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If you have sold or transferred all your shares in Transport International Holdings Limited, you should at once hand this circular, together with the accompanying proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

**TRANSPORT INTERNATIONAL HOLDINGS LIMITED****(載通國際控股有限公司) ▲***(incorporated in Bermuda with limited liability)***(Stock code: 62)**

**GENERAL MANDATES TO ISSUE SHARES AND
TO REPURCHASE SHARES,
RE-ELECTION OF DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

A letter from the Board is set out on pages 4 to 9 of this circular.

A notice convening the Annual General Meeting to be held at 3:00 p.m. on Thursday, 14 May 2026 at the Royal Plaza Hotel, Grand Ballroom I-II, Level 6, 193 Prince Edward Road West, Kowloon, Hong Kong is set out on pages 21 to 25 of this circular. Whether or not you are able to attend the Annual General Meeting, you are requested to complete the accompanying proxy form in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible and in any event not later than 12:00 noon on Tuesday, 12 May 2026 or not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof.

▲ *For identification purpose only*

DEFINITIONS

In this circular, the following expressions shall have the following meanings unless the context otherwise requires:

“Annual General Meeting” or “AGM”	the annual general meeting of the Company to be held at 3:00 p.m. on Thursday, 14 May 2026 at the Royal Plaza Hotel, Grand Ballroom I-II, Level 6, 193 Prince Edward Road West, Kowloon, Hong Kong;
“Audited Financial Statements”	the audited financial statements for the year ended 31 December 2025;
“Auditors”	the auditors for the time being of the Company;
“Board”	the board of Directors, and in the Appendices to this circular, references to “Board” shall mean the board of directors of the Company or a duly authorised committee thereof for the time being, including the independent non-executive directors of the Company;
“close associate”	has the meaning ascribed thereto in the Listing Rules;
“Company”	Transport International Holdings Limited, a company incorporated in Bermuda with limited liability and the shares of which are listed on the Stock Exchange (Stock Code: 62);
“core connected person(s)”	has the meaning ascribed thereto in the Listing Rules;
“Directors”	directors of the Company;
“Extension of Share Issue Mandate”	an extension of the Share Issue Mandate by way of adding the number of Shares repurchased pursuant to the Share Repurchase Mandate to the aggregate number of Shares that may be allotted or agreed conditionally or unconditionally to be allotted by the Board pursuant to the Share Issue Mandate;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;

DEFINITIONS

“Latest Practicable Date”	Monday, 13 April 2026, being the latest practicable date prior to the printing of this circular of ascertaining certain information in this circular;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time;
“Memorandum of Association and Bye-laws”	the Memorandum of Association and Bye-laws of the Company (as amended from time to time);
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time;
“Share(s)”	a fully-paid ordinary share of HK\$1.00 each in the capital of the Company;
“Share Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to allot, issue and deal with the Shares (including any sale or transfer of treasury shares (if any) out of treasury) not exceeding 20% of the number of issued Shares (excluding treasury shares, if any) as at the date of passing of the relevant resolution granting the Share Issue Mandate;
“Share Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors to exercise all powers of the Company to repurchase issued and fully paid Shares not exceeding 10% of the number of issued Shares (excluding treasury shares, if any) as at the date of passing of the relevant resolution granting the Share Repurchase Mandate;
“Share Repurchase Rules”	the relevant rules as set out in the Listing Rules to regulate the repurchase by companies with primary listing on the Stock Exchange of their own securities on the Stock Exchange;
“Shareholder(s)”	holder(s) of Shares;
“SHKP”	Sun Hung Kai Properties Limited;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;

DEFINITIONS

“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers;
“treasury shares”	has the meaning ascribed thereto in the Listing Rules; and
“%”	per cent.

LETTER FROM THE BOARD



TRANSPORT INTERNATIONAL HOLDINGS LIMITED (載通國際控股有限公司) ▲

(incorporated in Bermuda with limited liability)

(Stock code: 62)

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*

Ms. WANG Xiao Bin

Non-executive Directors:

Mr. MA Siu Cheung, *JP*

Deputy Chairman

Mr. Raymond KWOK Ping Luen, *JP*

Mr. Charles LUI Chung Yuen, *M.H.*

Mr. William LOUEY Lai Kuen

Ms. Winnie NG, *JP*

Mr. Allen FUNG Yuk Lun

Dr. CHEUNG Wing Yui, *BBS*

Mr. LEE Luen Fai, *BBS, JP*

Mr. LUNG Po Kwan

Mr. Christopher KWOK Kai-wang, *JP*

Mr. WONG Hong Kit

Alternate Director to Mr. Raymond KWOK Ping Luen, JP

Ms. LAU Man-Kwan, Julia, *JP*

Alternate Director to Mr. William LOUEY Lai Kuen

Executive Director:

Mr. Roger LEE Chak Cheong

Managing Director

Registered Office:

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

Hong Kong Principal Office:

15/F., 9 Po Lun Street

Lai Chi Kok

Kowloon

Hong Kong

▲ *For identification purpose only*

LETTER FROM THE BOARD

17 April 2026

To the Shareholders

Dear Sir or Madam,

**GENERAL MANDATES TO ISSUE SHARES AND
TO REPURCHASE SHARES,
RE-ELECTION OF DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you with information in respect of the ordinary resolutions to be proposed at the Annual General Meeting regarding, among others, the (i) grant to the Directors the Share Issue Mandate; (ii) grant to the Directors the Share Repurchase Mandate; (iii) the Extension of the Share Issue Mandate; and (iv) proposed re-election of Directors (biographies of the Directors who will stand for re-election are set out in Appendix II to this circular).

