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TRANSPORT INTERNATIONAL HOLDINGS LIMITED
(載通國際控股有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock code: 62)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting of Transport International Holdings Limited (the “**Company**”) will be held at 5/F, KMB Kowloon Bay Bus Depot, 1 Lam Wah Street, Kowloon Bay, Kowloon, Hong Kong on Thursday, 17 December 2020 at 10:00 a.m to consider and, if thought fit, pass with or without modifications the following resolution as ordinary resolution of the Company:–

ORDINARY RESOLUTION

“**THAT:**–

- (a) the sale and purchase agreement dated 9 November 2020 (the “**Sale and Purchase Agreement**”) entered into between TM Properties Holdings Limited (an indirect wholly-owned subsidiary of the Company), Mega Odyssey Limited (an indirect wholly-owned subsidiary of Sun Hung Kai Properties Limited (“**SHKP**”)), the Company and SHKP and the transactions contemplated thereunder as described in the circular of the Company dated 27 November 2020 (the “**Circular**”) (a copy of the Sale and Purchase Agreement and the Circular and marked “A” and “B” respectively are produced at the meeting and initialled by the chairman of the meeting for the purpose of identification) and the implementation thereof be and are hereby approved, ratified and confirmed; and
- (b) the directors of the Company be and are hereby authorized for and on behalf of the Company to do all such acts and things, to sign and execute and, where required, to affix the common seal of the Company to all such documents, instruments, deeds and agreements and to take all such steps as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Sale and Purchase Agreement and all other matters incidental thereto.”

By Order of the Board
Lana WOO
Company Secretary

Hong Kong, 27 November 2020

* *For identification purpose only*

Notes:

- (1) Any member of the Company entitled to attend and vote at the SGM of the Company shall be entitled to appoint another person as his proxy to attend and to vote in his stead. On a poll, votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member who is a holder of two or more shares of the Company may appoint more than one proxy to represent him and vote on his behalf at the SGM.
- (2) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be delivered to the Company's principal office at 15/F., 9 Po Lun Street, Lai Chi Kok, Kowloon, Hong Kong not less than 48 hours before the time appointed for the holding of the SGM or adjourned meeting.
- (3) The above resolution will be put to vote by way of a poll at the SGM.
- (4) The register of members of the Company will be closed from 14 December 2020 to 17 December 2020 (both days inclusive) for the purpose of determining the entitlement to attend and vote at the SGM. During such period, no transfer of Shares will be registered. In order to be eligible to attend and vote at the SGM, all completed transfer documents accompanied by the relevant share certificate(s) must be lodged with the Hong Kong Branch Share Registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on 11 December 2020. Independent Shareholders whose names appear on the register of members of the Company on 17 December 2020 shall be entitled to attend and vote at the SGM.
- (5) If a black rainstorm warning signal is in force or a tropical cyclone warning signal no.8 or above is hoisted in Hong Kong at any time between 9:00 a.m. and 12:00 noon on the day of the SGM, the SGM will be adjourned. The Company will publish an announcement on its website and the website of Hong Kong Exchanges and Clearing Limited to notify shareholders of the date, time and venue of the adjourned meeting. Shareholders should decide on their own whether they would attend the SGM under bad weather conditions having regard to their own situations and, if they choose to do so, they are advised to exercise care and caution.
- (6) The translation into Chinese language of this notice is for reference only. In case of inconsistency, the English version shall prevail.

GUIDANCE ON PARTICIPATING AT THE SGM

1. Coronavirus Situation

To facilitate ongoing prevention and control of the COVID-19 pandemic and to safeguard the health and safety of our Shareholders and all people attending the SGM, Shareholders are hereby informed that there will be no distribution of souvenirs or serving of food or beverages at the SGM in order to reduce person to person contact. The Company also recommends all Shareholders to appoint the chairman of the SGM as their proxy to vote on relevant resolution, instead of attending the SGM in person. Each attendee is required to wear a surgical face mask and to undertake a temperature check before entering the SGM venue.

2. New Arrangements about the SGM

- (a) **Separate Rooms** – Having regard to public health information regarding social distancing, there will be arrangements for the attending Shareholders to be seated in assigned seats in separate rooms at the SGM venue with video link up.
- (b) **Registration** – Shareholders are encouraged to register by phone at 852-2786 8888 of their intention in attending the SGM in person during the period beginning from 27 November 2020, 9:00 a.m. and ending at 15 December 2020, 5:00 p.m.. Duplicated registrations will be disregarded.

3. The SGM Venue

5/F, KMB Kowloon Bay Bus Depot, 1 Lam Wah Street,
Kowloon Bay, Kowloon, Hong Kong

(No shuttle bus service will be provided and no parking space will be available.)*



The Directors of the Company as at the date of this announcement are:

Independent Non-executive Directors:

Dr. Norman LEUNG Nai Pang, *GBS, JP* (Chairman)
Dr. John CHAN Cho Chak, *GBS, JP* (Deputy Chairman)
Dr. Eric LI Ka Cheung, *GBS, OBE, JP*
Professor LIU Pak Wai, *SBS, JP*
Mr. TSANG Wai Hung, *GBS, PDSM, JP*

Non-executive Directors:

Mr. Raymond KWOK Ping Luen, *JP* (Ms. Susanna WONG Sze Lai as his alternate)
Mr. NG Siu Chan (Ms. Winnie NG as his alternate)
Mr. Charles LUI Chung Yuen, *M.H.*
Mr. William LOUEY Lai Kuen (Mr. GAO Feng as his alternate)
Ms. Winnie NG, *JP*
Mr. Allen FUNG Yuk Lun
Dr. CHEUNG Wing Yui, *BBS*
Mr. LEE Luen Fai, *JP*
Mr. LUNG Po Kwan

Executive Director:

Mr. Roger LEE Chak Cheong (Managing Director)