

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



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 A SHARES IN 2020

IMPORTANT NOTICE

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

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

1. The resolution to convene the Class Meeting of A 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 A Shareholders: Monday, 29 June 2020 (immediately after the conclusion of the 2019 annual general meeting which shall commence at 10:00 a.m. or any adjournments thereof to be held on the same date and at the same place).
3. Place of the Class Meeting of A 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 and by way of network voting.

6. The system, commencement date, ending date and voting time of the network voting:

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 Class Meeting of A Shareholders will be held (29 June 2020) 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 Class Meeting of A Shareholders 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 Detailed Rules of the Shanghai Stock Exchange for Online Voting at Shareholders' General Meetings of Listed Companies.

8. Solicitation of shareholders' voting rights

Not applicable.

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

1. Resolution on amendments to the Articles of Association of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited;
2. Resolution on amendments to the rules of procedures of the general meeting 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 A 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 A SHAREHOLDERS

1. Holders of domestic shares (A shares) whose names appear on the register of members of the Company at the close of business in the afternoon on Friday, 29 May 2020 are entitled to attend the Class Meeting of A Shareholders.

2. Any shareholder entitled to attend and vote at the Class Meeting of A 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 or other documents of authorization (if any) must be delivered to the Company's office address no less than 24 hours before the time appointed for the holding of the Class Meeting of A Shareholders or its any adjournment thereof.
3. Shareholders who intend to attend the Class Meeting of A 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 A SHAREHOLDERS

1. Methods of registration

To attend the Class Meeting of A 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 Shanghai Branch Company of China Securities Depository and Clearing Corporation Limited: 3/F., China Insurance Building, No. 166 Lujiazui Road East, Shanghai, the PRC
3. The Class Meeting of A 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 A Shareholders through network voting. Shareholders who intend to attend the Class Meeting of A Shareholders in person should pay attention to the following in addition to bringing along the relevant identification documents and materials for the meeting:
 1. during the journey to reach, and at, the venue of Class Meeting of A Shareholders, please keep a good personal protection.
 2. 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 A Shareholders.
5. Reporters attending the Class Meeting of A 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.