1. GENERAL MANDATE TO ISSUE SHARES

At the Annual General Meeting, an ordinary resolution will be proposed for the Shareholders to consider and, if thought fit, grant the Share Issue Mandate. The Shares, which may be allotted and issued pursuant to the Share Issue Mandate, shall not exceed 20% of the number of issued Shares (excluding treasury shares, if any) as at the date of passing of the resolution approving the Share Issue Mandate. The Share Issue Mandate shall expire upon whichever is the earliest of (i) the conclusion of the next annual general meeting of the Company following the Annual General Meeting; (ii) the date by which the next annual general meeting of the Company is required to be held by law or the Memorandum of Association and Bye-laws; or (iii) the date upon which such authority given under the Share Issue Mandate is revoked or varied by an ordinary resolution of the Shareholders in general meeting. Details of the Share Issue Mandate are set out in Resolution 5 in the Notice of Annual General Meeting on pages 22 and 23 of this circular.

As at the Latest Practicable Date, the issued share capital of the Company comprised 535,136,683 Shares. Subject to the passing of the ordinary resolution approving the Share Issue Mandate and on the basis that no further Shares are issued or repurchased between the period from the Latest Practicable Date to the date of the Annual General Meeting, the Company will be allowed to issue (and/or, in the case of treasury shares, sell or transfer) a maximum of 107,027,336 Shares pursuant to the Share Issue Mandate.

In addition, an ordinary resolution will also be proposed for the Shareholders to consider and, if thought fit, approve the Extension of Share Issue Mandate. Details of the Extension of Share Issue Mandate are set out in Resolution 7 in the Notice of Annual General Meeting on page 24 of this circular.

LETTER FROM THE BOARD

2. GENERAL MANDATE TO REPURCHASE SHARES

At the Annual General Meeting, an ordinary resolution will be proposed for the Shareholders to consider and, if thought fit, grant the Share Repurchase Mandate. Under the Share Repurchase Mandate, the number of Shares that the Company may repurchase shall not exceed 10% of the number of issued Shares (excluding treasury shares, if any) on the date of passing of the resolution approving the Share Repurchase Mandate. The Company's authority is restricted to repurchase made on the Stock Exchange.

As at the Latest Practicable Date, the issued share capital of the Company comprised 535,136,683 Shares. Subject to the passing of the ordinary resolution approving the Share Repurchase Mandate and on the basis that no further Shares are issued or repurchased between the period from the Latest Practicable Date to the date of the Annual General Meeting, the Company will be allowed to repurchase a maximum of 53,513,668 Shares pursuant to the Share Repurchase Mandate.

An explanatory statement required under the Listing Rules in connection with the Share Repurchase Mandate is set out in Appendix I to this circular. The explanatory statement contains all the requisite information required under the Listing Rules to be given to the Shareholders to enable them to make an informed decision on whether to vote for or against the resolution approving the Share Repurchase Mandate.

The Share Repurchase Mandate allows the Company to make repurchases only during the period ending on the earliest of (i) the conclusion of the next annual general meeting of the Company following the Annual General Meeting; (ii) the date by which the next annual general meeting of the Company is required to be held by law or the Memorandum of Association and Bye-laws; or (iii) the date upon which such authority given under the Share Repurchase Mandate is revoked or varied by an ordinary resolution of the Shareholders in general meeting. Details of the Share Repurchase Mandate are set out in Resolution 6 in the Notice of Annual General Meeting on page 23 and 24 of this circular.

3. RE-ELECTION OF DIRECTORS

In accordance with Bye-law 84 of the Company and Paragraph B.2.2 of Part 2 of the Corporate Governance Code as set out in Appendix C1 of the Listing Rules, as at the Latest Practicable Date, the following Directors will retire at the Annual General Meeting and all of them, being eligible, will offer themselves for re-election at the same meeting:

Dr. Eric Li Ka Cheung[^], *GBS, OBE, JP*

Professor Liu Pak Wai[^], *SBS, JP*

Mr. Tsang Wai Hung[^], *GBS, PDSM, JP*

Mr. Charles Lui Chung Yuen[#], *M.H.*

Dr. Cheung Wing Yui[#], *BBS*

Mr. Christopher Kwok Kai-wang[#], *JP*

([^] *Independent Non-executive Director*)

([#] *Non-executive Director*)

LETTER FROM THE BOARD

Furthermore, in accordance with Bye-law 83(2) of the Company, Mr. Ma Siu Cheung, *GBS, JP*, who was appointed as Deputy Chairman and non-executive Director by the Board after the 2025 annual general meeting of the Company, will, subject to authorization by the Shareholders, hold office until the upcoming 2026 annual general meeting and, being eligible, will offer himself for re-election.

The biographies of the above Directors are set out in Appendix II to this circular.

The Board has appointed the Nomination Committee of the Company (the “**Nomination Committee**”) to identify suitable candidates of high calibre and with sufficient experience and recommend them to the Board. The Nomination Committee has reviewed, with reference to the nomination policy of the Company, the biographies of Dr. Eric Li Ka Cheung, Professor Liu Pak Wai and Mr. Tsang Wai Hung, all being Independent Non-executive Directors of the Company who will be subject to retirement and re-election at the Annual General Meeting (the “**Retiring INEDs**”), and taken into consideration their knowledge, experience, capability and various diversity aspects as set out in the board diversity policy of the Company. The Nomination Committee is of the view that the Retiring INEDs will continue to contribute to the Board with their respective perspectives, skills and experience and recommends the re-election of the Retiring INEDs as independent non-executive Directors to the Board.

Dr. Eric Li Ka Cheung and Professor Liu Pak Wai have served the Company for more than nine years. In light of the valuable independent judgement and impartial advice they have given to the Company over the past years in their capacities as Independent Non-executive Directors, the Nomination Committee and the Board considered that their long service would not have any adverse effect on their independence and were satisfied that Dr. Eric Li Ka Cheung and Professor Liu Pak Wai have the required integrity and experience to continue fulfilling the role of Independent Non-executive Directors. In accordance with the Corporate Governance Code set out in the Listing Rules, the re-election of Dr. Eric Li Ka Cheung and Professor Liu Pak Wai will be subject to separate resolutions to be approved at the Annual General Meeting.

