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Silk Road Logistics Holdings Limited

絲路物流控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 988)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT a special general meeting (the “**SGM**”) of Silk Road Logistics Holdings Limited (the “**Company**”) will be held at 10/F., United Centre, 95 Queensway, Admiralty, Hong Kong on Wednesday, 30 June 2021 at 3:00 p.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“THAT:

- (a) the drag-along right (the “**Drag-along Right**”) provided under the shareholders’ agreement dated 22 July 2015 entered into among RockEast Energy Corporation (“**RockEast**”) and all the then shareholders (including by Useful Light Group Ltd. (“**Useful Light**”), an indirect wholly-owned subsidiary of the Company) of RockEast (“**RockEast Shareholder(s)**”) (superseded by the shareholders’ agreement dated 31 October 2016 entered into among RockEast and a group of the then RockEast Shareholders), being the right of a group of accepting RockEast Shareholders (other than Useful Light) holding in aggregate 60% or more of the equity interest in RockEast to request the remaining RockEast Shareholders (including Useful Light) to accept the offer made by third party purchaser(s) subject to and upon the same terms and conditions of the offer, be and are hereby approved, confirmed and ratified; and

- (b) any one or more directors of the Company (“**Director(s)**”) be and is/are hereby authorised do all such acts and things, including but not limited to, execution of all documents which the Directors deem necessary, appropriate or desirable to implement and give full effect to or in connection with the exercise of the Drag-along Right.”

By order of the Board
Silk Road Logistics Holdings Limited
Meng Fanpeng
Executive Director

Hong Kong, 11 June 2021

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

*Head office and principal place of
business in Hong Kong:*
Room 1702, 17th Floor
COFCO Tower
262 Gloucester Road
Causeway Bay, Hong Kong

Notes:

1. A member entitled to attend and vote at the SGM convened by the above notice is entitled to appoint one or more proxy to attend and, subject to the provisions of the bye-laws of the Company, to vote on his/her/its behalf. A proxy need not be a member of the Company but must be present in person at the SGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. In order to be valid, the form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the Company’s branch registrar and transfer office in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the SGM or any adjournment thereof. Completion and return of a form of proxy will not preclude a shareholder of the Company from attending in person and voting at the SGM or any adjournment thereof, should he/she/it so wish.
3. For determining the entitlement to attend and vote at the SGM, the register of members of the Company will be closed from Friday, 25 June 2021 to Wednesday, 30 June 2021 (both days inclusive), during which no transfer of shares will be registered. In order to be eligible to attend and vote at the SGM, unregistered holders of shares should ensure that all share transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, for registration not later than 4:30 p.m. on Thursday, 24 June 2021.

4. In the case of joint holders of shares, any one of such holders may vote at the SGM, either personally or by proxy, in respect of such share as if he/she/it was solely entitled thereto, but if more than one of such joint holders are present at the SGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
5. If typhoon signal No. 8 or above, or a “black” rainstorm warning is in effect any time after 7:00 a.m. on the date of the SGM, the SGM will be postponed. The Company will publish an announcement on the website of the Company at <http://www.silkroadlogistics.com.hk> and on the “Latest Listed Company Information” page of the Stock Exchange website at www.hkexnews.hk to notify shareholders of the Company of the date, time and place of the rescheduled meeting.
6. Delivery of an instrument appointing a proxy shall not preclude a shareholder of the Company from attending and voting in person at the SGM and in such event, the instrument appointing a proxy shall be deemed to be revoked.

As at the date of this notice, the Board comprises four executive Directors, namely Ms. Wong Kai Ling, Mr. Meng Fanpeng, Mr. Cheung Ngai Lam and Mr. Chung Wai Man; one non-executive Director, namely Mr. Choi Wai Hong Clifford; and three independent non-executive Directors, namely Ms. Choy So Yuk, Mr. Wu Zhao, and Mr. Wong Chun Hung.