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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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING FOR YEAR 2022 HELD ON 30 MAY 2023

The Board is pleased to announce that the AGM was held on Tuesday, 30 May 2023 and all the resolutions put forward for the consideration and approval by Shareholders at the AGM were duly passed, by way of poll, by the Shareholders who were entitled to attend and vote at the AGM.

References are made to (i) the notice of the AGM of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (the “**Company**”) dated 25 April 2023; and (ii) the circular of the AGM dated 26 April 2023 (the “**Circular**”). Capitalised terms used in this announcement have the same meanings as those defined in the Circular unless the context otherwise requires.

The Board is pleased to announce that the AGM was held on Tuesday, 30 May 2023 and all the resolutions put forward for the consideration and approval by Shareholders at the AGM were duly passed, by way of poll, by the Shareholders who were entitled to attend and vote at the AGM.

IMPORTANT NOTICE

- There was no objection or amendment to the resolutions proposed the AGM.
- There was no new motion proposed at the AGM.

1. INTRODUCTION

- (a) The AGM was held on Tuesday, 30 May 2023 at the Conference Room of the Company, 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the PRC.
- (b) The AGM was convened by the Board and was chaired by Mr. Li Chuyuan, the chairperson of the Board. The Company has 11 Directors, all of whom were present at the AGM. The Company has three Supervisors, all of whom were present at the AGM. Ms. Huang Xuezen, the secretary to the Board, was present at the AGM. Members of the middle and

senior management together with the attesting lawyers, auditors and the scrutineer for the vote-taking were present at the AGM. The AGM was held in compliance with the relevant provisions of the Companies Law of the PRC (the “**Companies Law**”) and the articles of association of the Company (the “**Articles of Association**”).

- (c) As at 23 May 2023 (the “**Record Date**”), being the date for determining the Shareholders’ entitlement to attend and vote at the AGM, there were a total of 1,625,790,949 shares in issue, of which 1,405,890,949 shares were A Shares, representing approximately 86.47% of the total number of shares in issue, and 219,900,000 shares were H Shares, representing approximately 13.53% of the total number of shares in issue.

2. ATTENDANCE AT THE AGM AND THE POLL RESULTS

Attendance at the AGM

As at the Record Date, the total number of shares in issue was 1,625,790,949 shares. The total number of shares entitling the Shareholders to attend and vote on all the resolutions proposed at the AGM was 1,625,790,949 shares, representing 100% of the total number of shares in issue, as at the Registration Date.

Number of Shareholders who attended the meeting on-site (whether in person or by proxies) or by way of network voting	76
Including: total number of holders of A Shares	74
total number of holders of H Shares	2
Total number of voting shares	935,734,994
Including: total number of voting A Shares	862,400,600
total number of voting H Shares	73,334,394
Percentage of the total number of voting shares to the total number of issued shares	57.555677%
Including: percentage of the total number of voting A Shares	53.044987%
percentage of the total number of voting H Shares	4.510690%

So far as is known to the Company, there were no shares entitling the Shareholders to attend the AGM and abstain from voting in favour of the resolutions put to vote at the AGM as set out in Rule 13.40 of the Listing Rules of HKEX. No Shareholder was required under the Listing Rules of HKEX to abstain from voting on any resolution considered at the AGM. No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

Poll results of the AGM

The resolutions proposed at the AGM were put to vote by way of poll, the results of which were as follows:

