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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 21<sup>ST</sup> MEETING  
OF THE FOURTH SESSION OF THE BOARD**

The 21<sup>st</sup> meeting of the fourth session of the Board (the “Board”) of Guangzhou Pharmaceutical Company Limited (the “Company”) was held on 21 May 2010 at the Company’s conference room at Room 203, 2nd Floor, 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the PRC, notice of which was despatched on 19 May 2010 by way of fax and email. All of the 6 eligible directors attended the meeting. Mr. Yang Rongming, the chairman of the Board, presided over the meeting. The supervisors and senior management 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 6 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting:

1. The approval of the resignation of Mr. Shi Shaobin as the general manager of the Company, which became effective on the same date;
2. The approval of the appointment of Mr. Wu Changhai as the general manager of the Company, with a term of office commencing from the date of his appointment up to the date when members of the new session of the Board are elected (profile attached in Attachment).

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, 21 May 2010

*As at the date of this announcement, the Board comprises Mr. Yang Rongming and Mr. Shi Shaobin as Executive Directors, and Mr. Wong Hin Wing, Mr. Liu Jinxiang, Mr. Li Shanmin and Mr. Zhang Yonghua as Independent Non-executive Directors.*

**Attachement:**

**Mr. Wu Changhai**, aged 44, bachelor of engineering, economist, graduated from Tongji University in 1989 and started his career in the same year and studied as a graduate student in world economics at Zhongshan University between 1997 to 1999. He served as assistant to the supply section chief, assistant chief of the supply section and assistant manager of the supply and marketing department of Guangzhou Zhong Sheng Pharmaceutical Factory; regional sales manager of the supply and marketing department and manager of the regional marketing center, assistant manager of the marketing department and manager of the marketing center of Guangzhou Zhong Yi Pharmaceutical Co., Ltd. (“Zhong Yi”); deputy general manager of Guangxi Ying Kang Pharmaceutical Co., Ltd; deputy general manager and acting general manager of Zhong Yi. Mr. Wu is currently chairman and general manager of Zhong Yi. Mr. Wu has extensive experience in operation, management, marketing, research and development.