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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: 00874)

## PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS

Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (the “**Company**”) announces that the term of office of the members of the ninth session of the board of Directors (the “**Board**”) of the Company is about to expire. The Company will elect members of the new session of the Board (i.e. the tenth session) at the 2025 annual general meeting (the “**AGM**”).

Pursuant to the articles of association of the Company (the “**Articles of Association**”), the tenth session of the Board shall consist of eleven directors (the “**Directors**”), including ten non-employee representative directors and one employee representative director. Such employee representative director shall be democratically elected by the employees of the Company separately.

At the 35th meeting of the ninth session of the Board held on 7 May 2026, the Board considered and resolved to nominate the Director Candidates (the “**Director Candidates**”) set out in the table below, whose election will be proposed for consideration and approval by shareholders of the Company (“**Shareholders**”) at the AGM.

No.	Name of Director Candidates	Current directorship	Proposed directorship
1	Mr. Chen Jiehui (陳傑輝)	Executive Director	Executive Director
2	Mr. Cheng Hongjin (程洪進)	Executive Director	Executive Director
3	Mr. Tang Heping (唐和平)	Executive Director	Executive Director
4	Ms. Liu Lan (劉嫻)	N/A	Executive Director
5	Mr. Yuan Cheng (袁誠)	N/A	Executive Director
6	Mr. Huang Jiyuan (黃紀元)	N/A	Non-executive Director
7	Mr. Wong Lung Tak Patrick (黃龍德)	Independent non-executive Director	Independent non-executive Director
8	Ms. Sun Baoqing (孫寶清)	Independent non-executive Director	Independent non-executive Director
9	Mr. Wu Xiangneng (吳向能)	N/A	Independent non-executive Director
10	Mr. Yang Yinbao (楊印寶)	N/A	Independent non-executive Director

Details of each Director Candidate as of the date of this announcement, together with the information required to be disclosed under Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**HKEX**”), are set out in Appendix I to this announcement (“**Appendix I**”).

As at the date of this announcement, save as disclosed in Appendix I, each Director Candidate has confirmed that: (i) he/she is not connected with any directors, senior management members, substantial shareholders or controlling shareholders (as defined under the Listing Rules) of the Company; (ii) he/she does not hold any other positions in the Company or its subsidiaries; (iii) he/she has not held any directorships in any other listed companies whose securities are listed on any stock market in Hong Kong or overseas during the past three years; (iv) he/she does not hold or is not deemed to hold any interests in any shares or underlying shares of the Company or its associated corporations as defined under Part XV of the Securities and Futures Ordinance (Cap.571 of the Laws of Hong Kong); (v) there is no other information required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor has he/she been engaged or involved in any activities required to be disclosed under the aforesaid rules; and (vi) there are no other matters in connection with his/her appointment that shall be brought to the attention of the shareholders of the Company or the HKEX.

Each candidate for independent non-executive Director has respectively confirmed that: (i) he/she complies with all independence criteria set out in Rules 3.13(1) to (8) of the Listing Rules; (ii) he/she has no past or present financial or other interests in the business of the Company or its subsidiaries and no connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may impair his/her independence at the time of nomination. The Nomination and Remuneration Committee of the ninth session of the Board has assessed and reviewed the independence of each candidate for independent non-executive Director and considers that each of candidates for independent non-executive Director has satisfied the independence requirements.

Upon the approval of the resolution in respect of the re-election and election of Directors by the shareholders at the AGM, the Company shall enter into or renew service contracts with each Director. In accordance with the Articles of Association, the term of office of the members of the tenth session of the Board shall be three years. The term of office of each Director Candidate as a member of the tenth session of the Board shall also be three years, commencing on the date of their election at the AGM and expiring upon the end of the term of office of the tenth session of the Board.

Among the members of the ninth session of the Board, Mr. Li Xiaojun and Mr. Li Hong, the executive Directors, will not stand for re-election to the tenth session of the Board. Mr. Li Xiaojun will retire from his positions as the Chairman of the Board, executive Director and Chairman of the Strategic Development and Investment Committee of the Board; Mr. Li Hong will retire from his positions as executive Director, and member of the Strategic Development and Investment Committee of the Board; Mr. Chen Yajin and Mr. Huang Min, the independent non-executive Directors, will retire upon the conclusion of the AGM in accordance with the applicable laws of the PRC and the Articles of Association, and they will not seek re-election at the annual general meeting.

