



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)

PROXY FORM FOR THE THIRD EXTRAORDINARY GENERAL MEETING IN 2020

The number of shares to which this Proxy Form relates ^{note (1)}	
--	--

I/We ^{note (2)} _____
of _____ hereby appoint the chairman of
the EGM (as defined below) or Mr./Ms. ^{note (3)} _____
as my/our proxies to attend and vote on my/our behalf at the third extraordinary general meeting in 2020
(the “EGM”) of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (the “Company”) to be
held at 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the People’s
Republic of China on 23 November 2020 (Monday) at 10:00 a.m.

Ordinary Resolutions		For ^{note (4)}	Against ^{note (4)}	Abstain ^{note (4)}
1	Resolution on changes in use of proceeds from the fund raising of the Company			
2	Resolution on closing of investment project using proceeds from the fund raising, and the surplus of which to be used to supplement the working capital permanently			
3.	The resolution on Initial Public Offering of Overseas Listed Foreign Capital shares (H shares) Regarding and the Proposal in relation to the Overseas Listing of Guangzhou Pharmaceuticals Company Limited;			
4.	The resolution Regarding the Compliance of the Overseas Listing of Guangzhou Pharmaceuticals Company Limited with the “Circular on Issues in Relation to Regulating Overseas Listing of Subsidiaries of the PRC Listed Companies”;			
5.	The resolution Regarding the Undertaking of Maintaining the Independent Listing Status of the Company;			
6.	The resolution Regarding the Explanations on the Sustainable Profitability Statement and Prospects of the Company;			

Ordinary Resolutions		For <i>note (4)</i>	Against <i>note (4)</i>	Abstain <i>note (4)</i>
7.	The resolution Regarding the Authorisation to the Board and its Authorised Persons to Deal with Matters in Relation to the Spin-off and Listing of Guangzhou Pharmaceuticals Company Limited; and			
Special Resolution				
8.	The resolution Regarding provision of Assured Entitlement to the H Shareholder(s) of the Company only for the Spin-off and Overseas Listing of Guangzhou Pharmaceuticals Company Limited.			

Signature of the Appointor *note (5)*: _____

Identity card number of the Appointor: _____

Number of A shares/H shares held by the Appointor *note (6)*: _____

Shareholder account number of the Appointor: _____

Signature of the Proxy *note (5)*: _____

Identity card number of the Proxy: _____

Date: _____

Notes:

1. Please insert the number of A shares/H shares registered in your name(s) and to which the proxy form relates. If no such number is inserted, this proxy form will be deemed to be related to all the shares of the Company registered in your name(s).
2. Please write in block letters the full name(s) and address(es) as registered in the register of members.
3. If any person other than the chairman of the meeting is preferred, strike out “the chairman of the EGM (as defined below) or” and insert the full name(s) of proxy (ies) in the space provided in block letters. Shareholders may appoint one or more proxies to attend the EGM and to vote thereat. The proxy(ies) need(s) not be shareholder(s) of the Company. Any alteration made herein must be initialed by the signatory(ies).
4. Please note that if you would like to vote for any resolution, you should put “X” in the “For” column. If you would like to vote against any resolution, you should put “X” in the “Against” column. If you would like to abstain from any resolution, you should put “X” in the “Abstain” column. If no instruction is given, the proxy(ies) is/are authorized to vote at his/her/their discretion.
5. This proxy form or other power of attorney must be duly signed by you or your attorney duly authorized in writing. If the appointor is a legal person, the proxy form must be affixed with the seal of the legal person or signed by its director(s) or duly authorized representative(s). If the appointor is a joint holder, this proxy form must be signed by the shareholder whose name stands first among such joint shareholders in the register of members.
6. Please insert the number of A shares/H shares registered in your name(s) and delete where not applicable.
7. If this proxy form is signed by a person who is authorized by the appointor, the power of attorney or other authority under which it is signed must be notarized by a notary public. In order to be valid, such notarized power of attorney or other authority together with this proxy form must be deposited at the office address of the Company (for holders of A shares) or the office address of the Company’s H Share Registrar, namely Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (for holders of H shares) not less than 24 hours before the time appointed for the holding of the EGM.
8. This proxy form shall not preclude the appointor to attend the EGM in person and to vote thereat. In such event, the appointment of the original proxy(ies) will be void.
9. All times stated refer to Hong Kong time.