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Shenzhen International Holdings Limited
深圳國際控股有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 00152)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “SGM”) of Shenzhen International Holdings Limited (the “**Company**”) will be held at Conference Room, 16th Floor, Shenzhen International Building, 8045 Hongli West Road, Futian District, Shenzhen, China on Friday, 10 December 2021, at 9:30 a.m. for the purposes of considering and, if thought fit, passing (with or without modifications) the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT:**

To consider and approve the resolution in relation to the acquisition of entire interests in Shenzhen Investment International Capital Holdings Infrastructure Co., Ltd.: (i) the sale and purchase agreement dated 10 August 2021 entered into between Mei Wah Industrial (Hong Kong) Limited and Shenzhen Investment International Capital Holdings Co., Ltd.; and (ii) the payment obligation agreement dated 10 August 2021 entered into among Shenzhen Expressway Company Limited, Mei Wah Industrial (Hong Kong) Limited, Shenzhen Investment Holdings Company Limited, and Shenzhen Investment International Capital Holdings Co., Ltd., (“**Agreements**”) (A copy of the Agreements has been produced to the meeting marked “A” and initialed by the chairman of the meeting for the purpose of identification) together with the transactions and other matters contemplated under the Agreements be and are hereby approved, confirmed and ratified; the board of directors of the Company or any director be and is hereby authorised to do all such acts and things and execute all such documents which it considers necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Agreements and the transactions contemplated thereunder.”

2. To re-elect Mr. Liu Zhengyu as a director of the Company.

By Order of the Board
Shenzhen International Holdings Limited
Liu Wangxin
Joint Company Secretary

24 November 2021

Notes:

1. Any member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead in accordance with the Company's bye-laws. A proxy need not be a member of the Company but must be present in person to represent the member.
2. To be valid, a form of proxy, together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or authority must be lodged with the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
3. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
4. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting or any adjournment thereof (as the case may be) should they so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorized in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorized.
6. Shareholders whose names appear on the Company's register of members on Friday, 10 December 2021, will be eligible for attending and voting at the SGM. The Company's register of members will be closed from Tuesday, 7 December 2021 to Friday, 10 December 2021, both days inclusive, during which no transfer of shares will be registered. In order to be eligible for attending and voting at the SGM, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar 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 Monday, 6 December 2021.
7. The shareholders of the Company and any proxy who attend the meeting may incur accommodation and traveling expenses at their own costs.
8. Shareholders of the Company not attending the SGM in person may view a live streaming webcast of the SGM and submit online questions to us by the instructions as stated in the letter sent to the shareholders of the Company on 24 November 2021. Shareholders of the Company should note that viewing the live streaming webcast of the SGM will not be counted towards a quorum nor will they be able to cast their votes online.
9. To safeguard the health and safety of the shareholders of the Company and to prevent the spreading of the novel coronavirus ("COVID-19") pandemic, the following precautionary measures will be implemented at the SGM without limitation:
 - compulsory body temperature screening/checks;
 - mandatory wearing of surgical face masks;
 - appropriate distancing and spacing in line will be maintained and as such, the Company may limit the number of attendees at the SGM as may be necessary to avoid over-crowding;
 - no refreshment or souvenirs will be provided at the SGM; and
 - any person who does not comply with the precautionary measures to be taken at the SGM, or is subject to any quarantine prescribed by Shenzhen Municipal Government of China may be denied entry into the meeting venue.

For the health and safety of shareholders, the Company encourages shareholders NOT to attend the SGM in person, and advises shareholders to appoint the Chairman of the SGM as their proxy to vote according to their indicated voting instructions as an alternative to attending the SGM in person.

Subject to the development of COVID-19, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as appropriate.

As at the date of this announcement, the board of directors of the Company consists of Messrs. Li Haitao, Liu Zhengyu, Wang Peihang and Dai Jingming as executive directors, Messrs. Hu Wei and Zhou Zhiwei as non-executive directors and Professor Cheng Tai Chiu, Edwin, Messrs. Pan Chaojin and Chan King Chung as independent non-executive directors.