

# EXHIBIT B

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK**

**IN RE  
VITAMIN C ANTITRUST LITIGATION**

This Document Relates To:

*Animal Science Products, Inc., et al. v.  
Hebei Welcome Pharmaceutical Co., Ltd., et  
al.*, Case No. 1:05-CV-00453(BMC)(JO)  
(E.D.N.Y.)

**MASTER FILE 1:06-MDL-1738  
(BMC)(JO)**

**AFFIDAVIT OF QIAO HAILI  
PURSUANT TO THE COURT  
ORDER OF JULY 11, 2012**

I, QIAO HAILI, hereby state as follows:

1. I am a citizen of People's Republic of China and a retired officer of the China Chamber of Commerce of Medicines and Health Products Importers & Exporters ("Chamber"), where I held the position of Director of its Western Medicine Department from 1992 through March 2007. From October 1997 through my retirement I also served as Secretary General of the Chamber's Vitamin C Sub-Committee, created at the direction of the Chinese government to regulate and coordinate the export of vitamin C. I reside in Beijing, China and submit this affidavit pursuant to the Court's Order of July 11, 2012.

**Educational History and Employment Summary**

2. Prior to 1992, I served as a mid-level officer in the People's Liberation Army holding the rank of Vice Regimental Commander. In July 1983, while still serving in the army, I received a three year college degree in Chinese Literature from The Open University of China (formerly the China Central Radio and TV University).

3. In 1992, I retired from the army service and reported to China's Ministry of Foreign Trade and Economic Cooperation ("MOFTEC" or the "Ministry") for a position with the Government. On May 1, 1992, the Ministry assigned me to work for the Chamber and appointed me as the Vice Director of the Chamber's Second Coordination Department. In 1993, following the retirement of the Director of the Second Coordination Department, I became the highest level officer at the Chamber responsible for industry coordination of pharmaceutical products and medical equipment. The Second Coordination Department changed its name to Western Medicine Department in 1995. In 2004, the Department changed its name to Industry Coordination Department and administered and coordinated export regulation of pharmaceutical products (including vitamin C) and a few traditional Chinese medicines. In 2006, the Department was no longer responsible for administering export regulation of Chinese traditional medicines and changed its name back to Western Medicine Department.

4. In 1998, I was designated by the Ministry and appointed by the Chamber as Director of the Chamber's Western Medicine Department. In that capacity, I was responsible for supervising and administering the industry coordination of pharmaceutical exports, including vitamin C. Until my retirement I was the highest level official at the Chamber responsible for administering export regulation of vitamin C as well as other pharmaceutical products. I reported to the Chairman of the Chamber, who was appointed by the Ministry and who in turn reported to the Ministry.

#### **The Chamber's Creation and Mission**

5. The Chamber was established in May 1989 by the Chinese government as part of an effort to reform its foreign trade regime. Prior to that time, China's export trading was controlled by a few designated state-owned import and export trading companies in accordance

with mandatory State trading plans designed to achieve economic objectives set by the central government.

6. In the 1980's, China decided to open foreign trading rights to all categories of companies greatly increasing the number of companies engaged in foreign trade transactions, and companies began to engage in aggressive forms of competition with each other without appreciation of the adverse consequences of their conduct on both industries and China's economy. Frequently, the Chinese companies raced to expand their production capacity, competed with each other in relatively small markets for greater market share and more customers by cutting prices, regardless of the industry interest. Perceiving that this would endanger Chinese domestic industries' overall profitability and sustainable growth, the Chinese government as part of the foreign trade reform created various chambers to oversee and regulate its industries' export activities so that they would act in unison when competing with foreign companies. The Government transferred some former government officials to the chambers' staffs and vested the chambers with regulatory authority.

7. A number of MOFTEC regulations formalized this structure and re-enforced the Chinese government's direct control and supervision of our activities on its behalf. Thus, for example, a 1991 MOFTEC regulation declared that MOFTEC was in charge of regulating the operations of the foreign trade and economic chambers (Art. 2), directed that chambers established with government regulatory functions had to implement MOFTEC's rules (Art. 14), and ordered that all foreign trade and social organizations had to accept the daily supervision and inspection of MOFTEC (Art. 19). This regulation, entitled "Measures for Administration over Foreign Trade and Economic Social Organizations" (February 6, 1991), is attached as Exhibit 1.



It was in place throughout my period of employment and governed my activities. As such, I am personally familiar with its provisions.

8. A 1994 MOFTEC regulation directed that chamber staff be drawn primarily from the chamber's members and government authorities (Art. III-8), but top management was to be "recommended" by MOFTEC (Art. IV-13). MOFTEC's "recommendations" were in effect the same as directives since the Ministry would designate only one person who was invariably "approved." This regulation further mandated that chamber employee compensation and salary be implemented under state regulations under the control and supervision of MOFTEC's Personnel Department, which was to verify and approve the total salary of the Chamber (Art. V-16, 17). A copy of this regulation, entitled "Notice of Ministry of Foreign Trade and Economic Cooperation regarding Printing and Distribution of Several Regulations for Personnel Management of Chambers of Commerce for Importers and Exporters," dated September 23, 1994, Wai Jing Mao Ren Fa No. 540, is attached as Exhibit 2. It, too, was in place when I joined the Chamber, was in effect throughout my period of employment governing my activities while I was at the Chamber, and I am personally familiar with its provisions.

9. The Chairman and Vice Chairman of the Chamber, to whom I reported, were appointed by MOFTEC. We were all dependent upon MOFTEC for the approval of our salary and compensation, and we all directly reported to, and received instruction from the Ministry on a regular basis. Effectively, the top management of the Chamber served at the Ministry's pleasure and were subject to dismissal if it was dissatisfied with our performance. The Ministry was the highest level of Chinese government administrative authority for foreign trade.

10. While I have a general awareness that many chambers were supervising many products on behalf of the Chinese Government under this general framework, my specific

personal knowledge of regulation is mainly confined to regulation by the China Chamber of Commerce of Medicines and Health Products Importers & Exporters, and the matters set forth in this affidavit are based on my personal knowledge of that Chamber's regulation of vitamin C.

11. Over the period of time while I was at the Chamber, the State Council and MOFTEC promulgated a variety of regulations under which we were delegated authority to regulate the foreign trade of our members in order to achieve the Chinese government's economic goals. In addition to the written directives and regulations I will discuss below, my Chamber colleagues and I also received from Ministry officials on a regular basis oral instructions and directives on specific issues and matters.

**Establishment of Vitamin C Regulation and Vitamin C Sub-Committee's Formation**

12. Since at least the 1990's, China's vitamin C industry (as an industry of great importance to China's national economy) has been under direct regulation and coordination, mandated by the Chinese government, with authority for such regulation directly vested with the Chamber pursuant to governmental regulation.

13. In 1992, when I joined the Chamber, vitamin C was as one of 38 products designated as subject to export quota administration because of its important position in China's export, with administrative responsibility assigned to MOFTEC and its local subordinate regulatory agencies. *See* MOFTEC, Interim Regulation of Export Goods, Order. No. 4, December 29, 1992, attached as Exhibit 3. Under section 4 of that regulation, with which I was personally familiar, such exports were "uniformly regulated and coordinated by the respective Import and Export Chambers of Commerce." Companies engaged in the producing and selling of these products were required to join the relevant Chambers, and the Chambers were required to adopt "specific coordination and regulation methods," which were to be "strictly implemented

after discussion and approval by the member meeting.” Pursuant to this general delegation of authority, the Chamber regulated and coordinated the efforts of the Chinese vitamin C industry and I directly participated in this regulation.

14. In 1996, the Ministry issued a regulation, providing that export enterprises could not export at lower than “normal prices,” defined as cost plus a reasonable profit. This regulation provided that exporters had to follow the coordination of the chambers, and as such directly governed the performance of my duties. It further declared that failure to comply would be subject to strict penalties including fines or loss of the right to export. A copy of this regulation, entitled “Interim Regulations of the Ministry of Foreign Trade and Economic Cooperation on Punishment for Conduct of Exporting at Lower-than-Normal Price” (March 20, 1996), is attached as Exhibit 4.

15. In 1996, the Ministry issued a report to the Chinese State Council, distributed to the Chamber and received by me in the regular course of my business. That report was partly based on a report of mine to the Ministry about the issues in the vitamin C industry, which I drafted and submitted during the regular course of business at the Chamber. The Ministry reported to the State Council its dissatisfaction with the activities of Chinese vitamin C companies in export and the dangers that low prices posed to Chinese national economic interests. *See* Wu Yi, MOFTEC’s Report to State Council Concerning Current Vitamin C Export Issues and Suggestions for Solutions, [1996] Waijingmao Guanfa No. 185, p.3, attached as Exhibit 5.

16. In 1997, Vice Premier Li Lanqing directed MOFTEC to address the issues identified in the 1996 MOFTEC report through further regulation and the creation of a Chamber Sub-Committee to coordinate vitamin C exports. Soon thereafter a number of regulations were

promulgated by the Ministry to further tighten the direct authority, control and coordination of chambers generally pursuant to their government-delegated authority, and to improve the authority and coordination of the China Chamber of Commerce of Medicines and Health Products Importers & Exports in respect of vitamin C in particular. These regulations were sent to me in the regular course of the Chamber's business to follow and implement.

17. Specifically, in 1997, the Ministry and the State Drug Administration, acting jointly, then promulgated a regulation "related to strengthening the Chamber's administration of vitamin C production and export." As the officer administering vitamin C industry regulations, I participated in the Ministry's drafting of this regulation. This measure, which governed my daily activities, included mandates to strictly control vitamin C production scale. It imposed qualification requirements for conducting vitamin C exports, limiting vitamin C exporting rights to 30 companies. The regulation also specified the standard for allocating export quotas, and required the Chamber to strengthen the coordination of vitamin C exports. *See* MOFTEC & State Drug Administration, Notice Relating to Strengthening the Administration of Vitamin C Production and Export, (1997) MOFTEC Guan Fa No. 664 (November 27, 1997), attached as Exhibit 6. This regulation, with which I am personally familiar, was in effect in November and December of 2001.

18. Article 6 of this Ministry regulation directed the Chamber to establish a "Vitamin C Export Coordination Group," which we would refer to as the Vitamin C Sub-Committee., for the purpose of conducting the industry coordination of vitamin C exports. The Chamber was directed to formulate specific coordination methods and report these back to the Ministry. Under Article 7, the vitamin C manufacturers were required to strictly implement industry coordination measures under the Chamber's supervision, with penalties imposed for any attempts at

circumvention. Under Article 8, the government agencies responsible for issuing export licenses were required to strictly review export contracts and issue export licenses only in accordance with the government mandated volume and price as coordinated and set by the Chamber. Companies who failed to comply with the industry coordination were subject to sanctions, including export quota reduction or even revocation of exporting right. (See Article 10).

19. As noted above, I became Secretary General of the Chamber's Vitamin C Sub-Committee, and as such I had direct responsibility to administer these directives and mandates from the Ministry. Early on, even before formal promulgation of the 1997 regulation, I was informed by the Ministry of the new Sub-Committee it would require the Chamber to create. I was the person at the Chamber who was in charge of that Sub-Committee's formation and I prepared and submitted a request to the Ministry to formally establish the Sub-Committee as per the Ministry's directive. In March 1998, the Ministry formally approved that request, and that approval document was delivered to me. "Approval for Establishing VC Sub-Committee of China Chamber of Commerce of Medicines & Health Products Importers & Exporters" (March 23, 1998) (the "1998 Approval Directive"), attached as Exhibit 7.

20. Under this Ministry directive the Sub-Committee became a branch of the Chamber and subject to the Chamber's leadership and administration. Its personnel were drawn from the Chamber and its members were vitamin C exporting companies who were members of the Chamber. The Sub-Committee's major responsibility and regulatory function, also set out in the Ministry's approval, was to coordinate the vitamin C export market, price and customers of China. Its stated mission was both to improve the competitiveness of the Chinese vitamin C industry in the global market and to promote the healthy development of China's vitamin C export through industry coordination.

21. The 1998 Approval Directive remained in effect throughout my employment at the Chamber and was never revoked. As such, throughout this period the Sub-Committee remained responsible for coordinating vitamin C exports as directed by the Ministry. Although the designated mechanisms of regulation given to the Sub-Committee by the Ministry as tools to discharge this delegated responsibility were to change and evolve in response to China's assumption of membership in the global market, the Chamber's Government-delegated responsibility to coordinate vitamin C exports through the Sub-Committee never changed and there were always mechanisms through which we could effect that control.

22. In 1997, with guidance of the Ministry, I drafted a Charter to govern the activities of the Sub-Committee. The document which resulted, the Charter of Vitamin C Sub-Committee of China Chamber of Commerce of Medicines and Health Products Importers & Exporters, (October 11, 1997), (the "1997 Charter"), attached as Exhibit 8, was designed by me to set forth the plenary authority of the Chamber over its members, and the requirement that they participate in the Sub-Committee's activities and follow the directives of the Chamber. The Charter was one of the documents submitted to the Ministry for request for approval of the establishment of the Sub-Committee.

23. The 1997 Charter, which was in effect in November and December 2001 and governed the Sub-Committee's functions at that time, states:

- "The Sub-Committee has the following tenets: implementing and executing the state policies and regulations on foreign trade; maintaining orderly export of vitamin C products; ... and serving for an orderly and highly efficient development of vitamin C foreign trade on the basis of unified coordination." *Id.*, Art. 3.

- “The Sub-Committee performs coordination, direction ... and supervision & inspection functions over its members.” *Id.*, Art. 5.
- “Only the members of the Sub-Committee have the right to export vitamin C and are simultaneously qualified to have vitamin C export quota.” *Id.*, Art. 12.
- Members were required to “comply with various directives, policies and regulations with respect to foreign trade, comply with the Charter and regulations of Vitamin C Sub-Committee and implement Sub-Committee’s resolution” and “strictly execute export coordinated price *set by the Chamber...*” *Id.*, Art. 15.
- “Any violation of the Charter of the Sub-Committee, failure to implement any resolution or regulation of the Sub-Committee and failure to perform any member’s obligation shall be punished by the Sub-Committee by means of, according to gravity of circumstances, warning, open criticism and even revocation of its membership. The Sub-Committee will suggest to the competent government department, through the Chamber, to suspend and even cancel the vitamin C export right of such violating member.” *Id.*, Art. 16.

24. Pursuant to the mandate of the 1997 Charter, all four Chinese vitamin C manufacturers – Northeast Pharmaceutical Group Co., Ltd. (“NEPG”), Hebei Welcome Pharmaceutical Co., Ltd. (“Hebei”), Weisheng Pharmaceutical Co. Ltd. (“Weisheng”) and Jiangsu Jiangshan Pharmaceutical Co., Ltd. (“Jiangsu”) – became Sub-Committee members, and all four of these companies remained Sub-Committee members throughout the period of time of my employment at the Chamber and participated in the Sub-Committee meetings that I called. None of the other companies named as defendants in this case (China Pharmaceutical Group Ltd., Shijiazhuang Pharmaceutical (USA) Inc., North China Pharmaceutical Group Corporation,

North China Pharmaceutical Co., Ltd. and North China Pharmaceutical Group Import & Export Trade Co., Ltd.) ever participated in any of the Government-mandated industry coordination meetings conducted under the Chamber's supervision and direction.

**Operation of the Sub-Committee**

25. As part of my responsibilities at the Chamber, and under the authority delegated by the Ministry, I served as the Secretary General of the Sub-Committee throughout my tenure at the Chamber. I also served as the Vice President from 1998 through 2001 and President since 2002. (Prior to 2002, a Vice Chairman of the Chamber served as the President.) As the authorized representative of the Chamber, I was required to administer industry coordination based on market changes. I organized and presided over meetings with Chinese vitamin C manufacturers, sometimes calling them myself and on other occasions directing that a member call and organize them. I caused notices to be sent to Sub-Committee members of scheduled meetings (usually at the Chamber's offices), identified export issues to be addressed by industry coordination, and required members to discuss and to agree upon appropriate solutions at these meetings.

26. Whether or not the members of the Sub-Committee agreed with the Chamber's agendas, they were all required to participate in this process and to reach agreement on industry coordination measures. These measures included developing export quota amounts for MOFTEC approval and insertion in its annual export plan which all exporters were required to follow, and the periodic setting of minimum prices which all exporters were required to charge. I regularly reported the Sub-Committee's administration of industry coordination to the Ministry for its approval and review and oversaw the Chamber's efforts at monitoring compliance.



27. This overall process of mandated meetings, discussion and coordination was conducted in accordance with an overall policy directive of the Chinese Government; and we regularly reminded the Chinese vitamin C industry of this requirement on many occasions. For example, the Chairman of the Chamber at a December 4, 2000 Sub-Committee meeting which I chaired stated to the exporting manufacturers that they needed to be united together and to act in unison to face foreign parties.

28. In a meeting held by the Chamber on April 13, 2001, a MOFTEC officer in my presence reminded the vitamin C manufacturers that their product had been strictly regulated since 1997, and reminded them of the importance of the Chamber in this process. The officer further told them that the Sub-Committee was required to act proactively and that the industry had to obey this coordination and the industry rules. A few days later, I issued a notice again telling all manufacturers of their responsibility to adhere to the price set by the Chamber and that non-qualifying exports would result in the cancellation of quotas.

29. On many occasions we were told by MOFTEC, and we reminded the vitamin C producers, of the importance of exercising self discipline. Basically this meant that members of an industry are required to act in ways consistent with the economic interests of the State, and are required to discipline their activities so as to achieve the economic objectives directed by the Government. The Chamber, and the Vitamin C Sub-Committee which I chaired, were the Chinese government-delegated organizations responsible for coordinating and achieving this self-discipline.

30. As employees beholden to the Government for our position and approval of salaries, and reporting to the Ministry, we at the Chamber were responsible to direct and regulate our members and MOFTEC delegated us the authority to do so. As industries with significant

government ownership, with their management from the Communist Party and government agencies, our members were expected and required to attend our meetings, and to follow our direction.

**November and December 2001 Chamber Meetings**

31. In late 2001 the Chamber called and I presided over Vitamin C Sub-Committee coordination meetings held under the Ministry's direct order to address potential foreign antidumping investigations. These meetings were prompted by warnings from the Chinese Embassies in Brussels and Berlin about a threatened antidumping investigation against Chinese vitamin C exports, and directions by the Ministry to us at the Chamber to call a Sub-Committee meeting and develop a coordinated plan to address the situation.

32. Specifically, it was part of our normal business to receive communications and instructions from the Ministry regarding economic policy. In September 2001, the Ministry sent to the Chamber a Chinese embassy report from Brussels warning of a possible dumping suit. A copy of this report, which I received in the normal course of business, is attached as Exhibit 9.

33. Then, in early November, the Ministry sent a situation report from China's embassy in Berlin to the Chamber's liaison officer, with the written directive that we convene a meeting of the Chinese Vitamin C producers to address the situation.<sup>1</sup> This report and that directive were given to me by the Chamber's liaison officer in the normal course of our business. A copy is attached as Exhibit 10. Following that directive, I convened a meeting of the vitamin C manufacturers.

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<sup>1</sup> There is a handwritten note on this situation report from Xiao Xia, an official of MOFTEC's Fair Trade Bureau, to Vice Liaison Officer Guan stating "Is there a need to convene a meeting to analyze our future export situation?" which was the Ministry's typical way of directing us to take action and convene a meeting.

34. This meeting, over which I presided as Secretary General of the Sub-Committee, was held at the Chamber's offices on November 16, 2001. In attendance were the representatives of the four vitamin C manufacturers: NEPG, Hebei, Weisheng and Jiangsu. Also in attendance were the President of the Chamber, the Vice Chairman of the Chamber and the Liaison Director of the Chamber.

35. The meeting began with reminders from me and the Chairman of the Chamber of the principles under which the Sub-Committee operated and their obligation to follow the direction of the Chamber. I summarized the threats of anti-dumping proceedings as had been reported to us by MOFTEC, as well as MOFTEC's direction that the Chamber address the situation. I also advised them that industry coordination enforcement regulations were going to change, and that the Chamber would be empowered to review contracts and would refuse to give its approval to any export contract which did not comply with the coordination measures the Chamber would require them to adopt. This is the so-called "Verification & Chop."

36. Under my supervision and at my direction there was then extended discussion among the manufacturers to reach agreement to increase the minimum export coordination price to \$3/kg from \$2.8 and to export only at certain allocated volumes. Because there was some disagreement among the manufacturers as to volumes that could be exported, I told them the volumes they would be required to accept, exercising the power I had under the existing 1997 regulations, the ongoing 1998 Approval Directive, and the verification & chop powers in preparation. At the conclusion of the discussion, and as directed by the Chamber, the attendees by hand-voting, unanimously passed the required resolution, and I so reported to MOFTEC.

37. In December 2001, I held another meeting with the manufacturers regarding the coordination measures agreed to at the November 2001 meeting. I reviewed the contemplated

changes to the form of regulation, told them that industry coordination would continue to be required, and that I would not stamp approval on any contracts which did not comply.

**Changes in Mechanisms due to WTO**

38. China's accession to the World Trade Organization ("WTO") in December 2001 led to changes in the organizational format of the Vitamin C Sub-Committee and the mechanisms utilized by the Chamber in its review and coordination of vitamin C exports. But this did not change the delegation of responsibility of the Sub-Committee members to exercise self-discipline under the direction and auspices of the Chamber as had been formally delegated in 1998 and which remained unchanged. As matter of practical fact and effect it did not change the fact that the Chinese vitamin C industry had to attend Sub-Committee meetings which the Chamber called, follow our agendas for discussion, and had to reach agreement by consensus at those meetings on self discipline and coordination. The Chamber continued to have power and the duty, delegated by the government, to enforce these agreements.

39. To explain, prior to China's accession to the WTO, Chinese vitamin C exports were subject to a quota licensing system administered by the State where each exporter was required to apply for an export license for each of its export transactions. Only companies identified in the 1997 MOFTEC & Customs Notice were permitted to engage in Vitamin C exporting. By the end of 2001, 21 companies remained in the vitamin C export business, of which four were manufacturers and the remainder were trading companies. To receive a vitamin C export license, an exporter had to observe volume limitations set by the Ministry and minimum price restrictions set through industry coordination mandated, directed and administered by the Sub-Committee. A local or central MOFTEC export licensing office would issue an export license only when the export price and quantity stated in the export contract satisfied the volume

and price requirements. The Chinese Government, through its Customs, was directly involved in the administration of vitamin C exports. *See* 1997 MOFTEC & Customs Notice, discussed above.

40. In March 2002, as part of its accession to the WTO, the 1997 regulation was repealed. List of the Fourth Branch of Departmental Decisions Abolished by the Ministry of Foreign Trade and Economic Cooperation, Order No. 24 (March 21, 2002) item 11, attached as Exhibit 11. In its place, the Ministry instituted a new mechanism “in order to accommodate the new situations since China’s entry into the WTO, *maintain* the order of market competition, [and] *promote industry self-discipline*.” Notice Issued by the Ministry of Foreign Trade and Economic Cooperation and the General Administration of Customs for the Adjustment of the Catalogue of Products Subject to Price Review by Customs, MOFTEC MAO FA [2002] No. 187 (March 29, 2002) (the “2002 Regulation”), attached as Exhibit 12. This regulation directly governed the performance of my duties and as such I am personally familiar with its contents.

41. In this regulation, we were instructed that the new mechanism, known as “verification and chop,” would be “conducive for the chambers to coordinate export price and industry self discipline.” Specifically, all contracts covering export of vitamin C by anyone, regardless whether or not they were made by a Sub-committee member, would now be administered by the Chamber under authority delegated by the Government and before being submitted to Customs. Instead, the contracts were to be submitted to me and my staff for review to ensure they were consistent with the self discipline agreements reached under our supervision and direction. If we verified that the contracts were consistent with those mandated agreements, we would affix the Chamber’s “chop,” and the shipment could proceed. The Chinese Customs

would not review the contracts, but they would look for our “chop”: if our chop was not on the contract, Customs would not accept the application for export and the export would not proceed.

42. Although the Verification & Chop regulation explicitly mentioned only review of price, our mandate to effect general coordination of the vitamin C export business under the 1998 Approval Directive continued. As such, the Chamber decided to use this review tool to review both prices and quantities and for certain periods of time would set export quotas applicable to products manufactured by China’s vitamin C producers.

43. In 2003, the Ministry and Customs issued a more detailed regulation. *See* Announcement of Ministry of Commerce of the People’s Republic of China and General Administration of Customs of the People’s Republic of China, No. 36, 2003 (November 29, 2003) (the “2003 Regulation”), attached as Exhibit 13. This Announcement expressly detailed that all vitamin C exporters were to submit their contracts to the Chamber, and that we would verify them based on the “industry agreements” adopted under our direction. It specifically provided, consistent with the practice that we had already adopted, that the Chamber would not affix its chop to non-conforming contracts.

44. A new Sub-Committee Charter drafted by me was adopted June 7, 2002, and contained several statements to be consistent with the changes in the vitamin C regulation provisions. However, the new Charter continued the fundamental principle that the Sub-Committee was required to accept “guidance and supervision from the Chamber.” (Art. 4). The Sub-Committee’s mandate to coordinate the vitamin C market continued under the 1998 Approval Directive; and consistent with that directive, the new Charter directed that the Sub-Committee “shall coordinate and guide vitamin C import and export business activities, promote self-discipline in the industry, maintain the normal order for vitamin C import and export

operations, and protect the interests of the state, the industry and its members.” (Art. 8).

Members continued to be obliged to accept the coordination of the Sub-Committee (Art. 17).

45. With these acknowledgments, and the power over the verification and chop delegated to us by the Government, the Chamber as a practical matter retained the ability to direct and coordinate agreements, to threaten to withhold its chop unless satisfactory agreements were reached, and retained the power to prohibit exports that were inconsistent with the agreements reached under our supervision. Although the new Charter provided that the Sub-Committee became a “self-disciplinary industry organization jointly established on a voluntary basis” (Art. 3), as a practical matter, no manufacturer could abandon participation in the Sub-Committee or the meetings that the Chamber called.

46. This is because those meetings, under the Chamber’s guidance and direction, were to establish the prices and volumes which would meet with our approval and chop. Anyone not participating in those meetings was still subject to verification and chop monitoring to ensure compliance with the Chamber’s coordination decisions. (“For V&C applications made by non-member exporters, the Chambers shall give them the same treatment as to member exporters.” 2003 Regulation, Exhibit 2, item F.) Those trading companies which did not join the Sub-Committee nevertheless had their export volumes charged against the export quotas of the manufacturer who sold them the product, and their contracts were nevertheless subject to our price review. As such, the trading companies’ export sales remained under the control of the Chamber.

