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CSPC PHARMACEUTICAL GROUP LIMITED

石藥集團有限公司

(formerly known as China Pharmaceutical Group Limited 中國製藥集團有限公司)

(Incorporated in Hong Kong under the Companies Ordinance)

(Stock code: 1093)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of CSPC Pharmaceutical Group Limited (the “**Company**”) will be held at Suite 3206, 32nd Floor, Central Plaza, 18 Harbour Road, Wan Chai, Hong Kong, on Thursday, 23, May 2013 at 10:15 a.m. (or such other time as immediately following the conclusion or adjournment of the annual general meeting of the Company to be held at 10:00 a.m. on the same date) for the purpose of considering and, if thought fit, passing with or without modifications, the following as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT** the grant of option to Mr. Cai Dongchen, the chairman, chief executive officer and executive director of the Company, to subscribe for in aggregate 80,000,000 ordinary shares of HK\$0.10 each in the share capital of the Company at the initial subscription price of HK\$3.98 per Share pursuant to the share option scheme of the Company adopted on 6 July 2004 (the principal terms and conditions of such grant are set out in the circular of the Company dated 7 May 2013) be and is hereby approved, **THAT** any director of the Company other than the grantor, be and is hereby authorised for and on behalf of the Company to sign, seal, execute, perfect, perform and deliver all such instruments, documents and deeds, and do all such acts, matters and things and take all such steps as he may in his discretion consider necessary, desirable or expedient to give full effect to the grant and issue of such option and **THAT** any and all such acts be and are hereby approved, confirmed and ratified.”

By order of the Board
CSPC Pharmaceutical Group Limited
Chak Kin Man
Executive Director

Hong Kong, 7 May 2013

Registered Office:

Suite 3206
32nd Floor
Central Plaza
18 Harbour Road
Wan Chai
Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at the meeting convened by the above notice is entitled to appoint a proxy to attend and, on a poll vote in his stead. A proxy need not be a member of the Company.
2. A proxy form for the meeting is enclosed. In order to be valid, the proxy form, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney must be deposited with the Company's share registrar in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting as the case may be.
3. In accordance with the Listing Rules, Mr. Cai is required to abstain from voting in respect of the ordinary resolution.

As at the date of this notice, the Board comprises Mr. CAI Dongchen, Mr. FENG Zhenying, Mr. CHAK Kin Man, Mr. PAN Weidong, Mr. ZHAO John Huan, Mr. WANG Shunlong, Mr. WANG Huaiyu, Mr. LU Jianmin and Mr. WANG Zhenguo as executive directors; Mr. LEE Ka Sze, Carmelo as non-executive director; and Mr. HUO Zhenxing, Mr. QI Moujia, Mr. GUO Shichang, Mr. CHAN Siu Keung, Leonard, Mr. WANG Bo and Mr. ZHANG Fawang as independent non-executive directors.