Each of the Retiring INEDs has no relationship with any Directors, substantial or controlling Shareholders, or senior management of the Company. The Board is satisfied that the Retiring INEDs have the character, integrity, independence, experience and calibre to continue to serve as an Independent Non-executive Director. In addition, each of the Retiring INEDs has made a confirmation of independence pursuant to the independence guidelines set out in Rule 3.13 of the Listing Rules.

Taking into consideration the above, the Board is of the view that all the Retiring INEDs are independent in accordance with the independence guidelines. The Board also accepted the nominations by the Nomination Committee and recommended the Retiring INEDs to stand for re-election by the Shareholders at the Annual General Meeting.

LETTER FROM THE BOARD

4. RESPONSIBILITY STATEMENT

This circular, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

For determining the entitlement to attend and vote at the Annual General Meeting, the Register of Members of the Company will be closed from Monday, 11 May 2026 to Thursday, 14 May 2026, both days inclusive, during which period no transfer of shares will be effected. In order to be eligible to attend and vote at the Annual General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on Friday, 8 May 2026.

For determining the entitlement to the proposed final dividend, the Register of Members of the Company will be closed for one day on Wednesday, 20 May 2026 during which no transfer of shares will be effected. In order to qualify for the proposed final dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on Tuesday, 19 May 2026.

5. ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting to be held at 3:00 p.m. on Thursday, 14 May 2026 at the Royal Plaza Hotel, Grand Ballroom I-II, Level 6, 193 Prince Edward Road West, Kowloon, Hong Kong is set out on pages 21 to 25 of this circular. At the Annual General Meeting, resolutions will be proposed to approve, *inter alia*, the Share Issue Mandate, the Share Repurchase Mandate, the Extension of Share Issue Mandate and the re-election of Directors.

The resolutions to be proposed at the Annual General Meeting will be put to vote by way of a poll.

A proxy form for use at the Annual General Meeting is enclosed. Whether or not you are able to attend the Annual General Meeting, you are requested to complete the accompanying proxy form in accordance with the instructions printed thereon and return the same to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible and in any event not later than 12:00 noon on Tuesday, 12 May 2026 or not less than

LETTER FROM THE BOARD

48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person at the Annual General Meeting or any adjournment thereof.

6. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders taken at a general meeting must be taken by poll except where the Chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the Chairman of the Annual General Meeting will demand that the resolutions be decided by poll. An announcement on the poll vote results will be made by the Company after the AGM in the manner prescribed under Rule 13.39(5) of the Listing Rules.

7. RECOMMENDATION

The Directors consider that the grant of the Share Issue Mandate, the Share Repurchase Mandate, the Extension of Share Issue Mandate and the re-election of Directors are in the interest of the Company and the Shareholders taken as a whole. Accordingly, the Board recommends all Shareholders to vote in favour of the resolutions to be proposed at the Annual General Meeting.

By Order of the Board
Roger LEE Chak Cheong
Managing Director

The following is the explanatory statement required to be sent to the Shareholders under the Listing Rules in connection with the proposed Share Repurchase Mandate.

1. LISTING RULES

The Share Repurchase Rules permit companies with a primary listing on the Stock Exchange to repurchase their fully-paid up shares traded on the Stock Exchange or any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission and the Stock Exchange for this purpose subject to certain restrictions.

2. SHARE CAPITAL OF THE COMPANY

As at the Latest Practicable Date, the issued share capital of the Company comprised 535,136,683 Shares and the Company does not have any treasury shares in issue. Subject to the passing of the ordinary resolution approving the Share Repurchase Mandate and on the basis that no further Shares will be issued or repurchased between the period from the Latest Practicable Date to the date of the Annual General Meeting, the Company would be allowed under the Share Repurchase Mandate to repurchase a maximum of 53,513,668 Shares.

3. REASONS FOR REPURCHASE OF SHARES

The Directors consider that the Share Repurchase Mandate is in the interest of the Company and the Shareholders as a whole and will provide the Company the flexibility to make repurchases of Shares when appropriate and beneficial to the Company. Such repurchases may, depending on the circumstances, enhance the net asset value of the Company and/or earnings per Share. Shares repurchased and held by the Company as treasury shares may be resold on the market or transferred or used for other purposes, subject regulatory compliance. The Directors intend that repurchases will only be made when they believe that a repurchase of Shares will benefit the Company and the Shareholders.

4. DIRECTORS, THEIR CLOSE ASSOCIATES AND CORE CONNECTED PERSONS

None of the Directors nor, to the best of the knowledge of the Directors having made all reasonable enquiries, any of their close associates (as defined in the Listing Rules) has any present intention, in the event that the Share Repurchase Mandate is approved by the Shareholders, to sell Shares to the Company.

No core connected persons (as defined in the Listing Rules) of the Company has notified the Company that he/she/it has any present intention to sell Shares to the Company nor has undertaken not to sell any of the Shares held by him/her/it to the Company in the event that the Company is authorised to make repurchase of Shares.

5. SHARE REPURCHASE MANDATE

The Directors will exercise the power of the Company to make repurchases pursuant to the Share Repurchase Mandate and in accordance with the Listing Rules, the laws of Hong Kong, all applicable laws of Bermuda, and the regulations set out in the Memorandum of Association and Bye-laws.

If the Company repurchases any Shares pursuant to the Repurchase Mandate, the Company will either (i) cancel the Shares repurchased and/or (ii) hold such Shares in treasury, subject to market conditions and the Company's capital management needs at the relevant time any repurchases of Shares are made. If the Company holds any Shares in treasury, any sale or transfer of Shares in treasury will be made pursuant to the terms of the Share Issue Mandate and in accordance with the Listing Rules and applicable laws and regulations of Bermuda.

