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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 FIRST EXTRAORDINARY GENERAL MEETING IN 2024 HELD ON 26 JANUARY 2024

The Board is pleased to announce that the EGM was held on Friday, 26 January 2024 and all the resolutions put forward for the consideration and approval by Shareholders at the EGM were duly passed, by way of poll, by the Shareholders who were entitled to attend and vote at the EGM.

References are made to (i) the notice of the first extraordinary general meeting in 2024 (the “**EGM**”) of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (the “**Company**”) dated 4 January 2024; and (ii) the circular of the EGM dated 5 January 2024 (the “**Circular**”). Capitalized terms used in this announcement have the same meanings as defined in the Circular unless the context otherwise requires.

The Board is pleased to announce that the EGM was held on Friday, 26 January 2024 and all the resolutions put forward for the consideration and approval by Shareholders at the EGM were duly passed, by way of poll, by the Shareholders who were entitled to attend and vote at the EGM.

IMPORTANT NOTICE

- No resolution was rejected or amended at the EGM.
- No new motion was proposed at the EGM.

1. INTRODUCTION

- (a) The EGM was held on Friday, 26 January 2024 at the Conference Room of the Company, 45 Sha Mian North Street, Liwan District, Guangzhou City, Guangdong Province, the PRC.
- (b) The EGM 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 EGM. The Company has 3 supervisors, all of whom were present at the EGM. Ms. Huang Xuezhen, the secretary to the Board, was present at the EGM. Members of the senior management together

with the attesting lawyers and the scrutineer for the vote-taking were present at the EGM. The EGM was held in compliance with the relevant provisions of the Companies Law of the PRC and the Articles of Association of the Company (the “**Articles of Association**”).

- (c) As at 22 January 2024 (the “**Registration Date**”), being the date for determining the Shareholders’ eligibility to attend and vote at the EGM, 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 EGM AND THE POLL RESULTS

Attendance at the EGM

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 at the EGM 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	31
Including: total number of holders of A Shares	29
total number of holders of H Shares	2
Total number of voting shares held by Shareholders who attended the meeting on-site (whether in person or by proxies) or by way of network voting	909,529,320
Including: total number of voting A Shares	842,016,958
total number of voting H Shares	67,512,362
Percentage of the total number of voting shares held by Shareholders who attended the meeting on-site (whether in person or by proxies) or by way of network voting to the total number of issued shares	55.943805
Including: percentage of the total number of voting A Shares	51.791219
percentage of the total number of voting H Shares	4.152586

So far as is known to the Company, there were no shares entitling the Shareholder to attend the EGM and abstain from voting in favor of the resolutions put to vote at the EGM 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 EGM. No Shareholder has stated his/her intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.

Poll results of the EGM

The resolutions proposed at the EGM 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	Proposal on termination of spin-off and listing of the holding subsidiary on the Stock Exchange of Hong Kong Limited									
	A Shares	841,902,058	99.986354	113,700	0.013503	1,200	0.000143	842,016,958	100.000000	Passed
	H Shares	67,133,862	99.439362	0	0.000000	378,500	0.560638	67,512,362	100.000000	
	Total	909,035,920	99.945752	113,700	0.012501	379,700	0.041747	909,529,320	100.000000	
2	Proposal on application for quotation on the National Equities Exchange and Quotations contemplated by the holding subsidiary									
	A Shares	841,899,058	99.985998	116,700	0.013859	1,200	0.000143	842,016,958	100.000000	Passed
	H Shares	67,133,862	99.439362	0	0.000000	378,500	0.560638	67,512,362	100.000000	
	Total	909,032,920	99.945422	116,700	0.012831	379,700	0.041747	909,529,320	100.000000	
3	Proposal on amendments to the terms of the System for Independent Directors of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited									
	A Shares	831,657,454	98.769680	10,342,204	1.228265	17,300	0.002055	842,016,958	100.000000	Passed
	H Shares	15,560,057	23.047715	51,717,805	76.604941	234,500	0.347344	67,512,362	100.000000	
	Total	847,217,511	93.149005	62,060,009	6.823310	251,800	0.027685	909,529,320	100.000000	

As more than one half of the votes from the shareholders (including their proxies) who attended and voted at the EGM were cast in favor of ordinary resolutions set out above, those ordinary resolutions were duly passed as ordinary resolutions.

3. PROCEEDINGS WITNESSED BY THE LAWYERS AND SCRUTINEER

Computershare Hong Kong Investor Services Limited served as the scrutineer at the EGM for the purpose of vote-taking.

The EGM 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 EGM 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 EGM were lawful and valid. The voting procedures at the EGM complied with the PRC laws and regulations and the provisions of the Articles of Association. The resolutions passed at the EGM were lawful and valid.

4. 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 January 2024:

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

The Board of
Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited

Guangzhou, the PRC, 26 January 2024

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.