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## The United Laboratories International Holdings Limited

聯邦制藥國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3933)

### Interim Results Announcement

For the six months ended 30 June 2017

#### FINANCIAL HIGHLIGHTS

	Six months ended 30 June		Increase
	2017 <i>RMB'000</i>	2016 <i>RMB'000</i>	
Revenue	<b>3,339,798</b>	2,964,050	12.7%
EBITDA	<b>677,650</b>	558,689	21.3%
Profit before taxation	<b>152,169</b>	84,189	80.7%
Profit (loss) for the period attributable to owners of the Company	<b>109,129</b>	(13,480)	N/A
Earning (loss) per share	RMB cents	RMB cents	
- Basic	<b>6.71</b>	(0.83)	N/A
- Diluted	<b>3.31</b>	(0.83)	N/A

The Board of Directors (the “Board”) of The United Laboratories International Holdings Limited (the “Company”) announces the unaudited condensed consolidated results of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2017 together with the comparative figures for the corresponding period in 2016 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND  
OTHER COMPREHENSIVE INCOME  
FOR THE SIX MONTHS ENDED 30 JUNE 2017

	Notes	Six months ended 30 June	
		2017 <i>RMB'000</i> (Unaudited)	2016 <i>RMB'000</i> (Unaudited) (Restated)
Revenue	3	3,339,798	2,964,050
Cost of sales		<u>(2,157,439)</u>	<u>(1,879,785)</u>
Gross profit		1,182,359	1,084,265
Other income	4	34,965	35,548
Other gains and losses, net	5	(27,961)	(43,615)
Selling and distribution expenses		(541,249)	(524,272)
Administrative expenses		(305,415)	(292,362)
Research and development expenditures		(43,722)	(38,457)
Other expenses		(26,110)	(23,943)
Loss on fair value change on investment properties	11	(49,000)	-
Gain on fair value change of embedded derivative components of convertible bonds		68,333	9,519
Finance costs	6	<u>(140,031)</u>	<u>(122,494)</u>
Profit before taxation		152,169	84,189
Tax expense	7	<u>(43,040)</u>	<u>(97,669)</u>
Profit (loss) for the period attributable to owners of the Company	8	<u>109,129</u>	<u>(13,480)</u>
Other comprehensive income (expense): <i>Item that will be subsequently reclassified to profit or loss:</i>			
Exchange differences arising on translation of a foreign operation		<u>2,297</u>	<u>(2,239)</u>
Total comprehensive income (expenses) for the period attributable to owners of the Company		<u>111,426</u>	<u>(15,719)</u>
		<b>RMB cents</b>	<b>RMB cents</b>
Earning (loss) per share	9		
- Basic		6.71	(0.83)
- Diluted		<u>3.31</u>	<u>(0.83)</u>

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AT 30 JUNE 2017

	Notes	30 June 2017 RMB'000 (Unaudited)	31 December 2016 RMB'000 (Audited) (Restated)
<b>Non-current assets</b>			
Property, plant and equipment	11	7,221,778	7,350,934
Investment properties	11	1,071,277	1,120,277
Properties held for development	11	255,723	255,723
Prepaid lease payments		210,240	213,267
Goodwill		3,031	3,031
Intangible assets		149,084	144,188
Deposit for land use rights		7,262	7,262
Deposits for acquisition of property, plant and equipment		37,923	25,995
Pledged deposits against finance leases		95,000	75,000
Available-for-sale investment		500	500
Deferred tax asset		17,625	12,626
		<u>9,069,443</u>	<u>9,208,803</u>
<b>Current assets</b>			
Inventories		1,107,941	963,789
Trade and bills receivables, other receivables, deposits and prepayments	12	2,096,021	1,960,822
Prepaid lease payments		4,954	4,954
Pledged bank deposits		942,199	969,062
Pledged deposits against finance leases		30,000	75,745
Bank balances and cash		1,522,064	1,782,881
		<u>5,703,179</u>	<u>5,757,253</u>
<b>Current liabilities</b>			
Trade and bills payables, other payables and accrued charges	13	3,040,620	2,927,919
Derivative financial instruments		7,477	85,891
Obligations under finance leases - due within one year		356,066	375,643
Tax payables		43,149	86,489
Borrowings - due within one year		2,028,651	3,249,684
Bank overdraft		71,073	-
		<u>5,547,036</u>	<u>6,725,626</u>
<b>Net current assets (liabilities)</b>		<u>156,143</u>	<u>(968,373)</u>
<b>Total assets less current liabilities</b>		<u>9,225,586</u>	<u>8,240,430</u>
<b>Non-current liabilities</b>			
Deferred tax liabilities		563,766	576,580
Deferred income in respect of government grants	13	66,479	62,792
Obligations under finance leases - due after one year		230,427	254,793
Borrowings - due after one year		1,969,623	993,959
Convertible bonds		936,379	1,004,820
		<u>3,766,674</u>	<u>2,892,944</u>
		<u>5,458,912</u>	<u>5,347,486</u>
<b>Capital and reserves</b>			
Share capital		15,237	15,237
Reserves		5,443,675	5,332,249
<b>Equity attributable to owners of the Company</b>		<u>5,458,912</u>	<u>5,347,486</u>

## NOTES:

### 1. BASIS OF PRESENTATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 (HKAS 34) “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The functional currency of the Company and its subsidiaries (the “Group”) is Renminbi (“RMB”), the currency of the primary economic environment in which the principal subsidiaries of the Group operates.