47. My colleagues and I at the Chamber continued to be employed and compensated under MOFTEC’s supervision, and were now delegated new “verification and approval” powers which kept us a position where we could compel all exporters to comply with industry

coordination directions resulting from the self discipline mandated by the government. Exports of vitamin C, while no longer under the direct administration of the Chinese Government, continued to be subject to self-discipline under the direction and coordination of the Chamber, subject to the verification and chop enforcement powers delegated to us by the Chinese government. We continued the regulation of vitamin C exports, which remained subject to the verification and chop system.

48. I am aware that the Ministry and Chinese Customs' 2002 verification and chop regulation contains a provision, which provides: "[g]iven the drastically changing international market, the customs and chambers may suspend export price review for certain products with the approvals of the general members' meetings of the sub-chamber (coordination group) and filing with [Customs and MOFTEC]." However, this provision did not give the Sub-Committee the unilateral power to suspend the verification and chop system because as clearly stated in the Sub-Committee's Charter, the Sub-Committee was supervised and guided by the Chamber. *See* Sub-Committee's 2002 Charter Article 5. The manufacturers did not have the authority to discard the verification and chop system and during my tenure as the Secretary General of the Sub-Committee, there was never any discussion about even the possibility of discarding the verification and chop system with respect to vitamin C exports. Hypothetically, if any manufacturer had ever proposed abolishing the verification and chop system concerning vitamin C exports, I would report such proposal to the Ministry as part of my responsibilities and it would be a matter for the Ministry's review and determination. The manufacturers had no authority to effectuate such a proposal on their own. Indeed in the 2003 regulation the verification & chop regulation was forcefully re-promulgated by the Ministry.



49. The verification and chop system provided the Chamber with an effective tool to enforce industry self discipline and coordination, and the Chamber on a website page added in mid-2002 so publicly reported, stating “Beginning on May 1, 2002, vitamin C was listed as a product requiring price reviews by China Customs and a seal of pre-approval by the China Chamber of Commerce, which has provided powerful oversight and safeguards for the implementation of self-discipline agreements among domestic manufacturers.” The webpage, added several months after the November-December 2001 meetings, also contained statements reflecting the Chamber’s sensitivity to China’s new WTO obligations, but clearly described the work of the Chamber’s vitamin C Sub-Committee and the verification & chop mechanism.

50. Under verification and chop, as before, China’s vitamin C manufacturers did not have the option of ignoring or not participating in the self-discipline process itself or the duty to coordinate which it entailed, nor could anyone familiar with the Chinese Government’s self-discipline policy, the organization of the Chamber or the delegation of verification and chop authority within that policy, reasonably draw any such conclusion. The Government’s Ministries themselves did not determine specific prices or quantities, and the Government itself did not intervene in those discussions. But the Government created the Chamber, designated its officials, delegated us powers, and reviewed our actions and required the Chamber to coordinate. Industry members, subject to the ongoing self discipline mandate and the verification & chop oversight tool given to us by the government, had to attend the meetings that were called, and they had to discuss and reach agreement at those meetings under our supervision.

51. The Chamber was never relieved by the Government of its coordination responsibilities, the Sub-Committee’s authorizing mandate continued in effect, and we continued our process of mandatory coordination as before. Throughout my entire tenure at the Chamber, I

have warned the manufacturers, on numerous occasions, that I would exercise the Chamber's powers not to provide the chop on their export contracts unless they were compliant, and on several occasions I did exercise these powers.

52. The meeting held in late 2001 in response to threatened dumping action, which I have described above, was one such example.

53. During mid-2002 through early 2003, each of the manufacturers on occasion presented contracts which would exceed their quota. In such circumstances my staff denied them a chop and forced them to wait until the following month.

54. In late 2003, after a period of significant price decline subsequent to the SARS epidemic where the vitamin C export price sharply dropped from an average of \$9.20 in the summer of 2003 to around \$4 in three months, I called several meetings and ultimately at my direction the manufacturers agreed to limit production during the first half of 2004.

55. In 2004, I told the companies that a mechanism had to be found to limit exports and thereafter I directed that they implement a proposal to create and stock a warehouse in Shanghai.

56. Subsequently, to compel Weisheng to comply with the coordinated shutdown schedule, I delayed stamping on its export contracts with the Chamber's chop.

57. In December 2005, I presided over a Subcommittee meeting where I required vitamin C manufacturers to implement the industry coordination measures of suspending production in April and May of 2006. To ensure the implementation of the measures, I warned manufacturers that if any company quoted a lower price than the minimum export price or did not stop production as mandated, the Chamber would not issue export verification approvals to that company until it became compliant.

58. In June of 2006, while the Chamber acceded to requests from NEPG to postpone its production suspension until July, I made a telephone call to Du Chengxiang of NEPG to force NEPG to avoid further delay. I reminded Mr. Du of NEPG's obligation to follow industry coordination and told him that if there was any continued delay the Chamber would impose a series of sanctions on NEPG, including denying verification approval.

59. This is not to say that the administration of mandated coordination and self-discipline was perfect. The Chamber could not force self discipline in ways contrary to market realities or the basic laws of supply and demand. At some meetings agreement was possible, while at others as matter of overriding economics it was not. Often these matters required extended discussion and I listened to and considered points made by the industry before formulating decisions. In some circumstances, the Chamber later had to consider modifying the coordination measures to address the market conditions with more practical measures in light of economic circumstances.

60. While I enforced the coordination measures within the bounds of the Chamber's authority, as with any other regulatory measures there was no guarantee that circumvention would not be attempted. While all contracts were inspected before affixing our chop and we refused to affix our chop to non-conforming contracts, our ability to investigate whether the export price was compliant beyond the face of the contracts was limited.

61. In addition, the Chamber had no control over pricing once the product left China. In a falling market, buyers and brokers were able to obtain post chop price concessions and rebates which were beyond the ability of the Chamber to stop. Sometimes this came to our attention via requests from China's Foreign Exchange Authority to give a statement to it so that proceeds collections in foreign currency which were less than contract prices could be remitted.

There were occasions where we refused to give such a statement, such as in mid-2003, and this in turn presented exporters with payment delays and risks of penalties under exchange procedures; but customers and brokers continued to exert their power to exact price concessions from Chinese manufacturers.

62. Also, there were several instances of basic changes in market dynamics, such as the withdrawal of vitamin C producers in other countries, the SARS outbreak in late 2002 through the middle of 2003, and a second epidemic in late 2003-2004, where prices rose significantly on their own.

63. By way of example regarding the imperfections in our administration and the need to respond to basic economic situations, at the November and December 2001 meetings discussed above, the manufacturers under our mandate reached self-discipline agreements on minimum export prices and export volume as the Chamber required. At that time, these agreements had been expected to be implemented in early 2002, but the government did not actually promulgate the 2002 verification and chop regulation until May. At that time, I received a report from the Customs showing that there had been an excess of more than 1,000 tons in the vitamin C export since January 1, 2002. Because the market demand and supply were out of balance, the companies were unable to implement the agreement and they seized opportunities to make more sales when they could. I devoted significant time and effort to investigate and determined who made the excessive export, criticized them in a Subcommittee meeting, and deducted from the excessive amount from their remaining annual export allocation.

64. As another example, during the first SARS epidemic in late 2002-early 2003, vitamin C prices rose significantly. However, as the vitamin C price increased, almost all Chinese manufacturers expanded their production capacity. While the Chamber was authorized

to make recommendations to other Government agencies on new capacity additions by Chinese manufacturers, this was something the Chamber was given no authority to regulate. Consequently, in mid-2003, as the SARS outbreak subsided, there was excessive supply of vitamin C in the market and prices started falling.

65. At this point the Chinese manufacturers started a “price war” by making great price cuts in order to secure more export sales, and it was anticipated that the price would fall continuously in the second half of the year. In June 2003, I held a meeting with manufacturers and required manufacturers to develop industry coordination measures to stop the price war. As I required, the manufacturers discussed market conditions and agreed to set a floor price of \$9.20. However, that measure was simply unrealistic in light of the market conditions. As a result, in July 2003, I held another meeting with manufacturers and during that meeting the \$9.20 price was cancelled.

66. As the price continued to fall, I continued to invoke the self-discipline mechanism to search for a solution. I called for and held another meeting in September 2003 to discuss industry coordination measures. At my direction, manufacturers discussed potential measures including export volume and price restrictions, but neither appeared practical in view of economic circumstances and no solution was found at that meeting. Finally, as I discussed above, in December 2003, I held another meeting again to address the industry coordination measure and the manufacturers agreed, at my direction, to suspend production in the first half of 2004. The other manufacturers subsequently complained that Weisheng failed to suspend production; but, as noted above, I was ultimately able to compel Weisheng to resume compliance.

67. Sometimes self discipline was effective and sometimes it was not. However, whether the industry coordination measures adopted under our mandate were effective or not, the Chinese vitamin C manufacturers were required at all times to participate in industry coordination discussions, following the agenda the Chamber set. There may have been circumstances where economic conditions negated the agreements we directed be made, but that does not mean they had a choice not to participate in the industry coordination process, or a choice not to reach agreements under my direction as dictated by economic conditions.

68. I declare under penalty of perjury of the laws of the United States of America that the foregoing is true and correct to the best of my knowledge.

In witness whereof, I have executed this declaration on this 5 day of August 2012.

/s/

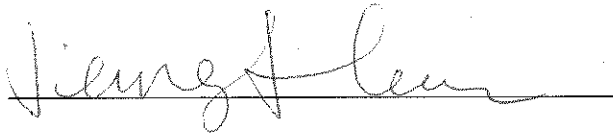
\_\_\_\_\_  
Qiao Haili

### **Certificate of Accuracy**

I, Jiangxiao Hou, am fluent in Chinese and English and certify that the attached translation which I have made is a true and correct translation of the original document.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on August 8, 2008.

A handwritten signature in cursive script, appearing to read "Jiangxiao Hou", is written over a horizontal line.

# EXHIBIT 1



[Translation]

MOFTEC Measures for Social Organizations

**Measures for Administration over  
Foreign Trade and Economic Social Organizations**

Promulgation Date: February 26, 1991;      Effective Date: February 26, 1991; [tr.]

Issued By: Ministry of Foreign Trade and Economic Cooperation ("MOFTEC")

**CHAPTER I    GENERAL PRINCIPLES**

**CHAPTER II    SCOPE AND CATEGORIES**

**CHAPTER III    ESTABLISHMENT AND CHANGE**

**CHAPTER IV    OPERATION GUIDANCE**

**CHAPTER V    DAILY MANAGEMENT**

**CHAPTER VI    SUPERVISION AND INSPECTION**

**CHAPTER VII    MISCELLANEOUS**

**Chapter I    General Principles**

Article 1      These Measures are formulated on the basis of the *Administrative Regulations for Social Organizations* issued by the State Council and relevant regulations with a view to protect the healthy development of foreign trade and economic social organizations and enhance their active role in China's foreign trade and economic affairs.

Article 2      Ministry of Foreign Trade and Economic Cooperation of the People's Republic of China (hereinafter "MOFTEC") shall be in charge of regulating the operation of foreign trade and economic chambers, associations, institutions, unions, research institutes, foundations, friendship organizations and promotion associations organized nationwide and across provinces, autonomous regions and municipalities directly under the central government within China.



Article 3 The administration by MOFTEC over the operation of various foreign trade and economic social organizations shall include examination and approval for their establishment, providing operation guidance, daily management, supervision and inspection.

Article 4 MOFTEC may directly administer or authorize relevant departments to administer the foreign trade and economic social organizations, as their establishment and nature, and standing may vary.

## Chapter II Scope and Categories

Article 5 Foreign trade and economic social organizations refer to social organizations organized in the areas of foreign trade, foreign investment utilization, international economic and technological cooperation (including international project contracting and labor service cooperation), foreign economic and technological aid, as well as international freight forwarding.

Article 6 Foreign trade and economic social organizations include the following categories:

- a. academic organizations engaging in the research of foreign trade and economy, international trade and international economic cooperation;
- b. friendship organizations set up to develop foreign trade and economy and to strengthen the connection between domestic and foreign enterprises and businessmen;
- c. all types of chamber of commerce and associations established for the purpose of coordinating and promoting China's foreign trade and economic developments;
- d. other social organizations possessing industry specific or professional nature relating to foreign trade and economy.

## Chapter III Establishment and Change

Article 7 The establishment of foreign trade and economic social organizations shall comply with the following principles:



a. The missions of foreign trade and economic social organizations shall comply with the Constitution, laws and regulations of the People's Republic of China and protect the unity of the nation; and shall not harm the interests of the state, society and group, nor the freedom and interests of other citizens and legal persons.

b. The establishment of foreign trade and economic social organizations must be conducive to the development of foreign trade and economy, the enhancement of the relationship between domestic and foreign enterprises and relevant organizations, and the order of foreign trade and economy.

c. foreign trade and economic social organizations across the nation, provinces, autonomous regions and municipalities directly under the central government shall be highly representative, and reflect the common will of the legal persons and citizens of the social organizations.

d. there shall not be any identical or similar social organizations within the administration of MOFTEC.

Article 8 The sponsors for the establishment of foreign trade and economic social organizations shall report to MOFTEC before sponsoring such establishment, and prepare relevant establishment documentation for MOFTEC to examine after adequate number of members from the business fields of such social organizations respond to the establishment.

Article 9 The following documentation is required for MOFTEC's examination and approval for the establishment of such organizations:

a. opinions of the sponsor and the report signed by the responsible person of the sponsors relating to the preparation of such social organizations;

b. draft articles of association of the social organizations which shall comply with the requirements of the *Administrative Regulations for Social Organizations*;

c. addresses of the operating offices or contact addresses;



d. names, ages, addresses, occupations and resumes of the responsible persons of the sponsors;

e. proposed members of the social organizations and their executed comments.

Article 10 Upon approval after examination, MOFTEC will issue a written document to the sponsor approving the establishment of the social organizations. The sponsors shall then apply for registration with the authority in charge of the registration of social organizations (the "Registration Authority"). No entity or individual may conduct activities in the name of social organizations without ratification and registration.

Article 11 The change of mission, name, legal representative or responsible person, or winding up of foreign trade and economic social organizations shall be examined and approved by MOFTEC, and such change or deregistration shall be registered with the Registration Authority.

#### Chapter IV Operation Guidance

Article 12 MOFTEC shall be in charge of guiding the operation of the ratified and registered foreign trade and economic social organizations.

Article 13 Operation guidance shall include:

a. to inform the development of foreign trade and economy and relevant policies and regulations;

b. to, periodically or otherwise, solicit working reports of such social organizations made by relevant responsible persons in accordance with the need and requests of foreign trade and economic social organizations;

c. to provide comments and proposals to the activities of social organizations according to the need of foreign trade and economic activities; and

d. to forward or distribute relevant documents relating to foreign trade and economy pursuant to relevant regulations.



Article 14 Social organizations established with coordination and industry regulation functions as authorized by MOFTEC must implement the administrative rules and regulations relating to foreign trade and economy.

## Chapter V Daily Management

Article 15 All types of foreign trade and economic social organizations must accept the daily management by MOFTEC or its authorized departments.

Article 16 Daily management shall include:

- a. to examine the establishment of permanent organs of social organizations and the personnel structure thereof;
- b. to examine the candidates of the leaders and internal personnel management systems of social organizations;
- c. to examine the budget and final account systems;
- d. to summarize, formulate and circulate the salary and benefit plans for permanent organs of social organizations;
- e. to organize voluntary blood donations, trees planting and such other social activities; and
- f. others matters.

Article 17 MOFTEC shall be directly responsible for the daily management of social organizations established with coordination and industry regulation functions.

Article 18 The daily management of social organizations without coordination and industry regulation functions and those established across provinces, autonomous regions and municipalities directly under the central government shall be the responsibilities of the sponsors authorized by MOFTEC or the competent authorities for foreign trade and economy in the cities where the permanent organs of such organizations are located. The relevant



authorities shall submit matters relating to daily management under its charge to MOFTEC for filing.

## Chapter VI Supervision and Inspection

Article 19 The foreign trade and economic social organizations shall accept the supervision and inspection by the Registration Authority and MOFTEC or its authorized departments.

Article 20 Matters subject to supervision and inspection include:

- a. whether the Constitution, laws and regulations are implemented;
- b. whether the operations are conducted according to social organizations' mission and articles of association;
- c. revenue and expenditure of funds; and
- d. others.

Article 21 The following matters of foreign trade and economic social organizations shall be reported or submitted for filing to MOFTEC:

- a. annual working plan and arrangements of major events;
- b. meetings of representatives, general meetings of representatives or meetings of all members and other important meetings and activities;
- c. annual budget and final accounting report;
- d. statistics of personnel and salaries of permanent organs of social organizations; and
- e. others matters.



Article 22 Authorized departments in charge of the daily management of foreign trade and economic social organizations shall strengthen the supervision and inspection of the social organizations and make regular reports to MOFTEC.

Article 23 MOFTEC has the right to order foreign trade and economic social organizations to correct its violations of Constitution, laws and regulations, and assist the relevant department to investigate and punish such violations.

#### Chapter VII Miscellaneous

Article 24 These Measures do not apply to foreign chambers of commerce established within the People's Republic of China.

Article 25 These Measures shall be interpreted by MOFTEC.

Article 26 These Measures shall take effect from the date of promulgation.





CERTIFICATE OF AUTHENTICITY OF RECORDS

\_\_\_\_\_  
City of Beijing )  
People's Republic of China )  
\_\_\_\_\_ )

**STATEMENT OF AUTHENTICITY**

I, JIANG TAO, am an Officer with official duties in the Department of Law & Treaty in the Ministry of Commerce of the People's Republic of China (the "Ministry"). I certify that the authentication of documents in the Ministry's custody is within the scope of my authority and official duties. I also certify that I have compared the document attached to this Certificate and that it is, in all respects, a true and correct copy of a document on file in my office.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Senior Officer, Department of Law & Treaty,  
Ministry of Commerce, People's Republic of China

  
JIANG TAO



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.893

This is to certify that Jiang Tao (male, born on August 2, 1977, I.D.Card: 370702197708022616), the Authorized Representative of the Ministry of Commerce of the People's Republic of China, affixed his signature to the English document attached hereto before me in this office on May 26, 2006.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XW 15502904



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.894

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.893 attached hereto is in conformity with the Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XIV 15502906



认字第06090868-001号  
兹证明前面文书上公证处的印章和  
公证员 武军 的签名(印章)  
属实。



等秘书

2006年06月15日

1350494

People's Republic of China)  
Municipality of Beijing )  
Embassy of the United ) ss:  
States of America )

Anu Prattipati  
Vice Consul

I, \_\_\_\_\_, Consul/Vice Consul of the United States of America at Beijing, People's Republic of China, duly commissioned and qualified, do hereby certify that Chen Beiliang, whose true signature and official seal are, respectively, subscribed and affixed to the foregoing document, was on the 15 day of June, 2006, the date thereof, an officer of the Ministry of Foreign Affairs of the People's Republic of China, duly commissioned and qualified, to whose official acts faith and credit are due.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Embassy of the United States of America at Beijing, People's Republic of China this 16 day of June, 2006.

Anu Prattipati

Anu Prattipati  
Vice Consul





## 对外经济贸易社会团体管理办法

(1991年2月26日对外经济贸易部发布)

### 第一章 总则

第一条 为保障对外经济贸易社会团体的健康发展,并发挥其在我国对外经济贸易事业中的积极作用,根据国务院发布的《社会团体登记管理条例》及有关规定,特制定本办法。

第二条 在中华人民共和国境内组织的全国性和跨省、自治区、直辖市的对外经济贸易商会、协会、学会、联合会、研究会、基金会、联谊会、促进会等社会团体,均根据本办法由中华人民共和国对外经济贸易部(以下简称对外经济贸易部)负责业务管理。

第三条 对外经济贸易部对各类对外经济贸易社会团体的业务管理包括成立审查、业务指导、日常管理、监督检查。

第四条 对外经济贸易部对各类对外经济贸易社会团体的管理,根据其组成和性质、地位的不同,实行直接或授权有关单位负责的办法。

### 第二章 范围与分类

第五条 对外经济贸易社会团体是指在对外贸易、利用外资、国际经济技术合作(包括国际承包工程和劳务合作)、对外经济技术援助以及国际货运代理等领域内组织的社会团体。

第六条 对外经济贸易社会团体包括以下各类:

- (一)从事对外经济贸易、国际贸易和国际经济合作研究的学术性组织;
- (二)为发展对外经济贸易、促进国内外企业和经营者联系建立的联谊性组织;
- (三)以协调、促进我国对外经济贸易发展为宗旨的各类商会、协会组织;
- (四)具有对外经济贸易行业或专业特点的其他社会团体组织。

### 第三章 成立和变更

第七条 成立对外经济贸易社会团体必须符合以下原则:

(一)对外经济贸易社会团体的宗旨,必须符合中华人民共和国的宪法和法律、法规,必须维护国家的统一和民族的团结,不得损害国家的、社会的、集体的利益和其他公民、法人的自由和权利;

(二)成立对外经济贸易社会团体,必须有利于促进对外经济贸易的发展,有利于促进国内外企业和有关组织的联系,有利于维护和保障对外经济贸易的正常秩序;

(三)全国性或跨省、自治区、直辖市的对外经济贸易社会团体,必须具有广泛的代表性,必须反映参加社会团体组织的法人、公民的共同意志;

(四)在对外经济贸易部业务管理的范围内,不得成立相同或相似的社会团体。

第八条 发起成立对外经济贸易社会团体的发起人,应在发起成立之前向对外经济贸易部报告,在有该社会团体业务范围内的足够成员响应后,拟定有关成立文件报对外经济贸易部审查。

第九条 成立审查须提交下列材料:

- (一)发起单位的意见和发起负责人签署的有关该社会团体筹建情况的报告;
- (二)符合《社会团体登记管理条例》规定的社会团体章程草案;
- (三)办事机构地址或联系地址;
- (四)发起负责人的姓名、年龄、住址、职业及简历;
- (五)拟参加的成员及其书面签署的意见。

第十条 对外经济贸易部审查同意后,向发起人签发同意成立的书面文件。由发起人向社会团体登记管理机关申请登记。未经核准登记,任何单位和个人一律不得以社会团体的名义开展活动。

第十一条 对外经济贸易社会团体改变宗旨在变更名称、法定代表人或负责人、自行解散等，须经对外经济贸易部审查同意，并向登记管理机关申请变更登记或注销登记。

#### 第四章 业务指导

第十二条 经核准登记的对外经济贸易社会团体由对外经济贸易部负责业务指导。

第十三条 业务指导的一般内容是：

- (一) 通报对外经济贸易的形势和有关政策、规章；
- (二) 根据需要和对外经济贸易社会团体的要求，由有关负责人定期或不定期听取社会团体  
的工作报告；
- (三) 根据对外经济贸易工作的需要，对社会团体的活动提出意见和建议；
- (四) 按有关规定，转发或发送有关对外经济贸易的文件。

第十四条 经对外经济贸易部授权，具有业务协调和部分行业管理职能的社会团体，必须执行有关对外经济贸易管理的行政法规和规章。

#### 第五章 日常管理

第十五条 各类对外经济贸易社会团体必须接受对外经济贸易部或其授权单位的日常管理。

第十六条 日常管理的主要事项包括：

- (一) 审查社会团体常设机构的设立和人员编制；
- (二) 审查其领导人的人选和内部人事制度；
- (三) 审查其经费预、决算制度；
- (四) 汇总编报和下达社会团体常设机构的劳动工资计划；
- (五) 布置和安排义务献血、义务绿化等社会工作；
- (六) 其它。

第十七条 具有业务协调和部分行业管理职能的社会团体，其日常管理由对外经济贸易部直接负责。

第十八条 不具有业务协调和行业管理职能的社会团体和跨省、自治区、直辖市的社会团体，其日常管理由对外经济贸易部授权有关发起单位或常设办事机构所在地的对外经济贸易业务主管部门负责。各有关单位应将其负责的日常管理事项报对外经济贸易部备案。

#### 第六章 监督检查

第十九条 各类对外经济贸易社会团体必须接受登记管理机关和对外经济贸易部或其授权单位的监督检查。

第二十条 监督检查的事项包括：

- (一) 贯彻执行国家宪法和法律、法规的情况；
- (二) 按其宗旨和组织章程开展业务活动的情况；
- (三) 经费收支情况；
- (四) 其他。

第二十一条 各类对外经济贸易社会团体的下列事项须向对外经济贸易部报告或呈请备案：

- (一) 年度工作计划和重大活动安排；
- (二) 代表会议、代表大会或全体会议以及其他重要会议和活动；
- (三) 年度的经费预算和决算报告；
- (四) 常设机构的人事和劳动工资统计；
- (五) 其他。

第二十二条 经授权负责对外经济贸易社会团体日常管理的单位，应加强有关的监督检查工作，并定期向对外经济贸易部报告。

第二十三条 对外经济贸易部对各类对外经济贸易社会团体违反宪法和法律、法规的行为，

有权责令其纠正并协助有关部门予以查处。

#### 第七章 附则

第二十四条 本办法不适用于在中华人民共和国境内组建的外国商会。

第二十五条 本办法的解释权属于对外经济贸易部。

第二十六条 本办法自发布之日起施行。



# 公 证 书

(2006)长证经字第893号

兹证明中华人民共和国商务部的授权代表蒋涛（男，一九七七年八月二日出生，身份证号码：370702197708022616）于二〇〇六年五月二十六日来到我处，在我的面前，在前面的英文文件上签字。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日



XIV 15502903



# 公 证 书

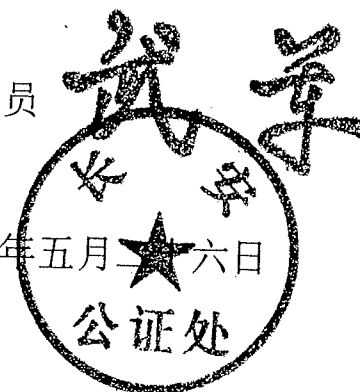
(2006)长证经字第894号

兹证明前面(2006)长证经字第893号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日



XN 15502905





## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1026

This is to certify that the English translation of the document  
attached hereto is identical with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XIV 15505787



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1027

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.1026 attached hereto is in conformity with the Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XIV 15505789





## 对外经济贸易社会团体管理办法

(1991年2月26日对外经济贸易部发布)

### 第一章 总则

第一条 为保障对外经济贸易社会团体的健康发展,并发挥其在我国对外经济贸易事业中的积极作用,根据国务院发布的《社会团体登记管理条例》及有关规定,特制定本办法。

第二条 在中华人民共和国境内组织的全国性和跨省、自治区、直辖市的对外经济贸易商会、协会、学会、联合会、研究会、基金会、联谊会、促进会等社会团体,均根据本办法由中华人民共和国对外经济贸易部(以下简称对外经济贸易部)负责业务管理。

