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**北 斗 嘉 藥 業 股 份 有 限 公 司**  
**BAYTACARE PHARMACEUTICAL CO., LTD.\***

*(formerly known as 東北虎藥業股份有限公司(Northeast Tiger Pharmaceutical Co., Ltd.\*))*

*(a joint stock limited company incorporated in the People's Republic of China)*

**(Stock Code: 8197)**

**SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING**

Reference is made to the notice of the annual general meeting (the “**AGM**”) of Baytacare Pharmaceutical Co., Ltd.\* (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 12 April 2017 (the “**Original Notice**”), which sets out the time and venue of the AGM and contain the resolutions to be tabled before the AGM for shareholders’ approval.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the AGM will be held as originally scheduled on 31 May 2017 at 2:00 p.m. at Level 40, Long Yuan Chuang Zhan Building, No. 2010 Baoan South Road, Luohu District, Shenzhen, The People’s Republic of China, for the purposes of considering and if thought fit, passing the following resolutions, in addition to the resolutions set out in the Original Notice:

**ORDINARY RESOLUTIONS**

- 8(a). To consider and approve the re-election of Mr. Wang Shaoyan (王少岩) as an executive director of the Company;
- 8(b). To consider and approve the re-election of Ms. Cui Bingyan (崔冰岩) as an executive director of the Company;
- 8(c). To consider and approve the re-election of Mr. Qin Haibo (秦海波) as an executive director of the Company;
- 8(d). To consider and approve the re-election of Mr. Cao Yang (曹陽) as a non-executive director of the Company;
- 8(e). To consider and approve the re-election of Mr. Zhao Zhen Xing (趙振興) as an independent non-executive director of the Company;
- 8(f). To consider and approve the re-election of Ms. Hui Lai Yam (許麗欽) as an independent non-executive director of the Company;

- 8(g). To consider and approve the election of Mr. Jiang Xiaobin (姜曉斌) as an executive director of the Company;
- 8(h). To consider and approve the election of Mr. Yang Yulin (楊育林) as an independent non-executive director of the Company;
- 8(i). To consider and approve the election of Ms. Han Xue (韓雪) as a member of the supervisory board of the Company;
- 8(j). To consider and approve the re-election of Ms. Yang Lixue (楊瀅雪) as a member of the supervisory board of the Company;
- 8(k). To consider and approve the re-election of Ms. Meng Shuhua (孟淑華) as a member of the supervisory board of the Company; and
- 8(l). To consider and approve the re-election of Ms. Lin Xiarong (林夏容) as a member of the supervisory board of the Company.

*Notes:*

1. A shareholder of the Company eligible to attend the AGM is entitled to appoint one or more proxies to attend and vote on his behalf in accordance with the articles of association of the Company. A proxy need not be a shareholder of the Company.
2. A proxy shall be appointed by a written instrument signed by the appointer or its attorney. If the proxy form is signed by the attorney of the appointer, the power of the attorney or other authorisation document(s) of such attorney should be notarised.
3. To be valid, the power of attorney or other authorisation document(s) which have been notarized together with the completed proxy form, must be delivered to the registered address of the Company (for holders of domestic shares) or to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) not less than 24 hours before the time designed for the holding of the AGM or any adjournment thereof.
4. Since the proxy form (the "**First Proxy Form**") sent together with the Original Notice does not contain the proposed resolutions set out in this supplemental notice, a new proxy form (the "**Revised Proxy Form**") has been prepared and is sent together with this supplemental notice of the AGM.
5. Shareholders are requested to complete and return the Revised Proxy Form in accordance with the instructions printed thereon to the registered address of the Company (for holders of domestic shares) or to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) not less than 24 hours before the time designed for the holding of the AGM or any adjournment thereof.

6. A shareholder who has not yet lodged the First Proxy Form with the Company is requested to lodge the Revised Proxy Form if he/she wishes to appoint proxies to attend the AGM on his/her behalf. In this case, the First Proxy Form should not be lodged with the Company.
7. A shareholder who has already lodged the First Proxy Form with the Company should note that:
  - (a) if no Revised Proxy Form is lodged with the Company, the First Proxy Form will be treated as a valid proxy form lodged by him/her if correctly completed. The proxy so appointed by the shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM, including, among others, the resolutions set out in this supplemental notice of AGM.
  - (b) if the Revised Proxy Form is lodged with the Company not less than 24 hours prior to the time appointed for holding the AGM or any adjournment thereof, the Revised 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 proxy form lodged by the shareholder if correctly completed.
  - (c) if the Revised Proxy Form is lodged with the Company less than 24 hours prior to, at or subsequent to the time appointed for holding the AGM or any adjournment thereof, the Revised Proxy Form will be invalid. However, it will revoke the First Proxy Form previously lodged by the shareholder, and any vote that may be cast by the purported proxy (whether appointed under the First Proxy Form or the Revised Proxy Form) will not be counted in any poll which will be taken on a proposed resolution. Accordingly, shareholders are advised not to lodge the Revised Proxy Form after the aforesaid deadline. In such case, if such Shareholders wish to vote at the AGM, they will have to attend in person and vote at the AGM themselves.
8. Shareholders are reminded that completion and delivery of the First Proxy Form and/or the Revised Proxy Form will not preclude shareholders from attending and voting in person at the AGM or at any adjourned meeting should they so wish.
9. Please refer to the Original Notice for details in respect of other resolutions to be passed at the AGM, eligibility for attending the AGM, proxy, registration procedures, closure of register of members and other relevant matters.

By Order of the Board  
北斗嘉藥業股份有限公司  
**Baytacare Pharmaceutical Co., Ltd.\***  
**Wang Shaoyan**  
*Chairman*

Jilin, the People's Republic of China, 12 May 2017

*As at the date of this announcement, the executive directors of the Company are Wang Shaoyan, Cui Bingyan and Qin Haibo; the non-executive directors are Guo Aiqun and Cao Yang and the independent non-executive directors are Zhao Zhen Xing, Chen Youfang and Hui Lai Yam.*

\* For identification purpose only