

商业计划书

Business Plan

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Part I 计划摘要

Part I Abstract

1 公司名称、地址和联系电话

1 Company name, address and contact tel.

公司名称：辽宁诺康医药有限公司

Company Name: Liaoning Nuokang Medicine Co.,Ltd.

地址：中国辽宁省沈阳市青年大街 219 号华新国际大厦 11 层 C 座

Add: 219 Qingnian Street Shenyang Liaoning China (11th floor on Huaxin International Hotel)

邮政编码：110016

Post code: 110016

联系电话：0086-024-23961271

Tel: 0086-024-23961271

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2 主要关键人员的名称、地址和联系电话

2 Information of Main Membership

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Mr. Xue Baizhong, Chairman, President

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Mr. Zeng Jiangqian, Chief Financial Officer

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公司董事副总裁王宏英女士，中国辽宁省沈阳市青年大街 219 号华新国际大厦 11 层 C 座，联系电话：0086-024-23961271

Miss Wang Hongying, Director, Vice President

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Tel: 0086-024-23961271

公司董事孙琦先生，中国辽宁省沈阳市青年大街 219 号华新国际大厦 11 层 C 座，联系电话：0086-024-23961271 0086-024-81683340

Mr. Sun Qi, Director

Add: 219 Qingnian Street Shenyang Liaoning China (11th floor on Huaxin International Hotel)

3 公司的主营业务

3 Business Overview

公司是从事医药品研究开发、生产销售的专业企业。公司业务集中在手术科室用药止血药、心脑血管药领域发展。2004年，在中国手术科室止血药市场，公司产品销售额排名第一。公司主营产品手术科室止血药 Batroxobin（注射用血凝酶）、心脑血管药腺苷注射液，均为公司在中国国内的独家生产产品。公司拥有中国国家食品药品监督管理局批准的唯一进入临床试验阶段的一类止血药——注射用尖吻蝮蛇凝血酶。

The company is principally engaged in research and development, manufacturing and commercialization of drug products with a focus on surgery and cardio Hemostatic drugs and Cerebrovascular drugs. In 2004, the company was honored with the first place in sales of Hemostatic drugs nationwide. Two hemostatic drugs which are used in surgery, Batroxobin (thrombin parenteral solution) and adenosine parenteral solution (cardio and cerebrovascular drugs) are national exclusive products made in the company. Injected Agkistrodon acutus thrombin is the only admissible thrombin which was approved by State Food and Drug Administration (SFDA) to be used in clinical trial.

4 研究与开发情况

4 Research and Development

4.1 中国生物化学药品四类新药 Batroxobin（注射用血凝酶），为公司独立自主研究开发，于2001年8月获得新药证书和生产许可。Batroxobin（注射用血凝酶）为血凝酶止血剂，填补了中国国内空白。

4.1 The company developed independently Batroxobin (thrombin parenteral solution), which is the fourth class of newly invented biochemistry drugs in China, and was awarded New Drug Certificate and Produce Permission in Aug, 2001. Batroxobin (thrombin parenteral solution), as a kind of thrombin hemostatic drugs, supplied a gap in China.

4.2 中国生物化学药品四类新药腺苷注射液，为公司独立自主研究开发，于2003年4月获得新药证书，于2004年7月获得生产许可。公司拥有的不同原料技术的第二个腺苷注射液也于2005年2月完成了临床试验。腺苷注射液用于诊断冠心病、探查存活心肌、测定冠脉血流储备、心功能评价、评价瓣膜病变程度，并用于阵发性室上性心动过速治疗及诊断，填补了中国国内空白。

4.2 Adenosine injection which is the fourth class of newly invented biochemistry drugs in China, was developed independently and was awarded New Drug Certificate in March, 2003 and Produce Permission in July, 2004. Another adenosine raw material produced in different technique has been finished the clinical trial in Feb 2005. Adenosine injection has great application in diagnosis of coronary heart disease, assay of cardiac muscle activity and coronary artery blood supply, evaluation of cardiac function and valvular heart disease, and diagnosis and treatment of paroxysmal supraventricular tachycardia, which also supplies a gap in China.

腺苷注射液还可应用于心肌保护，公司目前也正在进行这一新适应症的研究开发，正在申请中国生物化学药品一类适应症的临床前研究。预计2006年底，能获得腺苷注射液心肌保护适应症的国家一类适应症生产许可。2007年初可投产。

Adenosine injection has also been used in the AMI to reduce reperfusion injury of cardiac muscles. The research works about this indication are being performed in this company. Now the company is performing the preclinical trial. It is estimated that the company will achieve national first class indication Produce Permission for Adenosine injection in the protection of cardiac function in 2006. It will be put into production at 2007.

4.3 双嘧达莫和阿司匹林缓释胶囊, 公司已获得临床试验批文, 已进入二期临床试验。预计 2005 年底能完成临床试验, 并获得中国化学药品四类新药证书和生产许可。2006 年初可投产。

4.3 The company has got the clinical trial permission for Dipyridamole and Aspirin sustained release capsules and has been performing Clinical Trial Stage II. It is estimated that clinical trial will be finished at the end of 2005. The company will be given the new drug certificate and produce permission for the fourth class of new chemical drugs in China. At the beginning of 2006, it will be put into production.

双嘧达莫和阿司匹林缓释胶囊组成的复方缓释制剂, 填补了中国国内空白。小剂量阿司匹林和双嘧达莫联合使用, 可充分发挥两药在不同环节抑制血小板聚集和血栓形成的增效作用, 可提高疗效, 有明显的协同作用, 同时使双嘧达莫血药浓度趋于平稳, 减少了副作用。

Dipyridamole and Aspirin sustained release capsules supply a sustained release medication gap in China. Combination use of Dipyridamole and Aspirin could take a synergistic effect on inhibition of platelet aggregation and thrombosis.

