

RENHUANG PHARMACEUTICALS INC

Form 8-K

October 01, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 8-K

Current Report

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 1, 2009

Renhuang Pharmaceuticals, Inc.
(Exact name of registrant as specified in its charter)

Nevada
(State or other
jurisdiction of
incorporation)

O-24512
(Commission
File Number)

88-1273503
(I.R.S. Employer
Identification No.)

No. 281, Taiping Road, Taiping District,
Harbin, Heilongjiang Province, 150050
P. R. China
(Address of principal executive offices) (zip code)

86-451-5762-0378
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 4.02 Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review.

On September 18, 2009, the management of Renhuang Pharmaceuticals, Inc., a Nevada corporation (the “Company”), concluded that the Company’s previously issued audited consolidated financial statements for the year ended October 31, 2008, included in the Company’s Annual Report on Form 10-K filed with the U.S. Securities and Exchange Commission on September 8, 2009 (the “10-K”), contained the errors specified below and should no longer be relied upon. Therefore, the Company plans to restate its financial statements for such period and will present the restated financial statements in an amendment to the 10-K, which the Company expects to file as soon as practicable. Such restatement pertains to the following issue:

The Company provides incentive sales rebates to its sales agents. The rebate rate, which is determined on a product basis, averaged sixteen percent of sales for the year ended October 31, 2008. After the issuance of the annual financial statements, the Company determined that an error had been made in calculating the full amount of the sales incentive rebate. As a result, sales for the year ended October 31, 2008 were overstated by approximately \$1,700,000.

The decision to restate the financial statements as of and for the year ended October 31, 2008 was approved by the Company’s board of directors (the “Board”) on September 18, 2009. Representatives of the Board and members of the Company’s executive management team have discussed the above matters with the Company’s independent registered public accounting firm.

The restatement will affect the following financial statement line items for the year ended October 31, 2008:

Assets as of October 31, 2008	As Originally Reported	To Be Restated
CURRENT ASSETS		
Accounts receivable, net	22,588,580	20,844,478
TOTAL CURRENT ASSETS	35,128,995	33,384,894
TOTAL ASSETS	37,749,944	36,005,843

Liabilities and Stockholders’ Equity as of October 31, 2008	As Originally Reported	To Be Restated
Reserves	3,036,617	2,867,674
Retained earnings	22,765,757	21,245,267
Accumulated other comprehensive income	3,355,986	3,301,318
TOTAL STOCKHOLDERS’ EQUITY	35,788,857	34,044,756
TOTAL LIABILITIES AND STOCKHOLDERS’ EQUITY	37,749,944	36,005,843

Income and Comprehensive Income for the Year Ended October 31, 2008	As Originally Reported	To Be Restated
Sales	36,163,919	34,474,490
Gross Profit	20,183,281	18,493,852
Income from Operations	11,862,836	10,173,407
Net Income	11,980,528	10,291,099

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Foreign Currency Translation Adjustment	2,446,528	2,391,856
Comprehensive Income	14,427,056	12,682,955
Basic Earnings Per Share	0.34	0.29
Diluted Earnings Per Share	0.34	0.29

Changes in Stockholders' Equity
for the Year Ended October 31, 2008

	As Originally Reported	To Be Restated
Transfer to reserves	1,194,883	1,025,940
Balance at October 31, 2008, Reserves	3,036,617	2,867,674
Balance at October 31, 2008, Retained Earnings	22,765,757	21,245,271
Balance at October 31, 2008, Accumulated Other comprehensive income	3,355,986	3,301,314
Balance at October 31, 2008, Total Stockholders' Equity	35,788,857	34,044,756

Cash Flows for the Year Ended October 31, 2008

	As Originally Reported	To Be Restated
Net income	11,980,528	10,291,099
Accounts receivable	13,120,769	11,431,340

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 1, 2009

Renhuang Pharmaceuticals, Inc.,
a Nevada corporation

/s/ Shaoming Li

By: Shaoming Li

Its: Chief Executive Officer