits. The directors' considered that the repurchases would enhance the shareholders' value

Other than as disclosed above, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the year.

By order of the Board

China Pharmaceutical Group Limited

Cai Dongchen

Chairman

Hong Kong, 8 April 2009

As at the date of this announcement, the Board comprises Mr. Cai Dongchen, Mr. Yue Jin, Mr. Feng Zhenying, Mr. Chak Kin Man, Mr. Pan Weidong, Mr. Zhao John Huan and Mr. Wang Shunlong as executive directors; Mr. Lee Ka Sze, Carmelo as non-executive director; and Mr. Huo Zhenxing, Mr. Qi Moujia, Mr. Guo Shichang and Mr. Chan Siu Keung, Leonard as independent non-executive directors.