4.4 Alprostadil 注射液靶向制剂, 公司正在进行生产前研究试验。预计 2006 年底能获得中国化学药品六类生产许可。2007 年初可投产。

4.4 The company has been doing research on Alprostadil target preparation before production. The produce permission for the sixth class of new biochemical drugs in China will be obtained in 2006. The drug will be put into production in 2007.

Alprostadil 又称前列腺素(Prostaglandins, PG)。前列腺素 E_1 (PGE_1) 是其中的一种活性极强的生理活性物质, 具有抑制血小板聚集、血栓素 A_2 生成、动脉粥样硬化、脂质斑块形成及免疫复合物的作用, 能扩张外周血管和冠状血管, 降低外周阻力和血压, 有保护缺血性心肌, 缩小心肌梗死面积等作用, 还有排钠、利尿作用及对肝、肾、肺、胃病变均有治疗、保护作用, 尤其对老年心血管病的治疗有独特疗效。Alprostadil 注射液脂质体(靶向制剂)是将 Alprostadil 溶于脂肪油中经磷脂乳化分散于水相后制成脂质乳剂, 具有靶向性, 持续性, 高效性, 低副作用, 使用简便等一系列突出优点。

Alprostadil is also called Prostaglandins (PG). Prostaglandins E_1 (PGE_1) is one of the active physiological materials. PGE_1 has such effects as the inhibition of platelet aggregation, thromboxane A_2 formation, atherosclerosis and lipid spot formation and the inhibition of immunocomplex function. PGE_1 lead to peripheral and coronary vasodilation; lower the peripheral resistance and blood pressure, reduce ischemic myocardium injury and thus reduce the infarction area. By increasing sodium excretion, diuresis, PGE_1 also has been used in the treatment of the disease in liver, kidney, lung and stomach. Alprostadil lipidosome injection (target preparation) was prepared by dissolving the Alprostadil in fatty oil. In this process, Alprostadil was emulsificated to distributed into liquid. The Alprostadil have such benefits effect as target, high efficiency, less side-effect and convenience, ect.

4.5 注射用尖吻蝮蛇凝血酶, 公司已获得临床试验批文, 已开始一期临床试验。预计 2007 年底能完成临床试验, 并获得中国生物化学药品一类新药证书和生产许可。2008 年初可投产。

4.5 The company has achieved the clinical trial permission for injected Agkistrodon acutus thrombin and been performing Clinical Trial Stage I. It is estimated that clinical trial will be completed at the end of 2007 and the company will obtain the new drug certificate and produce permission for the first class of new biochemical drugs in China. In the beginning of 2008, it will be put into production.

尖吻蝮蛇凝血酶是从中国特产的尖吻蝮(Agkistrodon acutus)蛇毒中分离纯化的蛇毒凝血酶(Hemocoagulase,止血酵素),属中国一类生物化学新药。研究结果表明,“注射用尖吻蝮蛇凝血酶”止血作用效果显著,与国际上的止血剂主要品牌立止血(Reptilase)比较,有效剂量范围更宽,使用更安全和更可靠。

Agkistrodon acutus thrombin belongs to the first class of new biochemical drugs in China, which is snake toxin hemocoagulase separated and purified from toxin of Agkistrodon acutus, a special local product in China. The research result indicated that injected Agkistrodon acutus thrombin play a strong role of hemostasis. Compared with one of popular international hemostats, Reptilase, injected Agkistrodon acutus thrombin is more convenient and reliable with a wider effective dosage range.

5 公司产品(服务)的市场情况

5 Market of company product (service)

5.1 Batroxobin (注射用血凝酶)

5.1 Batroxobin(thrombin parenteral solution)

公司 Batroxobin (注射用血凝酶)产品,通过办事处和代理商两种方式并存的营销模式,2004年销售 3202,985 支,比 2003 年的 1950,000 支增长 64.2%; Batroxobin (注射用血凝酶)在中国血凝酶市场,有 50%的市场占有率。预计,2005 年销售 500 万支,2006 年销售 750 万支,2007 年销售 1000 万支。

The sale of Batroxobin (thrombin parenteral solution) had reached 3202,985 by the vendition mode of both office and agent in 2004. It increased 64.2% more than 1950,000 in 2003. In the thrombin market of China, it has 50% market occupation. It is estimated that sale figure will be 5 million in 2005, 7.5 million in 2006 and 10 million in 2007.

止血药—Batroxobin (注射用血凝酶),主要用于手术止血和各种内科急性出血。具有高安全、疗效好的特点。随着中国医疗水平的提高以及各种胸腔镜、腹腔镜等医疗器械水平的提高,各种胸外科手术、心脏手术、脑外科手术、肿瘤外科手术、美容整形手术等数量逐年增多,而各种消化道出血、呼吸道出血患者数量也不见减少,这些情况均需要使用止血药,2004 年达 3000 万人次以上。这些人群构成了 Batroxobin (注射用血凝酶)产品的潜在购买者。

Hemostasis drug- Batroxobin (thrombin parenteral solution), was mainly used in surgery hemostasis and various urgent internal hemostasis. High security and satisfactory curative effect are its characteristics. Along with the increase of the level of medicine in China and various medical appliances such as thorax endoscopy, celiac endoscopy, increasing amounts year after year of various thorax surgery, heart surgery, brain surgery, tumour surgery and plastic surgery, and non-decrease of various hemorrhage of alimentary canal, hemorrhage of respiration canal, all these need hemostasis drugs, it achieved more than 30 million in 2004. These form the potential purchasers of hemostasis drug-Batroxobin (thrombin parenteral solution).

