

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/05/2012

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | GUANGZHOU PHARMACEUTICAL COMPANY LIMITED (STOCK CODE: 874) | | | | |
|----------------|--|--|--|--|--|
| Date Submitted | 04/06/2012 | | | | |

I. Movements in Authorised Share Capital Not applicable as the Company is incorporated in the PRC

| 1. Ordinary Shares | | | |
|-------------------------------------|------------------------|----------------------------------|---|
| (1) Stock code :Descrip | ption : | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |
| (2) Stock code :Descrip | ption : | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

2. Preference Shares

| Stock code :Descr | ription : | | |
|-------------------------------------|--------------------------|----------------------------------|---|
| | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |

3. Other Classes of Shares

| Stock code :Description : | | | | |
|-------------------------------------|--------------------------------|----------------------------------|---|--|
| | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) | |
| Balance at close of preceding month | | | | |
| Increase/(decrease) | | | | |
| Balance at close of the month | | | | |

Total authorised share capital at the end of the month (*State currency*) :

II. Movements in Issued Share Capital

| | | dinary shares lue RMB1.00 | | |
|--|-----------------|------------------------------|-------------------------|-----------------------------------|
| | (1) H Shares | (2) Domestic Shares | No of preference shares | No. of other classes of shares |
| Balance at close of preceding month | 219,900,000 | 591,000,000 | <u>N/A</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | Nil | Nil | N/A | N/A |
| Balance at close of the month | 219,900,000 | 591,000,000 | N/A | N/A |

III. Details of Movements in Issued Share Capital

| Share Options (under | r Share Option | Schemes of the | Issuer) N/A | <u>.</u> | | |
|--|----------------|-----------------|----------------|--------------|--|--|
| Particulars of share option scheme including EGM | | | | | No. of new shares of issuer issued during the month pursuant | No. of new shares of issuer which may be issued pursuant thereto |
| approval date | | Movement duri | ing the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and | | WIOvernent duri | ing the month | | - | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. | | | | * | | |
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| | | | | | | |
| | | | | | | |
| shares | | | | | | |
| | | | | | | |
| (Note 1) | | | | | | |
| ~ | | | | | | |
| 2. | | | | | | |
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| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 3. | | | | | | |
| <u> </u> | | | | | | |
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| | | | | | | |
| shares | | | | | | |
| (Note 1) | | _ | | | | |
| | | Тс | otal A. (Ordin | | | |
| | | | | ence shares) | | |
| | | | (0 | Other class) | | |
| Total funds raised du | ring the month | from exercise o | of | | | |
| options (State curren | | | | | | |
| | • | | | | | |

| Warrants to Issue Shares of the Is | suer which are to be Listed N/A | A | | | a 155 ac 15 |
|--|--|------------|--|--|--|
| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value a nominal close of value preceding month | during the | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| <u>1.</u> | - | | | | |
| | - | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | _ | | | |
| <u>2.</u> | - | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | _ _ | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) 3. | (/ /) | _ | | | |
| (/ /) | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | - | | | |
| EGM approval date (if applicable) | | - | | | |
| | (/ /) | _ | | | |
| (/ /) | - <u> </u> | | | | <u> </u> |
| Class of shares issuable (<i>Note 1</i>) | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | _ | | | |
| | Tot | (Prefere | nary shares) ence shares) Other class) | | _ |

| Q | | | | | Board and GEM listed issuers | | |
|---|---------|--|----------------------------------|--|--|--|--|
| Convertibles (i.e. Convertible in | | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month | |
| 1. | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price AGM approval date (if applicable) | | · | | | | | |
| (dd/mm/yyyy)) 2. | (/ /) | | | | | | |
| | | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) 3. | (/ /) | | | | | | |
| Stock code (if listed) Class of shares | | | | | | | |
| issuable (<i>Note 1</i>) Subscription price EGM approval date | | | | | | | |
| (if applicable) (dd/mm/yyyy) 4. | (/ /) | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | | |
| EGM approval date (if applicable) | (/ /) | | Fotol C (O 1 | | | | |
| | | | (Prefer | nary shares) ence shares) Other class) | | | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes) N/A

