



四环医药
SihuanPharm



中期報告
INTERIM REPORT
2018

Sihuan Pharmaceutical Holdings Group Ltd.

四環醫藥控股集團有限公司

(incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

Stock Code 股份代號：0460



公司簡介

Corporate Profile

四環醫藥控股集團有限公司(「四環醫藥」或「本公司」)，連同其附屬公司為「本集團」成立於二零零一年，自二零零七年起，成為全國最大的心腦血管處方藥物(「心腦血管」)供應商。四環醫藥為生產、研究與開發(「研發」)、營銷一體的醫藥公司，擁有優秀的行銷模式及覆蓋全國的分銷網路、具市場潛力的多元化產品組合，以及強大的研發實力。本集團目前銷售產品涵蓋中國五大醫療領域：心臟血管系統、中樞神經系統、新陳代謝、腫瘤及抗感染。

本集團於2008年開始投入創新藥研發，擁有近600名研發人員組成的領先的研發團隊，已建立了成熟的創新藥和仿製藥研發平台，專注於具有重大臨床需求的治療領域，包括心腦血管、腫瘤、糖尿病、非酒精性肝炎、疼痛。

Founded in 2001, Sihuan Pharmaceutical Holdings Group Ltd (“Sihuan Pharmaceutical” or the “Company”) has become the largest cardio-cerebral vascular (“CCV”) drug manufacturer in China’s prescription drug market by market share since 2007. Sihuan Pharmaceutical is an integrated corporate with its own production, research and development (“R&D”) and marketing capacities. The success of the Group can be attributed to its differentiated and proven sales and marketing model, extensive nationwide distribution network, diversified product portfolio, and strong R&D capabilities. The Group’s current products encompass the top five medical therapeutic areas in China: cardio-cerebral vascular system, central nervous system, metabolism, oncology and anti-infectives.

The Group has begun its innovative drug R&D since 2008 and now possesses a well-established innovative and generic drug R&D platform, which is supported by close to 600 R&D experts and focuses in therapeutic areas with considerable unmet clinical demand, including CCV, oncology, diabetes, non-alcoholic liver diseases and pain relief.



目錄 Contents

2	公司資料 Corporate Information
5	管理層討論及分析 Management Discussion and Analysis
25	其他資料 Other Information
40	獨立審閱報告 Independent Review Report
42	中期簡明綜合財務狀況表 Interim Condensed Consolidated Statement of Financial Position
45	中期簡明綜合損益表 Interim Condensed Consolidated Statement of Profit or Loss
46	中期簡明綜合全面收益表 Interim Condensed Consolidated Statement of Comprehensive Income
47	中期簡明綜合權益變動表 Interim Condensed Consolidated Statement of Changes in Equity
49	中期簡明綜合現金流量表 Interim Condensed Consolidated Statement of Cash Flows
51	中期簡明綜合財務報表附註 Notes to the Interim Condensed Consolidated Financial Statements

公司資料

Corporate Information

董事會

執行董事

車馮升醫生 (主席)
郭維城醫生 (副主席及行政總裁)
蔡耀忠先生 (財務總監)
郭峰博士 (於二零一八年四月二十日辭任)
張炯龍醫生 (首席投資官)
(於二零一八年四月二十日獲委任)
陳燕玲女士 (於二零一八年四月二十日獲委任)

非執行董事

孫弘先生 (於二零一八年四月二十日辭任)
金鎮夏先生

獨立非執行董事

辛定華先生
曾華光先生
朱迅博士

聯席公司秘書

蔡耀忠先生
莫明慧女士

授權代表

蔡耀忠先生
莫明慧女士

審核委員會

辛定華先生 (主席)
曾華光先生
朱迅博士
金鎮夏先生

薪酬委員會

朱迅博士 (主席)
車馮升醫生
辛定華先生
曾華光先生

BOARD OF DIRECTORS

Executive Directors

Dr. Che Fengsheng (Chairman)
Dr. Guo Weicheng (Deputy Chairman and Chief Executive Officer)
Mr. Choi Yiau Chong (Chief Financial Officer)
Dr. Guo Feng (resigned on 20 April 2018)
Dr. Zhang Jionglong (Chief Investment Officer)
(appointed on 20 April 2018)
Ms. Chen Yan Ling (appointed on 20 April 2018)

Non-Executive Directors

Mr. Homer Sun (resigned on 20 April 2018)
Mr. Kim Jin Ha

Independent Non-Executive Directors

Mr. Patrick Sun
Mr. Tsang Wah Kwong
Dr. Zhu Xun

JOINT COMPANY SECRETARIES

Mr. Choi Yiau Chong
Ms. Mok Ming Wai

AUTHORISED REPRESENTATIVES

Mr. Choi Yiau Chong
Ms. Mok Ming Wai

AUDIT COMMITTEE

Mr. Patrick Sun (Chairman)
Mr. Tsang Wah Kwong
Dr. Zhu Xun
Mr. Kim Jin Ha

REMUNERATION COMMITTEE

Dr. Zhu Xun (Chairman)
Dr. Che Fengsheng
Mr. Patrick Sun
Mr. Tsang Wah Kwong

提名委員會

曾華光先生(主席)
郭維城醫生
辛定華先生
朱迅博士

NOMINATION COMMITTEE

Mr. Tsang Wah Kwong (Chairman)
Dr. Guo Weicheng
Mr. Patrick Sun
Dr. Zhu Xun

風險管理委員會

蔡耀忠先生(主席)
郭維城醫生
辛定華先生
曾華光先生

RISK MANAGEMENT COMMITTEE

Mr. Choi Yiau Chong (Chairman)
Dr. Guo Weicheng
Mr. Patrick Sun
Mr. Tsang Wah Kwong

獨立核數師

安永會計師事務所
執業會計師
香港中環
添美道1號
中信大廈22樓

INDEPENDENT AUDITOR

Ernst & Young
Certified Public Accountants
22/F, CITIC Tower
1 Tim Mei Avenue
Central, Hong Kong

註冊辦事處

Clarendon House
2 Church Street
P.O. Box HM1022
Hamilton HM DX
Bermuda

REGISTERED OFFICE

Clarendon House
2 Church Street
P.O. Box HM1022
Hamilton HM DX
Bermuda

香港主要營業地點

香港灣仔港灣道1號
會展廣場辦公大樓4905室

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 4905, Office Tower, Convention Plaza
1 Harbour Road, Wanchai, Hong Kong

公司資料

Corporate Information

主要股份登記處

Codan Services Company Limited
Clarendon House
2 Church Street
P.O. Box HM1022
Hamilton HM DX
Bermuda

PRINCIPAL SHARE REGISTRAR

Codan Services Company Limited
Clarendon House
2 Church Street
P.O. Box HM1022
Hamilton HM DX
Bermuda

香港證券登記分處

卓佳證券登記有限公司
香港皇后大道東183號
合和中心22樓

HONG KONG BRANCH SHARE REGISTRAR

Tricor Investor Services Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

網址

www.sihuanpharm.com

WEBSITE

www.sihuanpharm.com

股份代號

0460

STOCK CODE

0460

管理層討論及分析

Management Discussion and Analysis

A. 業務回顧

二零一八年，中國政府繼續深化醫療改革，包括推動優質醫療資源下沉，落實分級診療制度，精細化管理醫療保障範圍，推進醫藥支付方式改革，完善藥品定價機制及加快建立綜合監管制度等。

面對新形勢及新挑戰，本集團配合醫療改革導向，制定清晰的短中長期發展策略，進一步強化營運基礎。第一，精細化市場管理：針對不同產品制定市場策略，全面釋放產品增長潛力；第二，積極推動創新藥和仿製藥研發：佈局重大治療領域，截至二零一八年六月三十日止六個月（「期內」）已取得顯著成果；第三，優化產品資源：加強現有產品的學術推廣及循證醫學證據支持，並大力推動在研新藥的進度，同時積極尋求投資、收購兼併（「併購」）和國際合作機遇。

本集團二零一八年上半年銷售收入為約人民幣1,278.3百萬元，同比減少11.2%，比去年下半年減少2.1%。本公司擁有人應佔溢利為人民幣765.7百萬元，同比減少9.1%，比去年下半年大幅增加26.2%。據艾美仕市場研究公司（「艾美仕」）數據顯示，本集團在中國心腦血管處方藥市場份額達8.62%，穩居首位；在中國整體醫院市場，本集團市場份額為1.44%，位列第十一位。

A. BUSINESS REVIEW

In 2018, the PRC government continued to deepen the medical reform, including directing quality medical resources into primary healthcare institutions, implementing the hierarchical healthcare system, more precise management of the coverage of medical insurance, promoting the reform of medical insurance payment methods, improving the drug pricing mechanism and accelerating the establishment of an integrated supervision system.

In the presence of new changes and challenges, the Group formulated precise short-, mid- and long-term development strategies, in order to strengthen its operational fundamentals in accordance to the direction of medical reform. 1) Targeted management: the Group has devised specific marketing strategies for different kinds of products to realize their full potential. 2) Push forward innovative drug and generic drug R&D: the Group has been strategically focusing on major therapeutic areas, and has achieved remarkable results for the six months ended 30 June 2018 (the "Period"). 3) Optimizing product resources: the Group has strengthened academic promotion and evidence-based research, while promoting R&D progress, and has been seeking opportunities for investment, mergers and acquisitions ("M&A"), and international collaboration.

In the first half of 2018, the Group recorded revenue of approximately RMB1,278.3 million, representing a year-on-year decrease of 11.2%, 2.1% lower than the second half of last year. Profit attributable to owners of the Group was RMB765.7 million, representing a year-on-year decrease of 9.1%, 26.2% higher than the second half of last year. According to data from IMS Health Incorporate ("IMS"), the Group remained the largest CCV drug manufacturer in China's prescription drug market with a market share of 8.62%. The Group ranks eleventh among pharmaceutical companies in China's hospital market with a market share of 1.44%.

管理層討論及分析

Management Discussion and Analysis

期內，本集團在產品銷售、市場推廣、新藥研發及業務拓展等方面已取得多項主要成就，其中包括：

- 自主研發創新抗腫瘤靶點藥哌羅替尼及新一代抑酸藥物安納拉唑鈉進入中國II期臨床試驗。
- 國內獨家產品、兒童用藥咪達唑啉口頰黏膜溶液擬納入優先審評程序。
- 成熟產品曲克蘆丁腦蛋白水解物注射液(源之久、杏唯)及丹參川芎嗪注射液(威澳)銷售額增長理想，較去年同期分別增加26.4%及80.8%。
- 成長期產品杏芍氯化鈉注射液(邁諾康)、注射用鹽酸羅沙替丁醋酸酯(杰澳)及甘草酸單鉍半胱氨酸氯化鈉注射液(回能)實現理想增長，整體銷售額較去年同期增加46.1%。
- 主要產品新增臨床路徑納入，包括腦苷肌肽注射液(歐迪美等四個品規)被納入2018版《臨床路徑釋義》康復醫學分冊、甘草酸單鉍半胱氨酸氯化鈉注射液(回能)被納入2018版《臨床路徑藥物釋義》風濕免疫分冊。
- 成立國際業務拓展部門，於中國、美國(「美國」)均設有辦事處，該團隊成員為擁有豐富海內外醫藥行業經驗的資深人士，專注於為本集團拓展包括抗腫瘤在內的各重大治療領域的前沿藥物。

During the Period, the Group has accomplished major achievements in product sales, marketing, R&D and business development, including:

- Innovative oncology drug Pirotinib and digestive system drug Anaprazole Sodium have commenced Phase II clinical trial in China.
- Exclusive product and pediatric medicine Midazolam Oromucosal Solution has been included in the priority review process.
- Two mature products, including Troxerutin and cerebroproptein hydrolysate injection (Brand name: Yuanzhijiu/Xingwei) and Salvia Miltiorrhiza and Ligustrazine Hydrochloride Injection (brand name: Weiao) have recorded desirable growth, with year-on-year growth rate of 26.4% and 80.8% respectively.
- Three growth-stage products, Floium Ginkgo Extract and Tertam Ethypyrazine Sodium Chloride Injection (Brand name: Mainuokang), Roxatidine Acetate Hydrochloride For Injection (Brand name: Jieao) and Monoammonium Glycyrrhizinate and Cysteine and Sodium Chloride Injection (Brand name: Huineng) continued to exhibit strong growth, with year-on-year growth rate of 46.1% for their sales revenue combined.
- Several key products have been included in more clinical pathways. Cerebroside-kinin injection (brand name: Oudimei/Aofutai/Weitong/Jielixin) has been included in 2018 edition of *Interpretation of Clinical Pathway* (Rehabilitative medicine). Monoammonium Glycyrrhizinate and Cysteine and Sodium Chloride Injection (Brand name: Huineng) has been included in 2018 edition of *Interpretation of Clinical Pathway and Therapeutic Drugs* (Rheumatology).
- The Group has established its Global Business Development Department in both China and the United States (“U.S.”). The team is equipped with expertise in both domestic and overseas pharmaceutical industries, and will be dedicated in exploring and assimilating leading medicinal technology among major therapeutic areas to the Group.

管理層討論及分析

Management Discussion and Analysis

產品銷售和市場推廣

本集團擁有多元化的產品組合，令其可以根據不同的市場狀況調整不同產品的推廣力度和營銷策略，為銷售提供支持。期內，本集團為不同成長階段的產品制定了針對性的發展策略，通過精細化市場管理，充分挖掘未開發市場的潛力。

1. 全力推廣高增長產品

處於成長期的產品在期內實現強勁增長，在已經納入醫保目錄（「省份醫保目錄」）的省份拓展醫院覆蓋，並將在未來通過贏得招標及納入更多省份醫保目錄開拓新市場，實現進一步增長。

2. 深入挖掘成熟產品原有一線市場，加快開發基層市場

期內，成熟產品的潛力在原有一線市場得到深入挖掘，進一步提高醫院覆蓋率，力求銷量穩中增長。同時，追隨國家政府分級診療的政策導向，本集團致力於引導資源向基層醫療機構下沉，加快三四線城市中小型醫院及社區醫療機構的開拓。根據二零一八年第一季度的艾美仕數據，四環醫藥在縣域市場開發方面排名第六，採購額達到人民幣31.6億元，高於其他本土藥企平均值。

3. 加強學術推廣，提高營銷能力

同時，本集團繼續加大力度進行全國性學術推廣，提升市場知名度及覆蓋率。腦苷肌肽注射液及曲克蘆丁腦蛋白水解物等主要產品新增多個省份醫保目錄和中標省份，招標價格保持穩定。本集團通過向銷售人員及分銷商提供系統化培訓，提高銷售團隊的專業性。

Sales and Marketing

The Group possesses a diversified product portfolio that allows it to adjust its sales and marketing strategies in accordance to different market situations. During the Period, the Group rolled out targeted strategies for products in different stages of growth. Through targeted management, the Group further realized potential of its product portfolio.

1. Promote high-growth products

The Group's high-growth products have achieved remarkable growth during the Period, through expanding hospitals in provinces where the products have been included in Provincial Reimbursement Drug Lists ("PRDLs"). The sales volume of these products is expected to achieve further growth by winning tenders and being included in more PRDLs in the future.

2. Deepen penetration in the existing first-tier market of mature products and accelerate the development of primary market

During the Period, the Group dedicated its efforts in deepening penetration of its mature products in first-tier markets where there was already extensive coverage, targeting to exploit untapped hospital resources, with the aim to stabilize sales and achieve steady growth. At the same time, in view of the government's promotion of hierarchical healthcare system, the Group concentrated its effort on directing the resource to primary healthcare institutions, while accreting the development of small and medium-sized hospitals and community medical institutions in third- and fourth-tier cities. According to IMS for the first quarter of 2018, Sihuan Pharmaceutical ranked sixth in terms of county market development with purchase amount reaching RMB3.16 billion, outperforming other domestic pharmaceutical companies.

3. Strengthened academic promotions to enhance marketing capabilities

The Group continued to step up its national academic promotions, resulting in improved market recognition and coverage. Key products such as cerebroside-kinin injection and troxerutin and cerebroproteins hydrolysate injection have been listed in PRDLs of more provinces and secured more tender wins with tender price maintained stable. The Group improved efficiency of its sales system by providing systematic trainings to salespersons and distributors.

管理層討論及分析

Management Discussion and Analysis

4. 加強循證醫學研究，延長產品的生命週期

本集團進行上市後循證醫學研究以鞏固主要產品的臨床有效性、安全性及增加其適應症範疇，其結果已經公佈。同時，本集團促進其主要產品列入診療指南、專家共識以及臨床路徑釋義，於今年陸續出版的國家版《臨床路徑釋義》和《臨床路徑治療藥物釋義》中，本集團多個產品已經獲得多個不同病種路徑推薦。本集團亦已開展獨家及主要產品的上市後再評價。

主要產品的銷售表現

心腦血管用藥

曲克蘆丁腦蛋白水解物注射液(商品名：源之久、杏唯)

本集團產品曲克蘆丁腦蛋白水解物注射液為全國獨家品種，適用於治療腦血栓、腦出血及腦痙攣等慢性腦血管疾病。該產品具有「科學配比、養治結合」的優勢，是同步作用於神經、血管單元的協同修復製劑。期內，該產品銷售額達人民幣282.7百萬元，比去年同期增加26.4%，比去年下半年增加17.7%。截至二零一八年六月三十日，該產品醫院覆蓋數目為4,209家，省醫保目錄數目為21個，中標省份數目為28個，中標價格穩定。

4. Strengthened evidence-based research to extend product life span

The Group conducted evidence-based research to reinforce the recognition of the clinical efficacy, safety and indications of its main products, of which the results have been published. Meanwhile, the Group promoted inclusion of its main products in official clinical guidelines, expert consensus and interpretation of clinical pathways. In the national-level *Interpretation of Clinical Pathways* and the *Interpretation of Clinical Pathway and Therapeutic Drugs* which have been published consecutively during the year, multiple products of the Group have been recommended for various indications. The Group has also started the post-launch re-evaluation of its exclusive and major products.

Sales Figures of Key Products

CCV Products

Troxerutin and cerebroprotein hydrolysate injection (Brand name: Yuanzhijiu/Xingwei)

This product is exclusive in China, with indications for treating acute and chronic cerebrovascular diseases, including cerebrothrombosis, cerebral hemorrhage and cerebral vasospasm. The product has the advantageous edges of scientific ingredients ratio and combining treatment with nourishment, and has dual effects on both neural and cardiovascular system. During the Period, revenue for this product reached RMB282.7 million, representing a year-on-year increase of 26.4%, an increase of 17.7% over the second half of last year. By 30 June 2018, the product was regularly prescribed in 4,209 hospitals and included in 21 PRDLs. The product had won 28 provincial tenders while the bidding price remained stable.

管理層討論及分析 Management Discussion and Analysis

腦苷肌肽注射液(商品名：歐迪美、澳輔泰、位通、捷利欣)

本集團產品腦苷肌肽注射液為全國獨家品種，適用於腦卒中、阿茲海默症、顛腦損傷及新生兒缺氧缺血性腦病等中樞神經損傷。該產品為包含多種神經修復、再生成份的複方製劑，已進入二零一七年版《臨床路徑釋義》與《臨床路徑治療藥物釋義》(縣級醫院版)，並獲得二零一八年國家版《臨床路徑釋義》康復醫學分冊以及內分泌病及代謝病分冊的明確推薦。期內該產品銷售額達人民幣277.7百萬元，比去年同期減少29.2%，比去年下半年減少5.7%。截至二零一八年六月三十日，該產品醫院覆蓋數目為4,145家，較去年同期增加；省醫保目錄數目為24個；中標省份數目為26個，中標價格穩定。

丹參川芎嗪注射液(商品名：威澳)

本集團為丹參川芎嗪注射液全國兩家生產廠家之一，該產品適用於閉塞性腦血管疾病、缺血性心血管疾病及糖尿病併發症等症狀。期內銷售額達人民幣158.2百萬元，比去年同期增加80.8%，比去年下半年增加22.5%。截至二零一八年六月三十日，該產品醫院覆蓋數目為4,326家，較去年同期增加；省醫保目錄數目為21個；中標省份數目為25個，中標價格穩定。

Cerebroside-kinin injection (Brand name: Oudimei/Aofutai/Weitong/Jielixin)

This product is exclusive in China, with indications for treating central nervous system lesions caused by stroke, alzheimer's disease, craniocerebral lesions and hypoxic-ischemic encephalopathy in newborns. The product is a compound preparation composed of a variety of ingredients aiding nerve repair and regeneration. The product has been included in the 2017 edition of *Interpretation of Clinical Pathways* and *Interpretation of Clinical Pathway and Therapeutic Drugs* (County level edition) and has been recommended by the section of rehabilitation medicine and the section of endocrine and metabolism diseases in the 2018 national-level edition of the *Interpretation of Clinical Pathways*. During the Period, revenue from this product reached RMB277.7 million, representing a year-on-year decrease of 29.2%, a decrease of 5.7% over the second half of last year. By 30 June 2018, the product was regularly prescribed in 4,145 hospitals and included in 24 PRDLs. The product had won 26 provincial tenders while the bidding price remained stable.

Salvia Miltiorrhiza and Ligustrazine Hydrochloride Injection (Brand name: Wei'ao)

The Group is one of the only two manufacturers of Salvia Miltiorrhiza and Ligustrazine Hydrochloride Injection in China. This product is intended to treat occlusive cerebrovascular diseases, ischemic cardiovascular disease, diabetic complications and other CCV symptoms. During the Period, revenue from this product reached RMB158.2 million, representing a year-on-year increase of 80.8%, an increase of 22.5% over the second half of last year. By 30 June 2018, the product was regularly prescribed in 4,326 hospitals and included in 21 PRDLs. The product had won 25 provincial tenders while the bidding price remained stable.

管理層討論及分析

Management Discussion and Analysis

馬來酸桂哌齊特注射液(商品名：克林澳、安捷利)

本集團產品馬來酸桂哌齊特注射液為「國家重大新藥創新專項藥物」，於二零一七年獲得國家知識產權局頒發「中國專利金獎」。該產品適用於腦動脈硬化、腦血栓、冠心病及雷諾氏病等心腦血管及外周血管疾病，具有改善腦血循環及神經保護的雙重功效。該產品為國家醫保目錄（「國家醫保目錄」）藥品，本集團已積極開展對該產品的上市後再評價試驗，進度和規模均優於同業。期內銷售額達人民幣151.3百萬元，比去年同期減少29.2%，比去年下半年減少14.2%。截至二零一八年六月三十日，該產品醫院覆蓋數目為3,859家；中標省份數目為30個，中標價格穩定。

杏苧氯化鈉注射液(商品名：邁諾康)

杏苧氯化鈉注射液為銀杏葉提取物和川芎嗪複方製劑，用於治療缺血性心腦血管疾病如腦供血不足、腦血栓、腦栓塞、冠心病、心絞痛、心肌梗死等以及腦功能障礙和老年性癡呆等。銀杏葉提取物和川芎嗪皆為國家醫保品種且臨床上廣泛使用。期內銷售額達人民幣25.3百萬元，比去年同期增加27.4%，比去年下半年下降45.0%。截至二零一八年六月三十日，該產品醫院覆蓋數目為280家，較去年同期增加；省醫保目錄數目為9個；中標省份數目為23個，中標價格穩定。

Cinepazide Maleate Injection (Brand name: Kelinao/Anjieli)

This product has been granted “Significant New Drugs Development” by National Major Scientific and Technological Special Project and received “Chinese Patent Gold Award” by State Intellectual Property Office (SIPO) in 2017. This product has dual effect on improving cerebral circulation and neural protection, and is intended to treat CCV and peripheral vascular diseases, including cerebral arteriosclerosis, cerebral thrombosis, coronary disease and Raynaud’s disease. The product has been included in National Reimbursement Drug List (“NRDL”). The Group has already commenced post-launching re-evaluation study for this product, of which the progress and scale both outperform peers. During the Period, revenue from this product reached RMB 151.3 million, representing a year-on-year decrease of 29.2%, a decrease of 14.2% over the second half of last year. By 30 June 2018, the product was regularly prescribed in 3,859 hospitals. This product had won 30 provincial tenders while the bidding price remained stable.

