

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/05/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	GUANGZHOU PHARMACEUTICAL COMPANY LIMITED (the "Company") (STOCK CODE: 874)				
Date Submitted	04/06/2013				

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

1. Ordinary Shares

(1) Stock code : Descri	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 :Descri	ption :		
(2) Stock code :Descr	ption : No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
	No. of ordinary shares	Par value (State	Authorised share capital (State currency)
(2) Stock code :Descri Balance at close of preceding month Increase/(decrease)	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)

## 2. Preference Shares

Stock code :Description :				
	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

No. of ordinary shares of par value 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	N/A	<u>N/A</u>					
Increase/ (decrease) during the month	Nil	445,601,005	<u>N/A</u>	N/A					
Balance at close of the month	219,900,000	1,036,601,005	N/A	<u>N/A</u>					

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) N/A Particulars of share No. of new shares of No. of new shares of option scheme issuer issued during issuer which may be including EGM the month pursuant issued pursuant thereto approval date as at close of the month thereto Movement during the month (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 1. / / ) ( shares (Note 1) 2. / ) shares (Note 1) 3. / / ) shares (*Note* 1) Total A. (Ordinary shares) (Preference shares) \_\_\_\_\_ (Other class) Total funds raised during the month from exercise of options (State currency)

Warrants to Issue Shares of the Issuer which are to be Listed N/A							
Description of warrants (Date of expiry – dd/mm/yyyy)		Nominal value at close of preceding month	Exercised during the month	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	
1.							
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM 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 (Note 1) 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							

Total B.	(Ordinary shares)	
	(Preference shares)	
	(Other class)	

EGM approval date (if applicable) (dd/mm/yyyy)

( / / )

C	(i.e. Convertible into Shares of the Issuer which are to be Listed) N/A					
Class and description		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 (Note 1)						
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.	( / / )					
<u>т.</u>						
Stock code (if listed)						
Class of shares						
issuable ( <i>Note 1</i> )						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )					
			iotai C. (Urdi Prefer	nary shares) ence shares)		-
			(110101)	Other class)		-
						_

For Main Board and GEM listed issuers

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

	No. of new shares of issuer issued during	No. of new shares of issuer which may be
	the month pursuant	issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy),	thereto	as at close of the month
if applicable, and class of shares issuable:		
1. Reference is made to the circular of the Company dated 4 September 2012. Terms used herein shall have the same meanings as those defined in the said circular.	445,601,005 GPC A Shares	N/A
Proposed issue of an aggregate of approximately 480,440,650 GPC A Shares of the Company pursuant to the Major Assets Reorganization was approved by the Independent Shareholders on 19 September 2012. An aggregate of 445,601,005 GPC A Shares were issued pursuant to the Proposed Merger. The remaining 34,839,645 GPC A Shares are required to be issued in due course pursuant to the Proposed Assets Acquisition.		
	-	
(19/09/2012)		
ordinary shares (Note 1)		
		-
2		
shares (Note 1)		
3		
shares (Note 1)		
Total D. (Ordinary shares)	445,601,005 GPC A Shares	
(Preference shares)	N/A	
(Other class)	N/A	

