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廣州白雲山醫葯集團股份有限公司

GUANGZHOU BAIYUNSHAN PHARMACEUTICAL HOLDINGS CO., LTD.

(a joint stock company with limited liability established in the People's Republic of China)

(H Share Stock Code: 0874)

**ANNOUNCEMENT ON RESOLUTIONS PASSED
AT THE 30TH MEETING OF THE FIFTH SESSION OF
THE BOARD**

The 30th meeting of the fifth session of the board of directors (the “**Board**”) of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (the “**Company**”) was held on 6 December 2013 by way of communication voting, notice of which was despatched on 4 December 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.

After due consideration by the Board, all of the following resolutions were passed with 8 affirmative votes, no dissenting and abstaining vote:

1. the resolution in relation to the amendment to the Articles of Association of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited;
2. the resolution in relation to the amendment to the Rules of Procedures for the Board Meeting of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (the full text of which has been published on the website of the Shanghai Stock Exchange);
3. the resolution in relation to the nomination of Mr. Li Chuyuan, Mr. Chen Mao, Ms. Liu Juyan, Ms. Chen Ning, Mr. Ni Yidong, Mr. Wu Changhai and Mr. Wang Wenchu as candidates for election as executive directors of the new session of the Board of the Company, and Mr. Wong Lung Tak Patrick, Mr. Qiu Hongzhong, Mr. Fang Shuting and Mr. Chu Xiaoping as candidates for election as independent non-executive directors of the new session of the Board of the Company (whose profiles are set out in the Attachment);
4. the resolution in relation to the providing RMB1 billion of bank loans guaranteed amount for Guangzhou Pharmaceutical Baiyunshan Hong Kong Company Limited, a wholly-owned subsidiary of the Company; and
5. the resolution in relation to the convening of the first extraordinary general meeting of the Company in 2014.

Resolutions numbered 1 to 4 will be submitted to the extraordinary general meeting of the Company for consideration.

The Board of
Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited

Guangzhou, the PRC, 6 December 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: profiles of director candidates

EXECUTIVE DIRECTOR CANDIDATES:

Mr. Li Chuyuan, aged 48, chairman and secretary of the Party Committee of the Company, holds a master degree, 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 and deputy general manager of Guangzhou Baiyunshan Pharmaceutical Co., Ltd (“Baiyunshan”) and general manager, vice chairman, deputy secretary of the Party Committee of Guangzhou Pharmaceutical Holdings Limited (“GPHL”), and vice chairman of the Company. Mr. Li has been a director of the Company since 28 June 2010 and is also a national labour model, Outstanding City Management Expert of Guangzhou City and enjoys special government allowances from the State Council, is one of the Ten Innovative People of 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 a representative of Guangzhou party congress. Mr. Li has served as chairman, secretary of the Party Committee of GPHL since August 2013, general manager of Guangzhou Hutchison Whampoa Chinese Medicine Co., Ltd., vice chairman of Guangzhou Pharmaceuticals Corporation and convenor of the board of directors of Guangzhou Pharmaceutical Baiyunshan Hong Kong Company Limited (formerly known as Polian Development Co., Ltd.). Mr. Li has extensive experience in the fields of corporate management and marketing.

Mr. Chen Mao, aged 50, holds a bachelor degree in Medicine and is a pharmaceutical engineer. Mr. Chen started his career since November 1985, and served as the chairman of Guangzhou Baiyunshan Pharmaceutical Technology Development Co., Ltd., general manager of Baiyunshan, chairman of Guangzhou Baiyunshan Guang Hua Pharmaceutical Co., Ltd. (“Guang Hua”) and deputy general manager of GPHL. Mr. Chen is the general manager, vice-chairman and deputy secretary of the party committee of GPHL, deputy secretary of the party committee of the Company, factory manager of Guangzhou Baiyunshan Pharmaceutical General Factory, chairman of Guangzhou Baxter Qiao Guang Pharmaceutical Co., Ltd. and chairman of Guangzhou Wang Lao Ji Great Health Industry Co., Ltd (“WLJ Great Health”). Mr. Chen has extensive experience in corporate management and marketing.