Floium Ginkgo Extract and Tertam Ethylpyrazine Sodium Chloride Injection (Brand name: Mainuokang)

This product is a compound preparation of floium ginkgo extract and tertam ethylpyrazine, with indications in treating ischemic CCV disease, including blood supply insufficiency, cerebral thrombosis, cerebral embolism, coronary heart diseases, angina, heart attack, cerebral dysfunction and Alzheimer’s disease. Floium ginkgo extract and tertam ethylpyrazine are both included in NRDL and commonly used in clinical practice. During the Period, revenue from this product reached RMB25.3 million, representing a year-on-year increase of 27.4%, a decrease of 45.0% over the second half of last year. By 30 June 2018, this product was regularly prescribed in 280 hospitals and included in 9 PRDLs. This product had won 23 provincial tenders while the bidding price remained stable.

管理層討論及分析

Management Discussion and Analysis

非心腦血管用藥

注射用鹽酸羅沙替丁醋酸酯(商品名：杰澳)

該產品為新一代組胺H2受體拮抗劑，適用於由於消化道潰瘍、應激性潰瘍等引起的上消化道出血。該產品具有適中的抑酸效果及獨特的胃黏膜保護作用，已被納入二零一七年版《臨床路徑釋義》外科分冊及《臨床路徑治療藥物釋義》內科分冊(縣級醫院版)並於日前獲得二零一八年國家版《臨床路徑釋義》消化病分冊推薦。根據艾美仕數據，抑酸劑市場容量超過人民幣160億，潛力龐大。質子泵抑制劑抑酸產品因過度使用在二零一七年國家版醫保受限，增長放緩，為本產品帶來增長空間。期內銷售額達人民幣26.2百萬元，比去年同期增加51.6%，比去年下半年增加45.8%。截至二零一八年六月三十日，該產品醫院覆蓋數目為260家，較去年同期增加；省醫保目錄數目為10個；中標省份數目為25個，中標價格穩定。

甘草酸單銨半胱氨酸氯化鈉注射液(商品名：回能)

該產品為甘草酸單銨和半胱氨酸複方製劑，具有抗肝中毒、恢復肝細胞功能等保肝降酶功效，適用於急慢性肝炎、肝中毒及初期肝硬化等症狀。該產品為獨家複方製劑，具有數個產品專利，是甘草酸製劑中唯一適用於老人及兒童患者的品種，因其安全性及有效性而獲得數個診療指南及專家共識推薦，且獲納入二零一八年國家版《臨床路徑釋義》風濕免疫性疾病分冊。期內該產品銷售額達人民幣17.1百萬元，比去年同期增加74.1%，比去年下半年增加79.6%。截至二零一八年六月三十日，該產品醫院覆蓋數目為274家；省醫保目錄數目為11個；中標省份數目為25個，中標價格穩定。

Non-CCV Product

Roxatidine Acetate Hydrochloride Injection (Brand name: Jie'ao)

This product is a novel H2 receptor antagonist, with indications in treating upper digestive tract hemorrhage caused by peptic ulcer and stress ulcer. This product suppresses gastric acid secretion and protects gastric mucosa, and has been included in the surgery section of the 2017 edition of the *Interpretation of Clinical Pathways* and the general medicine section of the *Interpretation of Clinical Pathway and Therapeutic Drugs* (county-level), and has been recommended by the digestive disease section of the 2018 national-level edition of the *Interpretation of Clinical Pathways*. According to the data from IMS, the market volume of acid inhibitor exceeds RMB16 billion which indicates broad market potential. Additionally, the excessive use of proton pump inhibitor led to prescription restrictions indicated in the 2017 edition of NRDL, which has brought market opportunity for this product. During the Period, revenue for this product reached RMB26.2 million, representing a year-on-year increase of 51.6%, an increase of 45.8% over the second half of last year. By the end of 30 June 2018, this product was regularly prescribed in 260 hospitals and included in 10 PRDLs. The product had won 25 provincial tenders while the bidding price remained stable.

Monoammonium Glycyrrhizinate and Cysteine and Sodium Chloride Injection (Brand name: Huineng)

This product is a compound preparation of ammonium glycyrrhizinate and cysteine and sodium chloride, with liver protecting and enzyme reducing effects. This product is intended to treat chronic and acute hepatitis, hepatotoxicity, early-stage cirrhosis and other conditions. This product is an exclusive patented compound preparation and is the only glycyrrhizic acid product suitable for the elderly and children. In addition, it is recommended by several clinical guidelines and expert consensus for the outperforming safety and efficacy properties, and was included in the rheumatology section of the 2018 edition of *Interpretation of Clinical Pathway*. During the Period, revenue from this product reached RMB17.1 million, representing a year-on-year increase of 74.1%, an increase of 79.6% over the second half of last year. By the end of 30 June 2018, this product was regularly prescribed in 274 hospitals and included in 11 PRDLs. This product had won 25 provincial tenders while the bidding price remained stable.

管理層討論及分析

Management Discussion and Analysis

期內，心腦血管藥物銷售收益同比減少12.9%至人民幣1,182.2百萬元，佔本集團總收益的92.5%，銷售下跌主要由於醫保控費所致。

During the Period, revenue from CCV products decreased 12.9% year-on-year to RMB1,182.2 million, accounting for 92.5% of the Group's total revenue. This was mainly attributable to the tightening control of medical expenditure.

產品名稱 Product	截至六月三十日止六個月 For the six months ended 30 June		同比銷售額變動 Change in sales year-on-year
	二零一七年 2017 (人民幣千元) (RMB'000)	二零一八年 2018 (人民幣千元) (RMB'000)	
源之久/杏唯(曲克蘆丁腦蛋白水解物注射液) Yuanzhijiu/Xingwei (Troloxerutin and cerebroprotein hydrolysate injection)	223,634	282,686	26.4%
歐迪美/澳輔泰/位通/捷利欣(腦苷肌肽注射液) Oudimei/Aofutai/Weitong/Jielixin (Cerebroside-kinin injection)	392,507	277,707	-29.2%
威澳(丹參川芎嗪注射液) Wei'ao (Salvia Miltiorrhiza and Ligustrazine Hydrochloride Injection)	87,478	158,172	80.8%
克林澳/安捷利(馬來酸桂呱齊特注射液) Kelinao/Anjieli (Cinepazide Maleate Injection)	213,703	151,312	-29.2%
益康寧/益脈寧(前列地爾脂乳注射液) Yikangning/Yimaining (Alprostadil lipid emulsion injection)	112,858	79,771	-29.3%
也多佳(複方三維B(II)注射液) Yeduojia (Compound trivitamin B(II) for injection)	69,452	75,765	9.1%
澳昔/翔通(GM1注射液) Aogan/Xiangtong (GM1)	79,549	67,508	-15.1%
邁諾康(杏苧氯化鈉注射液) Mainuokang (Floiium Ginkgo Extract and Tertam Ethypyrazine Sodium Chloride Injection)	19,844	25,278	27.4%
曲奧(腦蛋白水解物) Qu'ao (Cerebroprotein Hydrolysate)	45,135	16,391	-63.7%
注射用煙醯胺 (Nicotinamide injection)	2,195	14,314	552.2%

期內，非心腦血管產品銷售收益同比增加16.0%至人民幣96.1百萬元，佔本集團總收益的7.5%。

During the Period, revenue from non-CCV products increased by 16.0% year-on-year to RMB96.1 million, accounting for 7.5% of the Group's total revenue.

管理層討論及分析

Management Discussion and Analysis

產品名稱 Product	截至六月三十日止六個月 For the six months ended 30 June		同比銷售額變動 Change in sales year-on-year
	二零一七年 2017 (人民幣千元) (RMB'000)	二零一八年 2018 (人民幣千元) (RMB'000)	
傑澳(注射用鹽酸羅沙替丁酯酸酯) Jie'ao (Roxatidine Acetate Hydrochloride For Injection)	17,286	26,211	51.6%
回能(甘草酸單銨半胱氨酸氯化鈉注射液) Huineng (Monoammonium Glycyrrhizinate and Cysteine and Sodium Chloride Injection)	9,794	17,053	74.1%
仁澳(奧卡西平) Ren'ao (Oxcarbazepine)	12,289	8,900	-27.6%
欣諾澳(注射用鹽酸克林黴素) Xinnuoao (Clindamycin injection)	10,237	8,859	-13.5%
注射用煙酸(維生素) Nicotinic acid injection (Vitamins)	—	11,399	—

研發

大力推進創新藥研發，期內臨床進展顯著

本集團已建立清晰的研發管線，並加大投入，將資源集中於臨床需求龐大的治療領域，包括腫瘤／免疫腫瘤、糖尿病及非酒精性肝炎等。其中，本集團大力推進9項重點新藥項目，期內多個創新藥項目已取得驕人進展。

本集團自主研發的創新腫瘤藥哌羅替尼已完成於美國和中國進行的國際多中心I期臨床試驗，並正式啟動中國II期臨床試驗。該新藥是本集團腫瘤藥佈局的重磅產品，並由頂尖肺癌專家吳一龍教授牽頭本期臨床試驗，是本集團創新藥研發的重要里程碑。哌羅替尼為新一代針對包括表皮生長因子受體(EGFR)家族在內的多靶點、不可逆酪氨酸激酶抑制劑，擬用於治療非小細胞肺癌等多種惡性腫瘤，市場前景可觀，預計於二零一九年下半年進入三期臨床試驗，並於二零二一年進行新藥上市審批申報(「新藥上市申請」)。

R&D

Stepped up efforts and achieved remarkable progress in clinical trials for innovative new drugs

The Group has established a clear R&D pipeline, increased its investment in R&D and allocated more resources in therapeutic areas of major unmet clinical needs, including oncology/immuno-oncology, diabetes and non-alcoholic steatohepatitis (“NASH”). The Group has been vigorously pushing forward nine key new drugs, a few of which have achieved positive results during the Period.

Pirotinib (哌羅替尼), a self-developed innovative oncology drug, has commenced Phase II clinical trial in China, subsequent to the completion of Phase I global multi-centered clinical trials in the U.S. and in China. Led by top oncologist Professor Wu Yilong, the progress of Pirotinib's clinical trial marks an important milestone in the Group's innovative drug R&D. Pirotinib is a novel irreversible pan-epidermal growth factor receptor (“EGFR”) tyrosine kinase inhibitor, intended for the treatment of various types of malignant tumor, including non-small cell lung cancer, with broad market prospect. It is expected to commence the Phase III clinical trial in the second half of 2019 and to submit the New Drug Application (“NDA”) in 2021.

管理層討論及分析

Management Discussion and Analysis

此外，創新藥安納拉唑鈉、百納培南已於日前進入二期臨床試驗。安納拉唑鈉為質子泵抑制劑類抑酸藥，擬用於胃反酸、十二指腸潰瘍等消化道疾病。該新藥具有單一異構體成份及多酶代謝特性，安全性顯著優於同類藥物。百納培南為碳青黴烯類抗生素，擬用於重症感染患者、葛蘭素性菌及複雜性尿路感染等，與同類產品相比，該新藥具有半衰期長、安全性優越等特性。上述兩項新藥預計於二零一九年下半年進入三期臨床試驗，並於二零二一年進行新藥上市申請。

Additionally, innovative drugs Anaprazole Sodium (安納拉唑鈉) and Benapenem (百納培南) have already commenced Phase II clinical trial. Anaprazole Sodium is an acid suppressant from the proton pump inhibitor category intended for the treatment of gastrointestinal diseases including acid reflux and duodenal ulcer. This new drug has better safety properties than drugs of the same class due to its single isomer composition and multi-enzyme metabolic pathway. Benapenem is a Carbapenem antibiotic intended to treat severe infections, Gram bacterial infections and complex urinary tract infections. The new drug has longer half-life and better safety properties compared to similar drugs. These two new drugs mentioned above are expected to commence Phase III clinical trial in the second half of 2019, and to submit the NDA in 2021.

創新藥研發管線

Innovative Drug R&D Pipeline

排序 Rank	疾病領域 Therapeutic area	註冊分類 Registration classification	藥品 Project	臨床前試驗 Pre-clinical Trials	新藥研究申請 IND application	臨床試驗 Clinical Trials			新藥申請 NDA
						一期 Phase I	二期 Phase II	三期 Phase III	
1	糖尿病 Diabetes	1.1類創新藥 Category 1.1	加格列淨 Janagliflozin						
2	腫瘤 Oncology	1類創新藥 Category 1	吡羅西尼 Birociclib						
3	腫瘤 Oncology	1.1類創新藥 Category 1.1	哌羅替尼* Pirotinib*			美國 U.S.			
4	消化 Gastrointestinal disease	1.1類創新藥 Category 1.1	安納拉唑鈉 Anaprazole Sodium						
5	高血壓 CCV	1.1類創新藥 Category 1.1	泰樂地平 Tylepidine						
6	抗感染 Anti-infective	1.1類創新藥 Category 1.1	百納培南 Benapenem						
7	腫瘤 Oncology	1.1類創新藥 Category 1.1	XZP-3621-1001						
8	生殖 BPH-LUTS, ED	1.1類創新藥 Category 1.1	復達那非 Fadanafil						
9	糖尿病 Diabetes	7類治療用生物製品 Category 7 Therapeutic Biologics	胰島素項目 Insulin analogue						
10	其他創新藥項目 Other innovative drug projects			...					

* 創新專利藥哌羅替尼已完成在中國和美國的I期臨床試驗，並獲得中國食品藥品監督管理局I/II/III期臨床試驗批件，國內II期臨床試驗已啟動。

* Phase I clinical trials of Pirotinib have been completed in the U.S and in China.; it also obtained approval for Phase I/II/III clinical trials from the CFDA, and Phase II clinical trials have been commenced.

截至二零一八年六月底，創新藥研發平台共遞交國內專利申請600餘件、PCT國際專利申請40件、巴黎公約申請1件（含4個國家）及單獨提交美國專利申請2件。至今，本集團已獲得授權的國內專利170餘件及國外專利65餘件。此外，於二零一八年，創新藥研發團隊獲得了一項北京市科委研發科技專項支持。

As of the end of June in 2018, the innovative drug platform has submitted applications for over 600 domestic patents, 40 PCT international patents, 1 Paris Convention patent (consisting of 4 countries) and 2 U.S. patents submitted individually. To date, the Group has been granted 170 domestic patents and 65 overseas patents. In addition, the innovative new drug R&D team has received an R&D special project grant from the Beijing Municipal Science & Technology Commission in 2018.

管理層討論及分析 Management Discussion and Analysis

持續投入心腦血管及中樞神經系統領域仿製藥開發進展理想

本集團通過評估在研藥品的競爭格局及臨床需求現狀，推動重點項目的開發，未來數年將陸續將新產品推出市場。本集團已選定幾個口服固體藥物進行仿製藥一致性評價，包括糖尿病一線用藥鹽酸二甲雙胍片，預期即將通過一致性評價，不日上市後將進一步推動四環盈利增長。

此外，本集團自主開發的兒童用藥咪達唑啉口頰黏膜溶液擬納入國家食品藥品監督管理總局（「國家食藥監局」）近期發佈的國家第三批優先審評藥品註冊申請目錄。該產品擬用於治療嬰兒、幼兒、兒童及青少年（3個月至18歲）延時的急性驚厥發作，本集團為國內首家並獨家提交該品種生產批件申請的生產廠家，目前等待審評。納入優先審評程序將縮短該產品的審評審批及上市時間，若日後獲批上市，市場前景廣闊。

本集團仿製藥研發管線中產品包括心腦血管及中樞神經系統藥物長春西汀注射液、重酒石酸卡巴拉汀膠囊、左乙拉西坦片、苯磺酸左氨氯地平片及左乙拉西坦注射液等，品種豐富且多元化，多重佈局保證本集團短中期產品資源。

期內，仿製藥研發平台共開發製劑品種71項，原料藥48項，其中7個品種已開展一致性評價。71個製劑品種涉及精神神經系統、內分泌、消化系統、抗病毒及麻醉等領域。

Continued investment in CCV and (central nervous system (“CNS”)) generic drug projects and achieved sound progress

By assessing the products' competitive landscape and clinical demand, the Group forged ahead the development of key projects, and scheduled a number of new products to be launched in the coming years. Besides, the Group has designated a few oral solid dosage products for bioequivalence test, including Metformin hydrochloride tablet (鹽酸二甲雙胍片), a first-line diabetes drug. It is expected that this product will soon pass the bioequivalent test and contribute to the profitability of the Group when officially launched.

In addition, Midazolam Oromucosal Solution (咪達唑啉口頰粘膜溶液), the Group's self-developed pediatric medicine, has been listed in the 30th batch of “Announcement on Registration Application for Drugs to be Included in the Priority Review Process” recently released by the Center for Drug Evaluation of China Food and Drug Administration (“CFDA”) (國家第三批優先審評藥品註冊申請目錄). The product is intended to treat prolonged, acute, convulsive seizures in infants, toddlers, children and adolescents (from the age of 3 months to 18 years). The Group has been the first and sole entity to submit application for production approval to CFDA and the product is currently in the process of review and evaluation. The inclusion in the priority review process is expected to expedite the review and approval timeframe for the drug to market. This product is expected to exhibit broad prospect when marketed in the future.

The Group's generic drug pipeline consists various CCV and CNS drugs, such as Vinpocetine Injection (長春西汀注射液), Rivastigmine Hydrogen Tartrate Capsule (重酒石酸卡巴拉汀膠囊), Levetiracetam Tablets (左乙拉西坦片), Amlodipine Mesylate Tablets (苯磺酸左氨氯地平片) and Levetiracetam Injection (左乙拉西坦注射液). This diversified portfolio will supplement the Group's short- to mid-term product resources.

During the Period, there are 71 preparation projects and 48 active pharmaceutical ingredient projects ongoing on generic drug R&D platform, among which 7 products have commenced the bio-equivalence test. The 71 preparation projects include therapeutic drugs in CNS, endocrine system, digestive system, anti-viral and anesthesia.

管理層討論及分析

Management Discussion and Analysis

B. 未來展望

憑藉多年來沉積的基礎，本集團穩居國內心腦血管處方藥市場的龍頭地位，基本面穩固強勁，始終保持卓越的財務實力。此外，本集團也致力於提升非心腦血管藥物的收入佔比，成效卓著。

面向未來，本集團已建立明確、清晰且堅定的銷售及經營策略，並已實行一系列內部調整，致力以「加強研發實力、優化產品資源及加快市場擴張」為目標，邁向下一個發展階段。本集團日後將加大投放優化產品組合，通過內部研發、併購及國際合作，建立可持續的創新藥及仿製藥產品線，保持品種豐富多元化，多重佈局保證本集團中長期產品資源。在市場營銷方面，本集團將繼續為較成熟的產品擴張基層市場的滲透度；同時，通過中標及增加省份醫保目錄覆蓋，提高成長期產品的市場覆蓋率。本集團將繼續為集團的可持續發展努力，為股東創造更佳的回報。

B. FUTURE PROSPECTS

On the extensive experience over the years, the Group has maintained leadership position in the CCV prescription drug market in China. With strong and stable fundamentals and excellent financial capability, the Group also seeks to increase the revenue from non-CCV drugs and the strategy has proven effective.

Looking forward, the Group's vision in sales and marketing and business operation is precise, clear and determined. Stepping into the next page of development, the Group implemented a series of internal adjustments with the aim to "strengthen R&D capabilities, optimize product resources and accelerate market expansion". In the future, the Group will be investing significant resources into developing a sustainable pipeline of innovative and generic products, through in-house R&D, M&A and international collaboration. In the meantime, the Group will maintain a diversified product portfolio and a sustainable product resources for the mid- to long-term growth. In terms of marketing, the Group will continue to increase penetration in lower-end markets for its mature products, and improve market coverage of its growth stage products by winning tenders and inclusion in more PRDLs. Last but not the least, the Group will strive for the sustainable development and better returns for its shareholders.

管理層討論及分析

Management Discussion and Analysis

C. 財務回顧

營業額

期內，本集團繼續增強心腦血管藥物業務，同時提高其他治療領域的產品銷量。收益總額由截至二零一七年六月三十日止六個月的人民幣1,440.3百萬元減少11.2%至期內的人民幣1,278.3百萬元，減少約人民幣162.0百萬元。其中，心腦血管藥物於期內的銷售額約為人民幣1,182.2百萬元，較截至二零一七年六月三十日止六個月減少約人民幣175.2百萬元，約佔本集團營業總額的92.5%。

非心腦血管藥物收益由截至二零一七年六月三十日止六個月的人民幣82.9百萬元增加約16.0%至期內的人民幣96.1百萬元，約佔本集團收益總額的7.5%。

銷售成本

本集團期內銷售成本約為人民幣252.6百萬元，約佔收益總額的19.8%。

毛利

期內的毛利為人民幣1,025.7百萬元，比截至二零一七年六月三十日止六個月的人民幣1,018.4百萬元增加人民幣7.3百萬元，整體毛利率由截至二零一七年六月三十日止六個月的70.7%上升至期內的80.2%。毛利率上升主要是由於集團之前代理銷售合營公司的產品，之後集團取得了合營公司的控股權，合營公司該產品產生的毛利並入了集團合併報表中所致。

其他收益淨額

其他收益淨額由截至二零一七年六月三十日止六個月的收益人民幣134.5百萬元增加人民幣169.6百萬元至期內的收益人民幣304.1百萬元。此乃主要由於政府補助較去年同期增加所致。

C. FINANCIAL REVIEW

Turnover

For the Period, the Group continued to strengthen its CCV drug business while promoting sales of its products of other therapeutic areas. The total revenue of the Group decreased by 11.2% or approximately RMB162.0 million from RMB1,440.3 million for the six months ended 30 June 2017 to RMB1,278.3 million for the Period, in which sales of CCV drugs for the Period amounted to approximately RMB1,182.2 million, representing a decrease of approximately RMB175.2 million when compared with the six months ended 30 June 2017, accounting for approximately 92.5% of the Group's total revenue.

Revenue derived from non-CCV drugs increased by approximately 16.0% from RMB82.9 million for the six months ended 30 June 2017 to RMB96.1 million for the Period, accounting for approximately 7.5% of the Group's total revenue.

Cost of sales

The Group's cost of sales for the Period amounted to approximately RMB252.6 million, accounting for approximately 19.8% of the total revenue.

