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TRANSPORT INTERNATIONAL HOLDINGS LIMITED

(載通國際控股有限公司)*

(incorporated in Bermuda with limited liability)

(Stock Code: 62)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Special General Meeting of Transport International Holdings Limited (the “**Company**”) will be held at Grand Ballroom I-II, Level 6, Royal Plaza Hotel, 193 Prince Edward Road West, Kowloon, Hong Kong on Friday, 1 February 2019 at 10 a.m. to consider and, if thought fit, pass with or without modifications the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“THAT:

- (a) the building contract dated 20 December 2018 (the “**Building Contract**”) entered into among KT Real Estate Limited, Turbo Result Limited and Yee Fai Construction Company Limited and the transactions contemplated thereunder as described in the circular of the Company dated 15 January 2019 (the “**Circular**”) (a copy of the Building Contract and the Circular, marked “A” and “B” respectively are produced at the meeting and initialed by the chairman of the meeting for the purpose of identification) and the implementation thereof be and are hereby approved, ratified and confirmed; and
- (b) the directors of the Company be and are hereby authorized for and on behalf of the Company to do all such acts and things, to sign and execute and, where required, to affix the common seal of the Company to all such documents, instruments, deeds and agreements and to take all such steps as they may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Building Contract and all matters incidental thereto.”

By order of the Board
Lana WOO
Company Secretary

Hong Kong, 15 January 2019

* *For identification purpose only*

Notes:

- (1) Any member of the Company entitled to attend and vote at the Special General Meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote in his stead. On a poll, votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member who is a holder of two or more shares of the Company may appoint more than one proxy to represent him and vote on his behalf at the Special General Meeting.
- (2) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be delivered to the Company's principal office at 15/F, 9 Po Lun Street, Lai Chi Kok, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the Special General Meeting or adjourned meeting.
- (3) The above resolution will be put to vote by way of a poll at the Special General Meeting.
- (4) The register of members of the Company will be closed from Tuesday, 29 January 2019 to Friday, 1 February 2019 (both days inclusive) for the purpose of determining the entitlement to attend and vote at the Special General Meeting. During such period, no transfer of Shares will be registered. In order to be eligible to attend and vote at the Special General Meeting, all completed transfer documents accompanied by the relevant share certificate(s) must be lodged with the Hong Kong Branch Share Registrar of the Company, Computershare Hong Kong Investor Services Limited at 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30p.m. on Monday, 28 January 2019. Independent Shareholders whose names appear on the register of members of the Company on Friday, 1 February 2019 shall be entitled to attend and vote at the Special General Meeting.

The Directors of the Company as at the date of this notice are:

Independent Non-executive Directors:

Dr. Norman LEUNG Nai Pang, *GBS, JP (Chairman)*
Dr. John CHAN Cho Chak, *GBS, JP (Deputy Chairman)*
Dr. Eric LI Ka Cheung, *GBS, OBE, JP*
Professor LIU Pak Wai, *SBS, JP*
Mr. TSANG Wai Hung, *GBS, PDSM, JP*

Non-executive Directors:

Mr. Raymond KWOK Ping Luen, *JP (Ms. Susanna WONG Sze Lai as his alternate)*
Mr. NG Siu Chan *(Ms. Winnie NG as his alternate)*
Mr. Charles LUI Chung Yuen, *M.H.*
Mr. William LOUEY Lai Kuen *(Mr. GAO Feng as his alternate)*
Ms. Winnie NG, *JP*
Mr. Allen FUNG Yuk Lun
Dr. CHEUNG Wing Yui, *BBS*
Mr. LEE Luen Fai, *JP*
Mr. LUNG Po Kwan

Executive Director:

Mr. Roger LEE Chak Cheong *(Managing Director)*