
DEFINITIONS

In this prospectus, unless the context otherwise requires, the following expressions have the following meanings:—

“associate(s)”	has the meaning ascribed thereto in the GEM Listing Rules
“CCASS”	the Central Clearing and Settlement System established and operated by Hongkong Clearing
“Champion First”	Champion First Investments Limited, a company incorporated in the British Virgin Islands and a wholly-owned subsidiary of the Company
“China Qingchunbao”	China (Hangzhou) Qingchunbao Group Co. (中國(杭州)青春寶集團公司), a state-owned enterprise established under the laws of the PRC
“Company”	Sino Biopharmaceutical Limited (中國生物製藥有限公司), a company incorporated in the Cayman Islands with limited liability on 2 February, 2000
“Companies Law”	the Companies Law (2000 Revision) of the Cayman Islands
“Companies Ordinance”	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong)
“CTF”	Shandong Chia Tai Freda Pharmaceutical Co., Ltd. (山東正大福瑞達製藥有限公司), a sino-foreign equity joint venture company incorporated in the PRC, the registered capital of which is held as to 55 per cent. by Sino Technology, 40 per cent. by Shandong Biopharmaceutical and 5 per cent. by FII
“CTH”	Chia Tai Health Products Company Limited (正大健康產品有限公司), a company incorporated in Hong Kong and a wholly-owned subsidiary of Golden News
“CTL”	Chia Tai Pharmaceutical (Lianyungang) Company Limited, a company incorporated in the British Virgin Islands and a wholly-owned subsidiary of the Company
“CTPM”	Chia Tai Pharmaceutical & Medicines Limited, a company incorporated in the British Virgin Islands and previously the holding company of certain companies in the Group
“CTQ”	Chia Tai Qingchunbao Pharmaceutical Co., Ltd. (正大青春寶藥業有限公司), a sino-foreign equity joint venture company incorporated in the PRC, the registered capital of which is held as to 60 per cent. by CTH, 20 per cent. by China Qingchunbao and 20 per cent. by Hangzhou City Chia Tai Qingchunbao Staff Stock Fund (杭州市正大青春寶職工持股協會)

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“CTT”	Lianyungang Chiatai-Tianqing Pharmaceutical Co., Ltd. (連雲港正大天晴製藥有限公司), a sino-foreign equity joint venture company incorporated in the PRC, the registered capital of which is held as to 60 per cent. by CTL and 40 per cent. by Jiangsu Tianqing
“DBS Asia”	DBS Asia Capital Limited, an investment adviser and a dealer registered under the Securities Ordinance (Chapter 333 of the Laws of Hong Kong) and a GEM approved sponsor
“Directors”	the directors of the Company
“FDA”	the Food and Drug Administration of the U.S.
“FII”	Freda International Inc. of America (美國福瑞達國際公司), a company incorporated in the U.S.
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited
“GEM Website”	the website operated by GEM with the domain name of www.hkgem.com
“GMP”	Good Manufacturing Practice, the practices and regulations issued by SDA in respect of quality of the pharmaceutical production industry
“Golden News”	Golden News Enterprises Limited, a company incorporated in the British Virgin Islands and owned as to 91.67 per cent. by a wholly-owned subsidiary of SIIC Medical and 8.33 per cent. by Champion First
“Group”	the Company and its subsidiaries or, where the context so requires in respect of the period before the Company became the holding company of its present subsidiaries, the companies which are the present subsidiaries of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hongkong Clearing”	Hong Kong Securities Clearing Company Limited
“IMS”	International Marketing Services Inc., a U.S. based information provider for various industries
“Initial Management Shareholders”	the initial management shareholders of the Company as described in the section headed “Substantial shareholders, Initial Management Shareholders and significant shareholders” in this prospectus