2002年,中国血液及造血系统用药的销售额为200亿元人民币,占中国医院用药整体市场12.3%的份额,2003年,中国该类产品销售额为210亿元人民币,占中国医院用药整体市场11.6%的份额。

In 2002,the sale of blood and hematopoiesis system drug in China was 20 billion yuan RMB,12.3% to the all hospital drug market in China .In 2003,it was 21 billion yuan RMB,11.6% to the all hospital drug market in China.

中国血液及造血系统用药包括5个亚类,分别是抗血栓形成药、止血药、抗贫血药、血浆代用品和输液剂、其它血液系统药物。其中,2002年,中国止血药销售金额为13.62亿元人民币,占2002年中国血液系统用药的6.78%;2003年,中国止血药销售金额为15.57亿元人民币,占2003年中国血液系统用药的7.4%。2004年中国止血药市场销售金额为20亿元人民币,血凝酶销售金额列第一,约有2.58亿元人民币的销售,其中辽宁诺康医药有限公司的Batroxobin销售金额为1.28亿元,占血凝酶市场第一名,瑞士solco药厂生产的立止血销售金额为1.0亿元,占血凝酶市场第二名,锦州奥鸿制药有限公司生产的Bangting-注射用白眉蝮蛇血凝酶为0.3亿元,占血凝酶市场第三名。随着手术数量的增加,止血药市场还将扩大。预测2005年血凝酶的市场容量在5亿元人民币左右,2007年血凝酶的市场容量在8亿元人民币左右,2010年血凝酶的市场容量在10亿元人民币左右。

Blood and hematopoiesis system drugs include five subtypes, which are anti-thrombus drug, hemostasis drug, anti-anaemia drug, plasma succedaneum and transfusion medicament, and other blood system drugs. Thereinto, in 2002, the sale for hemostasis drugs in China was 1.362 billion yuan RMB, 6.78% to the blood and hematopoiesis system drug market in china .In 2003, it was 1.557 billion yuan RMB,7.4% to the blood and hematopoiesis system drug market in china. In 2004, it was 2 billion yuan RMB. The sale of thrombin was in the first place, about 258 million yuan RMB. Thereinto,the sale of Batroxobin in Liaoning NuoKang Medicine.CO.,LTD was 128 million yuan RMB, the first place in the whole thrombin market ,the second one was the Reptilase of Swissland solcopharmaceutical factory,100 million yuan RMB. The third one was Bangting-injected Agkistrodon acutus hemocoagulase produced by Jinzhou AOHONG medicine CO.,LTD,30million yuan RMB. Along with the increasing of various surgery operations,the market of hemostasis drug will extend .It will be 500 million RMB in 2005,800 million RMB in 2008 and 1 billion in 2010 .

5.2 腺苷注射液

5.2 Adenosine parenteral solution

公司的腺苷注射液产品为中国刚上市产品,国内共有两个独立的批准文号,其中一个已经上市,另一个临床实验已经结束,但两个文号均属于诺康医药集团的公司的。已上市的腺苷注射液是2004年7月开始进行销售的,并按照Batroxobin同样的营销模式,按照统一市场规划进行销售,创建学术品牌,产品上市近半年时间就实现了1000万元的销售。

It is the beginning that Adenosine injection was put into the market of China. There are two independent authorizing types of Adenosine injection in China. One has come into the market, the other has finished clinical trial. Both of them belong to the company of NuoKang medicine group. The one of Adenosine injection that has come into the market in July 2004, Based on the same vendition mode and market programming of Batroxobin, has achieved 10 million yuan RMB within half a year.

在国际上，腺苷注射液已经普遍推广、使用，是日前世界上销量持续快速增长的冠心病诊疗一线用药。其治疗用和诊断用两种剂型分别于 1989 年和 1995 年获得美国 FDA 批准上市，并同期通过英国及欧盟十四国相关机构认证，核准上市。

Adenosine injection was widespread used abroad. It is now the fastest increasing drug in sales that used in the diagnosis of coronary heart disease in the world. FDA authorized adenosine injection for therapy and diagnosis in 1989 and 1995 respectively. It was at the same time authorized by fourteen countries of European Union and British.

腺苷注射液 (Adenocard) 是美国心脏学会指定的治疗阵发性室上性心动过速 (PSVT) 首选一线药物，根据 2000 年报道几乎 80% 的 PSVT 治疗应用腺苷 (PR Newswire March, 2000)。全球市场 2002 年销售额达 20 亿美元。腺苷注射液销售持续快速增长，仍未达到成熟期。

Adenosine injection (Adenocard) was the preferred drug to therapy PSVT in American Heart Academy. According to the report of 2000, nearly 80% PSVT disease was treated by Adenocard (PR Newswire March, 2000). 2002 achieved to \$ 2 billion in the world. The Sales increased continuously, however, it is still not achieve to maximum.

诊断用腺苷注射液 (Adenoscan) 用于冠心病的诊断，主要是作为核素心肌灌注显像的负荷药物，已有 50% 以上的核素诊断病人应用腺苷作负荷剂 (PR Newswire March, 2000)。自诊断用腺苷注射液 1995 年上市以来，其销量连续 8 年以平均 30% 的速度增长，仅在北美地区，就从 1995 年的 3500 万美元增长到 2003 年的 2.5 亿美元 (Fujisawa 公司年报 2004)。

Adenosine parenteral solution (adenoscan) was used in coronary heart disease diagnosis, mainly used as burthen drug in nuclide cardiac muscle instillation display. More than 50% patients used Adenoscan as burthen drug (PR Newswire March, 2000). Since 1995 when it came into market, average sales has increased 30% annually for successive 8 years. Only in North America, it increased from \$35million in 1995 to \$250 million in 2003. (Fujisawa CO., LTD annual report 2004).