Gross profit

Gross profit was RMB1,025.7 million for the Period, representing an increase of RMB7.3 million when compared with RMB1,018.4 million for the six months ended 30 June 2017. Overall gross profit margin increased from 70.7% for the six months ended 30 June 2017 to 80.2% for the Period, which was mainly due to the fact that the margin of products from a joint venture which previously distributed by the group was consolidated into Group accounts after we acquired the controlling stake of the joint venture.

Other net gains

Other net gains increased by RMB169.6 million from RMB134.5 million for the six months ended 30 June 2017 to RMB304.1 million for the Period, which was mainly due to an increase in government grant as compared with the same period of last year.

管理層討論及分析

Management Discussion and Analysis

分銷成本

期內的分銷成本較去年同期增加人民幣29.9百萬元至人民幣101.0百萬元。此乃由於本集團大幅增加了全國層面的學術推廣活動，以強化產品品牌建設所致。

行政開支

行政開支由截至二零一七年六月三十日止六個月的人民幣269.0百萬元增加33.8%至期內的人民幣359.8百萬元。其中，研發費用由截至二零一七年六月三十日止六個月的人民幣91.9百萬元增加48.8%至期內的人民幣136.8百萬元。此增加主要是由於本集團經營發展壯大，有關的行政費用以及研發投入的增加。

其他開支

其他開支由截至二零一七年六月三十日止六個月的人民幣36.9百萬元減少至期內的人民幣21.9百萬元。主要是由於匯兌損失減少所致。

除所得稅前溢利

由於上述因素，本集團的除所得稅前溢利由截至二零一七年六月三十日止六個月的人民幣997.2百萬元下降7.6%至期內的人民幣921.0百萬元。

所得稅開支

本集團所得稅開支由截至二零一七年六月三十日止六個月的人民幣156.7百萬元下降14.0%至期內的人民幣134.8百萬元。

期內溢利

由於上述因素，本集團的純利由截至二零一七年六月三十日止六個月的人民幣840.5百萬元下降6.5%至期內的人民幣786.2百萬元。

Distribution costs

Distribution costs for the Period increased by RMB29.9 million to RMB101.0 million over the same period last year due to significant increase in national scale academic promotion activities, which were conducted in order to strengthen the product brand building.

Administrative expenses

Administrative expenses increased by 33.8% from RMB269.0 million for the six months ended 30 June 2017 to RMB359.8 million for the Period, in which R&D cost increased 48.8% from RMB91.9 million for the six months ended 30 June 2017 to RMB136.8 million for the Period. This was mainly due to enhanced operation and development of the Group resulting in an increase in relevant administrative expenses and R&D input.

Other Expenses

Other expenses decreased from RMB36.9 million for the six months ended 30 June 2017 to RMB21.9 million for the Period, which was mainly due to a decrease in foreign exchange loss.

Profit before income tax

Due to the aforesaid, the Group's profit before income tax decreased by 7.6% from RMB997.2 million for the six months ended 30 June 2017 to RMB921.0 million for the Period.

Income tax expenses

The Group's income tax expenses decreased by 14.0% from RMB156.7 million for the six months ended 30 June 2017 to RMB134.8 million for the Period.

Profit for the Period

Due to the aforesaid, the Group's net profit decreased by 6.5% from RMB840.5 million for the six months ended 30 June 2017 to RMB786.2 million for the Period.

管理層討論及分析

Management Discussion and Analysis

本公司擁有人應佔溢利

本公司擁有人應佔溢利由截至二零一七年六月三十日止六個月的人民幣842.5百萬元下降9.1%至期內的人民幣765.7百萬元。不計於二零一七年六月出售北京博仁醫院股權的投資利得人民幣125.8百萬元，與截至二零一七年六月三十日止六個月相比，本公司擁有人佔溢利增加6.8%。

非控股權益

非控股權益由截至二零一七年六月三十日止六個月的虧損人民幣2.0百萬元增至期內收益人民幣20.6百萬元。

流動資金及財務資源

於二零一八年六月三十日，本集團現金及現金等價物為人民幣1,457.2百萬元（二零一七年十二月三十一日：人民幣831.9百萬元），其他流動金融資產為人民幣2,791.3百萬元（二零一七年十二月三十一日：人民幣2,967.4百萬元）。

本集團一般將多餘現金存入計息銀行賬戶及活期賬戶。本集團可能將額外的現金用作短期投資，以獲取較豐厚的回報。因此，本集團成員公司與若干銀行機構訂立協議，將額外的現金進行投資。於期內，根據有關協議，本集團成員公司投資本金總額為人民幣2,757.8百萬元。本集團按該等協議進行的投資為短期投資，主要為向若干國有銀行購買的財務計劃產品。對於上述財務計劃產品，發行該等財務計劃產品的銀行可酌情決定將本集團資金投資國債、貼現的銀行承兌匯票及商業承兌匯票以及銀行存款等財務工具。投資本金人民幣2,757.8百萬元加上約人民幣33.5百萬元利息合共約人民幣2,791.3百萬元於本集團截至二零一八年六月三十日的綜合資產負債表確認其他流動金融資產。於本中期報告日期，已出售／償還投資本金總額為人民幣2,213.8百萬元。

Profit attributable to owners of the Company

Profit attributable to owners of the Company decreased by 9.1% from RMB842.5 million for the six months ended 30 June 2017 to RMB765.7 million for the Period. Excluding the investment gain of RMB125.8 million from disposal of equity interest in Beijing Boren Hospital in June 2017, profit attributable to owners of the Company increased by 6.8% compared with the six months ended 30 June 2017.

Non-controlling interests

Non-controlling interests increased from losses of RMB2.0 million for the six months ended 30 June 2017 to gains of RMB20.6 million for the Period.

Liquidity and financial resources

As at 30 June 2018, the Group's cash and cash equivalents amounted to RMB1,457.2 million (as at 31 December 2017: RMB831.9 million) and other current financial assets amounted to RMB2,791.3 million (as at 31 December 2017: RMB2,967.4 million).

The Group generally deposits its excess cash in interest-bearing bank accounts and current accounts. The Group may use extra cash for short-term investments in order to obtain better returns. Therefore, members of the Group entered into agreements with certain banking institutions to invest extra cash. According to such agreements, during the Period, the total amount of investment of members of the Group amounted to RMB2,757.8 million. The investments made by the Group according to these agreements were categorized as short-term investments, which mainly consisted of financial planning products purchased from certain state-owned banks. For the said financial planning products, the issuing banks of such financial planning products may invest the Group's funds at their discretion into financial instruments such as treasury bonds, discounted bank acceptances, commercial acceptance bills and bank deposits. The investment principal of RMB2,757.8 million plus interest of approximately RMB33.5 million in aggregate amounted to approximately RMB2,791.3 million, which was recognized as other current financial assets in the consolidated balance sheet of the Group as at 30 June 2018. As at the date of this interim report, total amount of sold/repaid investment principal amounted to RMB2,213.8 million.

管理層討論及分析

Management Discussion and Analysis

除下文所披露者外，本集團並無其他負債及銀行貸款。因此，其資產負債比率（債務淨額除以本集團擁有人應佔股權加債務淨額）低於2%。

本集團於二零一八年六月三十日有足夠現金。董事認為，本集團並無任何重大資金風險。

Save as disclosed below, the Group did not have other liabilities and bank loans, as a result of which, its gearing ratio (net debt to equity attributable to owners of the Group plus net debt) is less than 2%.

The Group has sufficient cash as at 30 June 2018. The Directors are of the opinion that the Group does not have any significant capital risk.

		二零一八年 六月三十日 30 June 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 十二月三十一日 31 December 2017 人民幣千元 RMB'000 經審核 Audited
現金及現金等價物	Cash and cash equivalent	1,457,181	831,859
減：借款	Less: Borrowings	210,906	—
		1,246,275	831,859

貿易及其他應收賬款

本集團的貿易應收賬款包括我們的分銷商支付我們的產品的信貸銷售款。本集團的其他應收賬款包括來自其他應收賬款、應收票據、預付供應商款項及應收關聯方款項。於二零一八年六月三十日本集團擁有的貿易及其他應收賬款為人民幣673.1百萬元。比二零一七年十二月三十一日貿易及其他應收賬款金額人民幣747.1百萬元減少了人民幣74.0百萬元，主要因為期內應收票據減少所致。

Trade and other receivables

The Group's trade receivables consist of credit sales of its products to be paid by its distributors. Other receivables of the Group consist of other receivables, bills receivable, prepayments to suppliers and amounts due from related parties. The Group's trade and other receivables were RMB673.1 million as at 30 June 2018, representing a decrease of RMB74.0 million when compared with trade and other receivables of RMB747.1 million as at 31 December 2017, mainly due to a decrease in bills receivable for the Period.

存貨

於二零一八年六月三十日，存貨金額為人民幣282.0百萬元（二零一七年十二月三十一日：人民幣228.0百萬元）。期內存貨周轉期為182日（截至二零一七年六月三十日止六個月：92日）。期內本集團並無存貨減值。期內存貨周轉期延長主要是由於個別原輔料價格波動，為避免供應短缺而增加存貨水平，以及期內新投建的原料藥廠與舊原料藥廠正在進行交接。

Inventory

Inventory as at 30 June 2018 amounted to RMB282.0 million (as at 31 December 2017: RMB228.0 million). Inventory turnover days were 182 days for the Period (for the six months ended 30 June 2017: 92 days). The Group had no inventory impairments during the Period. The increase in inventory turnover days during the Period was mainly due to increase of inventory level in order to avoid supply shortage, in view of price fluctuation of certain raw materials, as well as the newly constructed and old pharmaceutical ingredient production facilities are undergoing the process of handover during the Period.

管理層討論及分析

Management Discussion and Analysis

物業、廠房及設備

本集團的物業、廠房及設備包括樓宇、生產及電子設備、汽車及在建工程。於二零一八年六月三十日，物業、廠房及設備的賬面淨值為人民幣2,905.4百萬元，較二零一七年十二月三十一日增加了人民幣451.8百萬元，上升約18.4%。主要是現有及新投建的生產工廠進行擴建或建設、新辦公空間以及購置設備。

商譽

本集團的商譽產生自收購附屬公司。於二零一八年六月三十日，商譽淨值為人民幣2,843.9百萬元(二零一七年十二月三十一日：人民幣2,843.9百萬元)。

無形資產

本集團的無形資產主要包括客戶關係、專利權、遞延開發成本及進行中產品開發。遞延開發成本及進行中產品開發主要指向外部分研究機構收購若干藥品研發項目與其自行開發的研發項目。於二零一八年六月三十日，無形資產淨值為人民幣1,293.7百萬元(二零一七年十二月三十一日：人民幣1,338.0百萬元)。

貿易及其他應付賬款

本集團的貿易及其他應付賬款主要包括貿易應付賬款、其他應付賬款、應計開支及應付職工薪酬。於二零一八年六月三十日，貿易及其他應付賬款金額為人民幣1,753.3百萬元，比二零一七年十二月三十一日貿易及其他應付賬款金額減少了人民幣51.5百萬元。主要是因為採納國際財務報告準則第15號，客戶墊款的未償還餘額已由貿易及其他應付賬款重新分類為合約負債。

Property, plant and equipment

The Group's property, plant and equipment consist of buildings, production and electronic equipment, motor vehicles and construction in progress. As at 30 June 2018, the net book value of property, plant and equipment amounted to RMB2,905.4 million, representing an increase of RMB451.8 million, or approximately 18.4%, when compared with the net book value of property, plant and equipment as at 31 December 2017. The increase was mainly attributable to the expansion or construction of existing and new production facilities, office space and the purchase of equipments.

Goodwill

The Group's goodwill arose from the acquisitions of subsidiaries. As at 30 June 2018, the net carrying amount of goodwill was RMB2,843.9 million (as at 31 December 2017: RMB2,843.9 million).

Intangible assets

The Group's intangible assets mainly consist of customer relationships, patents, deferred development costs and product development in progress. The deferred development costs and product development in progress mainly represented the acquisitions of certain pharmaceutical R&D projects from external research institutions and self-developed R&D projects. As at 30 June 2018, net intangible assets amounted to RMB1,293.7 million (as at 31 December 2017: RMB1,338.0 million).

Trade and other payables

The Group's trade and other payables primarily consist of trade payables, other payables, accrued expenses and payables to employee remuneration. As at 30 June 2018, trade and other payables amounted to RMB1,753.3 million, representing a decrease of RMB51.5 million when compared with the trade and other payables as at 31 December 2017, mainly due to adoption of IFRS 15, the outstanding balance of advances from customers has been reclassified from trade and other payables to contract liabilities.

管理層討論及分析

Management Discussion and Analysis

或然負債及擔保

於二零一八年六月三十日，本集團概無任何重大或然債務或擔保(二零一七年十二月三十一日：無)。

資產負債表外承擔及安排

於二零一八年六月三十日，本集團並無訂立任何資產負債表外安排或承擔以為任何第三方的付款責任提供擔保。本集團並無在為我們提供融資或流動資金、或引致市場風險或提供信貸支持、或從事向本集團提供租賃或對沖或研發服務的任何非綜合實體擁有任何可變權益。

資本承擔

於二零一八年六月三十日，本集團的資本承擔總額為人民幣215.5百萬元，主要預留作購買物業、廠房及設備以及無形資產。

信貸風險

信貸風險來自現金及現金等價物、貿易應付賬款、其他流動金融資產及其他應收賬款。

所有現金等價物及銀行存款均存放於中國若干信譽良好的金融機構及中國內地以外的優質國際金融機構。所有該等不可撤回銀行票據(分類為應收票據)均由中國具有高信貸評級的銀行發出。近期並無有關該等金融機構的現金等價物及銀行存款欠款記錄。

本集團並無有關貿易應收賬款信貸風險高度集中的情況，並設有政策確保於與客戶協定相關銷售訂單後收取若干現金墊款。對於獲授信貸期的客戶而言，本集團會考慮有關對手方的財務狀況、信貸記錄及其他因素評估其信貸質素，並會採取若干監控程序，確保採取適當跟進行動以收回逾期債務。本集團根據具有近似信貸風險的貿易應收賬款群組的過往數據及現金收回記錄定期對比等進行賬齡分析、評估信貸風險及估計收回款項情況。

Contingent liabilities and guarantees

As at 30 June 2018, the Group had no material contingent liabilities or guarantees (31 December 2017: nil).

Off-balance sheet commitments and arrangements

As at 30 June 2018, the Group has not entered into any off-balance sheet arrangements or commitments to provide guarantees for any payment liabilities of any cooperative factories. The Group did not have any variable interests in any unconsolidated entities that provide financing or liquidity, create market risk or offer credit support to the Group or engage in the provision of leasing, hedging or R&D services to the Group.

Capital commitment

As at 30 June 2018, the Group had a total capital commitment of RMB215.5 million, mainly set aside to acquire property, plant and equipment and intangible assets.

Credit risk

Credit risk arises from cash and cash equivalents, trade receivables, other current financial assets and other receivables.

All the cash equivalents and bank deposits are placed in certain PRC reputable financial institutions and high-quality international financial institutions outside the Mainland China. All those irrevocable bank bills, classified as notes receivable, are issued by the banks in the PRC with high credit rating. There was no recent history of default of cash equivalents and bank deposits in relation to these financial institutions.

In relation to trade receivables, the Group has no significant concentrations of credit risk and has policies in place to ensure that certain cash advance has been received upon the agreement of the related sales orders with customers. For those with credit period granted, the credit quality of the counterparties is assessed by taking into account their financial position, credit history and other factors. It also undertakes certain monitoring procedures to ensure that proper follow-up action is taken to recover overdue debts. The Group regularly performs ageing analysis, assesses credit risks and estimates the recoverability of groups of trade receivables bearing similar credit risk based on historical data and cash collection history.

管理層討論及分析

Management Discussion and Analysis

其他流動金融資產是由中國若干信譽良好的銀行機構發行的銀行金融產品。近期並無欠款記錄，故本公司董事會的執行董事認為，與投資有關的信貸風險屬於低。

就其他應收賬款而言，本集團會考慮債務人的財務狀況、與本集團的關係、信貸記錄及其他因素評估其信貸質素。管理層亦會定期檢討該等其他應收賬款的收回情況，並跟進有關糾紛或逾期金額（如有）。本公司董事會的執行董事認為對手方的拖欠情況屬於低。

概無其他金融資產承擔重大信貸風險。

外匯風險

本集團的功能貨幣為人民幣。本集團的金融工具以人民幣為單位。本集團以美元（「美元」）或港元（「港元」）等計值的若干現金結餘令本集團面對美元及港元兌人民幣的外匯風險。此外，以由人民幣兌換的外幣派付股息須遵守中國政府頒佈外匯規則及條例。於二零一八年六月三十日，本集團以外幣計價的未償付借款餘額為151.5百萬港元（相等於人民幣127.8百萬元）。

期內，本集團概無購買任何外匯、利率衍生產品或相關對沖工具。

庫務政策

本集團以自有資源為其日常經營業務提供所需資金。

資本開支

本集團的資本開支主要包括購置物業、廠房及設備、土地使用權及無形資產。期內，本集團的資本開支為人民幣182.7百萬元，其中物業、廠房及設備的開支為人民幣109.1百萬元，購買土地使用權的開支為人民幣69.3百萬元，購買及自研無形資產的開支為人民幣4.3百萬元。

Other current financial assets are the bank financial products issued by certain PRC reputable banking institutions. There was no recent history of default and the executive directors of the board of the Company are of the opinion that the credit risk related to the investments is low.

In relation to other receivables, the credit quality of the debtors is assessed by taking into account their financial position, relationship with the Group, credit history and other factors. Management will also regularly review the recoverability of these other receivables and follow up the disputes or amounts overdue, if any. The executive directors of the board of the Company are of the opinion that the default by counterparties is low.

No other financial assets bear a significant exposure to credit risk.

Foreign exchange risk

RMB is the functional currency of the Group. Financial instruments of the Group are denominated in RMB. The Group is subject to currency risk of United States Dollar (“USD”) or Hong Kong Dollar (“HKD”) against RMB as the Group has some cash balances denominated in USD or HKD. In addition, dividend payment of foreign currency converted from RMB is subject to foreign exchange rules and regulations promulgated by the PRC government. As at 30 June 2018, the Group had a balance of HK\$151.5 million (equivalent to RMB127.8 million) of outstanding borrowings denominated in a foreign currency.

For the Period, the Group did not purchase any foreign exchange, interest rate derivative products or relevant hedging tools.

Treasury Policies

The Group finances its ordinary operations with internally generated resources.

Capital expenditure

The Group’s capital expenditure primarily consists of purchase of property, plant and equipment, land use rights and intangible assets. For the Period, the Group’s capital expenditure amounted to RMB182.7 million, of which expense on property, plant and equipment, acquisition of land use rights and purchase or in-house development of intangible assets amounted to RMB109.1 million, RMB69.3 million and RMB4.3 million.

管理層討論及分析

Management Discussion and Analysis

其中，期內本集團研發投入的資本開支為人民幣21.9百萬元，其中物業、廠房及設備的開支為人民幣18.1百萬元，購買及自研無形資產增加人民幣3.8百萬元。

重大投資收購和出售

期內概無任何重大收購及出售。

資產抵押

以下資產已抵押予銀行以為本集團截至二零一八年六月三十日獲授的銀行融資提供擔保：

租賃土地及樓宇

Leasehold land and buildings

於		As at	
二零一八年 六月三十日 30 June 2018	二零一七年 十二月三十一日 31 December 2017	人民幣千元 RMB'000	人民幣千元 RMB'000
未經審核 Unaudited	經審核 Audited		
448,516	—		
448,516	—		

人力資源及僱員薪金

人力資源是本集團在競爭中得以成功的不可或缺資產。本集團為全體僱員提供具競爭力的薪酬待遇。本集團定期檢討自身人力資源及薪酬政策，以鼓勵僱員致力提升本公司價值及促進本公司的長期增長。

於二零一八年六月三十日，本集團僱用員工3,707人，本集團期內的薪金總額及相關成本約為人民幣220.8百萬元（截至二零一七年六月三十日止六個月：人民幣155.9百萬元）。

In which, for the Period, the Group's investment in capital expenditure for R&D was RMB21.9 million, of which RMB18.1 million was spent on property, plant and equipment. The remaining RMB3.8 million increment was for purchasing and self-developed intangible assets.

Material acquisition and disposal

There is no material acquisition and disposal for the Period.

Pledge of assets

The following assets were pledged to bank to secure banking facilities granted to the Group as at ended 30 June 2018:

Human Resources and Remuneration of Employees

Human resources are indispensable assets to the success of the Group in a competitive environment. The Group provides competitive remuneration package to all employees. The Group reviews its own human resources and remuneration policy regularly, to encourage employees to work towards enhancing the value of the Company and promoting the long-term growth of the Company.

As at 30 June 2018, the Group had 3,707 employees. For the Period, total salaries and related costs of the Group were approximately RMB220.8 million (for the six months ended 30 June 2017: RMB155.9 million).