No.	Resolutions	Total number of votes (%)								Voting results
		For		Against		Abstained		Total		Resolution was passed or not
		Number	Percentage	Number	Percentage	Number	Percentage	Number	Percentage	
Ordinary Resolutions										
1	Annual Report and its summary for year 2022									
	A Shares	861,875,504	99.939112	453,100	0.052540	71,996	0.008348	862,400,600	100.000000	Passed
	H Shares	73,014,384	99.563629	94,010	0.128194	226,000	0.308177	73,334,394	100.000000	
	Total	934,889,888	99.909685	547,110	0.058469	297,996	0.031846	935,734,994	100.000000	
2	Report of the Board for year 2022									
	A Shares	861,875,504	99.939112	453,100	0.052540	71,996	0.008348	862,400,600	100.000000	Passed
	H Shares	73,014,384	99.563629	94,010	0.128194	226,000	0.308177	73,334,394	100.000000	
	Total	934,889,888	99.909685	547,110	0.058469	297,996	0.031846	935,734,994	100.000000	
3	Report of the supervisory committee of the Company for year 2022									
	A Shares	861,875,304	99.939089	453,300	0.052563	71,996	0.008348	862,400,600	100.000000	Passed
	H Shares	73,014,384	99.563629	94,010	0.128194	226,000	0.308177	73,334,394	100.000000	
	Total	934,889,688	99.909664	547,310	0.058490	297,996	0.031846	935,734,994	100.000000	
4	Financial report of the Company for year 2022									
	A Shares	861,875,304	99.939089	453,300	0.052563	71,996	0.008348	862,400,600	100.000000	Passed
	H Shares	73,014,384	99.563629	94,010	0.128194	226,000	0.308177	73,334,394	100.000000	
	Total	934,889,688	99.909664	547,310	0.058490	297,996	0.031846	935,734,994	100.000000	
5	Auditors' report of the Company for year 2022									
	A Shares	861,875,304	99.939089	453,300	0.052563	71,996	0.008348	862,400,600	100.000000	Passed
	H Shares	73,014,384	99.563629	94,010	0.128194	226,000	0.308177	73,334,394	100.000000	
	Total	934,889,688	99.909664	547,310	0.058490	297,996	0.031846	935,734,994	100.000000	
6	Proposal on profit distribution and dividend payment of the Company for year 2022									
	A Shares	861,923,499	99.944678	105,500	0.012233	371,601	0.043089	862,400,600	100.000000	Passed
	H Shares	73,334,384	99.999986	10	0.000014	0	0.000000	73,334,394	100.000000	
	Total	935,257,883	99.949012	105,510	0.011276	371,601	0.039712	935,734,994	100.000000	
7	Proposal on the financial and operational targets and annual budget of the Company for year 2023									
	A Shares	845,525,921	98.043290	16,862,978	1.955353	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	50,098,247	68.314803	22,893,247	31.217613	342,900	0.467584	73,334,394	100.000000	
	Total	895,624,168	95.713442	39,756,225	4.248663	354,601	0.037895	935,734,994	100.000000	

8	Resolutions on the emoluments to be paid to the directors of the 8th session of Board of the Company for year 2023									
8.1	Resolution on the emoluments to be paid to Mr. Li Chuyuan (the Chairperson of the Board) for year 2023									
	A Shares	861,881,080	99.939759	507,819	0.058884	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,215,459	99.944478	507,834	0.054272	11,701	0.001250	935,734,994	100.000000	
8.2	Resolution on the emoluments to be paid to Mr. Yang Jun (the Vice Chairperson of the Board) for year 2023									
	A Shares	861,881,280	99.939782	507,619	0.058861	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,215,659	99.944500	507,634	0.054250	11,701	0.001250	935,734,994	100.000000	
8.3	Resolution on the emoluments to be paid to Ms. Cheng Ning (the Vice Chairperson of the Board) for year 2023									
	A Shares	861,881,280	99.939782	507,619	0.058861	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,215,659	99.944500	507,634	0.054250	11,701	0.001250	935,734,994	100.000000	
8.4	Resolution on the emoluments to be paid to Ms. Liu Juyan (an executive director) for year 2023									
	A Shares	861,890,680	99.940872	498,219	0.057771	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,225,059	99.945504	498,234	0.053246	11,701	0.001250	935,734,994	100.000000	
8.5	Resolution on the emoluments to be paid to Mr. Zhang Chunbo (an executive director) for year 2023									
	A Shares	861,890,680	99.940872	498,219	0.057771	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,225,059	99.945504	498,234	0.053246	11,701	0.001250	935,734,994	100.000000	
8.6	Resolution on the emoluments to be paid to Mr. Wu Changhai (an executive director) for year 2023									
	A Shares	861,890,680	99.940872	498,219	0.057771	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	72,908,191	99.418822	426,203	0.581178	0	0.000000	73,334,394	100.000000	
	Total	934,798,871	99.899959	924,422	0.098791	11,701	0.001250	935,734,994	100.000000	
8.7	Resolution on the emoluments to be paid to Mr. Li Hong (an executive director) for year 2023									
	A Shares	861,892,680	99.941104	496,219	0.057539	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,227,059	99.945718	496,234	0.053032	11,701	0.001250	935,734,994	100.000000	
8.8	Resolution on the emoluments to be paid to Mr. Wong Hin Wing (an independent non-executive director) for year 2023									
	A Shares	861,892,480	99.941081	496,219	0.057539	11,901	0.001380	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,226,859	99.945697	496,234	0.053031	11,901	0.001272	935,734,994	100.000000	
8.9	Resolution on the emoluments to be paid to Ms. Wang Weihong (an independent non-executive director) for year 2023									
	A Shares	861,892,480	99.941081	496,219	0.057539	11,901	0.001380	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,226,859	99.945697	496,234	0.053031	11,901	0.001272	935,734,994	100.000000	
8.10	Resolution on the emoluments to be paid to Mr. Chen Yajin (an independent non-executive director) for year 2023									
	A Shares	861,892,480	99.941081	496,219	0.057539	11,901	0.001380	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,226,859	99.945697	496,234	0.053031	11,901	0.001272	935,734,994	100.000000	