在中国，腺苷注射液，这种有特色的，替代性小的产品有着巨大的市场潜力。预测 2005 年，中国国内的市场容量有 20 亿元人民币以上；同时，腺苷注射液产品的生命周期长，产品生命周期可达 20 年以上。

In china, adenosine parenteral solution, this characteristic and low substitute production had enormous market potential. It is estimated that in 2005, market in china will reach more than 2 million yuan RMB. At the same time, adenosine parenteral solution has long life cycle which could be more than 20 years.

公司的腺苷注射液产品，根据中国国家食品药品监督管理局有关对产品的市场保护期的规定和对药品进入市场的管制办法，未来至 2012 年，中国国内的腺苷市场既都为我公司的市场。

Based on related the prescripts of the products market protect term and control measure of drugs coming into market by china national foodstuff and drug supervise department. Until to 2012, the adenosine market in china was belong to our company.

6 公司发展战略

6 Development Strategy

公司集中在手术科室用药、心脑血管药产业领域发展，以“专业承诺健康”为企业终身使命，积极创新营销战略与模式，实施可持续性技术创新，巩固和发展公司在产业内的竞争优势

势，促进企业价值增长、经济规模成长。

The company developed mainly in the field of hemostatic drugs used in surgery and cardio and cerebrovascular drugs. "Speciality promises health" as whole life mission of enterprise, the company would has been innovating sales stragagem and models, performing persistent technological innovation, confirming and developing competitve advantages, improve enterprise value and company economic scope within the certain domain.

技术领先与产品差异化是公司为了获得竞争优势，提高自己相对于其他公司的产品价值的一种经营战略。成功实施产品差异化战略和成本领先战略能保持公司获得持续的竞争优势。公司在 Batroxobin、腺苷等产品价值链方面的垂直一体化策略是竞争优势的重要来源。公司是中国手术科室用药、心脑血管药产业领域的卓越的领导型企业。

The leading technology and product diversity serve as management strategy to keep the competitive advantage and increase their own product value. The strategy of product diversity and cost lead will promise an continuous competitive advantages. And these competitive advantages are just originated from vertical incorporate strategy on products such as Batroxobin and adenosine. The company is known as an leading enterprise in the field of hemostatic drugs used in surgery and cardio and cerebrovascular drugs in China.

研究开发战略遵循新药研究开发差异化、专业化、可持续发展性原则，站在产业和社会发展的整体水平上，考虑公司传统技术优势、生产线结构、销售资源和国内新药研究开发现状，以手术科室用药、心脑血管药为主要适应症方向，构建以生物技术（蛋白质、多肽）提取、分离为主，基因工程药物为辅的原料药核心技术，构建以气雾剂、乳剂、缓释剂为主的制剂核心技术，创建高技术先进的项目产业集群，发展核心竞争力，提升公司在产业内的领先地位。构建以生物技术（蛋白质、多肽）提取、分离为主，基因工程药物为辅的原料药核心技术，构建以气雾剂、乳剂、缓释剂为主的制剂核心技术，创建高技术先进的项目产业集群，发展核心竞争力，提升公司在产业内的领先地位。

Strategy on research and development should follow the principle of differences, specificity and persistent development. From the general level at industry and social development, the traditional technological advantages, product line structure, sale resources and national research status on new drugs should be considered. The company will continue to keep eyes on the field of hemostatic drugs used in surgery and cardio and cerebrovascular drugs, to develop core techniques of raw materials drugs in which biological techniques of extraction and separation of protein and peptide play a major role while genetic engineering drugs play a minor one, to construct core techniques of preparation with focus on aerosol, emulsion, sustained release capsules, to accumulate the higher techniques and advanced projects, to strengthen core competition and at last to push forward in the local domain.

市场营销战略坚持代理和办事处并存的学术专业的推广模式的营销模式，按照市场本身的规律，全面按照国际先进营销理念和管理模式构建营销过程中的销售、市场和商务职责，利用具有市场独家优势，明确的产品族，不断地塑造产品的影响，实施品牌建设的战略，培育手术科室用、药心脑血管两个方向的市场，最终和专业医务工作者一起为提高中国医疗手术水平、为降低心脑血管疾病的伤残率和致死率而奋斗。

Market sales strategy is formed by sales combined with academy in pattern of both agent and office. Sales, market and business responsibility are consummated according to advanced international sales idea and management model based on market law. Taking the advantage of one and only position in the market, products of the company will enlarge their influences. Strategy for brand construction is carried out with focus on drugs used in surgery and cardio and

cerebrovascular drugs. And at last all members in the company together with professional doctors will strive to enhance the surgery levels and reduce disablement and death caused by cardio and cerebrovascular diseases.

人力资源战略建立国际化、高效与具有创新、协作精神的高素质管理团队、技术团队，建立能够选择有能力、有发展潜力的优秀人才进入公司的智力引进机制，建立对内公平，对外具有竞争力的薪酬体系和激励政策，实施绩效管理 and 绩效考评。建立学习型企业的知识管理机制，建立和谐、融洽的内部员工关系，围绕公司长期发展战略完善培训制度，促进内部优秀人才脱颖而出。保持公司核心管理人员和技术人员队伍的稳定，个人成长目标与公司发展协调一致。

Strategy for human resources is established efficiently and internationally by management and technological groups composed by people who always bring new ideas and cooperate with others friendly. Outstanding candidates introduce programme, fair and competitive salary system and encouragement policy are set up and performance-efficiency management and evaluation are carried out. Harmonious relationship and training system aimed at long-term development are also formed in order to keep the stable administrator and technician groups and individual objectives coincidence with company development.