In prior years, the presentation currency of the consolidated financial statements of the Group was Hong Kong Dollars (“HK\$”). Starting from 1 January 2017, the directors of the Company re-assessed the presentation currency for the preparation of its condensed consolidated financial statements and considered that it is more appropriate to present the condensed consolidated financial statements using RMB since investors of the Company based in the People's Republic of China (the “PRC”) have been increasing and the Group raised more funds in recent years in RMB, in particular the Group issued fixed rate bonds of RMB1,100,000,000 in March 2017 which was listed on The Shanghai Stock Exchange and thus those bondholders are based in PRC also.

The effects of the change in the presentation currency have been accounted for retrospectively with comparative figures restated. The comparative amounts in the condensed consolidated financial statements are presented as if RMB had always been the presentation currency of the condensed consolidated financial statements.

### 2. PRINCIPAL ACCOUNTING POLICIES

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

Except as described below, the accounting policies and method of computations used in the condensed consolidated financial statements for the six months ended 30 June 2017 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2016.

In the current interim period, the Group has applied, for the first time, the following amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA that are relevant for the preparation of the Group’s condensed consolidated financial statements:

Amendments to HKAS 7	Disclosure Initiative
Amendments to HKAS 12	Recognition of Deferred Tax Assets for Unrealised Losses
Amendments to HKFRS 12	As part of Annual Improvements to HKFRS 2014 - 2016 Cycle

The application of the above amendments to HKFRSs in the current interim period has had no material effect on the amounts reported in these condensed consolidated financial statements and/or disclosures set out in these condensed consolidated financial statements. Additional disclosures about changes in liabilities arising from financing activities, including both changes from cash flows and non-cash changes on application of amendments to HKAS 7 will be provided in the consolidated financial statements for the year ending 31 December 2017.

### 3. REVENUE AND SEGMENT INFORMATION

Revenue represents the net amounts received and receivable for goods sold by the Group to outside customers, less discounts and sales related taxes.

	<b>Six months ended 30 June</b>	
	<b>2017</b> <b>RMB'000</b> <b>(Unaudited)</b>	<b>2016</b> <b>RMB'000</b> <b>(Unaudited)</b> <b>(Restated)</b>
Sales of goods	<b><u>3,339,798</u></b>	<b><u>2,964,050</u></b>

HKFRS 8 “Operating Segments” requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker (i.e. executive directors of the Company) (the “CODM”) for the purpose of allocating resources to segments and assessing their performance.

The Group is currently organised into three revenue streams, including (i) sale of intermediate products (“Intermediate products”); (ii) sale of bulk medicine (“Bulk medicine”); and (iii) sale of antibiotics finished products, non-antibiotics finished products and capsule casings (together “Finished products”). These three revenue streams are the operating and reportable segments of the Group.

The following is an analysis of the Group’s revenue and result by operating segments for the periods under review:

*For the six months ended 30 June 2017 (Unaudited)*

	<u>Intermediate products</u> <i>RMB'000</i>	<u>Bulk medicine</u> <i>RMB'000</i>	<u>Finished products</u> <i>RMB'000</i>	<u>Segments total</u> <i>RMB'000</i>	<u>Elimination</u> <i>RMB'000</i>	<u>Consolidated</u> <i>RMB'000</i>
REVENUE						
External sales	732,104	1,426,721	1,180,973	3,339,798	-	3,339,798
Inter-segment sales	<u>698,512</u>	<u>182,933</u>	-	<u>881,445</u>	<u>(881,445)</u>	-
	<b><u>1,430,616</u></b>	<b><u>1,609,654</u></b>	<b><u>1,180,973</u></b>	<b><u>4,221,243</u></b>	<b><u>(881,445)</u></b>	<b><u>3,339,798</u></b>
RESULT						
Segment profit	25,152	89,361	315,207			429,720
Unrealised profit elimination	<u>(10,342)</u>	<u>(53,630)</u>	<u>(11,668)</u>			<u>(75,640)</u>
	<b><u>14,810</u></b>	<b><u>35,731</u></b>	<b><u>303,539</u></b>			<b><u>354,080</u></b>
Unallocated other income						20,131
Other gains and losses, net						(27,961)
Unallocated corporate expenses						(73,383)
Gain on fair value change of embedded derivative components of convertible bonds						68,333
Loss on fair value change on investment properties						(49,000)
Finance costs						<u>(140,031)</u>
Profit before taxation						<b><u>152,169</u></b>

