

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.



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 2021 HELD ON 26 MAY 2022

The Board is pleased to announce that the AGM was held on Thursday, 26 May 2022 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 6 April 2022; (ii) the circular of the AGM dated 7 April 2022 (the “**First Circular**”); (iii) the supplemental notice of the AGM dated 10 May 2022; and (iv) the supplemental circular of the AGM dated 11 May 2022 (the “**Supplemental Circular**”). Capitalised terms used in this announcement have the same meanings as defined in the First Circular or the Supplemental Circular (as the case may be) unless the context otherwise requires.

The Board is pleased to announce that the AGM was held on Thursday, 26 May 2022 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 Thursday, 26 May 2022 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, of whom 10 were present at the

AGM. Ms. Liu Juyan (an executive Director) was unable to attend the Meetings due to business reason. The Company has three Supervisors, all of whom were present at the AGM. Ms. Huang Xuezheng, 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 25 April 2022 (the “**Registration 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 Registration 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 1,625,790,9489 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	43
Including: total number of holders of A Shares	41
total number of holders of H Shares	2
Total number of voting shares	973,973,472
Including: total number of voting A Shares	901,242,016
total number of voting H Shares	72,731,456
Percentage of the total number of voting shares to the total number of issued shares	59.907669
Including: percentage of the total number of voting A Shares	55.434065
percentage of the total number of voting H Shares	4.473604

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 Hong Kong Listing Rules. No Shareholder was required under the Hong Kong Listing Rules to abstain from voting on any resolution considered 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	
Special Resolution										
1	Resolution on amendments to the Articles of Association of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited									
	A Shares	871,990,564	96.754318	26,756,642	2.968863	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	16,231,661	22.317250	55,903,295	76.862610	596,500	0.820140	72,731,456	100.000000	
	Total	888,222,225	91.195731	82,659,937	8.486877	3,091,310	0.317392	973,973,472	100.000000	
Ordinary Resolutions										
2	Annual Report and its summary for year 2021									
	A Shares	898,655,311	99.712984	31,500	0.003496	2,555,205	0.283520	901,242,016	100.000000	Passed
	H Shares	72,023,446	99.026542	94,010	0.129257	614,000	0.844201	72,731,456	100.000000	
	Total	970,678,757	99.661724	125,510	0.012887	3,169,205	0.325389	973,973,472	100.000000	
3	Report of the Board for year 2021									
	A Shares	898,655,311	99.712984	31,500	0.003496	2,555,205	0.283520	901,242,016	100.000000	Passed
	H Shares	72,023,446	99.026542	94,010	0.129257	614,000	0.844201	72,731,456	100.000000	
	Total	970,678,757	99.661724	125,510	0.012887	3,169,205	0.325389	973,973,472	100.000000	
4	Report of the supervisory committee of the Company for year 2021									
	A Shares	898,653,311	99.712763	31,500	0.003495	2,557,205	0.283742	901,242,016	100.000000	Passed
	H Shares	72,023,446	99.026542	94,010	0.129257	614,000	0.844201	72,731,456	100.000000	
	Total	970,676,757	99.661519	125,510	0.012886	3,171,205	0.325595	973,973,472	100.000000	
5	Financial report of the Company for year 2021									
	A Shares	898,653,311	99.712763	31,500	0.003495	2,557,205	0.283742	901,242,016	100.000000	Passed
	H Shares	72,023,446	99.026542	94,010	0.129257	614,000	0.844201	72,731,456	100.000000	
	Total	970,676,757	99.661519	125,510	0.012886	3,171,205	0.325595	973,973,472	100.000000	
6	Auditors' report of the Company for year 2021									
	A Shares	898,653,311	99.712763	31,500	0.003495	2,557,205	0.283742	901,242,016	100.000000	Passed
	H Shares	72,023,446	99.026542	94,010	0.129257	614,000	0.844201	72,731,456	100.000000	
	Total	970,676,757	99.661519	125,510	0.012886	3,171,205	0.325595	973,973,472	100.000000	

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	
7	Proposal on profit distribution and dividend payment of the Company for year 2021									
	A Shares	898,392,706	99.683846	354,500	0.039335	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	71,685,446	98.561819	626,010	0.860714	420,000	0.577467	72,731,456	100.000000	
	Total	970,078,152	99.600059	980,510	0.100671	2,914,810	0.299270	973,973,472	100.000000	
8	Proposal on the financial and operational targets and annual budget of the Company for year 2022									
	A Shares	872,490,936	96.809838	26,256,270	2.913343	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	49,325,147	67.818176	22,986,309	31.604357	420,000	0.577467	72,731,456	100.000000	
	Total	921,816,083	94.644886	49,242,579	5.055844	2,914,810	0.299270	973,973,472	100.000000	
9	Resolutions on the emoluments to be paid to the directors of the Company for year 2022									
9.1	Resolution on the emoluments to be paid to Mr. Li Chuyuan (the Chairperson of the Board) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	
9.2	Resolution on the emoluments to be paid to Mr. Yang Jun (the Vice Chairperson of the Board) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	
9.3	Resolution on the emoluments to be paid to Ms. Cheng Ning (the Vice Chairperson of the Board) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	
9.4	Resolution on the emoluments to be paid to Ms. Liu Juyan (an executive director) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	
9.5	Resolution on the emoluments to be paid to Mr. Zhang Chunbo (an executive director) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	