7 主要管理人员和技术人员背景

7 Background of main managerial personnel and technical personnel

公司董事长兼总裁薛百忠先生：1965年生，1989年毕业于吉林大学分子生物学系生物化学专业，1992年毕业于山东大学微生物研究所，获理学硕士学位。同年下海经商，先后就职于沈阳新技术产业化研究所、沈阳好猫股份有限公司、沈阳南洋食品有限公司，从事饲料、保健品、食品等项目的生物技术产业化研究工作，积累了丰富的实践经验。1994年7月建立了新民市生物技术研究所，开始白手起家白我创业。1997年11月，创建了沈阳赛诺科技发展有限公司，依靠现代层析技术成功实现了蛇毒降纤酶和血凝酶的产业化，奠定了企业的生存基础。1999年按照企业发展的实际需要建立了辽宁诺康医药有限公司，从事药品的营销工作。2001年建立了沈阳守正生物技术有限公司，从事生物技术药品的产业化研究工作。2002年控股建立了蓬莱诺康医药有限公司，从事药品的生产工作。十年的时间薛百忠先生，按照专业的理念和业务发展的需要构建了科工贸一体化的现代医药企业集团，创建了企业的自主品牌，成为中国止血药领域的领先企业。

Mr Xue baizhong, chairman, President, was born in 1965. He graduated from biochemical speciality at department of molecular biology in Jilin University in 1989 and graduated from microorganism research institute of Shandong University in 1992 and gained the master degree of science. He went in for the business the same year. He worked successively in Shenyang New-tech Industrialization Research Institute, Shenyang Haomao Limited Liability Company, Shenyang Nanyang Foodstuff Co., Ltd., was engaged in the research of biotechnology industrialization for projects such as feedingstuff, health care products and foodstuff, and has rich practical experience. In Jul, 1994, he set up Xinmin Biotechnology Research Institute and started to establish his causes without anything. In Nov, 1997, he established Shenyang Sainuo Sci & Tech Development Co., Ltd., realized the industrialization of snake venom enzyme and coagulase relying on modern chromatography technique and laid a foundation for the survival of such company. In 1999, according to the practical situation of company's development, he set up Liaoning Nuokang Medicine Co., Ltd., and was engaged in the sales of medicines. In 2001, he set up Shenyang

Shouzheng Biotechnology Co., Ltd. and was engaged in the industrialization research of biotechnological medicines. In 2002, he mastered the proprietary right and set up Penglai Nuokang Medicine Co., Ltd and was engaged in the production of medicines. During past dozens of years, Mr Xue Baizhong has established a modern medicine enterprises group integrating science, industry and trade, created the group' brands and become a leading enterprise in area of Chinese stypic medicine according to his professional philosophy and the requirements of business development.

十年的时间也是薛百忠先生由一名技术工作者成为企业家的过程。首先,薛先生是一名实践者,十年的时间亲自实践了实验室的研究工作、车间的生产工作以及一线的销售工作,深刻体会了直接管理、统一管理和战略管理的不同层面问题,并在此基础上提出了业务管理专业化,组织、行政、财务以及人力资源等统一化的管理理念。其次,薛先生对中国传统文化、组织的社会职能具有独特的理解,结合自身企业的发展需要,创立了诺康集团的企业文化,提出了“人本、责任、卓越、实践”的企业宗旨,实现了人生和事业的同一化。经过十年的发展,薛先生对企业的社会责任有了深刻的认识,现担任辽宁省生物技术协会副会长、中国生化制药工业协会常务理事,凭着产业报国的精神,薛百忠先生与自己的团队一起,正致力于利用个人和企业的影响积极推进中国生物制药产业的发展,为振兴中国医药,保证国民健康而努力。

For the past past ten years, he has become an entrepreneur from a technician. First, he is a practitioner. It is in ten years that he goes in for the research work in lab, products' production in the workshop and first line sales; he experiences profoundly problems on direct management, unitary management and strategic management at different levels and, on that basis, puts up his united managerial philosophy in specialization of business management, organization, administration, finance and human resources. Second, Mr Xu has his unique understanding of the social functions of Chinese traditional culture and institution, creates the culture of Nuokang group integrating the demand of its development, puts up the enterprise' tenet of "taking man as its root, responsibility, excellent and practice" and realizes the unification of human life and cause. After ten years' development, Mr Xue has been deeply conscious of the social responsibility of his enterprises. At present, he assumes the office of vice-chairman of Liaoning Biotechnological Association, and the standing directors of China Biochemical Industrial Association. With the enthusiasm of repaying to the motherland with his enterprises, Mr Xu Baizhong, together with his team, is striving to promote actively the development of Chinese bio-pharmaceutical industry by his influence on the society and making his efforts in revitalizing Chinese medicine and assuring the health of Chinese people.

公司财务总监曾江前先生,出生于1965年,1987年毕业于湖南财经学院企业财务与会计专业,2004年毕业于中国人民大学会计系财务管理专业研究生班。中国致公党北京市东城区委委员。历任中国冶金建设集团公司投资控股在新加坡设立的合资公司—中裕企业有限公司(MCC ENTERPRISE(S) CO. LTD.)—财务总监,中国冶金建设集团公司财务部副经理,资金处处长、会计处处长,中国A股上市公司双鹤药业股份有限公司财务管理部经理,云南双鹤医药有限公司财务总监等职务,曾江前先生有七年的海外公司财务管理工作经验和五年上市公司财务管理经验。2004年7月至今,任辽宁诺康医药有限公司财务总监,主持公司日常财务工作。

Mr Zeng Jiangqian, Chief Financial Officer, was born in 1965. He graduated from the speciality of enterprises' finance and accounting at Hunan Finance and Economics Institute in 1987 and graduated from the graduate class in the speciality of financial management of

department of accounting in Chinese People University. He is a member of Beijing Dongcheng District Committee of China Zhi Gong Dang. He has assumed the offices of superintendent of financial affairs at Zhongyu Enterprises Co., Ltd., a joint investment corporation that China National Metallurgy Construction Group Corporation invested and established in Singapore; of deputy manager at the department of financial affairs, section chief at the capital department, and section chief at the department of accounting of China National Metallurgy Construction Group Corporation; manager at the department of financial management of Shuanghe Medical Limited Liability Company, superintendent of financial affairs in Shuanghe Medical Co.,Ltd., which are both the listed company of stock A in China. Mr Zeng Jiangqian has seven years' working experience in the financial management in overseas companies and five years' experience in financial management in listed company. He has been assuming the office of superintendent of financial affairs at Liaoning Nuolang Medical Co., Ltd., and presiding over daily financial work in the company from Jul 2004 to present.