The AGM circular containing, among other things, details of the election of the new session of the Board will be published on the designated website of the HKEX ([www.hkexnews.hk](http://www.hkexnews.hk)) and the third-party website of the Company (<https://www.hmdatalink.com/C14070/en/announcement.php>) and dispatched to the Shareholders who request printed copies in due course.

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

Guangzhou, the PRC, 7 May 2026

*As at the date of this announcement, the Board comprises Mr. Li Xiaojun, Mr. Chen Jiehui, Mr. Cheng Hongjin, Mr. Tang Heping 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.*

## APPENDIX I – BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

### 1. Biographical Details of Candidates for executive Director:

#### 1.1 Chen Jiehui (陳傑輝)

**Mr. Chen Jiehui (“Mr. Chen”)**, aged 51, holds a doctoral degree and a Master of Laws degree. Mr. Chen started his career in July 1995 and has successively served as the deputy chief clerk, chief clerk and deputy director of the Office of Guangzhou Taxation Bureau, the deputy director of the Office of Guangzhou Tianhe District Local Taxation Bureau, director of the office of Guangzhou Taxation Bureau and Guangzhou Local Taxation Bureau & State Taxation Administration Guangzhou Municipal Office, the deputy general manager and chief legal counsel of Guangzhou Consumer Goods and Services Group Ltd. (廣州輕工工貿集團有限公司), and has served as the chairperson of Guangzhou Daxin Creative Cultural Development Limited Company (廣州市大新文化創意發展有限公司), etc. Mr. Chen has been the vice chairperson of the Company since 26 September 2025. Currently, He is the deputy secretary of the party committee, vice chairperson, general manager of Guangzhou Pharmaceutical Holdings Limited (“GPHL”), and the deputy secretary of the party committee of the Company. Mr. Chen has extensive experience in the fields of strategic management, business management, corporate governance, compliance management, and party affairs.

#### 1.2 Cheng Hongjin (程洪進)

**Mr. Cheng Hongjin (“Mr. Cheng”)**, aged 56, holds a Master of Business Administration degree, and professional qualifications as an engineer and a senior labor relations coordinator. Mr. Cheng began his career in July 1993, and has successively served as deputy leader of the preparatory group, deputy chairman of the labor union, director of the labor union office, general manager of the operations department, and general manager of the strategic planning department of Guangzhou Industrial Investment Holdings Group (廣州工業投資控股集團有限公司); director of the Guangzhou Industrial Control Industry Research and Integration Center (廣州工控產業研究整合中心); director of Guangdong Southern Soda Ash Co., Ltd. (廣東南方城業股份有限公司); full time external director of Guangzhou Public Transport Group Co., Ltd. (廣州市公共交通集團有限公司), Guangzhou City Construction Investment Group Co., Ltd. (廣州市城市建設投資集團有限公司), and Guangzhou Construction Group Co., Ltd. (廣州市建築集團有限公司). Mr. Cheng has been a Director of the Company since 3 June 2025. Currently, Mr. Cheng serves as a member of the party committee and deputy general manager of GPHL. Mr. Cheng has extensive experience in corporate strategic planning, industrial integration and conglomerate governance.

### 1.3 Tang Heping (唐和平)

**Mr. Tang Heping (“Mr. Tang”)**, aged 54, holds a Master of Management degree. He is certified as a senior accountant and a Certified Public Accountant. Mr. Tang commenced his professional career in July 1992, and has successively served as audit manager, director of financial settlement center, and accounting manager of Shenzhen Gas Corporation Ltd. (深圳市燃氣集團股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 601139); deputy director and subsequently director of the finance department, chief financial officer of Guangzhou Friendship Group Co., Ltd. (廣州友誼集團股份有限公司); chairperson of the supervisory committee of Guangzhou Department Store Enterprise Group Co., Ltd. (廣州百貨企業集團有限公司) (currently known as “Guangzhou Lingnan Business and Travel Investment Group Co., Ltd.” (廣州領南商旅投資集團有限公司)) and Guangzhou Pearl River Enterprises Group Co., Ltd. (廣州珠江實業集團有限公司). Mr. Tang has served as a Director of the Company since 3 June 2025. Currently, he is a member of the party committee of the Company, a member of the party committee and the chief accountant of GPLH. Mr. Tang has extensive experience in corporate audit, supervision, financial management and accounting.

