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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)

## **ANNOUNCEMENT OF RESOLUTIONS PASSED AT THE NINETEENTH MEETING OF THE FOURTH SESSION OF THE BOARD**

The nineteenth meeting of the fourth session of the Board was held on 29 April 2010 at Guangzhou Pharmaceutical Company Limited's (the "Company") conference room at Room 203, 2nd Floor, 45 Sha Mian North Street, Guangzhou City, Guangdong Province, the PRC, notice of which was despatched on 14 April 2010 by way of fax and email. All of the seven eligible directors attended the meeting, among whom, Mr. Yang Rongming, the chairman of the Board, was unable to attend the meeting personally and appointed Mr. Shi Shaobin, an executive director, to attend the meeting and vote on his behalf. Mr. Shi Shaobin, an executive director, was elected to preside over the meeting by more than a half of directors of the Board. The supervisors, senior management and the lawyer of the Company attended the meeting. The meeting was in compliance with the requirements of the Company Law and the Articles of Association of the Company.

After due consideration by the Board, resolutions set out below were passed with 7 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting:

1. The 2010 first quarterly report of the Company;
2. The re-appointment of Shu Lun Pan Yangcheng Certified Public Accounts Co., Ltd and PricewaterhouseCoopers, whose appointments have expired, as the domestic and international auditors respectively, and the proposal to the shareholders' meeting to authorize the Board to determine their respective remuneration;
3. Use of External Information Management System of the Company (the text of which has been published on the website of The Shanghai Stock Exchange);
4. Change of Joint Company Secretary; and
5. The Self-examination Report and Improvement Plans of the Information Disclosure of the Company.

Resolution numbered 2 will be submitted to the 2009 Annual General Meeting for consideration.

This announcement is made pursuant to Rule 13.09 (2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board of  
**Guangzhou Pharmaceutical Company Limited**

Guangzhou, the PRC, 29 April 2010

*As at the date of this announcement, the Board comprises Mr. Yang Rongming, Mr. Shi Shaobin and Mr. Feng Zansheng as executive directors, and Mr. Wong Hin Wing, Mr. Liu Jinxiang, Mr. Li Shanmin and Mr. Zhang Yonghua as independent non-executive directors.*