*For the six months ended 30 June 2016 (Unaudited and Restated)*

	Intermediate <u>products</u> RMB '000	Bulk <u>medicine</u> RMB '000	Finished <u>products</u> RMB '000	Segments <u>total</u> RMB '000	<u>Elimination</u> RMB '000	<u>Consolidated</u> RMB '000
<b>REVENUE</b>						
External sales	640,750	1,174,445	1,148,855	2,964,050	-	2,964,050
Inter-segment sales	486,189	120,070	-	606,259	(606,259)	-
	<u>1,126,939</u>	<u>1,294,515</u>	<u>1,148,855</u>	<u>3,570,309</u>	<u>(606,259)</u>	<u>2,964,050</u>
<b>RESULT</b>						
Segment (loss) profit	(6,480)	18,359	310,056			321,935
Unrealised profit elimination	<u>(5,767)</u>	<u>(24,033)</u>	<u>(9,391)</u>			<u>(39,191)</u>
	<u>(12,247)</u>	<u>(5,674)</u>	<u>300,665</u>			282,744
Unallocated other income						12,909
Other gains and losses, net						(43,615)
Unallocated corporate expenses						(54,874)
Gain on fair value change of embedded derivative components of convertible bonds						9,519
Finance costs						<u>(122,494)</u>
Profit before taxation						<u>84,189</u>

The performance of the Group is measured based on segment profit that is used by the CODM for the purposes of resource allocation and assessment of segment performance.

Inter-segment turnover is charged at prevailing market rates.

Reportable segment results represent the profit earned or loss incurred by each segment without allocation of certain other income, gain on fair value change of embedded derivative components of convertible bonds, loss on fair value change on investment properties, other gains and losses, corporate expenses and finance costs.

Total assets and liabilities for reportable segments are not presented in the condensed consolidated financial statements, as the information is not regularly provided to the CODM. Accordingly, the Group has not included total assets or liabilities information as part of segment information.

4. OTHER INCOME

	<b>Six months ended 30 June</b>	
	<b>2017</b>	<b>2016</b>
	<b>RMB '000</b>	<b>RMB '000</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
		<b>(Restated)</b>
Bank interest income	<b>18,577</b>	11,809
Sales of raw materials	<b>5,251</b>	1,230
Subsidy income (Note)	<b>9,583</b>	21,409
Sundry income	<b>1,554</b>	1,100
	<u><b>34,965</b></u>	<u>35,548</u>

Note: The amount represented government grants received for the purpose of financing certain expenditure on new products development.

5. OTHER GAINS AND LOSSES, NET

	<b>Six months ended 30 June</b>	
	<b>2017</b>	2016
	<b>RMB'000</b>	<i>RMB'000</i>
	<b>(Unaudited)</b>	(Unaudited) (Restated)
Exchange losses, net	<b>(24,292)</b>	(50,833)
Unrealised loss on changes in fair value of forward contracts	<b>(1,108)</b>	(4,014)
Realised gain on forward contracts	<b>6,843</b>	24,649
Net losses on disposal of property, plant and equipment	<b>(8,934)</b>	(13,433)
Others	<b>(470)</b>	16
	<b><u>(27,961)</u></b>	<b><u>(43,615)</u></b>

6. FINANCE COSTS

	<b>Six months ended 30 June</b>	
	<b>2017</b>	2016
	<b>RMB'000</b>	<i>RMB'000</i>
	<b>(Unaudited)</b>	(Unaudited) (Restated)
Interests on borrowings, convertible bonds and finance leases	<b>148,335</b>	133,319
Less: amounts capitalised in property, plant and equipment	<b>(8,304)</b>	(10,825)
	<b><u>140,031</u></b>	<b><u>122,494</u></b>

Borrowing costs capitalised during the period arose on the general borrowing pool and are calculated by applying a weighted average capitalisation rate of 5.26% (30 June 2016: 5.31%) per annum to expenditure on qualifying assets.

7. TAX EXPENSE

	<b>Six months ended 30 June</b>	
	<b>2017</b>	2016
	<b>RMB'000</b>	RMB'000
	<b>(Unaudited)</b>	(Unaudited) (Restated)
The charge comprises:		
Current tax		
Hong Kong Profits Tax	-	2,803
PRC enterprise income tax ("EIT")	<b>58,442</b>	69,499
PRC withholding tax	<b>2,411</b>	1,217
	<b>60,853</b>	73,519
Deferred tax	<b>(17,813)</b>	24,150
	<b>43,040</b>	97,669

Hong Kong Profits Tax is calculated at 16.5% (six months ended 30 June 2016: 16.5%) of the estimated assessable profit for the period.

Pursuant to the PRC Enterprise Income Tax Law and its detailed implementation rules on promulgated on 16 March 2007 and 6 December 2007 respectively, the tax rate for domestic and foreign enterprises is unified at 25% and is effective from 1 January 2008. Besides, with effect from 1 January 2008, if the subsidiaries are qualified as high-technology companies (under the new PRC Enterprise Income Tax Law), the subsidiaries will be entitled a reduced rate of 15% and such qualification is subject to renew for every three years. Certain of group entities in the PRC are entitled to the reduced tax rate of 15% for both periods.

During the six months ended 30 June 2017, no unused tax losses were utilised. For the six months ended 30 June 2016, the taxation charge for PRC EIT is calculated after taking into account the utilisation of unused tax losses amounting to approximately RMB15,858,000 (Restated) for which no deferred tax asset was previously recognised.

During the six months ended 30 June 2017, the deferred tax credit amounting to RMB 17,813,000 was mainly arising from the release of the land appreciation tax, PRC EIT and other taxes resulting from the decrease in fair value of the investment properties of approximately RMB49,000,000 (six months ended 30 June 2016: Nil).