### 1.4 Liu Lan (劉濛)

**Ms. Liu Lan (“Ms. Liu”)**, aged 47, holds a Master of Economic Law degree and a Doctor of Management degree. She is a senior intellectual property professional, state-owned enterprise legal advisor and corporate lawyer. Ms. Liu commenced her career in July 2004. She has successively served as general management supervisor of the legal affairs department, corporate legal supervisor of the legal affairs department (corporate strategy department) and deputy manager of Guangdong Telecom Company Limited (廣東省電信有限公司); deputy general manager and general manager of the Legal Service Centre of China Telecom Guangdong Company (中國電信廣東公司法律服務中心); deputy chief legal counsel of GPLH; and Chairman of the Supervisory Committee of the Company. Currently, Ms. Liu serves as general legal counsel and director of the legal, compliance and risk control department of GPLH and the Company; general legal counsel of Guangzhou Pharmaceuticals Company Limited (“**GP Corp.**”); director of Guangzhou Chuangying Guangyao Baiyunshan Intellectual Property Co., Ltd. (廣州創贏廣藥白雲山知識產權有限公司); director of GP Corp.; and director of Guangzhou Zhongcheng Medical Device Industry Development Co., Ltd. (廣州眾成醫療器械產業發展有限公司). Ms. Liu possesses extensive experience in intellectual property, compliance management, legal affairs, corporate governance and risk prevention.

## 1.5 Yuan Cheng (袁誠)

**Mr. Yuan Cheng** (“**Mr. Yuan**”), aged 56, holds a Bachelor of Science degree. He is a professor-level senior engineer in pharmaceutical engineering, a high-level talent recognized by the Guangzhou Municipal State-owned Assets Supervision and Administration Commission, and executive deputy director of the National Engineering Research Center for Traditional Chinese Medicine Pharmaceutical Process Technology and New Drug Creation. Mr. Yuan commenced his career in July 1992. He has successively held the positions of officer of the laboratory, deputy section chief of the technology and quality section, and section chief of the supply and marketing section at Guangzhou No.10 Pharmaceutical Factory (廣州第十製藥廠); manager of the business department and deputy general manager of Guangzhou Huanye Pharmaceutical Co., Ltd. (廣州環葉製藥有限公司); and deputy general manager, general manager and secretary of the general party branch of Guangzhou Baiyunshan Han Fang Contemporary Pharmaceutical Co., Ltd. (廣州白雲山漢方現代藥業股份有限公司) (“**Baiyunshan Han Fang**”). Mr. Yuan is currently secretary of the party committee and chairperson of Baiyunshan Han Fang. He has rich practical experience and profound industry accumulation in production management, technical quality control, marketing and business operation management of pharmaceutical enterprises.

## 2. Biographical Details of Candidate for non-executive Director:

**Mr. Huang Jiyuan** (黃紀元) (“**Mr. Huang**”), aged 53, is a member of the Communist Party of China and holds a bachelor’s degree. Mr. Huang commenced his career in July 1994. He has successively served as general manager of the Corporate Banking Management Department and director of China Minsheng Bank Guangzhou Branch (中國民生銀行廣州分行) (a branch of China Minsheng Banking Corporation Limited (中國民生銀行股份有限公司), which is listed on the Shanghai Stock Exchange (Stock Code: 600016) and HKEX (Stock Code: 1988)); general manager of South China Management Headquarters of Minsheng E-commerce (民生電商華南管理總部); and senior partner of Beijing Minshang Huayue Investment Center (Limited Partnership) (北京民商華岳投資中心(有限合夥)). Mr. Huang currently serves as director and chairman of Guangzhou Guangtai Urban Development Planning Consulting Co., Ltd. (廣州廣泰城發規劃諮詢有限公司); chairman of Guangzhou Urban Development Investment Fund Management Co., Ltd. (廣州市城發投資基金管理有限公司); and director of Guangzhou Urban Development Investment Management Consulting Co., Ltd. (廣州城發投資管理諮詢有限公司), Guangzhou Guangtai Urban Construction Investment Co., Ltd. (廣州廣泰城建投資有限公司), Guangzhou Guangtai Xinyue Venture Capital Co., Ltd. (廣州廣泰新業創業投資有限公司) and Guangzhou HC Semiconductor Display Technology Co., Ltd. (廣州華星光電半導體顯示技術有限公司). Mr. Huang has extensive experience in investment and mergers & acquisitions as well as capital operation.

