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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 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Guangdong Yueyun Transportation Company Limited (the “**Company**”) will be held at 24/F, Yueyun Building, No. 3 Zhongshan Second Road, Guangzhou, Guangdong Province on Wednesday, 30 November 2022 at 3:00 p.m. (the “**EGM**”) (or at any adjournment thereof) for the purposes of considering and, if thought fit, passing the following resolutions by its Shareholders. Unless otherwise defined, capitalised terms used in this notice shall have the same meaning as those defined in the circular of the Company dated 10 November 2022.

ORDINARY RESOLUTIONS

1. “**THAT** the Proposed Annual Caps relating to the transactions contemplated under the Subcontracting Arrangements entered into by the Group pursuant to the First Right of Operation Agreement in the amounts of RMB277,270,000, RMB288,430,000 and RMB298,480,000 for each of the three years ending 31 December 2023, 2024 and 2025, respectively, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and **THAT** any one Director be and is hereby authorised for and on behalf of the Company to execute and deliver all such documents, instruments and agreements and to take all steps as he or she considers necessary, desirable or expedient to implement and/or give effect to the Subcontracting Arrangements and the transactions contemplated thereunder.”
2. “**THAT** the renewal of the Rescue Services Entrustment Master Agreement dated 30 September 2013 between the Company and Guangdong Provincial Communication Group Company Limited and the transactions contemplated under it be and are hereby approved, ratified and confirmed; and **THAT** the proposed annual caps of the transactions contemplated under the Rescue Services Entrustment Master Agreement in the amount of RMB168,780,000, RMB128,050,000 and RMB129,330,000 for the three years ending 31 December 2023, 31 December 2024 and 31 December 2025, respectively, be and are hereby approved; and **THAT** any one Director be and is hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to take all steps necessary and expedient to implement and/or give effect to the Rescue Services Entrustment Master Agreement.”

3. “**THAT** the adoption of the revised annual cap under the Rescue Services Entrustment Master Agreement dated 30 September 2013 and renewed on 27 September 2019 between the Company and Guangdong Provincial Communication Group Company Limited in the amount of RMB136,000,000 for the year ending 31 December 2022 (the “**Revised Annual Cap**”) be and is hereby approved and confirmed; and **THAT** any one director of the Company be and is hereby authorised to sign or execute such other documents on behalf of the Company and to do all such things and take all such actions as he/she may consider necessary or desirable for the purpose of giving effect to and implementing the Revised Annual Cap with such changes as he/she may consider necessary, desirable or expedient.”

By order of the Board
Guangdong Yueyun Transportation Company Limited
Guo Junfa
Chairman of the Board

Guangzhou, the PRC

10 November 2022

Notes:

1. The 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 25 November 2022 to 30 November 2022, both days inclusive, during which period no transfer of shares will be registered. Holders of H Shares and Domestic Shares whose names appear on the register of members of the Company on 30 November 2022 are entitled to attend and vote at the EGM. In order to attend and vote at 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 Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 24 November 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.
4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised 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 authorised attorney(s). If that instrument is signed by an attorney of the Shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.
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 purpose only*