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**MTR CORPORATION LIMITED**

**香港鐵路有限公司**

(the "Company")

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 66)

**PRECAUTIONARY MEASURES AND SPECIAL ARRANGEMENTS  
FOR 2020 ANNUAL GENERAL MEETING**

Reference is made to the circular (the "Circular") and the notice (the "Notice") of annual general meeting of the Company both dated 14 April 2020 in relation to the AGM to be held at Rotunda 3 (6/F), Kowloonbay International Trade & Exhibition Centre, 1 Trademart Drive, Kowloon Bay, Hong Kong (the "AGM Venue") on Wednesday, 20 May 2020 at 11:30 a.m. (the "AGM"). The Company confirms that it proposes to hold the AGM as scheduled. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Circular and the Notice.

**Recommendation to vote by Proxy**

**The Company reminds attendees that they should carefully consider the risks of attending the AGM, taking into account their own personal circumstances. Furthermore, the Company would like to remind Shareholders that physical attendance in person at the AGM is not necessary for the purpose of exercising their voting rights and strongly recommends Shareholders to appoint the Chairman of the AGM as their proxy and submit their form of proxy as early as possible.**

**Physical Attendance**

The latest updates to the Prevention and Control of Disease (Requirements and Directions) (Business and Premises) Regulation (Cap. 599F) and the Prevention and Control of Disease (Prohibition on Group Gathering) Regulation (Cap. 599G) which took effect on 8 May 2020 introduced a requirement that, where the number of persons in attendance at a shareholders' meeting is more than 50, measures should be in place to separate them in different rooms or partitioned areas, each accommodating not more than 50 persons. The Company has reviewed the space available at the AGM Venue and, in order to comply with these new requirements, hereby announces that the maximum number of Shareholders who will be able to physically attend the AGM (in person or by proxy) will be 100, who will be accommodated in partitioned areas with not more

than 50 persons in each area.

For Shareholders who would like to physically attend the AGM (in person or by proxy), the arrangements set out in paragraphs (A) to (D) below will apply:

(A) Pre-registration

Shareholders should register their interest in physically attending the AGM (in person or by proxy) during the period beginning at 9:00 a.m. on 12 May 2020 and ending at 3:00 p.m. on 14 May 2020 by visiting the website <https://www.mtr.com.hk/AGMRegistration>. Duplicated registrations will be disregarded. If there is an over-application for places, a ballot will be held to determine which Shareholders (or their proxies) will be permitted to physically attend the AGM.

(B) Information Required

At the time of pre-registration, the Shareholder or the person such Shareholder wishes to appoint as his proxy (the "Proxy") will be required to provide the following details:

- (i) full name (as shown on Hong Kong Identity Card or passport);
- (ii) whether the registration is done in the capacity of Shareholder or Proxy; and
- (iii) email address.

(C) Notification

Successful applicants will be informed by email by 12:00 noon on 15 May 2020. Applications of Shareholders (or their proxies) who have not received a notification confirming that their application has been successful by this time will be deemed to have been unsuccessful and such Shareholders (or their proxies) will not be able to attend the AGM in person. No notification will be sent to those applicants whose applications are unsuccessful. **Shareholders who do not receive (or whose Proxies do not receive) a notification by email by 12:00 noon on 15 May 2020 but would like to exercise their voting rights by appointing the Chairman of the AGM as their proxy must submit their form of proxy by 11:30 a.m. on 18 May 2020 in the manner stated below. For Shareholders who receive a notification that their application is successful and who wish to appoint a proxy to attend the AGM on their behalf, the submission of the form of proxy is subject to the same deadline above.** If more than one valid proxy form is delivered in respect of the same share for use at the AGM, the one which is delivered last (regardless of the date on which it is signed) will be treated as the valid form. If it is not possible to determine the order of delivery, none of the forms will be treated as valid.

(D) Attendance

Only successful applicants will be permitted to attend the AGM in person. They will be required to provide the confirmation of successful application on the day of the AGM and to go through the usual Shareholder registration and verification procedures.

## **Live Online Webcast**

Instead of physically attending the AGM, Shareholders can view a live webcast of the AGM online. The live online webcast will be available for viewing from 11:25 a.m. on 20 May 2020 by visiting the website [http://www.mtr.com.hk/en/corporate/investor/shareholder\\_meeting.html](http://www.mtr.com.hk/en/corporate/investor/shareholder_meeting.html). However, please note that Shareholders joining the live online webcast will not be counted towards a quorum nor will be able to cast their vote online (but can vote by proxy in the manner described elsewhere in this announcement).

## **Submission of Questions prior to the AGM**

The AGM proceedings will focus on the proposed resolutions with a view to minimising the time attendees are gathered in an enclosed environment. Accordingly, the Company has decided that the time for answering questions at the AGM will be limited to 15 minutes. Further, in light of this and to ensure that all Shareholders have an opportunity to ask questions, Shareholders are required to submit their questions in advance by visiting the website (<https://www.mtr.com.hk/AGMquestions>) during the period beginning at 9:00 a.m. on 12 May 2020 and ending at 12:00 noon on 19 May 2020. The Company will endeavor to answer as many relevant questions as possible at the AGM within the time allotted and, for questions which have not been dealt with at the AGM, the Company will address them afterwards as appropriate.