董事及主要行政人員於股份、相關股份及債券中之權益及淡倉

於二零一八年六月三十日，本公司各董事及主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之本公司股份（「股份」）、相關股份及債券中擁有本公司須記錄在根據證券及期貨條例第352條規定須存置之登記冊，及根據上市發行人董事進行證券交易的標準守則（「標準守則」）知會本公司及香港聯合交易所有限公司（「聯交所」）之權益及淡倉如下：

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2018, the Directors and chief executive of the Company had the following interests and short positions in the shares of the Company (“Shares”), underlying Shares and debentures of the Company or any associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)) as recorded in the register required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (“Model Code”):

(i) 董事於股份中的權益

(i) Directors' interests in Shares

董事姓名 Name of Director	權益性質／身份 Nature of Interest/Capacity	股份總數 Total Number of Shares	股權概約百分比 Approximate percentage of Shareholding
車馮升醫生 Dr. Che Fengsheng	受控法團權益(附註1)	5,906,908,698(好倉)	62.37% (好倉)
	5,252,042,038股(好倉)	(附註4)	62.37% (L)
	Interest in a controlled corporation (Note 1)	5,906,908,698 (L)	0.08% (淡倉)
	5,252,042,038 Shares (L)	(Note 4)	0.08% (S)
	信託財產授予人(附註2)	7,789,660 (淡倉)	
	10,889,660股(好倉)	7,789,660 (S)	
	7,789,660股(淡倉)		
	Settlor of a trust (Note 2)		
	10,889,660 Shares (L)		
	7,789,660 Shares (S)		
配偶權益			
800,000股(好倉)			
Interest of spouse			
800,000 Shares (L)			
其他權益(附註3)			
925,757,000股(好倉)			
Other interest (Note 3)			
925,757,000 Shares (L)			

其他資料 Other Information

董事姓名 Name of Director	權益性質／身份 Nature of Interest/Capacity	股份總數 Total Number of Shares	股權概約百分比 Approximate percentage of Shareholding
郭維城醫生 Dr. Guo Weicheng	實益擁有人	5,906,908,698 (好倉)	62.37% (好倉)
	11,350,000 股 (好倉)	(附註6)	62.37% (L)
	Beneficial owner	5,906,908,698 (L)	
	11,350,000 Shares (L)	(Note 6)	
	信託財產授予人		
	318,386,000 股 (好倉)		
	Settlor of a trust		
	318,386,000 Shares (L)		
	其他權益 (附註5)		
	5,812,972,698 股 (好倉)		
	Other interest (Note 5)		
	5,812,972,698 Shares (L)		
張炯龍醫生 Dr. Zhang Jionglong	受控法團權益 (附註7)	5,906,908,698 (好倉)	62.37% (好倉)
	198,940,000 股 (好倉)	(附註9)	62.37% (L)
	Interest in a controlled corporation (Note 7)	5,906,908,698 (L)	
	198,940,000 Shares (L)	(Note 9)	
	配偶權益		
	1,321,000 股 (好倉)		
	Interest of spouse		
	1,321,000 Shares (L)		
	其他權益 (附註8)		
	5,905,087,698 股 (好倉)		
Other interest (Note 8)			
	5,905,087,698 Shares (L)		

附註：

- (1) 車馮升醫生為Plenty Gold Enterprises Limited (「Plenty Gold」) 已發行股本約60%以及Network Victory Limited全部已發行股本的實益擁有人。因此，車馮升醫生被視為於Plenty Gold及Network Victory Limited分別持有的本公司4,754,594,038股及497,448,000股股份中擁有權益。
- (2) 由於車馮升醫生為信託(Sihuan Management (PTC) Limited (「受託人公司」) 為其受託人) 的財產授予人之一，故被視為於受託人公司持有的10,889,660股股份(好倉) 及於7,789,660股股份(淡倉) 中擁有權益。
- (3) 根據證券及期貨條例第317及318條，車馮升醫生被視為分別由車馮升醫生、郭維城醫生、孟憲慧先生及張炯龍醫生擁有權益或被視為擁有權益的282,580,000股、329,736,000股、113,180,000股及200,261,000股股份中擁有權益。
- (4) 於5,906,908,698股股份(好倉) 中，車馮升醫生透過受控法團權益及其他權益的性質，於或被視為於282,580,000股股份(好倉) 中擁有權益。
- (5) 根據證券及期貨條例第317及318條，郭維城醫生被視為分別由車馮升醫生、郭維城醫生、孟憲慧先生及張炯龍醫生擁有權益或被視為擁有權益的5,263,731,698股、235,800,000股、113,180,000股及200,261,000股股份中擁有權益。
- (6) 於5,906,908,698股股份(好倉) 中，郭維城醫生透過信託財產授予人及其他權益的性質，於或被視為於235,800,000股股份(好倉) 中擁有權益。

Notes:

- (1) Dr. Che Fengsheng is the beneficial owner of approximately 60% of the issued share capital of Plenty Gold Enterprises Limited ("Plenty Gold") as well as the entire issued share capital of Network Victory Limited. As such, Dr. Che Fengsheng is deemed to be interested in the 4,754,594,038 Shares and 497,448,000 Shares held by Plenty Gold and Network Victory Limited in the Company, respectively.
- (2) Since Dr. Che Fengsheng is one of the settlors of the trust for which Sihuan Management (PTC) Limited ("Trustee Co.") is a trustee, Dr. Che Fengsheng is deemed to be interested in the long position in 10,889,660 Shares and the short position in 7,789,660 Shares held by Trustee Co.
- (3) Under sections 317 and 318 of the SFO, Dr. Che Fengsheng is deemed to be interested in the 282,580,000 Shares, 329,736,000 Shares, 113,180,000 Shares and 200,261,000 Shares which Dr. Che Fengsheng, Dr. Guo Weicheng, Mr. Meng Xianhui and Dr. Zhang Jionglong are interested in or are deemed to be interested in, respectively.
- (4) Among the long position in 5,906,908,698 Shares, Dr. Che Fengsheng is interested in or deemed to be interested in the long position in 282,580,000 Shares through both the nature of interest in a controlled corporation and other interest.
- (5) Under sections 317 and 318 of the SFO, Dr. Guo Weicheng is deemed to be interested in the 5,263,731,698 Shares, 235,800,000 Shares, 113,180,000 Shares and 200,261,000 Shares which Dr. Che Fengsheng, Dr. Guo Weicheng, Mr. Meng Xianhui and Dr. Zhang Jionglong are interested in or are deemed to be interested in, respectively.
- (6) Among the long position in 5,906,908,698 Shares, Dr. Guo Weicheng is interested in or deemed to be interested in the long position in 235,800,000 Shares through both the nature of settlor of the trust and other interest.

其他資料 Other Information

- (7) 張炯龍醫生為Keen Mate Limited全部已發行股本的實益擁有人，故被視為於Keen Mate Limited持有的198,940,000股股份中擁有權益。
- (8) 根據證券及期貨條例第317及318條，張炯龍醫生被視為於分別由車馮升醫生、郭維城醫生、孟憲慧先生及張炯龍醫生擁有權益或被視為擁有權益的5,263,731,698股、329,736,000股、113,180,000股及198,440,000股股份中擁有權益。
- (9) 於5,906,908,698股股份（好倉）中，張炯龍醫生透過受控法團權益及其他權益的性質，於或被視為於198,440,000股股份（好倉）中擁有權益。
- (10) 字母「L」代表董事於該等股份的好倉，而字母「S」則代表董事於該等股份的淡倉。
- (7) Dr. Zhang Jionglong is the beneficial owner of the entire issued share capital of Keen Mate Limited and is deemed to be interested in the 198,940,000 Shares held by Keen Mate Limited.
- (8) Under sections 317 and 318 of the SFO, Dr. Zhang Jionglong is deemed to be interested in the 5,263,731,698 Shares, 329,736,000 Shares, 113,180,000 Shares and 198,440,000 Shares which Dr. Che Fengsheng, Dr. Guo Weicheng, Mr. Meng Xianhui and Dr. Zhang Jionglong are interested in or are deemed to be interested in, respectively.
- (9) Among the long position in 5,906,908,698 Shares, Dr. Zhang Jionglong is interested in or deemed to be interested in the long position in 198,440,000 Shares through both the nature of interest in a controlled corporation and other interest.
- (10) The letter “L” denotes the Director’s long position in such Shares and the letter “S” denotes the Director’s short position in such Shares.

(ii) 董事於相聯法團股份中的權益

(ii) Directors' interest in the shares of associated corporations

相聯法團名稱 Name of Associated Corporation	董事姓名 Name of Director	權益性質／身份 Nature of Interest/Capacity	股份數目 Number of Shares	股權概約百分比 Approximate percentage of Shareholding
Plenty Gold	車馮升醫生 Dr. Che Fengsheng	實益權益 Beneficial interest	4,511,813	60.16%
	郭維城醫生 Dr. Guo Weicheng	實益權益 Beneficial interest		
Plenty Gold	張炯龍醫生 Dr. Zhang Jionglong	實益權益 Beneficial interest	403,162	5.38%
	郭維城醫生 Dr. Guo Weicheng	實益權益 Beneficial interest		

除上文所披露者外，於二零一八年六月三十日，各董事、主要行政人員或彼等之聯繫人概無於本公司或其任何相聯法團（定義見證券及期貨條例第 XV 部）之股份、相關股份及債券中擁有根據證券及期貨條例第 XV 部第 7 及 8 分部須知會本公司及聯交所之權益或淡倉（包括根據證券及期貨條例之有關條文被視為或被當作擁有之權益或淡倉），或須記錄在根據證券及期貨條例第 352 條須存置之登記冊之權益或淡倉，或根據標準守則須知會本公司及聯交所之權益或淡倉。

Save as disclosed above, as at 30 June 2018, none of the Directors, chief executive and their associates had any interests or short positions in the Shares, underlying Shares or debentures of the Company or any of its associated corporations, within the meaning of Part XV of the SFO, which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he/she/it was deemed or taken to have under such provisions of the SFO) or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

董事購買股份或債券之權利

期內，本公司並無授予任何董事、主要行政人員或彼等各自之配偶或未成年子女任何透過購買本公司股份或債券而獲取實益之權利；以上人士於期內亦無行使所述權利。本公司、其控股公司或其任何附屬公司亦無參與任何安排，致令各董事於任何其他法人團體獲得此等權利。

DIRECTORS' RIGHT TO ACQUIRE SHARES OR DEBENTURES

During the Period, the Company did not grant any rights to any Directors, chief executive or their respective spouse or children under the age of 18 to acquire beneficial interests by means of the acquisition of Shares in, or debentures of, the Company, and none of the above persons have exercised the said rights during the Period. The Company, its holding company or any of its subsidiaries were not a party to any arrangements to enable the Directors to acquire such rights in any other body corporate.

其他資料 Other Information

主要股東於股份、相關股份及債券中之權益及淡倉

於二零一八年六月三十日，本公司遵照證券及期貨條例第336條須存置之登記冊記錄，以下股東(不包括本公司之董事或主要行政人員)於本公司已發行股本、相關股份或債券中擁有5%或以上權益(包括淡倉)：

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2018, the following shareholders, other than the Directors or chief executive of the Company, which were recorded in the register required to be kept by the Company under Section 336 of the SFO, had interests of 5% or more (including short positions) in the issued share capital, underlying Shares or debentures of the Company:

股東名稱 Name of Shareholder	權益性質/身份 Nature of Interest/Capacity	股份總數 Total Number of Shares	股權概約百分比 Approximate percentage of Shareholding
孟憲慧先生 Mr. Meng Xianhui	受控法團權益(附註1) 113,180,000 股(好倉) Interest in a controlled corporation (Note 1) 113,180,000 Shares (L)	5,906,908,698 (好倉) (附註3) 5,906,908,698 (L) (Note 3)	62.37% (好倉) 62.37% (L)
	其他權益(附註2) 5,906,908,698 股(好倉) Other interest (Note 2) 5,906,908,698 Shares (L)		
	實益擁有人 4,754,594,038 股(好倉) Beneficial owner 4,754,594,038 Shares (L)	4,765,594,038 (好倉) 4,765,594,038 (L)	50.32%
Plenty Gold (附註4) Plenty Gold (Note 4)	信託財產授予人 10,889,660 股(好倉) 7,789,660 股(淡倉) Settlor of a trust 10,889,660 Shares (L) 7,789,660 Shares (S)	7,789,660 (淡倉) 7,789,660 (S)	0.08%

其他資料 Other Information

附註：

- (1) 孟憲慧先生為Smart Top Overseas Limited全部已發行股本的實益擁有人，故被視為於Smart Top Overseas Limited持有的113,180,000股股份中擁有權益。
- (2) 根據證券及期貨條例第317及318條，孟憲慧先生被視為於分別由車馮升醫生、郭維城醫生、孟憲慧先生及張炯龍醫生擁有權益或被視為擁有權益的5,263,731,698股、329,736,000股、113,180,000股及200,261,000股股份中擁有權益。
- (3) 於5,906,908,698股股份（好倉）中，孟憲慧先生透過受控法團權益及其他權益的性質，於或被視為於113,180,000股股份（好倉）中擁有權益。
- (4) Plenty Gold直接持有本公司4,754,594,038股股份。其亦為持有本公司10,889,660股股份（好倉）及7,789,660股股份（淡倉）權益的受託人公司的唯一股東。因此，Plenty Gold被視為於受託人公司持有的10,889,660股股份（好倉）及7,789,660股股份（淡倉）中擁有權益。
- (5) 字母「L」代表股東於該等股份的好倉，而字母「S」則代表股東於該等股份的淡倉。

除上文所披露者外，於二零一八年六月三十日，本公司遵照證券及期貨條例第336條須存置之登記冊記錄，概無任何其他人士於本公司股份或相關股份債券中擁有根據證券及期貨條例第336條記錄之權益或淡倉。

Notes:

- (1) Mr. Meng Xianhui is the beneficial owner of the entire issued share capital of Smart Top Overseas Limited and is deemed to be interested in the 113,180,000 Shares held by Smart Top Overseas Limited.
- (2) Under sections 317 and 318 of the SFO, Mr. Meng Xianhui is deemed to be interested in the 5,263,731,698 Shares, 329,736,000 Shares, 113,180,000 Shares and 200,261,000 Shares which Dr. Che Fengsheng, Dr. Guo Weicheng, Mr. Meng Xianhui and Dr. Zhang Jionglong are interested in or are deemed to be interested in, respectively.
- (3) Among the long position in 5,906,908,698 Shares, Mr. Meng Xianhui is interested in or deemed to be interested in the long position in 113,180,000 Shares through both the nature of interest in a controlled corporation and other interest.
- (4) Plenty Gold directly holds 4,754,594,038 Shares in the Company. It is also the sole shareholder of Trustee Co. which is interested in long position in 10,889,660 Shares and short position in 7,789,660 Shares in the Company. Accordingly, Plenty Gold is deemed to be interested in long position in 10,889,660 Shares and short position in 7,789,660 Shares held by Trustee Co.
- (5) The letter "L" denotes the shareholder's long position in such Shares and the letter "S" denotes the shareholder's short position in such Shares.

Save as disclosed above, according to the records in the register required to be kept by the Company under section 336 of the SFO, no other parties had an interest or a short position in the Shares or underlying Shares or debentures of the Company recorded under section 336 of the SFO as at 30 June 2018.

其他資料 Other Information

購股權計劃

股東於二零一七年十月二十四日舉行的股東特別大會上批准及採納購股權計劃(「購股權採納日期」)，自購股權採納日期起計十(10)年內有效。

購股權計劃的目的

購股權計劃旨在鼓勵合資格人士(載於下文(b)段)(i)於日後對本集團作出最大貢獻；(ii)獎勵彼等過往作出的貢獻；及(iii)吸納及挽留對本集團而言屬重要及／或其貢獻有利或將有利於本集團表現、增長及所得成果的合資格人士，或以其他方式與彼等維持持續關係。

(a) 合資格人士

董事會可全權酌情邀請本集團任何成員公司的任何董事或候任董事(包括獨立非執行董事)、任何執行董事、經理或在本集團任何成員公司擔任行政、管理、監督或類似職位的其他僱員(「僱員」)、任何候任僱員、任何全職或兼職僱員、或當時調入本集團任何成員公司作全職或兼職工作的人士(「行政人員」)、本集團任何成員公司的顧問、業務或合營公司夥伴、特許經營商、承包商、代理或代表、向本集團任何成員公司提供研究、開發或其他技術支持或任何諮詢、顧問、專業或其他服務的個人或實體，或上述任何人士的聯繫人(定義見上市規則)(統稱及各自為「合資格人士」)。

SHARE OPTION SCHEME

The Share Option Scheme was approved and adopted by the Shareholders at the special general meeting held on 24 October 2017 (“Share Option Scheme Adoption Date”), which will be valid for ten (10) years from the Share Option Scheme Adoption Date.

PURPOSE OF THE SHARE OPTION SCHEME

The purpose of the Share Option Scheme is to motivate Eligible Persons (as set out in paragraph (b) below) (i) to optimise their future contributions to our Group; (ii) to reward them for their past contributions; and (iii) to attract, retain or otherwise maintain on-going relationships with Eligible Persons who are significant to and/or whose contributions are or will be beneficial to the performance, growth and success of our Group.

(a) Eligible persons

Our Board may, at its sole discretion, invite any director or proposed director (including an independent non-executive director) of any member of our Group, any executive director of, manager of, or other employee holding an executive, managerial, supervisory or similar position in, any member of our Group (an “Employee”), any proposed Employee, any full-time or part-time Employee, or a person for the time being seconded to work full-time or part-time for any member of our Group (an “Executive”), a consultant, business or joint venture partner, franchisee, contractor, agent or representative of any member of our Group, a person or entity that provides research, development or other technological support or any advisory, consultancy, professional or other services to any member of our Group, or an associate (as defined under the Listing Rules) of any of the foregoing persons (together, “Eligible Persons” and each an “Eligible Person”).

(b) 釐定資格

- (i) 董事會可全權酌情決定根據購股權計劃向任何合資格人士(「承授人」)提出要約授出可認購股份的購股權。
- (ii) 董事將不時依據任何合資格人士對本集團發展、增長及所得成果作出的貢獻，釐定該等人士獲授任何購股權的資格基準。
- (iii) 為免生疑問，除非董事另有決定，否則本公司向任何被界定為合資格人士的人士授出可認購股份的任何購股權，不應因此被詮釋為根據購股權計劃授出購股權。
- (iv) 合資格人士或承授人須向董事會提供董事會不時(包括於提出有關授出購股權的要約前、於接納所授出的購股權時及於行使購股權時)全權酌情要求的有關資料及支持證據，以評估及／或釐定其作為合資格人士及／或承授人或其緊密聯繫人的資格或是否持續符合資格，或用作與購股權(及其行使)條款或購股權計劃及其管理有關的用途。

因根據購股權計劃(及根據本公司任何其他首次公開發售後購股權計劃)可能授出的所有購股權獲行使而將予發行的股份數目，最多合共不得超過於購股權採納日期的已發行股份的10%(「計劃授權上限」)，惟本公司可於董事會認為合適的情況下隨時尋求股東批准更新計劃授權上限，惟因行使根據購股權計劃(及根據本公司任何其他首次公開發售後購股權計劃)可能授出的所有購股權而將予發行的股份數目，最多不得超過股東於股東大會上批准更新該上限之日的已發行股份的10%。

(b) Determination of eligibility

- (i) The Board may, at its absolute discretion, offer to grant to any Eligible Person (a “Grantee”) an option to subscribe for Shares under the Share Option Scheme.
- (ii) The basis of eligibility of any Eligible Person to the grant of any option shall be determined by our Directors from time to time on the basis of their contributions to the development, growth and success of our Group.
- (iii) For the avoidance of doubt, the grant of any option by our Company for the subscription of Shares to any person who falls within the definition of Eligible Persons shall not, by itself, unless our Directors otherwise determine, be construed as a grant of options under the Share Option Scheme.
- (iv) An Eligible Person or a Grantee shall provide the Board such information and supporting evidence as the Board may in its absolute discretion request from time to time (including before the offer of a grant of option, at the time of acceptance of a grant of option and at the time of exercise of an option) for the purpose of assessing and/or determining his eligibility or continuing eligibility as an Eligible Person and/or a Grantee or that of his close associates or for purposes in connection with the terms of an option (and the exercise thereof) or the Share Option Scheme and the administration thereof.

The maximum number of Shares to be issued upon exercise of all options which may be granted under the Share Option Scheme (and under any other post-IPO share option scheme of our Company) shall not in aggregate exceed 10% of the Shares in issue as at the Share Option Scheme Adoption Date (“Scheme Mandate Limit”), provided that our Company may at any time as our Board may think fit seek approval from the Shareholders to refresh the Scheme Mandate Limit, except that the maximum number of Shares to be issued upon exercise of all options which may be granted under the Share Option Scheme (and under any other post-IPO share option scheme of our Company) shall not exceed 10% of the Shares in issue as at the date of approval by the Shareholders in general meeting where such limit is refreshed.

其他資料 Other Information

儘管有前段所述者，惟因行使根據購股權計劃（及根據本公司任何其他首次公開發售後購股權計劃）授出而尚未行使及有待行使的所有購股權而將予發行的股份數目，最多不得超過不時已發行股份的30%。

於股東特別大會上通過有關採納購股權計劃之決議案後，根據購股權計劃可能配發及發行之股份總數將為947,108,220股股份，相當於已發行之股份總數約10%。

在任何12個月期間內因授予任何一名合資格人士的購股權（包括已行使及尚未行使的購股權）獲行使而已發行及將予發行的股份數目，最多不得超過不時已發行股份的1%。倘向上述合資格人士增授購股權會導致截至增授購股權之日（包括該日）止12個月期間因行使已授予及可能授予該合資格人士的所有購股權（包括已行使、已註銷及尚未行使的購股權）而已發行及將予發行的股份，合共超過9,471,082股（即已發行股份的1%），則增授購股權須在股東大會上取得股東另行批准，而該合資格人士及其聯繫人或緊密聯繫人（視情況而定）均須放棄投票。

The maximum number of Shares to be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme (and under any other post-IPO share option scheme of our Company) shall not exceed 30% of the Shares in issue from time to time.

The total number of Shares that may fall to be allotted and issued under the Share Option Scheme after the resolution regarding the adoption of the Share Option Scheme is passed at the SGM would be 947,108,220 Shares, representing approximately 10% of the total number of Shares in issue.

The maximum number of Shares issued and to be issued upon exercise of the options granted to any one Eligible Person (including exercised and outstanding options) in any 12-month period shall not exceed 1% of the Shares in issue from time to time. Where any further grant of options to such an Eligible Person would result in the Shares issued and to be issued upon exercise of all options granted and which may be granted to such Eligible Person (including exercised, cancelled and outstanding options) in the 12-month period up to and including the date of such further grant representing in aggregate over 9,471,082 Shares (1% of the Shares in issue), such further grant shall be separately approved by the Shareholders in general meeting with such Eligible Person and his associates or close associates (as the case may be) abstaining from voting.

授出購股權

根據購股權計劃的條款及條件並在其規限下，董事會有權於由購股權採納日期起計的十(10)年期內隨時向董事會全權酌情選定的任何合資格人士提出要約授出任何購股權，並於要約獲接納時向合資格人士授出獲接納的該部分購股權。

在購股權計劃條文的規限下，董事會在提出要約授出購股權時，可全權酌情決定在購股權計劃所載條文以外施加任何董事會認為適當的有關條件、限制或局限(將於載有授出購股權要約的函件內列明)，包括(在不影響前述者的一般性原則下)持續符合資格標準、關於本公司及／或承授人須達致表現、營運或財務目標的條件、限制或局限、承授人完滿履行或達成若干條件或義務，或就購股權所涉全部或部分股份行使有關購股權的權利的歸屬時間或期限，惟購股權所涉股份的歸屬期不得超過授出購股權當日起計滿十(10)年。

購股權計劃的規則規定，董事會可指定獲授購股權的合資格人士、每份購股權所涉及的股份數目及獲授購股權的日期。購股權可於購股權期限內隨時行使，惟受限於根據購股權計劃規則施加的若干條件、限制或局限。釐定認購價的基準亦於購股權計劃規則中訂明。購股權計劃並無明確表現目標。董事認為，讓董事會擁有酌情權可在授出購股權時設定(其中包括)購股權可予行使前須符合的最短持有期限、表現目標及認購價，將可更有效地達成購股權計劃的目的，原因是這可讓董事會因應承授人的具體情況，經考慮承授人的資歷、經驗、過往工作表現、專業領域等因素後授出購股權，因而可給予承授人適當的鼓勵及激勵。

Grant of options

On and subject to the terms and conditions of the Share Option Scheme, our Board shall be entitled at any time within a period of ten (10) years commencing on the Share Option Scheme Adoption Date to offer the grant of any option to any Eligible Person as the Board may in its absolute discretion select, and on acceptance of the offer, grant such part of the option as accepted to the Eligible Person.

Subject to the provisions of the Share Option Scheme, the Board may in its absolute discretion when offering the grant of an option impose any condition, restriction or limitation in relation thereto in addition to those set forth in the Share Option Scheme as the Board may think fit (to be stated in the letter containing the offer of the grant of the option), including but without prejudice to the generality of the foregoing continuing eligibility criteria, conditions, restrictions or limitations relating to the achievement of performance, operating or financial targets by our Company and/or the Grantee, the satisfactory performance or maintenance by the Grantee of certain conditions or obligations or the time or period when the right to exercise the option in respect of all or some of the Shares to which the option relates shall vest, provided that the period within which the Shares that the option relates shall vest on a date not more than ten (10) years from the date of the grant of the option.