### 3. Biographical Details of Candidates for independent non-executive Director:

#### 3.1 Wong Lung Tak Patrick (黃龍德)

**Prof. Wong Lung Tak Patrick (“Prof. Wong”)**, aged 78, is a Certified Public Accountant (Practising) in Hong Kong, Chartered Governance Professional and Tax Adviser. Prof. Wong is Fellow Member of The Institute of Chartered Accountants in England & Wales, The Association of International Accountants, and Hong Kong Institute of Certified Public Accountants. He is also Fellow Member of The Association of Chartered Certified Accountants in UK, the Taxation Institute of Hong Kong, The Hong Kong Chartered Governance Institute, and The Chartered Governance Institute in U.K. Prof. Wong was awarded a Badge of Honour (BH) by the Queen of England in January 1993 and was appointed a Justice of the Peace (JP) in July 1998. He was also awarded a Bronze Bauhinia Star (BBS) by the Government of the HKSAR in July 2010. Prof. Wong is currently a practising director of Patrick Wong CPA Limited, and also acts as an independent non-executive director of the following companies listed on HKEX: Galaxy Entertainment Group Limited (Stock Code: 0027), Water Oasis Group Limited (Stock Code: 1161), The Cross-Harbour (Holding) Limited (Stock Code: 0032) and Winox Holdings Limited (Stock Code: 6838). Prof. Wong has significant experience in the accountancy professional and corporation management.

#### 3.2 Sun Baoqing (孫寶清)

**Prof. Sun Baoqing (“Prof. Sun”)**, aged 55, holds a master’s degree and is a professor, researcher and doctoral tutor with postgraduate qualifications. Prof. Sun is the deputy director of the National Clinical Medical Research Center for Respiratory Diseases, as a member of the first expert database of national health science popularization, etc. Prof. Sun started her career in July 1992 and is currently the director of laboratory department of the National Clinical Medical Research Center for Respiratory Diseases at the First Affiliated Hospital of Guangzhou Medical University, and the vice chairperson of Guangdong Zhongnanshan Medical Foundation. Prof. Sun has extensive experience in clinical testing, scientific research and technology development.

### 3.3 Wu Xiangneng (吳向能)

**Mr. Wu Xiangneng (“Mr. Wu”)**, aged 51, is a member of the Communist Party of China. He holds a Master of Management degree, and is a Professor-level Senior Accountant and Certified Public Accountant, as well as a National Leading Accounting Talent recognized by the Ministry of Finance. Mr. Wu commenced his career in August 1996. He has successively held the positions of full-time seconded supervisor of the State-owned Assets Supervision and Administration Commission of the People’s Government of Guangdong Province; vice president of Guangdong Nanhai Holdings Group Co., Ltd. (廣東南海控股集團有限公司); and independent director of Dongguan Development Holdings Co., Ltd. (東莞發展控股股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 000828). Mr. Wu is currently general manager of Guangzhou Nengdi Industrial Investment Co., Ltd. (廣州能迪產業投資有限公司); director of Dongguan Science and Technology Innovation Investment Group Co., Ltd. (東莞科技創新投資集團有限公司); independent director of Gaoxing Technology Group Co., Ltd. (高新興科技集團股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300098); independent director of Guangdong Hongte Technology Co., Ltd. (廣東鴻特科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300176); and independent non-executive director of Guangdong Zhongying Shengda Financing Guarantee Investment Co., Ltd. (廣東中盈盛達融資擔保投資股份有限公司) (a company listed on HKEX, stock code: 1543). He has extensive experience in investment and mergers & acquisitions, capital operation, domestic and overseas listing of enterprises, as well as merger, acquisition and restructuring.