8.11	Resolution on the emoluments to be paid to Mr. Huang Min (an independent non-executive director) for year 2023									
	A Shares	861,892,480	99.941081	496,219	0.057539	11,901	0.001380	862,400,600	100.000000	Passed
	H Shares	72,908,191	99.418822	426,203	0.581178	0	0.000000	73,334,394	100.000000	
	Total	934,800,671	99.900151	922,422	0.098577	11,901	0.001272	935,734,994	100.000000	
9	Resolutions on the emoluments to be paid to the supervisors of the 8th session of the supervisory committee of the Company for year 2023									
9.1	Resolution on the emoluments to be paid to Mr. Cai Ruiyu (the Chairperson of the supervisory committee) for year 2023									
	A Shares	861,889,680	99.940756	499,219	0.057887	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,224,059	99.945397	499,234	0.053353	11,701	0.001250	935,734,994	100.000000	
9.2	Resolution on the emoluments to be paid to Mr. Cheng Jinyuan (a supervisor) for year 2023									
	A Shares	861,883,280	99.940014	505,619	0.058629	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,217,659	99.944714	505,634	0.054036	11,701	0.001250	935,734,994	100.000000	
9.3	Resolution on the emoluments to be paid to Mr. Jian Huidong (a supervisor) for year 2023									
	A Shares	861,893,680	99.941220	495,219	0.057423	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,379	99.999980	15	0.000020	0	0.000000	73,334,394	100.000000	
	Total	935,228,059	99.945825	495,234	0.052925	11,701	0.001250	935,734,994	100.000000	
10	Resolution on the application for omnibus credit lines by the Company and its subsidiaries from financial institutions									
	A Shares	859,913,972	99.711662	2,474,024	0.286876	12,604	0.001462	862,400,600	100.000000	Passed
	H Shares	72,877,800	99.377381	456,592	0.622616	2	0.000003	73,334,394	100.000000	
	Total	932,791,772	99.685464	2,930,616	0.313189	12,606	0.001347	935,734,994	100.000000	
11	Resolution on the re-appointment of WUYIGE Certified Public Accountants LLP as the auditor of the Company for year 2023									
	A Shares	861,935,699	99.946092	453,100	0.052540	11,801	0.001368	862,400,600	100.000000	Passed
	H Shares	73,240,384	99.871806	94,010	0.128194	0	0.000000	73,334,394	100.000000	
	Total	935,176,083	99.940270	547,110	0.058469	11,801	0.001261	935,734,994	100.000000	
12	Resolution on the re-appointment of WUYIGE Certified Public Accountants LLP as the internal control auditor of the Company for year 2023									
	A Shares	861,935,699	99.946092	453,100	0.052540	11,801	0.001368	862,400,600	100.000000	Passed
	H Shares	73,240,384	99.871806	94,010	0.128194	0	0.000000	73,334,394	100.000000	
	Total	935,176,083	99.940270	547,110	0.058469	11,801	0.001261	935,734,994	100.000000	
13	Resolution in relation to the emoluments to be paid to Mr. Jian Huidong, a supervisor representing the employees of the 9th session of the supervisory committee of the Company, for year 2023									
	A Shares	861,893,480	99.941197	495,419	0.057446	11,701	0.001357	862,400,600	100.000000	Passed
	H Shares	73,334,384	99.999986	10	0.000014	0	0.000000	73,334,394	100.000000	
	Total	935,227,864	99.945804	495,429	0.052946	11,701	0.001250	935,734,994	100.000000	