The rules of the Share Option Scheme provide that the Board may specify the Eligible Persons to whom Share Options shall be granted, the number of Shares subject to each Share Option and the date on which the Share Options shall be granted. The Share Options may be exercised at any time during the Share Option Period subject to certain conditions, restrictions or limitations imposed pursuant to the rules of the Share Option Scheme. The basis for determining the subscription price is also specified precisely in the rules of the Share Option Scheme. There is no performance target specified in the Share Option Scheme. The Directors consider that allowing the Board discretion to fix, among other things, the minimum period for which a Share Option must be held before it can be exercised, performance targets and the subscription price, upon the grant of Share Options will better serve the purpose of the Share Option Scheme as this will allow the Board to grant Share Options that cater to the specific circumstances of the Grantee, taking into consideration the Grantee's seniority, experience, past work performance, field of expertise, etc., and thereby providing appropriate motivation and incentive to the Grantee.

其他資料 Other Information

當本公司於載有授出購股權要約的函件所列明的期限內收到經承授人妥為簽署有關接納購股權的函件複本，連同以本公司為收款人作出的1.00港元(作為獲授購股權的代價)匯款，則授出購股權要約將被視為已獲接納。一旦作出有關接納，購股權將被視為經已授出，並於要約日期起生效。

承授人可按本公司不時設立有關行使購股權的程序行使全部或部分購股權。每次行使購股權均須附上行使該購股權所涉將予發行股份的全數認購價款。

任何特定購股權所涉及的認購價應由董事會於授出相關購股權時全權酌情釐定(並須於載有授出購股權要約的函件內列明)，惟認購價不得低於下列各項的最高者：

- (i) 股份面值；
- (ii) 於要約日期聯交所每日報價表所報的股份收市價；及
- (iii) 緊接要約日期前五個營業日聯交所每日報價表所報的股份平均收市價。

認購價亦可根據資本結構重組予以調整。

自購股權採納日期起，概無根據購股權計劃授出、行使、註銷或失效的購股權，並沒有尚未行使的購股權存在。

An offer of the grant of an option shall be deemed to have been accepted when the duplicate letter comprising acceptance of the option duly signed by the Grantee together with a remittance in favour of our Company of HK\$1.00 by way of consideration for the grant thereof is received by our Company within the period specified in the letter containing the offer of the grant of the option. Once such acceptance is made, the option shall be deemed to have been granted and to have taken effect from the offer date.

An option shall be exercised in whole or in part by the Grantee according to the procedures for the exercise of options established by our Company from time to time. Every exercise of an option must be accompanied by a remittance for the full amount of the subscription price for the Shares to be issued upon exercise of such option.

The subscription price in respect of any particular option shall be such price as our Board may in its absolute discretion determine at the time of the grant of the relevant option (and shall be stated in the letter containing the offer of the grant of the option) but the subscription price shall not be less than whichever is the highest of:

- (i) the nominal value of a Share;
- (ii) the closing price of Shares as stated in the Stock Exchange's daily quotations sheet on the offer date; and
- (iii) the average of the closing prices of Shares as stated in the Stock Exchange's daily quotations sheet for the five Business Days immediately preceding the offer date.

The subscription price shall also be subject to adjustment in accordance with reorganization of capital restructure.

Since the date of the adoption, no share option had been granted, exercised, cancelled or lapsed under the Share Option Scheme and there are no outstanding share options.

僱員股份獎勵計劃

為激勵本集團管理層而設的獎勵計劃(「僱員股份獎勵計劃」)已獲Plenty Gold、車馮升醫生及郭維城醫生於二零一零年十月二十五日採納。於二零一三年一月二十五日, MSPEA Pharma Holdings B.V. 亦參與僱員股份獎勵計劃。受託人公司(一家在英屬處女群島成立並由Plenty Gold全資擁有的私人信託公司)已獲委任為受託人, 以持有僱員股份獎勵計劃的預留股份, Plenty Gold、車馮升醫生及郭維城醫生(作為信託財產授予人)已預留及撥出合共33,750,000股股份; 而MSPEA Pharma Holdings B.V. 已預留及撥出額外3,750,000股股份, 全部由受託人公司以僱員股份獎勵計劃受託人的身份持有。

於二零一六年六月二十八日, 本集團234名僱員(「選定參與者」)獲授按行使價每股購股權股份1.57港元向僱員股份獎勵計劃的受託人購買合共31,448,172股每股面值0.01港元的股份(「購股權股份」)(「新獎勵」), 條件是選定參與者將交回本公司先於二零一二年三月二十日及二零一三年九月二十七日授予選定參與者的現有獎勵(或(如其部分已獲歸屬及行使)餘下有關獎勵)。待達成若干歸屬條件及若干績效指標(如有)後, 新獎勵可於授出當日起計五年內行使。

僱員股份獎勵計劃涉及授出有關受託人公司以信託形式為本集團僱員的利益所持現有股份的獎勵, 而本公司不會根據僱員股份獎勵計劃發行任何新股份。授出新獎勵對本公司不會有任何重大財務影響。

截至二零一八年六月三十日, 合共20名僱員已行使股份獎勵, 涉及989,999股股份。

董事資料變動

根據聯交所證券上市規則(「上市規則」)第13.51B(1)條, 期內至本中期報告日期止的董事資料並無變動。

EMPLOYEES SHARE AWARD SCHEME

An award scheme for the purpose of incentivizing the management of the Group (the “Employees Share Award Scheme”) has been adopted by Plenty Gold, Dr. Che Fengsheng and Dr. Guo Weicheng on 25 October 2010. On 25 January 2013, MSPEA Pharma Holdings B.V. also participated in the Employees Share Award Scheme. Trustee Co. (a private trust company established in the British Virgin Islands and wholly owned by Plenty Gold) has been appointed as the trustee to hold the reserved Shares under the Employees Share Award Scheme. Plenty Gold, Dr. Che Fengsheng and Dr. Guo Weicheng, as settlors of a trust, have reserved and set aside a total of 33,750,000 Shares; and MSPEA Pharma Holdings B.V. has reserved and set aside an additional 3,750,000 Shares, all of which are being held by the Trustee Co. as trustee for the Employees Share Award Scheme.

On 28 June 2016, 234 employees of the Group (the “Selected Participants”) were granted an Employees Share Award Scheme to acquire an aggregate of 31,448,172 Shares of par value HK\$0.01 each (“Option Share”) from the trustee at an exercise price of HK\$1.57 per Option Share (the “New Awards”) on the condition that the Selected Participants will surrender the existing award (or the remaining balance of such award if a portion of it had been vested and exercised) granted to the Selected Participants previously on 20 March 2012 and 27 September 2013 by the Company. Subject to certain vesting conditions and the satisfaction of certain performance targets (if any), the New Awards shall be exercisable over a period of five years commencing from the date on which the New Awards are granted.

The Employees Share Award Scheme involves granting of awards over the existing Shares held by the Trustee Co. as trustee on trust for the benefit of the employees of the Group and no new Shares will be issued pursuant to the Employees Share Award Scheme. The granting of the New Awards will not have any material financial impact on the Company.

As of 30 June 2018, a total of 20 employees have exercised their share awards involving 989,999 Shares.

CHANGES IN INFORMATION OF DIRECTORS

Pursuant to Rule 13.51B(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”), there are no changes in information of Directors during the Period and up to the date of this Interim Report.

其他資料 Other Information

購買、出售或贖回本公司上市證券

期內，本公司或其任何附屬公司概無購買、出售或贖回任何本公司上市證券。

股息

董事會於二零一八年八月二十七日宣派中期股息每股人民幣0.4分(相等於每股港幣金額0.5分)(截至二零一七年六月三十日止六個月：每股人民幣1.8分)，中期股息將於二零一八年十月三十一日(星期三)或前後支付予於二零一八年十月二十四日(星期三)營業時間結束時名列本公司股東名冊的本公司股東。

為釐定中期股息享有權而暫停辦理股份過戶登記

本公司將於二零一八年十月二十二日(星期一)至二零一八年十月二十四日(星期三)(包括首尾兩天)暫停辦理股份過戶登記，以釐定股東是否有權享有中期股息。如欲獲享中期股息者，須於二零一八年十月十九日(星期五)下午四時三十分前將所有填妥的過戶表格連同相關股票送達本公司之香港證券登記分處卓佳證券登記有限公司(地址為香港皇后大道東183號合和中心22樓)辦理股份過戶登記手續。

企業管治守則

本公司於整個期內已遵守聯交所證券上市規則(「上市規則」)附錄十四所載企業管治守則的所有適用守則條文。

上市發行人董事進行證券交易的標準守則

本公司已採納上市規則附錄十所載的標準守則。經本公司作出特定查詢後，所有董事均確認彼等於期內一直遵守標準守則所載標準。

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any listed securities of the Company during the Period.

DIVIDEND

An interim dividend of RMB0.4 cents per Share (equivalent to HK0.5 cents per Share) (for the six months ended 30 June 2017: RMB1.8 cents per Share) was declared by the Board on 27 August 2018. It is payable on or around Wednesday, 31 October 2018 to shareholders of the Company whose names appear on the register of members of the Company at the close of business on Wednesday, 24 October 2018.

CLOSURE OF THE REGISTER OF MEMBERS FOR THE ENTITLEMENT OF INTERIM DIVIDEND

The register of members of the Company will be closed from Monday, 22 October 2018 to Wednesday, 24 October 2018, both days inclusive, for the purpose of determining shareholders' entitlements to the interim dividend. In order to qualify for the interim dividend, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on Friday, 19 October 2018.

CORPORATE GOVERNANCE CODE

The Company has complied with all the applicable code provisions of the Corporate Governance Code, as set out in Appendix 14 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") throughout the Period.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules. All Directors have confirmed, following specific enquiries by the Company, that they have complied with the required standard set out in the Model Code throughout the Period.

審核委員會

於本中期報告日期，審核委員會包括一名非執行董事(金鎮夏先生)及三名獨立非執行董事(辛定華先生、曾華光先生及朱迅博士)，並由持有會計專業資格的辛定華先生擔任主席。審核委員會主席擁有相應財務專業資格及經驗。審核委員會已審閱期內的本集團中期簡明綜合財務資料。

承董事會命
董事會主席
車馮升醫生

二零一八年八月二十七日

AUDIT COMMITTEE

As at the date of this interim report, the Audit Committee consists of one non-executive Director (Mr. Kim Jin Ha) and three independent non-executive Directors (Mr. Patrick Sun, Mr. Tsang Wah Kwong and Dr. Zhu Xun), and is chaired by Mr. Patrick Sun who has a professional qualification in accountancy. The chairman of the Audit Committee has the appropriate professional qualification and experience in financial matters. The Audit Committee has reviewed the Group's interim condensed consolidated financial information for the Period.

By Order of the Board
Dr. Che Fengsheng
Chairman of the Board

27 August 2018

獨立審閱報告

Independent Review Report



致四環醫藥控股集團有限公司董事會

(於百慕達註冊成立的有限公司)

緒言

我們已審閱第42至92頁所載四環醫藥控股集團有限公司(「本公司」)及其附屬公司的中期財務資料，當中包括於二零一八年六月三十日的簡明綜合財務狀況表，及截至該日止六個月期間的有關簡明綜合損益表、全面收益表、權益變動表及現金流量表以及說明附註。根據香港聯合交易所有限公司證券上市規則規定，中期財務資料報告須遵照其相關條文及國際會計準則第34號「中期財務報告」(「國際會計準則第34號」)編製。貴公司董事須負責根據國際會計準則第34號編製及呈列該中期財務資料。我們的責任為根據我們的審閱對其中期財務資料作出結論，並按照我們協定的委聘條款，僅向閣下(作為整體)報告，除此之外本報告別無其他目的。我們不會就本報告內容向任何其他人士負上或承擔任何責任。

審閱範圍

我們已按照國際審閱委聘準則第2410號「由實體的獨立核數師執行的中期財務資料審閱工作」執行審核，審閱中期財務資料主要包括向負責財務和會計事務的人員作出詢問，及進行分析性和其他審閱程序。審閱範圍遠少於根據國際核數準則進行審核的範圍，故我們無法保證我們將知悉在審核中可能被發現的所有重大事項。因此，我們不會發表審核意見。

TO THE BOARD OF DIRECTORS OF SIHUAN PHARMACEUTICAL HOLDINGS GROUP LTD.

(Incorporated in Bermuda with limited liability)

INTRODUCTION

We have reviewed the interim financial information set out on pages 42 to 92, which comprises the condensed consolidated statement of financial position of Sihuan Pharmaceutical Holdings Group Ltd. (the “Company”) and its subsidiaries as at 30 June 2018 and the related condensed consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the six-month period then ended, and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and International Accounting Standard 34 “Interim Financial Reporting” (“IAS 34”). The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with IAS 34. Our responsibility is to express a conclusion on this interim financial information based on our review. Our report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

SCOPE OF REVIEW

We conducted our review in accordance with International Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

獨立審閱報告 Independent Review Report

結論

按照我們的審閱結果，我們並無發現任何事項，令我們相信中期財務資料在各重大方面未有根據國際會計準則第34號編製。

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with IAS 34.

安永會計師事務所
執業會計師

香港
二零一八年八月二十七日

Ernst & Young
Certified Public Accountants

Hong Kong
27 August 2018

中期簡明綜合財務狀況表

Interim Condensed Consolidated Statement of Financial Position

		於	
		As at	
		二零一八年	二零一七年
		六月三十日	十二月三十一日
		30 June	31 December
		2018	2017
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		未經審核	經審核
		Unaudited	Audited
資產	Assets		
非流動資產	Non-current assets		
物業、廠房及設備	Property, plant and equipment	6 2,905,383	2,453,594
投資物業	Investment properties	6 17,794	17,814
商譽	Goodwill	6 2,843,903	2,843,903
無形資產	Intangible assets	6 1,293,696	1,338,006
土地使用權	Land use rights	6 821,740	702,661
使用權益法 計算的投資	Investments accounted for using the equity method	7 1,126,436	1,012,091
遞延所得稅資產	Deferred income tax assets	8 195,376	127,514
非流動金融資產	Non-current financial assets	9 268,083	220,000
可供出售金融資產	Available-for-sale financial assets	9 —	39,076
其他非流動資產	Other non-current assets	15,389	62,880
非流動資產總額	Total non-current assets	9,487,800	8,817,539
流動資產	Current assets		
存貨	Inventories	282,012	227,970
貿易及其他應收賬款	Trade and other receivables	10 673,142	747,141
其他流動金融資產／ 可供出售金融資產	Other current financial assets/ Available-for-sale financial assets	9 2,791,257	2,967,354
現金及現金等價物	Cash and cash equivalents	11 1,457,181	831,859
流動資產總額	Total current assets	5,203,592	4,774,324
總資產	Total assets	14,691,392	13,591,863

中期簡明綜合財務狀況表

Interim Condensed Consolidated Statement of Financial Position

		於	
		As at	
		二零一八年	二零一七年
		六月三十日	十二月三十一日
		30 June	31 December
		2018	2017
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		未經審核	經審核
		Unaudited	Audited
權益及負債	Equity and liabilities		
本公司擁有人應佔權益	Equity attributable to owners of the Company		
股本	Share capital	12 78,233	78,233
股份溢價	Share premium	12 4,093,317	4,093,317
其他儲備	Other reserves	143,709	166,210
保留盈利	Retained earnings	7,384,643	6,719,232
		11,699,902	11,056,992
非控股權益	Non-controlling interests	299,446	279,078
總權益	Total equity	11,999,348	11,336,070
負債	Liabilities		
非流動負債	Non-current liabilities		
遞延所得稅負債	Deferred income tax liabilities	8 250,878	264,396
合約負債	Contract liabilities	16 16,248	—
借貸	Borrowings	14 83,145	—
其他非流動負債	Other non-current liabilities	13 62,341	88,084
非流動負債總額	Total non-current liabilities	412,612	352,480

中期簡明綜合財務狀況表

Interim Condensed Consolidated Statement of Financial Position

		於	
		As at	
		二零一八年	二零一七年
		六月三十日	十二月三十一日
		30 June	31 December
		2018	2017
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		未經審核	經審核
		Unaudited	Audited
流動負債	Current liabilities		
貿易及其他應付賬款	Trade and other payables	15 1,753,308	1,804,787
合約負債	Contract liabilities	16 362,173	—
即期所得稅負債	Current income tax liabilities	29,401	70,829
借貸	Borrowings	14 127,761	—
其他流動負債	Other current liabilities	13 6,789	27,697
流動負債總額	Total current liabilities	2,279,432	1,903,313
總負債	Total liabilities	2,692,044	2,255,793
權益及負債總額	Total equity and liabilities	14,691,392	13,591,863

第51至92頁的附註為中期簡明綜合財務報表的組成部分。

The notes on pages 51 to 92 are an integral part of the interim condensed consolidated financial statements.

車馮升
Che Fengsheng
董事
Director

郭維城
Guo Weicheng
董事
Director

中期簡明綜合損益表

Interim Condensed Consolidated Statement of Profit or Loss

		截至六月三十日止六個月 Six months ended 30 June	
		二零一八年 2018	二零一七年 2017
		人民幣千元 RMB'000	人民幣千元 RMB'000
		未經審核 Unaudited	未經審核 Unaudited
	附註 Notes		
收益	Revenue	17	1,278,306
銷售成本	Cost of sales		(252,563)
毛利	Gross profit		1,025,743
其他收入	Other income	17	97,340
其他收益－淨額	Other gains - net	17	304,108
終止確認一間附屬公司 的收益	Gain on derecognition of a subsidiary 的		—
分銷成本	Distribution costs		(100,971)
行政開支	Administrative expenses		(359,803)
其他開支	Other expenses		(21,927)
經營溢利	Operating profit		944,490
財務開支	Finance expenses		(2,039)
分佔使用權益法計算的 投資溢利及損失	Share of profits and losses of investments accounted for using the equity method		(21,405)
除所得稅前溢利	Profit before income tax		921,046
所得稅開支	Income tax expense	18	(134,817)
期內溢利	Profit for the period		786,229
以下應佔溢利：	Attributable to:		
本公司擁有人	Owners of the Company		765,671
非控股權益	Non-controlling interests		20,558
			786,229
本公司普通權益持有人 應佔每股盈利	Earnings per share attributable to ordinary equity holders during the period		
每股基本及攤薄盈利 (以每股人民幣分列示)	Basic and diluted earnings per share (expressed in RMB cents per share)	19	8.08
			8.87

中期簡明綜合全面收益表

Interim Condensed Consolidated Statement of Comprehensive Income

		截至六月三十日止六個月	
		Six months ended 30 June	
		二零一八年	二零一七年
		2018	2017
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		未經審核	未經審核
		Unaudited	Unaudited
期內溢利	Profit for the period	786,229	840,470
其他全面收入	Other comprehensive income		
將於其後期間重新分類至 損益的其他全面收入：	Other comprehensive income to be reclassified to profit or loss in subsequent periods:		
可供出售投資：	Available-for-sale investments:		
公平值變動	Changes in fair value	—	36,352
就計入綜合損益表的 收益所作出重新分類 調整－出售收益	Reclassification adjustments for gains included in the consolidated statement of profit or loss – gain on disposal	—	(33,920)
期內其他全面收入，扣除稅項	Other comprehensive income for the period, net of tax	—	2,432
期內全面收入總額	Total comprehensive income for the period	786,229	842,902
以下應佔：	Attributable to:		
本公司擁有人	Owners of the Company	765,671	844,888
非控股權益	Non-controlling interests	20,558	(1,986)
		786,229	842,902

中期簡明綜合權益變動表

Interim Condensed Consolidated Statement of Changes in Equity

本公司擁有人應佔

Attributable to owners of the Company

		股本 Share capital 人民幣千元 RMB'000	庫存股份 Treasury Shares 人民幣千元 RMB'000	股份溢價 Share premium 人民幣千元 RMB'000	其他儲備 Other reserves 人民幣千元 RMB'000	保留盈利 Retained earnings 人民幣千元 RMB'000	非控股權益		
							總計 Total 人民幣千元 RMB'000	Non- controlling interests 人民幣千元 RMB'000	總權益 Total equity 人民幣千元 RMB'000
於二零一七年一月一日結餘	Balance as at 1 January 2017	79,443	(255)	4,344,229	137,096	6,340,925	10,901,438	69,655	10,971,093
期內溢利	Profit for the period	—	—	—	—	842,456	842,456	(1,986)	840,470
期內其他全面收入	Other comprehensive income for the period								
可供出售投資， 扣除稅項的 公平值變動	Changes in fair value of available-for-sale investments, net of tax	—	—	—	2,432	—	2,432	—	2,432
全面收入總額	Total comprehensive income	—	—	—	2,432	842,456	844,888	(1,986)	842,902
僱員股份獎勵計劃： — 員工服務價值 (附註20)	Employee share award scheme: — value of employee service (Note 20)	—	—	—	889	—	889	—	889
購回股份 (附註12)	Repurchase of shares (Note 12)	—	(955)	(250,912)	—	—	(251,867)	—	(251,867)
註銷庫存股份 (附註12)	Cancellation of treasury shares (Note 12)	(1,210)	1,210	—	—	—	—	—	—
二零一六年末期股息	Final 2016 dividend	—	—	—	—	(359,901)	(359,901)	—	(359,901)
特別現金股息	Special cash dividend	—	—	—	—	(520,910)	(520,910)	—	(520,910)
出售一家附屬公司	Disposal of a subsidiary	—	—	—	—	—	—	346	346
於二零一七年六月三十日 結餘 (未經審核)	Balance as at 30 June 2017 (unaudited)	78,233	—	4,093,317	140,417	6,302,570	10,614,537	68,015	10,682,552

中期簡明綜合權益變動表

Interim Condensed Consolidated Statement of Changes in Equity

		本公司擁有人應佔					非控股權益		總權益
		Attributable to owners of the Company					Non-controlling interests		
股本	庫存股份	股份溢價	其他儲備	保留盈利	總計				
Share capital	Treasury Shares	Share premium	Other reserves	Retained earnings	Total			Total equity	
人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	
RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	
於二零一七年十二月三十一日結餘	Balance as at 31 December 2017	78,233	—	4,093,317	166,210	6,719,232	11,056,992	279,078	11,336,070
因採納國際財務報告準則第9號的作出的期初調整	Opening adjustment due to IFRS 9 adoption	—	—	(22,864)	22,864	—	—	—	—
於二零一八年一月一日結餘	Balance as at 1 January 2018	78,233	—	4,093,317	143,346	6,742,096	11,056,992	279,078	11,336,070
期內溢利	Profit for the period	—	—	—	765,671	765,671	20,558	786,229	786,229
全面收益總額	Total comprehensive income	—	—	—	765,671	765,671	20,558	786,229	786,229
僱員股份獎勵計劃： — 員工服務價值（附註20）	Employee share award scheme: — value of employee service (Note 20)	—	—	—	173	—	173	—	173
二零一七年末期股息 （附註21）	Final 2017 dividend (Note 21)	—	—	—	(123,124)	(123,124)	—	(123,124)	(123,124)
於一家附屬公司內的權益變動	Interest changes in a subsidiary	—	—	—	190	—	190	(190)	—
於二零一八年六月三十日結餘（未經審核）	Balance as at 30 June 2018 (unaudited)	78,233	—	4,093,317	143,709	7,384,643	11,699,902	299,446	11,999,348

