

Edgar Filing: DRAGON PHARMACEUTICAL INC - Form 8-K

DRAGON PHARMACEUTICAL INC  
Form 8-K  
October 05, 2005

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): September 30, 2005

Dragon Pharmaceutical, Inc.  
(Exact name of registrant as specified in its charter)

Florida	0-27937	65-0142474
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(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

1055 West Hastings Street, Suite 1900  
Vancouver, British Columbia  
Canada V6E 2E9  
(Address of principal executive offices)

(604) 669-8817  
(Issuer's telephone number)

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 (see General Instruction A.2. below):

- 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))

Section 5 - Corporate Governance and Management

Item 5.02 Departure of Directors or Principal Officers; Election of  
Directors; Appointment of Principal Officers.

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(d) On September 30, 2005, the Board of Directors of Dragon Pharmaceutical appointed Mr. Peter Mak, Mr. Heinz Frey, and Mr. Jin Li to the board. Their business experience and qualifications are set forth below.

Mr. Peter Mak, age 44, is a fellow of the Chartered Association of Certified Accountants in UK as well as a fellow of the Hong Kong Institute of Certified Public Accountant. Mr. Mak was formerly the Managing Partner of Arthur Andersen Southern China and also a partner of Arthur Andersen Worldwide. Through his twenty years of accounting and financial practices, Mr. Mak has extensive knowledge and experience in Chinese and international accounting standards. In addition, Mr. Mak is the Chief Financial Officer of New Dragon Asia Corp., whose shares are registered under the Securities Exchange Act of 1934.

Mr. Heinz Frey, age 67, graduated from University of Berne/Switzerland in 1966, has 30 years of experience in the telecommunication industry, security manufacturing and service industry. He has broad experience in the management of various sizes of companies with global presence, financing and controlling of international companies, leading development, production, sales and finance departments. He is also a board member of various companies.

Mr. Jin Li, age 38, is currently a senior advisor of Phycos International Co., Ltd. Prior to joining Phycos, he was a partner at the international law firm, Linklaters. Mr. Li studied biochemistry at Peking University in China and received his Master of Science degree in Biochemistry from the University of Michigan and his doctoral degree from Law School of University of Columbia. He has more than ten years of experience in international IPOs, M&A and business transactions.

Concurrent upon the appointment of the three new independent directors, the Board of directors established an Audit Committee and Compensation Committee. Mr. Peter Mak was elected as the Chairman of Audit Committee with Mr. Heinz Frey and Mr. Jin Li as members. Ms. Xuemei Liu was elected as the Chairman of the Compensation Committee with Dr. Yiukwong Sun and Jin Li as members.

A copy of the press release announcing the naming the three new directors and their new committee assignments is included herewith as an exhibit to this report.

### Section 9. Financial Statements and Exhibits.

#### Item 9.01 Financial Statements and Exhibits

##### (c) Exhibit 99.1

Press release dated September 30, 2005.

#### SIGNATURE

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 4, 2005

Dragon Pharmaceutical, Inc.  
a Florida Corporation

/s/ Maggie Deng

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Maggie Deng, Chief Operating Officer