8. PROFIT (LOSS) FOR THE PERIOD

	<b>Six months ended 30 June</b>	
	<b>2017</b>	2016
	<b>RMB'000</b>	<i>RMB'000</i>
	<b>(Unaudited)</b>	(Unaudited) (Restated)
Profit (loss) for the period has been arrived at after charging (crediting):		
Staff costs, including directors' emoluments:		
- Salaries and other benefits costs	<b>417,375</b>	399,931
- Retirement benefit costs	<b>46,524</b>	50,564
	<b>463,899</b>	450,495
Less : amount included in research and development expenditures	<b>(4,372)</b>	(5,453)
Less : amount included in temporary production suspension costs in other expenses	<b>(408)</b>	-
	<b>459,119</b>	445,042
Depreciation and amortisation:		
Depreciation of property, plant and equipment	<b>379,359</b>	347,334
Less: amount included in temporary production suspension costs in other expenses	<b>(21,958)</b>	(17,297)
	<b>357,401</b>	330,037
Amortisation		
- intangible assets	<b>3,064</b>	1,502
- prepaid lease payments	<b>3,027</b>	3,170
	<b>363,492</b>	334,709
Provision (reversal) of allowance of doubtful debts	<b>5,490</b>	(2,085)
Provision of allowance for inventories	<b>1,021</b>	8,951

## 9. EARNING (LOSS) PER SHARE

The calculation of basic and diluted earning (loss) per share attributable to the owners of the Company is based on the following data:

	<b>Six months ended 30 June</b>	
	<b>2017</b> <i>RMB'000</i> <b>(Unaudited)</b>	<b>2016</b> <i>RMB'000</i> <b>(Unaudited)</b> <b>(Restated)</b>
<u>Earning (loss)</u>		
Earning (loss) for the purposes of basic earning (loss) per share, being profit (loss) for the period attributable to owners of the Company	<b>109,129</b>	(13,480)
Effect of dilutive potential ordinary shares:		
- interest on convertible bonds	<b>42,451</b>	-
- exchange gain on convertible bonds	<b>(22,459)</b>	-
- gain on fair value change of derivative component of convertible bonds	<b>(68,333)</b>	-
Earning (loss) for the purpose of diluted earning (loss) per share	<b><u>60,788</u></b>	<b><u>(13,480)</u></b>

	<b>Six months ended 30 June</b>	
	<b>2017</b> <i>'000</i> <b>(Unaudited)</b>	<b>2016</b> <i>'000</i> <b>(Unaudited)</b> <b>(Restated)</b>
<u>Number of shares</u>		
Weighted average number of ordinary shares for the purposes of basic earning (loss) per share	<b>1,626,875</b>	1,626,875
Effect of dilutive potential ordinary shares on convertible bonds issued	<b><u>207,473</u></b>	-
Weighted average number of ordinary shares for the purposes of diluted earning (loss) per share	<b><u>1,834,348</u></b>	<b><u>1,626,875</u></b>

The computation of diluted loss per share for the period ended 30 June 2016 did not assume the conversion of the Company's outstanding convertible bonds since their exercise would result in a decrease in loss per share for the period.

## 10. DIVIDENDS

The Board does not recommend the payment of interim dividend for the six months ended 30 June 2017 (six months ended 30 June 2016: Nil).

## 11. MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT, INVESTMENT PROPERTIES AND PROPERTIES HELD FOR DEVELOPMENT

The Group acquired approximately RMB261,539,000 (six months ended 30 June 2016: RMB156,731,000 (Restated)) on property, plant and equipment to expand and upgrade certain production plants and office buildings primarily in Zhuhai and Inner Mongolia, the PRC, during the six months ended 30 June 2017.

As disclosed in the Company's 2016 annual report, the Group has yet to commence development of its investment properties. As of the date of this condensed consolidated financial statements, the Group's development plan remains the same as prior years despite the Group has yet to submit a comprehensive real estate development plan for government's approval. The Group is in progress of applying a further extension of the commencement date of property development, however, failure to do so may lead to the Group be subject to an idle land fee of not more than 20 percent of the lease fees for land use if the real estate development work is not commenced on or before 31 December 2018. Further, the lands will be taken back by the government without compensation if the real estate development work is not commenced on or before 31 December 2019. The management is of the view that exposure to these penalties cannot be reliably measured.

The fair value of the Group's investment properties as at 30 June 2017 has been arrived at based on a valuation carried out on that date by Ravia Global Appraisal Advisory Limited ("Ravia"), an independent qualified professional valuer. There was no comparable recent sales transactions of lands available in the relevant markets and accordingly the valuation of the leasehold land which located in Chengdu ("Chengdu Lands") was determined using the residual method, i.e. discounted cash flows of expected gross development value of the Chengdu Lands and deducting therefrom, inter alia, the development costs to be incurred to arrive at the residual value. The discounted cash flows involve the use of a number of unobservable inputs, such as expected selling price of completed units, construction period, finance cost, construction cost, developer's profit margin and commercial/residential portion, which would expose the Group to fair value measurement risks.

