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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)

SUPPLEMENTAL NOTICE OF THE 2009 ANNUAL GENERAL MEETING

Reference is made to the notice of the 2009 annual general meeting (the “AGM”) of Guangzhou Pharmaceutical Company Limited (the “Company”) dated 11 May 2010 (“Notice of the AGM”), which set out the resolutions to be considered by the shareholders at the AGM to be held at the conference room of the Company, 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the PRC, on Monday, 28 June 2010 at 10:00 a.m..

The Company received a written notice from the Company’s controlling shareholder, namely Guangzhou Pharmaceutical Holdings Limited (holding 48.20% equity interest of the Company), of its intention to propose two resolutions, namely the proposed further amendments to the Articles of Association and the nomination of additional candidates for election as directors at the AGM. Details of the proposed resolutions are set out below:

(1) Proposed amendments to Articles of Association of the Company

Article 123 is to be amended as follows:

The Company set up the Board (the “Board”). The Board of Directors consists of nine directors, including one chairman and one vice chairman.

(2) Nomination of Mr. Li Chuyuan as a candidate for election as an executive director and Mr. Qiu Hongzhong as a candidate for election as an independent non-executive director of the new session of the Board of the Company.

The Board considers that qualifications of the proposer of the above resolutions is legal and the procedure is in compliance with the relevant regulations, and agreed to submit the following additional resolutions to the AGM which will be held as originally scheduled, for consideration by the shareholders:

- (1) To be considered by way of special resolution:

Proposed amendments to the Articles of Association of the Company:

Article 123 is to be amended as follows:

The Company set up the Board (the “Board”). The Board of Directors consists of nine directors, including one chairman and one vice chairman.

- (2) To be considered by way of ordinary resolution:

To elect Mr. Li Chuyuan as executive director and to elect Mr. Qiu Hongzhong as independent non-executive director of the new session of the Board of the Company. Each of them will have a term of office for three years commencing from his date of appointment up to the date when members of the new session of the Board are elected.

Details of the proposed resolutions are set out in the announcement of resolutions passed at the 22nd meeting of the fourth session of the Board.

Apart from the above-mentioned, the eligibilities for attending the AGM, proxy, the registration procedures, closure of register of members and other relevant matters in relation to the AGM remain unchanged. Please refer to the Notice of the AGM dated 11 May 2010 for details, which was published in Shanghai Securities News, the websites of The Shanghai Stock Exchange (www.sse.com.cn), The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gpc.com.cn). The Company will send a supplemental circular and the revised proxy form which contain the additional proposed resolutions to holders of the H shares of the Company in due course.

The Board of
Guangzhou Pharmaceutical Company Limited

Guangzhou, the PRC, 9 June 2010

As at the date of this supplemental notice, 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.

Attachments:

1. Profiles of the candidates for election as directors

The profiles of the candidates for election as directors were set out in the announcement of resolutions passed at the 22nd meeting of the fourth session of the Board which was dated 9 June 2010.

2. The information in relation to the candidates as directors as required to be disclosed to the shareholders under Rule 13.74 and the note to the Rule 13.51(2) of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) is set out below:

According to the emoluments policy of the Group, the annual emoluments of the directors of the Company are proposed by the Board to the AGM of the Company at which the Board will seek authorization to determine the amount of the emoluments and the method of payment for services of the Company’s directors. If elected, Mr. Li Chuyuan and Mr. Qiu Hongzhong will be entitled to emoluments determined by the Board in accordance with the authorization of the AGM.

If elected, Mr. Li Chuyuan and Mr. Qiu Hongzhong shall serve, from the date of their respective appointments to the date when members of the new session of the Board are elected.

Save as disclosed above, Mr. Li Chuyuan and Mr. Qiu Hongzhong do not have any relationship with any other directors, supervisors, senior management or substantial or controlling shareholders of the Company.

As at the date of this supplemental notice, Mr. Li Chuyuan and Mr. Qiu Hongzhong do not have any interests in the shares or debentures of the Company or any of its associated corporations, which shall be notified to the Company and the Stock Exchange pursuant to Section 341 of the Securities and Futures Ordinance (“SFO”) or the Model Code for Securities Transactions by Directors of Listed Companies. Nor did they have any other interests which shall be recorded in the register as required to be kept by the Company in accordance with Section 352 of SFO.

Save as disclosed above, there are no other matters concerning the above candidates for election as directors and supervisors that need to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51 (2) of the Listing Rules of the Stock Exchange.