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(H Share Stock Code: 0874)

OVERSEAS REGULATORY ANNOUNCEMENT

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.

Guangzhou Pharmaceutical Holdings Limited ("GPHL"), the controlling shareholder of Guangzhou Pharmaceutical Company Limited (the "Company"), is planning for a major assets reorganization (the "Event") involving the Company. The Company has applied for a suspension of trading in the A shares of the Company at The Shanghai Stock Exchange with effect from 7 November 2011.

During the period of suspension in the dealing of its A shares since 7 November 2011, the Company has published announcements in respect of the progress of the Event (the "Progress of the Event Announcements") every week. Meanwhile, the Company published an announcement in relation to the extension of time in the suspension of trading (the "Extension of Time in the Suspension of Trading Announcement") dated 2 December 2011 in the Shanghai Securities News, the Securities Times and on the website of The Shanghai Stock Exchange (www.sse.com.cn) and the contents of the Progress of the Event Announcements and the Extension of Time in the Suspension of Trading Announcement have also been reproduced and published as overseas regulatory announcements on the website of The Stock Exchange of Hong Kong Limited.

As at the date of this announcement, the relevant parties involving in the Event are discussing, demonstrating the Event and consulting the relevant authorities.

During the period of suspension in the dealing of its shares, the Company will continue to fulfill its disclosure obligations in respect of the progress of the Event on a timely basis, and make further announcements regarding the progress of the Event every five trading days.

The Board of **Guangzhou Pharmaceutical Company Limited**

Guangzhou, the PRC, 9 December 2011

As at the date of this announcement, the Board comprises Mr. Yang Rongming, Mr. Li Chuyuan, Mr. Shi Shaobin and Mr. Wu Changhai as executive directors, and Mr. Liu Jinxiang, Mr. Li Shanmin, Mr. Zhang Yonghua, Mr. Wong Lung Tak Patrick and Mr. Qiu Hongzhong as independent non-executive directors.