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---|--|
| 1 | - | |
| (/ /) | | |
| shares (Note 1) | <u> </u> | |
| 2 | | |
| | | |
| | | |
| shares (Note 1) | | |
| 3 | | |
| | - | |
| | | |
| shares (Note 1) | | |
| Total D. (Ordinary shares) | - | |
| (Preference shares) | | |
| (Other class) | | |
| | | |

| Type of Issue month 1. Rights issue At price : State currency Issue and allotment (///) Issue and allotment (///) 1. Rights issue At price : State currency Issue and allotment (///) Issue and allotment (///) 2. Open offer At price : State currency Class of shares issuable (///) Issue and allotment (///) 2. Open offer At price : State currency Issue and allotment (///) Issue and allotment (///) 3. Placing At price : State currency Class of shares issuable (///) Issue and allotment (///) 4. Bonus issue Class of shares issuable (///) Issue and allotment (///) Issue and allotment (///) 4. Bonus issue Class of shares issuable (///) Issue and allotment (///) I//) 4. Bonus issue Issue and allotment (///) Issue and allotment (///) I//) 4. Bonus issue Issue and allotment (///) Issue and allotment (///) I//) ECM approval date: (///) Issue and allotment (///) I//) I//) ECM approval date: (///) Issue and allotment (///) I//) I//) ECM approval date: (////) Issue and allotment (///) I//) I//) ECM approval date: (/// | Ot | <u>her Movements in</u> | Issued Share Capital N/A | | | | No. of new shares of issuer issued during the month pursuant thereto | may be issued pursuant thereto as at close of the |
|---|----|-------------------------|--------------------------|--|-----|-----|--|---|
| 1. Rights issue At price : State currency Issue and alloment (///) Issue and alloment (///) (///) EGM approval date: (///) (Note 1) EGM approval date: (More 1) Issue and alloment (///) (dd/mm/yyyy) EGM approval date: (dd/mn/yyyy) EGM approval date: (Note 1) Issue and allotment (///) (dd/mn/yyyy) EGM approval date: (dd/mn/yyyy) EGM approval da | | Type of Issue | | | | | | month |
| 1. Ngmis issue At price : currency date : (dd/mm/yyyy) EGM approval date: $(///)$ (dd/mm/yyyy) (///) 2. Open offer At price : State (dd/mm/yyyy) Issue and allotment (dd/mm/yyyy) (///) Benus issue Class of shares issuable (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: </th <th></th> <th></th> <th></th> <th></th> <th></th> <th></th> <th></th> <th></th> | | | | | | | | |
| 2. Open offer At price : State currency Class of shares issuable (Note 1) | 1. | Rights issue | At price : State | | (/ | /) | | |
| 2. Open offer At price : State currency Issue and allotment date : $(1 / 7)$ 2. Open offer At price : State currency Issue and allotment date : $(1 / 7)$ 3. Placing At price : State currency Class of shares issuable (1 / 7) 3. Placing At price : State currency Issue and allotment date : $(1 / 7)$ Generating Class of shares issuable (1 / 7) Issue and allotment date : $(1 / 7)$ Generating Class of shares issuable (1 / 7) Issue and allotment date : $(1 / 7)$ Generating Class of shares issuable (1 / 7) Issue and allotment date : $(1 / 7)$ Generating Class of shares issuable (1 / 7) Issue and allotment date : $(1 / 7)$ 4. Bonus issue Issue and allotment date : $(1 / 7)$ Issue and allotment date : $(1 / 7)$ EGM approval date: $(1 / 7)$ Issue and allotment date : $(1 / 7)$ | | | | EGM approval date: (dd/mm/yyyy) | (/ | /) | | |
| 2. Open offer At price : State currency Issue and allotment date : $(1 / 7)$ 2. Open offer At price : State currency Issue and allotment date : $(1 / 7)$ 3. Placing At price : State currency Class of shares issuable (1 / 7) 3. Placing At price : State currency Issue and allotment date : $(1 / 7)$ Generating Class of shares issuable (1 / 7) Issue and allotment date : $(1 / 7)$ Generating Class of shares issuable (1 / 7) Issue and allotment date : $(1 / 7)$ Generating Class of shares issuable (1 / 7) Issue and allotment date : $(1 / 7)$ Generating Class of shares issuable (1 / 7) Issue and allotment date : $(1 / 7)$ 4. Bonus issue Issue and allotment date : $(1 / 7)$ Issue and allotment date : $(1 / 7)$ EGM approval date: $(1 / 7)$ Issue and allotment date : $(1 / 7)$ | | | | | | | | |
| 2. Open oner At price : currency date : (dd/mm/yyyy) EGM approval date: $(///)$ (dd/mm/yyyy) 3. Placing At price : State currency Issue and allotment $(///)$ (dd/mm/yyyy) EGM approval date: $(///)$ Bonus issue Class of shares issuable (dd/mm/yyyy) | | | | | | | | |
| 3. Placing At price : $\frac{\text{State}}{\text{currency}}$ Issue and allotment (/ /) Bonus issue Class of shares issuable | 2. | Open offer | At price : State | | (/ | /) | | |
| 3. Placing At price : State currency Issue and allotment date : $(dd/mm/yyyy)$ $(///)$ EGM approval date: $(///)$ EGM approval date: $(///)$ $(///)$ 4. Bonus issue Class of shares issuable (///) $(///)$ Issue and allotment date : $(///)$ $(///)$ $(///)$ EGM approval date: $(///)$ $(///)$ $(///)$ | | | | | (/ | /) | | |
| 3. Placing At price : State currency Issue and allotment date : $(dd/mm/yyyy)$ $(///)$ EGM approval date: $(///)$ EGM approval date: $(///)$ $(///)$ 4. Bonus issue Class of shares issuable (///) $(///)$ Issue and allotment date : $(///)$ $(///)$ $(///)$ EGM approval date: $(///)$ $(///)$ $(///)$ | | | | | | | | |
| atte: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | | | | | | | |
| 4. Bonus issue Class of shares issuable | 3. | Placing | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ | /) | | |
| 4. Bonus issue (Note 1) 4. Bonus issue Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) | | | | | (/ | /) | | |
| 4. Bonus issue (Note 1) 4. Bonus issue Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) | | | | | | | | |
| 4. Bonus issue date : (dd/mm/yyyy) EGM approval date: (///) | | | | | | | | |
| Eon approval date: | 4. | Bonus issue | | | (/ | /) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (/ | /) | | |
| | | | | | | | | · |