Type of Issue       Class of shares issuable	shares of issuer which may be issued pursuant thereto as at close of the	No. of new shares of issuer issued during the month pursuant thereto			Issued Share Capital N/A		
1. Rights issue       At price : State currency       Issue and allotnent date : (d/mm/yyyy) $(///)$ EGM approval date: $(///)$ EGM approval date: $(///)$ 2. Open offer       At price : State currency       Issue and allotnent date : (d/mm/yyyy) $(///)$ 2. Open offer       At price : State currency       Issue and allotnent date : (d/mm/yyyy) $(///)$ 3. Placing       At price : State currency       Class of shares issuable (///) $(///)$ 3. Placing       At price : State currency       Class of shares issuable (///) $(///)$ 4. Bonus issue       Class of shares issuable (///) $(///)$ $(///)$ 4. Bonus issue       Issue and allotnent (///) $(///)$ $(///)$	month					Type of Issue	
1. Rights issue       At price : currency       date : (dd/mm/yyyy)         EGM approval date: (///)							
2. Open offer       At price : State currency       Issue and allotment date : (dd/mm/yyyy) $(///)$ 2. Open offer       At price : State currency       Issue and allotment date : (dd/mm/yyyy) $(///)$ 3. Placing       At price : State currency       Class of shares issuable (Note 1) $(///)$ 3. Placing       At price : State currency       Issue and allotment (Note 1) $(///)$ Bonus issue       Class of shares issuable (Note 1) $(///)$ 4. Bonus issue       Issue and allotment (1//) $(///)$			( / / )			Rights issue	1.
2. Open offer       At price : State currency       Issue and allotment date : $(d/mm/yyyy)$ $(///)$ 2. Open offer       At price : State currency       Issue and allotment $(///)$ $(///)$ 3. Placing       At price : State currency       Class of shares issuable $(///)$ Issue and allotment $(///)$ 3. Placing       At price : State currency       Issue and allotment $(///)$ $(///)$ 4. Bonus issue       Class of shares issuable $(//)$ Issue and allotment $(///)$ 4. Bonus issue       Issue and allotment $(///)$ $(///)$			( / / )				
2. Open offer       At price : State currency       Issue and allotment date : (d/mm/yyyy) $(///)$ Bernormanne in the state is expression in the state is expression.         3. Placing       At price : State currency       Issue and allotment (///)         3. Placing       At price : State currency       Issue and allotment (///)         Issue and allotment (///)       Issue and allotment (///)       Issue and allotment (///)         4. Bonus issue       Issue and allotment (///)       Issue and allotment (///)							
2. Open offer       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date: (dd/mm/yyyy)       EGM approval date: (/ / )							
EGM approval date: ( / / ) (dd/mm/yyyy)  Class of shares issuable			(//)	Issue and allotment		Open offer	2.
3. Placing       At price : State currency       (Note 1)         Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date: ( / / )       ( / / )         (dd/mm/yyyy)       ( / / )         4. Bonus issue       Issue and allotment ( / / )         Issue and allotment ( / / )       ( / / )         Issue and allotment ( / / )       ( / / )         Issue and allotment ( / / )       ( / / )         Issue and allotment ( / / )       ( / / )         Issue and allotment ( / / )       ( / / )			( / / )	EGM approval date:			
3. Placing       At price : State currency       (Note 1)         Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date: ( / / )       ( / / )         (dd/mm/yyyy)       ( / / )         4. Bonus issue       Issue and allotment ( / / )         Issue and allotment ( / / )       ( / / )         Issue and allotment ( / / )       ( / / )         Issue and allotment ( / / )       ( / / )         Issue and allotment ( / / )       ( / / )         Issue and allotment ( / / )       ( / / )         Issue and allotment ( / / )       ( / / )							
EGM approval date: ( / / ) (dd/mm/yyyy) 4. Bonus issue 4. Bonus issue ( / / ) ( / ) ( / /							
4. Bonus issue       Class of shares issuable       Issue and allotment       (///)       (///)			( / / )	Issue and allotment date : (dd/mm/yyyy)	At price : State	Placing	3.
4. Bonus issue (///) 4. Bonus issue (///) date : (dd/mm/yyyy)			(//)				
4. Bonus issue       (Note 1)         4. Bonus issue       Issue and allotment ( / / ) date : (dd/mm/yyyy)							
4. Bonus issue date : (dd/mm/yyyy)							
EGM approval date: ( / / )			( / / )			Bonus issue	4.
(dd/mm/yyyy)			( / / )	EGM approval date: (dd/mm/yyyy)			

	Type of Issue		I	For M	<u>Main</u>	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 ( <i>Note 1</i> )					
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 Boar	d and GEM lis	sted issuers
	Type of Issue				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
			Class of shares issuable ( <i>Note 1</i> )			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(//)		
			EGM approval date: (dd/mm/yyyy)	( / / )		
			Class of shares issuable ( <i>Note 1</i> )			
10.	Other (Please specify)	At price : State	- Issue and allotment date : (dd/mm/yyyy)	(//)		
			EGM approval date: (dd/mm/yyyy)	(//)		
			<b>—</b> 1 <b>—</b> (1	0 1 1	<u></u>	
			Total E. (( (Pr	Ordinary share reference share (Other clas	s)	- - -

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil				
	(2)	445,601,005				
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	ed by: PANG Jianhui		_				
Title:	Secretary		_				
(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.*