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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 24th MEETING OF THE FIFTH SESSION OF
THE BOARD**

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The 24th meeting of the fifth session of the board of directors (the “Board”) of Guangzhou Pharmaceutical Company Limited (the “Company”) was held on 8 August 2013 by means of communication voting, notice of which was despatched on 6 August 2013 by way of fax and email. All of the eight eligible directors attended the meeting. The meeting was convened and held in compliance with the requirements of the Company Law and the Articles of Association of the Company.

All of the following resolutions were passed with 8 affirmative votes, no dissenting and abstaining vote.

1. The resignation of Mr. Yang Rongming as executive director and chairman of the Company and the position of the special committee of the Board, which will become effective on the same day.

The Board hereby extends its sincere appreciation of Mr. Yang Rongming’s efforts and contributions to the Company during his tenure of office.

2. The election of Mr. Li Chuyuan (with his profile attached) as the chairman of the Company, with a term of service commencing from the date of election to the date of election of members of the next session of the Board.

As the implementation of the major assets reorganization of Company was nearly completed, in order to meet the needs of the future developments of the Company upon completion of the major assets reorganization, it was approved to openly recruit the secretary of the board (Please refer to the recruitment information which will be published on Company's website and relevant media).

The Board of
Guangzhou Pharmaceutical Company Limited

Guangzhou, the PRC, 8 August 2013

As at the date of this announcement, the Board comprises Mr. Li Chuyuan, Ms. Cheng Ning 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.

Attachment:

Profile of chairman of the Company

Mr. **Li Chuyuan**, aged 47, holds a bachelor degree and master degree in Executive Business Administration, and is a senior economist. Mr. Li started his career since July 1988 and had been deputy director of operation department of Guangzhou Baiyunshan Pharmaceutical General Factory, assistant to general manager, general manager and vice chairman of Guangzhou Baiyunshan Pharmaceutical Co., Ltd., general manager, vice chairman and deputy secretary of the Party Committee of Guangzhou Pharmaceutical Holdings Limited ("GPHL"). Mr. Li has served as vice chairman of the Company since June 2010 and is also a national labor model, enjoy special government allowances, Ten Innovative People in Guangdong Province, the deputy chairman of the Science and Education, Sanitation and Sport Committee of Guangdong Political Consultative Conference, committee member of Guangdong Province Political Consultative Conference, a member of Guangzhou Municipal People's Congress and on behalf of Guangzhou party congress, chairman, secretary of the Party Committee of GPHL since July 2013, general manager of Guangzhou Hutchison Whampoa Chinese Medicine Co., Ltd., vice chairman of GP Corp., director of Guangzhou Baiyunshan Zhong Yi Pharmaceutical Co., Ltd., Guangzhou Baiyunshan Pan Gao Shou Pharmaceutical Co., Ltd., Guangzhou Baiyunshan Xing Qun (Pharmaceutical) Co., Ltd., Guangzhou Baiyunshan Chen Li Ji Pharmaceutical Factory Co., Ltd., Guangzhou Cai Zhi Lin Pharmaceutical Co., Ltd., Guangzhou Wang Lao Ji Great Health Industry Co., Ltd., Guangzhou Pharmaceutical Import & Export Co., Ltd., Guangzhou Baiyunshan Mingxing Pharmaceutical Co., Ltd. and Guangzhou Baiyunshan Tian Xin Pharmaceutical Co., Ltd., a member of Management Committee of Guangzhou Baiyunshan Pharmaceutical Factory, Guangzhou Baiyunshan Chemical Pharmaceutical Factory, Hejigong Pharmaceutical Factory and convenor of the board of directors of Polian Company. Mr. Li has extensive experience in the fields of corporate management and marketing.