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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)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2024

IMPORTANT NOTICE

- Date and time of the first extraordinary general meeting in 2024 (the “EGM”) to be held on-site: 26 January 2024 (Friday) at 10:00 a.m.
- Registration date for determination of entitlement to attend the EGM: 22 January 2024 (Monday)
- Place at which the EGM will be held: Conference Room of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (the “Company”), 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the People’s Republic of China (the “PRC”)
- Manner of voting at the EGM: the manner of voting at the EGM will be both on-site and by way of network voting (applicable to A shares)

I. INFORMATION REGARDING THE CONVENING OF THE EGM

1. The resolution on convening the EGM was considered and passed at the 6th meeting of the ninth session of the board of directors (the “Board”) of the Company
2. Date and time of the EGM: 26 January 2024 (Friday) at 10:00 a.m.
3. Place at which the EGM will be held: Conference Room of the Company, 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the PRC
4. The convener of the meeting: the Board
5. Manner of voting: the manner of voting for the EGM will be both on-site and by way of network voting (applicable to A shares)

6. The system, commencement date, ending date and voting time of the network voting (applicable to A shares)

The Company will utilize the network voting system of the Shanghai Stock Exchange. The time for casting votes via the voting platform of the trading system is the trading sessions on the date on which the EGM will be held (26 January 2024) i.e. 9:15 to 9:25, 9:30 to 11:30 and 13:00 to 15:00. The time for casting votes via network voting will be from 9:15 to 15:00 on the date on which the EGM will be held.

7. The voting procedure of accounts in respect of margin trading and securities lending, refinancing, buy-back agreement business and investors of the Northbound Trading Link

The voting procedure of accounts in respect of margin trading and securities lending, refinancing, buy-back agreement business and investors of the Northbound Trading Link shall be conducted in accordance with, among others, the relevant provisions of the No. 1 Self-Regulation Guidelines for Listed Companies of the Shanghai Stock Exchange – Standardized Operation (《上海證券交易所上市公司自律監管指引第1號--規範運作》).

8. Solicitation of shareholders' voting rights

Not applicable

II. MATTERS TO BE CONSIDERED AT THE EGM

To be considered and approved by way of ordinary resolutions:

1. Proposal on termination of spin-off and listing of the holding subsidiary on the Stock Exchange of Hong Kong Limited;
2. Proposal on application for quotation on the National Equities Exchange and Quotations contemplated by the holding subsidiary; and
3. Proposal on amendments to the terms of the System for Independent Directors of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited.

The above proposed resolutions were approved at the 6th meeting of the ninth session of the Board and the 4th meeting of the ninth session of the supervisory committee of the Company held on 19 December 2023, and the 7th meeting of the ninth session of the Board of the Company held on 28 December 2023, respectively.

III. ATTENDEES OF THE EGM AND BOOK CLOSURE PERIOD FOR HOLDERS OF H SHARES

1. Holders of domestic shares (A shares) and overseas listed foreign shares (H shares) whose names appear on the register of members of the Company after the end of the trading hours in the afternoon on Monday, 22 January 2024 (including those holders of H shares who have submitted verified application documents for the transfer of shares on or before Monday, 22 January 2024) are entitled to attend the EGM. The register of members of the Company will be closed from Tuesday, 23 January 2024 to Friday, 26 January 2024 (both days inclusive) during which no transfer of H shares will be effected. In order to determine shareholders who are entitled to attend the EGM, all share transfer documents of H shares together with the relevant share certificates must be lodged with the share registrar of the Company in Hong Kong, namely Hong Kong Registrars Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for share transfer registration no later than 4:30 p.m. on Monday, 22 January 2024.
2. Any shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies (whether or not he/she is a shareholder) to attend and vote at the meeting on his/her behalf. If any shareholder appoints more than one proxy, the proxies can only vote by poll. To be valid, the proxy form and the notarially certified power of attorney and/or other documents of authorization (if any) must be delivered to the address of the Company's office (for holders of A shares) or the office address of the Company's H share registrar, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H shares) no less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof.
3. The directors, supervisors and senior management of the Company.
4. The lawyers of the Company.

IV. REGISTRATION FOR THE EGM

1. Methods of registration

To attend the EGM, an individual shareholder should bring along his/her identity card and shareholder account card. A proxy should bring along the proxy form, his/her identity card and the identity card of the principal and the shareholder account card of the principal for registration purpose. A legal person shareholder should bring along a copy of the business license, the proxy form signed by the legal representative, the shareholder account card and the identity card of the attendee for registration purpose.

2. Place and time of registration

Registration date and time: 9:30 a.m. – 11:30 a.m. and 2:00 p.m. – 4:30 p.m. on Thursday, 25 January 2024

Place of registration: Office of the secretariat to the Board, 2nd Floor, 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the PRC

V. OTHERS

1. Address: 2nd Floor of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited, 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the PRC

Postal code: 510130

Contact person: Zeng Weiwei, Li Li

Tel: (8620) 6628 1216/6628 1219

Fax: (8620) 6628 1229

Email: sec@gybys.com.cn

2. Address of Shanghai Branch Company of China Securities Depository and Clearing Corporation Limited: No. 188 Yanggaonan Road, Pudong New Area, Shanghai, the PRC

Address of Hong Kong Registrars Limited: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for submitting proxy forms)

Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for submitting share transfer documents)

3. The EGM is expected to last for half a day. Shareholders attending the EGM shall be responsible for their own travelling and accommodation expenses.

4. Reporters attending the EGM should register in advance during the registration time for the shareholders.

VI. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolutions passed at the 6th meeting of the ninth session of the Board of the Company and the relevant announcement;
2. Resolutions passed at the 4th meeting of the ninth session of the supervisory committee of the Company and the relevant announcement; and
3. Resolutions passed at the 7th meeting of the ninth session of the Board of the Company and the relevant announcement.

The Board of

Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited

Guangzhou, the PRC, 4 January 2024

As at the date of this notice, the Board comprises Mr. Li Chuyuan, Mr. Yang Jun, Ms. Cheng Ning, Ms. Liu Juyan, Mr. Zhang Chunbo, Mr. Wu Changhai and Mr. Li Hong as executive directors, and Mr. Chen Yajin, Mr. Huang Min, Mr. Wong Lung Tak Patrick and Ms. Sun Baoqing as independent non-executive directors.