中期簡明綜合現金流量表

Interim Condensed Consolidated Statement of Cash Flows

截至六月三十日止六個月

Six months ended 30 June

			二零一八年 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 2017 人民幣千元 RMB'000 未經審核 Unaudited
經營活動現金流量	Cash flows from operating activities			
營運產生的現金	Cash generated from operations	22	1,261,941	1,076,744
已付本公司股東所得稅	Income tax paid		(257,625)	(174,032)
經營活動的現金流量淨額	Net cash flows from operating activities		1,004,316	902,712
投資活動現金流量	Cash flows from investing activities			
對聯營公司出資	Capital contribution to associates		(135,750)	(19,999)
出售一間附屬公司 的現金流入淨額	Net cash inflow from disposal of a subsidiary		—	49,646
收購一間附屬公司	Acquisition of a subsidiary		(419,475)	(799,995)
購買物業、廠房及設備付款	Purchases of items of property, plant and equipment		(109,115)	(195,294)
購買無形資產	Purchase of intangible assets		(4,286)	(14,467)
購買土地使用權	Purchases of land use rights		(69,264)	—
購買按公平值計入損益 的金融資產	Purchase of financial assets at fair value through profit or loss		(11,659,558)	—
購買可供出售金融資產	Purchase of available-for-sale financial assets		—	(4,131,600)
出售按公平值計入損益 的金融資產	Proceeds from disposal of financial assets at fair value through profit or loss		11,845,490	—
出售可供出售金融資產 所得款項	Proceeds from disposal of available-for-sale financial assets		—	3,629,000
處置物業、廠房及 設備所得款項	Proceeds from disposal of property, plant and equipment		—	131
已收利息	Interest received		65,182	33,920
投資活動所用現金流量淨額	Net cash flows used in investing activities		(486,776)	(1,448,658)

中期簡明綜合現金流量表

Interim Condensed Consolidated Statement of Cash Flows

		截至六月三十日止六個月 Six months ended 30 June	
		二零一八年 2018	二零一七年 2017
		人民幣千元 RMB'000	人民幣千元 RMB'000
		未經審核 Unaudited	未經審核 Unaudited
	附註 Notes		
融資活動現金流量	Cash flows from financing activities		
借款所得款項	Proceeds from borrowings	210,906	—
購回及註銷股份	Repurchase and cancellation of shares	—	(251,867)
一間附屬公司 非控股股東出資	Capital contribution by non-controlling shareholders of a subsidiary	20,000	—
已付本公司股東股息	Dividends paid to the Company's shareholders	(123,124)	—
融資活動所得／(所用) 現金流量淨額	Net cash flows generated from /(used in) financing activities	107,782	(251,867)
現金及現金等價物 增加／(減少)淨額	Net increase/(decrease) in cash and cash equivalents	625,322	(797,813)
期初現金及現金等價物	Cash and cash equivalents at beginning of the period	831,859	2,407,073
期末現金及現金等價物	Cash and cash equivalents at end of the period	1,457,181	1,609,260

1. 公司資料

四環醫藥控股集團有限公司(「本公司」)根據百慕達公司法於百慕達註冊成立為獲豁免公司。

本公司為投資控股公司。本公司及其附屬公司(統稱「本集團」)的主要業務為於中國大陸研發、製造及銷售醫藥產品。

本公司註冊辦事處地址為Clarendon House, 2 Church Street, P.O. Box HM 1022, Hamilton HM DX, Bermuda。本集團主要營運地點為香港灣仔港灣道1號會展廣場辦公大樓4905室。

本公司的主要上市地為香港聯合交易所有限公司。本公司於二零一零年十月二十八日上市。

除另有說明外，本中期簡明綜合財務報表以人民幣(「人民幣」)千元為呈列單位。本中期簡明財務報表於二零一八年八月二十七日獲董事決議批准刊發。

2. 編製基準及本集團會計政策變動

2.1 編製基準

截至二零一八年六月三十日止六個月的中期簡明綜合財務報表乃根據國際會計準則第34號「中期財務報告」編製。

中期簡明綜合財務報表並不包括年度財務報表內要求的所有資料及披露，並應與按照國際財務報告準則(「國際財務報告準則」)編製截至二零一七年十二月三十一日止年度的年度財務報表一併閱讀。

1. CORPORATE INFORMATION

Sihuan Pharmaceutical Holdings Group Ltd. (the “Company”) was incorporated in Bermuda under the Bermuda Companies Act as an exempted company.

The Company is an investment holding company. The principal activities of the Company and its subsidiaries (together, the “Group”) are the research and development, manufacture and sale of pharmaceutical products in Mainland China.

The address of the Company’s registered office is Clarendon House, 2 Church Street, P.O. Box HM 1022, Hamilton HM DX, Bermuda. The main operation address of the Group is Room 4905, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong.

The Company had its primary listing on The Stock Exchange of Hong Kong Limited on 28 October 2010.

The interim condensed consolidated financial statements are presented in thousand Renminbi (“RMB”), unless otherwise stated. The interim condensed consolidated financial statements were authorised for issue in accordance with a resolution of the directors on 27 August 2018.

2. BASIS OF PREPARATION AND CHANGES TO THE GROUP’S ACCOUNTING POLICIES

2.1 Basis of preparation

The interim condensed consolidated financial statements for the six months ended 30 June 2018 have been prepared in accordance with International Accounting Standard 34, “Interim Financial Reporting”.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the annual financial statements for the year ended 31 December 2017, which have been prepared in accordance with International Financial Reporting Standards (“IFRSs”).

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

2. 編製基準及本集團會計政策變動(續)

2.2 本集團採納的新準則、詮釋及修訂

編製中期簡明綜合財務報表時採納的會計政策與本集團截至二零一七年十二月三十一日止年度之年度財務報表所採納者一致，惟採納於二零一八年一月一日生效的新準則除外。本集團並無提早採納已頒佈但尚未生效的任何其他準則、詮釋或修訂。

本集團已對本期間財務報表首次採納下列經修訂準則。

國際財務報告準則第2號修訂本
Amendments to IFRS 2

國際財務報告準則第4號修訂本
Amendments to IFRS 4

國際財務報告準則第9號
IFRS 9

國際財務報告準則第15號
IFRS 15

國際財務報告準則第15號修訂本
Amendments to IFRS 15

國際會計準則第40號修訂本
Amendments to IAS 40

國際財務報告詮釋委員會詮釋第22號
IFRIC 22

二零一四年至二零一六年週期之年度改進
Annual Improvements 2014-2016 Cycle

2. BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (Continued)

2.2 New standards, interpretations and amendments adopted by the Group

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those in the Group's annual financial statements for the year ended 31 December 2017, except for the adoption of the new and revised standards effective on 1 January 2018. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

The Group has adopted the following new and revised standards for the first time for the current period's financial statements.

以股份為基礎的付款交易的分類及計量

Classification and Measurement of Share-based

Payment Transactions

與國際財務報告準則第4號保險合約同時應用國際財務報告準則第9號金融工具

Applying IFRS 9 Financial Instruments with IFRS 4

Insurance Contracts

金融工具

Financial Instruments

客戶合約收益

Revenue from Contracts with Customers

釐清國際財務報告準則第15號客戶合約收益

Clarifications to IFRS 15 Revenue from Contracts with Customers

轉讓投資物業

Transfers of Investment Property

外幣交易和預收預付代價

Foreign Currency Transactions and Advance Consideration

國際財務報告準則第1號和國際會計準則第28號的修訂

Amendments to IFRS 1 and IAS 28

2. 編製基準及本集團會計政策變動 (續)

2.2 本集團採納的新準則、詮釋及修訂 (續)

除下文所進一步解釋外，採納新準則、詮釋及修訂並無對本集團中期簡明綜合財務報表有重大影響。

國際財務報告準則第15號客戶合約收益

國際財務報告準則第15號取代國際會計準則第11號建築合約、國際會計準則第18號收益及相關詮釋，適用於所有因客戶合約而產生的收益，除非該等合約受其他準則規限者除外。該項新準則建立一個五步模式，以將客戶合約收益入賬。根據國際財務報告準則第15號，收益按能反映實體預期就向客戶轉讓貨物或服務而有權獲得的代價金額確認。

該準則要求實體作出判斷，並考慮將該模式各步驟應用於其客戶合約時的所有相關事實及情況。該準則亦訂明獲取合約的增量成本及與履行合約直接相關成本的會計處理方法。

本集團透過採用經修訂的追溯採用法採納國際財務報告準則第15號，且國際財務報告準則第15號將僅應用於於初始應用日期尚未完成的合約。

2. BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (Continued)

2.2 New standards, interpretations and amendments adopted by the Group (Continued)

Other than as further explained below, the adoption of other new standards, interpretations and amendments do not have a material impact on the interim condensed consolidated financial statements of the Group.

IFRS 15 Revenue from Contracts with Customers

IFRS 15 supersedes IAS 11 Construction Contracts, IAS 18 Revenue and related interpretations and it applies to all revenue arising from contracts with customers, unless those contracts are in the scope of other standards. The new standard establishes a five-step model to account for revenue arising from contracts with customers. Under IFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract.

The Group adopted IFRS 15 using the modified retrospective method of adoption, and IFRS 15 would be applied only to contracts that are not completed at the date of initial application.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

2. 編製基準及本集團會計政策變動(續)

2.2 本集團採納的新準則、詮釋及修訂(續)

國際財務報告準則第9號金融工具

於二零一八年一月一日或之後開始的年度期間，國際財務報告準則第9號金融工具取代國際會計準則第39號金融工具：確認及計量，彙集金融工具會計法的各個範疇：分類及計量；減值；及對沖會計。

本集團已追溯應用國際財務報告準則第9號，初始應用日期為二零一八年一月一日，且並無調整二零一七年一月一日開始期間的比較資料。

(a) 分類及計量

除若干貿易應收款項外，根據國際財務報告準則第9號，本集團首次按公平值加(就並非按公平值計入損益的金融資產而言)交易成本計量金融資產。

根據國際財務報告準則第9號，債務金融工具隨後按公平值計入損益(按公平值計入損益)、按攤銷成本或按公平值計入其他全面收益(按公平值計入其他全面收益)計量。分類乃基於兩個標準作出：本集團管理資產的業務模式；及工具的合約現金流量是否就未償還本金額作「純粹支付本金及利息」用途(「SPPI標準」)。

2. BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (Continued)

2.2 New standards, interpretations and amendments adopted by the Group (Continued)

IFRS 9 *Financial Instruments*

IFRS 9 *Financial Instruments* replaces IAS 39 *Financial Instruments: Recognition and Measurement* and is effective for annual periods beginning on or after 1 January 2018, bringing together all three aspects of the accounting for financial instruments: classification and measurement; impairment; and hedge accounting.

The Group has applied IFRS 9 retrospectively, with the initial application date of 1 January 2018 and did not adjust the comparative information for the period beginning 1 January 2017.

(a) Classification and measurement

Except for certain trade receivables, under IFRS 9, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Under IFRS 9, debt financial instruments are subsequently measured at fair value through profit or loss (FVPL), amortised cost, or fair value through other comprehensive income (FVOCI). The classification is based on two criteria: the Group's business model for managing the assets; and whether the instruments' contractual cash flows represent "solely payments of principal and interest" on the principal amount outstanding (the "SPPI criterion").

2. 編製基準及本集團會計政策變動 (續)

2.2 本集團採納的新準則、詮釋及修訂 (續)

國際財務報告準則第9號金融工具 (續)

(a) 分類及計量 (續)

若金融資產在業務模式內持有且目的在於持有該金融資產以收取符合SPPI標準的合約現金流量，則按攤銷成列賬的債務工具適用本集團債務金融資產的新分類及計量。此類別包括本集團的貿易及其他應收款項及計入其他非流動金融資產內的貸款。

分類及其後計量為按公平值計入損益的金融資產的其他金融資產包括包括本集團於初始確認或過渡時並無不可撤回地選擇分類為按公平值計入損益的衍生工具及有價股權工具。此類別亦包括其現金流量特徵不符合SPPI標準的債務工具，或並非以收取合約現金流量或同時收取合約現金流量及出售該等金融資產為目的的業務模式內持有的債務工具。根據國際會計準則第39號，本集團的有價股本證券分類為可供出售金融資產。過渡時，與有價股本證券(之前已於累計其他全面收益項下確認)有關的可供出售儲備已重新分類為保留盈利。

2. BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (Continued)

2.2 New standards, interpretations and amendments adopted by the Group (Continued)

IFRS 9 *Financial Instruments* (Continued)

(a) Classification and measurement (Continued)

The new classification and measurement of the Group's debt financial assets are debt instruments at amortised cost for financial assets that are held within a business model with the objective to hold the financial assets in order to collect contractual cash flows that meet the SPPI criterion. This category includes the Group's trade and other receivables, and loans included under other non-current financial assets.

Other financial assets are classified and subsequently measured as financial assets at FVPL which comprise derivative instruments and quoted equity instruments that the Group had not irrevocably elected, at initial recognition or transition, to classify at FVOCI. This category would also include debt instruments whose cash flow characteristics fail to meet the SPPI criterion or are not held within a business model whose objective is either to collect contractual cash flows, or to both collect contractual cash flows and sell. Under IAS 39, the Group's quoted equity securities were classified as AFS financial assets. Upon transition, the AFS reserve relating to quoted equity securities, which had been previously recognised under accumulated OCI, was reclassified to retained earnings.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

2. 編製基準及本集團會計政策變動 (續)

2.2 本集團採納的新準則、詮釋及修訂 (續)

國際財務報告準則第9號金融工具 (續)

(a) 分類及計量 (續)

本集團業務模式的評估已於初始應用日期(即二零一八年一月一日)進行，其後追溯應用於並未於二零一八年一月一日前終止確認的金融資產。債務工具合約現金流量是否僅包括本金及利息的評估已根據初始確認資產時的事實及情況進行。

本集團金融負債的會計處理與根據國際會計準則第39號的會計處理大致相同。國際財務報告準則第9號與國際會計準則第39號的規定相近，亦規定將或然代價負債視作按公平值計量的金融工具，而公平值變動於損益表內確認。

根據國際財務報告準則第9號，嵌入式衍生工具將不再與主體金融資產分開列示。反之，金融資產根據其合約條款及本集團的業務模式分類。

金融負債及非金融主合約內嵌入的衍生工具的會計處理，與國際會計準則第39號所要求者並無變動。

2. BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (Continued)

2.2 New standards, interpretations and amendments adopted by the Group (Continued)

IFRS 9 *Financial Instruments* (Continued)

(a) Classification and measurement (Continued)

The assessment of the Group's business models was made as of the date of initial application, 1 January 2018, and then was applied retrospectively to those financial assets that were not derecognised before 1 January 2018. The assessment of whether contractual cash flows on debt instruments are solely comprised of principal and interest was made based on the facts and circumstances as at the initial recognition of the assets.

The accounting for the Group's financial liabilities remains largely the same as it was under IAS 39. Similar to the requirements of IAS 39, IFRS 9 requires contingent consideration liabilities to be treated as financial instruments measured at fair value, with the changes in fair value recognised in the statement of profit or loss.

Under IFRS 9, embedded derivatives are no longer separated from a host financial asset. Instead, financial assets are classified based on their contractual terms and the Group's business model.

The accounting for derivatives embedded in financial liabilities and in non-financial host contracts has not changed from that required by IAS 39.

2. 編製基準及本集團會計政策變動 (續)

2.2 本集團採納的新準則、詮釋及修訂 (續)

國際財務報告準則第9號金融工具 (續)

(b) 減值

國際財務報告準則第9號透過以前瞻性預期信用損失法取代國際會計準則第39號的產生虧損法，故採納國際財務報告準則第9號已基本上改變本集團金融資產減值虧損的會計處理。

國際財務報告準則第9號規定本集團就所有並非按公平值計入損益的貸款及其他債務金融資產記錄撥備。

預期信用損失根據合約到期的合約現金流與本集團預期收到的所有現金流之間的差額進行估計。差額會以近似於資產的初始有效利率進行折現。

對貿易及其他應收賬款，本集團採用了標準的簡化方法，並根據整個存續期預期信用損失計算出預期信用損失。本集團構建了一個基於本集團歷史信用損失的撥備矩陣模型，並根據債務人和經濟環境對前瞻性因素進行了調整。

2. BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (Continued)

2.2 New standards, interpretations and amendments adopted by the Group (Continued)

IFRS 9 *Financial Instruments* (Continued)

(b) Impairment

The adoption of IFRS 9 has fundamentally changed the Group's accounting for impairment losses for financial assets by replacing IAS 39's incurred loss approach with a forward-looking expected credit loss (ECL) approach.

IFRS 9 requires the Group to record an allowance for ECLs for all loans and other debt financial assets not held at FVPL.

ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive. The shortfall is then discounted at an approximation to the asset's original effective interest rate.

For trade and other receivables, the Group has applied the standard's simplified approach and has calculated ECLs based on lifetime expected credit losses. The Group has established a provision matrix that is based on the Group's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

2. 編製基準及本集團會計政策變動 (續)

2.2 本集團採納的新準則、詮釋及修訂 (續)

國際財務報告準則第9號金融工具 (續)

(b) 減值 (續)

對於其他債務金融資產(即貸款)，預期信用損失是基於12個月預期信用損失。12個月預期信用損失是在報告日期後12個月內有可能發生違約的金融工具導致的整個存續期預期信用損失的一部分。然而，倘自產生起信用風險顯著增加，準備將會依據整個存續期預期信用損失進行計算。

當合約付款逾期90天，本集團視為該金融資產違約。然而在某些情況下，當內部或者外部資訊表明本集團不太可能全額收到未償還的合約金額且本集團也未取得任何增信措施時，本集團也視同該金融資產違約。

採納國際財務報告準則第9號對預期信用損失的規定並無導致本集團債務金融資產減值準備的重大變動。

2. BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (Continued)

2.2 New standards, interpretations and amendments adopted by the Group (Continued)

IFRS 9 *Financial Instruments* (Continued)

(b) Impairment (Continued)

For other debt financial assets (i.e., loans), the ECL is based on the 12-month ECL. The 12-month ECL is the portion of lifetime ECLs that results from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group.

The adoption of the ECL requirements of IFRS 9 did not result in material changes in impairment allowances of the Group's debt financial assets.

3. 估計

編製中期簡明綜合財務報表需要管理層作出判斷、估計及假設，有關判斷、估計及假設會影響會計政策的應用及資產與負債、收入與開支的呈報金額。實際結果可能有別於該等估計。

編製中期簡明綜合財務報表時，管理層在應用本集團的會計政策過程中作出重大判斷。估計不確定性的主要來源與截至二零一七年十二月三十一日止年度的年度財務報表所採用者相同。

4. 財務風險管理

4.1 財務風險因素

本集團的業務活動承受多種財務風險：市場風險(包括貨幣風險、公平值利率風險、現金流量利率風險及價格風險)、信貸風險及流動資金風險。

中期簡明綜合財務報表並不包括所有財務風險管理資料及年度財務報表規定的披露資料，應與本集團截至二零一七年十二月三十一日止年度財務報表一併閱讀。

風險管理部門或任何風險管理政策自年末以來並無變動。

3. ESTIMATES

The preparation of interim condensed consolidated financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing interim condensed consolidated financial statements, management made significant judgements in applying the Group's accounting policies. The key sources of estimation uncertainty were the same as those applied to the annual financial statements for the year ended 31 December 2017.

4. FINANCIAL RISK MANAGEMENT

4.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk.

The interim condensed consolidated financial statements do not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2017.

There have been no changes in the risk management department or in any risk management policies since the year end.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

4. 財務風險管理 (續)

4.2 公平值估計

下表按計量公平值的估值技術所用參數的層級，分析本集團於二零一八年六月三十日按公平值列賬的金融工具。有關參數乃按下文所述而分類歸入公平值層級內的三個層級：

- 第一級—相同資產或負債於活躍市場的未經調整市場報價
- 第二級—可直接或間接觀察的對公平值計量而言屬重大的最低層級輸入參數的估值技術
- 第三級—不可觀察的對公平值計量而言屬重大的最低層級輸入參數的估值技術

下表呈列本集團按公平值計量的資產。

4. FINANCIAL RISK MANAGEMENT (Continued)

4.2 Fair value estimation

The table below analyses the Group's financial instruments carried at fair value as at 30 June 2018 by level of the inputs to valuation techniques used to measure fair value. Such inputs are categorised into three levels within a fair value hierarchy as follows:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The following table presents the Group's assets that are measured at fair value.

		於二零一八年六月三十日 As at 30 June 2018 人民幣千元 RMB'000 未經審核 Unaudited	
		第二層 Level 2	第三層 Level 3
按公平值計入損益的金融資產 (附註9)短期投資	Financial assets at fair value through profit or loss (Note 9) Short-term investments	2,791,257	—
按公平值計入損益的金融資產 (附註9)非上市權益股份	Financial assets at fair value through profit or loss (Note 9) Unquoted equity shares	—	39,833
		2,791,257	39,833

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

4. 財務風險管理(續)

4.2 公平值估計(續)

可供出售金融資產(附註9)	Available-for-sale financial assets (Note 9)	2,967,354	39,076
		2,967,354	39,076

於截至二零一八年六月三十日止六個月，估值方法並沒有變更。

5. 分部資料

主要經營決策者已被認定為本公司執行董事。執行董事審閱本集團的內部報告，以評估績效及分配資源。

執行董事從產品角度認為本集團擁有一項業務分部，即在中國大陸研發、製造及銷售藥品。截至二零一八年六月三十日止六個月，所有銷售來自分銷商，並無分銷商的銷售佔本集團收益10%或以上的收益(截至二零一七年六月三十日止六個月：無)。

本集團的所有業務及客戶以及本集團約90%的非流動資產均位於中國大陸。

4. FINANCIAL RISK MANAGEMENT (Continued)

4.2 Fair value estimation (Continued)

於二零一七年十二月三十一日

As at 31 December 2017

人民幣千元

RMB'000

經審核

Audited

第二層 第三層
Level 2 Level 3

There were no changes in valuation techniques during the six months ended 30 June 2018.

5. SEGMENT INFORMATION

The chief operating decision-maker has been identified as the executive directors of the Company. The executive directors review the Group's internal reports in order to assess performance and allocate resources.

The executive directors consider the Group to have one business segment from the product perspective, which is the research and development, manufacture and sale of pharmaceutical products in Mainland China. During the six months ended 30 June 2018, all sales were from distributors and none of the distributors contributed 10% or more to the Group's revenue (during the six months ended 30 June 2017: None).

