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國藥控股股份有限公司 SINOPHARM GROUP CO. LTD.*

*(A joint stock limited company incorporated in the People's Republic of China with limited liability and carrying on business in Hong Kong as 國控股份有限公司)
(Stock Code: 01099)*

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Sinopharm Group Co. Ltd. (the “Company”) will be held at 9:00 a.m. on Friday, 15 September 2023 at Meeting Room 1401, Sinopharm Group Building, No. 385, East Longhua Road, Huangpu District, Shanghai, the People's Republic of China (the “PRC”), for the purpose of considering, and if thought fit, passing the following resolutions:

Ordinary Resolutions

1. To consider and approve (if thought fit) the re-election of Mr. Yu Qingming as an executive director of the sixth session of the board of the Company (the “Board”), and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
2. To consider and approve (if thought fit) the re-election of Mr. Liu Yong as an executive director of the sixth session of the Board of the Company, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
3. To consider and approve (if thought fit) the re-election of Mr. Chen Qiyu as a non-executive director of the sixth session of the Board of the Company, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.

* *The Company is registered as a non-Hong Kong company under the Hong Kong Companies Ordinance under its Chinese name and the English name “Sinopharm Group Co. Ltd.”.*

4. To consider and approve (if thought fit) the re-election of Mr. Hu Jianwei as a non-executive director of the sixth session of the Board of the Company, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
5. To consider and approve (if thought fit) the re-election of Mr. Deng Jindong as a non-executive director of the sixth session of the Board of the Company, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
6. To consider and approve (if thought fit) the re-election of Mr. Wang Kan as a non-executive director of the sixth session of the Board, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
7. To consider and approve (if thought fit) the appointment of Mr. Wang Peng as a non-executive Director of the sixth session of the Board, to authorize the Board to determine his remuneration, and to authorize the chairman of the Board or any executive Director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
8. To consider and approve (if thought fit) the re-election of Mr. Wen Deyong as a non-executive director of the sixth session of the Board, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
9. To consider and approve (if thought fit) the re-election of Mr. Li Dongjiu as a non-executive director of the sixth session of the Board, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
10. To consider and approve (if thought fit) the re-election of Ms. Feng Rongli as a non-executive director of the sixth session of the Board, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
11. To consider and approve (if thought fit) the re-election of Mr. Chen Fangruo as an independent non-executive director of the sixth session of the Board, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.

12. To consider and approve (if thought fit) the re-election of Mr. Li Peiyu as an independent non-executive director of the sixth session of the Board, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
13. To consider and approve (if thought fit) the re-election of Mr. Wu Tak Lung as an independent non-executive director of the sixth session of the Board, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
14. To consider and approve (if thought fit) the re-election of Mr. Yu Weifeng as an independent non-executive director of the sixth session of the Board, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
15. To consider and approve (if thought fit) the re-election of Mr. Shi Shenghao as an independent non-executive director of the sixth session of the Board, and to authorize the chairman of the Board or any executive director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
16. To consider and approve (if thought fit) the re-election of Ms. Guan Xiaohui as an independent supervisor of the sixth session of the Supervisory Committee of the Company (the “**Supervisory Committee**”), and to authorize the chairman of the Board or any executive Director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
17. To consider and approve (if thought fit) the re-election of Mr. Liu Zhengdong as an independent supervisor of the sixth session of the Supervisory Committee of the Company, and to authorize the chairman of the Board or any executive Director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.
18. To consider and approve (if thought fit) the appointment of Mr. Guo Jinhong as a shareholder representative supervisor of the sixth session of the Supervisory Committee of the Company, to authorize the Supervisory Committee to determine his remuneration and to authorize the chairman of the Board or any executive Director of the Company to enter into the service contract or such other documents or supplemental agreements or deeds with him.

By order of the Board
Sinopharm Group Co. Ltd.
Yu Qingming
Chairman

Shanghai, the PRC
30 August 2023

As at the date of this notice, the executive directors of the Company are Mr. Yu Qingming and Mr. Liu Yong; the non-executive directors of the Company are Mr. Chen Qiyu, Mr. Hu Jianwei, Mr. Ma Ping, Mr. Deng Jindong, Mr. Wang Kan, Mr. Wen Deyong, Mr. Li Dongjiu and Ms. Feng Rongli; and the independent non-executive directors of the Company are Mr. Chen Fangruo, Mr. Li Peiyu, Mr. Wu Tak Lung, Mr. Yu Weifeng and Mr. Shi Shenghao.

Notes:

1. In accordance with the articles of association, for the purpose of holding the EGM, the register of members of the Company (the “Register of Members”) will be closed from Tuesday, 12 September 2023 to Friday, 15 September 2023 (both days inclusive), during which period no transfer of shares can be registered.

In order to be qualified to attend and vote at the EGM, for holders of H Shares, all transfer documents accompanied by the relevant share certificates must be lodged with the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, 11 September 2023.

The Shareholders whose names appear on the Register of Members on Tuesday, 12 September 2023 are entitled to attend and vote at the EGM.

2. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on their behalves. A proxy need not be a member of the Company.
3. The instrument appointing a proxy must be in writing under the hand of a shareholder or his attorney duly authorised in writing. If the shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.
4. In order to be valid, the proxy form must be deposited, for the holders of H Shares, to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, or for the holders of Domestic Shares, to the Board Office of the Company in the PRC not less than 24 hours before the time appointed for holding the EGM or any adjourned thereof. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM or any adjourned meetings should you so wish.

5. Individual shareholders shall produce their identity documents and supporting documents in respect of the shares of the Company held when attending the EGM. If corporate shareholders appoint authorised representative to attend the EGM, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the board of directors or other authorised parties of the corporate shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents and the proxy form signed by the shareholders or their attorney when attending the EGM.
6. The EGM is expected to take for less than half a day. Shareholders attending the EGM shall be responsible for their own travel and accommodation expenses.
7. Contact details of the Board Office of the Company in the PRC are as follows:

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Huangpu District, Shanghai, 200023, the PRC

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