第三条 对外经济贸易部对各类对外经济贸易社会团体的业务管理包括成立审查、业务指导、日常管理、监督检查。

第四条 对外经济贸易部对各类对外经济贸易社会团体的管理,根据其组成和性质、地位的不同,实行直接或授权有关单位负责的办法。

### 第二章 范围与分类

第五条 对外经济贸易社会团体是指在对外贸易、利用外资、国际经济技术合作(包括国际承包工程和劳务合作)、对外经济技术援助以及国际货运代理等领域内组织的社会团体。

第六条 对外经济贸易社会团体包括以下各类:

- (一) 从事对外经济贸易、国际贸易和国际经济合作研究的学术性组织;
- (二) 为发展对外经济贸易、促进国内外企业和经营者联系建立的联谊性组织;
- (三) 以协调、促进我国对外经济贸易发展为宗旨的各类商会、协会组织;
- (四) 具有对外经济贸易行业或专业特点的其他社会团体组织。

### 第三章 成立和变更

第七条 成立对外经济贸易社会团体必须符合以下原则:

(一) 对外经济贸易社会团体的宗旨,必须符合中华人民共和国的宪法和法律、法规,必须维护国家的统一和民族的团结,不得损害国家的、社会的、集体的利益和其他公民、法人的自由和权利;

(二) 成立对外经济贸易社会团体,必须有利于促进对外经济贸易的发展,有利于促进国内外企业和有关组织的联系,有利于维护和保障对外经济贸易的正常秩序;

(三) 全国性或跨省、自治区、直辖市的对外经济贸易社会团体,必须具有广泛的代表性,必须反映参加社会团体组织的法人、公民的共同意志;

(四) 在对外经济贸易部业务管理的范围内,不得成立相同或相似的社会团体。

第八条 发起成立对外经济贸易社会团体的发起人,应在发起成立之前向对外经济贸易部报告,在有该社会团体业务范围内的足够成员响应后,拟定有关成立文件报对外经济贸易部审查。

第九条 成立审查须提交下列材料:

- (一) 发起单位的意见和发起负责人签署的有关该社会团体筹建情况的报告;
- (二) 符合《社会团体登记管理条例》规定的社会团体章程草案;
- (三) 办事机构地址或联系地址;
- (四) 发起负责人的姓名、年龄、住址、职业及简历;
- (五) 拟参加的成员及其书面签署的意见。

第十条 对外经济贸易部审查同意后,向发起人签发同意成立的书面文件。由发起人向社会团体登记管理机关申请登记。未经核准登记,任何单位和个人一律不得以社会团体的名义开展活动。



第十一条 对外经济贸易社会团体改变宗旨在变更名称、法定代表人或负责人、自行解散等，须经对外经济贸易部审查同意，并向登记管理机关申请变更登记或注销登记。

#### 第四章 业务指导

第十二条 经核准登记的对外经济贸易社会团体由对外经济贸易部负责业务指导。

第十三条 业务指导的一般内容是：

- (一) 通报对外经济贸易的形势和有关政策、规章；
- (二) 根据需要和对外经济贸易社会团体的要求，由有关负责人定期或不定期听取社会团体

体的工作报告；

- (三) 根据对外经济贸易工作的需要，对社会团体的活动提出意见和建议；
- (四) 按有关规定，转发或发送有关对外经济贸易的文件。

第十四条 经对外经济贸易部授权，具有业务协调和部分行业管理职能的社会团体，必须执行有关对外经济贸易管理的行政法规和规章。

#### 第五章 日常管理

第十五条 各类对外经济贸易社会团体必须接受对外经济贸易部或其授权单位的日常管理。

第十六条 日常管理的主要事项包括：

- (一) 审查社会团体常设机构的设立和人员编制；
- (二) 审查其领导人的人选和内部人事制度；
- (三) 审查其经费预、决算制度；
- (四) 汇总编报和下达社会团体常设机构的劳动工资计划；
- (五) 布置和安排义务献血、义务绿化等社会工作；
- (六) 其它。

第十七条 具有业务协调和部分行业管理职能的社会团体，其日常管理由对外经济贸易部直接负责。

第十八条 不具有业务协调和行业管理职能的社会团体和跨省、自治区、直辖市的社会团体，其日常管理由对外经济贸易部授权有关发起单位或常设办事机构所在地的对外经济贸易业务主管部门负责。各有关单位应将其负责的日常管理事项报对外经济贸易部备案。

#### 第六章 监督检查

第十九条 各类对外经济贸易社会团体必须接受登记管理机关和对外经济贸易部或其授权单位的监督检查。

第二十条 监督检查的事项包括：

- (一) 贯彻执行国家宪法和法律、法规的情况；
- (二) 按其宗旨和组织章程开展业务活动的情况；
- (三) 经费收支情况；
- (四) 其他。

第二十一条 各类对外经济贸易社会团体的下列事项须向对外经济贸易部报告或呈请备案：

- (一) 年度工作计划和重大活动安排；
- (二) 代表会议、代表大会或全体会议以及其他重要会议和活动；
- (三) 年度的经费预算和决算报告；
- (四) 常设机构的人事和劳动工资统计；
- (五) 其他。

第二十二条 经授权负责对外经济贸易社会团体日常管理的单位，应加强有关的监督检查工作，并定期向对外经济贸易部报告。

第二十三条 对外经济贸易部对各类对外经济贸易社会团体违反宪法和法律、法规的行为，



有权责令其纠正并协助有关部门予以查处。

#### 第七章 附则

- 第二十四条 本办法不适用于在中华人民共和国境内组建的外国商会。  
第二十五条 本办法的解释权属于对外经济贸易部。  
第二十六条 本办法自发布之日起施行。





# 公 证 书

(2006)长证经字第1026号

兹证明前面的文件后所附的英文译本与中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XIV 15505786



# 公 证 书

(2006)长证经字第1027号

兹证明前面(2006)长证经字第1026号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XN15505788

# EXHIBIT 2

[TRANSLATION]

**Notice of Ministry of Foreign Trade and Economic Cooperation regarding Printing and Distribution of Several Regulations for Personnel Management of Chambers of Commerce for Importers and Exporters**

(Dated Sept. 23, 1994 [1994] Wai Jing Mao Ren Fa No. 540)

Each chamber of commerce for importers and exporters:

Pursuant to the Foreign Trade Law of the People's Republic of China and the relevant regulations of the State Council, this Ministry has stipulated the Several Regulations for Personnel Management of Chambers of Commerce for Importers and Exporters, which is hereon printed and distributed. Please implement accordingly.

This Notice is hereby issued.

Annex: Several Regulations for Personnel Management of Chambers of Commerce for Importers and Exporters

Annex:

**Several Regulations for Personnel Management of Chambers of Commerce for Importers and Exporters**

This Regulation is stipulated in accordance with the Foreign Trade Law of the People's Republic of China and the relevant regulations of the State Council for the purposes of meeting the requests of the foreign trade system reform; improving the organizational structure of chambers of commerce for importers and exporters (hereinafter as "chambers"), enhancing their viability and allowing them to effectively play the role in coordinating and service providing.

**I. General Principles of Management**

1. Chambers are social organizations of legal person status, which shall be managed by reference to the laws, regulations and rules stipulated by the state and the Ministry of Foreign Trade and Cooperation (hereinafter as "MOFTEC") regarding the personnel management of public institutions.
2. Chambers shall, based on their own characteristics, establish and improve various rules and systems so as to enhance their internal management.
3. MOFTEC shall maintain and ensure the discretion of chambers in personnel employment, enhance its macro management, guardianship and service, and promote the healthy development of chambers.

**II. Organizational Structure and Personnel Authorization**



principle of simplified administration and higher efficiency and in view of the request by work, propose their authorized numbers of personnel, which will, upon verification and approval by MOFTEC, be approved by the Ministry of Civil Affairs.

5. Within the authorized numbers for personnel and internal departments, Chambers are entitled to establish, adjust (change the name of) or abolish their internal departments and make a decision on their personnel authorization, provided that they will file such information with MOFTEC.

6. In general, senior positions and the number of each of such positions within a chamber shall be 1 President, several Vice-Presidents (among which, 2 to 3 are full-time Vice-Presidents and several others are part-time), 1 Secretary-General, 1 to 2 Vice Secretary-General. The responsibilities and mandate of the President, Vice-Presidents and Secretary-General shall be stipulated by the articles of association of the chamber.

7. The leading positions at various departments of permanent administrative offices established by chambers shall be formulated in accordance with the principle of simplified administration and higher efficiency, and the number of each position shall be decided according to the standard of one person for the principal position and one for the deputy position.

### III. Sources and Management of Employees

8. The general working staff of the permanent administrative offices of chambers shall be chosen primarily from the employees in service of their membership organizations or the competent authorities in charge of foreign trade and economics and the public institutions directly under their leadership. With the approval of the members general meeting, a small group of personnel can also be temporarily transferred from the member companies of the chamber. The insufficient part of personnel may be made up by recruiting from the general public.

9. The personal file and payment record of any personnel who have been transferred to work with the chamber shall be whereupon removed to the chamber concerned.

10. Personnel transferred from member companies shall be rotated periodically, and their personal file and payment (including bonus and compensation) record may be kept at their original working units.

11. In principle, personnel recruited from social entities and unemployed people shall be subject to the employment contract signed between the chamber and the employed person in accordance with the relevant regulations of the state. Specific measures and standards shall be implemented according to the relevant regulations of MOFTEC.

12. As needed, chambers may temporarily engage retired people for certain special projects.

### IV. Selection and Management of Senior Officials

13. The candidates for the senior positions of the chamber are recommended by MOFTEC (or recommended by over 1/3 of the chamber's member companies and approved by MOFTEC) and then elected or dismissed by the general meeting of members.

14. President, full-time Vice-President, Secretary-General and Vice Secretary-General of the chamber shall be full-time employees in service, and the part-time Vice-President of the chamber may maintain their positions at his/her original working unit on a continuous basis.

15. In principle, the heads of the various departments of permanent offices established by chambers shall be appointed to their positions by the President of the chamber in accordance with the prescribed procedures.

#### V. Compensation and Bonus for Employees

16. The compensation and bonus for the employees of chambers shall be implemented according to the regulations of the state regarding public institutions, except that the compensation and bonus for the employees recruited from the general public will be according to the relevant regulations stipulated by the labor authority and the employment contract.

17. Within the total authorized number of personnel, the Personnel Department of MOFTEC will, based on the actual number of employees and the annual plan for employment, verify and approve the total amount of salary of the chamber and implement the verification and approval system as stipulated in the Handbook of Salary Fund Management.

18. Part-time officials of the chamber shall not be entitled to payment, allowance or insurance and welfare treatment.

19. The retirement conditions and treatment for the employees of the chamber shall be implemented according to the regulations of the state on retirement and be paid by the chamber, except that such conditions and treatments for the employees recruited from the general public will be subject to the contract.

#### VI. Others

20. This Regulation is also applicable to chambers and associations authorized by MOFTEC to have a coordinating function within their respective industries. Other organizations engaged in foreign trade and economic shall, based on their own characteristics, implement this Regulation *mutatis mutandis*.

21. This Regulation shall be construed by the Personnel, Education and Labor Department [of MOFTEC].

22. This Regulation shall become effective upon the date of promulgation.



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1028

This is to certify that the English translation of the document  
attached hereto is identical with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XN15505791





## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1029

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.1028 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XW15505793



对外贸易经济合作部关于印发  
《关于进出口商会人事管理的若干规定》的通知

(1994年9月23日 (1994)外经贸人发第54  
0号)

各进出口商会:

根据《中华人民共和国对外贸易法》及国务院有关规定,我部制订了《关于进出口商会人事管理的若干规定》,现予印发,请按照执行。

特此通知。

附件:《关于进出口商会人事管理的若干规定》

附件

关于进出口商会人事管理的若干规定

为了适应外经贸体制改革的需要,健全进出口商会(以下简称商会)组织机构,充实其力量,并利于充分发挥其协调、服务等职能,根据《中华人民共和国对外贸易法》及国务院有关规定,制定本规定。

一、管理原则

1. 商会为社团法人,参照执行国家和外经贸部有关事业单位人事管理的法律、法规和规章。
2. 商会应结合自身特点依法建立和健全各项规章制度,加强内部管理。
3. 外经贸部应维护和保障商会的用人自主权,加强宏观管理、指导和服务,促进商会组织的健康发展。

二、机构设置和人员编制

4. 商会应按照国家有关规定,本着精简、效能的原则,并根据工作需要,拟定编制员额,经外经贸部审核,报民政部审定。
5. 在批准的总编制和内设机构数额内,商会有权根据其章程自行设立、调整(更名)或撤销内部机构和决定其人员编制,并报外经贸部备案。
6. 商会领导职务及职数一般为会长1人,副会长若干人(其中专职副会长2-3人,兼职副会长若干人),秘书长1人,副秘书长1-2人。正副会长、秘书长职责权限由商会章程规定。
7. 商会常设办事机构各部门的领导职务的设置,应贯彻精简、效能的原则,其总数可按平均不超过一正一副的标准确定。

三、职工来源和管理

8. 商会常设办事机构所需的一般工作人员,主要应从会员单位、外经贸主管部门及其直属事业单位在职人员中选调。经会员代表大会同意,也可从会员企业中借调少部分人员。不足部分可面向社会招聘。
9. 调入商会任职的各类人员,其人事、工资关系应随即转入商会。
10. 从会员企业借调的人员,实行定期轮换,其人事、工资(含福利待遇)关系可保留在原单位。

11. 从社会单位和待业人员中招聘的人员原则上实行合同制,按国家有关规定与被聘用人员签订聘用合同,具体办法和标准按外经贸部的有关规定执行。
12. 根据需要,商会可临时聘用离退休人员从事某些专项工作。

四、领导职务的产生和管理

13. 商会领导人的人选由外经贸部推荐(或由三分之一以上的会员单位共同推荐,并经外经贸部批准)后,经会员代表大会选举产生或罢免。
14. 商会会长、专职副会长、秘书长、副秘书长应是在职专职人员,商会兼职副会长,

15. 商会常设办事机构各部门负责人,原则上应实行聘任制,由会长按规定程序聘任。
- 五、职工工资、福利待遇
16. 商会职工的工资、福利待遇,除招聘人员按劳动人事部门和聘用合同的有关规定执行外,按国家对事业单位的有关规定执行。
17. 在批准的总编制内,外经贸部人事主管部门根据实有职工人数情况和年度用工计划核定工资总额,并执行《工资基金管理手册》的审核制度。
18. 商会兼职领导人不得在商会领取工资、津贴和享受保险福利待遇。
19. 商会职工的退休条件和待遇,除招聘人员按合同执行外,均按国家有关退休的规定执行,费用由商会支付。
- 六、其他
20. 本规定同时适用于经外经贸部授权具有行业协调职能的商会、协会。其它外经贸社团根据自身特点参照执行。
21. 本规定由部人事教育劳动司负责解释。
22. 本规定自发布之日起执行。





# 公 证 书

(2006)长证经字第1028号  
兹证明前面的文件后所附的英文译本与中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XW 15505790



# 公 证 书

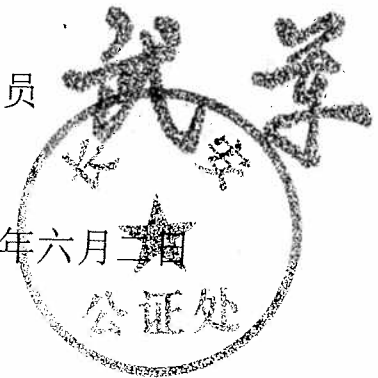
(2006)长证经字第1029号

兹证明前面(2006)长证经字第1028号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XW 15505792



CERTIFICATE OF AUTHENTICITY OF RECORDS

\_\_\_\_\_  
City of Beijing )  
People's Republic of China )  
\_\_\_\_\_ )

STATEMENT OF AUTHENTICITY

I, JIANG TAO, am an Officer with official duties in the Department of Law & Treaty in the Ministry of Commerce of the People's Republic of China (the "Ministry"). I certify that the authentication of documents in the Ministry's custody is within the scope of my authority and official duties. I also certify that I have compared the document attached to this Certificate and that it is, in all respects, a true and correct copy of a document on file in my office.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Senior Officer, Department of Law & Treaty,  
Ministry of Commerce, People's Republic of China

  
JIANG TAO





## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.895

This is to certify that Jiang Tao (male, born on August 2, 1977, I.D.Card: 370702197708022616), the Authorized Representative of the Ministry of Commerce of the People's Republic of China, affixed his signature to the English document attached hereto before me in this office on May 26, 2006.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XV 15502908



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.896

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.895 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

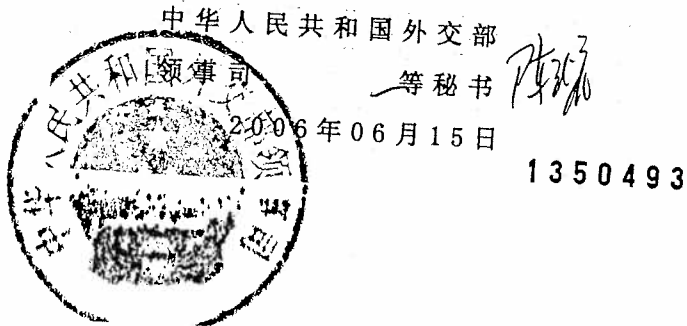
May 26, 2006

XN15502910





认字第06090865-001号  
兹证明前面文书上公证处的印章和  
公证员 武军 的签名(印章)  
属实。



People's Republic of China)  
Municipality of Beijing )  
Embassy of the United ) ss:  
States of America )

Anu Prattipati  
Vice Consul

I, \_\_\_\_\_, Consul/Vice Consul of the United States of America at Beijing, People's Republic of China, duly commissioned and qualified, do hereby certify that Chen Beiliang, whose true signature and official seal are, respectively, subscribed and affixed to the foregoing document, was on the 15 day of June, 2006, the date thereof, an officer of the Ministry of Foreign Affairs of the People's Republic of China, duly commissioned and qualified, to whose official acts faith and credit are due.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Embassy of the United States of America at Beijing, People's Republic of China this 16 day of June, 2006.

*Anu Prattipati*

Anu Prattipati  
Vice Consul



# 公 证 书

(2006)长证经字第895号

兹证明中华人民共和国商务部的授权代表蒋涛（男，一九七七年八月二日出生，身份证号码：370702197708022616）于二〇〇六年五月二十六日来到我处，在我的面前，在前面的英文文件上签字。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日  
公证处



XIV 15502907



# 公 证 书

(2006)长证经字第896号

兹证明前面(2006)长证经字第895号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日



XIV 15502909



# EXHIBIT 3

Interim Provisions for Administration of Export Commodities  
(approved by the State Council on December 21, 1992, issued and announced by the  
Ministry of Foreign Trade and Economic Cooperation on December 29, 1992)

To meet the needs of the development of a socialist market economy, strengthen the overall administration of exports, to promote enterprises' transformation of operations, to accelerate the development of foreign trade, and to implement international trade conventions, the Interim Provisions for Administration of Export Commodities are enacted as follows:

1. The scope of export commodities governed by the Government's administration of quota licensing

Export commodities subject to the administration of quota licensing are primarily: bulk resource export commodities that are important for the national interest or individuals' well-being and bulk traditional export commodities that have important status in our export system, important commodities that hold a dominant position in the global marketplace or some other marketplace, export commodities which are subject to foreign nations' quotas or for which other nations ask that, we voluntarily limit our export quantity, commodities exported in large quantities and that may easily disrupt the economic order, important name-brand, high-quality, or specialized export commodities, and export commodities with special requirements. In all, there are 138 export commodities subject to the administration of national quota licensing (see list attached). As reform progresses, the number of export commodities subject to the administration of quota permits shall be gradually reduced in the future.

(1) Bulk resource export commodities that are important for the national interest or individuals' livelihood and bulk traditional export commodities that have important status in our exports, of which there are 38 kinds, shall be subject to planned quota administration.

[Not Translated]

4. Coordination of the administration of export commodities

Those export commodities which are subject to coordination shall be collectively administered by each respective Chamber of Commerce. Those companies dealing in export commodities which are subject to the administration of quota licensing shall join relevant

Chambers of Commerce. The particular methods of coordination administration shall be made by each Chamber of Commerce and will be strictly implemented upon discussion and approval at member meetings.

Joint operations, on the basis of willingness, equality, and mutual benefit, between companies that deal in the same type of export commodities shall be promoted and encouraged.

[Not Translated]

6. The present Provisions shall take effect on January 1, 1993. The Ministry of Foreign Economic Relations and Trade shall be responsible for the interpretation of the present Provisions.

List of export commodities subject to the Government's administration of quota licensing (138 in all)

1. Export commodities subject to planned quotas and licensing administration (38 kinds in all)

(1) rice, (2) soybeans (including crushed), (3) corn (including crushed), (4) tea, (5) coal (including coal-water mixture), (6) tungsten (tungsten ore, ammonium paratungstate, tungsten trioxide, tungstic acid), (7) antimony (antimony ingots, antimony oxide), (8) crude oil, (9) processed oil products, (10) cotton, (11) cotton yarn, (12) cotton-polyester yarn, (13) cotton gray cloth, (14) cotton-polyester gray cloth, (15) silk, (16) gray silk fabrics (shuttle-woven, knitted, raw, boiled-off, bleached)

(The above 16 kinds of most important export commodities shall be subject to unified and joint operation as organized by the Government.)

(17) bean cakes and meal, (18) unshelled peanuts (nutmeats), (19) rosin and turpentine, (20) wood and sawn goods, (21) cashmere and woolenless cloth, (22) rabbit fur, (23) raw steel and scrap steel, (24) pig iron, (25) tin (tin ingots, soldering tin and tin ore), (26) zinc (zinc ingots, zinc ore), (27) iron alloy (ferric silicon, ferric tungsten), (28) coke, (29) cement, (30) caustic calcined (dead burnt) magnesite, (31) fluorite lumps (powder), (32) talc lumps (powder)

(33) caustic soda, (34) soda ash, (35) paraffin wax, (36) Chinese herbs (ginseng, licorice root), (37) tetracycline, (38) Vitamin C

[Not Translated]

#### 出口商品管理暂行办法

(1992年12月31日国务院批准)

1992年12月29日对外经济贸易部令第4号发布

为适应社会主义市场经济发展的需要,加强出口宏观管理,促进企业转换经营机制,加快对外贸易发展,参照国际贸易惯例,特制订以下出口商品管理暂行办法:

##### 一、国家实行配额许可证管理的出口商品范围

实行配额许可证管理的出口商品主要是:关系国计民生的大宗资源性出口商品及在我国出口中占有重要地位的大宗传统出口商品;我在国际市场或某一市场占主导地位的重要商品;国外对我有配额或要求我主动限制出口数量的商品;出口量大且易于引起经营秩序混乱的商品;重要的名、优、特出口商品,或有特殊要求的出口商品。实行配额许可证管理的出口商品共138种(目录附后)。随着改革的深化,今后实行配额许可证管理的出口商品将逐步减少。

(一)对关系国计民生的大宗资源性出口商品以及在我国出口中占有重要地位的大宗传统出口商品,实行计划配额管理,品种为35种。每年出口数量确定后,由经贸部下达各省、自治区、直辖市和计划单列市(以下简称各地方)及中央各部门所属外贸(工贸)总公司(以下简称各部门外贸公司)具体执行。

(二)我在国际市场或某一市场上占主导地位的重要出口商品,外国要求我主动限制的出口商品,实行主动配额管理,品种为54种,其中远洋地区配额商品为31种,港澳地区配额商品为23种。每年出口数量由经贸部根据国内外市场情况征求有关进出口商会意见确定,原则上分配到各地方和各部门外贸公司执行。

(三)出口金额大且经营秩序易于混乱和重要的名、优、特出口商品以及少数需管理的商品,实行一般许可证管理,列入出口许可证管理商品范围,品种为22种。每年将根据情况调整品种。每年出口数量原则上不限制,着重是管理经营秩序。

(四)国外对我有配额的24种出口商品,继续实行被动配额管理,每年出口数量按双边协议执行,分配办法另行制定。

(五)对外商投资企业生产出口的属配额许可证管理的商品,按立项时批准的合同安排出口配额。

##### 二、出口许可证管理

(一)计划配额、主动配额和一般许可证管理的出口商品都实行出口许可证管理。出口许可证管理商品的品种共114种。

(二)计划配额、主动配额出口商品按计划配额数量发证,一般许可证管理的出口商品发证数量原则上不限,如国际、国内市场情况变化需限制时,由经贸部提前通知发证机构执行。

(三)经贸部制定许可证管理办法,实行宏观管理和总量控制,一般发证商品发证的事



务性工作主要放到地方经贸管理部门和特派员办事处。

(四)对部分许可证管理商品发证试行招标办法,由进出口商会主持招标,发证机关在已确定的配额内按企业中标数量和价格核发出口许可证。经贸管理部门监督合同的执行。试行招标的配额许可证管理商品范围,将逐步扩大。

### 三、出口商品经营管理

(一)计划配销商品中的十六种特别重要出口商品,由国家组织统一联合经营,具体由经贸部组织实施。

(二)除国家组织统一联合经营的十六种外,其他实行配额许可证管理的出口商品由各省、自治区、直辖市和计划单列市经贸管理部门分配给有出口实绩或经营能力的外贸企业和有该种出口商品经营权的其他企业经营(各部门外贸公司由经贸部根据其出口实绩或经营能力分配)。除此以外的出口商品,凡经国家批准经营对外贸易业务的外贸企业都可经营。

(三)有外贸自营权的生产企业或实体性企业集团、外商投资企业的经营范围仍为自产产品。

(四)凡属下列情况之一的货物,任何企业不得经营出口:(1)危及国家安全的;(2)法律、法规禁止出口的文物、濒临灭绝状态的珍贵的动物或植物、劳改产品及其他货物;(3)违反中华人民共和国承担的国际义务的;(4)国内特别紧缺的麝香、天然牛黄、铜及铜合金、白金。

### 四、出口商品协调管理

需要协调的出口商品,统一由各进出口商会协调管理。经营实行配额许可证管理出口商品的企业应参加有关进出口商会。具体协调管理办法,由各进出口商会制订,经会员大会讨论通过后严格执行。

积极推动和鼓励经营同类出口商品的企业在自愿、平等、互利的基础上联合经营。

严格执行《商标法》,保护和发展名牌出口商品。

### 五、增强出口商品管理透明度

实行配额许可证管理的出口商品每年配额的分配、实施结果,凡不涉及商业秘密的都要公布,以接受各方监督。

六、本办法从一九九三年一月一日起执行。由经贸部负责解释。

国家实行配额许可证管理的出口商品目录(共136种)