公司董事副总裁王宏英女士，出生于1973年，1996年毕业于辽宁大学生物系微生物专业，2004年获得东北大学工商管理硕士学位。1996年开始从事生物技术的研究与开发，具有九年的药品研究开发管理经验，历任公司市场部经理、研发部经理、副总裁，2001年10月至今，主要负责公司研究开发机构的各项管理，为公司各生产单位、营销部门提供技术支持，为公司高层提供项目决策支持，监督生产原辅料和产品质量。研究开发的血凝酶及制剂项目获中国新药证书，中国辽宁省科技进步三等奖。

Madam Wang Hongying, director, vice president, was born in 1973. She graduated from microorganism specialty at the department of biology of Liaoning University in 1996 and obtained the MBA at NEU. From 1996 on, she started the research and development of biotechnology. She has nine years' experience in the R&D of medicines. She has assumed the offices of manager at the marketing department, manager and vice president at the R&D department in this company. From Oct,2001 till present, she has been mainly responsible for the management of R7D institution in the company, providing technical support for various production units and marketing department of this company, providing project decision-making support for high-level leaders at this company, and supervising the quality of raw and auxiliary materials and products. The R&Ded coagulase and preparation project has won the certificate of Chinese new medicine and the third prize of Liaoning Sci & Tech progress in China.

公司董事孙琦先生，公司战略管理顾问，出生于1967年，1989年毕业于东北大学管理工程专业，就职于辽宁省计划委员会，辽宁省投资集团公司，从事基础设施和高新技术产业的投资管理工作；后就读于东北大学并先后获得工学硕士、管理学博士学位。历任辽宁省创业集团（投资）有限公司资产经营部经理，澳大利亚 KONGYA INTERNATIONAL LTD. 公司总经理助理，中国 A 股上市公司锦州港务集团股份有限公司监事，沈阳昌普科技发展有限公司董事副总经理，美国国际金融投资有限公司中国区投资总监等职务，现兼任中国 A 股上市公司锦化氯碱股份有限公司独立董事，中国科技金融促进会理事，大庆市科技顾问，沈阳理工大学客座教授。孙琦先生有丰富的国际化企业战略规划经验和创业企业成功管理经验。

Mr Sun Qi, director and advisor in strategic management, was born in 1967. He graduated from the specialty of managerial engineering at NEU in 1989. He found his job in Liaoning Planning Commission and Liaoning Investment Group Corporation and was engaged in the management of investment of infrastructure and new and high tech industry. Later, he passed the exam of graduate enrolment and studied at NEU and gained the master degree of engineering and

the doctor degree of management science. He has assumed the offices of manager at the department of assets management of Liaoning Chuangye Group (Investment) Co., Ltd., assistant of general manager at Australia KONGYA INTERNATIONAL LTD., supervisor of Jinzhou Gangwu Group Limited Liability Company, a listed company of stock A in China, director and vice-general-manager at Shenyang Changpu Sci & Tech Development Co., Ltd., and superintendent of investment at American International Financing Investment Co., Ltd. China branch. In part time, he is assuming the office of independent director at Jinzhou Chemical Chlorine and Alkaline Limited Liability Company, a Chinese stock A listed company, is acting as the director at Chinese Sci & Tech and Finance Promotion, Sci & Tech advisor of Daqing city, visiting professor at Shenyang Polytechnic University. Mr Sun Qi has rich experience in the strategic planning of international enterprises and in the successful management of created enterprises.

公司副总裁兼销售总监刘平先生，出生于1953年，1983年毕业于西安第四军医大学，1997年获清华大学高级营销管理班（EMBA）结业证书。刘平先生是中国医药营销资深经理人，具有17年外企、国企和民企等不同体制和运作机制的医药企业营销管理经验，组建和管理过多种类型的企业和团队；在企业的运作中，制定过各种相对应的营销政策；有较高的理论水平和实战经验，对团队具有极强的整合和驾驭能力。对制药企业的战略规划有丰富的实践经验和成功经验。现负责整个公司营销体系的管理工作。

Mr Liu Ping, vice president, Chief Sales Officer, was born in 1953. He graduated from Xian No 4 Military Medicine University in 1983 and gained his graduation certificate of EMBA at Qinghua University in 1997. Mr Liu Ping is a manager with deep training in Chinese medicine sales. He has 17 years' marketing and management experience in foreign enterprises, state-owned enterprises and private enterprises on medicines with different systems and operation mechanisms. He has organized and managed many types of enterprises and teams; drafted various corresponding policies during the operation of enterprises; high theoretic knowledge and rich practical experience and has extremely strong capability in integration and control. He has accumulated rich practical and successful experience in the strategic planning of pharmaceutical enterprises. He is presently responsible for the management of entire marketing system in this company.