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“Issue Price”	the price of HK\$1.20 per Placing Share
“Jiangsu Tianqing”	Jiangsu Tianqing Pharmaceutical Company (Lianyungang) (江蘇天晴製藥總廠 (連雲港)), a state-owned enterprise established in the PRC and a PRC joint venture partner in CTT
“Latest Practicable Date”	15 September, 2000, being the latest practicable date prior to the printing of this prospectus for ascertaining certain information contained herein
“Main Board”	the stock market operated by the Stock Exchange prior to the establishment of GEM (excluding the options market) which stock market continues to be operated by the Stock Exchange in parallel with GEM. For the avoidance of doubt, the Main Board excludes GEM
“MPH”	the Ministry of Public Health of the PRC (中華人民共和國衛生部)
“Over-allotment Option”	the option granted by the Company to the Underwriters pursuant to the Underwriting Agreement exercisable by DBS Asia (on behalf of the Underwriters), pursuant to which the Company may be required to issue up to an aggregate of 9,000,000 additional new Shares at the Issue Price to cover over-allocation in the Placing, if any
“Placing”	the conditional placing of the Placing Shares for cash at the Issue Price with professional, institutional and individual investors by the Underwriters on behalf of the Company on and subject to the terms and conditions contained in the Underwriting Agreement, as described in the sections headed “Underwriting” and “Structure and conditions of the Placing” in this prospectus
“Placing Shares”	60,000,000 new Shares initially being offered by the Company for subscription under the Placing, together with, if the Over-allotment Option is exercised, up to 9,000,000 additional new Shares which may be issued pursuant to the exercise of the Over-allotment Option
“PRC”	the People’s Republic of China, which, for the purpose of this prospectus and for geographical reference only, does not include Hong Kong, the Macau Special Administrative Region of the People’s Republic of China or Taiwan
“Reorganisation”	the corporate reorganisation undergone by the Group shortly prior to the date of this prospectus, particulars of which are set forth under “Corporate reorganisation” in Appendix V to this prospectus
“SATCM”	the State Administration of Traditional Chinese Medicine of the PRC (中國國家中醫藥管理局)
“SDA”	the State Drug Administration of the PRC (中國國家藥品監督管理局)

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“SETC”	the State Economic and Trade Commission of the PRC (中國國家經濟貿易委員會)
“SFC”	the Securities and Futures Commission in Hong Kong
“Shandong Biopharmaceutical”	Shandong Biochemical Pharmaceutical Co. (山東省生化藥品公司), a state-owned enterprise established in the PRC and a PRC joint venture partner in CTF
“Shandong Research Institute”	Shandong Biopharmaceutical Research Institute (山東省生物藥物研究所), a biopharmaceutical research laboratory in the Shandong Province, the PRC
“Share Option Scheme”	the share option scheme conditionally approved and adopted by the Company on 19 September, 2000, the principal terms of which are summarised under “Share Option Scheme” in Appendix V to this prospectus
“Shares”	shares of HK\$0.10 each in the share capital of the Company
“SIIC Medical”	SIIC Medical Science and Technology (Group) Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on GEM
“Sino Technology”	Sino Concept Technology Limited (中外科技有限公司), a company incorporated in Hong Kong and a wholly-owned subsidiary of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Track Record Period”	the two years ended 31 December, 1999 and the five months ended 31 May, 2000
“Underwriters”	DBS Asia Capital Limited, JS Cresvale International Limited, First Shanghai Capital Limited and Celestial Securities Limited
“Underwriting Agreement”	the underwriting agreement dated 21 September, 2000 entered into between, among others, the Company and the Underwriters in respect of the underwriting for the Placing Shares
“WTO”	World Trade Organisation
“HK\$” and “cents”	Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong
“RMB”	Renminbi, the lawful currency of the PRC
“U.S.” or “United States”	the United States of America

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“US\$”	U.S. dollars, the lawful currency of the U.S.
“sq.ft.”	square feet
“sq.m.”	square metres
“m ³ ”	cubic metres

Unless otherwise specified in this prospectus, amounts denominated in US\$ and RMB have been translated, for the purpose of illustration only, into Hong Kong dollars as follows:—

HK\$1 = RMB1.06

US\$1 = HK\$7.78

No representation is made that any amounts in RMB, US\$ or HK\$ could have been or could be converted at the above rates or at any other rates or at all.