#### 一、实行计划配额管理商品目录(36种)

1、大米 2、大豆(含大豆碎) 3、玉米(含玉米碎) 4、茶叶 5、煤炭(含水煤浆) 6、钨(指钨砂、仲钨酸铵、三氧化钨、钨酸) 7、锡(指锡锭、氧化锡) 8、原油 9、成品油 10、棉花 11、棉纱 12、精梳纯纱 13、棉坯布 14、精梳纯坯布 15、蚕丝类 16、丝绸(包括被、针织的生、熟、绢绸)

(以上十六种特别重要的出口商品,由国家组织统一联合经营)

17、豆粕及豆饼 18、花生仁(果) 19、松香及松脂 20、原木及锯材 21、羊绒及无毛絨 22、兔毛 23、钢材及废钢 24、生铁 25、锡(指锡锭、焊锡及锡砂) 26、锑(指锑锭、锑矿砂) 27、铁合金(指硅铁、钨铁) 28、焦炭 29、水银 30、钨(重)

烧碱 31、硝石炭(粉) 32、滑石炭(粉)

33、硫酸 34、硫酸 35、石蜡 36、中药材(其中:人参、甘草) 37、四环素 38、维生素C

二、实行主动配额管理商品目录(54种,括号内为实行主动配额的国家和地区)

39、烟花爆竹(美国、日本、港澳) 40、芦笋罐头(欧共体、港澳) 41、水萝卜(日本) 42、红小豆(日本) 43、高粱(日本、东南亚) 44、燕麦干(日本) 45、栗子(日本、港澳、东南亚) 46、大蒜(港澳、东南亚) 47、芝麻(日本) 48、荞麦(日本) 49、蜂蜜(日本) 50、薄荷精油(欧共体)

51、草及草制品(日本) 52、稻草及制品(日本) 53、阿拉伯拖裤(中东六国) 54、硝片石墨(日本) 55、肝素钠(欧共体、港澳、美国) 56、鲜蜂王浆(日本、欧共体、美国) 57、半夏(日本) 58、糙米(日本) 59、桐木及纸材(日本) 60、棉织布(日本、港澳) 61、棉涤纶织布(日本) 62、双草双腊(韩国、东南亚) 63、甘草制品(港澳、日本、东南亚) 64、糖蜜(摩)(欧共体、日本) 65、地毡(英国、日本) 66、硬合金(日本、港澳) 67、蕉柑(东南亚) 68、冻兔肉(欧共体、港澳) 69、梭子蟹(日本) 70、括带(包括括大带、括中带、括乳带)(港澳) 71、括牛(港澳) 72、括羊(港澳)

73、括食(括鸡、括鸭、括鹅、括猪)(港澳) 74、冻猪肉(港澳) 75、冻牛肉(港澳) 76、冻羊肉(港澳) 77、冻家禽(港澳) 78、括水产品(包括括带鱼、大闸蟹)(港澳) 79、鲜水果(包括括梨、括蜜瓜、苹果、荔枝、西瓜)(港澳) 80、鲜蔬菜(包括括白菜、土豆、萝卜、冬瓜、菜花)(港澳) 81、皮蛋(港澳) 82、虫草(港澳) 83、菊花(港澳)

84、黄芩(港澳)

85、当归(港澳) 86、枸杞(港澳) 87、党参(港澳) 88、茯苓(港澳) 89、苡苡砂(包括砂、条、球、精干苡)(港澳) 90、苡苡还布(港澳)

91、卫生纸(港澳) 92、挂木藤蓆(港澳)

三、实行一证许可管理商品目录(22种)

93、食糖 94、挂砂(干砂、干糖) 95、糖蜜 96、岩高衣 97、黑白电视机 98、轴承 99、稀土 100、柚皮 101、桔油 102、重水 103、景泰蓝 104、松茸 105、麻黄素 106、聚乙酮 107、铝及铝基合金

108、镍及镍基合金 109、钢材 110、黄磷 111、铝锭

112、军民通用化学品(10个) 113、剧毒化学品(22个) 114、电子计算机及外部设备

四、实行被动配额管理商品目录(24种)

(一)纺织品被动配额商品(19种)

1、化学纤维 2、棉纱 3、毛纱及毛织 4、其它纱 5、棉布(色织布、花布) 6、化纤粗纺布 7、亚麻帆布 8、呢绒 9、被套、床单、床罩、被褥 10、毛巾 11、手套 12、手帕 13、被袋 14、毛衫 15、毛毯 16、台布 17、服装 18、地毡 19、毯

用纱布

(二) 非纺织品被动配额商品 (5 种)

20、磨面罐头 (欧共体) 21、日用陶瓷 (英国) 22、木螺丝 (德国) 23、木薯干、红薯干 (欧共体) 24、黑白、彩色电视机 (英国)

说明: 1、烟草仍按国家有关规定实行专营。

2、国际公约管制的军民两用化学品 10 个为: 光气、氰化钾、三氯硝基甲烷 (氯化苦)、氰化氢、磷酰氯、三氯化磷、亚硫酸、亚硝 (P I I I) 酸的二和三甲 / 乙酯、一氯化磷、五氯化磷。

3、国际公约限制的易制毒化学品 22 个为: 麻黄碱、麦角新碱、麦角胺、麦角酸、1-甲基-2-丙酮、伪麻黄碱、N-乙酰邻氨基苯胺、3,4-亚甲基二氧苯基-2-丙酮、胡椒醛、黄樟素、异黄樟素、醋酸酐、丙酮、邻氨基苯甲酸、乙醚、苯乙胺、苯胺、甲基乙基酮、甲苯、高锰酸钾、硫酸、盐酸。

4、计算机系指: CPU 采用 80486 的微型计算机, 以及相当于这一水平或超出这一水平的微型计算机; 各类计算机工作站; 小型计算机, 以及超过小型机水平的各类计算机; 各类非国产型号的计算机。外部设备系指: 屏幕为 19 英寸以上 (含 19 英寸) 的显示器, 或辨率为 1024×1024, 以及超出这一水平的各类显示器; 容量超过 105MB 的磁盘存储器; 各类非国产型号的计算机外部设备。

5、纺织品被动配额商品是按经贸部业务统计口径而列出的 19 种 (类)、238 个商品。

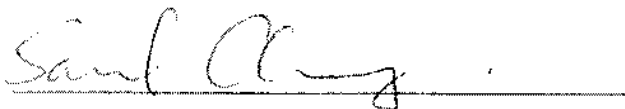
**CERTIFICATION OF TRANSLATION**  
**(Certified by State and Federal Courts)**

This is to certify under the penalty of perjury that I am a court certified interpreter in California with license number #301138 and I am fluent in Chinese (Mandarin) and English languages, and I state that the documents below were translated

1. INTERIM PROVISIONS FOR ADMINISTRATION OF EXPORT COMMODITIES;
2. REGARDING THE REDISTRIBUTION OF THE NOTICE OF THE MOFTEC DEPARTMENT OF TRADE ADMINISTRATION *REGARDING THE EMERGENCY NOTICE CALLING FOR A VITAMIN C EXPORT WORK CONFERENCE*;
3. CHAMBER OF COMMERCE MEETING MINUTES, dated December 23, 2005, JJPC0040755C ;
4. Fax of BRUSSELS NEWSLETTER (Issue No. 270), dated September 19, 2001, JJPC0049428;
5. NOTICE REGARDING THE DISTRIBUTION OF DOCUMENTS, INCLUDING MINUTES OF THE THIRD MEETING OF THE MEMBERS OF THE VITAMIN C SUBCOMMITTEE, NEPG075766;
6. FAX WITH SUBJECT "EUROPEAN UNION MAY BRING AN ANTIDUMPING ACTION AGAINST OUR VITAMIN C" FROM GERMAN EMBASSY COMMERCIAL COUNSELOR'S OFFICE, JJPC055588;
7. MINISTER WU YI DISCUSSES THE REFORM OF IMPORT AND EXPORT CHAMBERS OF COMMERCE;
8. CHARTER OF THE VITAMIN C SUBCOMMITTEE OF THE CHINA CHAMBER OF COMMERCE OF MEDICINES AND HEALTH PRODUCTS IMPORTERS AND EXPORTERS. JJPC0055589;
9. REGARDING THE ISSUES CONCERNING THE 1988 FOREIGN TRADE REGIME REFORM by Li Lanqing;
10. REPORT REGARDING THE CURRENT VITAMIN C EXPORT CIRCUMSTANCES AND RECOMMENDATIONS OF COUNTERMEASURES; and
11. REPORT REGARDING APPLYING TO BORROW VC EXPORT LICENSE IN ADVANCE, dated January 10, 1996, JJPC0055625

and that they are accurate translations of the originals.

Signed on August 27, 2009 in Los Angeles, California



Samuel Shen Chong  
CA Court Certified Interpreter (License No. 301138)

# EXHIBIT 4



[TRANSLATION]

**Interim Regulations of the Ministry of Foreign Trade and Economic  
Cooperation on Punishment for Conduct of Exporting at Lower-than-Normal  
Price**

(Promulgated on March 20, 1996)

Article 1 These interim regulations are formulated in accordance with the Foreign Trade Law and the Anti-Unfair Competition Law of the People's Republic of China, to ensure orderly development of the country's export trade, safeguard the legitimate rights and interests of the State and enterprises and prevent conduct of exporting at lower-than-normal price.

Article 2 These regulations apply to the conduct of exporting products at lower-than-normal price by export enterprises.

The export enterprises mentioned in these regulations refer to those in the People's Republic of China who engage in foreign trade with approval from the departments in charge of foreign trade and economic cooperation; the export products mentioned refer to the products for export which are produced, manufactured, processed or assembled in the People's Republic of China and their origin is China according to the Rule on the Origin of Export Goods of the People's Republic of China.

Article 3 The Ministry of Foreign Trade and economic Cooperation of the People's Republic of China (hereinafter referred to as MOFTEC) is the department which is responsible for punishing the conduct of exporting at lower - than -normal price. The work group set up specially for this work in MOFTEC is in charge of investigations related to of the conduct of exporting at lower -than-normal price, and makes suggestions to MOFTEC on the settlement of any such case.

Article 4 All export enterprises shall make serious market surveys, enhance business accounting, follow the coordination by various chambers of commerce for import and export trade, and set export prices which are suitable in countries to which the goods are exported.

Article 5 A conduct of exporting at lower-than-normal price means that the export price is lower than the necessary price for the product of the enterprise.

The export price shall be calculated based on the amount of foreign exchange which should be charged or has been received on the product of the export enterprise.

The necessary price shall comprise of the cost for the production of the export product in China, the expenses for storage, transportation, insurance and management which are needed in foreign trade and reasonable profit.

Article 6 MOFTEC shall mete out the following punishments on enterprises which commit conducts of exporting at lower -than- normal price as the case may be:

1. Circulating a notice of criticism or giving a warning;
2. Export enterprises which cause losses to the state or related enterprises by exporting at lower-than-normal price shall be fined, the fine shall be not less than 60 percent of



the actual amount of income from the conduct of exporting at lower-than-normal price;

3. Export enterprises which have repeatedly committed the conduct of exporting at lower-than-normal price and caused serious losses to the state and related enterprises shall be fined in accordance with Section 2 of this Article. If the export enterprise refuses to accept the punishment within 30 days after the fine notice is received, the enterprise's right to applying and bidding for export quotas of the related products or some part of the products shall be suspended or revoked, or its export license for the related products or some part of the products shall be suspended or revoked, or the enterprise's permit to foreign trade shall be suspended or revoked.

4. Aparting from the above punishments, MOFTEC can investigate or order relevant authority to investigate administrative liability or economic responsibility against legal representative or person directly responsible for the conduct of exporting at lower-than-normal price.

Article 7 Any unit or individual can on the basis of facts, make a report directly or via a chamber of commerce for import and export trade or an association of foreign-funded enterprises to MOFTEC against an export enterprise which has committed the conduct of exporting at lower-than-normal price. The report can include;

1. The name of the product that has been exported at lower-than-normal price;
2. The name of the enterprise which has committed the conduct of exporting at lower-than-normal price;
3. The amount of the exported product and the amount of money involved;
4. Relevant documents and materials that can prove the conduct of exporting at lower-than-normal price.

Article 8 MOFTEC shall, based on a report or any other tips, make a decision on whether to place a case on file for investigation of the export enterprise which has been charged with committing the conduct of exporting at lower-than-normal price. Such a decision shall be made within 30 days after a report is received.

Article 9 After the case is placed on file MOFTEC can entrust the related chamber of commerce for import and export trade, association of foreign-funded enterprises or local department in charge of foreign trade and economic cooperation to make an investigation of the export enterprise which has been charged with committing the conduct of exporting at lower-than-normal price. When the case is serious, MOFTEC can make the investigation itself. The investigation shall cover any such conduct within one year before the date the case is placed on file.

Article 10 The decision on placing a case on file for investigation shall be made in written form, which will include the facts that have been known, the name of the enterprise to be investigated and the name of the institution entrusted to carry out the investigation, and the decision shall be made public.

Article 11 The investigation shall normally end within 90 days from the date the decision is made public.

The unit entrusted to carry out the investigation shall, within 10 days from the conclusion of the investigation, report the results of the investigation to MOFTEC and also make suggestions on the settlement of the case.

MOFTEC shall, based on the results of the investigation and the suggestions, make and publicize a decision in written form on the settlement of the case within 45 days from the conclusion of the investigation. The decision shall take effect on the day it is made public.

Article 12 MOFTEC shall, in accordance with relevant laws and regulations, keep confidential the report against the conduct of exporting at lower-than-normal price made by any unit or individual.

MOFTEC shall award and commend any unit or individual who retrieves a loss for the state or enterprise.

Article 13 In case a punished export enterprise, legal representative or person directly responsible for the conduct of exporting at lower-than-normal price disagrees with the punishment decision, the enterprise, representative or person can apply to the Administrative Appeal Committee of MOFTEC for re-examination of the case in accordance with the Regulations on Administrative Appeal of the People's Republic of China; in case the party still disagrees with the re-examination decision, it can take legal proceedings against the decision at a people's court in accordance with the Administrative Procedure Law of the People's Republic of China. The original punishment decision shall remain effective during the period of appealing for re-examination or legal proceedings.

Article 14 These regulations apply to any conduct of exporting at lower-than-normal price that occurs after the regulations go into force.

Article 15 The right to interpret these regulations resides in MOFTEC.

Article 16 These regulations go into force on the date they are made public.



CERTIFICATE OF AUTHENTICITY OF RECORDS

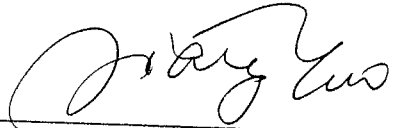
\_\_\_\_\_  
City of Beijing )  
People's Republic of China )  
\_\_\_\_\_ )

**STATEMENT OF AUTHENTICITY**

I, JIANG TAO, am an Officer with official duties in the Department of Law & Treaty in the Ministry of Commerce of the People's Republic of China (the "Ministry"). I certify that the authentication of documents in the Ministry's custody is within the scope of my authority and official duties. I also certify that I have compared the document attached to this Certificate and that it is, in all respects, a true and correct copy of a document on file in my office.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Senior Officer, Department of Law & Treaty,  
Ministry of Commerce, People's Republic of China

  
\_\_\_\_\_  
JIANG TAO



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.899

This is to certify that Jiang Tao (male, born on August 2, 1977, I.D.Card: 370702197708022616), the Authorized Representative of the Ministry of Commerce of the People's Republic of China, affixed his signature to the English document attached hereto before me in this office on May 26, 2006.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XW15502916





## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.900

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.899 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XW15502918



认字第06090862-001号

兹证明前面文书上公证处的印章和

公证员 武军 的签名(印章)

属实。



中华人民共和国外交部  
领事司 二 等秘书

2006年06月15日

*武军*  
1350535

People's Republic of China)

Municipality of Beijing )

Embassy of the United )

States of America )

ss:

Anu Prattipati  
Vice Consul

I, \_\_\_\_\_, Consul/Vice Consul of the United States of America at Beijing, People's Republic of China, duly commissioned and qualified, do hereby certify that Guo Hongliang, whose true signature and official seal are, respectively, subscribed and affixed to the foregoing document, was on the 15 day of June, 2006, the date thereof, an officer of the Ministry of Foreign Affairs of the People's Republic of China, duly commissioned and qualified, to whose official acts faith and credit are due.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Embassy of the United States of America at Beijing, People's Republic of China this 16 day of June, 2006.

*Anu Prattipati*

Anu Prattipati  
Vice Consul



## 外经贸部关于处罚低价出口行为的暂行规定

(一九九六年三月二十日)

**第一条** 为有序地发展中华人民共和国的出口贸易,维护国家和企业的合法权益,防止低价出口行为,根据《中华人民共和国对外贸易法》和《中华人民共和国反不正当竞争法》,特制定本规定。

**第二条** 本规定适用于出口企业的低价出口产品行为。

本规定中出口企业指在中华人民共和国境内的获得对外经济贸易主管部门许可的对外贸易经营者;出口产品指在中华人民共和国境内生产、制造或加工、装配,并根据《中华人民共和国出口货物原产地规则》,原产地为中国的出口产品。

**第三条** 中华人民共和国对外贸易经济合作部(以下简称外经贸部)是处罚低价出口行为的主管部门。

外经贸部处罚低价出口行为立案调查工作小组,依本规定负责调查低价出口行为,并向外经贸部提出处理建议。

**第四条** 各出口企业应认真做好市场调研,加强经济核算,服从各进出口商会的协调,制定符合进口国市场水平的出口价格。

**第五条** 出口价格低于本企业该项产品的应售价格的为低价出口行为。

出口价格应以出口企业对该项产品应收或实收的外汇金额为基础进行计算。

应售价格应由出口产品的境内生产成本、对外贸易所需的储运、保险、管理等费用加上合理利润构成。

**第六条** 出口企业凡有低价出口行为的,外经贸部视情况给予下列处罚:

一、公开通报批评或警告;

二、因出口企业低价出口行为给国家和有关企业造成经济损失的,处以相应罚款。罚款金额不超过低价出口产品实售金额的60%;

三、出口企业屡次发生低价出口行为并给国家和有关企业造成严重经济损失的,依本条第二款处以罚款,自收到罚款处罚通知之日起30日内拒不执行的,暂停或取消其对相关产品或部分产品的出口配额申请权和投标权,暂停或取消其相关产品或部分产品的出口许可,直至暂停或撤销其对外贸易经营许可;

四、除上述一、二、三款规定的处罚外,还可追究或责成有关部门追究该企业法定代表人或直接责任人的行政责任或经济责任。

**第七条** 任何单位或个人均可依据事实对有低价出口行为的出口企业直接或通过进出口商会、外商投资企业协会向外经贸部举报。举报内容可包括:

一、低价出口的产品名称;

二、低价出口的企业名称;

三、低价出口的金额和数量;

四、证明低价出口行为的有关单证。

**第八条** 外经贸部根据举报或其它线索可决定是否对有低价出口行为的出口企业予以立案调查。是否立案调查的决定在收到举报之日起30日内做出。

**第九条** 立案后,外经贸部可委托有关进出口商会、外商投资企业协会或地方外经贸主管部门负责调查低价出口行为。遇有重大案件时,外经贸部可自行开展调查。调查期间为立案调查之日起前1年内的出口行为。

**第十条** 立案进行调查的决定应以书面形式做出,包括已知的事实、被调查单位名称和受托调查的相关机构名称,并予以公布。

**第十一条** 调查一般应在立案进行调查决定公布之日起的90日内结束。

被授权调查的单位应在调查结束后10日内向外经贸部报告调查结果并可提出处理建议。

外经贸部应根据调查结果及处理建议在调查结束后45日内做出书面处理决定,并予以公布。决定自公布之日起生效。

**第十二条** 外经贸部根据国家有关法律、法规的规定对举报单位或个人的举报行为予以保密。

对为国家和企业挽回经济损失的举报单位或个人,外经贸部给予奖励或鼓励。

**第十三条** 被处罚的出口企业、法定代表人或直接责任人对外经贸部的处罚决定不服的,



可依《中华人民共和国行政复议条例》向外经贸部行政复议委员会申请复议；对复议不服的，可依《中华人民共和国行政诉讼法》向人民法院提起诉讼，复议和行政诉讼期间，原处罚决定继续有效。

**第十四条** 本规定适用于其生效后发生的低价出口行为。

**第十五条** 本规定由外经贸部负责解释。

**第十六条** 本规定自公布之日起施行。



# 公 证 书

(2006)长证经字第899号

兹证明中华人民共和国商务部的授权代表蒋涛（男，一九七七年八月二日出生，身份证号码：370702197708022616）于二〇〇六年五月二十六日来到我处，在我的面前，在前面的英文文件上签字。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日



XW15502915



# 公 证 书

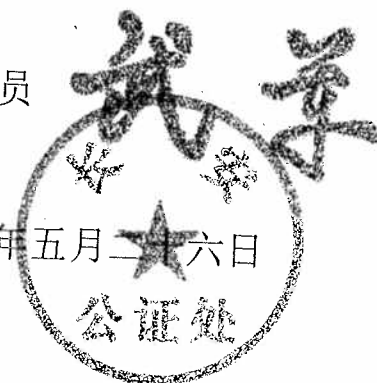
(2006)长证经字第900号

兹证明前面(2006)长证经字第899号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日



XIV 15502917





# NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1032

This is to certify that the English translation of the document attached hereto is identical with the Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XIV 15505799



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1033

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.1032 attached hereto is in conformity with the Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XIV 15505801



# 公 证 书

(2006)长证经字第1032号

兹证明前面的文件后所附的英文译本与中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XV 15505798





# 公 证 书

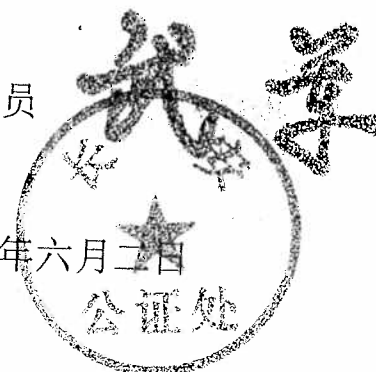
(2006)长证经字第1033号

兹证明前面 (2006) 长证经字第1032号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XN 15505800

# EXHIBIT 5

L.S. [Legal Seal: China Chamber of Commerce of Medicines and Health Products Importers and Exporters, 4/[illegible]/1996]

**MINISTRY OF FOREIGN TRADE AND ECONOMIC COOPERATION DOCUMENT**

[urgent]

[1996] Foreign Trade Administration Document No. 185

Signed and issued by Wu Yi

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**REPORT REGARDING THE CURRENT VITAMIN C EXPORT CIRCUMSTANCES  
AND RECOMMENDATIONS OF COUNTERMEASURES**

State Council:

At the end of 1995, comrade Yang Changji wrote a letter to Vice-Premier Zhu Rongji concerning problems that existed in vitamin C production and export. Three Vice-Premiers, Zhu Rongji, Zou Jiahua, and Li Lanqing, each individually made critical orders. To implement the

[signatures and dates, including Wang 20/5, Zhu, Cai 23/4, Chen 2/5, Liu 23/4, and others which are illegible]

spirit of these orders, our Ministry has invited the Department of Foreign Trade Administration for the regions of primary vitamin C production and major producers and exporters to the *Vitamin C Export Work Conference* in February of this year, to conduct serious analysis and research regarding the current vitamin C export situation, existing problems, and solutions. Now, the relevant matters are reported as follows:

[Not Translated]

2. Primary problems that exist with respect to vitamin C export and their causes

Our country's vitamin C exports enjoyed significant development in recent years. However, a number of problems exist in the process of development and became prominent during 1995:

(1) The product export dependency is too high. The percentage of annual export quantity as a proportion of total annual production is already as high as 87%. Whether the export situation is good or bad directly affects the existence and development of our country's vitamin C industry.

(2) Too many export operation channels. The number of businesses dealing in vitamin C exports during the last two years exceeds 200.

(3) Low-grade export type. The majority of the exports consists of vitamin C powder, and increase in exports is primarily attributable to an increase in the amount of basic products.

(4) Export prices are not ideal. Especially since the fourth quarter of last year, export prices have continued to decrease, from a previous price of US\$11.30/kg to US\$10.30/kg, and then a further decline to the current price of US\$8.50/kg.

(5) Increase of blind price cuts in an attempt to gain a competitive export sales advantage. Other countries are prepared to implement antidumping measures against our product.

There are many factors affecting our vitamin C exports. There is the organically integrated problem of long-term industry development strategy and staged development strategy. There are also concerns about the evolution of supply and demand, and the resulting increase in competition, in international and domestic markets. Then, there are other problems, such as the inefficacy of export administration and coordination measures.

[Not Translated]

(3) Some international companies, in order to prevent the rapid development of Chinese vitamin C exports and to protect their market share and decrease our current market share, have, since the fourth quarter of last year, adopted the strategy of lowering prices to compete with our products. Since January of this year, the tactic of lowering prices has become even more aggressive, in hopes of forcing us to respond to the price war by lowering the prices of our own products; at the same time, this has shaken the confidence of some of our export businesses regarding the market, pushing the psychology and behavior of those companies towards price decreases for the purpose of increasing sales. We can say that price competition in the current vitamin C export circumstances is primarily a competition between Chinese vitamin C producers

and multinational companies, and only secondarily a competition among Chinese vitamin C producers.

3. Strategies to enhance the healthy development of our vitamin C export industry

The current disorderly, chaotic vitamin C export situation in our country is marked by low price competition designed to increase vitamin C export sales, together with the fact that trade protectionism has soared overseas and antidumping measures have been contemplated against our products. These are serious hidden dangers to the further healthy development of our vitamin C export industry and must be dealt with and resolved with practical countermeasures.

(1) Reduce the production to protect the price, stabilize the market, reduce losses. Based on the fact that domestic sales of vitamin C are very limited and that current production has a greater degree of surplus, hoping to increase our international market share entirely via price reduction is neither possible nor practical; therefore, we should immediately adopt the measure of decreasing production to protect the price. First, for a three-year period (from 1996-1998), no new vitamin C production projects or increase in vitamin C production scale can be initiated, including projects by sole proprietorships, joint ventures, and cooperative business operations, so as to absorb the already expanded production of the last two years; second, the relevant departments should take lead and implement measures to restrict the production of current vitamin C producers; third, based on such a foundation, determine and adjust total export volume in a timely fashion in accordance with the changes of supply and demand in the international market.