For the six months ended 30 June 2017, the fair value loss of Chengdu Lands determined by the directors of the Company by reference to a valuation performed by Ravia was approximately RMB49,000,000 (six months ended 30 June 2016: Nil).

As at 30 June 2017, the carrying amount of the properties held for development amounted to RMB255,723,000 (31 December 2016: RMB255,723,000 (Restated)). The carrying amount of properties held for development represents land held for development for sales purposes for which no development work has yet been commenced.

12. TRADE AND BILLS RECEIVABLES, OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	<b>30 June 2017</b>	31 December 2016
	<b><i>RMB'000</i></b>	<i>RMB'000</i>
	<b>(Unaudited)</b>	(Audited) (Restated)
Trade and bills receivables	<b>1,958,637</b>	1,807,444
Value-added tax receivables	<b>27,819</b>	46,029
Other receivables, deposits and prepayments	<b>164,315</b>	156,609
Less: allowance for doubtful receivables		
- trade	<b>(7,286)</b>	(9,378)
- non-trade	<b>(47,464)</b>	(39,882)
	<b><u>2,096,021</u></b>	<u>1,960,822</u>

The Group normally allows a credit period of between 30 days and 120 days (2016: between 30 days and 120 days) to its trade customers, credit period may be extended to selected customers depending on their trade volume and settlement with the Group. The bills receivables have a general maturity period of between 90 days and 180 days.

The following is an analysis of trade and bills receivables by age, presented based on the invoice date, net of allowance for doubtful receivables, at the end of the reporting period which approximate the respective revenue recognition dates:

	<b>30 June 2017</b>	31 December 2016
	<b><i>RMB'000</i></b>	<i>RMB'000</i>
	<b>(Unaudited)</b>	(Audited) (Restated)
Trade receivables		
0 to 30 days	<b>524,777</b>	489,590
31 to 60 days	<b>199,722</b>	234,049
61 to 90 days	<b>96,960</b>	108,482
91 to 120 days	<b>52,162</b>	32,474
121 to 180 days	<b>11,060</b>	12,162
Over 180 days	<b>11,950</b>	23,946
	<b><u>896,631</u></b>	<u>900,703</u>
Bills receivables		
0 to 30 days	<b>205,924</b>	210,634
31 to 60 days	<b>160,016</b>	205,312
61 to 90 days	<b>204,753</b>	131,041
91 to 120 days	<b>152,899</b>	159,386
121 to 180 days	<b>322,725</b>	189,128
Over 180 days	<b>8,403</b>	1,862
	<b><u>1,054,720</u></b>	<u>897,363</u>

At 30 June 2017, the Group had RMB66,273,000 (31 December 2016: RMB669,399,000 (Restated)) of bills receivables discounted to several banks with full recourse, of which RMB2,000,000 (31 December 2016: RMB145,732,000 (Restated)) bills receivables were issued by the Group's debtors, and the remaining RMB64,273,000 (31 December 2016: RMB523,667,000 (Restated)) were issued by certain subsidiaries of the Company for the purposes of settlement or prepayment of inter-group purchase. Accordingly, the Group continues to recognise the full carrying amount of Group's receivables from the external debtors and has recognised the cash received on such discounting arrangement as secured borrowings. In addition, as at 30 June 2017, the Group continues to recognise an amount of RMB180,181,000 (31 December 2016: RMB297,919,000 (Restated)) representing bills receivables issued by the Group's external debtors which had been endorsed to the Group's creditors for settlement (see note 13).

### 13. TRADE AND BILLS PAYABLES, OTHER PAYABLES AND ACCRUED CHARGES

The Group normally receives credit terms of up to 120 days and 180 days for trade payables and bills payables, respectively, from its suppliers. The following is an analysis of the trade and bills payables by age, presented based on the invoice date at the end of the reporting period:

	<b>30 June 2017</b>	31 December 2016
	<b><i>RMB'000</i></b>	<i>RMB'000</i>
	<b>(Unaudited)</b>	(Audited) (Restated)
Trade payables		
0 to 90 days	<b>626,586</b>	631,916
91 to 180 days	<b>381,439</b>	230,941
Over 180 days	<b>163,614</b>	113,576
	<b><u>1,171,639</u></b>	<u>976,433</u>
Bills payables		
0 to 90 days	<b>201,928</b>	144,870
91 to 180 days	<b>207,795</b>	404,344
	<b><u>409,723</u></b>	<u>549,214</u>
Other payables and accruals	<b>636,795</b>	538,285
Deferred income in respect of government grants	<b>127,360</b>	132,007
Payables in respect of the acquisition of property, plant and equipment	<b>761,582</b>	794,772
	<b><u>3,107,099</u></b>	<u>2,990,711</u>
Less : Amount due within one year shown under current liabilities	<b><u>(3,040,620)</u></b>	<u>(2,927,919)</u>
Amount shown under non-current liabilities	<b><u>66,479</u></b>	<u>62,792</u>

Included in the trade payables and other payables above are RMB28,813,000 and RMB151,368,000 (31 December 2016: RMB199,487,000 and RMB98,432,000 (Restated)), respectively which had been settled by endorsed bills for which the maturity dates of the bills have not yet fallen due as at the end of the reporting period (see note 12).