To the extent that any treasury shares are deposited with CCASS pending resale on the Stock Exchange, the Company will adopt appropriate measures to ensure that it does not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in the Company's own name as treasury shares. These measures may include approval by the Board that (i) the Company would not (or would procure its broker not to) give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings for the treasury shares deposited with CCASS and (ii) in the case of dividends or distributions, the Company will withdraw the treasury shares from CCASS, and either re-register them in its own name as treasury shares or cancel them, in each case before the record date for the dividends or distributions.

Neither this explanatory statement nor the proposed Share Repurchase Mandate has any unusual features.

6. EFFECT OF THE TAKEOVERS CODE

If on the exercise of the power to repurchase Shares pursuant to the Share Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code pursuant to Rule 32 of the Takeovers Code. As a result, a Shareholder or group of Shareholders acting in concert could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best of the knowledge and belief of the Directors, SHKP was the single largest Shareholder, and it held or beneficially owned approximately 45.35% of the issued share capital of the Company. In the event that the Directors should exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the Share Repurchase Mandate, and if SHKP's present shareholding remains the same, SHKP would hold approximately 50.39% of the issued share capital of the Company thereby become obliged to make a general offer in accordance with Rules 26 and 32 of the Takeovers Code.

The Directors have no present intention to exercise the power to repurchase Shares to the extent that SHKP would have the obligation to make the mandatory offer as aforementioned.

The Listing Rules prohibit a company from making repurchase on the Stock Exchange if the result of the repurchase would be that less than 25% (or such other prescribed minimum percentage as determined by the Stock Exchange) of the issued share capital (excluding treasury shares, if any) would be in public hands. The Directors do not propose to repurchase Shares which would result in less than the prescribed minimum percentage of Shares in public hands.

7. SOURCE OF FUNDS

The Company is empowered by its Memorandum of Association and Bye-laws and the laws of Bermuda to repurchase its Shares. Repurchases will be funded entirely from the funds legally available for that purpose. Bermuda law provides that any amount repaid in connection with a repurchase of Share(s) may only be paid out of either the capital paid up on the relevant Shares, or the profits that would otherwise be available for distribution by way of dividend or the proceeds of a new issue of Shares made for such purpose.

As compared with the financial position of the Company as at 31 December 2025 disclosed in its most recently published Audited Financial Statements, the Directors consider that there might be a material adverse impact on the working capital and on the gearing position of the Company in the event that the proposed share repurchases were to be carried out in full during the proposed repurchase period. However, the Directors propose that no repurchase would be made in the circumstances that would have a material adverse impact on the working capital or gearing ratio of the Company.

8. SHARE PURCHASE MADE BY THE COMPANY

No purchase has been made by the Company of its Shares on the Stock Exchange or otherwise during the six months period immediately prior to the Latest Practicable Date.

9. SHARE PRICES

During each of the twelve months preceding the Latest Practicable Date, the highest and lowest traded prices for the Shares on the Stock Exchange were as follows:–

	Shares	
	Highest Traded Price	Lowest Traded Price
	<i>HK\$</i>	<i>HK\$</i>
<u>2025</u>		
April	8.99	8.22
May	9.22	8.54
June	9.15	8.69
July	9.10	8.78
August	10.51	8.88
September	10.66	10.30
October	10.72	10.52
November	11.11	10.69
December	11.05	10.60
<u>2026</u>		
January	10.63	10.34
February	12.07	10.28
March	11.67	10.40
April (up to the Latest Practicable Date)	10.92	10.68

The following are the particulars of the Directors proposed for re-election at the Annual General Meeting. Save as disclosed herein, no information is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules and there are no other matters concerning the re-election of Directors that need to be brought to the attention of the Shareholders.

1. DR. ERIC LI KA CHEUNG, GBS, OBE, JP, LLD, DSOCS, HON, DSOCS (EDUHK), BA, FCPA, FCA, FCPA (AUST.)

Independent Non-executive Director, aged 72. Dr. Li has been a Director of the Company, The Kowloon Motor Bus Company (1933) Limited and Long Win Bus Company Limited since 10 December 1998. Dr. Li was an Independent Non-executive Director of RoadShow Holdings Limited from 16 September 2004 to 12 December 2017. He is the Honorary Chairman of Shinewing (HK) CPA Limited. Dr. Li is an Independent Non-executive Director of SmarTone Telecommunications Holdings Limited, Wong's International Holdings Limited, Hang Seng Bank Limited (until 27 May 2021), China Resources Beer (Holdings) Company Limited (formerly China Resources Enterprises, Limited) and Bank of Communications Co., Ltd. (until 25 June 2013), all of which are listed on the Stock Exchange. He was formerly an Independent Non-executive Director of China Vanke Co., Ltd., Sinofert Holdings Limited, CATIC International Holdings Limited and Meadville Holdings Limited (a company listed on the Stock Exchange until its withdrawal of its listing status on 19 April 2010). He is also an Independent Non-executive Director of Sun Hung Kai Properties Limited, a substantial shareholder of the Company within the meaning of Part XV of the SFO. He is a former member of the 10th to 13th National Committee of the Chinese People's Political Consultative Conference. He was also a former member of the Legislative Council of Hong Kong and a past president of the Hong Kong Institute of Certified Public Accountants. Dr. Li is the Chairman of the Audit and Risk Management Committee of the Company, and a member of the Nomination Committee and Remuneration Committee of the Company.

As at the Latest Practicable Date, Dr. Li has not entered into any service contract with the Company. His appointment has no fixed term and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-laws of the Company and the Listing Rules. Dr. Li is entitled to a fee of HK\$433,000 per annum for being a member of the Board, HK\$325,500 per annum for being the Chairman of the Audit & Risk Management Committee, HK\$60,000 per annum for being a member of the Nomination Committee and HK\$72,000 per annum for being a member of the Remuneration Committee, which was determined by the Board with reference to his duties, responsibilities and the prevailing market conditions.

