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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 CLASS MEETING OF HOLDERS OF H SHARES IN 2020

IMPORTANT NOTICE

- Date and time of the first class meeting of holders of H shares in 2020 (the “**Class Meeting of H Shareholders**”): Monday, 29 June 2020 (immediately after the conclusion of the 2019 annual general meeting which will commence at 10:00 a.m. and the first class meeting of holders of A shares in 2020 or any adjournments thereof to be held on the same date and at the same place)
- Manner of voting: on-site

I. INFORMATION REGARDING THE CONVENING OF THE CLASS MEETING OF H SHAREHOLDERS

1. The resolution to convene the Class Meeting of H Shareholders was considered and passed at the 32nd meeting of the seventh session of the board of directors (the “**Board**”) of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (the “**Company**”).
2. Date and time of the Class Meeting of H Shareholders: Monday, 29 June 2020 (immediately after the conclusion of the 2019 annual general meeting which will commence at 10:00 a.m. and the first class meeting of holders of A shares in 2020 or any adjournments thereof to be held on the same date and at the same place).
3. Place of the Class Meeting of H Shareholders: Conference Room of the Company, 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the People’s Republic of China (“**PRC**”).
4. The convener of the meeting: the Board.
5. Manner of voting: on-site.

6. Solicitation of shareholders' voting rights

Not applicable.

II. MATTERS TO BE CONSIDERED AT THE CLASS MEETING OF H SHAREHOLDERS

1. Resolution on amendments to Articles of Association of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited;
2. Resolution on amendments to the rules of procedures of the shareholders meetings of the Company.

The above resolutions to be proposed at the class meeting of shareholders should be casted in favour by more than two-thirds of the votes from the shareholders who are entitled to attend and vote at the Class Meeting of H Shareholders.

The above proposed resolutions were approved at the 31st meeting of the seventh session of the Board of the Company held on 31 March 2020.

III. ATTENDEES OF THE CLASS MEETING OF H SHAREHOLDERS

1. Holders of overseas listed foreign capital 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 Friday, 29 May 2020 (including those holders of H shares who have already successfully submitted verified documents of shareholding transfer applications on or before Friday, 29 May 2020) are entitled to attend the Class Meeting of H Shareholders. The register of members of the Company will be closed from Saturday, 30 May 2020 to Monday, 29 June 2020 (both days inclusive) during which no transfer of H shares will be effective. In order to determine who are entitled to attend the Class Meeting of H Shareholders, 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, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for share transfer registration no later than 4:00 p.m. on Friday, 29 May 2020.
2. Any shareholder entitled to attend and vote at the Class Meeting of H Shareholders 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 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 Class Meeting of H Shareholders or any adjournment thereof.

3. Shareholders who intend to attend the Class Meeting of H Shareholders in person or by proxy should complete and return the attached reply slip by hand, by mail or by fax in accordance with the instructions printed thereon on or before Tuesday, 9 June 2020.
4. The directors, supervisors and senior management of the Company.
5. The lawyers of the Company.

IV. REGISTRATION FOR THE CLASS MEETING OF H SHAREHOLDERS

1. Methods of registration

To attend the Class Meeting of H Shareholders, an individual shareholder should bring along his/her identity card, 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 entity, the shareholder account card and the identity card of the attendee for registration purpose.

2. Place and time of registration:

Registration date and time: 09:30 a.m.-11:30 a.m. and 2:00 p.m.- 4:30 p.m. on Tuesday, 9 June 2020

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: Huang Ruimei/Tan Yanli
 Tel: (8620) 6628 1216/6628 1220
 Fax: (8620) 6628 1229
 Email: sec@gybys.com.cn
2. Address of Hong Kong Registrars Limited: Shops 1712-1716, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong

3. The Class Meeting of H Shareholders is expected to last for half a day. Shareholders attending the meeting shall be responsible for their own travelling and accommodation expenses.
4. In order to cooperate with the relevant arrangements in relation to the prevention of COVID-19 coronavirus epidemic, the Company proposes to the shareholders and proxies to attend the Class Meeting of H Shareholders through casting their votes by submitting the proxy form to appoint the Chairman of the Class Meeting of H Shareholders or company secretary of the Company as their proxies to vote according to their indicated voting instructions as an alternative to attending the Class Meeting of H Shareholders in person. Non-registered shareholders whose shares are held through the Hong Kong Securities Clearing Company Limited, banks, brokers or other custodians are advised to consult with them directly to assist in the appointment of proxy. Shareholders who intend to attend the Class Meeting of H Shareholders in person should pay attention to the following in addition to bringing along the relevant identification documents and materials for the meeting:
 - (i) during the journey to reach, and at, the venue of the Class Meeting of H Shareholders, please keep a good personal protection.
 - (ii) after arriving at the venue, please follow the staff's arrangement to register attendance, check body temperature and coordinate with other precautionary measures. Those with normal body temperature will be admitted to the venue and must wear facial mask during the entire Class Meeting of H Shareholders.
5. Reporters attending the Class Meeting of H Shareholders should register in advance during the shareholder registration time.

VI. DOCUMENTS AVAILABLE FOR INSPECTION

Resolutions passed at the 31st meeting of the seventh session of the Board and the relevant announcement.

The Board of
Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited

Guangzhou, the PRC, 12 May 2020

As at the date of this notice, the Board comprises Mr. Li Chuyuan, Ms. Cheng Ning, Mr. Yang Jun, Ms. Liu Juyan, Mr. Li Hong, Mr. Wu Changhai and Mr. Zhang Chunbo as executive directors, and Mr. Chu Xiaoping, Mr. Jiang Wenqi, Mr. Wong Hin Wing and Ms. Wang Weihong as independent non-executive directors.