Ms. Liu Juyan, aged 49, holds a master degree and a doctorate degree in medicine and is a senior engineer of professor grade. Ms. Liu started her career since July 1990 and served as chairman and general manager of Guangzhou Baiyunshan Han Fang Contemporary Pharmaceutical Co., Ltd. and director of technology and quality department of GPHL. Ms. Liu has served as Chief Engineer of GPHL since May 2010 and as deputy general manager of GPHL since January 2011. She is also the member of the thirteenth session of the People’s Congress of Guangzhou City, Outstanding City Management Experts of Guangzhou City and a Guangzhou “121” reserved talent. Ms. Liu has extensive experience in scientific research and development and technical research.

Ms. Cheng Ning, aged 48, has served as a director of the Company since 19 September 2012. Ms. Cheng is of tertiary education, is a PRC certified public accountant and PRC certified tax consultant. Ms. Cheng started her career in August 1986 and has served as an officer of the finance section of Guangzhou Baiyunshan Pharmaceutical General Factory, a deputy section chief of the finance section of Guangzhou Baiyunshan Bao De Pharmaceutical Factory, and a chief of the finance section of Guangzhou Baiyunshan Veterinary Medicines Factory, a accounting and cashier of the settlement center of Baiyunshan, a deputy manager of the finance department of Baiyunshan, a member and secretary of the Supervision Committee of Baiyunshan, a deputy manager, and a director of the financial resources department and a director of the finance department of Guangzhou Baiyunshan Enterprise Group and a deputy manager of finance department of GPHL. Ms. Cheng has been a vice general manager of GPHL since July 2012, Ms. Cheng has been a financial controller and manager of the finance department of GPHL since May 2010. Ms. Cheng has extensive experiences in finance management and internal control of enterprises.

Mr. Ni Yidong, aged 42, holds a master degree and a doctorate degree in medicine and is a senior engineer. Mr. Ni started his career since July 1994 and served as the director of market planning department of GPHL and chairman of Guangzhou Baiyunshan Zhong Yi Pharmaceutical Co., Ltd. (“Zhong Yi”). He is the deputy general manager and director of the grand health office of GPHL, secretary of the party committee of Zhong Yi and standing vice-chairman of WLJ Great Health Industry Co., Ltd. Mr. Ni has extensive experience in corporate management and marketing.

Mr. Wu Changhai, aged 47, has served as a director of the Company since 28 June 2010. Mr. Wu holds master’s degree, and is an economist. He graduated from Tongji University in July 1989 and started his career in the same year, and studied as graduate student in world economics at Sun Yat-sen University from September 1997 to October 1999 and received a master’s degree of EMBA from Sun Yat-sen University in December 2012. He served as deputy general manager, acting general manager, general manager, chairman and secretary of the Party Committee of of Zhong Yi, chairman of Guangzhou Baiyunshan Xin Qun Pharmaceutical Co., Ltd (“Xin Qun”), chairman of WLJ Great Health. Mr. Wu is currently a member of Guangzhou Municipal People’s Congress, chairman of Guangzhou Baiyunshan Qi Xing Pharmaceutical Co., Ltd., vice chairman of WLJ Great Health and director of Guangzhou Baiyunshan Chen Li Ji Pharmaceutical Factory Company Limited, Xing Qun and Zhong Yi. Mr. Wu has served as the general manager of the Company since 21 May 2010, and has extensive experience in operational management, marketing and scientific research.

Mr. Wang Wenchu, aged 47, holds a bachelor degree and is an assistant engineer and economist. Mr. Wang started his career since July 1988 and served as deputy factory manager of Guangzhou Baiyunshan Pharmaceutical General Factory and general manager of Baiyunshan. He is currently the standing deputy factory manager of Guangzhou Baiyunshan Pharmaceutical General Factory, chairman of Guang Hua, chairman of Guangzhou Baiyunshan Pharmaceutical Technology Development Co., Ltd. and chairman of Guangzhou Baiyunshan Jing Xiu Tang Pharmaceutical Co., Ltd. Mr. Wang has extensive experience in corporate management and marketing.