Dr. Li does not have any relationship with any Directors, substantial or controlling Shareholders, or senior management of the Company. As at the Latest Practicable Date, Dr. Li was interested in 447,600 Shares within the meaning of Part XV of the SFO, which comprised of (i) personal interest in 17,600 Shares and (ii) personal interest in 430,000 underlying Shares in respect of the share options granted.

2. PROFESSOR LIU PAK WAI, SBS, JP

Independent Non-executive Director, aged 78. Professor Liu has been appointed as an Independent Non-executive Director of the Company, The Kowloon Motor Bus Company (1933) Limited and Long Win Bus Company Limited since 1 September 2011. He was appointed as a member of the Remuneration Committee and the Audit and Risk Management Committee of the Company with effect from the conclusion of the Annual General Meeting of the Company held on 17 May 2012 and on 19 May 2017 respectively. He received his AB degree from Princeton University and PhD degree from Stanford University in the United States of America. He is the Honorary Distinguished Research Fellow and formerly Pro-Vice-Chancellor of The Chinese University of Hong Kong and holds a number of positions related to his field of study, including Executive Committee Chairman of the Lau Chor Tak Institute of Global Economics and Finance. Professor Liu is an Independent Non-executive Director of Hang Lung Group Limited which is listed on the Main Board of the Stock Exchange. He was an Independent Non-executive Director of Hang Lung Properties Limited and China Zheshang Bank Co., Ltd.. He is also a Director of the Hong Kong Institute for Monetary and Financial Research of the Hong Kong Monetary Authority, a Board Member of the Shenzhen Finance Institute and was a Non-executive Director of the Securities and Futures Commission and the Chairman of its Remuneration Committee. In public service, he was a past Chairman of the Advisory Committee on Post-office Employment for Former Chief Executives and Politically Appointed Officials and a past member of the Judicial Officers Recommendation Commission, the Commission on Strategic Development, the Working Group on Long Term Fiscal Planning, the Independent Review Committee for the Prevention and Handling of Potential Conflicts of Interests, and the Independent Commission on Remuneration for Members of the Executive Council and the Legislature, and Officials under the Political Appointment System of the HKSAR.

As at the Latest Practicable Date, Professor Liu has not entered into any service contract with the Company. His appointment has no fixed term and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-laws of the Company and the Listing Rules. Professor Liu is entitled to a fee of HK\$433,000 per annum for being a member of the Board, HK\$232,500 per annum for being a member of the Audit & Risk Management Committee and HK\$72,000 per annum for being a member of the Remuneration Committee, which was determined by the Board with reference to his duties, responsibilities and the prevailing market conditions.

Professor Liu does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Professor Liu was interested in 430,000 underlying Shares in respect of the share options granted by the Company within the meaning of Part XV of the SFO.

3. MR. ANDY TSANG WAI HUNG, GBS, PDSM, JP, MBA

Independent Non-executive Director, aged 67. Mr. Tsang has been a Director of the Company, The Kowloon Motor Bus Company (1933) Limited and Long Win Bus Company Limited since 1 January 2018. He is a member of the Audit and Risk Management Committee and Standing Committee of the Company.

Mr. Tsang is a retired civil servant. He was the Commissioner of Police prior to his retirement in May 2015. Currently, he works as a management consultant for Chen Hsong Holdings Limited, a leading plastic injection moulding machine manufacturer in Hong Kong and listed on the Main Board of the Stock Exchange. He was appointed as the Deputy Commissioner of the National Narcotics Control Commission with effect from 1 April 2019. He was also appointed External Director of the China Tourism Group Corporation Limited with effect from 23 April 2020, and Non-executive Director of the China Travel International Investment Hong Kong Limited with effect from 19 June 2020. On 23 September 2021, he was elected Vice-President of the Police Association of China.

Mr. Tsang started his police career as an Inspector in January 1978. He worked on secondment overseas as a Detective Superintendent of the Metropolitan Police in London from 1993 to 1995. He became a directorate officer in 1998 and worked in succession as District Commander, Wanchai; Chief Superintendent, Organised Crime and Triad Bureau; Assistant Commissioner, Information Systems; Director of Personnel and Training, Director of Operations; Deputy Commissioner, Management; Deputy Commissioner, Operations; and finally the Commissioner of Police from January 2011.

Mr. Tsang holds an MBA degree from Leicester University, UK. He had also undertaken various courses at Tsinghua University; the Chinese Academy of Governance; Harvard Business School, and the Royal College of Defense Studies, UK.

As at the Latest Practicable Date, Mr. Tsang has not entered into any service contract with the Company. His appointment has no fixed term and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-laws of the Company and the Listing Rules. Mr. Tsang is entitled to a fee of HK\$433,000 per annum for being a member of the Board, HK\$293,140 per annum for being a member of the Standing Committee and HK\$232,500 per annum for being a member of the Audit & Risk Management Committee, which was determined by the Board with reference to his duties, responsibilities and the prevailing market conditions.

Mr. Tsang does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Tsang was interested in 430,000 underlying Shares in respect of the share option granted by the Company within the meaning of Part XV of the SFO.

4. MR. CHARLES LUI CHUNG YUEN, M.H., BEC, AASA, FCILT

Non-executive Director, aged 91. Mr Lui has been a Director of the Company since 4 September 1997. He has also been a Director of The Kowloon Motor Bus Company (1933) Limited (“KMB”) and Long Win Bus Company Limited since 17 September 1993 and 24 August 1994 respectively, and has been redesignated as a Non-executive Director of the Company with effect from 20 October 2016. He is also a member of the Standing Committee of the Company. Mr Lui has joined KMB in 1960 as Accountant and promoted to Chief Accountant and Assistant General Manager before he was appointed as General Manager on 1 March 1989. After his retirement as General Manager on 21 July 1999 on reaching the retirement age of 65 years, Mr Lui was appointed the Deputy Managing Director of KMB (China) Holdings Limited (“KMB (China)”) on 1 September 1999 and was the Chairman of KMB (China) between 13 August 2003 and 20 October 2016.