All of the Group's operations and customers, and approximately 90% of the Group's non-current assets are located in Mainland China.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

6. 物業、廠房及設備、投資物業、無形資產、商譽及土地使用權

6. PROPERTY, PLANT AND EQUIPMENT, INVESTMENT PROPERTIES, INTANGIBLE ASSETS, GOODWILL AND LAND USE RIGHTS

		物業、 廠房及設備	投資物業	無形資產	商譽	土地使用權
		Property, plant and equipment	Investment properties	Intangible assets	Goodwill	Land use rights
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
截至二零一八年 六月三十日止六個月	Six months ended 30 June 2018					
於二零一八年一月一日 的期初金額	Opening amount as at 1 January 2018	2,453,594	17,814	1,338,006	2,843,903	702,661
添置	Additions	545,783	—	4,177	—	127,828
出售	Disposals	(1,414)	—	—	—	—
轉至投資物業	Transfer to investment properties	(518)	—	—	—	—
轉自物業、廠房及設備	Transfer from property, plant and equipment	—	518	—	—	—
折舊及攤銷	Depreciation and amortisation	(92,062)	(538)	(48,487)	—	(8,749)
於二零一八年六月三十日 的期末金額(未經審核)	Closing amount as at 30 June 2018 (unaudited)	2,905,383	17,794	1,293,696	2,843,903	821,740
截至二零一七年 六月三十日止六個月	Six months ended 30 June 2017					
於二零一七年一月一日 的期初金額	Opening amount as at 1 January 2017	2,104,299	29,103	578,998	2,247,728	647,769
添置	Additions	211,999	—	9,052	—	—
收購一間附屬公司	Acquisition of a subsidiary	48,332	—	733,130	492,933	61,623
出售	Disposals	(57)	—	—	—	—
出售一間附屬公司	Disposal of a subsidiary	(80,060)	—	—	(20,792)	—
折舊及攤銷	Depreciation and amortisation	(81,729)	(889)	(64,390)	—	(7,831)
於二零一七年六月三十日 的期末金額(未經審核)	Closing amount as at 30 June 2017 (unaudited)	2,202,784	28,214	1,256,790	2,719,869	701,561

6. 物業、廠房及設備、投資物業、無形資產、商譽及土地使用權 (續)

土地使用權指租期為五十年的中國大陸土地使用權。

於二零一八年六月三十日，本集團尚未取得賬面淨值為人民幣796,496,100元(二零一七年十二月三十一日：人民幣913,495,000元)的本集團樓宇的所有權證(「房屋所有權證」)。本集團尚未取得賬面淨值約人民幣444,713,711元(二零一七年十二月三十一日：人民幣402,360,000元)的土地使用權證。本公司董事認為，本集團申請及取得有關房屋所有權證及土地使用權證並無法律限制，且缺少房屋所有權證不會對本集團的業務經營產生任何重大不利影響。

6. PROPERTY, PLANT AND EQUIPMENT, INVESTMENT PROPERTIES, INTANGIBLE ASSETS, GOODWILL AND LAND USE RIGHTS (Continued)

The land use rights represent land use rights in Mainland China with a lease period of 50 years.

As at 30 June 2018, the ownership certificates of buildings (“Building Ownership Certificates”) of the Group with a net book value of RMB796,496,100 (31 December 2017: RMB913,495,000) have not yet been obtained by the Group. Land use rights certificates of land with a net book value of approximately RMB444,713,711 (31 December 2017: RMB402,360,000) have not yet been obtained. The directors of the Company consider that there is no legal restriction for the Group to apply for and obtain the Building Ownership Certificates and the land use rights certificates. The absence of Building Ownership Certificates should not lead to any significant adverse impact on the operations of the Group.

7. 使用權益法計算的投資

7. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

		於 As at	
		二零一八年 六月三十日 30 June 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 十二月三十一日 31 December 2017 人民幣千元 RMB'000 經審核 Audited
佔淨資產份額	Share of net assets	636,144	551,557
收購時產生的商譽	Goodwill on acquisition	490,292	460,534
		1,126,436	1,012,091

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

8. 遞延所得稅

截至二零一八年六月三十日止六個月遞延所得稅資產及負債變動如下(未考慮同一稅務司法權區內的餘額抵銷)：

1) 遞延所得稅資產

		二零一八年 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 2017 人民幣千元 RMB'000 未經審核 Unaudited
於一月一日的期初結餘	Opening balance at 1 January	127,514	35,883
於溢利入賬	Credited to profit	67,862	78,297
於六月三十日的期末結餘	Closing balance at 30 June	195,376	114,180

2) 遞延所得稅負債

		二零一八年 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 2017 人民幣千元 RMB'000 未經審核 Unaudited
於一月一日的期初結餘	Opening balance at 1 January	264,396	74,094
收購一間附屬公司產生的遞延稅項	Deferred tax arising from acquisition of a subsidiary	—	182,186
於溢利入賬	Credited to profit	(13,518)	(4,405)
於六月三十日的期末結餘	Closing balance at 30 June	250,878	251,875

8. DEFERRED INCOME TAX

The movements in deferred income tax assets and liabilities during the six months ended 30 June 2018, without taking into consideration the offsetting of balances within the same tax jurisdiction, are as follows:

1) Deferred income tax assets

	二零一八年 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 2017 人民幣千元 RMB'000 未經審核 Unaudited
Opening balance at 1 January	127,514	35,883
Credited to profit	67,862	78,297
Closing balance at 30 June	195,376	114,180

2) Deferred income tax liabilities

	二零一八年 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 2017 人民幣千元 RMB'000 未經審核 Unaudited
Opening balance at 1 January	264,396	74,094
Deferred tax arising from acquisition of a subsidiary	—	182,186
Credited to profit	(13,518)	(4,405)
Closing balance at 30 June	250,878	251,875

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

9. 其他金融資產

下文所載為本集團於二零一八年六月三十日及二零一七年十二月三十一日所持有的金融資產(現金及現金等價物、貿易及其他應收賬款除外)概覽：

9. OTHER FINANCIAL ASSETS

Set out below, is an overview of financial assets, other than cash and cash equivalents, trade and other receivables, held by the Group as at 30 June 2018 and 31 December 2017:

		於	
		As at	
		二零一八年 六月三十日 30 June 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 十二月三十一日 31 December 2017 人民幣千元 RMB'000 經審核 Audited
	附註 Notes		
非流動	Non-current		
按攤銷成本計量的債務工具：	Debt instruments at amortised cost:		
應收聯營公司款項	Amounts due from associates	i	128,250
其他應收款項	Other receivables	ii	100,000
按公平值計入損益的金融資產：	Financial assets at FVPL:		
非上市權益股份	Unquoted equity share	iii	39,833
按公平值計入其他全面收益：	Financial assets at FVOCI:		
可供出售金融資產	Available-for-sale financial assets		—
			39,076
非流動總額	Total non-current		268,083
			259,076
流動	Current		
按公平值計入損益的金融資產：	Financial assets at fair value through profit or loss:		
短期投資	Short-term investments	iv	2,791,257
			2,967,354
流動總額	Total Current		2,791,257
			2,967,354
其他金融資產總值	Total other financial assets		2,831,090
			3,006,430

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

9. 其他金融資產(續)

- (i) 應收聯營公司佛山德芮可製藥有限公司(「佛山德芮可」)的款項(賬面淨值為人民幣120,000,000元(二零一七年十二月三十一日:人民幣120,000,000元))為計息、無抵押、須於五年內償還。應收聯營公司北京銳業的款項乃以北京銳業的母公司北京銳業經濟技術開發有限責任公司的10%股權作抵押。利息按每年5%計算。
- (ii) 應收北京博仁醫院款項乃以北京博仁醫院的100%股權作抵押並須於七年內償還。利息按每年3%計算。
- (iii) 該款項指於江蘇安泰生物技術有限公司、KBP Biosciences Holdings Limited及Lindeman Asia No.12 Investment Fund非上市權益股份的股權投資。本集團擬於可見未來持有該等權益股份,於初始確認或過渡時並無不可撤回地選擇分類為按公平值計入其他全面收益。
- (iv) 該款項指於若干中國信譽良好的銀行機構存置、於六個月內到期及並無固定回報率的短期投資。該等投資均以人民幣列值。該等投資的公平值乃基於平均估計回報率4.82%(二零一七年:4.5%)計算。於報告日期的最大信貸風險為該等資產的賬面值。既無逾期亦無減值的該等投資的信貸質素可參考銀行機構內部信貸評級評估。

該等金融資產既無逾期亦無減值。

9. OTHER FINANCIAL ASSETS (Continued)

- (i) The receivable from an associate, Pharmadax (Foshan) Co., Ltd. ("Pharmadax (Foshan)"), with a net book value of RMB120,000,000 (31 December 2017: RMB120,000,000) was interest-bearing, unsecured and repayable in five years. The receivable from an associate, Beijing Ruiye Drugs Manufacture Co.,Ltd. ("Beijing Ruiye"), secured by the 10% equity interest in Beijing Ruiye's parent company, Beijing Ruiye Economic Technology Development Co.,Ltd., was repayable in three years. Interest is charged at 5% annually.
- (ii) The receivable from Beijing Boren Hospital was secured by the 100% equity interest in Beijing Boren Hospital and repayable in seven years. Interest is charged at 3% annually.
- (iii) The amount represents equity investments in the unquoted equity shares of Jiangsu Antai Biotechnology Co., Ltd., KBP Biosciences Holdings Limited and Lindeman Asia No.12 Investment Fund. The Group intends to hold these equity shares for the foreseeable future and has not irrevocably elected, at initial recognition or transition, to classify at FVOCI.
- (iv) The amount represents short-term investments placed in certain PRC reputable banking institutions with maturity within 6 months and a non-fixed return rate. These investments are all denominated in RMB. The fair values of these investments are based on an average estimated return rate of 4.82% (2017: 4.5%). The maximum exposure to credit risk at the reporting date was the carrying values of these investments. The credit quality of these investments that are neither past due nor impaired can be assessed by referring to the internal credit ratings of banking institutions.

None of these financial assets is either past due or impaired.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

10. 貿易及其他應收賬款

10. TRADE AND OTHER RECEIVABLES

		於		
		As at		
		二零一八年	二零一七年	
		六月三十日	十二月三十一日	
		30 June	31 December	
		2018	2017	
		人民幣千元	人民幣千元	
		RMB'000	RMB'000	
		未經審核	經審核	
		Unaudited	Audited	
附註				
Notes				
	貿易應收賬款－第三方	Trade receivables - third parties	187,256	167,854
	應收票據	Notes receivable	201,209	290,589
	預付供應商款項	Prepayments to suppliers	115,387	102,341
	應收聯營公司款項	Amounts due from associates	109,651	107,959
	應收其他關聯方款項	Amount due from other related party	9,672	9,675
	其他應收款項	Other receivables	49,967	68,723
			673,142	747,141

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

10. 貿易及其他應收賬款(續)

- (i) 應收聯營公司款項的明細如下：

			二零一八年 六月三十日 30 June 2018 人民幣千元 RMB'000	二零一七年 十二月三十一日 31 December 2017 人民幣千元 RMB'000
北京銳業	Beijing Ruiye	a	30,000	30,000
通化天實製藥有限公司	Tonghua Tianshi Pharmaceutical Co., Ltd.	b	79,651	77,942
Medifood International SA	Medifood International SA		—	17
			109,651	107,959

- (a) 應收一家聯營公司北京銳業的款項的眼面值為人民幣30,000,000元，乃以北京銳業的母公司北京銳業經濟技術開發有限公司10%股份作抵押，於一年內償還。利息按每年5%計算。
- (b) 應收聯營公司通化天實製藥有限公司（「通化天實」）的款項包括人民幣69,400,000元的貸款本金及人民幣10,251,000元的利息，為無抵押及須應要求悉數償還。利息按每年4.75%計算。

未逾期亦並無減值的貿易及其他應收賬款，經參考對手方有關拖欠情況、聲譽、流動資金及其他財務資料的歷史資料進行評估。

10. TRADE AND OTHER RECEIVABLES (Continued)

- (i) The breakdown of amounts due from associates is as follows:

- (a) The receivable from an associate, Beijing Ruiye, with a net book value of RMB30,000,000 was secured by the 10% interest in Beijing Ruiye's parent company, Beijing Ruiye Economic Technology Development Co., Ltd, which was repayable in one year. Interest is charged at 5% annually.
- (b) The receivable from an associate, Tonghua Tianshi Pharmaceutical Co., Ltd. ("Tonghua Tianshi"), including a loan principal of RMB69,400,000 and interest amounting to RMB10,251,000, was unsecured and repayable in full on demand. Interest is charged at 4.75% annually.

Trade and other receivables that were neither past due nor impaired were assessed by referring to historical information about default rates, reputation, liquidity and other financial information of the counterparties.

10. 貿易及其他應收賬款 (續)

- (i) 應收聯營公司款項的明細如下：(續)

本集團大部份銷售為自客戶的墊款。本集團授予部分客戶的信貸期介乎一個月至一年。貿易應收賬款基於發票開具日的賬齡分析如下：

10. TRADE AND OTHER RECEIVABLES (Continued)

- (i) The breakdown of amounts due from associates is as follows: (Continued)

Most sales of the Group were settled by advances from customers. The Group's credit terms granted to certain customers range from one month to one year. The ageing analysis of the trade receivables based on the invoice date is as follows:

		於 As at	
		二零一八年 六月三十日 30 June 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 十二月三十一日 31 December 2017 人民幣千元 RMB'000 經審核 Audited
貿易應收賬款	Trade receivables		
3個月以內	Within 3 months	176,325	161,537
3至6個月	3 to 6 months	6,947	2,613
6至12個月	6 to 12 months	3,980	3,700
12個月以上	More than 12 months	4	4
		187,256	167,854

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

11. 現金及現金等價物

11. CASH AND CASH EQUIVALENTS

		於	
		As at	
		二零一八年	二零一七年
		六月三十日	十二月三十一日
		30 June	31 December
		2018	2017
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		未經審核	經審核
		Unaudited	Audited
現金及銀行結餘	Cash and bank balances	789,480	333,129
定期存款	Time deposits	667,701	498,730
		1,457,181	831,859

銀行現金按以每日銀行存款利率計算的浮息賺取利息。視乎本集團即時現金需求而定，短期定期存款就介乎一天至三個月不同期間作出，並按相關短期定期存款利率賺取利息。

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the Group, and earn interest at the respective short term time deposit rates.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

12. 股本、庫存股及股份溢價

12. SHARE CAPITAL, TREASURY SHARES AND SHARE PREMIUM

		本公司擁有人應佔				
		Attributable to owners of the Company				
	股份數目	股本	庫存股份	股份溢價	總計	
	Number	Share capital	Treasury	Share	Total	
	of shares	shares	shares	premium	premium	
	(千股)	人民幣千元	人民幣千元	人民幣千元	人民幣千元	
	(thousands)	RMB'000	RMB'000	RMB'000	RMB'000	
於二零一七年一月一日	As at 1 January 2017 (audited)					
(經審核)	(HK\$0.01 per share)					
(每股0.01港元)		9,586,684	79,443	(255)	4,344,229	4,423,417
購回股份	Repurchase of shares	(115,602)	—	(955)	(250,912)	(251,867)
註銷庫存股份	Cancellation of treasury shares	—	(1,210)	1,210	—	—
於二零一七年六月三十日	As at 30 June 2017					
(未經審核)	(unaudited)					
(每股0.01港元)	(HK\$0.01 per share)	9,471,082	78,233	—	4,093,317	4,171,550
於二零一八年一月一日	As at 1 January 2018 (audited)					
(經審核)	(HK\$0.01 per share)					
(每股0.01港元)		9,471,082	78,233	—	4,093,317	4,171,550
於二零一八年六月三十日	As at 30 June 2018					
(未經審核)	(unaudited)					
(每股0.01港元)	(HK\$0.01 per share)	9,471,082	78,233	—	4,093,317	4,171,550

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

13. 其他負債

13. OTHER LIABILITIES

		於	
		As at	
		二零一八年 六月三十日 30 June 2018	二零一七年 十二月三十一日 31 December 2017
		人民幣千元 RMB'000	人民幣千元 RMB'000
		未經審核 Unaudited	經審核 Audited
	附註 Notes		
銷售分銷權的遞延收益	Deferred revenue for sales of distribution rights	—	44,222
遞延政府補助	Deferred government grants	69,130	71,559
		69,130	115,781
減：流動部分	Less: Current portion		
銷售分銷權的遞延收益	Deferred revenue for sales of distribution rights	—	21,300
遞延政府補助	Deferred government grants	6,789	6,397
		6,789	27,697
非流動部分	Non-current portion	62,341	88,084

(i) 其指出售若干醫藥產品的分銷權為期五年於分銷商已收的現金墊款。收益已按直線基準於綜合損益及其他全面收益表確認。採納國際財務報告準則第15號後，有關現金墊款的未償還餘額已由遞延收益重新分類為合約負債。

(ii) 其指就建設物業、廠房及設備所收到的遞延政府補助收益。其將於相關資產預計年內按直線基準計入綜合損益表。

(i) It represents the cash advances received for sales of distribution rights of certain pharmaceutical products to distributors for 5 years. The revenue is recognised in the consolidated statement of profit or loss and other comprehensive income based on straight-line basis. Upon adoption of IFRS 15, reclassifications have been made from Deferred revenue to Contract liabilities for the outstanding balance of such cash advances.

(ii) It represents the deferred revenue of government grants received for the construction of property, plant and equipment. It will be credited to the consolidated statement of profit or loss on a straight-line basis over the expected lives of the related assets.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

14. 借款

14. BORROWINGS

			實際利率 Effective interest rate	於二零一八年 六月三十日 As at 30 June 2018
	附註 Notes		(%) (%)	人民幣千元 RMB'000 未經審核 Unaudited
即期：	CURRENT:			
銀行貸款－抵押及擔保	Bank loans - secured and guaranteed	i	3.28	127,761
非即期：	NON-CURRENT:			
其他借款	Other borrowings	ii	5	83,145
				210,906
於二零一八年六月三十日， 本集團須償還借款如下：	As at 30 June 2018, the Group's borrowings were repayable as follows:			
一年內	Within one year			127,761
第二年至第十年	In the second to tenth years			83,145
				210,906

(i) 本集團的銀行貸款以本集團的樓宇作按揭，其總賬面值約為人民幣448,516,250.63元，並於二零一八年六月三十日由四環醫藥控股集團有限公司擔保。

(ii) 其他借款（包括Chongqing Shengyou Hospital Co., Ltd的貸款）為無抵押，須於十年內償還，每年按5%計息。

(i) The Group's bank loans were secured by mortgages over the Group's buildings, which had an aggregate carrying value of approximately RMB448,516,250.63 and were guaranteed by Sihuan Pharmaceutical Holdings Group Ltd. as at 30 June 2018.

(ii) Other borrowings including a loan from Chongqing Shengyou Hospital Co., Ltd was unsecured and repayable in 10 years. Interest is charged at 5% annually.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

15. 貿易及其他應付賬款

15. TRADE AND OTHER PAYABLES

		於			
		As at			
		二零一八年	二零一七年		
		六月三十日	十二月三十一日		
		30 June	31 December		
		2018	2017		
		人民幣千元	人民幣千元		
		RMB'000	RMB'000		
		未經審核	經審核		
		Unaudited	Audited		
附註	Notes				
	貿易應付賬款	Trade payables	i	34,586	34,320
	來自客戶的墊款	Advances from customers	ii	—	360,594
	建設成本及應付 設備採購款項	Costs of construction and purchase of equipment payables		56,860	57,635
	收購一間附屬公司 應付賬款	Payable for acquisition of a subsidiary		300,000	300,000
	應付其他關聯方款項	Amount due to other related party	iii	83	83
	應付按金	Deposit payables		228,120	230,796
	應付分銷商的應計補償	Accrued reimbursement to distributors		989,463	505,833
	應付其他稅項	Other taxes payable		53,390	180,749
	應付薪金	Salaries payable		40,638	52,891
	應付利息	Interest payable		1,920	—
	其他應付賬款	Other payables		48,248	81,886
				1,753,308	1,804,787

(i) 貿易應付賬款為免息，平均期限為40天。

(ii) 採納國際財務報告準則第15號後，客戶墊款的未償還餘額已由貿易及其他應付賬款重新分類為合約負債。

(iii) 應付關聯方款項為免息、無抵押及須按
要求償還。

(i) The trade payables are non-interest-bearing and have an average term of 40 days.

(ii) Upon adoption of IFRS 15, reclassifications have been made from trade and other payables to contract liabilities for the outstanding balance of advances from customers.

(iii) The amount due to other related party is interest-free, unsecured and repayable on demand.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

15. 貿易及其他應付賬款 (續)

於二零一八年六月三十日，貿易應付賬款基於發票開具日的賬齡分析如下：

15. TRADE AND OTHER PAYABLES (Continued)

As at 30 June 2018, the ageing analysis of the trade payables based on the invoice date is as follows:

		於	
		As at	
		二零一八年 六月三十日 30 June 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 十二月三十一日 31 December 2017 人民幣千元 RMB'000 經審核 Audited
6個月內	Within 6 months	31,170	24,329
6至12個月	6 to 12 months	885	3,766
1年以上	More than 1 year	2,531	6,225
		34,586	34,320

貿易及其他應付賬款的公平值與其賬面值相若。

The fair values of trade and other payables approximate to their carrying amounts.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

16. 合約負債

16. CONTRACT LIABILITIES

		於		
		As at		
		二零一八年	二零一七年	
		六月三十日	十二月三十一日	
		30 June	31 December	
		2018	2017	
		人民幣千元	人民幣千元	
		RMB'000	RMB'000	
		未經審核	經審核	
		Unaudited	Audited	
來自客戶的墊款	Advances from customers	15(ii)	345,036	—
銷售分銷權的遞延收益	Deferred revenue for sales of distribution rights	13(i)	33,385	—
			378,421	—
減：流動部分		Less: Current portion		
來自客戶的墊款	Advances from customers		345,036	—
銷售分銷權的遞延收益	Deferred revenue for sales of distribution rights		17,137	—
			362,173	—
非流動部分		Non-current portion		
			16,248	—

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

17. 收益、其他收入及收益

以下所載為收益、其他收入及收益的分析：

17. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue, other income and gains is as follows:

		截至六月三十日止六個月 Six months ended 30 June	
		二零一八年 2018	二零一七年 2017
		人民幣千元 RMB'000	人民幣千元 RMB'000
		未經審核 Unaudited	未經審核 Unaudited
藥品銷售	Sales of pharmaceutical products	1,278,306	1,438,304
綜合醫院服務收益	Revenue from general hospital services	—	2,006
收益	Revenue	1,278,306	1,440,310
出售分銷權	Sales of distribution rights	10,037	20,317
租金收入	Rental income	1,541	1,627
受托研發服務收入	Research and development income	13,923	—
利息收入	Interest income	71,839	44,526
其他收入	Other income	97,340	66,470
政府補助	Government grants	289,940	129,935
按公平值計入損益的 金融資產公平值 變動收益	Gain on changes in fair value of financial assets at FVPL	10,592	—
其他	Others	3,576	4,608
其他收益淨額	Other gains - net	304,108	134,543

(i) 藥品銷售即向客戶供應的貨品銷售值，扣除銷售稅、增值稅、銷售退回及商業折扣。

(ii) 政府補助總額指從地方政府收到的補貼，並無附帶特定條件。

(i) Sales of pharmaceutical products represent the sales value of goods supplied to customers, net of sales tax, value added tax, sales returns and commercial discounts.