#### 14. CAPITAL COMMITMENTS

At the end of the reporting period, the Group had commitments for capital expenditure of approximately RMB299,251,000 (31 December 2016: RMB385,726,000 (Restated)) in respect of the acquisition of property, plant and equipment contracted for but not provided in the condensed consolidated financial statements.

#### 15. PLEDGE OF ASSETS

- a. Other than deposits made to financing lease companies disclosed elsewhere in the condensed consolidated financial statements, the Group had also pledged the following assets to banks as securities against banking facilities granted to the Group at the end of the reporting period:

	<b>30 June 2017</b>	31 December 2016
	<b><i>RMB'000</i></b>	<i>RMB'000</i>
	<b>(Unaudited)</b>	(Audited) (Restated)
Property, plant and equipment	<b>184,024</b>	171,798
Land use rights	<b>24,068</b>	24,450
Bills receivables	<b>66,273</b>	669,399
Pledged bank deposits	<b>942,199</b>	969,062
	<b><u>1,216,564</u></b>	<u>1,834,709</u>

- b. At 30 June 2017, the carrying value of property, plant and equipment included an amount of RMB1,081,668,000 (31 December 2016: RMB1,350,221,000 (Restated)) in respect of assets held under finance leases.

#### 16. RELATED PARTY TRANSACTIONS

The Group's key management personnel are all directors of the Company, including chief executives, and the remuneration to the directors of the Company during the period is as follows:

	<b>Six months ended 30 June</b>	
	<b>2017</b>	2016
	<b><i>RMB'000</i></b>	<i>RMB'000</i>
	<b>(Unaudited)</b>	(Unaudited) (Restated)
Fees	<b>425</b>	406
Salaries and other benefits	<b>9,268</b>	7,510
Retirement benefits scheme contribution	<b>63</b>	53
	<b><u>9,756</u></b>	<u>7,969</u>

## MANAGEMENT DISCUSSION AND ANALYSIS

### *Business review for the first half of 2017*

In the first half of 2017, the global economy saw a significant pick-up in growth. In China, although the central government strengthened financial regulation and tightened up monetary policy, the economy has registered a stable performance with good momentum for growth in the first half of 2017. According to China's economic data in the first half of 2017 published by the National Bureau of Statistics, the gross domestic product (GDP) achieved a year-on-year increase of 6.9%, exceeding market expectation. China also achieved better than expected development in fixed asset investment, industrial output and retail industry with progress being made and stability being ensured in general.

2017 marks the tenth year for China to conduct new medical reform. After years of development, China has currently become the second largest medical consumption market and the largest bulk medicine exporting country in the world. During the Period, the overall pharmaceutical industry in China faced new opportunities and challenges brought by the introduction of a number of pharmaceutical policies, especially the comprehensive implementation of "two invoices system", the conformance evaluation of the quality and efficacy of generic drugs and the new National Drug List for Basic Medical Insurance, Work-Related Injury Insurance and Maternity Insurance (2017 version).

For the six months ended 30 June 2017, the Group's revenue is increased by 12.7% to RMB3,339.8 million as compared with same period in the preceding year of RMB2,964.1 million. The profit for the period attributable to shareholders is approximately RMB109.1 million (first half of 2016: loss of RMB13.5 million). Segmental turnover (including inter-segment sales) of intermediate products, bulk medicine and finished products for the six months ended 30 June 2017 are increased by 26.9%, 24.3% and 2.8% respectively, as compared with the same period in preceding year. Segmental profit margin of intermediate products and bulk medicine are 1.0% and 2.2% respectively for the current period as compared with segmental loss margin of 1.1% and 0.4% respectively for the corresponding period in 2016. Segmental profit margin of finished products is 25.7% for the current period, as compared with segmental profit margin of 26.2% for the corresponding period last year.

#### *Sales of intermediate products and bulk medicine products*

The Group marked a turnaround during the Period, driven mostly by the improvement in the capacity utilisation rate and production cost of its main intermediate and bulk medicine products, in particular the 6-APA, and a year-on-year increase in the sales of such products. Currently, the prices of products such as the 6-APA and amoxicillin bulk medicine have also gradually returned to a relatively reasonable level due to the increase in material cost and environmental protection cost, as well as the promotion of supply-side reform by China through environmental protection examination.

#### *Sales of finished products*

During the period, the Group's finished products business maintained stable growth and insulin series continued to be the main driving force of the Group's growth. A total of 4.36 million vials of recombinant human insulin products were sold with sales revenue of RMB167.7 million. Currently, our recombinant human insulin products have won the bids in more than twenty provinces in China which carry out pharmaceutical products procurement through open bidding, and received orders from the medium-to-large hospitals, OTC market, essential drugs market and rural market, among which the sale performance in Anhui, Guangdong, Shandong, Henan and Jilin provinces was particularly satisfactory. In addition, in early 2017, the Group gained the production approval for "United Laboratories USLEN" insulin glargin injection for the specification of refilled pen-type as well as the specification of disposable pen-type from China Food and Drug Administration (the "CFDA"). The product is developed and produced with international advanced purification technology and production facilities. The quality of product is in full compliance with the US Pharmacopoeia standards, while its efficacy and safety are comparable with the original research product. "United Laboratories USLEN" was officially launched to the market in May 2017, and recorded a sales revenue of RMB4.4 million in total during the Period. Currently, "United Laboratories USLEN" has won the tender through bidding in Fujian, Chongqing, Heilongjiang, Henan and Guangdong, and the Group will also continue to participate in the bidding in other provinces actively.