As at the Latest Practicable Date, Mr. Lui has not entered into any service contract with the Company. His appointment has no fixed term and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-laws of the Company and the Listing Rules. Mr. Lui is entitled to a fee of HK\$433,000 per annum for being a member of the Board and HK\$293,140 per annum for being a member of the Standing Committee, which was determined by the Board with reference to his duties, responsibilities and the prevailing market conditions.

Mr. Lui does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Lui was interested in 4,028,377 Shares, which comprised of (i) personal interest in 14,271 Shares; (ii) he and his family members’ interests in certain private trusts which beneficially held 3,584,106 Shares; and (iii) personal interests in 430,000 underlying Shares in respect of the share options granted by the Company within the meaning of Part XV of the SFO.

5. DR. CHEUNG WING YUI, BBS, BCOM, HON DBA, CPA (AUST.)

Non-executive Director, aged 76. Dr. Cheung has been a Director of the Company, The Kowloon Motor Bus Company (1933) Limited and Long Win Bus Company Limited since 1 January 2018. He is a Deputy Chairman and a Non-executive Director of SmarTone Telecommunications Holdings Limited, a Vice Chairman and a Non-executive Director of SUNeVision Holdings Ltd. and a Non-executive Director of Tai Sang Land Development Limited. He is also a Non-executive Director of Sun Hung Kai Properties Insurance Limited, which is a wholly-owned subsidiary of SHKP.

Dr. Cheung received a Bachelor of Commerce degree in accountancy from The University of New South Wales, Australia and is a member of the CPA Australia. He has been a practising solicitor in Hong Kong since 1979 and is a consultant of the law firm Woo Kwan Lee & Lo. Dr Cheung was also admitted as a solicitor in the United Kingdom and as an advocate and solicitor in Singapore. Dr Cheung was awarded the Bronze Bauhinia Star (BBS) in 2013. He was awarded an honorary degree of Doctor of Business Administration from The Open University of Hong Kong (renamed as Hong Kong Metropolitan University) in 2016.

He is a court member of The Open University of Hong Kong (renamed as Hong Kong Metropolitan University) and an Honorary Council Member of The Hong Kong Institute of Directors Limited. He is also a director of The Community Chest of Hong Kong Limited.

Dr. Cheung held the positions of the Chairman of Admissions, Budgets and Allocations Committee of The Community Chest of Hong Kong Limited (until 30 June 2020), the Deputy Chairman of the Council and a member of the Sponsorship and Development Fund Committee of The Open University of Hong Kong (renamed as Hong Kong Metropolitan University), the Deputy Chairman of The Hong Kong Institute of Directors Limited, a Director of Po Leung Kuk, the Vice Chairman of the Mainland Legal Affairs Committee of The Law Society of Hong Kong and a member of the Board of Review (Inland Revenue Ordinance). He was a Non-executive Director of SRE Group Limited and Tianjin Development Holdings Limited, an Independent Non-executive Director of Ping An Insurance (Group) Company of China, Ltd., Hop Hing Group Holdings Limited and Agile Group Holdings Limited.

As at the Latest Practicable Date, Dr. Cheung has not entered into any service contract with the Company. His appointment has no fixed term and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-laws of the Company and the Listing Rules. Dr. Cheung is entitled to a fee of HK\$433,000 per annum for being a member of the Board, which was determined by the Board with reference to his duties, responsibilities and the prevailing market conditions.

Dr. Cheung does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Dr. Cheung was interested in 430,000 underlying Shares in respect of the share options granted by the Company within the meaning of Part XV of the SFO.

6. MR. CHRISTOPHER KWOK KAI-WANG, JP, MBA, BSC

Non-executive Director, aged 39. Mr Kwok has been a Director of the Company, The Kowloon Motor Bus Company (1933) Limited and Long Win Bus Company Limited since 15 June 2023.

Mr. Kwok holds a Bachelor of Science degree in Chemistry from Harvard University and a Master's degree in Business Administration from Stanford Graduate School of Business. He is an Executive Director of SHKP, a substantial shareholder of the Company within the meaning of Part XV of the SFO. He joined the Sun Hung Kai Properties Group (the "SHKP Group") in 2011 and is primarily responsible for the leasing of residential, retail and commercial properties of the SHKP Group in Hong Kong and on the Mainland. Besides, he assumes the overall responsibilities for the property business of the SHKP Group in Northern China. Mr. Kwok also assists the Chairman of SHKP in all other non-property businesses of the SHKP Group in which he is a non-executive director of SUNeVision Holdings Ltd.

In addition, Mr. Kwok is a member of the General Committee of the Employers' Federation of Hong Kong, a governor of Our Hong Kong Foundation Limited and a member of its Development Committee as well as a council member of Hong Kong Chronicles Institute Limited. He is also a member of the Beijing Municipal Committee of the Chinese People's Political Consultative Conference, a Vice-Chairman of Greater Bay Area Homeland Youth Community Foundation, and a member of the Museum Advisory Committee and its History Sub-committee of the Leisure and Cultural Services Department of the Government of the Hong Kong Special Administrative Region.

As at the Latest Practicable Date, Mr. Kwok has not entered into any service contract with the Company. His appointment has no fixed term and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-laws of the Company and the Listing Rules. Mr. Kwok is entitled to a fee of HK\$433,000 per annum for being a member of the Board, which was determined by the Board with reference to his duties, responsibilities and the prevailing market conditions.

Mr. Kwok is a son of Mr. Raymond Kwok Ping-luen.

Save as disclosed above, Mr. Kwok does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Kwok did not have any interests in the Shares within the meaning of Part XV of the SFO.