### 3.4 Yang Yinbao (楊印寶)

**Mr. Yang Yinbao (“Mr. Yang”)**, aged 62, holds a postgraduate qualification and a Master of Management degree. He is a Senior Accountant and holds professional qualifications as a Certified Public Accountant (CPA) and Certified Public Valuer (CPV). Mr. Yang commenced his career in September 1986. He has successively served as chief accountant and director of liquor marketing of Anhui Jinzhongzi Group Co., Ltd. (安徽金種子集團有限公司); deputy general manager and chief financial officer of Guangzhou Zhujiang Beer Co., Ltd. (廣州珠江啤酒股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002461); chairman and general manager of Guangdong Macro Link Co., Ltd. (廣東萬家樂股份有限公司) (currently renamed as “Guangdong Shunna Electric Co., Ltd.” (廣東順鈉電氣股份有限公司), a company listed on the Shenzhen Stock Exchange, stock code: 000533); executive president of Guangzhou Xiangxue Pharmaceutical Co., Ltd. (廣州市香雪製藥股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300147); and executive president, industrial president and chief administrative officer of Beijing Yingkerui Innovative Pharmaceutical Co., Ltd. (北京盈科瑞創新醫藥股份有限公司). Mr. Yang is currently vice chairman of Yingkerui Innovative Pharmaceutical (Zhuhai) Co., Ltd. (盈科瑞創新藥業(珠海)有限公司). He is familiar with the operation of the pharmaceutical and FMCG (Fast Moving Consumer Goods) industries, and possesses extensive experience in corporate finance, marketing, overall business operation and management, as well as capital operation.

## **4. Further Information**

### **4.1 Term of Office**

If elected, the term of office of each Director Candidate as a member of the tenth session of the Board is expected to be three years, to commence from the date on which he/she is elected at the AGM and expire upon the completion of the term of office of the tenth session of the Board. The Company will enter into a service contract with each elected Director.

### **4.2 Remuneration**

Since Mr. Chen, Mr. Cheng, Mr. Tang and Ms. Liu, being members of the senior management of GPLH (being the controlling shareholder of the Company), receive their respective emoluments from GPLH, each of Mr. Chen, Mr. Cheng, Mr. Tang and Ms. Liu, is estimated to receive nil emoluments from the Company for year 2026 if elected.

If Mr. Yuan is elected as an executive Director, his remuneration payable by the Company for 2026 is expected not to exceed RMB1,450,000 (tax inclusive), including without limitation basic salary, performance annual salary, term incentive income, benefits and prior-year salary settlement amounts received from the Company. In principle, performance remuneration shall account for no less than 50% of the total amount of basic salary and performance remuneration. The final remuneration shall be assessed and adjusted in accordance with the remuneration administration measures and relevant policies by reference to the Company's operating performance and individual performance. All the aforesaid remuneration is pre-tax, and the individual income tax payable shall be withheld and paid by the Company on his behalf. His remuneration for 2026 shall be determined with regard to his actual term of office and duties performed.

If Mr. Huang is elected as a non-executive Director, and having regard to his existing remuneration arrangement with Guangzhou Urban Development Investment Fund Management Co., Ltd., the general partner of Guangzhou China Life Urban Development Industry Investment Enterprise (Limited Partnership) (now renamed Guangzhou Urban Development Guangji No.1 Equity Investment Partnership (Limited Partnership)), a shareholder of the Company, his director's emoluments from the Company for the year 2026 is expected to be nil.

The emoluments payable to each of Prof. Wong, Prof. Sun, Mr. Wu and Mr. Yang, if appointed as independent non-executive Directors at the AGM, for the year 2026 are estimated to be RMB150,000 (tax inclusive). Such emoluments are before tax and include remuneration for membership (if any) of the committees under the Board. Individual income tax will be withheld and paid by the Company. Their remuneration for 2026 shall be determined with regard to their actual term of office and duties performed.