(ii) The total government grants represent the subsidies received from the local government and no specific conditions were attached to them.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

18. 所得稅開支

本集團截至二零一八年及二零一七年六月三十日止六個月的所得稅開支分析如下：

18. INCOME TAX EXPENSE

The income tax expense of the Group for the six months ended 30 June 2018 and 2017 is analysed as follows:

		截至六月三十日止六個月 Six months ended 30 June	
		二零一八年 2018	二零一七年 2017
		人民幣千元 RMB'000	人民幣千元 RMB'000
		未經審核 Unaudited	未經審核 Unaudited
即期稅項：	Current tax:		
期內溢利的即期稅項	Current tax on profits for the Period	216,197	239,418
		216,197	239,418
遞延稅項：	Deferred tax:		
暫時差異的產生及撥回	Origination and reversal of temporary differences	(81,380)	(82,702)
遞延稅項總額	Total deferred tax	(81,380)	(82,702)
所得稅開支	Income tax expense	134,817	156,716

18. 所得稅開支 (續)

所得稅開支

(i) 百慕達利得稅

本集團於截至二零一八年及二零一七年六月三十日止六個月在該司法權區毋須繳納任何稅項。

(ii) 香港利得稅

由於本集團於截至二零一八年及二零一七年六月三十日止六個月並無在香港產生應課稅溢利，故並無計提香港利得稅撥備。

(iii) 中國企業所得稅（「中國企業所得稅」）

中國企業所得稅乃按本集團現時旗下各公司於中國產生的應課稅收入計提撥備，並經就中國企業所得稅而言毋須課稅或不可扣減項目作出調整。

本集團的中國附屬公司已根據《中華人民共和國企業所得稅法》按25%的稅率釐定及繳納企業所得稅。

本集團的若干中國附屬公司符合高新技術企業資格。因此，該等附屬公司於二零一八年按15%的稅率計提企業所得稅。

18. INCOME TAX EXPENSE (Continued)

Income tax expense

(i) Bermuda profits tax

The Group is not subject to any taxation in this jurisdiction for the six months ended 30 June 2018 and 2017.

(ii) Hong Kong profits tax

No Hong Kong profits tax has been provided as the Group had no assessable profit arising in Hong Kong for the six months ended 30 June 2018 and 2017.

(iii) PRC corporate income tax ("PRC CIT")

PRC CIT is provided on the assessable income of the companies now comprising the Group derived from the PRC, adjusted for those items which are not assessable or deductible for the PRC CIT purposes.

The PRC subsidiaries of the Group have determined and paid the corporate income tax in accordance with the Corporate Income Tax Law of the PRC at a 25% tax rate.

Certain PRC subsidiaries of the Group were qualified as high-tech enterprises. Accordingly, those subsidiaries' corporate income tax for 2018 is provided at a preferential tax rate of 15%.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

19. 每股盈利

(a) 基本

截至二零一八年及二零一七年六月三十日止六個月每股基本盈利按本公司普通權益持有人應佔溢利除以已發行普通股加權平均股數計算。

		截至六月三十日止六個月	
		Six months ended 30 June	
		二零一八年	二零一七年
		2018	2017
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		未經審核	未經審核
		Unaudited	Unaudited
本公司普通權益持有人應佔溢利(人民幣千元)	Profit attributable to ordinary equity holders of the Company (RMB'000)	765,671	842,456
就每股基本盈利而言的已發行普通股加權平均股數(千股)	Weighted average number of ordinary shares in issue for basic earnings per share (thousands)	9,471,082	9,494,407
每股基本盈利(每股人民幣分)	Basic earnings per share (RMB cents per share)	8.08	8.87

(b) 攤薄

由於於二零一八年六月三十日並無潛在攤薄普通股，故期內並無每股盈利攤薄。每股攤薄盈利金額相等於每股基本盈利金額。

19. EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing the profit attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares in issue for the six months ended 30 June 2018 and 2017.

(b) Diluted

There is no dilution to earnings per share for the period because there were no potential dilutive ordinary shares existing at 30 June 2018. The diluted earnings per share amount is the same as the basic earnings per share amount.

20. 以股份為基礎的付款

(i) 股份獎勵計劃

為向本集團管理層提供獎勵，Plenty Gold Enterprises Limited (「Plenty Gold」)、車馮升醫生及郭維城醫生已於二零一零年十月二十五日採納一項獎勵計劃(「僱員股份獎勵計劃」或「該計劃」)。於二零一三年一月二十五日，MSPEA Pharma Holdings B.V. 亦參與僱員股份獎勵計劃。受託人公司已獲委任為受託人，根據僱員股份獎勵計劃持有預留股份。Plenty Gold、車馮升醫生及郭維城醫生(作為信託的財產授予人)已預留及撥出合共33,750,000股本公司股份；而MSPEA Pharma Holdings B.V. 預留及撥出額外3,750,000股本公司股份。所有該等股份由受託人公司根據僱員股份獎勵計劃以受託人的身份持有。僱員股份獎勵計劃涉及授出由受託人公司持有的現有股份，並不會根據僱員股份獎勵計劃發行新股份。

本公司根據適用於以股權結算的股份支付交易的規定，計量其僱員提供的服務，而相關的增幅則在權益確認為來自主要股東的貢獻。本公司將不會根據僱員股份獎勵計劃發行新股份，且概不會因僱員股份獎勵計劃而對每股盈利的計算方式造成攤薄影響。

根據僱員股份獎勵計劃，股份獎勵乃授予本集團合資格僱員，可行使為於各個財政年度(由授出日期起直至已授出的相關獎勵屆滿日期止期間)獲指定的受託人公司持有的本公司股份的特定數目。

20. SHARE-BASED PAYMENT

(i) Share award scheme

An award scheme for the purpose of incentivising the management of the Group (the “Employee Share Award Scheme” or the “Scheme”) has been adopted by Plenty Gold Enterprises Limited (“Plenty Gold”), Dr. Che Fengsheng and Dr. Guo Weicheng on 25 October 2010. On 25 January 2013, MSPEA Pharma Holdings B.V. also participated in the Employee Share Award Scheme. Trustee Co has been appointed as the trustee to hold the reserved shares under the Employee Share Award Scheme. Plenty Gold, Dr. Che Fengsheng and Dr. Guo Weicheng, as settlors of a trust, have reserved and set aside a total of 33,750,000 shares; and MSPEA Pharma Holdings B.V. has reserved and set aside an additional 3,750,000 shares, all of which are being held by the Trustee Co as trustee for the Employee Share Award Scheme. The Employee Share Award Scheme involves the granting of existing shares held by the Trustee Co and no new shares will be issued pursuant to the Employee Share Award Scheme.

The Company measures the services received from its employees in accordance with the requirements applicable to equity-settled share-based payment transactions, with a corresponding increase recognised in equity as a contribution from the major shareholders. No new shares will be issued by the Company under the Employee Share Award Scheme and there is no dilution impact to the earnings per share calculation as a result of the Employee Share Award Scheme.

Under the Employee Share Award Scheme, share awards were granted to the eligible employees of the Group, which are exercisable into the specific number of shares of the Company, held by the Trustee Co., designated in each financial year during the period from the grant date up to the expiry date of the relevant awards granted.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

20. 以股份為基礎的付款(續)

(i) 股份獎勵計劃(續)

根據僱員股份獎勵計劃，股份獎勵乃授予本集團合資格僱員，可行使為於各個財政年度(由授出日期起直至已授出的相關股份獎勵屆滿日期止期間)獲指定的受託人公司持有的本公司股份的特定數目。

本集團若干僱員獲授出的股份獎勵的概要如下：

授出日期

二零一二年三月二十日
二零一三年九月二十七日
二零一三年十月二十一日

20. SHARE-BASED PAYMENT (Continued)

(i) Share award scheme (Continued)

Under the Employee Share Award Scheme, share awards were granted to the eligible employees of the Group, which are exercisable into the specific number of shares of the Company, held by the Trustee Co., designated in each financial year during the period from the grant date up to the expiry date of the relevant awards granted.

The summary of the share awards granted to certain employees of the Group is as follows:

授出日期	Grant date	每份股份 獎勵行使價 (港元) Exercise price in HK\$ per share award	已授出 獎勵數目 (千份) Number of awards granted (in thousands)
二零一二年三月二十日	20 March 2012	3.19	14,150
二零一三年九月二十七日	27 September 2013	3.19	19,750
二零一三年十月二十一日	21 October 2013	0.70	2,050
			35,950

於二零一六年六月二十八日，本集團修改股份獎勵計劃。餘下31,448,172份購股權(授予234名僱員但尚未獲彼等行使)按行使價每份股份獎勵1.57港元被新股份獎勵取代。

On 28 June 2016, the Group modified the share award scheme. The remaining 31,448,172 share options, which were granted to but not yet exercised by 234 employees, were replaced by new share awards with an exercise price of HK\$1.57 per share award.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

20. 以股份為基礎的付款 (續)

(ii) 股份獎勵變動

期內以下股份獎勵尚未根據計劃獲行使：

		每份股份獎勵 平均行使價 (港元)	Average exercise price in HK\$ per share award	獎勵(千份) Awards (in thousands)	
				二零一八年 2018	二零一七年 2017
於一月一日	At 1 January	1.57		2,904	5,403
已行使	Exercised	1.57		(990)	(1,545)
已沒收	Forfeited	1.57		(18)	(239)
於六月三十日	At 30 June			1,896	3,619

尚未行使股份獎勵的屆滿日期及行使價如下：

到期日期	Expiry date	每份股份 獎勵行使價 (港元)	Exercise price in HK\$ per share award	已授出但尚未行使獎勵數目 (千份)	Number of outstanding awards granted (thousands)	已歸屬並可行使但尚未行使 獎勵數目(千份)	Number of outstanding vested and exercisable awards (thousands)
				二零一八年 六月三十日	二零一七年 十二月三十一日	二零一八年 六月三十日	二零一七年 十二月三十一日
二零二一年六月二十八日	28 June 2021	1.57		1,896	2,904	—	—

於二零一八年六月三十日，1,896,000份(二零一七年十二月三十一日：2,904,000份)尚未行使的獎勵中並無可予行使的獎勵(二零一七年十二月三十一日：無)。

期內，就授予僱員的股份獎勵確認而於簡明綜合損益表貸記匯總開支人民幣173,000元(截至二零一七年六月三十日止六個月：人民幣889,000元)，並於權益內確認相應變動。

20. SHARE-BASED PAYMENT (Continued)

(ii) Share award movements

The following share awards were outstanding under the Scheme during the Period:

		每份股份獎勵 平均行使價 (港元)	Average exercise price in HK\$ per share award	獎勵(千份) Awards (in thousands)	
				二零一八年 2018	二零一七年 2017
於一月一日	At 1 January	1.57		2,904	5,403
已行使	Exercised	1.57		(990)	(1,545)
已沒收	Forfeited	1.57		(18)	(239)
於六月三十日	At 30 June			1,896	3,619

Share awards outstanding have the following expiry date and exercise price:

到期日期	Expiry date	每份股份 獎勵行使價 (港元)	Exercise price in HK\$ per share award	已授出但尚未行使獎勵數目 (千份)	Number of outstanding awards granted (thousands)	已歸屬並可行使但尚未行使 獎勵數目(千份)	Number of outstanding vested and exercisable awards (thousands)
				二零一八年 六月三十日	二零一七年 十二月三十一日	二零一八年 六月三十日	二零一七年 十二月三十一日
二零二一年六月二十八日	28 June 2021	1.57		1,896	2,904	—	—

Out of the 1,896,000 (31 December 2017: 2,904,000) outstanding awards, no (31 December 2017: nil) awards were exercisable at 30 June 2018.

During the period, a total expense amounting to RMB173,000 (Six months ended 30 June 2017: RMB889,000) was recognised in the condensed consolidated statement of profit or loss for share awards granted to employees with a corresponding change in equity.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

20. 以股份為基礎的付款(續)

(iii) 股份獎勵的公平值

本公司董事會執行董事已使用二項式模式釐定將於歸屬期內支銷的已授出獎勵的公平值。本公司董事會執行董事在應用二項式模式時要求對如無風險利率、股息率及預期波幅等參數作出重要判斷，該等參數的輸入數據的概要如下。

		二零一六年 2016	二零一三年 2013	二零一二年 2012	
		於 六月二十八日	於 十月二十一日	於 九月二十七日	於 三月二十日
		授出的 股份獎勵	授出的 股份獎勵	授出的 股份獎勵	授出的 股份獎勵
		Share awards granted on 28 June	Share awards granted on 21 October	Share awards granted on 27 September	Share awards granted on 20 March
於授出日期的收市價	Closing price at the grant date	1.60港元 HK\$1.60	5.78港元 HK\$5.78	5.18港元 HK\$5.18	3.13港元 HK\$3.13
無風險利率	Risk-free rate	0.64%	1.00%	1.21%	0.74%
股息率	Dividend yield	2.44%	1.98%	1.21%	1.14%
預期波幅(i)	Expected volatility (i)	41.38%	41.81%	42.07%	48.99%

按照預期股價回報的標準偏差計算的預期波幅，乃根據本公司股份平均每日買賣價格的波幅釐定。

20. SHARE-BASED PAYMENT (Continued)

(iii) Fair value of share awards

The executive directors of the board of the Company have used the binomial model to determine the fair value of the awards granted, which is to be expensed over the vesting period. Significant judgement on parameters, such as risk-free rate, dividend yield and expected volatility, is required to be made by the executive directors of the board of the Company in applying the binomial model, of which the inputs are summarised below.

The expected volatility, measured as the standard deviation of expected share price returns, is determined based on the average daily trading price volatility of the shares of the Company.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

21. 股息

21. DIVIDENDS

		截至六月三十日止六個月 Six months ended 30 June	
		二零一八年 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 2017 人民幣千元 RMB'000 未經審核 Unaudited
已宣派及已派付普通股股息：	Dividends on ordinary shares declared and paid:		
二零一七年末期股息：每股普通股 人民幣1.3分(二零一六年：無)	Final dividend for 2017: RMB1.3 cents per ordinary share (2016: Nil)	123,124	—
建議普通股股息：	Proposed dividends on ordinary shares:		
二零一八年第一次股息： 每股普通股人民幣0.4分 (二零一七年：人民幣1.8分)	First dividend for 2018: RMB0.4 cents per ordinary share (2017: RMB1.8 cents)	37,884	170,479

董事會於二零一七年八月二十一日建議派發本公司截至二零一七年六月三十日止六個月的中期股息每股人民幣1.8分。其於二零一七年九月十三日應付予二零一七年九月七日名列本公司股東名冊的本公司股東。

截至二零一七年十二月三十一日止年度的末期現金股息每股人民幣1.3分(合共人民幣123,124,000元)已獲股東於二零一八年六月一日舉行的本公司股東週年大會上批准並於二零一八年六月二十日支付予二零一八年六月十三日名列本公司股東名冊的股東。

董事會於二零一八年八月二十七日建議派發本公司中期股息每股人民幣0.4分(截至二零一七年六月三十日止六個月：每股人民幣1.8分)。其於二零一八年十月三十一日或前後應付予於二零一八年十月二十四日名列本公司股東名冊的本公司股東。

An interim dividend of RMB1.8 cents per share of the Company for the six months ended 30 June 2017 was proposed by the Board on 21 August 2017. It was paid on 13 September 2017 to shareholders of the Company who were on the register of members of the Company on 7 September 2017.

A final cash dividend of RMB1.3 cents per share for the year ended 31 December 2017 amounting to RMB123,124,000 was approved by the shareholders at the annual general meeting of the Company held on 1 June 2018 and was paid on 20 June 2018 to shareholders whose names appeared on the register of members of the Company on 13 June 2018.

An interim dividend of RMB0.4 cents per share of the Company (for the six months ended 30 June 2017: RMB1.8 cents per share) was proposed by the Board on 27 August 2018. It is payable on or around 31 October 2018 to shareholders of the Company who are on the register of members of the Company on 24 October 2018.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

22. 經營產生的現金

22. CASH GENERATED FROM OPERATIONS

		截至六月三十日止六個月	
		Six months ended 30 June	
		二零一八年	二零一七年
		2018	2017
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		未經審核	未經審核
		Unaudited	Unaudited
除稅前溢利	Profit before tax	921,046	997,186
經以下項目調整：	Adjustments for:		
– 物業、廠房及設備折舊	- Depreciation of property, plant and equipment	6	81,729
– 投資物業折舊	- Depreciation of investment properties	6	538
– 無形資產攤銷	- Amortisation of intangible assets	6	48,487
– 土地使用權攤銷	- Amortisation of land use rights	6	8,749
– 使用權益法入賬的應佔投資損益	- Share of profits and losses of investments accounted for using the equity method		21,405
– 出售一家附屬公司的收益	- Gain on disposal of a subsidiary		—
– 出售物業、廠房及設備的收益	- Gain or loss on disposal of property, plant and equipment		1,414
– 按公平值計入損益的金融資產公平值變動的收益	- Gain on changes in fair value of financial assets at FVPL		(10,592)
– 以股份為基礎的補償開支	- Share-based compensation expenses	20	173
– 利息開支	- Interest expense		1,920
– 利息收入	- Interest income		(66,978)
營運資金變動前營運現金流量	Operating cash flow before working capital changes	1,018,224	962,178
營運資產及負債變動：	Changes in operating assets and liabilities:		
– 存貨	- Inventories		(54,042)
– 貿易及其他應收賬款	- Trade and other receivables		47,571
– 貿易及其他應付賬款	- Trade and other payables		250,188
經營活動產生的現金	Cash generated from operating activities	1,261,941	1,076,744

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

23. 承擔

(a) 資本承擔

於報告期末已訂約但尚未產生的資本承擔如下：

23. COMMITMENTS

(a) Capital commitments

Capital commitments contracted for at the end of the reporting period but not yet incurred are as follows:

		於	
		As at	
		二零一八年 六月三十日 30 June 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 十二月三十一日 31 December 2017 人民幣千元 RMB'000 經審核 Audited
物業、廠房及設備	Property, plant and equipment	156,832	148,135
無形資產	Intangible assets - product		
— 開發中的產品	development in progress	58,683	73,875
		215,515	222,010

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

23. 承擔 (續)

(b) 經營租賃承擔

本集團根據不可撤銷經營租賃協議租賃若干辦公室物業。租賃期限為一至五年，且大多數租賃協議可按市價於租賃期限屆滿時續約。

根據不可撤銷經營租賃應付的未來最低租金總額如下：

23. COMMITMENTS (Continued)

(b) Operating lease commitments

The Group leases various office premises under non-cancellable operating lease agreements. The lease terms are between 1 and 5 years and the majority of the lease agreements are renewable at the end of the lease periods at market prices.

The aggregate future minimum lease payments under non-cancellable operating leases are as follows:

		於	
		As at	
		二零一八年 六月三十日 30 June 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 十二月三十一日 31 December 2017 人民幣千元 RMB'000 經審核 Audited
一年以內	Within 1 year	1,408	1,460
二至五年	Between 2 and 5 years	588	654
		1,996	2,114

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

24. 關聯方交易

本集團由 Plenty Gold (在英屬處女群島註冊成立) 控制，Plenty Gold 擁有本公司股份的 46.62%。餘下 53.38% 股份獲廣泛持有。本集團的控股股東為車馮升醫生。

(a) 姓名／名稱及與關聯方的關係

姓名／名稱	關係
車馮升醫生	董事會主席
北京銳業	本集團的聯營公司
通化天實	本集團的聯營公司
佛山德茂可	本集團的聯營公司
Medifood International SA	本集團的聯營公司

除財務報表其他附註所披露者外，關聯方交易概述如下：

(b) 董事及高級管理層酬金

袍金	Fees
薪金	Salary

24. RELATED-PARTY TRANSACTIONS

The Group is controlled by Plenty Gold (incorporated in the British Virgin Islands), which owns 46.62% of the Company's shares. The remaining 53.38% of the shares are widely held. The ultimate controlling shareholder of the Group is Dr. Che Fengsheng.

(a) Name and relationship with related parties

Name	Relationship
Dr. Che Fengsheng	Chairman of the Board
Beijing Ruiye	Associate of the Group
Tonghua Tianshi	Associate of the Group
Pharmadax (Foshan)	Associate of the Group
Medifood International SA	Associate of the Group

Save as disclosed in other notes to the financial statements, the related party transactions are summarised as follows:

(b) Directors' and senior management's emoluments

截至六月三十日止六個月
Six months ended 30 June

		二零一八年 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 2017 人民幣千元 RMB'000 未經審核 Unaudited
袍金	Fees	475	3,022
薪金	Salary	12,256	7,052
		12,731	10,074

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

24. 關聯方交易 (續)

(c) 期末結餘及與關聯方的交易

24. RELATED-PARTY TRANSACTIONS (Continued)

(c) Period-end balances and transactions with related parties

		截至六月三十日止六個月	
		Six months ended 30 June	
		二零一八年	二零一七年
		2018	2017
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		未經審核	未經審核
		Unaudited	Unaudited
來自聯營公司的利息收入	Interest income from an associate		
北京銳業	Beijing Ruiye	—	430
通化天實	Tonghua Tianshi	1,710	—
		1,710	430

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月
For the six months ended 30 June 2018

24. 關聯方交易 (續)

(c) 期末結餘及與關聯方的交易
(續)

24. RELATED-PARTY TRANSACTIONS (Continued)

(c) Period-end balances and transactions with related parties (Continued)

		於	
		As at	
		二零一八年 六月三十日 30 June 2018 人民幣千元 RMB'000 未經審核 Unaudited	二零一七年 十二月三十一日 31 December 2017 人民幣千元 RMB'000 經審核 Audited
應收聯營公司款項	Amounts due from associates		
通化天實	Tonghua Tianshi	79,651	77,942
佛山德芮可	Pharmadax (Foshan)	120,000	120,000
北京銳業	Beijing Ruiye	38,250	30,000
Medifood International SA	Medifood International SA	—	17
		237,901	227,959
應收其他關聯方款項	Amount due from other related party		
車馮升醫生	Dr. Che Fengsheng	9,672	9,675
應付其他關聯方款項	Amount due to other related party		
Plenty Gold	Plenty Gold	83	83

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至二零一八年六月三十日止六個月

For the six months ended 30 June 2018

25. 期後事件

本集團於報告期後直至未經審核中期簡明綜合財務報表獲批准日期並無重大事件。

26. 比較數據

為了與本期間陳述相一致，某些比較數據進行了重新分類。

27. 批准財務報表

未經審核中期簡明綜合財務報表於二零一八年八月二十七日獲董事會批准及授權刊發。

25. SUBSEQUENT EVENTS

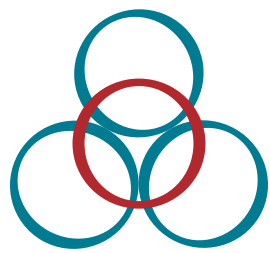
The Group had no significant events after the reporting period up to the date of the approval of the unaudited interim condensed consolidated financial statements.

26. COMPARATIVE AMOUNTS

Certain comparative amounts have been reclassified to conform with the current period's presentation.

27. APPROVAL OF THE FINANCIAL STATEMENTS

The unaudited interim condensed consolidated financial statements were approved and authorised for issue by the board of directors on 27 August 2018.



四环医药

SihuanPharm

www.sihuanpharm.com