7. MR. MA SIU CHEUNG, GBS, JP, BSC HON (1ST), MSC (ENG), FHKIE, FHKENG, FISTRUCTE, FICE

Deputy Chairman and Non-executive Director, aged 62, Mr. Ma has been a Director of the Company and The Kowloon Motor Bus Company (1933) Limited since 1 February 2026. He is currently a non-executive director of China Resources (Holdings) Co., Ltd. and an outside director of Nam Kwong (Group) Company Limited. Prior to that, Mr. Ma was an executive director and Chief Executive Officer of New World Development Company Limited (listed on the Main Board of the Stock Exchange (Stock Code: 17)) up to November 2024, an executive director of New World Department Store China Limited (listed on the Main Board of the Stock Exchange (Stock Code: 825)) up to November 2024, and an executive director and Chief Executive Officer of CTF Services Limited (formerly known as NWS Holdings Limited) (listed on the Main Board of the Stock Exchange (Stock Code: 659)) up to December 2023. Mr. Ma was previously the Secretary for Development of the Government of the Hong Kong Special Administrative Region (the "HKSAR Government") from February 2017 to June 2017. Before joining the HKSAR Government, Mr. Ma was the Executive Vice-President for Civil and Infrastructure Business (Asia Pacific) of AECOM Asia Company Limited.

Mr. Ma is a member of the Council of The Chinese University of Hong Kong and a member of the Court of the City University of Hong Kong. Apart from being an Honorary Professor of School of Science and Technology of Hong Kong Metropolitan University and The

Technological and Higher Education Institute, Mr. Ma is also an Adjunct Professor of the Department of Real Estate and Construction, Faculty of Architecture of The University of Hong Kong and Department of Civil and Environmental Engineering of the Hong Kong Polytechnic University. Moreover, Mr. Ma is a committee member of the Chinese People's Political Consultative Conference of Shenzhen.

Mr. Ma holds a first-class honours degree in Bachelor of Science in Engineering (Civil) from The University of Hong Kong and a Master of Engineering degree in Transportation Planning from Monash University, Australia. Mr. Ma is currently the Chairman of Hong Kong Engineers Registration Board.

Mr. Ma is currently the Vice President of the Hong Kong Academy of Engineering. Previously, he was the President of the Hong Kong Institution of Engineers (2024-2025).

In addition, Mr. Ma is a Fellow of the Hong Kong Institution of Engineers, the Institution of Civil Engineers, United Kingdom, the Institution of Structural Engineers, United Kingdom and the Hong Kong Academy of Engineering. He is also a Registered Professional Engineer in Hong Kong and a Chartered Engineer in the United Kingdom.

Mr. Ma was appointed as Justice of the Peace in 2014 and was awarded the Gold Bauhinia Star by the HKSAR Government in 2017.

As at the Latest Practicable Date, Mr. Ma has not entered into any service contract with the Company. He will hold office until the next following annual general meeting of the Company and is subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Bye-laws of the Company and the Listing Rules. Mr. Ma is entitled to a fee of HK\$433,000 per annum (or a pro rata amount for the duration of his directorship for an incomplete year) for being a member of the Board, which was determined by the Board with reference to his duties, responsibilities and the prevailing market conditions.

Mr. Ma does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. Ma did not have any interests in the Shares within the meaning of Part XV of the SFO.

NOTICE OF ANNUAL GENERAL MEETING



TRANSPORT INTERNATIONAL HOLDINGS LIMITED (載通國際控股有限公司) ▲

(incorporated in Bermuda with limited liability)

(Stock code: 62)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Transport International Holdings Limited (the “**Company**”) will be held at 3:00 p.m. on Thursday, 14 May 2026 at the Royal Plaza Hotel, Grand Ballroom I-II, Level 6, 193 Prince Edward Road West, Kowloon, Hong Kong to transact the following business:–

1. to receive and consider the audited financial statements and the reports of the directors (the “**Directors**”) and auditors of the Company for the year ended 31 December 2025;
2. to declare an ordinary final dividend of HK\$0.5 per share of the Company for the year ended 31 December 2025;
3. to consider and approve, each as a separate resolution, if thought fit, the following resolutions:
 - (A) to re-elect Dr. Eric Li Ka Cheung (who has served more than nine years) as an independent non-executive Director;
 - (B) to re-elect Professor Liu Pak Wai (who has served more than nine years) as an independent non-executive Director;
 - (C) to re-elect Mr. Tsang Wai Hung as an independent non-executive Director;
 - (D) to re-elect Mr. Charles Lui Chung Yuen as a non-executive Director;
 - (E) to re-elect Dr. Cheung Wing Yui as a non-executive Director;
 - (F) to re-elect Mr. Christopher Kwok Kai-wang as a non-executive Director;
 - (G) to re-elect Mr. Ma Siu Cheung as a non-executive Director; and
 - (H) to authorise the board of directors of the Company (the “**Board**”) to fix the remuneration of the Director.

▲ *For identification purpose only*

NOTICE OF ANNUAL GENERAL MEETING

4. to re-appoint KPMG as auditors of the Company and to authorise the Board to fix their remuneration; and

and as special business, to consider and, if thought fit, pass with or without modifications the following resolutions as ordinary resolutions:

5. **“THAT:–**

- (i) subject to paragraph 5(iii) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company (including any sale or transfer of treasury shares (if any) out of treasury) and to make or grant offers, agreements and options which might require the exercise of such powers be and is hereby generally and unconditionally approved;
- (ii) the approval in paragraph (i) of this resolution shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period;
- (iii) the total number of shares of the Company allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and the aggregate number of treasury shares, if any, sold or transferred by the Directors pursuant to the approval in paragraph (i) of this resolution, otherwise than pursuant to:–
 - (a) a Rights Issue (as hereinafter defined); or
 - (b) an issue of shares of the Company upon the exercise of the subscription rights under any option scheme or similar arrangement for the time being adopted for the grant or issue to the Directors and/or employees of the Company and/or any of its subsidiaries of shares or rights to acquire shares of the Company; or
 - (c) any scrip dividend scheme or similar arrangement providing for issue of shares of the Company in lieu of the whole or part of the dividend on shares of the Company in accordance with the Bye-laws of the Company;

shall not exceed 20% of the total number of shares of the Company (excluding treasury shares, if any) in issue as at the date of the passing of this resolution and the said approval shall be limited accordingly; and