Election of the members of the 9th session of the Board and the 9th session of the Supervisory Committee by way of cumulative poll				
		No. of Shares voted in favor	Percentage of Shares from Shareholders who attended the meeting that voted in favor (%)	Elected or not
14	Resolutions on the election of executive directors of the 9th session of the Board of the Company and the emoluments to be paid for year 2023			
14.1	Resolution on the election of Mr. Li Chuyuan as an executive director of the 9th session of the Board of the Company and the emoluments to be paid to him for year 2023	932,061,375	99.607408	Elected
14.2	Resolution on the election of Mr. Yang Jun as an executive director of the 9th session of the Board of the Company and the emoluments to be paid to him for year 2023	875,530,206	93.566043	Elected
14.3	Resolution on the election of Ms. Cheng Ning as an executive director of the 9th session of the Board of the Company and the emoluments to be paid to her for year 2023	931,186,838	99.513948	Elected
14.4	Resolution on the election of Ms. Liu Juyan as an executive director of the 9th session of the Board of the Company and the emoluments to be paid to her for year 2023	931,196,638	99.514996	Elected
14.5	Resolution on the election of Mr. Zhang Chunbo as an executive director of the 9th session of the Board of the Company and the emoluments to be paid to him for year 2023	931,138,937	99.508829	Elected
14.6	Resolution on the election of Mr. Wu Changhai as an executive director of the 9th session of the Board of the Company and the emoluments to be paid to him for year 2023	865,397,537	92.483186	Elected
14.7	Resolution on the election of Mr. Li Hong as an executive director of the 9th session of the Board of the Company and the emoluments to be paid to him for year 2023	933,033,297	99.711275	Elected
15	Resolutions on the election of independent non-executive directors of the 9th session of the Board of the Company and the emoluments to be paid for year 2023			
15.1	Resolution on the election of Mr. Chen Yajin as an independent non-executive director of the 9th session of the Board of the Company and the emoluments to be paid to him for year 2023	934,130,524	99.828534	Elected
15.2	Resolution on the election of Mr. Huang Min as an independent non-executive director of the 9th session of the Board of the Company and the emoluments to be paid to him for year 2023	918,259,807	98.132464	Elected
15.3	Resolution on the election of Mr. Wong Lung Tak Patrick as an independent non-executive director of the 9th session of the Board of the Company and the emoluments to be paid to him for year 2023	928,620,187	99.239656	Elected
15.4	Resolution on the election of Ms. Sun Baoqing as an independent non-executive director of the 9th session of the Board of the Company and the emoluments to be paid to her for year 2023	934,740,960	99.893770	Elected

		No. of Shares voted in favor	Percentage of Shares from Shareholders who attended the meeting that voted in favor (%)	Elected or not
16	Resolutions on the election of supervisors representing the shareholders of the 9th session of the supervisory committee of the Company and the emoluments to be paid for year 2023			
16.1	Resolution on the election of Mr. Cai Ruiyu as a supervisor representing the shareholders of the 9th session of the supervisory committee of the Company and the emoluments to be paid to him for year 2023	934,314,062	99.848148	Elected
16.2	Resolution on the election of Mr. Cheng Jinyuan as a supervisor representing the shareholders of the 9th session of the supervisory committee of the Company and the emoluments to be paid to him for year 2023	920,151,721	98.334649	Elected

As more than one half of the votes from the Shareholders who were entitled to attend and vote at the AGM were casted in favour of ordinary resolutions No. 1 to No.13 set out above, those ordinary resolutions were duly passed as ordinary resolutions.

As more than one half of the votes from the Shareholders who were entitled to attend and vote at the AGM were cast in favour of each of the sub-resolutions under ordinary resolutions No. 14 to No. 16 set out above, those sub-resolutions were duly passed as ordinary resolutions. The sub-resolutions under ordinary resolutions No. 14 to No. 16 set out above were voted on by way of cumulative poll. Details of the cumulative poll were set out in the Form of Proxy (AGM).

3. PROCEEDINGS WITNESSED BY LAWYERS AND SCRUTINEER

Hong Kong Registrars Limited served as the scrutineer at the AGM for the purpose of vote-taking.

