



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)

Proxy Form

The number of shares to which this Proxy Form relate ⁽¹⁾	
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I/We⁽²⁾ _____ of _____ hereby appoint the chairman of the Meeting or Mr./Ms. ⁽³⁾ _____ as my/our proxy to attend and vote on my/our behalf at the 2006 Annual General Meeting ("AGM") of Guangzhou Pharmaceutical Company Limited (the "Company") to be held at 45 Sha Mian North Street, Guangzhou City, Guangdong Province, the People's Republic of China on Friday, 15 June 2007 at 10:00 a.m.

(Please indicate clearly your choice of 'for', 'against' or 'abstain' for the following resolutions by inserting a "✓")

Ordinary Resolutions	For ⁽⁴⁾	Against ⁽⁴⁾	Abstain ⁽⁴⁾
1. report of the Board of directors of the Company for the year 2006;			
2. report of the Supervisory Committee of the Company for the year 2006;			
3. financial reports of the Company for the year 2006;			
4. auditors' reports for the year 2006;			
5. proposal for profit distribution and dividend payment for the year 2006;			
6. projected profit distribution policy of the Company for the year 2007;			
7. total emoluments to be paid to the directors of the Company for the year 2007;			
8. total emoluments to be paid to the supervisors of the Company for the year 2007;			
9. re-appointment of Guangdong Yangcheng Certified Public Accountants Co. Ltd. and PricewaterhouseCoopers, whose appointments have expired, as the domestic and international auditors respectively, and the authorization of the Board to determine their respective remuneration;			
10. elections of members of the new session of the Board and members of the new session of the Supervisory Committee:			
(1) to elect Mr. Yang Rongming as a director of the new session of the Board, with a term of office of three years commencing from the date of his appointment up to the date when members of the new session of the Board are elected;			
(2) to elect Mr. Shi Shaobin as a director of the new session of the Board, with a term of office of three years commencing from the date of his appointment up to the date when members of the new session of the Board are elected;			
(3) to elect Mr. Feng Zansheng as a director of the new session of the Board, with a term of office of three years commencing from the date of his appointment up to the date when members of the new session of the Board are elected;			
(4) to elect Mr. Wong Hin Wing as an independent non-executive director of the new session of the Board, with a term of office of three years commencing from the date of his appointment up to the date when members of the new session of the Board are elected;			

Ordinary Resolutions	For ⁽⁴⁾	Against ⁽⁴⁾	Abstain ⁽⁴⁾
(5) to elect Mr. Liu Jinxiang as an independent non-executive director of the new session of the Board, with a term of office of three years commencing from the date of his appointment up to the date when members of the new session of the Board are elected;			
(6) to elect Mr. Li Shanmin as an independent non-executive director of the new session of the Board, with a term of office of three years commencing from the date of his appointment up to the date when members of the new session of the Board are elected;			
(7) to elect Mr. Zhang Yonghua as an independent non-executive director of the new session of the Board, with a term of office of three years commencing from the date of his appointment up to the date when members of the new session of the Board are elected;			
(8) to elect Ms. Yang Xiuwei as a supervisor of the new session of the Supervisory Committee, with a term of office of three years commencing from the date of her appointment up to the date when members of the new session of the Supervisory Committee are elected;			
(9) to elect Mr. Zhong Yugan as a supervisor of the new session of the Supervisory Committee, with a term of office of three years commencing from the date of his appointment up to the date when members of the new session of the Supervisory Committee are elected.			

Signature of Appointor⁽⁵⁾: _____ Identity card number of Appointor: _____

Number of A shares/H shares held by Appointor⁽⁶⁾: _____ Shareholder account number of Appointor: _____

Signature of Proxy⁽⁵⁾: _____ Identity card number of Proxy: _____

Date: _____, 2007

Note:

1. Please insert the number of A shares / H shares registered in your name(s) and to which the proxy form relates. If no such number is inserted, this proxy form shall be deemed to relate to all the shares of the Company registered in your name(s).
2. Please write in block letters the full name(s) and address(es) as registered in the register of members.
3. If any proxy other than the chairman of the meeting is preferred, strike out "the chairman of the Meeting or" and insert the name(s) of proxy / proxies in the space provided in block letters. Shareholders may appoint one or more proxies to attend the AGM and to vote thereat. The proxy / proxies need(s) not be shareholder(s) of the Company. Any alteration made to the proxy form must be initialled by the signatory(ies).
4. Please note that if you would like to vote for a resolution, please put a tick in the "For" column. If you would like to vote against a resolution, please put a tick in the "Against" column. If you would like to abstain a resolution, please put a tick in the "Abstain" column. If no instruction is given, the proxy / proxies is / are authorized to vote at his / her/ their discretion.
5. The proxy form or other power of attorney must be duly signed by you or your attorney duly authorized in writing. If the appointor is a legal person, the proxy form shall bear the stamp of the legal person or duly signed by its director(s) or duly authorized representative(s). If the appointor is a joint holder, the proxy form shall be signed by the shareholder whose name stands first among such joint shareholders in the register of members.
6. Please insert the number of A shares / H shares registered in your name(s) and delete where inapplicable.
7. If the proxy form is signed by a person authorized by the appointor, the power of attorney or other authority under which it is signed must be notarized by a notary public. Such notarized power of attorney or other authority together with the proxy form must be deposited at the address of the Company not less than 24 hours before the time appointed for the holding of the AGM in order to be valid.
8. The proxy form shall not preclude the appointor to attend the AGM in person and to vote thereat. In such event, the appointment of the original proxy / proxies will be void.