

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

FURTHER ANNOUNCEMENT VERY SUBSTANTIAL ACQUISITIONS AND CONNECTED TRANSACTIONS INVOLVING MAJOR ASSETS REORGANIZATION PROGRESS UPDATE

References are made to the announcements dated 27 March 2012, 18 June 2012, 24 August 2012 and 17 September 2012 respectively and the circular dated 4 September 2012 of the Company (the “Circular”) in relation to the Major Assets Reorganization. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Circular.

Recently, the Company received the Notice of Review Result (Shang Fan Long Shen Cha Han [2012] No. 62), stating that Anti-Monopoly Bureau of the MOFCOM has examined and passed the anti-monopoly and concentration review of operator (經營者集中反壟斷審查) in relation to the Major Assets Reorganization.

Recently, GPHL received the “Approval from the State-owned Assets Supervision and Administration Commission of People’s Government of Guangdong Province in Relation to Major Assets Reorganization” (Yue Guo Zi Han [2012] No.662). GD SASAC agreed the overall listing proposal (i.e. the Major Assets Reorganization).

Besides, GPHL also received the authorization or filing certificate from the relevant State-owned Assets Supervision and Administration Departments in relation to the valuation of the Target Assets:

1. In accordance with Sui Guo Zi [2012] No. 56, “Comment on the Asset Valuation Report of Properties and Trademarks Held and to be transferred by Guangzhou Pharmaceutical Holdings Limited”, the valuation result of the Target Properties and Target Trademarks has been authorized by GZ SASAC;
2. In accordance with the Filing Checklist of Valuation of State-owned Assets (2012010), the valuation result of 100% equity interest in Po Lian has been filed with GD SASAC ;

3. In accordance with the Filing Checklist of Valuation of State-owned Assets (2012011), the valuation result of 12.5% equity interest in Baxter has been filed with GD SASAC.

The Board of Directors
Guangzhou Pharmaceutical Company Limited

Guangzhou, the PRC, 19 September 2012

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Yang Rongming, Mr. Li Chuyuan, Ms. Cheng Ning (appointed on 19 September 2012) 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.