公司人力行政总监樊为民先生，出生于1966年，1989年毕业于吉林大学分子生物学系生物化学专业，后就读于中科院心理所人力资源管理专业研究生班，先后任职于中国原子能科学研究院、中国同位素公司、北京兴原伟业质量管理咨询中心，具有丰富的人力资源管理的理论知识和实战经验，对中国文化的思想内涵和现代企业发展的理念有深刻的理解。樊为民先生全面负责公司的人力资源、行政和信息管理工作，起草、制定和推行企业各项人力资源政策、制度，以吸引、激励、保留、开发企业人力资源，促进企业近、中期经营目标的达成和长远发展目标的实现。

Mr Fan Weimin, Chief Human Recourse Officer, was born in 1966. He graduated from the specialty of biochemistry at the department of molecular biology on Jilin University in 1989. Later, he graduated from the graduate class at the specialty of human resources management in psychological institute CAS. He worked successively in Chinese Academy of Atomic Energy Science, China Isotope Company, and Beijing Xingyuanweiye Quality Control Consultation Center. He has rich theoretic knowledge and practical experience in human resources management and has profound understanding of the cultural intents of Chinese culture and the philosophy of modern enterprises' development. He is responsible for allsidedly the management of human resources, administration and information, drafts, sets down and promotes various

policies and systems of human resources in the enterprises to absorb encourage, reserve and develop human resources in the enterprises and to promote the realization of recent and middle term operation targets and long-term developing goals.

公司项目部经理杜文斌先生,出生于1970年,1994年毕业于辽宁中医药大学中医医疗2004年获得辽宁中医药大学中医基础专业博士学位,辽宁省中医糖尿病专业委员会委员,沈阳浑南开发区中药药物研发孵化平台副主任。作为项目部经理,按照公司的研发战略,围绕核心发展方向,负责开发研究和申报更具有市场价值、疗效更好、更安全的新药,充实和改进公司现有药品品种结构。

Mr Du Wenbin, Manager of Project Department, was born in 1970. He graduated from the specialty of Chinese medicine of Liaoning Institute of Chinese Traditional Medicine. He gained his doctor degree at the specialty of Chinese medicine foundation of Liaoning Institute of Chinese Traditional Medicine in 2004. He is the member of Liaoning Chinese Medicine Diabetes Committee and vice chairman of Chinese medicine and animal medicine R&D cultivation platform, Shenyang Hunnan Development Zone. As a manager of project department, according to the R&D strategy of this company, circumventing the kernel developing direction, he is responsible for developing and applying new medicines with increasing market value, better curing effect and safety and for enriching and improving available varieties and structure of medicines in this company.

公司代理部经理刘军先生,出生于1965年,1987年毕业于沈阳大学环境工程专业。十五年从事医药市场销售工作经历,积累了大量实践经验和客户资源,与国内许多医药企业、经销商建立了十分密切的联系,在行业中拥有广泛的人脉关系。作为代理部经理,负责 Batroxobin、代理产品销售工作,稳定并发展代理商网络,建立市场网络资源的战略伙伴联盟,树立 Batroxobin 产品品牌,提高公司产品的市场占有率。

Mr Liu Jun, Manager of Agency Department, was born in 1965. He graduated from the specialty of environment engineering at Shenyang University. During past 15 years, he has been engaged in the marketing of medicines, accumulated plenty of practical experience and clients' resources, established close relationship with many domestic medical enterprises and sellers and has extensive human relation network in medical trade. As a manager at the department of agent, he is responsible for the sales of Batroxobin and agent products, establishing and developing stable network of agents, establishing strategic partner union on market network resources, building up the brand of Batroxobin products and improving the market share of products in this company.

公司销售部经理胡嘉福先生,出生于1973年,1994年毕业于北京商学院市场营销专业。曾先后任天津士力联合制药有限公司医药代表、办事处主任,四川抗菌素研究所制药厂医药代表、办事处主任、大区经理,云南盘龙医药有限公司销售总监,天药集团天津药业生物技术有限公司销售部经理,从业经验丰富,拥有医药代表到销售经理的整体实战经验,善于对销售队伍进行组织和管理。1999年11月开始,任公司销售部经理,负责 Batroxobin 及新上市品种在15个办事处的销售,确保销售收入的实现;加强对销售队伍的建设,稳定并提升销售队伍的市场开拓与管理能力,强化公司的自身销售网络资源;以专业化的操作方式开拓市场、维护终端客户,巩固并发展客户网络资源;树立 Batroxobin 产品品牌,提升辽宁诺康医药有限公司的市场销售力。

Mr Hu Jiafu, Manager of Sales Department, was born in 1973. He graduated from the specialty of marketing at Beijing Commercial Institute in 1994. He assumed successively the offices of medical representative and chairman at the office of Tianjing Tianshili Combined

Pharmaceutical Co., Ltd, medical representative, chairman, Daqu manager at the pharmaceutical factory of Shichuan Antibiotic Research Institute, sales superintendent of Yunnan Panlong Medicine Co., Ltd, and manager at the sales department of Tianjin Medicine Biotechnology Co., Ltd of Tianyao Group. He has rich experience in this trade and has entire practical experience from medical representative to sales manager. He is good at the organization and management of sales teams. From Nov,1999 on, he has been assuming the office of manager at the sales department of this company and has been responsible for the sales of Batroxobin and new medicines coming onto the market recently in 15 offices to assure the gains of sales income; has been strengthening the construction of sales teams, stabilizing and improving the market exploitation and managerial capability of sales teams, and reinforcing the company's sales network; expanding market in specialized way, maintaining end customers, strengthening and developing the resources of clients' network; building up the brand of Batroxobin and improving the market share of Liaoning Nuokang Medicine Co., Ltd.