[Not Translated]

中国医药保健品进出口商会  
1996年4月10日

# 对外贸易经济合作部文件

〔 意 件 〕

〔1996〕外经贸管发第185号

吴 仪 签 发

## 关于当前维生素C出口情况 及对策建议的报告

国务院：

1995年底，杨昌基同志写信给朱镕基副总理，反映当前维生素C生产和出口中存在的某些问题，朱镕基、邹家华和李岚清三位副总理分别对该信作了重要批示，为落实

王 蔚 1996.1.18 18:24 1995.11.16 陈 21 23/4



批示精神,我部邀请维生素C主产区外经贸管理部门和主要生产、出口企业,于今年2月召开了“维生素C出口工作座谈会”,就当前维生素C出口形势、存在问题及解决措施进行了认真的分析和研究。现将有关情况报告如下:

### 一、我国维生素C生产和出口概况

我国现已成为维生素C生产大国。1995年,全国维生素C生产总能力已达4.3万吨,实际产量为2.3万吨,分别占当年全球生产总能力的36%和实际总产量的33%。

1990年以来,特别是近3年,我国维生素C出口1年迈上一个新台阶。1993年,出口仅为0.88万吨,计0.96亿美元;1994年便猛增到1.46万吨,合计1.59亿美元,出口数量和金额的年增幅分别高达67%和66%;1995年出口2万余吨、近2.2亿美元,数量和金额比上年各增长了37%和38%,仍处在高速增长之中。

我国维生素C出口的快速发展,打破了国际市场该商品生产和销售的传统格局,取得了令人瞩目的成绩。目前,我国维生素C年出口量已占当年世界该商品年贸易量的40%,是世界上举足轻重的维生素C出口大国。

### 二、当前维生素C出口存在的主要问题及原因

我国维生素C出口近几年虽获得了大发展,但在发展中也存在着不少的问题,并在1995年表现得尤为突出:

(一)产品的出口依存度过高,年出口量在年生产量中所占的比重已高达87%,出口状况的好坏直接影响到我国维生素C产业的生存和发展。

(二)出口经营渠道过多,经营维生素C出口的各类企业近2年均在200家以上。

(三)出口档次较低,绝大部分为维生素C原粉,出口增长主要依靠初级产品粗放的数量扩张。

(四)出口价格不理想,特别是去年第四季度后,出口价格连续下跌,先是从以前的每公斤11.3美元下降到10.3美元,继而跌至目前的8.5美元。

(五)盲目低价对外竞销有加剧之势,国外对我产品的反倾销有从酝酿到实施的可能。

影响我国维生素C出口的原因是多方面的,既有产业长远发展战略和阶段发展战术的有机结合问题,也有国际国内市场供求关系的演变以及由此带来的竞争加剧因素,还有对出口的管理和协调手段力度不够等其他原因:

(一)前几年国际维生素C市场需求旺盛,出口利润高,刺激了国内维生素C生产的盲目超常发展,导致了生产能力的相对过剩。“八·五”期间,我国维生素C产量从1991年的0.7万余吨发展到1995年的2.3万余吨,产能从1991年的0.8万余吨扩大到1995年的4.2万余吨,产

量和产能的年均增长率分别高达 31% 和 46%。特别是 1993—1995 年,产能年均扩大 61%,产量年均增长 33%,现产能对产量的相对过剩率已近 31%。生产源失控,生产规模扩大过快,必然突发性地出现大量无效供给。

(二)国内维生素 C 市场过于狭小,年消费量不到 0.6 万吨,绝大部分产品不出口就无法解决销路,而国产维生素 C 目前在国际市场上又仅能用于食品及饮料行业,在所占国际市场份额已达 40% 的情况下,出口市场的进一步开拓需要一定的过程,无法与国内产能和产量的扩大同步。这种矛盾加快了国产维生素 C 销售向买方市场的转化,加重了其出口市场的依赖。

(三)某些国际跨国公司为了阻止中国维生素 C 出口的快速发展,保住其市场份额并挤占我已有份额,从去年第四季度起,采取了降低价格同我产品竞争的策略,今年 1 月以来,降价攻势更加咄咄逼人,在迫使我产品降价应战的同时,也动摇了我部分出口企业对市场的信心,刺激了企业的低价求售心理和行为。可以说,目前维生素 C 出口中出现的价格竞争主要是中国维生素 C 生产企业和国际跨国公司之间的竞争,其次是中国维生素 C 生产企业之间的竞争。

### 三、促进我国维生素 C 出口健康发展的对策

当前我国维生素C出口中的低价竞销、秩序混乱现象和国外贸易保护主义日趋抬头并对我产品酝酿反倾销的事实,是我国维生素C出口进一步健康发展的严重隐患,必须采取切实对策予以解决。

(一)限产保价,稳定市场,减少损失。鉴于维生素C内销量十分有限,现有生产能力出现了较大程度的过剩,希望完全通过降价来扩大国际市场份额既不可能也不现实,因此,应立即采取限产保价措施。一是近3年(1996—1998年)内不再上马新的维生素C生产企业或新增维生素C生产规模,包括独资、合资和合作经营项目,以消化近2年已扩大的生产能力;二是由有关部门牵头,落实对现有维生素C生产企业的限产措施;三是在此基础上,根据国际市场供求关系的变化,及时制定或调整出口总量。

(二)完善现有维生素C出口配额的分配办法,优化出口经营队伍,推动出口的规模化经营。

按照从今年起执行的我部《关于出口商品配额分配的若干规定》,各省(自治区、直辖市)经营维生素C出口的企业出口创汇须达到一定的规模,且总数不得超过5家,地方外经贸管理部门每次分给每家企业的配额不得低于20吨。据此,今年经营维生素C出口的企业将比去年减少三分之一以上,出口企业的素质和经营规模均可望有一定的提高。

**CERTIFICATION OF TRANSLATION**  
**(Certified by State and Federal Courts)**

This is to certify under the penalty of perjury that I am a court certified interpreter in California with license number #301138 and I am fluent in Chinese (Mandarin) and English languages, and I state that the documents below were translated

1. INTERIM PROVISIONS FOR ADMINISTRATION OF EXPORT COMMODITIES;
2. REGARDING THE REDISTRIBUTION OF THE NOTICE OF THE MOFTEC DEPARTMENT OF TRADE ADMINISTRATION *REGARDING THE EMERGENCY NOTICE CALLING FOR A VITAMIN C EXPORT WORK CONFERENCE*;
3. CHAMBER OF COMMERCE MEETING MINUTES, dated December 23, 2005, JJPC0040755C;
4. Fax of BRUSSELS NEWSLETTER (Issue No. 270), dated September 19, 2001, JJPC0049428;
5. NOTICE REGARDING THE DISTRIBUTION OF DOCUMENTS, INCLUDING MINUTES OF THE THIRD MEETING OF THE MEMBERS OF THE VITAMIN C SUBCOMMITTEE. NEPG075766;
6. FAX WITH SUBJECT "EUROPEAN UNION MAY BRING AN ANTIDUMPING ACTION AGAINST OUR VITAMIN C" FROM GERMAN EMBASSY COMMERCIAL COUNSELOR'S OFFICE, JJPC055588;
7. MINISTER WU YI DISCUSSES THE REFORM OF IMPORT AND EXPORT CHAMBERS OF COMMERCE;
8. CHARTER OF THE VITAMIN C SUBCOMMITTEE OF THE CHINA CHAMBER OF COMMERCE OF MEDICINES AND HEALTH PRODUCTS IMPORTERS AND EXPORTERS, JJPC0055589;
9. REGARDING THE ISSUES CONCERNING THE 1988 FOREIGN TRADE REGIME REFORM by Li Lanqing;
10. REPORT REGARDING THE CURRENT VITAMIN C EXPORT CIRCUMSTANCES AND RECOMMENDATIONS OF COUNTERMEASURES; and
11. REPORT REGARDING APPLYING TO BORROW VC EXPORT LICENSE IN ADVANCE, dated January 10, 1996, JJPC0055625

and that they are accurate translations of the originals.

Signed on August 27, 2009 in Los Angeles, California



Samuel Shen Chong  
CA Court Certified Interpreter (License No. 301138)

# EXHIBIT 6



[TRANSLATION]

\*Note: This Notice has been abolished by *List of 26 Abolished Ministerial Regulations of the Fourth Batch by Ministry of Foreign Trade and Economic Cooperation* (promulgation date: March 21, 2002, effective date: March 21, 2002).

1997 MOFTEC & SDA Notice

**Notice Relating to Strengthening the Administration of Vitamin C Production and Export by Ministry of Foreign Trade and Economic Cooperation and State Drug Administration**

((1997) MOFTEC Guan Fa No. 664)

(Issued on November 27, 1997, effective from January 1, 1998)

The Foreign Trade & Economic Cooperation Commissions (Departments and Bureaus) of each province, autonomous region and municipality, State Drug Administration (the "SDA") and relevant departments of drug administration, all Companies directly under the MOFTEC and local counterpart of MOFTEC, all representative offices of MOFTEC, China Chamber of Commerce of Medicines & Health Products Importers & Exporters (the "Chamber"):

China is one of the biggest countries manufacturing and exporting Vitamin C. At present, Vitamin C export encounters intense competitions and challenges from the international market. In order to rectify the operational order and optimize the operational team of Vitamin C export, realize the scale-operation on export, improve the competitiveness of our Vitamin C products in the international market, promote the healthy development of Vitamin C export and maintain the interest of our country and enterprises, we hereby set forth the following:

1. The scale of Vitamin C production shall be strictly controlled.
    - (1) The establishment of Vitamin C manufacturing enterprises (including foreign investment enterprises) shall be strictly controlled, and the existing enterprises shall not expand production capacity any more.
    - (2) The production licensing system shall apply to those Vitamin C manufacturing enterprises that already started production (not including foreign investment enterprises). The SDA shall issue the production licenses to the Vitamin C manufacturing enterprises, and be responsible for publicizing information of annual production guidance.
    - (3) For the enterprises that has been in continuous production in recent years and achieved certain scales, the production license can be issued to them.
    - (4) Only the products manufactured by the enterprises that are verified by the SDA and obtained the production license can be supplied for export.
- SDA shall formulate specific regulations to implement the above principles and circulate such regulations to the enterprises after seeking comments from MOFTEC.



2. MOFTEC shall consult with relevant departments when determining the total volume of Vitamin C export and the principles for quota allotment.
3. The enterprises qualified to operate Vitamin C export are: the export enterprises whose annual export volume reached 200 tons in any one of the continuous years from 1994 to 1996, which include foreign trading companies, manufacturing enterprises with the right to export their own products, and foreign investment companies (excluding those starting production in 1997). One of the attachments hereof is a list of the authorized enterprises (Please refer to Annex 1).
4. The method for allocating export quota shall be improved, Vitamin C export operation team shall be optimized in order to achieve scale-operation on export.

Every local counterpart of MOFTEC shall distribute the export quota set by MOFTEC to the enterprises qualified to operate Vitamin C export in strict accordance with the provisions hereof. It is imperative to follow the principle of fostering the excellent and scrapping the obsolete, distribute the quotas in preference to the enterprises with proper operational capabilities and outstanding profitability.
5. The Chamber shall improve the coordination on Vitamin C export, and shall monitor, supervise and examine how this notice is implemented by Vitamin C export enterprises, and timely report to MOFTEC about the relevant issues and problems.
6. The Chamber shall establish a Vitamin C Coordination Group (which was the temporary name of the Vitamin C Sub-committee before the Vitamin C Sub-committee is officially approved). The main responsibilities of this Group are to coordinate with respect to Vitamin C export market, price and customers, and to organize the enterprises in contacting foreign entities. All enterprise qualified to operate Vitamin C export shall participate in such Coordination Group and subject themselves to the coordination of the Group. The specific method for coordination shall be formulated by the Chamber, and filed to MOFTEC for record.
7. Vitamin C Export Coordination Group shall timely organize meetings for the major Vitamin C export enterprises according to the domestic and international market development, to conduct studies on marketing strategies, timely formulate and adjust export coordination price, which the Vitamin C export enterprises must strictly implement in accordance with. With respect to the enterprises competing at low price and reducing price through any disguised means, a penalty shall be imposed in strict accordance with Article 10 of this Notice.
8. The organisations that authorized by MOFTEC to issue export licenses shall strictly verify the qualification of Vitamin C export and operation of the enterprises, and verify their export contracts and issue export license according to the Vitamin C coordinated price and volume quotas.
9. Vitamin C export enterprises shall report the export situations to the Chamber at regular intervals (for detailed information, please refer to Annex 2). With respect to the export enterprises that make report beyond time or disguise report, a penalty shall be imposed as applicable.

10. With respect to the export enterprises with violations of relevant provisions hereof, if substantiated, penalties shall be imposed, specifically, the Vitamin C export quota may be reduced, in the worst case their Vitamin C export right shall be revoked.

11. Relevant provisions of this Notice shall enter into force as of the date of January 1, 1998.

Annex:

1. Vitamin C Export and Operation Enterprises List
2. Table of Vitamin C Export Status

Ministry of Foreign Trade & Economic Cooperation of People's Republic of China

State Drug Administration

November 27, 1997

Annex 1

Vitamin C Export and Operation Enterprises List<sup>1</sup>

(Enterprises whose annual Vitamin C export volume reached 200 tons in any year from 1994 to 1996)

1. North East General Pharmaceutical Import & Export Co. Ltd.
2. Yingkou Sanyou Medical Chemical Co. Ltd.
3. JiLin Songyuan Food Industry Co. Ltd.
4. HeBei Provincial Medicines & Health Products Import & Export Co. Ltd.
5. HeBei Welcome Pharmaceutical Co. Ltd.
6. Shijiazhuang WeiSheng Pharmaceuticals Co. Ltd.
7. Shijiazhuang Pharmaceutical Group
8. JiangSu Jiang'an Pharmaceutical Co. Ltd.
9. JiangSu Jiangshan Pharmaceutical Co. Ltd.
10. JiangSu High Hope International Group Medicines & Health Products Import & Export Co. Ltd.
11. Shanghai Sunve Pharmaceutical Co. Ltd.
12. Shanghai Municipal Medicines & Health Products Import & Export Co. Ltd.
13. ShangDong Provincial Medicines & Health Products Import & Export Co. Ltd.
14. Jiangsu Kunshan Municipal Foreign Trade Co. Ltd.
15. HuNan Provincial Medicines & Health Products Import & Export Co. Ltd.
16. AnHui Provincial Medicines & Health Products Import & Export Co. Ltd.
17. AnHui Provincial Chemicals Import & Export Co. Ltd.
18. JiangXi Provincial Medicines & Health Products Import & Export Co. Ltd.
19. Sinochem Ningbo Import & Export Co. Ltd.
20. China National Pharmaceutical Foreign Trade Co. Ltd.
21. China National Medicines & Health Products Import & Export Co. Ltd.

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<sup>1</sup> Enterprises listed in 1, 4, 5, 6, 7 and 9 are the defendants in the current litigation.

22. China Export Bases Development Liaoning Co. Ltd. \* (awaiting verification)
23. China North Industries Guangzhou Co. Ltd. \* (awaiting verification)
24. HaiNan Nanguang Import & Export Co. Ltd. \* (awaiting verification)
25. HeBei Xinwei Pharmaceutical Co. Ltd. \* (awaiting verification)
26. Mudanjiang Donghua Pharmaceutical Co. Ltd. \* (awaiting verification)
27. AnHui Sitong Bio-Pharm Co. Ltd. \* (awaiting verification)
28. Ningbo Jierfu Pharmaceutical Co. Ltd. \* (awaiting verification)
29. Jinan Pharmaceutical Factory\* (awaiting verification)
30. JiangXi Ganjiang Pharmaceutical Co. Ltd. \* (awaiting verification)



## Annex 2

## Table of Vitamin C Export Status

Name of the Company:

Customs Reference No. :

Contract No.	Quantity	Amount	Unit Price	Price Terms	Manufacturer	Port of Destination	Export Country (Region)	Importer			Port of Entry	Time of Entry
								Name	Tel	Fax		

Signed by:

Tel:

Seal of Company:

Seal of MOFTEC:

Note: This form shall be filled with the situations of the last two months and delivered to the Western Medicines Department of the Chamber before the 10<sup>th</sup> of every odd month.





CERTIFICATE OF AUTHENTICITY OF RECORDS

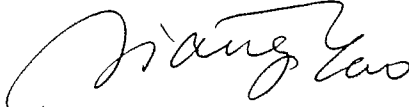
\_\_\_\_\_)  
City of Beijing )  
People's Republic of China )  
\_\_\_\_\_)

STATEMENT OF AUTHENTICITY

I, JIANG TAO, am an Officer with official duties in the Department of Law & Treaty in the Ministry of Commerce of the People's Republic of China (the "Ministry"). I certify that the authentication of documents in the Ministry's custody is within the scope of my authority and official duties. I also certify that I have compared the document attached to this Certificate and that it is, in all respects, a true and correct copy of a document on file in my office.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Senior Officer, Department of Law & Treaty,  
Ministry of Commerce, People's Republic of China

  
\_\_\_\_\_  
JIANG TAO



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.901

This is to certify that Jiang Tao (male, born on August 2, 1977, I.D.Card: 370702197708022616), the Authorized Representative of the Ministry of Commerce of the People's Republic of China, affixed his signature to the English document attached hereto before me in this office on May 26, 2006.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XIV 15502920



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.902

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.901 attached hereto is in conformity with the Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

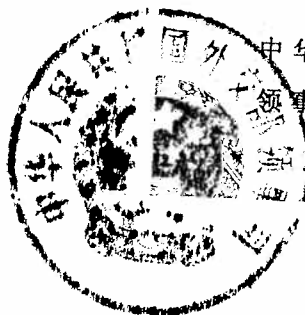
XW 15502922





认字第06090858-001号

兹证明前面文书上公证处的印章和  
公证员 武军 的签名(印章)  
属实。



中华人民共和国外交部  
领事司 一等秘书

2006年06月15日

1350532

People's Republic of China)  
Municipality of Beijing )  
Embassy of the United ) ss:  
States of America )  
Anu Prattipati  
Vice Consul

I, \_\_\_\_\_, Consul/Vice Consul of the United States of America at Beijing, People's Republic of China, duly commissioned and qualified, do hereby certify that Guo Hongliang, whose true signature and official seal are, respectively, subscribed and affixed to the foregoing document, was on the 15 day of June, 2006, the date thereof, an officer of the Ministry of Foreign Affairs of the People's Republic of China, duly commissioned and qualified, to whose official acts faith and credit are due.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Embassy of the United States of America at Beijing, People's Republic of China this 16 day of June, 2006.

Anu Prattipati

Anu Prattipati  
Vice Consul



\*注：本篇法规已被《对外贸易经济合作部第四批废止部门规章 26 件目录》（发布日期：2002 年 3 月 21 日 实施日期：2002 年 3 月 21 日）废止。

**对外贸易经济合作部 国家医药管理局**  
**关于加强维生素 C 生产、出口管理有关事项的通知**  
**（（1997）外经贸管发第 664 号）**

各省、自治区、直辖市及计划单列市外经贸委（厅、局），医药管理局及相应的医药管理部门，各部委直属公司，各特派员办事处，中国医药保健品进出口商会：

我国是维生素 C（以下简称维 C）生产和出口大国。目前维 C 出口面临国际市场激烈的竞争和挑战。为整顿维 C 出口经营秩序，优化出口的经营队伍、实现出口的规模化经营，提高我维 C 在国际市场的竞争能力，促进维 C 出口的健康发展，维护国家和企业利益，特通知如下：

一、严格控制维 C 生产规模。

（一）严格限制新建维 C 生产企业（包括外商投资企业），现有维 C 生产企业不再扩大生产能力。

（二）对已开工的维 C 生产企业（不包括外商投资企业）实行生产许可证制度。国家医药管理局对维 C 生产企业颁发生产许可证，并负责公布年度生产指导信息。

（三）近几年连续生产并达到一定规模的企业，可获得维 C 生产许可证。

（四）经国家医药管理局审核并获得生产许可证的企业生产的产品，方可供应出口。

国家医药管理局将根据上述原则制定具体实施细则，并在征求外经贸部意见后下达。

二、外经贸部在确定维 C 出口总量、配额分配原则时征求国家医药管理局及有关部门的意见。

三、维 C 出口经营资格为：1994—1996 年 3 年中任何一年出口量达到 200 吨以上的出口企业。包括：外贸公司、自营生产出口企业、外商投资企业（97 年新投产的企业除外）。已核定的企业名单附后（见附表一）。

四、完善维 C 出口配额的分配办法，优化出口经营队伍，实行出口规模化经营。

各地方外经贸主管部门，要严格按照本通知规定，将外经贸部下达的出口配额，分配给具有维 C 出口经营资格的企业。在分配配额时要体现优胜劣汰的原则，将配额优先分配给经营能力强，出口效益好的企业。

五、中国医药保健品进出口商会要加强对维 C 出口的协调工作，要跟踪、监督和检查维 C 出口企业的执行情况，并将有关情况和问题及时报外经贸部。

六、中国医药保健品进出口商会要设立维 C 出口协调小组（维 C 分会正式批准前暂定名称）。该小组要重点负责对维 C 出口市场、价格、客户的协调，并组织企业进行对外联络工作。凡是具有维 C 出口经营资格的企业均应加入该“协调小组”，并自觉接受其协调。具体协调办法由中国医药保健品进出口商会制定，并报外经贸部备案。

七、维 C 出口协调小组要根据国内外市场情况，适时组织维 C 主要出口经营企业召开会议，研究营销策略，及时制定和调整出口协调价格。维 C 出口企业必须严格按照执行。对低价竞销及变相降价的企业严格按本《通知》第十条处理。

八、外经贸部授权的发证机关，要严格审核企业维 C 出口经营资格并按维 C 出口协调价格和配额数量，审核企业的出口合同，核发出口许可证。

九、维 C 出口企业必须定期向中国医药保健品进出口商会报送出口情况（内容详见附表二）。凡是不按时上报或瞒报的出口企业，将视情况予以处罚。

十、对违反本通知有关规定的出口企业，一经查实，将根据情节轻重，处以扣减出口配额，直至取消其维C出口经营权的处罚。

十一、本通知有关规定自1998年1月1日起执行。

附表：一、维C出口经营企业名单

二、维生素C出口情况报表

中华人民共和国对外贸易经济合作部  
国家医药管理局  
一九九七年十一月二十七日

附表

维C出口经营企业名单

(1994年至1996年任何一年出口维生素C 200吨以上企业)

1. 东北制药总厂进出口公司
2. 营口三友医药化工有限公司
3. 吉林松源食品工业公司
4. 河北省医药保健品进出口公司
5. 河北维尔康制药有限公司
6. 石家庄维生药业有限公司
7. 石家庄制药集团有限公司
8. 江苏江安制药有限公司
9. 江苏江山制药有限公司
10. 江苏省汇鸿国际集团医药保健品进出口公司
11. 上海三维制药有限公司
12. 上海市医药保健品进出口公司
13. 山东省医药保健品进出口公司
14. 江苏昆山市对外贸易公司
15. 湖南省医药保健品进出口公司
16. 安徽省医药保健品进出口公司
17. 安徽省化工进出口公司
18. 江西省医药保健品进出口公司
19. 中化宁波进出口公司
20. 中国医药对外贸易总公司
21. 中国医药保健品进出口总公司
22. 中国出口商品基地建设辽宁公司\*(待核定)
23. 北方工业公司广州公司\*(待核定)
24. 海南南光进出口公司\*(待核定)
25. 河北新维制药有限公司\*(待核定)
26. 牡丹江东华制药有限公司\*(待核定)
27. 安徽四通生物医药有限公司\*(待核定)
28. 宁波吉尔富制药有限公司\*(待核定)
29. 济南制药厂\*(待核定)
30. 江西赣江制药有限责任公司\*(待核定)







# 公 证 书

(2006)长证经字第901号

兹证明中华人民共和国商务部的授权代表蒋涛（男，一九七七年八月二日出生，身份证号码：370702197708022616）于二〇〇六年五月二十六日来到我处，在我的面前，在前面的英文文件上签字。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日



XIV 15502919



# 公 证 书

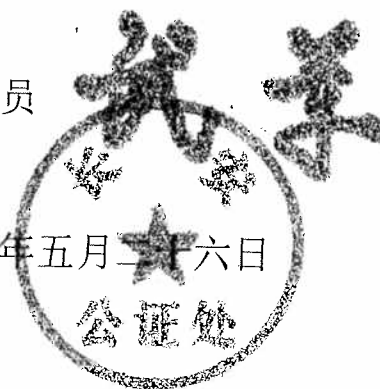
(2006)长证经字第902号

兹证明前面(2006)长证经字第901号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日



XV 15502921



# NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1036

This is to certify that the English translation of the document attached hereto is identical with the Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XIV 15505807





## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1037

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.1036 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XV 15505809



# 公 证 书

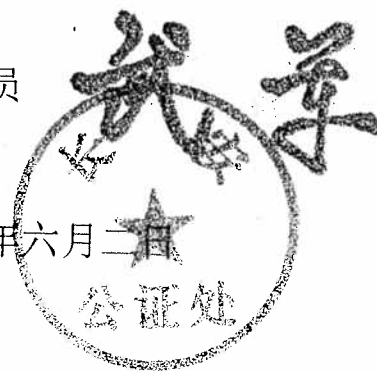
(2006)长证经字第1036号

兹证明前面的文件后所附的英文译本与中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XIV 15505806



# 公 证 书

(2006)长证经字第1037号

兹证明前面(2006)长证经字第1036号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XV 15505808

# EXHIBIT 7



[TRANSLATION]

**Document of Personnel, Education and Labor Department of  
Ministry of Foreign Trade & Economic Cooperation**

[1998] MOFTEC Ren Lao Zi No. 175

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**Approval for Establishing VC Sub-Committee of China Chamber of Commerce of  
Medicines & Health Products Importers & Exporters**

China Chamber of Commerce of Medicines & Health Products Importers & Exporters

("the Chamber"):

We hereby acknowledge the receipt of the document entitled Request for Establishing the Vitamin C Sub-Committee within the Chamber with reference number of [1998] Yi Shang Zi No.20. We hereby give a reply as follows:

1. Request for Establishing the Vitamin C Sub-Committee within the Chamber is approved. The major responsibilities of VC Sub-Committee are: to be responsible for coordinating the Vitamin C export market, price and customers of China, to improve the competitiveness of Chinese Vitamin C produce in the world market and promote the healthy development of Vitamin C export of China.
2. The Vitamin C Sub-Committee is formed as a branch of the Chamber by the member enterprises of the Chamber that are engaged in Vitamin C export. It does not have a legal person status and is under the Chamber's leadership and administration. The Vitamin C Sub-Committee will not separately develop members or charge additional membership fees. The Chamber shall assist the Vitamin C Sub-Committee in staffing its personnel from the current staff of the Chamber.
3. Please proceed with the relevant procedure at the Ministry of Civil Affairs and carry out work in accordance with laws.

