RENHUANG PHARMACEUTICALS INC Form 10QSB September 18, 2006 Back to Table of Contents

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM 10-QSB

x QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended July 31, 2006

OR

o TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Renhuang Pharmaceuticals, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Nevada (State or other jurisdiction of

incorporation or organization)

0-24512

(Commission File Number)

88-1273503 (IRS Employer Identification Number)

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

86-451-5762-0378

(Issuer's telephone number)

(Issuer's Telefax number) 86-451-57620378

Check whether the issuer: (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the issuer was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No o

Indicate by check mark whether the registrant is a shell company (as defined by Rule 12b-2 of the Exchange Act). Yeso Nox

As of September 13, 2006 there were 34,999,601 shares of the issuer's common stock, \$.001 par value, outstanding.

Traditional Small Business Disclosure Format (check one): Yes o No x

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PART I - FINANCIAL INFORMATION:

ITEM 1. UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

RENHUANG PHARMACEUTICALS, INC

CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited)

		July 31, 2006	April 30, 2006	
ASSETS				
Current assets:				
Cash and cash equivalents	\$	—\$		
Totals	\$	—\$		
LIABILITIES AND STOCKHOLDERS' DEFICIENCY				
Current liabilities:				
Advance from stockholders				
Total liabilities				
Commitments and contingencies				
Stockholders' deficiency:				
Preferred stock - no par value; 2,500,000 shares				
authorized; none issued or outstanding				
Common stock - \$.001 par value; 100,000,000 shares				
authorized; 13,355,181 shares issued and outstanding		13,355	13,355	
Additional paid-in capital		17,375,011	17,375,011	
Deficit accumulated during the development stage		(17,388,366)	(17,388,366)	
Total stockholders' deficiency		0.00	0.00	
Totals	\$	—\$		

SEE ACCOMPANYING NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS -3-

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RENHUANG PHARMACEUTICALS, INC

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited)

		Three Months Ended	
	July 3	July 31, 2006	
Operating expenses:			
General and administrative	\$	0.00	
Totals		0.00	
Net loss	\$	0.00	
Net loss per share	\$	0.00	
Weighted-average common shares			
outstanding - basic		0.00	

SEE ACCOMPANYING NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS -4-

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RENHUANG PHARMACEUTICALS, INC

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS THREE MONTHS ENDED JULY 31, 2006

Operating activities:\$0.00Net loss\$0.00Net cash used in operating activities\$0.00Financing activities:\$0.00Net proceeds from issuance of common stock0.00Advances from stockholders\$0.00Net cash provided by financing activities\$0.00Net decrease in cash and cash equivalents\$0.00Cash and cash equivalents, beginning of period\$0.00		Three Months Ended July 31, 2006	
Net cash used in operating activitiesFinancing activities:Net proceeds from issuance of common stock0.00Advances from stockholders0.00Net cash provided by financing activities0.00Net decrease in cash and cash equivalents0.00Cash and cash equivalents, beginning of period0.00	Operating activities:		
Financing activities:Net proceeds from issuance of common stock0.00Advances from stockholders0.00Net cash provided by financing activities0.00Net decrease in cash and cash equivalents0.00Cash and cash equivalents, beginning of period0.00	Net loss	\$	0.00
Net proceeds from issuance of common stock0.00Advances from stockholders0.00Net cash provided by financing activities0.00Net decrease in cash and cash equivalents0.00Cash and cash equivalents, beginning of period0.00	Net cash used in operating activities		
Advances from stockholders0.00Net cash provided by financing activities0.00Net decrease in cash and cash equivalents0.00Cash and cash equivalents, beginning of period0.00	Financing activities:		
Net cash provided by financing activities0.00Net decrease in cash and cash equivalents0.00Cash and cash equivalents, beginning of period0.00	Net proceeds from issuance of common stock		0.00
Net decrease in cash and cash equivalents0.00Cash and cash equivalents, beginning of period0.00	Advances from stockholders		0.00
Cash and cash equivalents, beginning of period 0.00	Net cash provided by financing activities		0.00
	Net decrease in cash and cash equivalents		0.00
	Cash and cash equivalents, beginning of period		0.00
Cash and cash equivalents, end of period \$ 0.00	Cash and cash equivalents, end of period	\$	0.00

SEE ACCOMPANYING NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

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RENHUANG PHARMACEUTICALS, INC

NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1. BUSINESS DESCRIPTION

Renhuang Pharmaceuticals, Inc., ("Renhuang") or the ("Company") was incorporated in the State of Nevada on August 18, 1988 as Solutions, Incorporated. Since that time, we have undergone a series of name changes as follows: Suarro Communications, Inc., e-Net Corporation, e-Net Financial Corp., e-Net.Com Corporation, e-Net Financial.Com Corporation, Anza Capital, Inc. and finally on July 28, 2006 we changed our name to Renhuang Pharmaceuticals, Inc.

On March 3, 2006 the Company discontinued its operations as disclosed in our Current Report 8 K/A dated and filed with the Commission on March 15, 2006, incorporated herein by reference.

On September 7, 2006 the Company acquired Harbin Renhuang Pharmaceutical Company Limited, a Corporation incorporated under the laws of the British Virgin Island on January 18, 2006, (the "BVI") including its 100% owned and only subsidiary, Harbin Renhuang Pharmaceutical Co. Ltd., incorporated under the laws of the Peoples Republic of China on February 15, 2006 ("Renhuang China") in exchange for issuing 29,750,000 shares of the Company's common stock, par value \$0.001 per share (the "Common Stock") to the BVI's stockholders, representing 85% of the Company's capital stock on a fully diluted basis after taking into account the contemplated transaction. This transaction is referred to throughout this report as the "Merger".

Upon closing of the Merger, BVI became a wholly owned subsidiary of the Company. After giving effect to the Merger, the Company has 34,999,601shares issued and outstanding and the former stockholders of BVI own approximately 85% of the issued and outstanding Common Stock of the Company. Accordingly, the Merger represents a change in control of the Company.

Shares of the Company's Common Stock are trading on the NASD-Over the Counter (OTC) Bulletin Board Market under the symbol RHGP.

For accounting purposes, the Merger has been accounted for as a reverse acquisition with the Company as the accounting acquirer and the BVI as the accounting acquiree. Upon effectiveness of the Merger, Renhuang China's business plan became the business plan of the Company.

The Merger agreement was filed as Exhibit 10.1 to the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 29, 2006 and is incorporated herein by reference. The foregoing description of the Merger and the transactions contemplated thereby do not purport to be complete and are qualified in their entireties to the Merger agreement.

On August 31, 2006, the Company's Board of Directors approved the Merger.