



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)

SECOND PROXY FORM FOR THE 2023 ANNUAL GENERAL MEETING

The number of shares to which the Second Proxy Form relates <i>Note (1)</i>	
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I/We *Note (2)* _____

of _____

hereby appoint the chairman of the AGM (as defined below) or Mr./Ms. *Note (3)* _____ as my/our proxies to attend and vote on my/our behalf at the 2023 annual general meeting and any adjournment thereof ("AGM") 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 Thursday, 30 May 2024 at 10:00 a.m. Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Company's supplemental notice of the 2023 annual general meeting dated 13 May 2024.

Special Resolutions		For <i>Note (4)</i>	Against <i>Note (4)</i>	Abstain <i>Note (4)</i>
1.	Resolution on amendments to the Articles of Association of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited			
2.	Resolution on amendments to The Rules of Procedures for Shareholders' Meetings of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited			
Ordinary Resolutions		For <i>Note (4)</i>	Against <i>Note (4)</i>	Abstain <i>Note (4)</i>
3.	Annual Report and its summary of the Company for year 2023			
4.	Report of the board of directors of the Company for year 2023			
5.	Report of the supervisory committee of the Company for year 2023			
6.	Financial report of the Company for year 2023			
7.	Auditors' report of the Company for year 2023			
8.	Proposal on profit distribution and dividend payment of the Company for year 2023			
9.	Proposal on the operational targets and annual budget of the Company for year 2024			
10.	Resolutions on the emoluments to be paid to the directors of the ninth session of the Board for year 2024			
10.1	Resolution on the emoluments to be paid to Mr. Li Chuyuan (the Chairperson of the Board) for year 2024			
10.2	Resolution on the emoluments to be paid to Mr. Yang Jun (the Vice Chairperson of the Board) for year 2024			
10.3	Resolution on the emoluments to be paid to Ms. Cheng Ning (the Vice Chairperson of the Board) for year 2024			
10.4	Resolution on the emoluments to be paid to Ms. Liu Juyan (an executive director) for year 2024			
10.5	Resolution on the emoluments to be paid to Mr. Zhang Chunbo (an executive director) for year 2024			
10.6	Resolution on the emoluments to be paid to Mr. Wu Changhai (an executive director) for year 2024			
10.7	Resolution on the emoluments to be paid to Mr. Li Hong (an executive director) for year 2024			
10.8	Resolution on the emoluments to be paid to Mr. Chen Yajin (an independent non-executive director) for year 2024			
10.9	Resolution on the emoluments to be paid to Mr. Huang Min (an independent non-executive director) for year 2024			
10.10	Resolution on the emoluments to be paid to Mr. Wong Lung Tak Patrick (an independent non-executive director) for year 2024			
10.11	Resolution on the emoluments to be paid to Ms. Sun Baoqing (an independent non-executive director) for year 2024			

Ordinary Resolutions		For <small>Note (4)</small>	Against <small>Note (4)</small>	Abstain <small>Note (4)</small>
11.	Resolutions on the emoluments to be paid to the supervisors of the ninth session of the supervisory committee of the Company for year 2024			
11.1	Resolution on the emoluments to be paid to Mr. Cai Ruiyu (the Chairperson of the Supervisory Committee) for year 2024			
11.2	Resolution on the emoluments to be paid to Mr. Cheng Jinyuan (a supervisor) for year 2024			
11.3	Resolution on the emoluments to be paid to Mr. Jian Huidong (a supervisor) for year 2024			
12.	Resolution on the application for omnibus credit lines by the Company and its subsidiaries from financial institutions			
13.	Resolution on the settlement of partial projects invested by proceeds and permanent replenishment of working capital from the remaining proceeds			
14.	Resolution on Guangzhou Pharmaceuticals Company Limited, a controlled subsidiary of the Company, to apply for registration of medium-term notes and super-short-term debentures			
15.	Resolution on amendments to The Rules of Procedures for the Board of Directors of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited			
16.	Resolution on amendments to The Rules of Procedures for the Supervisory Committee of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited			
17.	Shareholder return plan for the next three years (2024-2026) of Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited			
18.	Resolution on the re-appointment of WUYIGE Certified Public Accountants LLP as the auditor of the Company for year 2024			
19.	Resolution on the re-appointment of WUYIGE Certified Public Accountants LLP as the internal control auditor of the Company for year 2024			

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: _____, 2024

Notes:

- Please insert the number of A shares / H shares registered in your name(s) and to which the Second Proxy Form relates. If no such number is inserted, the Second Proxy Form will be deemed to be related to all the shares of the Company registered in your name(s).
- Please write in block letters the full name(s) and address(es) as registered in the register of members.
- If any person other than the chairman of the AGM is preferred, strike out "the chairman of the AGM (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 AGM 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).
- 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 (abstain votes will not be counted as voting "for"). If no instruction is given, the proxy(ies) is/are authorized to vote at his/her/their discretion.
- The Second 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 Second Proxy Form shall 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, the Second Proxy Form shall be signed by the shareholder whose name stands first among such joint shareholders in the register of members.
- Please insert the number of A shares / H shares registered in your name(s) and delete where not applicable.
- If the Second 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 the Second 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 AGM in order to be valid.
- Holders of H shares of the Company who have not yet lodged the First Proxy Form are requested to lodge only this Second Proxy Form. Holders of H shares who have lodged the First Proxy Form should note that:
 - If the Second Proxy Form is lodged with the office of the Company's H Share Registrar 24 hours prior to the time designated for convening the AGM (the "Closing Time"), the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid form of proxy lodged by the holder of H share(s) if correctly completed and signed and returned in accordance with the instructions printed thereon.
 - If no Second Proxy Form is lodged with the office of the Company's H Share registrar as at the Closing Time, the First Proxy Form will be treated as a valid form of proxy lodged by the holder of H share(s) and remain effective only in respect of all resolutions other than resolutions No.18 and No.19 if correctly completed. The proxy so appointed by the holder of H share(s) will be entitled to vote at his/her discretion or to abstain from voting on resolutions No.18 and No.19 which were not set out in the First Proxy Form.
- The Second Proxy Form shall not preclude the appointor to attend the AGM in person and to vote thereat. In such event, the appointment of the original proxy(ies) will be void.
- All times stated refer to Hong Kong time.