The Group's antibiotics products still recorded satisfactory sales. In addition, the Group also actively sought to increase the sales of OTC products at chain drugstores, enrich the offerings of OTC products, as well as strengthen the cross-regional all-round cooperation with domestic large-scale chain drugstores.

#### *Research and development of new products*

The Group has been long committed to drugs research and development. We currently have 39 new products under development. Currently, we have 23 patents which have been successfully registered and 18 patents which are in the process of applying for registration, which is expected to further enrich our reserve of preparations. As for the research and development of biological preparations, we aim to further optimize our offerings of insulin products. Clinical trials have been successfully completed for insulin aspart injection 30 and insulin aspart and we are making preparation for application of production approval. The Group is the first manufacturer in China to work on insulin detemir, and has successfully obtained such clinical trial approval in 2016. Meanwhile, the Group is researching a variety of biological preparations, including insulin degludec and liraglutide, which will be gradually put in the market to benefit more diabetics in China in the future. With regard to the research and development of chemical pharmaceuticals, the Group has coverage over series of products such as antidiabetic drugs, anti-cancer drugs, anti-HBV drugs and high-end antibiotics.

China Food and Drug Administration (the "CFDA") officially issued the announcement on the conformance evaluation of the quality and efficacy of generic drugs in 2016, which requires that the existing generic drugs on the market shall have the quality and efficacy comparable with the original drugs and shall be substitutable for each other clinically. This is conducive to reducing the total medical expenses, phasing out backward capacity and increasing the overall competitiveness of domestic-made generic drugs, and at the same time, will definitely lead to the increase in the cost of drug manufacturing companies and adjustment on product structure at the current stage. The Group will, after comprehensive analysis and rearrangement, carry out the conformance evaluation in batches with priority to be put on the existing core items on the market or items that is subject to the Group's vertical integration of industry chain, and more resources will continue to be devoted to such items. Currently, the conformance evaluation on the Group's products such as amoxicillin is carried out smoothly.

#### *Optimization of financial structure*

With regard to finance, the Group continued to seize market opportunities during the period with an aim to optimising financial structure and ensuring adequate working capital. Zhuhai United Laboratories Co., Ltd., a wholly-owned subsidiary of the Group, has issued corporate bonds of RMB1.1 billion with a term of three years (extendable to five years) in March 2017. The proceeds from such issuances are used for the repayment of bank loans and replenishing the working capital of the Group. As at 30 June 2017, the Group records a net current assets of RMB156.1 million as compared with net current liabilities of RMB968.4 million at 31 December 2016. The current ratio improves from 0.86 at 31 December 2016 to 1.03 at 30 June 2017.

#### **Liquidity and Financial Resources**

As at 30 June 2017, the Group had pledged bank deposits, cash and bank balances amounted to RMB2,464.3 million (31 December 2016: RMB2,751.9 million).

As at 30 June 2017, the Group had bank overdraft of approximately RMB71,100,000 (31 December 2016: Nil) and interest-bearing borrowings of approximately RMB3,998.3 million (31 December 2016: RMB4,243.6 million), which were denominated in US dollars, Euro, Hong Kong dollars and Renminbi with maturity within five years. Interest-bearing borrowings of approximately RMB3,060.7 million (31 December 2016: RMB2,596.9 million) are fixed rates loans while the remaining balance of approximately RMB937.6 million (31 December 2016: RMB1,646.7 million) million is at floating rates. The directors expect that all such borrowings will either be repaid by internally generated funds or rolled over upon maturity and will continue to provide funding to the Group's operations.

As at 30 June 2017, current assets of the Group amounted to approximately RMB5,703.2 million (31 December 2016: RMB5,757.3 million). The Group's current ratio was approximately 1.03 as at 30 June 2017 as compared with 0.86 as at 31 December 2016. As at 30 June 2017, the Group had total assets of approximately RMB14,772.6 million (31 December 2016: RMB14,966.1 million) and total liabilities of approximately RMB9,313.7 million (31 December 2016: RMB9,618.6 million), representing a net gearing ratio (calculated as total bank overdraft, borrowings, obligations under finance leases and convertible bonds less cash and bank balances, pledged deposits against finance leases and pledged bank deposits to total equity) of 55.0% as at 30 June 2017, as compared with 55.7% as at 31 December 2016.

### **Currency Exchange Exposures**

The Group's purchases and sales are mainly denominated in US dollars, Hong Kong dollars and Renminbi. The operating expenses of the Group are mainly in Hong Kong dollars and Renminbi. The Group's treasury policy is in place to monitor and manage its exposure to fluctuation in currency exchange rates.

### **Contingent Liabilities**

At 30 June 2017 and 31 December 2016, the Group had no material contingent liabilities.