We hereby make this reply.

March 23, 1998

(Seal of Personnel Education and Labor Department of the MOFTEC)

Chopped by the Chamber acknowledging the receipt of this document on March 27, 1998 as No. A34

Handwritten notes by Mr. Qiao Haili on April 15, 1998: "Already in process."

Copy to: Social Organization Department of the Ministry of Civil Affairs



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1038

This is to certify that the English translation of the document  
attached hereto is identical with the Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XIV 15505811



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1039

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.1038 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XW 15505813





解送品进止  
洋3月27日

7

# 对外贸易经济合作部 人事教育劳动司文件

[1998]外经贸劳字第175号

## 关于同意成立中国医药保健品进出口商会 维生素C分会的批复

中国医药保健品进出口商会：

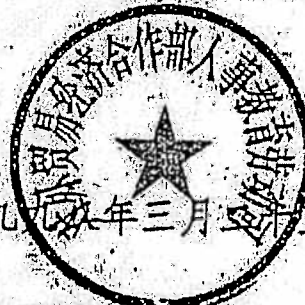
你会《关于申请成立中国医药保健品进出口商会维生素C分会的请示》（[1998]医商字第20号）文悉。现批复如下：

一、同意成立中国医药保健品进出口商会维生素C分会。该分会的主要任务是：负责我国维生素C的出口市场、价格、客户的协调工作，努力提高维生素C在国际市场的竞争能力，促进维生素C出口的健康发展。

二、该分会由中国医药保健品进出口商会中经营维生素C出口的企业会员组成，系商会的分支机构，不具法人地位，并接受商会的领导和管理。分会不单独吸收会员，不另外收取会费。其人员编制从商会现有编制中调剂解决。

三、请按规定到民政部办理相关手续，并依法开展活动。

此复。



一九九八年三月二十三日

抄送：民政部社团司

本部：人事司（3） 贸管司 存档

2.30



# 公 证 书

(2006)长证经字第1038号

兹证明前面的文件后所附的英文译本与中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XN15505810



# 公 证 书

(2006)长证经字第1039号

兹证明前面 (2006) 长证经字第1038号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XW15505812



CERTIFICATE OF AUTHENTICITY OF RECORDS

\_\_\_\_\_  
City of Beijing )  
People's Republic of China )  
\_\_\_\_\_ )

I, JIANG TAO, as an Officer with official duties in the Department of Law & Treaty of the Ministry of Commerce, the People's Republic of China, certify with respect to the subject matter of the documents to which this certificate is attached:

1. That Ms. Guan Ningyun, who signed the attached document, was at the time of signing the Director of the Legal Affairs Department of the China Chamber of Commerce of Medicines & Health Products Importers & Exporters with authority to sign the document; and

2. That the signature of Ms. Guan, Director of the Legal Affairs Department of the China Chamber of Commerce of Medicines & Health Products Importers & Exporters, is genuine.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Senior Officer, Department of Law & Treaty,  
Ministry of Commerce, People's Republic of China

  
JIANG TAO



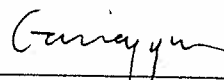
CERTIFICATE OF AUTHENTICITY OF RECORDS

\_\_\_\_\_  
City of Beijing )  
People's Republic of China )  
\_\_\_\_\_ )

I, GUAN NINGYUN, am the Director of the Legal Affairs Department of the China Chamber of Commerce of Medicines & Health Products Importers & Exporters. I certify that the authentication of documents in the Ministry's custody is within the scope of my authority and official duties as Director of the Legal Affairs Department of the China Chamber of Commerce of Medicines & Health Products Importers & Exporters. I have compared the document attached to this Certificate and I certify that it is, in all respects, a true and correct copy of a document on file in my office.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Director, Legal Affairs Department of the China Chamber of Commerce  
of Medicines & Health Products Importers & Exporters

  
\_\_\_\_\_  
GUAN NINGYUN



# NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.913

This is to certify that Jiang Tao (male, born on August 2, 1977, I.D.Card: 370702197708022616), the Authorized Representative of the Ministry of Commerce of the People's Republic of China, affixed his signature to the English document attached hereto before me in this office on May 26, 2006.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XIV 15502830



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.914

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.913 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

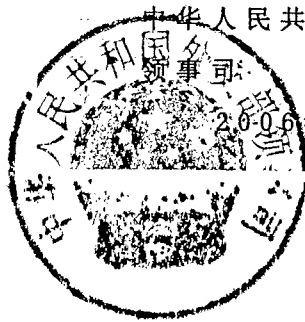
May 26, 2006

XW15502832



认字第06090920-001号

兹证明前面文书上公证处的印章和  
公证员 武军 的签名(印章)  
属实。



中华人民共和国外交部

领事司

一等秘书

2006年06月15日

1350491

People's Republic of China)  
Municipality of Beijing )  
Embassy of the United ) ss:  
States of America )

Susan Lively

Consul

I, \_\_\_\_\_, Consul/Vice Consul of the United States of America at Beijing, People's Republic of China, duly commissioned and qualified, do hereby certify that Chen, Beihang, whose true signature and official seal are, respectively, subscribed and affixed to the foregoing document, was on the 15 day of Jun, 2006, the date thereof, an officer of the Ministry of Foreign Affairs of the People's Republic of China, duly commissioned and qualified, to whose official acts faith and credit are due.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Embassy of the United States of America at Beijing, People's Republic of China this 16 day of Jun, 2006.

  
Susan Lively  
Consul





3月27日

# 对外贸易经济合作部 人事教育劳动司文件

[1998]外经贸人劳字第175号

## 关于同意成立中国医药保健品进出口商会 维生素C分会的批复

中国医药保健品进出口商会：

你会《关于申请成立中国医药保健品进出口商会维生素C分会的请示》（[1998]医商字第20号）文悉。现批复如下：

一、同意成立中国医药保健品进出口商会维生素C分会。该分会的主要任务是：负责我国维生素C的出口市场、价格、客户的协调工作，努力提高维生素C在国际市场的竞争能力，促进维生素C出口的健康发展。

二、该分会由中国医药保健品进出口商会中经营维生素C出口的企业会员组成，系商会的分支机构，不具法人地位，并接受商会的领导和管理。分会不单独吸收会员，不另外收取会费。其人员编制从商会现有编制中调剂解决。

三、请按规定到民政部办理相关手续，并依法开展活动。

此复。



一九九八年三月二十三日

抄送：民政部社团司

本部：人事司（3） 贸管司 存档

3.30



# 公 证 书

(2006)长证经字第913号

兹证明中华人民共和国商务部的授权代表蒋涛（男，一九七七年八月二日出生，身份证号码：370702197708022616）于二〇〇六年五月二十六日来到我处，在我的面前，在前面的英文文件上签字。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日

公证处



XIV 15502827



# 公 证 书

(2006)长证经字第914号

兹证明前面 (2006) 长证经字第913号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日

公证处



XIV 15502831

# EXHIBIT 8



[TRANSLATION]

## Charter of Vitamin C Sub-Committee of China Chamber of Commerce of Medicines and Health Products Importers and Exporters

(passed upon discussions on the founding conference of Vitamin C Coordination Group on October 11, 1997)

### Chapter I General Terms

**Article 1** This Charter is constituted in accordance with provisions in *Foreign Trade Law of People's Republic of China*, *Provisional Regulations on Chamber of Commerce of Importers and Exporters of People's Republic of China*, *Charter of China Chamber of Commerce of Medicines and Health Products Importers and Exporters* and *Notice Relating to Strengthening the Administration of Vitamin C Production and Export*.

**Article 2** Vitamin C Sub-Committee of China Chamber of Commerce of Medicines and Health Products Importers and Exporters (the "Sub-Committee") is an industrial organization organized, upon approval by the Ministry of Foreign Trade and Economic Cooperation ("MOFTEC") and under leadership of the Chamber, by those member enterprises of China Chamber of Commerce of Medicines and Health Products Importers and Exporters (the "Chamber") who have Vitamin C import and export operation rights and have certain extent of operational scale and ability.

**Article 3** The Sub-Committee has the following tenets: complying with laws of the country; implementing and executing the state policies and regulations on foreign trade; maintaining orderly export of Vitamin C products; exploring international market; and serving for an ordered and highly efficient development of Vitamin C foreign trade on the basis of unified coordination.

**Article 4** The Sub-Committee is located in Beijing.

### Chapter II Functions

**Article 5** The Sub-Committee performs coordination, direction, consultation, service and supervision & inspection functions over its members. It bridges and ties the enterprises and the government. The Sub-Committee has certain industrial function. It shall, representing the basic interests and demands of the members, inform certain issues to the relevant government department and to cause such issues to be promptly solved.

**Article 6** In accordance with Vitamin C exports and changes on international markets, the Sub-Committee will make proposals on the export development plan and annual export quota allocation, supervise the implementation of export license by member enterprises and advises on allocation and adjustment of export quota, and issuance of export license.

**Article 7** The Sub-Committee shall coordinate and administrate market, price, customer and operation order of Vitamin C export, represent or organize the members to communicate in unison with foreign parties in accordance with international trade principles to protect the rights and interests of the country and the members.

**Article 8** The Sub-Committee shall actively develop connections with domestic and foreign industries, exchange information, broadly build and develop business partnership and represent the industry to participate in relevant international conferences.

**Article 9** The Sub-Committee shall collect and organize Vitamin C information and materials with respect to domestic and international market, customers, productions and sales, and provide consulting service to the members.

**Article 10** The Sub-Committee shall hold, periodically or otherwise, working meetings for Vitamin C export to exchange information, summarize and communicate experience, analyze and work out coordinated prices for Vitamin C export, to supervise and inspect the implementation of such coordinated export prices set by the Sub-Committee and relevant business activities related to the enterprises.

### **Chapter III Members**

**Article 11** Any member of China Chamber of Commerce of Medicines and Health Products Importers and Exporters whose Vitamin C export volume in any year from 1994 to 1996 is above 200 tons can apply to join the Sub-Committee.

**Article 12** Only the members of the Sub-Committee have the right to export Vitamin C and are simultaneously qualified to have Vitamin C export quota.

**Article 13** Any member who wants to withdraw from the Sub-Committee, shall submit a 3-month prior written application and such withdrawal shall be subject to approval by the Sub-Committee's Council.

**Article 14** Member's rights

- (1) To elect, to be elected and to vote;
- (2) To supervise and give suggestions and comments on the Sub-Committee's work;
- (3) To participate in activities organized by the Sub-Committee, enjoy various services including information and consultation provided by the Sub-Committee;
- (4) To report and suggest punishment measures on any conduct violating laws and the Charter of the Sub-Committee, harmful to the state and industrial interests, and infringing legitimate rights and interests of the members.

**Article 15** Member's obligations

- (1) To comply with various directives, policies and regulations with respect to foreign trade, comply with the Charter and regulations of Vitamin C Sub-Committee and implement Sub-Committee's resolution;
- (2) To foreign trade enterprises can purchase Vitamin C from or act as Vitamin C export agents only from those manufacturing enterprises verified by the Sub-Committee. A manufacturing enterprise can only

export its own products and can supply its products only to those foreign trade enterprises verified by the Sub-Committee;

- (3) The members shall voluntarily adjust their production outputs according to changes of supplies and demands on international market;
- (4) Manufacturing enterprise members and foreign trade enterprise members shall establish the cooperation relationship, understand and yield to each other and jointly share benefits and risks;
- (5) To report Vitamin C exports of previous two months to the Sub-Committee every odd month;
- (6) Strictly execute export coordinated price set by the Chamber and keep it confidential.

**Article16** Any violation of the Charter of the Sub-Committee, failure to implement any resolution or regulation of the Sub-Committee and failure to perform any member's obligation shall be punished by the Sub-Committee by means of, according to gravity of circumstances, warning, open criticism and even revocation of its membership. The Sub-Committee will suggest to the competent governmental department, through the Chamber, to suspend and even cancel the Vitamin C export right of such violating member.

#### ChapterIV Organisation

**Article17** The Members Meeting is the highest authority of the Sub-Committee. The Members Meeting will be held once a year and shall only be duly convened when attended by representatives from two thirds of the members. The Members Meeting may be held earlier or later when necessary. The Sub-Committee has a Council. A Council Meeting will be held once every half year and may be earlier or later when necessary. The Council Meeting shall not be duly convened unless it is attended by two thirds of the Council's Directors.

**Article18** Functions of Members Meeting are:

- (1) to approve and amend the Charter of the Sub-Committee;
- (2) to review applications to join or withdraw from the Sub-Committee;
- (3) to elect, appoint and dismiss members of the Council of the Sub-Committee;
- (4) to review and pass work report of the Council and determine work plans of the Sub-Committee;
- (5) to discuss and set export coordinated price;
- (6) to inspect Vitamin C export coordination and administration and the implementation of export coordinated prices, and to suggest on punishment measures on violating member;
- (7) to review and discuss proposals of the Council and the members.

**Article19 Functions of the Council**

- (1) Implementing and executing resolution of the Member Meeting and reporting to the Member Meeting;
- (2) Stipulating specific regulations and measures of products operation and organising implementation;
- (3) Proposing principle of annual export quota allocation;
- (4) Calling for regular or temporary Members Meeting;
- (5) Electing Chief Director and appointing General Secretary of the Council;
- (6) Discussing and determining coordinated prices and other relevant issues under urgent circumstances.

**Article20** The Council of the Sub-Committee has one Chief Director, seven to nine Directors and one General Secretary. Members of the Council will be composed with the members from the Chamber and the members of the Sub-Committee. Chief Director, Director and General Secretary will be elected upon nomination by the Chamber.

**Article21** Chief Director, Director and General Secretary have a term of three years, which can be renewed upon re-election. The Sub-Committee does not have any permanent body. General Secretary will be responsible for daily work when the Council is not in session.

**ChapterV Funding Source**

**Article22** The Chamber will bear daily expenses of the Sub-Committee, but expenses on meetings and researches shall be collected and expensed by the Sub-Committee itself.

**ChapterVI Miscellaneous**

**Article23** This Charter will be passed by the Members Meeting and will become effective upon verification and approval by China Chamber of Commerce of Medicines and Health Products Importers and Exporters. The Members Meeting has the right to amend this Charter and the Council has the right to construe this Charter. Any amendment and supplementation to this Charter shall be verified and approved by China Chamber of Commerce of Medicines and Health Products Importers and Exporters.





CERTIFICATE OF AUTHENTICITY OF RECORDS

\_\_\_\_\_  
City of Beijing )  
People's Republic of China )  
\_\_\_\_\_ )

I, JIANG TAO, as an Officer with official duties in the Department of Law & Treaty of the Ministry of Commerce, the People's Republic of China, certify with respect to the subject matter of the documents to which this certificate is attached:

1. That Ms. Guan Ningyun, who signed the attached document, was at the time of signing the Director of the Legal Affairs Department of the China Chamber of Commerce of Medicines & Health Products Importers & Exporters with authority to sign the document; and
2. That the signature of Ms. Guan, Director of the Legal Affairs Department of the China Chamber of Commerce of Medicines & Health Products Importers & Exporters, is genuine.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Senior Officer, Department of Law & Treaty,  
Ministry of Commerce, People's Republic of China

  
JIANG TAO

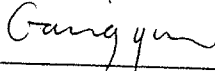
CERTIFICATE OF AUTHENTICITY OF RECORDS

City of Beijing )  
People's Republic of China )

I, GUAN NINGYUN, am the Director of the Legal Affairs Department of the China Chamber of Commerce of Medicines & Health Products Importers & Exporters. I certify that the authentication of documents in the Ministry's custody is within the scope of my authority and official duties as Director of the Legal Affairs Department of the China Chamber of Commerce of Medicines & Health Products Importers & Exporters. I have compared the document attached to this Certificate and I certify that it is, in all respects, a true and correct copy of a document on file in my office.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Director, Legal Affairs Department of the China Chamber of Commerce  
of Medicines & Health Products Importers & Exporters

  
\_\_\_\_\_  
GUAN NINGYUN





## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.911

This is to certify that Jiang Tao (male, born on August 2, 1977, I.D.Card: 370702197708022616), the Authorized Representative of the Ministry of Commerce of the People's Republic of China, affixed his signature to the English document attached hereto before me in this office on May 26, 2006.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XIV 15502829



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.912

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.911 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

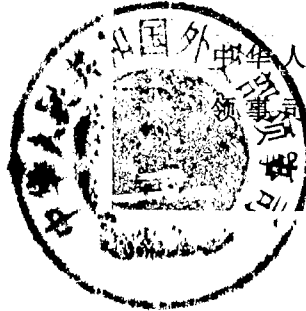
XW 15502826



认字第06090906-001号

兹证明前面文书上公证处的印章和

公证员 武军 的签名(印章)  
属实。



中华人民共和国外交部

等秘书

2006年06月15日

1350513

People's Republic of China)

Municipality of Beijing )

Embassy of the United )

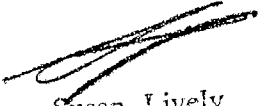
States of America )

ss:

Susan Lively

I, \_\_\_\_\_ Consul \_\_\_\_\_, Consul/Vice Consul of the United States of America at Beijing, People's Republic of China, duly commissioned and qualified, do hereby certify that Chen, Beiliang, whose true signature and official seal are, respectively, subscribed and affixed to the foregoing document, was on the 15 day of Jun, 2006, the date thereof, an officer of the Ministry of Foreign Affairs of the People's Republic of China, duly commissioned and qualified, to whose official acts faith and credit are due.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Embassy of the United States of America at Beijing, People's Republic of China this 16 day of Jun, 2006.

  
Susan Lively  
Consul





## 中国医药保健品进出口商会维生素 C 分会章程

(1997 年 10 月 11 日维生素 C 协调小组  
成立大会讨论通过)

### 第一章 总则

第一条 根据《中华人民共和国对外贸易法》、《中华人民共和国进出口商会暂行条例》、《中国医药保健品进出口商会章程》及《关于加强维生素 C 生产、出口管理的通知》的有关规定制定本章程。

第二条 中国医药保健品进出口商会维生素 C 分会(以下简称分会)是经对外贸易经济合作部(以下简称外经贸部)批准,在中国医药保健品进出口商会(以下简称商会)领导下,由有维生素 C 进出口经营权且具有一定经营规模和经营能力的医保商会会员单位联合组成的行业组织。

第三条 分会的宗旨是:遵守国家法律,贯彻执行国家对外贸易的各项方针政策和法规;维护维生素 C 出口的正常秩序,开拓国际市场,在统一协调的基础上,为维生素 C 的对外贸易有秩序,高效益的发展服务。

第四条 分会会址设在北京。

### 第二章 职能

第五条 分会对会员有协调、指导、咨询、服务和监督检查等职能。在企业与政府之间发挥桥梁和纽带作用。分会发挥某些行业管理的作用,代表会员的根本利益和要求,向政府有关部门反映情况,促使问题尽快解决。

第六条 分会根据维生素 C 的出口情况及国际市场变化情况,提出出口发展规划及年度出口配额的建议,监督会员企业出口许可证的执行情况,并对配额的分配、调整和出口许可证的发放提出建议。

第七条 协调管理维生素 C 的出口市场、价格、客户和经营秩序,在国际上代表或组织会员根据国际贸易规范,统一对外交涉,维护国家和会员的权益。

第八条 积极发展与国内外行业间的联系,交流信息,广泛建立和发展业务合作关系,并代表本行业参加有关国际会议。

第九条 搜集、整理维生素 C 的国内外市场、客户、生产销售等信息资料,为分会会员提供咨询服务。

第十条 定期或不定期召开维生素 C 出口工作会议互通情

况, 总结交流经验, 研究制定维生素 C 出口协调价格, 并对分会制定的出口协调价格的执行情况和企业有关的经营活动进行监督、检查。

### 第三章 会员

第十一条 凡是中国医药保健品进出口商会会员, 在 1994 年至 1996 年三年中任意一年出口维生素 C 200 吨以上的单位, 均可申请加入分会。

第十二条 只有分会会员, 才有维生素 C 出口经营权, 同时有资格获得维生素 C 出口配额。

第十三条 会员如要求退会, 须在三个月前提出书面申请, 经分会理事会同意后方可退出。

第十四条 会员的权利

- (一) 有选举权, 被选举权、表决权;
- (二) 对分会的工作进行监督, 提出建议和意见;
- (三) 参加分会组织的活动, 并享受分会提供的信息, 咨询等各项服务;
- (四) 对违法和违反分会章程, 损害国家和行业利益、侵犯会员正当权益的行为, 有举报权、处分建议权。

第十五条 会员的义务

- (一) 遵守对外贸易的各项方针、政策、法规, 遵守维生素 C 分会的章程、规定, 执行分会的决议;
- (二) 外贸企业只能在分会认定的生产企业收购或代理维生素 C 出口, 生产企业只能出口本企业的产品, 只能向分会认定的外贸企业供货。
- (三) 会员要根据国际市场需求变化主动调节生产量。
- (四) 生产企业和外贸企业会员间要建立起协作关系, 互谅互让, 共享利益, 共担风险。
- (五) 每逢单月向分会报告前两个月维生素 C 出口情况;
- (六) 对分会确定的出口协调价格, 协调方案严格执行, 保守秘密, 不得向外扩散。

第十六条 会员因违反分会章程, 不执行分会的决议与规定, 不承担会员义务, 分会视情节轻重分别给予警告、通报批评, 直至取消分会会员资格, 并通过商会向政府主管部门建议, 暂停直至取消其维生素 C 的出口经营权。

### 第四章 组织

第十七条 分会的最高权利机构是会员大会。会员大会每年召

开一次，必要时，可提前或推迟召开，会员大会会有三分之二的会员代表出席方为有效。分会设理事会，理事会会议每半年召开一次，必要时，可提前或推迟召开，理事会会议有三分之二的理事出席方为有效。

#### 第十八条 会员大会的职能

- (一) 批准和修改分会章程；
- (二) 审议入退会申请；
- (三) 选举和任免分会理事会成员；
- (四) 审议通过理事会的工作报告，决定分会的工作方案；
- (五) 研究制定出口协调价。
- (六) 检查维生素 C 出口协调管理和出口协调价格的执行情况，对违纪会员提出处理意见；
- (七) 审议理事会和会员的各项提案。

#### 第十九条 理事会的职能

- (一) 贯彻执行会员大会的决议，并向其报告工作；
- (二) 根据分会章程，制订商品经营的具体规定和办法，并组织实施；
- (三) 提出年度出口配额分配原则的建议；
- (四) 按期或临时召集会员大会；
- (五) 选举理事长，任命秘书长；
- (六) 研究和决定紧急情况下的协调价和其他有关事项。

第二十条 分会理事会设理事长 1 人，理事 7 - 9 人，秘书长 1 人，理事会成员由商会和分会会员产生。理事长、理事、秘书长人选，均由商会推荐后选举产生。

第二十一条 分会理事长、理事、秘书长，实行任期制，一般任期三年，可连选连任，分会不设常设机构。在理事会休会期间，由秘书长主持日常工作。

### 第五章 经费

第二十二条 分会所需日常费用由商会列支，但会议和调研所需费用自收自支。

### 第六章 附则

第二十三条 本章程经分会会员大会通过并报中国医药保健品进出口商会核准后生效，本章程的修改权归分会会员大会，解释权归分会理事会，本章程的修改补充需经中国医药保健品进出口商会核准。



# 公 证 书

(2006)长证经字第911号

兹证明中华人民共和国商务部的授权代表蒋涛（男，一九七七年八月二日出生，身份证号码：370702197708022616）于二〇〇六年五月二十六日来到我处，在我的面前，在前面的英文文件上签字。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日  
公证处



XW15502823



# 公 证 书

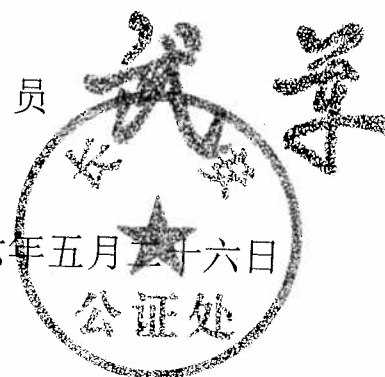
(2006)长证经字第912号

兹证明前面(2006)长证经字第911号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日



XW15502825





## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1034

This is to certify that the English translation of the document attached hereto is identical with the Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XW 15505803



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1035

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.1034 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XV 15505805

# EXHIBIT 9

[Handwritten: Leaders of the department, please discuss. Advise forwarding it to the Foreign Trade Department and China Chamber of Commerce of Medicines and Health Products for review and deliberation.  
20/9]

## BRUSSELS NEWSLETTER

(Issue No. 270)

September 19, 2001

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Signed and Issued: [Handwritten: LIU You Hou]

Edited by: European Union Embassy, Belgian Embassy Economic and Commercial Center, Luxembourg Embassy

To: European Department cc: Department of Treaty and Law, Information Center of General Office

Author: DENG De Xiong Reviewer: [Handwritten: [illegible]]

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### OUR VITAMIN C IS IN DANGER OF AN ANTIDUMPING SUIT BY THE EUROPEAN UNION

According to Dr. Marcinowski of the Department of International Economic Affairs of the German company BASF, who visited our offices today, the current price of our vitamin C imported to Europe has drawn widespread attention from industries in the European Union. Industries in the European Union are very likely to bring an antidumping suit against our vitamin C. Dr. Marcinowski noted that the price of vitamin C exported by China to European Union markets is nearly equivalent to the cost of the raw materials used by manufacturers who produce similar products in the European Union.

[Not Translated]

Although, from an overall perspective, our imports in fact are of negligible quantity, it is not unlikely that industries from the European Union will bring an antidumping lawsuit against a specific product with a relatively large quantity of import within that product type. This situation surely needs to be closely monitored by the relevant departments and businesses.