NOTICE OF ANNUAL GENERAL MEETING

(iv) for the purposes of this resolution:–

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:–

- (a) the conclusion of the next annual general meeting of the Company;
- (b) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company or the laws of Bermuda or any applicable laws to be held; or
- (c) the time when such mandate is revoked or varied by an ordinary resolution by shareholders of the Company in general meeting; and

“**Rights Issue**” means an offer of shares and/or other securities of the Company open for a period fixed by the Directors to holders of shares of the Company or any class thereof whose names appear on the register of members of the Company on a fixed record date in proportion to their then holdings of such shares (subject to such exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory applicable to the Company).”

6. “**THAT**:–

- (i) subject to paragraph (ii) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all powers of the Company to repurchase shares of the Company on the Stock Exchange or on any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and/or the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;
- (ii) the total number of shares of the Company which the Company is authorised to repurchase pursuant to the approval in paragraph (i) of this resolution during the Relevant Period shall not exceed 10% of the total number of shares of the Company in issue (excluding treasury shares, if any) as at the date of the passing of this resolution, and the said approval shall be limited accordingly; and

NOTICE OF ANNUAL GENERAL MEETING

(iii) for the purposes of this resolution:–

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:–

- (a) the conclusion of the next annual general meeting of the Company; or
- (b) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company or the laws of Bermuda or any applicable laws to be held; or
- (c) the time when such mandate is revoked or varied by an ordinary resolution by shareholders of the Company in general meeting.”

7. “**THAT**:–

conditional upon the passing of the resolutions 5 and 6 set out in the notice convening this meeting, the general unconditional mandate granted to the Directors to exercise the powers of the Company to allot, issue and deal with additional shares of the Company pursuant to the resolution 5 be and is hereby extended by the addition to the total number of shares of the Company which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to such general mandate of an amount representing the total number of shares of the Company repurchased by the Company pursuant to the general unconditional mandate to repurchase shares referred in resolution 6 provided that such extended amount shall not exceed 10% of the total number of shares of the Company (excluding treasury shares, if any) in issue as at the date of the passing of this resolution.”

By Order of the Board
YU Wai Cheung
Company Secretary

Hong Kong, 17 April 2026

NOTICE OF ANNUAL GENERAL MEETING

Notes:

- (1) Any member of the Company entitled to attend and vote at the Annual 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 Annual 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 branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible and in any event not later than 12:00 noon on Tuesday, 12 May 2026 or not less than 48 hours before the time appointed for holding the Annual General Meeting or adjourned meeting.
- (3) Each of the above resolutions will be put to vote by way of a poll at the Annual General Meeting.
- (4) The Board has declared an ordinary final dividend of HK\$0.5 per share. The proposed dividend is subject to the approval of the members at the Annual General Meeting.

In order to qualify for attending the Annual General Meeting or any adjournment thereof, the Register of Members of the Company will be closed from Monday, 11 May 2026 to Thursday, 14 May 2026 (both days inclusive), during which period no transfer of shares will be effected. All transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited (the "Branch Share Registrar") at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 8 May 2026. The record date for the purpose of determining the eligibility of the shareholders to attend and vote at the Annual General Meeting shall be Thursday, 14 May 2026.

In order to determine the entitlement of members to receive the proposed ordinary final dividend, the Register of Members will be closed on Wednesday, 20 May 2026, during which period no transfer of shares in the Company will be effected. All transfer documents accompanied by the relevant share certificates must be lodged with the Branch Share Registrar at the aforesaid address for registration not later than 4:30 p.m. on Tuesday, 19 May 2026.

- (5) Regarding Resolution 3 above, Dr. Eric Li Ka Cheung[^], GBS, OBE, JP, Professor Liu Pak Wai[^], SBS, JP, Mr. Tsang Wai Hung[^], GBS, PDSM, Mr. Charles Lui Chung Yuen[#], M.H., Dr. Cheung Wing Yui[#], BBS and Mr. Christopher Kwok Kai-wang[#], JP will retire and, being eligible, offer themselves for re-election at the Annual General Meeting. Mr. MA Siu Cheung[#], GBS, JP, who has been appointed as Deputy Chairman and Non-executive Director by the Board after the 2025 annual general meeting of the Company, will, subject to authorization by the Shareholders, hold office until the next following annual general meeting of the Company and, being eligible, will offer himself for re-election. The biographies of these Directors are set out in Appendix II to the circular dated 17 April 2026 of which this notice forms part. The re-election of the aforementioned Directors will be individually voted on by the members of the Company at the Annual General Meeting.
- (6) Regarding Resolutions 5, 6 and 7 above, the Directors wish to state that they have no immediate plans to repurchase any existing shares of the Company or issue any new shares pursuant to the relevant mandate.
- (7) If a black rainstorm warning signal is in force or a tropical cyclone warning signal no. 8 or above is hoisted or extreme conditions is announced by the Hong Kong Government in Hong Kong at any time between 9:00 a.m. and 12:00 noon on the day of the AGM, the AGM will be adjourned. The Company will publish an announcement on its website and the website of Hong Kong Exchanges and Clearing Limited to notify shareholders of the date, time and venue of the adjourned meeting.

Shareholders should decide on their own whether they would attend the AGM under bad weather conditions having regard to their own situations and, if they choose to do so, they are advised to exercise care and caution.

([^] Independent Non-executive Director)

([#] Non-executive Director)