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	
9.6	Resolution on the emoluments to be paid to Mr. Wu Changhai (an executive director) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	
9.7	Resolution on the emoluments to be paid to Mr. Li Hong (an executive director) for year 2022									
	A Shares	898,299,006	99.673450	448,200	0.049731	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,560,452	99.649578	498,210	0.051152	2,914,810	0.299270	973,973,472	100.000000	
9.8	Resolution on the emoluments to be paid to Mr. Wong Hin Wing (an independent non-executive director) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	
9.9	Resolution on the emoluments to be paid to Ms. Wang Weihong (an independent non-executive director) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	
9.10	Resolution on the emoluments to be paid to Mr. Chen Yajin (an independent non-executive director) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	
9.11	Resolution on the emoluments to be paid to Mr. Huang Min (an independent non-executive director) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,261,446	99.353773	50,010	0.068760	420,000	0.577467	72,731,456	100.000000	
	Total	970,880,452	99.682433	178,210	0.018297	2,914,810	0.299270	973,973,472	100.000000	
10	Resolutions on the emoluments to be paid to the supervisors of the Company for year 2022									
10.1	Resolution on the emoluments to be paid to Mr. Cai Ruiyu (the Chairperson of the supervisory committee) for year 2022									
	A Shares	898,299,006	99.673450	448,200	0.049731	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,311,446	99.422519	10	0.000014	420,000	0.577467	72,731,456	100.000000	
	Total	970,610,452	99.654711	448,210	0.046019	2,914,810	0.299270	973,973,472	100.000000	

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	
10.2	Resolution on the emoluments to be paid to Mr. Cheng Jinyuan (a supervisor) for year 2022									
	A Shares	898,299,006	99.673450	448,200	0.049731	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,311,446	99.422519	10	0.000014	420,000	0.577467	72,731,456	100.000000	
	Total	970,610,452	99.654711	448,210	0.046019	2,914,810	0.299270	973,973,472	100.000000	
10.3	Resolution on the emoluments to be paid to Mr. Jian Huidong (a supervisor) for year 2022									
	A Shares	898,619,006	99.708956	128,200	0.014225	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	72,311,446	99.422519	10	0.000014	420,000	0.577467	72,731,456	100.000000	
	Total	970,930,452	99.687566	128,210	0.013164	2,914,810	0.299270	973,973,472	100.000000	
11	Resolution on the application for the amounts of bank borrowings by Guangzhou Pharmaceuticals Company Limited, a controlled subsidiary of the Company, and the amounts of guarantees to be provided by it to secure the bank loans for some of its subsidiaries									
	A Shares	895,143,270	99.323295	2,147,833	0.238320	3,950,913	0.438385	901,242,016	100.000000	Passed
	H Shares	56,121,577	77.162730	2,017,916	2.774475	14,591,963	20.062795	72,731,456	100.000000	
	Total	951,264,847	97.668455	4,165,749	0.427707	18,542,876	1.903838	973,973,472	100.000000	
12	Resolution on the application by the Company for general banking facilities not exceeding RMB4 billion									
	A Shares	897,721,235	99.609341	1,025,971	0.113840	2,494,810	0.276819	901,242,016	100.000000	Passed
	H Shares	71,643,540	98.504202	667,916	0.918331	420,000	0.577467	72,731,456	100.000000	
	Total	969,364,775	99.526815	1,693,887	0.173915	2,914,810	0.299270	973,973,472	100.000000	
13	Resolution on the purchase of the insurance in respect of the liabilities of the directors, supervisors and senior management of the Company									
	A Shares	896,071,146	99.426251	1,159,562	0.128662	4,011,308	0.445087	901,242,016	100.000000	Passed
	H Shares	56,771,983	78.056987	1,350,010	1.856157	14,609,463	20.086856	72,731,456	100.000000	
	Total	952,843,129	97.830501	2,509,572	0.257663	18,620,771	1.911836	973,973,472	100.000000	
14	Resolution on amendments to the rules of procedures of the shareholders meetings of the Company									
	A Shares	869,420,690	96.469170	27,870,413	3.092445	3,950,913	0.438385	901,242,016	100.000000	Passed
	H Shares	1,330,188	1.828903	56,985,805	78.350975	14,415,463	19.820122	72,731,456	100.000000	
	Total	870,750,878	89.401909	84,856,218	8.712375	18,366,376	1.885716	973,973,472	100.000000	
15	Resolution on amendments to the rules of procedures of the Board of Directors of the Company									
	A Shares	869,420,690	96.469170	27,870,413	3.092445	3,950,913	0.438385	901,242,016	100.000000	Passed
	H Shares	1,330,188	1.828903	56,985,805	78.350975	14,415,463	19.820122	72,731,456	100.000000	
	Total	870,750,878	89.401909	84,856,218	8.712375	18,366,376	1.885716	973,973,472	100.000000	
16	Resolution on amendments to the rules of procedures of the Supervisory Committee of the Company									
	A Shares	869,418,690	96.468948	27,870,413	3.092445	3,952,913	0.438607	901,242,016	100.000000	Passed
	H Shares	1,330,188	1.828903	56,985,805	78.350975	14,415,463	19.820122	72,731,456	100.000000	
	Total	870,748,878	89.401704	84,856,218	8.712374	18,368,376	1.885922	973,973,472	100.000000	

