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CN Logistics International Holdings Limited

嘉泓物流國際控股有限公司

(the “Company”)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2130)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“EGM”) of CN Logistics International Holdings Limited (“**Company**”) will be held at Crystal Room IV, 3/F, Panda Hotel, 3 Tsuen Wah Street, Tsuen Wan, Hong Kong on Wednesday, 23 February 2022 at 10:00 a.m. for the purpose of considering and, if though fit, passing the following resolutions (with or without modification) as an ordinary resolution of the Company:

ORDINARY RESOLUTIONS

“THAT:

- (a) the conditional share purchase agreement (the “**Share Purchase Agreement**”) dated 31 December 2021 (a copy of which has been produced to the EGM marked “A” and signed by the chairman of the EGM for the purpose of identification) entered into between CN Investment Limited (“**CN HK**”) (as purchaser) and Cargo Services Seafreight Limited (the “**Vendor**”) (as vendor) in relation to the sale and purchase of the entire issued shares capital in Allport Cruise Logistics Inc. (“**Allport Cruise**”), together with the transactions contemplated thereunder (the “**Acquisition**”) be and are hereby approved, confirmed and ratified;
- (b) the directors of the Company (the “**Directors**”) be and are hereby granted a specific mandate (the “**Specific Mandate**”) to exercise all the powers of the Company to allot and issue up to 30,300,000 new ordinary shares of US\$0.001 each in the share capital of the Company (the “**Consideration Shares**”) at the issue price of HK\$9.2 per Consideration Share to the Vendor, subject to and in accordance with the terms and conditions set out in the Share Purchase Agreement; and
- (c) the Directors be and are hereby authorized to do all acts, matters and things as they may consider desirable or expedient to give effect to the Share Purchase Agreement and all the transactions contemplated thereunder (including the allotment and issue of the Consideration Shares pursuant thereto) and to agree to such variation, amendment

or waiver as are, in the opinion of the Directors, in the interest of the Company provided that such variation, amendment or waiver shall not be fundamentally different from the terms as provided in the Share Purchase Agreement.”

By order of the Board
CN Logistics International Holdings Limited
Ngan Tim Wing
Executive Director and Chief Executive Officer

Hong Kong, 31 January 2022

Head office and principal place of business in Hong Kong:

Unit B, 13th Floor, Park Sun Building
97-107 Wo Yi Hop Road
Kwai Chung
New Territories
Hong Kong

Notes:

1. Any shareholder of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion. A proxy need not be a shareholder of the Company. A form of proxy for use at the meeting is being despatched to the shareholders of the Company together with a copy of this notice.
2. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and 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 offices of the Company's branch share registrar and transfer office in Hong Kong ("**Branch Registrar**"), Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time fixed for holding the meeting (not later 10:00 a.m. on Monday, 21 February 2022 (Hong Kong time)) or any adjournment thereof. Completion and return of a proxy will not preclude a shareholder from attending in person and voting at the meeting or any adjournment thereof, should they so wish, and in such event, the instrument appointing a proxy shall be revoked.
3. The register of members of the Company will be closed from Friday, 18 February 2022 to Wednesday, 23 February 2022 (both days inclusive), during which period no transfers of shares will be effected. To be entitled to attend and vote at the EGM, all transfers accompanied by the relevant share certificates must be lodged with the Branch Registrar, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Thursday, 17 February 2022.
4. Typhoon or Black Rainstorm Warning or "extreme conditions" caused by super typhoons Arrangements
 - (i) Where a "black" rainstorm warning signal or "extreme conditions" caused by super typhoons is in force or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 8:30 a.m. on the date of the EGM, the EGM will be adjourned. Details of the adjourned meeting will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.cnlogistics.com.hk).

- (ii) The EGM will be held as scheduled when an amber or red rainstorm warning signal is in force. Having considered their own situations, shareholders should decide on their own whether they would attend the EGM under any bad weather condition and if they do so, they are advised to exercise care and caution.

As at the date of this notice, the Board comprises Mr. Ngan Tim Wing, Ms. Chen Nga Man, Ms. Augusta Morandin and Mr. Fabio Di Nello as the executive Directors; Mr. Lau Shek Yau John as the non-executive Director; and Mr. Lam Hing Lun Alain, Mr. Chan Chun Hung Vincent and Mr. Chun Chi Man as the independent non-executive Directors.