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# 廣州藥業股份有限公司

**Guangzhou Pharmaceutical Company Limited**

*(a joint stock company with limited liability established in the People's Republic of China)*

(H Share Stock Code: 0874)

## **Second Notice of the First Class Meeting of the Holders of the Overseas Listed Foreign Capital Shares in 2007**

The Notice of the First Class Meeting of the Holders of the Overseas Listed Foreign Capital Shares (“H shares”) in 2007 (the “Meeting”) of Guangzhou Pharmaceutical Company Limited (the “Company”) was published on 14 February 2007. Up to 13 March 2007 (the day by which the completed and signed reply slips from holders of H shares who intend to attend the Meeting must be received by the Company), the Company had not received written replies from holders of H shares who intend to attend the Meeting and whose shareholdings together represent more than 50% of the total H shares having the right to vote at the Meeting. Thus, in accordance with the requirement of article 120 of the articles of association of the Company, a second notice of the relevant matters of the Meeting is hereby given by the Company as follows:

1. Time for the Meeting: 11:00a.m. (or immediate after the conclusion or adjournment of the first extraordinary general meeting of the shareholders of the Company for the year 2007) on Monday, 2 April 2007.
2. Place where the Meeting will be held: the conference room of the Company at 45 Sha Mian North Street, Guangzhou City, Guangdong Province, the People's Republic of China (“PRC”).
3. Proposed resolution (special resolution): “Transfer of equity interests in Guangzhou Pharmaceutical Corporation (“GP Corp.”) held by Guangzhou Jin Xiu Tang (Pharmaceutical) Co., Ltd. and Guangzhou Pangaoshou Pharmaceutical Co., Ltd, both of which are subsidiaries of the Company, and 33 natural persons, and capital increase in GP Corp. by Alliance BMP Limited”.

The businesses to be considered at the Meeting as well as its date and place remain the same as those disclosed in the Notice of the First Class Meeting of the Holders of the Overseas Listed Foreign Capital Shares in 2007 published on Shanghai Securities in the PRC and on Hong Kong Economic Times and The Standard in Hong Kong respectively on 14 February 2007.

By order of the board of directors

**He Shuhua**

*Company Secretary*

Guangzhou, the PRC, 15 March 2007

*As at the date of this announcement, the Board comprises Mr. Yang Rongming (Chairman), Mr. Feng Zansheng and Mr. Chen Zhinong as executive directors, and Mr. Wu Zhang, Mr. Wong Hin Wing and Mr. Zhang Heyong as independent non-executive directors.*

Please also refer to the published version of this announcement in The Standard / Hong Kong Economic Times.