INDEPENDENT NON-EXECUTIVE DIRECTOR CANDIDATES:

Professor Patrick Wong Lung Tak, BBS, JP, aged 65, has been an independent non-executive Director of the Company since 28 June 2010. He is a Certified Public Accountant (Practising) in Hong Kong, a Chartered Secretary, Certified Tax Adviser in Hong Kong and the managing director of Patrick Wong CPA Limited. He has over 30 years experience in the accountancy profession. Prof. Wong obtained a Doctor of Philosophy Degree in Business and was awarded a Badge of Honour by the Queen of England. He has been appointed as a Justice of the Peace and was awarded a Bronze Bauhinia Star (B.B.S) by the Government of the Hong Kong Special Administrative Region. He was appointed Adjunct Professor, School of Accounting and Finance of the Hong Kong Polytechnic University from 2002 to 2013. Professor Wong participates in many types of community services and is holding posts in various organisations and committees in government and voluntary agencies. Professor Wong is an independent non-executive director of China Precious Metal Resources Holdings Co., Ltd., C C Land Holdings Limited, Galaxy Entertainment Group Limited, Water Oasis Group Limited, Real Nutraceutical Group Limited, Sino Oil and Gas Holdings Limited, National Arts Entertainment and Culture Group Limited, Winox Holdings Limited and Excel Development (Holdings) Limited, all are listed on The Stock Exchange of Hong Kong Limited.

Mr. Qiu Hongzhong, aged 56, a master degree postgraduate and professor, has served as an independent non-executive director of the Company since 28 June 2010. He graduated in 1981 with a degree in clinical medicine and was a master degree postgraduate in 1988. He was a senior visiting scholar of anthropology of the Sun Yat-sen University and completed courses of strategic management training class in Party School of the Central Committee of the Chinese Communist Party. Mr. Qiu had been the head of the Medical Department of the Eighth Engineering Bureau, ministry of Water Conservancy of DongJiang Hospital, deputy director of Department of Social Science of Guangzhou University of Traditional Chinese Medicine, deputy head of Huodao Town, Gaoyao County of Guangdong Province, standing vice president, president and the secretary of the Communist Party Committee of School of Economic and Management of Guangzhou University of Traditional Chinese Medicine. Mr. Qiu is currently the president, tutor of Ph.D. students, professor and chief physician of School of Economic and Management of Guangzhou University of Traditional Chinese Medicine, and is also a member of the Medicine Teaching and Guidance Committee of Higher Education Institution under the Ministry of Education of China, deputy director of Psychology of TCM in Chinese Medical Association of Guangdong Province, editor of the national core journal – Journal of Medicine and Philosophy, standing director of the Society of Chinese Medicine and Health Economics, deputy officer of the hygiene policy committee, Society of Hygiene Economics of Guangdong Province, standing vice-chairman of School of Management of Hospital of Traditional Chinese Medicine of Guangdong Provincial Association of Chinese Medicine. Mr. Qiu has extensive experience in economic management and pharmaceutical industry.

Mr. Fang Shuting, aged 66, graduated from Beijing Traditional Chinese Medication Institute majoring in traditional Chinese medicine. He was a cadre of the party propaganda department and deputy chief of academic affairs division of Beijing Traditional Chinese Medication Institute, a deputy-director level member of the discipline inspection group and head of the inspection and review division of the Ministry of Health, and deputy head of the quality control department of State Administration of Traditional Chinese Medicine. He has had been the deputy party secretary and party secretary of the Institute of Traditional Chinese Medicine, and the vice-president and a member of the party group of State Administration of Traditional Chinese Medicine. Mr. Fang is currently the chairman of the China Association of Traditional Chinese Medicine and the independent director of Shandong Wohua Pharmaceutical Co., Ltd. and China Traditional Chinese Medicine Co. Limited (listed on The Stock Exchange of Hong Kong Limited). Mr. Fang has extensive experience in traditional Chinese medicine management and pharmaceutical industry.

Mr. Chu Xiaoping, aged 58, holds a PhD in management and is a professor and a tutor of doctorate candidate. Mr. Chu graduated from Xi'an Jiatong University. He was a lecturer, associate professor, professor, associate dean and dean of Business School, Shantou University, Guangdong, and a visiting scholar of the University of Hong Kong. He was an independent director of Guangdong Shengyi Technology Co., Ltd. (廣東生益科技有限公司) for 6 years. He is currently a professor and a tutor of doctorate candidate of Lingnan College of Sun Yat-sen University. Mr. Chu has extensive experience in organisation, leadership, innovation and sustainable development of enterprises.