The AGM was witnessed by Mr. Liu Zifeng and Ms. Zeng Si, the lawyers of Zhong Lun (Guangzhou) Law Firm, which issued its legal opinion confirming that the procedures for convening and holding of the AGM complied with the PRC laws and regulations and the provisions of the Articles of Association, and the eligibilities of the persons convening and attending the AGM was lawful and valid. The voting procedures at the AGM complied with the PRC laws and regulations and the provisions of the Articles of Association. The resolutions passed at the AGM were lawful and valid.

4. INFORMATION ON THE DIRECTORS ELECTED AT THE AGM

There were 11 Directors elected as members of the 9th session of the Board at the AGM, of which Mr. Li Chuyuan, Mr. Yang Jun, Ms. Cheng Ning, Ms. Liu Juyan, Mr. Zhang Chunbo, Mr. Wu Changhai, Mr. Li Hong, Mr. Chen Yajin and Mr. Huang Min were also members of the 8th session of the Board, Mr. Wong Lung Tak Patrick and Ms. Sun Baoqing were the newly elected members of the Board. Please refer to Appendix I to the Circular for the information on the aforesaid Directors. The said information remains unchanged from the LPD up to the date of this announcement.

5. RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Each of Mr. Wong Hin Wing and Ms. Wang Weihong has been an independent non-executive Director since June 2017, and has served as an independent non-executive Director for two successive sessions. According to the applicable PRC laws and the Articles of Association, an independent non-executive Director cannot stay in that office for more than six years consecutively. Accordingly, each of Mr. Wong Hin Wing and Ms. Wang Weihong retired at the conclusion of the AGM and did not offer himself/herself for re-election.

Each of Mr. Wong Hin Wing and Ms. Wang Weihong has confirmed to the Company that he/she has no disagreement with the Board and there is no matter relating to his/her retirement that needs to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to them for his/her diligence and contributions during his/her tenure as independent non-executive Director of the Company.

6. INFORMATION ON THE SUPERVISORS ELECTED AT THE AGM

Mr. Cai Ruiyu and Mr. Cheng Jinyuan were re-elected as members of the 9th session of the Supervisory Committee at the AGM, both of whom were also members of the 8th session of the Supervisory Committee. Please refer to Appendix II to the Circular for the information on the aforesaid Supervisors. The said information remains unchanged from the LPD up to the date of this announcement.

At the enlarged meeting of the fifth session of the labour union committee of the Company held on 25 April 2023, Mr. Jian Huidong, the then Supervisor representing the shareholders, was elected as the Supervisor representing the employees of the 9th session of the Supervisory Committee of the Company. Please refer to the announcement of the Company dated 25 April 2023 published on the website of HKEX for further details.

7. IMPORTANT NOTICE ON THE PAYMENT OF 2022 FINAL DIVIDEND

The Company announces the following in relation to the payment of 2022 final dividend:

- (a) The register of members of the Company will be closed from Friday, 16 June 2023 to Thursday, 22 June 2023 (both days inclusive) during which no transfer of H Shares will be effected. Holders of H Shares whose names appear on the register of members of the Company at the close of business on Thursday, 22 June 2023 will be entitled to 2022 final dividend. In order to be entitled to the 2022 final dividend, all share transfer documents in respect of the 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, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, for share transfer registration not later than 4:30 p.m. on Thursday, 15 June 2023.

- (b) Holders of H Shares (excluding Shareholders who are individual investors or enterprise investors in Mainland China investing in the shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect) whose names appeared on the register of members of the Company at the end of the trading session on Thursday, 22 June 2023 will be entitled to the 2022 final dividend. According to Article 224 of the Articles of Association, dividends payable to the holders of H Shares shall be paid in Hong Kong dollars. For the purpose of payment of the dividend, the applicable exchange rate is HK\$100 to RMB90.0792, being the average exchange rate between Hong Kong dollars and Renminbi as announced by the People's Bank of China for the week immediately preceding the date of the announcement of distribution of the dividend. Accordingly, the amount of the 2022 final dividend payable per H Share is approximately HK\$0.8126 (including tax). The 2022 final dividend for the H Shares will be paid on Monday, 17 July 2023.