[Handwritten: [illegible]]

[illegible] 21/9]

**Confidential and Lawyers Only**

**JJPC0049428**

21/08/01 FRY 14:50 FAX 9  
19/09/01 WED 15:35 FAX 32 2 6403585

SUR COM AMB CHINE

001  
004

清联经局. 建设经局  
保联经局

# 布鲁塞尔快讯

(第 270 期)

2001 年 9 月 19 日

签发:



欧共体使团

驻比利时使馆经商处 编

卢森堡使馆

发往: 欧洲司 抄送: 条法司、办公厅信息处 拟稿: 邓德雄 核稿: 李立刚

## 我维生素 C 面临欧盟反倾销起诉的危险

根据今日造访我处的德国巴斯夫公司国际经济事务部马清诺夫斯基博士通报的情况, 目前, 我输欧维生素 C 的价格普遍引起欧盟产业界的关注, 欧盟产业很可能就我维生素 C 提起反倾销诉讼。马称, 中国出口到欧盟市场的维生素 C 的价格几乎与欧盟产业生产同类产品所使用的原材料成本持平。

根据欧盟官方统计, 1998 年至 2000 年, 我与维生素 C 有关的属于欧盟海关编码 300045010 和 30045090 项下的产品向欧盟出口的数量分别为 11 吨、7 吨和 14 吨, 单位平均价格分别为 5200 欧元/吨、8400 欧元/吨和 6900 欧元/吨, 同期欧盟从区外进口同类产品的数量分别为 2143 吨、2271 吨和 2882 吨, 单位平均价格分别为 33500 欧元/吨、40020 欧元/吨和 40030 欧元/吨。我对欧出口该类产品的单位平均价格明显低于区外进口单位平均价格, 尽管从整体上看, 我进口量属于可忽略的范围, 但不排除欧盟产业对该类产品中进口量相对较大的具体产品提出反倾销诉讼的可能性。这一情况实需引起有关部门和企业的关注。



21/9

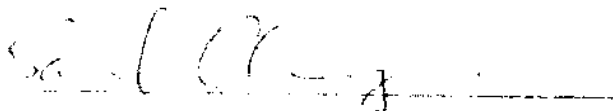
**CERTIFICATION OF TRANSLATION**  
**(Certified by State and Federal Courts)**

This is to certify under the penalty of perjury that I am a court certified interpreter in California with license number #301138 and I am fluent in Chinese (Mandarin) and English languages, and I state that the documents below were translated

1. INTERIM PROVISIONS FOR ADMINISTRATION OF EXPORT COMMODITIES;
2. REGARDING THE REDISTRIBUTION OF THE NOTICE OF THE MOFTEC DEPARTMENT OF TRADE ADMINISTRATION *REGARDING THE EMERGENCY NOTICE CALLING FOR A VITAMIN C EXPORT WORK CONFERENCE*;
3. CHAMBER OF COMMERCE MEETING MINUTES, dated December 23, 2005, JJPC0040755C;
4. Fax of BRUSSELS NEWSLETTER (Issue No. 270), dated September 19, 2001, JJPC0049428;
5. NOTICE REGARDING THE DISTRIBUTION OF DOCUMENTS, INCLUDING MINUTES OF THE THIRD MEETING OF THE MEMBERS OF THE VITAMIN C SUBCOMMITTEE, NEPG075766;
6. FAX WITH SUBJECT "EUROPEAN UNION MAY BRING AN ANTIDUMPING ACTION AGAINST OUR VITAMIN C" FROM GERMAN EMBASSY COMMERCIAL COUNSELOR'S OFFICE, JJPC055588;
7. MINISTER WU YI DISCUSSES THE REFORM OF IMPORT AND EXPORT CHAMBERS OF COMMERCE;
8. CHARTER OF THE VITAMIN C SUBCOMMITTEE OF THE CHINA CHAMBER OF COMMERCE OF MEDICINES AND HEALTH PRODUCTS IMPORTERS AND EXPORTERS, JJPC055589;
9. REGARDING THE ISSUES CONCERNING THE 1988 FOREIGN TRADE REGIME REFORM by Li Lanqing;
10. REPORT REGARDING THE CURRENT VITAMIN C EXPORT CIRCUMSTANCES AND RECOMMENDATIONS OF COUNTERMEASURES; and
11. REPORT REGARDING APPLYING TO BORROW VC EXPORT LICENSE IN ADVANCE, dated January 10, 1996, JJPC0055625

and that they are accurate translations of the originals.

Signed on August 27, 2009 in Los Angeles, California



Samuel Shen Chong  
CA Court Certified Interpreter (License No. 301138)

# EXHIBIT 10



[Handwritten: Forward to Chamber of Commerce of Medicines and Health Products

Bureau of Fair Trade 11/7

Handwritten: The Complaint Response Department, please review and get prepared. Shang Ming 11/6]

**GERMAN EMBASSY COMMERCIAL COUNSELOR'S OFFICE**

Selma-Lagerloef-Str.11, 13189 Berlin Germany

Tel: 0049-30-91744294

Fax: 0049-30-4710230

Receiving unit: MOFTEC Department of Treaty and Law

Fax: 0086-10-65198905

Signed and issued by: [Handwritten: Zhang Changchun]

Date: November 5, 2001

Pages: 3

Handled by: Wu Ke

Subject: European Union may bring an antidumping action against our vitamin C

Department of Treaty and Law:

Dr. Marcinowski, who is in charge of antidumping affairs for the German company BASF, called our office today, informing us once again that European businesses may bring an antidumping action against our vitamin C exports (see fax from our office dated July 12, 2001). He faxed to our office two pages of material that he had compiled regarding China's vitamin C exports. Based on his judgment, businesses in the European Union will not bring such an action immediately; however, once the action is taken, they are very likely to win.

Thus is the report above.

German Embassy Commercial Counselor's Office  
November 5, 2001

Attachments: 2 pages total

cc: Department of European Affairs

[Handwritten: Xiao Xia, please review and address it. Liu, 11/6]

[Handwritten: Director [illegible]:

This is the second pre-warning.

Please investigate this matter, our export business and the amount exported to the European Union in the last three years.

Is there a need to convene a meeting to analyze our future export situation?

Please consider and contact me. Telephone No.: 65198495

Xiao Xia 11/7]

2013 15:24 FAX  
2001 15:34

HANDELSABTEILUNG BOTSCHAFT CHINA 7

NR. 1579 S. 1 0001

转 转医保商公

公平贸易 11.7.  
驻德国使馆经济商务参赞处

Sehma-Lagerloeff-Str.11, 13189 Berlin Germany Tel: 0049-30-91744294 Fax: 0049-30-4710230

收文单位: 外经贸部条法司

收文传真: 0086-10-65198905

发文日期: 2001 年 11 月 5 日

发文页数: 3

签发: 张永春

经办: 吴柯

由: 欧盟可能对我维生素 C 反倾销事

条法司:

德国巴斯夫公司反倾销事务主管马青诺夫斯基(Dr. Marcinowski)今日打电话给我处, 再次通告欧盟企业可能对我国维生素 C 出口提起反倾销诉讼(参见我处 2001 年 7 月 12 日传真), 并将其整理的中国维生素 C 出口材料共两页传真给我处, 据其判断, 欧盟企业不会马上提起该诉讼, 但一旦起诉, 胜诉的把握很大。

以上特报。

驻德国使馆经商处  
二零零一年十一月五日

附件: 共 2 页

抄送: 欧洲司

主任:

此也是第二次预警。

清查此案我出口企业近三年出口欧盟的  
金额。

是否需召开一次会议分析来年的出口情况?

请酌并与我联系。电话: 65198495。

15:25 FAX  
15:34

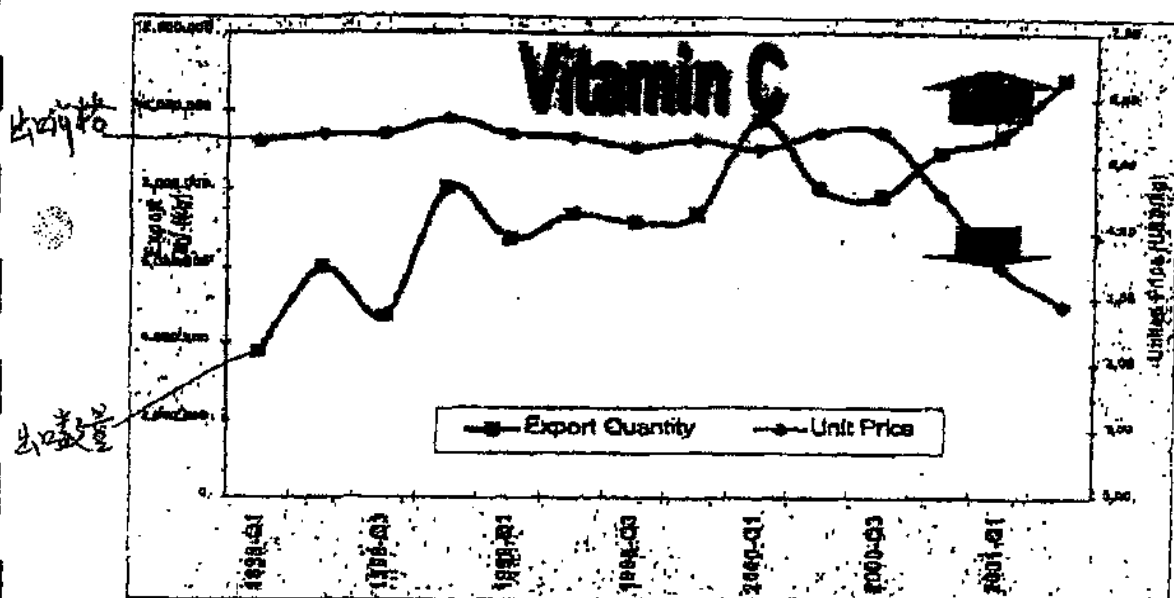
HANDELSABTEILUNG BOTSCHAFT CHINA  
+49 621 6052608

+49 621 (NR. 1579 ES. 2-23)

31. Oktober 2001/fr  
ZR/W - Z 27  
Herr Dr. Marcinowski  
Tel. 47898  
Königsplatz 5, 30159 Hannover

## Vitamin C, potential anti-dumping complaint EU against PR China

The export average price trend of Chinese Vitamin C shows a stable trend to quarter 2 of 2000. Since then a downward trend can be shown which leads to minimum prices close to US\$ 2,60 per kilogram.



5:25 FAX  
115:35

15:35L

HANDELSABTEILUNG BOTSCHAFT CHINA

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NR. 1579 S. 3

as continued down to 2.80 US\$/kg and dealers in the US have circulated offers of 2.55 US\$/kg some weeks ago.

Total costs of production for Vitamin C with best technology are estimated in approx. USD 3.00/kg (there are however producers with 4 USD/kg too). To that about 0.20 USD for overheads, analysis, quality management and other item minimum of 0.50 USD for distribution through different level of trades to the c. have to be added. Therefore the prices mentioned above, can not cover full costs, even with the two step fermentation.

It is evident that those prices have to cause injury to the European producers and the respect of the volume (about 10,000 tons in the year 2000 from China into the EU for free consumption) compared to EU consumption of 23,500 tons (year 2000) is with more than 40 % clearly above the threshold quoted in the anti-dumping regulation of 1 %. Half year exports to Germany and Netherlands show that Chinese producers are even more focusing on Europe

T	C	T	C
M	L	F	A
G	S	E	B
N	S	H	Z
T	S	T	S

三夜

### Conclusion:

Based on facts and figures the European Vitamin C producers are in the position to lodge a successful anti-dumping complaint based on the data of today. The actual downward trend shows additionally the threat of injury of increasing dumping margins and increasing volumes.

●短期前出所の売値 2.55 美之。

在中国即使有最好的技术，Vc的总生产成本估计为3美分/磅（也有4美分/磅），2美分/磅的间接费用、3美分/磅的质量控制和基本费用，还有至少0.5美分/磅的不同层次国产的费用。因此，上述价格不可能涵盖这些费用。

表三表明中国Vc价格给欧共体生产商造成了损害，出口数量(2003有10,000吨中国Vc进入欧盟供自由消费)相比欧盟23,500吨(占的消费量已超过340%，这远超过了欧盟反倾销条例规定的限度。从出口国和荷兰当年的情况看，中国生产商更应往欧盟。

Q5/11 '01 MON 21:28 [TX/RX NO 7804] 004  
女子部と関係、歐洲Vc生産商が提議成功提議成功後、

**CERTIFICATION OF TRANSLATION**  
**(Certified by State and Federal Courts)**

This is to certify under the penalty of perjury that I am a court certified interpreter in California with license number #301138 and I am fluent in Chinese (Mandarin) and English languages, and I state that the documents below were translated

1. INTERIM PROVISIONS FOR ADMINISTRATION OF EXPORT COMMODITIES;
2. REGARDING THE REDISTRIBUTION OF THE NOTICE OF THE MOFTEC DEPARTMENT OF TRADE ADMINISTRATION *REGARDING THE EMERGENCY NOTICE CALLING FOR A VITAMIN C EXPORT WORK CONFERENCE*;
3. CHAMBER OF COMMERCE MEETING MINUTES, dated December 23, 2005, JJPC0040755C;
4. Fax of BRUSSELS NEWSLETTER (Issue No. 270), dated September 19, 2001, JJPC0049428;
5. NOTICE REGARDING THE DISTRIBUTION OF DOCUMENTS, INCLUDING MINUTES OF THE THIRD MEETING OF THE MEMBERS OF THE VITAMIN C SUBCOMMITTEE, NEPG075766;
6. FAX WITH SUBJECT "EUROPEAN UNION MAY BRING AN ANTIDUMPING ACTION AGAINST OUR VITAMIN C" FROM GERMAN EMBASSY COMMERCIAL COUNSELOR'S OFFICE, JJPC055588;
7. MINISTER WU YI DISCUSSES THE REFORM OF IMPORT AND EXPORT CHAMBERS OF COMMERCE;
8. CHARTER OF THE VITAMIN C SUBCOMMITTEE OF THE CHINA CHAMBER OF COMMERCE OF MEDICINES AND HEALTH PRODUCTS IMPORTERS AND EXPORTERS, JJPC0055589;
9. REGARDING THE ISSUES CONCERNING THE 1988 FOREIGN TRADE REGIME REFORM by Li Lanqing;
10. REPORT REGARDING THE CURRENT VITAMIN C EXPORT CIRCUMSTANCES AND RECOMMENDATIONS OF COUNTERMEASURES; and
11. REPORT REGARDING APPLYING TO BORROW VC EXPORT LICENSE IN ADVANCE, dated January 10, 1996, JJPC0055625

and that they are accurate translations of the originals.

Signed on August 27, 2009 in Los Angeles, California



Samuel Shen Chong  
CA Court Certified Interpreter (License No. 301138)

# EXHIBIT 11

**LIST OF THE FOURTH BATCH OF DEPARTMENTAL DECISIONS  
ABOLISHED BY THE MINISTRY OF FOREIGN TRADE AND  
ECONOMIC COOPERATION**

The Ministry of Foreign Trade and Economic Cooperation

Order of the Ministry of Foreign Trade and Economic Cooperation

No.24

In order to adapt to the new situation of our country's opening-up to the outside world, to further establish and improve the legal system of the socialist market economy, to earnestly perform the promises of our country's entry to the WTO, to accelerate the transformation of the functions of the government and to improve the level of administration according to law, the Ministry of the Foreign Trade and Economic Cooperation has fully screened the existing departmental regulations. And after the screening, MOFTEC has decided: the list of the fourth batch of 26 departmental decisions abolished (see Attachment).

Minister of the Ministry of Foreign Trade and Economic Cooperation: Shi Guangsheng

March 21, 2002

List of the Fourth Batch of Departmental Decisions Abolished by the Ministry of Foreign Trade and Economic Cooperation

**Attachment:**

**The list of the fourth batch of 26 departmental decisions abolished**

No.	Document Name	Department of Promulgation	Date of Promulgation
1	Detailed Rules for the Implementation of the Administration of the Technology Import Contracts of the People's Republic of China	MOFTEC	1987
2	Notice of the Ministry of Foreign Trade and Economic Cooperation and the Ministry of Science and Technology on the Printing and Distribution of the Measures for the Administration of the Technologies Restricted from Export	MOFTEC, Ministry of Science and Technology	1998
3	Notice of the Ministry of Foreign Trade and Economic	MOFTEC	1996



	Cooperation on Changing the Table of the Explanation of End User and Ultimate Use		
4	Notice of the State Bureau of the Construction Material Industry and the Ministry of Foreign Trade and Economic Cooperation on Strengthening the Administration of the Export of Concrete Production and Equipment Technologies	State Bureau of Construction Material Industry, Ministry of Science and Technology	1990
5	Notice of the Ministry of Foreign Trade and Economic Cooperation on the Execution of the Relevant Provisions of the Notice on the Relevant Issues of Strengthening the Administration on the Sales and Payment of Foreign Exchange for the Import of Intangible Assets	MOFTEC	2001
6	Supplementary Notice on Strengthening the Administration of Technology Import Contracts and Sales and Payment of Foreign Exchange	MOFTEC, State Administration of Foreign Exchange	2001
7	Notice of the Ministry of Foreign Trade and Economic Cooperation on Explaining Article 71 of the Regulations on the Implementation of the Law of the People's Republic of China on Sino-foreign Joint Ventures	MOFTEC	1985
8	Notice of the Ministry of Foreign Trade and Economic Cooperation on Explaining Article 74 of the Regulations on the Implementation of the Law of the People's Republic of China on Sino-foreign Joint Ventures	MOFTEC	1985
9	Notice on Strengthening the Administration of the Labor Cooperation Carried out in Singapore by Chinese Companies	MOFTEC	1996
10	Letter on Strictly Executing the Provisions of the Compensation Committee of the United Nations on the Distribution of Reparations	MOFTEC	1997
11	Notice on the Relevant Matters Concerning Strengthening the Administration of Production and Export of Vitamin C	MOFTEC, State Administration of Medicine	1997
12	Notice on the Supplementary Provisions of the Notice on the Relevant Matters Concerning Strengthening the	MOFTEC, State Administration of	1998



	Administration of Production and Export of Vitamin C	Medicine	
13	Notice on the Relevant Issues Concerning the export of Honey to America	MOFTEC	2001
14	Measures for the Administration of the Quotas of the Industrial Products Exported to the European Union (Interim) MOFTEC	MOFTEC	1999
15	Notice on the Relevant Supplementary Provisions of the Measures for the Administration of the Quotas of the Industrial Products Exported to the European Union (Interim)	MOFTEC	2000
16	Notice on Several Matters Concerning Encouraging the Enterprises to Make Good Use of the Quotas	MOFTEC	1999
17	Notice on the Relevant Matters regarding the Use of Quotas of Textiles Subject to the License of Freely Applied Total Amount by Foreign-funded Enterprises	MOFTEC	1999
18	Notice on the Relevant Matters Concerning the Free Application for Quotas of Textiles of 2001	MOFTEC	2000
19	Notice of the Ministry of Foreign Trade and Economic Cooperation on the Cancellation of the Quotas of 6 Categories (Men's Shirts with Sewed Collars) of Textiles by Canada	MOFTEC	1997
20	Notice on the Relevant Matters Concerning Adopting the Freely Applied Visa of Limited Total Number to the Categories of Textiles not in Bad Need	MOFTEC	1998
21	Notice on the Relevant Matters Concerning Strengthening the Administration of Quotas of the Textiles Subject to the Freely Applied License of Limited Total Number	MOFTEC	1999
22	Notice on the Exhibition Organization by the Guaranteed Stands of the Chinese Export Commodities Fair	MOFTEC	1998
23	Notice on Printing and Distributing the Relevant Materials of the Agency Agreement on Frozen Meat Fowls Supplied to Hong Kong and Macao (Sample)	MOFTEC	1996

24	Notice on Revising the Relevant Measures for Trade with Taiwan Province	MOFTEC	1988
25	Notice on Opening the Import Management Power in Trade with Taiwan	MOFTEC	1998
26	Notice on Printing and Distributing the Interim Provisions on the Procedures for Going Abroad of Labors Sent Abroad	MOFTEC, Ministry of Public Security Ministry of Foreign Affairs	1997

## 外经贸部第四批废止的部门规章目录

对外贸易经济合作部

中华人民共和国对外贸易经济合作部二〇〇二年第 24 号令

为适应我国改革开放的新形势，进一步建立健全社会主义市场经济法律体系，认真履行我国加入世界贸易组织承诺，加快政府职能转变，提高依法行政水平，对外贸易经济合作部对现行部门规章进行了全面清理。经过清理，对外贸易经济合作部决定：第四批废止部门规章 26 件目录（见附件）。

部长：石广生

二〇〇二年三月二十一日

附件

外经贸部第四批废止的部门规章目录

序号 文件名称 发布单位 发布时间

- 1 中华人民共和国技术引进合同管理条例实施细则 外经贸部 1987
- 2 对外贸易经济合作部、科学技术部关于印发《限制出口技术管理办法》的通知 外经贸部、科技部 1998
- 3 对外贸易经济合作部关于更换《最终用户和最终用途说明》表格的通知 外经贸部 1996
- 4 国家建筑材料工业局、对外经济贸易部关于加强水泥生产的及装备技术出口管理的通知 建材局、外经贸部 1990
- 5 对外贸易经济合作部关于执行《关于加强对引进无形资产售付汇管理有关问题的通知》的有关规定的通知 外经贸部 2001
- 6 关于加强技术引进合同及售付汇管理的补充通知 外经贸部、国家外汇管理局 2001
- 7 对外经济贸易部关于解释《中华人民共和国中外合资经营企业法实施条例》第七十一条的通知 外经贸部 1985
- 8 对外经济贸易部关于解释《中华人民共和国中外合资经营企业法实施条例》第七十四条通知 外经贸部 1985
- 9 关于加强对我国公司在新加坡开展劳务合作业务管理的通知 外经贸部 1996
- 10 关于严格执行联合国赔偿委员会赔款分发规定的函 外经贸部 1997
- 11 关于加强维生素 C 生产、出口管理有关事项的通知 外经贸部、国家医药管理局 1997
- 12 关于对《关于加强维生素 C 生产、出口管理有关事项的通知》的补充规定的通知 外经贸部、国

家医药管理局 1998

13 《关于对美蜂蜜出口有关问题的通知》 外经贸部 2001

14 《输欧盟工业品配额管理办法（暂行）》 外经贸部 1999

15 《关于<输欧盟工业品配额管理办法>（暂行）有关补充规定的通知》 外经贸部 2000

16 关于鼓励企业用好配额若干事项的通知 外经贸部 1999

17 关于外商投资企业使用实行总量自主申领许可证的纺织品被动配额有关事项的通知 外经贸部 1999

18 关于 2001 年度纺织品被动配额自主申领有关事项的通知 外经贸部 2000

19 对外贸易经济合作部关于加拿大取消 6 类（男缝制领衬衫）纺织品配额的通知 外经贸部 1997

20 关于对非紧俏类别纺织品实行总量控制自主申领签证有关问题的通知 外经贸部 1998

21 关于加强对总量控制自主申领许可证的纺织品被动配额管理有关事项的通知 外经贸部 1999

22 关于广交会保证性摊位组展工作的通知 外经贸部 1998

23 关于印发《供港澳冻肉禽代理协议（样本）》等材料的通知 外经贸部 1996

24 关于修订对台湾省贸易有关办法的通知 外经贸部 1988

25 关于放开对台湾贸易进口经营权的通知 外经贸部 1998

26 《关于印发<办理外派劳务人员出国手续的暂行规定>的通知》 外经贸部、公安部、外交部 1997

Certificate of Accuracy

This is to certify that the document listed below was translated from Chinese to English.

*LIST OF THE FOURTH BATCH OF DEPARTMENTAL DECISIONS ABOLISHED BY  
THE MINISTRY OF FOREIGN TRADE AND ECONOMIC COOPERATION*

I am a certified translator, qualified to provide such translation services.

Signature: Tara Hu Phillips

{Original Signature on File}

Date: October 13, 2009

# EXHIBIT 12

2002 MOFTEC & Customs Notice

Notice Issued by the Ministry of Foreign Trade and Economic Cooperation and the General Administration of Customs for the Adjustment of the Catalogue of Export Products Subject to Price Review by the Customs

MOFTEC MAO FA [2002] No. 187

Promulgation Date: March 29, 2002

Effective Date: May 1, 2005

Issued by: the Ministry of Foreign Trade and Economic Cooperation (hereinafter "MOFTEC") and the General Administration of Customs (hereinafter "GAC") [tr.]

To: Guangdong Branch, Tianjin and Shanghai Commissioners' Offices of GAC, Directly Subordinated Customs Offices, the Commissions (Offices/Bureaus) of Trade and Economic Cooperation of Every Province, Autonomous Region, Municipality and City Specifically Designated in the State Plan, the Commissioners' Offices of MOFTEC at Various Cities, and the Chambers of Import and Export

MOFTEC and GAC have made the decision to adjust the catalogue of export products subject to price review by the customs for year 2002, in order to accommodate the new situations since China's entry into WTO, maintain the order of market competition, make active efforts to avoid anti-dumping sanctions imposed by foreign countries on China's exports, promote industry self-discipline and facilitate the healthy development of exports. The decision include the following aspects:

1. After adjustment, 30 categories of export products are subject to price review by the customs (see the Attachment for the Table of Export Products). All of the products are subject to Price Verification and Chop ("PVC") by the chambers, and no longer subject to supervision and review by the customs.
2. The relevant chambers of import and export and customs offices shall strengthen communication and cooperation among themselves in accordance with the Rules for Coordination with Respect to Customs Price Review of Export Products issued together with the

GUAN ZONG HAN ZI No. 21), promptly report any issues arising from export price review exercise, jointly perform the export price review responsibility and file the annual price review report with MOFTEC and GAC.

3. Following the adjustment made under this Notice, the relevant chambers must, by April 20, 2002, submit to Guangzhou Commodity Price Information Center of GAC information on industry-wide negotiated prices for those export products subject to price review, in both soft copy (in required format) and hard copy; in addition, each chamber shall file the name of personnel responsible for price review, addresses, telephone and fax numbers with the Foreign Trade Department of MOFTEC, the Duty Collection and Administration Department and Guangzhou Commodity Price Information Center of GAC.
  4. The relevant chambers of import and export shall follow the PVC procedures pursuant to the Provisional Rules on Export Price Verification and Chop for Key Products subject to Price Review, which Rules were issued together with the Notice of the Rules on Price Reviews of Export Products by the Customs ([1997] MOFTEC GUAN ZONG HAN ZI No. 21). The adoption of PVC procedure shall be convenient for exporters while it is conducive for the chambers to coordinate export price and industry self-discipline. The PVC procedures shall be performed in a way that it could assist in maintaining good export order on the one hand and effectively reduce the export costs of enterprises, promoting the development of the industries and exports. From 2002, each relevant chamber shall learn from the experience of the Chamber of Machinery and Electronic Products in implementing classified PVC for binoculars, and select at least one of the products with the jurisdiction of its chamber for trial.
  5. Given the drastically changing international market, the customs and chambers may suspend export price review for certain products with the approvals of the general members' meetings of the sub-chamber (coordination groups) and filing with GAC.
  6. The adjusted catalogue of export products subject to price review shall become effective from May 1, 2002. The Notice for Adjusting the Catalogue of Export Products Subject to Customs Price Review ([2000] MOFTEC GUAN FA No. 661) jointly issued by MOFTEC and GAC on December 25, 2000 shall become void then.
- Attachment: Catalogue of Export Products Subject to Price Review by the Customs for year 2002 (30 categories) (Omitted, but Vitamin C is included therein.)