| | Type of Issue | | F | For I | Main | n Boar | d and GEM lis No. of new shares of issuer issued during the month pursuant thereto | ted issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----|----------------------|--------------------------------|---|-------|------|--------|---|--|
| | | | | | | | | |
| | | | Class of shares issuable (Note 1) | | | | | |
| 5. | Scrip dividend | At price : State currency — | Issue and allotment date : (dd/mm/yyyy) | (| / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | |
| | | | Class of shares repurchased (<i>Note 1</i>) | | | | | |
| 6. | Repurchase of shares | | Cancellation date : (dd/mm/yyyy) | (| / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | |
| | | | Class of shares redeemed (<i>Note 1</i>) | | | | | |
| 7. | Redemption of shares | | Redemption date : (dd/mm/yyyy) | (| / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | |
| | | | Class of shares issuable (<i>Note 1</i>) | | | | | |
| 8. | Consideration issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (| / / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | |

| For | Main Board and GEM listed issuers |
|---|--|
| Type of Issue | No. of new shares ofNo. of new shares ofissuer issuedissuer whichduring the monthmay bepursuant theretopursuantclose of the month |
| Class of shares issuable (Note 1) | |
| 9. Capital Issue and allotment (reorganisation date : (dd/mm/yyyy) | / /) |
| EGM approval date: ((dd/mm/yyyy) | / /) |
| | |
| Class of shares issuable(Note 1) | |
| 10. Other (Please specify) At price : State currency Issue and allotment date : (dd/mm/yyyy) (| / /) |
| EGM approval date: ((dd/mm/yyyy) | / /) |
| Total E. (Ord | nary shares) |
| Prefer | ence shares) |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | Nil | | | |
|--|-----|-----|--|--|--|
| | (2) | Nil | | | |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | N/A | | | |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | N/A | | | |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) | | | | | |

| Submitt | ted by: | PANG Jianhui | | | | |
|--|---------|--------------|--|--|--|--|
| | | | | | | |
| Title: | Secret | ary | | | | |
| (Director, Secretary or other duly authorised officer) | | | | | | |
| | | | | | | |
| | | | | | | |

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. *If there is insufficient space, please append the prescribed continuation sheet.*