### **Outlook**

As shown in the Report on Investment Strategies Research and Consultation of China's Pharmaceutical Industry (2016-2020) issued by Zhongshang Industry Institute, during the "13th Five-Year" period, the pharmaceutical industry in China will maintain a high growth rate and the market size will grow at a compound annual growth rate of 8% from 2015 to 2020 to 1,791.9 billion in 2020, which is estimated to outperform GDP growth. This shows that the pharmaceutical industry in China still has huge room for future development. Meanwhile, as China further deepens its reform in the pharmaceutical industry, we believe the pharmaceutical industry will achieve sustainable and healthy development

In addition, the World Health Organization ("WHO") issued the newly revised WHO Model List of Essential Medicines for 2017 with the biggest revision in forty years in June 2017, in which new advice on use of antibiotics is provided. WHO experts have grouped antibiotics into three categories: Access, Watch and Reserve. Among antibiotics in the Access group, amoxicillin, the main ingredient used by the Group to manufacture The United Laboratories Amoxicillin, is selected a widely-used antibiotic to treat infections such as pneumonia. As a well-known product of the Group, The United Laboratories Amoxicillin brand and its efficacy are highly recognized by the market.

The Group will continue to take insulin series as its priority strategic products. Currently, the Group has become the pharmaceutical enterprise which owns both the second and third generation insulin products in China. It is expected that the insulin analogue series, particularly the insulin glargine, will speed up the development of the Group and will also bring considerable return to the Group and its shareholders in future. Meanwhile, the Group will continue to promote the research and development of medicine for treating diabetes mellitus, including insulin aspart, insulin detemir and liraglutid, with an aim to continuously optimize our insulin product offerings, so that the high quality domestic-made insulin products could benefit more diabetics in China. In addition, the Group will also launch chemical medicine of various types and specifications to give impetus to the growth of our sales and profit. As for intermediate and bulk medicine business, the prices of products such as 6-APA and amoxicillin bulk medicine have been gradually returning to a reasonable level. The Group remains optimistic on its intermediate and bulk medicine business in the second half of 2017. Meanwhile, the Group will continue to enhance its capacity utilisation rate and reduce production costs, with an aim to improve the profit.

With continuous efforts to enhance our competitiveness, we are confident that we can seize market opportunities, accelerate the cultivation of innovation ability and reinforce our scientific research ability by taking advantage of the great opportunity arising from industrial transformation and upgrading, and maintain the Group's sustainable growth momentum, hence creating the maximum value for our shareholders, clients and stakeholders.

## **Employees and Remuneration Policies**

As at 30 June 2017, the Group had approximately 11,500 (31 December 2016: 11,700) employees in Hong Kong and Mainland China. The employees are remunerated with basic salary, bonus and other benefits in kind with reference to industry practice and their individual performance. The Group also operates a share option scheme of which the Board may, at its discretion, grant options to employees of the Group. No option has been granted since the adoption of the share option scheme.

## **PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY**

Neither the Company, nor any of its subsidiaries purchased, sold or redeemed any of the listed securities of the Company during the six months ended 30 June 2017.

## **CORPORATE GOVERNANCE**

The Company is committed to ensure high standards of corporate governance in the interest of its shareholders.

The Company has applied and complied with the applicable code provisions set out in the Corporate Governance Code and Corporate Governance Report (“CG Code”) contained in Appendix 14 of the Listing Rules, except for certain deviations which are summarised below:

### **- Code Provision A.2.1**

Under the code provision A.2.1 of the CG Code, the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. During the six months ended 30 June 2017, the Company did not have a chief executive officer. The Company will make appointment to fill the post as appropriate.

### **- Code Provision A.6.7**

Code provision A.6.7 of the CG Code stipulates that the non-executive directors should attend general meetings of the Company. Independent non-executive director, Prof. Song Ming was unable to attend the annual general meeting of the Company held on 8 June 2017 due to his other important engagement.

## **CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS**

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its code of conduct for dealings in securities of the Company by the Board. Following a specific enquiry, all directors confirmed that they have complied with the required standards set out in the Model Code throughout the six months ended 30 June 2017.

## **AUDIT COMMITTEE**

The Audit Committee comprises of four independent non-executive directors, namely Mr. Chong Peng Oon, Mr. Huang Bao Guang, Prof. Song Ming and Ms. Fu Xiao Nan. The Audit Committee has reviewed the unaudited condensed consolidated financial statements for the six months ended 30 June 2017. The Audit Committee has relied on a review conducted by the Company’s external auditor in accordance with Hong Kong Standard on Review Engagement 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the HKICPA and representations from the management.

## **APPRECIATION**

On behalf of the Board, I would like to take this opportunity to thank our shareholders, customers and business partners for their full trust and support during the first half of 2017, as well as all staff for their persistent efforts. I hope we can join hands and create a better future together.

On behalf of the Board

**TSOI HOI SHAN**

*Chairman*

Hong Kong, 23 August 2017

As at the date of this announcement, the Board comprises Mr. Tsoi Hoi Shan, Mr. Leung Wing Hon, Ms. Choy Siu Chit, Mr. Fang Yu Ping, Ms. Zou Xian Hong and Ms. Zhu Su Yan as executive directors; and Mr. Chong Peng Oon, Mr. Huang Bao Guang, Prof. Song Ming and Ms. Fu Xiao Nan as independent non-executive directors.