Dividends payable to domestic individual shareholders and enterprise investors who invest in the shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect will be paid in RMB by China Securities Depository and Clearing Corporation Limited Shanghai Branch and Shenzhen Branch ("CSDC") as entrusted by the Company. The Company will pay the above dividends to CSDC on Monday, 17 July 2023 for distribution thereafter.

- (c) According to Enterprise Income Tax Law of the People's Republic of China and the Implementation Rules of Enterprise Income Tax Law of the People's Republic of China (collectively, "**Tax Laws**"), from 1 January 2008 onwards, any PRC domestic enterprise shall withhold and pay enterprise income tax upon distribution of dividends to non-resident enterprise shareholders and the payer shall be treated as the obligatory withholder. Accordingly, the Company shall be obligated to withhold and pay a 10% enterprise income tax when distributing the 2022 final dividends to non-resident enterprise shareholders whose names appear on the register of holders of H Shares on Thursday, 22 June 2023. But the Company has no obligation to withhold and pay such enterprise income tax when distributing the 2022 final dividends to the resident enterprise shareholders whose names appeared on the register of holders of H Shares on Thursday, 22 June 2023. A resident enterprise (with the same meaning as those defined in the Tax Laws) which is incorporated in the PRC or is incorporated under the law of a foreign country (or region) with its de facto management organization located within the PRC shall submit to the Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on Thursday, 15 June 2023 a legal opinion (stamped with the chop of the law firm) issued by a qualified PRC practicing lawyer ascertaining its resident enterprise status. Otherwise, the Company shall not be held responsible for any disputes in relation to withholding and payment of enterprise income tax arising from failure to submit the legal opinion within the prescribed period. According to the provisions of the Tax Laws, the dividend (bonus) received by the overseas resident individual shareholders in respect of their interests in the stocks issued by domestic non-foreign invested enterprises in Hong Kong is subject to the payment of individual income tax in the PRC, which shall be withheld by the withholding agents according to the relevant laws. However, the overseas resident individual shareholders of the stocks issued by domestic non-foreign invested enterprises in

Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax agreements inked between the countries where they are residents and China or the tax arrangements between Mainland China and Hong Kong or Mainland China and Macau. When the 2022 final dividend is to be distributed to the holders of H Shares whose names appeared on the register of holders of H Shares as at Thursday, 22 June 2023, the Company will withhold 10% of the dividend to be distributed to the individual holders of H Shares as individual income tax in the PRC unless otherwise specified by the relevant tax regulations and tax agreements, in which case the Company will withhold individual income tax of such dividend at the tax rates and according to the relevant procedures as specified by such relevant tax regulations and tax agreement.

The above requirements are not applicable to the income tax regulations on dividends received by individual investors and enterprise investors in Mainland China who invest in shares listed on Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect.

According to the relevant requirements of the Notice Regarding Tax Policies Related to the Shanghai-Hong Kong Stock Connect (Finance Tax [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2014]81號)》) and the Notice Regarding Tax Policies Related to the Shenzhen-Hong Kong Stock Connect (Finance Tax [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2016]127號)》) jointly published by the Ministry of Finance, State Administration of Taxation and China Securities Regulatory Commission:

- the Company shall withhold an individual income tax at the rate of 20% on dividends derived from the H-Shares listed on the Hong Kong Stock Exchange acquired by Mainland individual investors through the Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect. Reference shall be made to individual income tax regulations for dividends received by Mainland securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect.
 - for Chinese Mainland corporate investors that invest in the H Shares of the Company via the Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the Company will not withhold the income tax in the distribution of final dividend and the Chinese Mainland corporate investors shall file the tax returns on their own.
- (d) Should the holders of H Shares have any doubt in relation to the aforesaid arrangements, they are recommended to consult their tax advisors for relevant tax impact in Mainland China, Hong Kong and other countries (regions) on the ownership and disposal of the H Shares.
- (e) A separate announcement in relation to the 2022 final dividend for the holders of A Shares of the Company will be made in due course.

8. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection on the website of the Shanghai Stock Exchange at www.sse.com.cn from 30 May 2023:

- (a) the resolution announcement of the AGM; and
- (b) the PRC legal opinions in relation to the AGM issued by the PRC legal advisers to the Company.

**The Board of
Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited**

Guangzhou, the PRC, 30 May 2023

As at the date of this announcement, 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.