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	
17	Resolution on amendments to the System of Independent Directors									
	A Shares	869,426,890	96.469858	27,864,213	3.091757	3,950,913	0.438385	901,242,016	100.000000	Passed
	H Shares	1,330,198	1.828917	56,985,795	78.350961	14,415,463	19.820122	72,731,456	100.000000	
	Total	870,757,088	89.402547	84,850,008	8.711737	18,366,376	1.885716	973,973,472	100.000000	
18	Resolution on the appointment of WUYIGE Certified Public Accountants LLP as the auditor of the Company for year 2022									
	A Shares	898,399,906	99.684645	345,300	0.038314	2,496,810	0.277041	901,242,016	100.000000	Passed
	H Shares	72,311,446	99.422519	10	0.000014	420,000	0.577467	72,731,456	100.000000	
	Total	970,711,352	99.665071	345,310	0.035454	2,916,810	0.299475	973,973,472	100.000000	
19	Resolution on the appointment of WUYIGE Certified Public Accountants LLP as the internal control auditor of the Company for year 2022									
	A Shares	898,399,906	99.684645	345,300	0.038314	2,496,810	0.277041	901,242,016	100.000000	Passed
	H Shares	72,311,446	99.422519	10	0.000014	420,000	0.577467	72,731,456	100.000000	
	Total	970,711,352	99.665071	345,310	0.035454	2,916,810	0.299475	973,973,472	100.000000	
20	Resolution on amendments to the management measures in relation to the proceeds raised of the Company									
	A Shares	869,420,690	96.469170	27,870,413	3.092445	3,950,913	0.438385	901,242,016	100.000000	Passed
	H Shares	1,330,198	1.828917	56,985,795	78.350961	14,415,463	19.820122	72,731,456	100.000000	
	Total	870,750,888	89.401910	84,856,208	8.712374	18,366,376	1.885716	973,973,472	100.000000	

As more than two-thirds of the votes from the Shareholders who were entitled to attend and vote at the AGM were casted in favour of special resolution No. 1 set out above, that special resolution was duly passed as special resolution.

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. 2 to No.20 set out above, those ordinary resolutions were duly passed as ordinary resolutions.

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 provisions of the Articles of Association, and the eligibilities of the persons attending the AGM was lawful and valid. No new resolution

was proposed by the Shareholders at the AGM. 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. IMPORTANT NOTICE ON THE PAYMENT OF 2021 FINAL DIVIDEND

The Company announces the following in relation to the payment of 2021 final dividend:

- (a) The register of members of the Company will be closed from Tuesday, 14 June 2022 to Monday, 20 June 2022 (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 Monday, 20 June 2022 will be entitled to 2021 final dividend. In order to be entitled to the 2021 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 Monday, 13 June 2022.
- (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 Monday, 20 June 2022 will be entitled to the 2021 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 RMB85.3378, being the average of the exchange rate between Hong Kong dollars and Renminbi as announced by the People's Bank of China in the week preceding the date of the announcement of the dividend. Accordingly, the amount of the 2021 final dividend payable per H Share is approximately HK\$0.8050 (including tax). The 2021 final dividend for the H Shares will be paid on Thursday, 14 July 2022.

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 Thursday, 14 July 2022 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 2021 final dividends to non-resident enterprise shareholders whose names appear on the register of holders of H Shares on Monday, 20 June 2022. But the Company has no obligation to withhold and pay such enterprise income tax when distributing the 2021 final dividends to the resident enterprise shareholders whose names appeared on the register of holders of H Shares on Monday, 20 June 2022. A resident enterprise (with the same meaning as 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 Monday, 13 June 2022 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 2021 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 Monday, 20 June 2022, 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 2021 final dividend for the holders of A Shares of the Company will be made in due course.

5. 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 26 May 2022:

- (a) the resolutions passed at 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, 26 May 2022

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. Wong Hin Wing, Ms. Wang Weihong, Mr. Chen Yajin, and Mr. Huang Min as independent non-executive directors.