公司学术推广部经理邹晓坡, 出生于1961年, 1984年毕业于中国医科大学儿科系。曾在深圳市健安医药公司任东北大区推广经理, 积累了丰富的品牌建设、学术推广的经验。作为学术推广部经理, 负责制定企业产品的销售及学术推广的市场计划, 为营销的专业化推广、建立企业的产品品牌和树立良好的企业形象提供支持, 对公司产品在市场上的学术推广、销售队伍的培训、医生用药习惯的培养、专家队伍的建立与维护起到了积极的作用。

Zhou Xiaobo, Manager of the Academic Promotion Department, was born in 1961. He graduated from the department of pediatrics at China Medical University in 1984. He assumed the office of manager at northeast region under Shenzhen Jianan Medical Company. He has accumulated rich experience in brand construction and academic spread. As the manager at the department of academic expansion, he is responsible for drawing up the market plan of sales and academic spread of enterprise' products and providing support for the spread of marketing specialization, set-up of enterprise' product brand and the build-up of good enterprise image and playing active role in the spread of company's products in the market, training of sales team, cultivation of medicine use habits, and the establishment and maintenance of experts team.

8 资金需求和资金使用计划

8 Capital demand and use plan

(1) 2005年, 公司计划投资10000万元人民币扩建Batroxobin(注射用血凝酶)、腺苷注射液生产线, 新建双嘧达莫和阿司匹林缓释胶囊生产线。

(1) In 2005, the company will invest 100 million yuan to expand the production line of Batroxobin (coagulate for injection) and adenosine injection and to newly establishing the production line of Persantine and aspirin slow release capsule,

其中, GMP标准厂区建设投资5520万元人民币。新增建筑面积29600平方米。建设1号厂房Batroxobin(注射用血凝酶)(注射用血凝酶)冻干粉针生产车间, 建筑面积7000平方米; 2号厂房腺苷注射液生产车间, 建筑面积7000平方米; 3号厂房复方双嘧达莫缓释微丸胶囊生产车间, 建筑面积7000平方米; 1号仓库(GSP常温库)建筑面积2000平方米, 2号仓库(GSP阴凉库、冷库)建筑面积2000平方米; 1个动力中心建筑面积600平方米; 质量检验中心建筑面积4000平方米。

Among which 55.2 million yuan is the construction investment of GMP standard factory-site. Newly added building area is 29,600 square meters. The company will establish No.1

factory-building : Batroxobin (coagulase for injection) (coagulase for injection) freeze-dry powder needle workshop with building area of 7000 square meters; No.2 factory-building: adenosine injection workshop with building area of 7000 square meters; No.3 factory-building: combination Persantine slow release micro-pill capsule workshop with building area of 7000 square meters; No.1 warehouse (GSP constant temperature warehouse) with building area of 2000 square meters; No.2 warehouse (GSP shady and cool warehouse, refrigeratory) with building area of 2000 square meters; a power center with building area of 600 square meters; a quality inspection center with building area of 4000 square meters.

购置与安装生产线设备投资 4480 万元人民币。

The investment purchasing and installing the equipment in production line is 44.8 million yuan.

(2) 2006 年, 公司计划投资 4800 万元人民币建设前列地尔注射液靶向制剂生产线、建设注射用尖吻蝮蛇凝血酶厂房。

(2) In 2006, the company will invest 48 million yuan to build the production line of prostaglandins injection targeting preparation and the factory-building of Agkistrodon acutus Hemocoagulase for injection.

2006 年, 公司计划新增流动资金投资 2 亿元人民币。

Newly added circulating capital that the company will prepare in 2006 is 0.2 billion yuan.

固定资产投资计划中, GMP 标准厂区建设投资 2800 万元人民币。4 号厂房前列地尔注射液靶向制剂生产车间, 建筑面积 7000 平方米; 5 号厂房注射用尖吻蝮蛇凝血酶生产车间, 建筑面积 7000 平方米。购置与安装前列地尔注射液靶向制剂生产线设备投资 2000 万元人民币。

Among the investment plan of fixed assets, the construction investment in GMP standard factory site is 28 million yuan. The company will build No.4 factory building: prostaglandins injection targeting preparation workshop with building area of 7000 square meters; No.5 factory-building: Agkistrodon acutus Hemocoagulase for injection workshop with building area of 7000 square meters. The investment purchasing and installing the equipment in production line of prostaglandins injection targeting preparation is 20 million yuan.

(3) 2007 年, 公司计划投资 2000 万元人民币, 建设注射用尖吻蝮蛇凝血酶生产线。购置与安装生产线设备投资 2000 万元人民币。

(3) In 2007, the company will invest 20 million yuan to build the production line of Agkistrodon acutus Hemocoagulase for injection. The investment purchasing and installing the equipment in production line is 20 million yuan.

9 公司过去三年的财务状况

9 Financial status of the company in past three years

表 1 2002 年—2004 年资产负债表

资 产	单位: 元人民币		
	2004 年	2003 年	2002 年
所有者权益	111,567,234.69	20,875,290.47	8,941,418.41
负债&所有者权益总计	165,607,291.16	61,598,327.59	41,892,414.17
资产负债率	33%	66%	79%

Table 1 Balance sheet from 2002 to 2004

Unit: RMB yuan

Assets	2004	2003	2002
Owner's equity	111,567,234.69	20,875,290.47	8,941,418.41
Total debt & owner's equity	165,607,291.16	61,598,327.59	41,892,414.17
Asset-liability ratio	33%	66%	79%

表 2 2002-2004 年利润表

单位: 元人民币

项目	2004 年	2003 年	2002 年
销售额	179,159,604.34	107,644,969.08	96,280,274.98
税前利润	15,972,703.51	2,922,584.01	81,105.36
所得税	4,026,925.88	753,146.00	23,404.63
净利润	11,945,777.63	2,169,438.01	57,700.73

Table 2 Profit statement from 2002 to 2004

Unit: RMB yuan

Item	2004	2003	2002
Amount of sales	179,159,604.34	107,644,969.08	96,280,274.98
Profit before tax	15,972,703.51	2,922,584.01	81,105.36
Income tax	4,026,925.88	753,146.00	23,404.63
Net profit	11,945,777.63	2,169,438.01	57,700.73