CERTIFICATE OF AUTHENTICITY OF RECORDS

\_\_\_\_\_  
City of Beijing )  
People's Republic of China )  
\_\_\_\_\_ )

**STATEMENT OF AUTHENTICITY**

I, JIANG TAO, am an Officer with official duties in the Department of Law & Treaty in the Ministry of Commerce of the People's Republic of China (the "Ministry"). I certify that the authentication of documents in the Ministry's custody is within the scope of my authority and official duties. I also certify that I have compared the document attached to this Certificate and that it is, in all respects, a true and correct copy of a document on file in my office.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Senior Officer, Department of Law & Treaty,  
Ministry of Commerce, People's Republic of China

  
\_\_\_\_\_  
JIANG TAO



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.907

This is to certify that Jiang Tao (male, born on August 2, 1977, I.D.Card: 370702197708022616), the Authorized Representative of the Ministry of Commerce of the People's Republic of China, affixed his signature to the English document attached hereto before me in this office on May 26, 2006.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XW 15502932



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.908

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.907 attached hereto is in conformity with the Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XIV 15502934



认字第06090876-001号

兹证明前面文书上公证处的印章和  
公证员 武军 的签名(印章)  
属实。



中华人民共和国外交部  
领事馆

等秘书

2006年06月15日

1350497

People's Republic of China)

Municipality of Beijing )

Embassy of the United )

States of America )

ss:

Anu Prattipati  
Vice Consul

I, \_\_\_\_\_, Consul/Vice Consul of the United States of America at Beijing, People's Republic of China, duly commissioned and qualified, do hereby certify that Chen Beiliang, whose true signature and official seal are, respectively, subscribed and affixed to the foregoing document, was on the 15 day of June, 2006, the date thereof, an officer of the Ministry of Foreign Affairs of the People's Republic of China, duly commissioned and qualified, to whose official acts faith and credit are due.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Embassy of the United States of America at Beijing, People's Republic of China this 16 day of June, 2006.

*Anu Prattipati*

Anu Prattipati  
Vice Consul







## 业务综述

您位于本网站: [首页](#)>>[中国对外经贸政策介绍](#)>>[对外贸易管理](#)>>[出口商品管理](#)

## 进出口许可证管理

### 关于调整出口商品海关审价目录的通知

## 进口商品管理

外经贸贸发[2002]187号

## 出口商品管理

## 加工贸易管理

海关总署广东分署, 天津、上海特派办, 各直属海关, 各省、自治区、直辖市及计划单列市外经贸委(厅、局), 外经贸部驻各地特派员办事处, 各进出口商会:

## 纺织品出口管理

## 出口商品招标管理

为了适应我国加入世界贸易组织的新形势, 维护公平的市场竞争秩序, 积极防范国外针对我国出口商品的反倾销, 推动行业自律, 促进出口健康发展, 外经贸部、海关总署决定对2002年出口商品海关审价目录进行调整。现将有关事项通知如下:

## 政策问答

## 政策建议

一、调整后的出口海关审价商品为30种(目录见附件), 全部实行商会预核签章管理, 不再实行海关监审管理。

二、各有关进出口商会和各海关应按照《关于印发出口商品海关审价工作有关规定的通知》([1997]外经贸综函字第21号)中的《出口商品审价工作联络办法》, 加强联系配合, 及时反映出口审价工作中存在的问题, 共同做好出口审价工作, 并将年度审价情况分别报外经贸部和海关总署备案。

三、各有关商会在2002年4月20日之前, 将调整后的各项出口审价商品的同行协议价格资料以软盘(按规定格式)和书面材料形式送达海关总署广州商品价格信息办公室; 将负责出口商品审价工作的人员名单、通讯地址、电话、传真号报外经贸部外贸司、海关总署关税征管司和广州商品价格信息中心办公室备案。

四、各有关进出口商会应按照《关于印发出口商品海关审价工作有关规定的通知》([1997]外经贸综函字第21号)中的《关于对出口审价重点商品进行出口价格预核签章的暂行规定》, 做好预核签章工作。预核签章办法和程序在有利于商会进行价格协调和行业自律的同时, 也要尽可能地方便企业出口, 做到既能维护良好的出口秩序, 又能有效减少企业出口成本, 促进行业和企业出口的发展。从2002年起, 各有关商会要参照机电商会双筒望远镜分级预核签章的经验, 从本商会审价商品中至少推出一种商品进行试点。

五、在国际市场急剧变化的情况下, 经商会有关商品分会(协调小组)会员大会通过并报外经贸部和海关总署备案后, 海关和商会可对有关商品暂停出口审价。

六、调整后的出口商品审价目录自2002年5月1日起执行。外经贸部和海关总署于2000年12月25日联合下发的《关于调整出口商品海关审价目录的通知》([2000]外经贸管发第661号)同时废止。

特此通知

附件: 2002年出口商品海关审价目录(30种)

[http://www.cofortune.com.cn/moftec\\_cn/dwmygl/ckspgl\\_60.html](http://www.cofortune.com.cn/moftec_cn/dwmygl/ckspgl_60.html)

5/19/2005

中华人民共和国对外贸易经济合作部

中华人民共和国海关总署

二〇〇二年三月二十九日

附件

## 2002年出口商品海关审价目录 (30种)

类别	商品名称	商品编号	计量单位	审价方式
机电	1、电动机	85014000	台	预核签章
		85015100		
		85015200		
	2、单缸柴油机	84072100	台	预核签章
		84082090		
		84089091		
		84089092		
		84099199	千克	
		84099910		
		84099920		
		84099999		
	3、双筒望远镜	90051000	个	预核签章
	4、空调器	84151010	台	预核签章
		84151021		
		84151022		
		84158110		
		84158210		
		84158300		
	5、轴承	84821000	套	预核签章
		84822000		
		84823000		
		84824000		
		84825000		
		84828000		
		84832000		
	6、激光视盘机	85219010	台	预核签章
	7、吸尘器	85091000	台	预核签章
	8、彩色电视机	85281291	台	预核签章
		85281292		



		85281293		
		84521010		
		84521090		
	9、缝纫机	84522110	台	预核签章
		84522190		
		84522900		
轻工工艺	1、稻草及制品	12130000	公斤	预核签章
		46019190		
	2、木杆铅笔	96091010	千克/百支	预核签章
		96091020		
五矿化工	1、草甘磷(除草剂)及草甘磷原药	38083019		预核签章
		29209019.10		
	2、柠檬酸	29181400	公斤	预核签章
	3、三磷酸钠	28353100		预核签章
	4、硅锰铁	72023000		预核签章
	5、硫酸二钠及其它硫酸盐	28331100		预核签章
		28331900		
	6、黄磷(白磷)	28047010		预核签章
	7、磷矿石(磷灰石)	25101010	吨	预核签章
		25101090		
		25102010		
		25102090		
	8、天然石墨	25041010		预核签章
		25041090		
		25049000		
医保	1、糖精纳	29251100	公斤	预核签章
	2、扑热息痛	29242920		预核签章
	3、鲜蜂王浆及鲜蜂王浆粉	04100020		预核签章
		04100030		预核签章
	4、维生素C	29352700		预核签章
	5、人参	12112091		预核签章
		12112099		
		12112020		
		03061911		

食品土畜	1、淡水小龙虾	03061919	公斤	预核签章
		16054011		
		16054019		
	2、苹果汁	20097000		预核签章
	3、烤鳗	16041910		预核签章
	4、蜂蜜	04090000		预核签章
	5、红小豆	07133210		预核签章
		07133290		
	6、卫生筷子	44190010		预核签章

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地址：中国北京东长安街2号 邮编：100731  
 电话：(010)65198114  
 传真：(010)65198173  
 E-mail: moftec@moftec.gov.cn

中华人民共和国商务部、中华人民共和国海关总署公告2003年第36号

2003-12-03 16:20

根据《中华人民共和国对外贸易法》的有关规定，为维护良好的对外贸易秩序，营造公平贸易环境，应进出口行业的要求，在有关行业组织协调的基础上，自2004年1月1日起，对柠檬酸等36种商品试行出口预核签章管理，目录见附件1。该目录将根据行业的发展的情况，在有关商会申请的基础上，由商务部会商海关总署进行调整并对外公告。

对列入《出口预核签章商品目录》的出口商品，以一般贸易、来料加工装配贸易、进料加工贸易和出料加工贸易方式出口的，出口企业到海关办理出口报关手续时，须持经进出口商会签章后的合同，未经签章的出口合同海关不接受申报出口。海关在审核签章的出口合同时以商品编号为准，商品名称只作为参考。

各进出口商会应本着方便企业出口、促进行业发展的原则，严格按照《出口商品预核签章操作程序》(见附件2)办理。

对于伪造出口商品预核签章出口的企业，海关和商会将按有关规定给予处罚。

特此公告

- 附件： 1、《出口预核签章商品目录》  
2、《出口商品预核签章操作程序》  
3、《出口商品预核签章商会联络员表》

中华人民共和国商务部

中华人民共和国海关总署

二〇〇三年十一月二十九日



# 公 证 书

(2006)长证经字第907号

兹证明中华人民共和国商务部的授权代表蒋涛（男，一九七七年八月二日出生，身份证号码：370702197708022616）于二〇〇六年五月二十六日来到我处，在我的面前，在前面的英文文件上签字。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日  
公证处



XW15502931





# 公 证 书

(2006)长证经字第908号

兹证明前面(2006)长证经字第907号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日

公证处



XN15502933



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1056

This is to certify that the English translation enclosed to the document attached hereto is in conformity with the abridged Chinese original.

Notary: Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XIV 15505707



XIV 15505709



# 公 证 书

(2006)长证经字第1056号

兹证明前面的文件后所附的英文译本与中文节本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XW 15505706





# 公 证 书

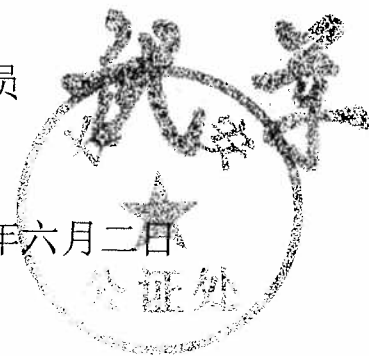
(2006)长证经字第1057号

兹证明前面(2006)长证经字第1056号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日



XW15505708

# EXHIBIT 13

[TRANSLATION]

Announcement of Ministry of Commerce of the People's Republic of China, General  
Administration of Customs of the People's Republic of China (No. 36, 2003)

According to the relevant provisions of the *Foreign Trade Law of the People's Republic of China*, in order to maintain the order of foreign trade and create a fair trade environment and in response to the demands of the industries engaging in export and import, as well as on the basis of the coordination by relevant industrial associations, starting from January 1, 2004, the export of citric acid and 35 other commodities (please refer to Exhibit 1: Catalogue of Export Commodities Subject to the Verification and Chop System, hereinafter the "Catalogue") shall be subject to the Verification and Chop ("V&C") system on an experimental basis. The Catalogue shall be subject to further adjustment and announcement by the Ministry of Commerce in consultation with the General Administration of Customs, upon application of the relevant Chambers of Commerce and according to the development of various industries.

With respect to those included in the Catalogue, if the commodities are exported under general trade, processing trade with customer's materials, processing trade with self-sourced materials and processing trade with exported materials, the exporters shall declare to the Customs with export contracts affixed with the V&C chop by the relevant Chambers of Commerce for Import and Export. The Customs shall not accept any application for export when the export contracts are not affixed with such chop. The commodity number shall be the basis for the Customs to verify export contracts with V&C chop, while the commodity name works only as a reference.

Each Chamber of Commerce for Import and Export shall follow the principle of facilitating export activities and promoting industrial development, and strictly observe the Procedures for Implementing the Verification and Chop System on Export Commodities (Exhibit 2).

Enterprises exporting by forging the V&C chop on the contracts will be punished by the Customs and Chambers of Commerce according to relevant rules.

We hereby make this announcement.



- Exhibits:
1. Catalogue for Export Commodities Subject to the Verification and Chop System
  2. Procedures for Implementing the Verification and Chop System on Export Commodities
  3. Contact Persons of the Chambers Responsible for Implementing the Verification and Chop System

Ministry of Commerce of the People's Republic of China

General Administration of Customs of the People's Republic of China

November 29, 2003



**Exhibit 1: Catalogue of Export Commodities Subject to the Verification and Chop System**

(Omitted.)

**Exhibit 2: Procedures for Implementing the Verification and Chop System on Export Commodities**

China Chamber of Commerce for Import and Export of Light Industrial Products and Arts-Crafts, China Chamber of Commerce of Metals, Minerals & Chemicals Importers & Exporters, China Chamber of Commerce for Import and Export of Foodstuffs, Native Produce And Animal By-Products, China Chamber of Commerce for Import & Export of Machinery & Electronic Products, China Chamber of Commerce of Medicines & Health Products Importers & Exporters and China Chamber of Commerce for Import & Export of Textiles (collectively "Chambers") shall be responsible for implementing the verification and chop system (hereinafter "V&C") on export commodities. The procedures are set forth as follows:

A. For the commodities included in the Catalogue of Export Commodities Subject to the Verification and Chop System (hereinafter the "Catalogue"), exporters shall deliver or fax (in urgent cases) the export contracts (or copies thereof) to the relevant Chambers for verification before Customs declaration. If it is verified that the contracts comply [with the relevant regulations and industry agreements], the Chambers shall fill in the Verification and Chop Form of China Chamber of Commerce for [\*] (hereinafter "V&C Form") and affix the counter-forgery V&C chop at the designated block of the V&C Form and to the export contracts at the blocks where the prices and quantities are specified, and then deliver them back to the exporters. The exporters shall declare to the Customs with the originals of the V&C Forms and the export contracts that have been verified and affixed with the V&C chop by the Chambers.

B. For contracts where exports will be in several batches, exporters may apply to the Chambers for V&C of the whole contracts. After the Chambers have verified that the quantities and prices of each batch comply with the relevant batch contracts, the Chambers shall use the same serial number on the V&C Forms for all the batches of exports.



C. The Chambers shall verify the submissions by the exporters based on the industry agreements and in accordance with the relevant regulations promulgated by the Ministry of Commerce ("MOFCOM") and the General Administration of Customs ("GAC"). For commodities of special standards or brands that are not included in the industry agreements of the relevant Chambers, the Chambers may refer to the same or similar types of commodities manufactured and exported during the same period of time. The relevant Chambers shall file the industry agreements with MOFCOM and GAC within 10 days after the public announcements [for such industry agreements] are made, and any modifications to such industry agreements shall be filed with MOFCOM and GAC within 10 days after such modifications are made.

D. The Chambers shall promptly verify the exporters' submissions, affix V&C chop to the conforming applications and deliver them back to the applicant enterprises via express mail within 3 business days (as per postmark). The Chambers shall not affix the V&C chop to non-conforming export contracts and shall notify the exporters within 2 business days. In the event that no response is received from the Chambers 10 days after the exporters have submitted the export contracts to the Chambers for V&C, such exporters shall report the same to MOFCOM.

E. The Chambers shall establish a V&C administration system, and report to MOFCOM and GAC every three months the implementation of the V&C system for the commodities included in the Catalogue of the passing quarter.

F. The Chambers shall not charge any fees other than the necessary documentation costs involved in the verification of export contracts that are subject to the V&C system. For V&C applications made by non-member exporters, the Chambers shall give them the same treatment as to member exporters.

G. The Chambers shall keep confidential the exporters' submissions, and shall not willfully disclose such submissions.

H. For V&C related inquiries, the first person being inquired shall be responsible for giving responses. When being inquired by the Customs relating to the V&C, the contact persons of the Chambers (as listed in Exhibit 3) shall reply within 24 hours.

**Exhibit 3: Contact Persons of the Chambers Responsible for Implementing the Verification and Chop System**

(Omitted.)





**CERTIFICATE OF AUTHENTICITY OF RECORDS**

\_\_\_\_\_  
City of Beijing )  
People's Republic of China )  
\_\_\_\_\_ )

**STATEMENT OF AUTHENTICITY**

I, JIANG TAO, am an Officer with official duties in the Department of Law & Treaty in the Ministry of Commerce of the People's Republic of China (the "Ministry"). I certify that the authentication of documents in the Ministry's custody is within the scope of my authority and official duties. I also certify that I have compared the document attached to this Certificate and that it is, in all respects, a true and correct copy of a document on file in my office.

In proof of the facts set out in this Certificate, I have signed this Certificate on May 26, 2006, at Beijing, the People's Republic of China.

Senior Officer, Department of Law & Treaty,  
Ministry of Commerce, People's Republic of China

  
\_\_\_\_\_  
JIANG TAO



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.909

This is to certify that Jiang Tao (male, born on August 2, 1977, I.D.Card: 370702197708022616), the Authorized Representative of the Ministry of Commerce of the People's Republic of China, affixed his signature to the English document attached hereto before me in this office on May 26, 2006.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XW 15502936



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.910

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.909 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

May 26, 2006

XIV 15502938



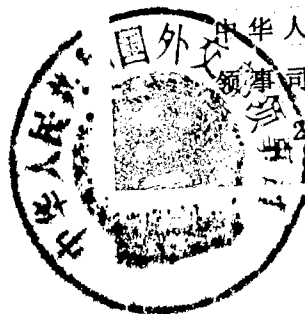


认字第06090873-001号

兹证明前面文书上公证处的印章和

公证员 武军 的签名(印章)

属实。



等秘书

2006年06月15日

1350496

People's Republic of China)

Municipality of Beijing )

ss:

Embassy of the United )

States of America )

I, Anu Prattipati  
Vice Consul, Consul/Vice Consul of the United States of America at Beijing, People's Republic of China, duly commissioned and qualified, do hereby certify that Chen Beikang, whose true signature and official seal are, respectively, subscribed and affixed to the foregoing document, was on the 15 day of June, 2006, the date thereof, an officer of the Ministry of Foreign Affairs of the People's Republic of China, duly commissioned and qualified, to whose official acts faith and credit are due.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of the Embassy of the United States of America at Beijing, People's Republic of China this 16 day of June, 2006.

Anu Prattipati

Anu Prattipati  
Vice Consul



中华人民共和国商务部、中华人民共和国海关总署公告2003年第36号

2003-12-03 16:20

根据《中华人民共和国对外贸易法》的有关规定，为维护良好的对外贸易秩序，营造公平贸易环境，应进出口行业的要求，在有关行业组织协调的基础上，自2004年1月1日起，对柠檬酸等36种商品试行出口预核签章管理，目录见附件1。该目录将根据行业的发展的情况，在有关商会申请的基础上，由商务部会同海关总署进行调整并对外公告。

对列入《出口预核签章商品目录》的出口商品，以一般贸易、来料加工装配贸易、进料加工贸易和出料加工贸易方式出口的，出口企业到海关办理出口报关手续时，须持经进出口商会签章后的合同，未经签章的出口合同海关不接受申报出口。海关在审核签章的出口合同时以商品编号为准，商品名称只作为参考。

各进出口商会应本着方便企业出口、促进行业发展的原则，严格按照《出口商品预核签章操作程序》（见附件2）办理。

对于伪造出口商品预核签章出口的企业，海关和商会将按有关规定给予处罚。

特此公告

- 附件：
- 1、《出口预核签章商品目录》
  - 2、《出口商品预核签章操作程序》
  - 3、《出口商品预核签章商会联络员表》

中华人民共和国商务部

中华人民共和国海关总署

二〇〇三年十一月二十九日

附件 1

出口预核签章商品目录(36 种)

所属商会	商 品 名 称	商品编号	计量单位
中国机电产品进出口商会	2. 柴油发动机	84082090	台/千瓦
		84089091	
		84089092	
		84099199	千 克
		84099920	
	2. 空调器	84099999	台
		84151010	
		84151021	
		84151022	
		84158110	
		84158210	
		84158300	
	3. 缝纫机	84521000	套
		84522110	
		84522190	
		84522900	
	4. 电动机	85014000	台
		85015100	



所属商会	商品名称	商品编号	计量单位
	4. 数码相机	85015200	
		85015300	
	5. 双筒望远镜	90051000	个
	6. DVD 播放机	85219012	台
		85219019	
	7. 彩色电视机	85281221	台
		85281222	
		85281223	
		85281224	
		85281238	
		85281239	
		85281248	
		85281249	
	8. 轴承	84821000	台
		84822000	
		84823000	
		84824000	
		84825000	
		84828000	
	9. 数码相机	84832000	台
		85254050	

所属商会	商品名称	商品编号	计量单位
中国轻工工艺品 进出口商会	1. 童车	95010000	千克
	2. 木打船壳	96091010	千克/百支
		96091020	
	3. 帐篷	68062100	件/千克
		68062200	
		68062900	
中国五矿化工进 出口商会	1. 草甘磷(除草剂)及草甘 磷原药	28083019	千克
	2. 柠檬酸	28131400	
	3. 三磷酸钠	28353100	
	4. 硫酸钠	28023000	千克
	5. 硫酸二钠及其它硫酸盐	28331100	
		28331900	
	6. 黄磷(白磷)	28047010	千克
		25101010	
		25101090	
	7. 磷灰石(磷灰石)	25102010	
		25102090	
		25041010	
	8. 天然石墨	25041090	
		25049000	
	9. 铜及铜制品	26131000	



所属商会	商品名称	商品编号	计量单位
		26139000	
		28257000	
		72027000	
中国医药保健品进出口商会	1. 糖精钠	29231100	
	2. 扑热息痛	29242920	
	3. 蜂王浆及蜂王浆粉	04100020	
		04100030	
	4. 维生素 C	29362700	
		12112091	
	5. 人参	12112099	
		12112020	
中国食品土畜进出口商会	1. 淡水小龙虾	03061911	
		03061919	
		16054011	
		16054019	
	2. 苹果汁	20097000	
	3. 烤鳗	16041910	
	4. 蜂蜜	04090000	
		07133211	
	5. 红小豆	07133219	
		07133290	
	6. 卫生筷子	44190010	千克

所属商会	商品名称	商品编号	计量单位
	7、桔子罐头	20083010	
	8、大蒜	07032010	
		07032090	
	9、干、鲜香菇	07095920	
		07123910	
中国纺织品进出口商会		58021109	米/千克
		58021909	
		63023192	条/千克
		63026000	

## 附件2：出口商品预核签章操作程序

中国轻工工艺品进出口商会、中国五矿化工进出口商会、中国食品土畜进出口商会、中国机电产品进出口商会、中国医药保健品进出口商会、中国纺织品进出口商会(以下简称“商会”)负责出口商品预核签章的具体实施工作。现就出口商品预核签章有关操作程序规定如下：

一、对于纳入出口商品预核签章目录的商品，出口企业应在报关前，将出口合同(或本合同的影印件)送达有关商会，对急需办理的出口合同也可采用传真方式提供上述材料，由商会对出口合同进行审核，经审核无误后，填写《中国××商会预核签章表》，并在《签章表》的指定位置加盖预核签章防伪印章、在出口合同的成交价格 and 数量位置加盖预核签章防伪印章后送达企业，企业持经商会预核签章的《签章表》正本及出口合同到海关申请出口报关。

二、对分批出口的合同，企业可向商会一次性申请，经商会审核其分批合同的数量价格与分批合同一致后，商会应在《签章表》填写统一编号。

三、商会审核出口企业的申报材料，应按照商务部、海关总署发布的有关规定，以同行协议为依据审核出口合同。对未列入商会同行业协议的特殊规格或品牌的商品，可参照同一时间生产出口的相同或类似型号的商品进行审核。有关商会要在公告发出10日内将同行协议向商务部和海关总署备案，今后如有调整，在调整后的10日内向商务部和海关总署备案。

四、商会在收到企业申报材料后，对符合规定的，应及时办理预核签章，并在3个工作日内(以邮戳为准)以快件形式送申报企业。对不符合规定的出口合同，商会不予签章，并在2个工作日内通知企业。企业在送商会预核签章合同后10个工作日内尚未收到商会答复的，应向商务部反映。

五、商会应建立预核签章管理系统，对纳入预核签章目录的商品，每3个月向商务部和海关总署报告本季度商会预核签章的情况。

六、商会在审核预核签章商品出口合同时，除收取必要的工本费外，不得再收取其它任何费用。对未加入本商会的企业提出的预核签章申请，商会应给予会员相同待遇。



七、商会对企业提交的信息, 承担保密责任, 不得随意对外泄露。

八、出口商品预核签章应执行首问负责制。商会联系人(见附件3)在接到海关关于预核签章的询问时, 应在24小时内给予答复。

### 附件 3

#### 出口商品预核签章商会联络员表

商 会	姓 名	电 话	传 真	手 机	联 系 地 址 及 邮 编
机 电	刘 峰	67735030	67735103	13601167281	北京市崇文门东大街38号新世界中心北办公楼14层, 100062
轻工工艺	王 颖	67749379	87774024	13601290522	北京市朝阳区潘家园南里12号楼10层, 100021
五矿化工	周 颖	65882815	65882817	13601066355	北京市朝阳区朝外大街22号炫利大厦17层, 100020
医 保	乔梅利	67738650	67734762	13501209968	北京市朝阳区潘家园南里12号楼8层, 100021
食品土畜	沙英机	65132391	65227910	13701253650	北京市东城区磁子胡同21号, 100006
纺 织	胡 敏	67739208	67719297	13611202194	北京市朝阳区潘家园南里12号楼7层, 100021

打印



# 公 证 书

(2006)长证经字第909号

兹证明中华人民共和国商务部的授权代表蒋涛（男，一九七七年八月二日出生，身份证号码：370702197708022616）于二〇〇六年五月二十六日来到我处，在我的面前，在前面的英文文件上签字。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日

公证处



XIV 15502935



# 公 证 书

(2006)长证经字第910号

兹证明前面(2006)长证经字第909号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年五月二十六日



XW15502937



## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1058

This is to certify that the English translation enclosed to the document attached hereto is in conformity with the abridged Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XIV 15505711





## NOTARIAL CERTIFICATE

2006C.Z.J.Zi,No.1059

This is to certify that the English translation of the Notarial Certificate (2006)C.Z.J.Zi,No.1058 attached hereto is in conformity with the Chinese original.

Notary:Wu Jun

Changan Notary Public Office

The People's Republic of China

June 2, 2006

XIV 15505713



# 公 证 书

(2006)长证经字第1058号

兹证明前面的文件后所附的英文译本与中文节本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二十四

公证处



XIV 15505710



# 公 证 书

(2006)长证经字第1059号

兹证明前面(2006)长证经字第1058号《公证书》的英文译本与该公证书中文原本内容相符。

中华人民共和国长安公证处

公 证 员

二〇〇六年六月二日

公证处



XW15505712