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## 廣東粵運交通股份有限公司

**Guangdong Yueyun Transportation Company Limited\***

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

**(Stock Code: 03399)**

### **NOTICE OF 2022 SECOND EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2022 Second Extraordinary General Meeting (“**EGM**”) of Guangdong Yueyun Transportation Company Limited (the “**Company**”) will be held at 24/F, Yueyun Building, No. 3 Zhongshan Second Road, Guangzhou, Guangzhou Province on 20 October 2022 at 3:00 p.m. for the purpose to consider and, if thought fit, pass the following resolution by its Shareholders. Unless otherwise specified, capitalized terms used in this notice shall have the same meaning as those defined in the circular of the Company dated 28 September 2022.

#### **ORDINARY RESOLUTION**

To consider and approve the following by way of ordinary resolution:

1. “**THAT:**

- (a) the execution of and the performance of the obligations by the Company under the equity transfer agreement dated 10 August 2022 (“**Equity Transfer Agreement**”) entered into between the Company and Guangdong Litong Development and Investment Company Limited (“**Guangdong Litong**”) in relation to the Company’s disposal of 100% equity interest in Guangdong Province Transportation Engineering Company Limited, a wholly-owned subsidiary of the company, to Guangdong Litong be and is hereby approved, ratified and confirmed;
- (b) any one of the directors of the Company (“**Director(s)**”) be authorized to take all steps necessary or expedient in their opinion, for and on behalf of the Company, to implement and/or give effect to the terms of the Equity Transfer Agreement; and

- (c) any one of the Directors be authorized to execute, for and on behalf of the Company, all such other documents, instruments and agreements and to do all such acts or things deemed by them to be incidental to, ancillary to or in connection with the matters contemplated under the Equity Transfer Agreement and to agree to any amendment to any of the terms of the Equity Transfer Agreement which in the opinion of the Directors is not of a material nature and is in the interests of the Company.”

Yours faithfully,

By order of the Board

**Guangdong Yueyun Transportation Company Limited**

**Guo Junfa**

*Chairman of the Board*

Guangzhou, the PRC

28 September 2022

*Notes:*

1. In accordance with the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, all resolutions to be proposed, and if thought fit, to be passed at the EGM, shall be passed by way of poll.
  2. For the purpose of ascertaining the Shareholders' entitlement to attend and vote at the EGM, the register of members of the Company will be closed from 17 October 2022 to 20 October 2022, both days inclusive, during which period no transfers of shares of the Company will be registered. Holders of H shares and domestic shares of the Company whose names appear on the register of members of the Company on 20 October 2022 are entitled to attend the EGM. All transfer documents accompanied by relevant share certificates must be lodged with the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 14 October 2022.
  3. A Shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in his stead. A proxy need not to be a Shareholder of the Company.
  4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be either under its common seal or under the hand of its director(s) or duly authorized attorney(s). If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
  5. In order to be valid, the form of proxy together with the power of attorney or other authorization document (if any) must be deposited at the registered office of the Company (for holders of domestic shares of the Company) or at the Company's H shares registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares of the Company) not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a Shareholder from attending and voting in person at the EGM if he so wishes.
  6. Shareholders or their proxies attending the EGM shall produce their identity documents.
  7. As at the date of this notice, the Board comprises Mr. Guo Junfa, Mr. Zhu Fang, Mr. Huang Wenban, Mr. Su Huacai and Mr. Hu Xianhua as executive directors of the Company, Mr. Chen Min and Mr. Chen Chuxuan as non-executive directors of the Company, and Mr. Su Wujun, Ms. Huang Yuan, Mr. Shen Jialong and Mr. Zhang Xiangfa as independent non-executive directors of the Company.
- \* *For identification purposes only*