## **Precautionary Measures**

Successful applicants who attend the AGM in person are reminded to observe and note the following precautionary measures which will be implemented at the AGM:

- (1) Each attendee will be assigned a designated seat to facilitate contact tracing and to ensure appropriate social distancing;
- (2) Compulsory body temperature checks will be conducted before any attendee will be admitted to the AGM Venue. Any person with a body temperature of over 37.3 degrees Celsius or who has any flu-like symptoms or is otherwise apparently unwell will not be admitted to the AGM Venue;
- (3) Every attendee will be required to submit a signed and completed health declaration form (the "Form") prior to being admitted to the AGM Venue. Please bring along the completed Form to the AGM Venue to ensure smooth registration and verification processing. Any person who has given a positive confirmation to any of the questions asked in the Form may not be admitted to the AGM Venue. Any Shareholder or Proxy who does not have a copy of the Form can download it from the Company's website [http://www.mtr.com.hk/archive/corporate/en/investor/sehk/Health\\_Declaration\\_Form\\_\(For\\_Shareholders\\_Meeting\).pdf](http://www.mtr.com.hk/archive/corporate/en/investor/sehk/Health_Declaration_Form_(For_Shareholders_Meeting).pdf) or the Stock Exchange's website;
- (4) Every attendee will be required to wear a mask prior to admission to the AGM Venue and throughout the AGM;

- (5) No refreshment packs or coffee or tea will be provided;
- (6) Physical attendance at the AGM by the Directors and the Company's management will be limited and it is anticipated that only the Chairman, Chief Executive Officer, the chairmen of the Board committees and certain Members of the Executive Directorate will physically join the AGM; and
- (7) Company staff and representatives at the AGM Venue will assist with crowd control and queue management to ensure appropriate social distancing.

In light of the precautionary measures mentioned above, successfully registered Shareholders (or their Proxies) are advised to arrive at the AGM Venue well in advance of the meeting time of the AGM to allow sufficient time for the registration and verification processes.

Depending on the public health requirements and guidelines at the time of the AGM, additional measures affecting physical attendance may be implemented by the Company.

### **Appointment of Proxy**

**Shareholders who have already submitted a proxy form appointing a person other than the Chairman of the AGM may now wish to appoint the Chairman of the AGM as their proxy, to ensure their votes are cast at the AGM.** For Shareholders who wish to appoint the Chairman, or a person other than the Chairman, to attend the AGM on his/her behalf, please be reminded that the completed proxy form should still be received by Computershare Hong Kong Investor Services Limited, the Share Registrar of the Company (the "Share Registrar") by 11:30 a.m. on 18 May 2020 to ensure proper appointment of the proxy. The form of proxy can be downloaded from the Company's website [http://www.mtr.com.hk/archive/corporate/en/investor/sehk/e\\_3\\_ProxyForm\\_Registered\\_2020.pdf](http://www.mtr.com.hk/archive/corporate/en/investor/sehk/e_3_ProxyForm_Registered_2020.pdf) or the Stock Exchange's website. For a proxy other than the Chairman of the AGM to attend the AGM in person, such person's application to attend the meeting must have been successful.

The Company will keep the evolving COVID-19 situation under review and may implement and/or adjust measures at short notice as the public health situation changes. The Company will announce any relevant changes to the measures prior to the AGM, if necessary.

If Shareholders have any questions relating to the AGM, please contact the Company's Share Registrar as detailed below:

Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre  
183 Queen's Road East  
Hong Kong  
Telephone: (852) 2862 8555  
Facsimile: (852) 2865 0990  
Email: [hkinfo@computershare.com.hk](mailto:hkinfo@computershare.com.hk)

By Order of the Board  
**Gillian Elizabeth Meller**  
Company Secretary

Hong Kong, 11 May 2020

As at the date of this announcement:

*Members of the Board: Rex Auyeung Pak-kuen (Chairman)\*\*, Dr Jacob Kam Chak-pui (Chief Executive Officer), Andrew Clifford Winawer Brandler\*, Walter Chan Kar-lok\*, Dr Pamela Chan Wong Shui\*, Dr Dorothy Chan Yuen Tak-fai\*, Cheng Yan-kee\*, Dr Anthony Chow Wing-kin\*, Dr Eddy Fong Ching\*, James Kwan Yuk-choi\*, Rose Lee Wai-mun\*, Lucia Li Li Ka-lai\*, Jimmy Ng Wing-ka\*, Benjamin Tang Kwok-bun\*, Dr Allan Wong Chi-yun\*, Johannes Zhou Yuan\*, James Henry Lau Jr\*\*, Secretary for Transport and Housing (Frank Chan Fan)\*\*, Permanent Secretary for Development (Works) (Lam Sai-hung)\*\* and Commissioner for Transport (Mable Chan)\*\**

*Members of the Executive Directorate: Dr Jacob Kam Chak-pui, Adi Lau Tin-shing, Roger Francis Bayliss, Margaret Cheng Wai-ching, Linda Choy Siu-min, Dr Peter Ronald Ewen, Herbert Hui Leung-wah, Dr Tony Lee Kar-yun, Gillian Elizabeth Meller, David Tang Chi-fai and Jeny Yeung Mei-chun*

\* *independent non-executive Director*

\*\* *non-executive Director*

*This announcement is made in English and Chinese. In case of any inconsistency, the English version shall prevail.*