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中國製藥集團有限公司  
**China Pharmaceutical  
Group Limited**

*(Incorporated in Hong Kong under the Companies Ordinance)*

**(Stock Code: 1093)**

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 3 JULY 2009**

The Board is pleased to announce that the ordinary resolution proposed to approve, ratify and confirm the Asset Swap Agreement and the transactions contemplated thereunder was duly passed by the Independent Shareholders by way of poll at the extraordinary general meeting of the Company held on 3 July 2009.

Reference is made to the circular of the Company dated 12 June 2009 (the “**Circular**”) in relation to the connected transaction contemplated under the Asset Swap Agreement. Unless otherwise defined or the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that the ordinary resolution to approve, ratify and confirm the Asset Swap Agreement and the transactions contemplated thereunder (the “**Resolution**”) was duly passed by the Independent Shareholders by way of poll at the EGM held on 3 July 2009.

Tricor Secretaries Limited, the share registrar of the Company, was appointed as scrutineer of the poll.

As at the date of the EGM, the issued share capital of the Company was 1,534,960,661 Shares. MGGL, Legend Holdings and their associates which, in aggregate, beneficially held 783,482,393 Shares, representing approximately 51.04% of the issued share capital of the Company as at the date of the EGM, were required to abstain and did abstain from voting on the Resolution at the EGM. The total number of Shares entitling the Independent Shareholders to attend the EGM and vote for or against the Resolution was 751,478,268 Shares. There was no Shareholder who was entitled to attend the EGM but was only entitled to vote against the Resolution.

Independent Shareholders holding 247,235,384 Shares attended the EGM and voted in person or by proxy or corporate representative in respect of the Resolution. The poll results in respect of the Resolution were as follows:

Ordinary Resolution <sup>(Note)</sup>	Number of Votes (%)	
	For	Against
To approve, ratify and confirm the Asset Swap Agreement and the transactions contemplated thereunder	247,235,384 (100%)	0 (0%)

*Note:* The full text of the Ordinary Resolution is set out in the Notice of EGM.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution proposed at the EGM was duly passed as an ordinary resolution of the Company.

For and on behalf of  
**China Pharmaceutical Group Limited**  
**CAI Dongchen**  
*Chairman*

Hong Kong, 3 July 2009

*As at the date of this announcement, the Board of the Company comprises Mr. Cai Dongchen, Mr. Yue Jin, Mr. Feng Zhenying, Mr. Chak Kin Man, Mr. Pan Weidong, Mr. Zhao John Huan and Mr. Wang Shunlong as executive directors; Mr. Lee Ka Sze, Carmelo as non-executive director and Mr. Huo Zhenxing, Mr. Qi Moujia, Mr. Guo Shichang and Mr. Chan Siu Keung, Leonard as independent non-executive directors.*