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# 越秀交通基建有限公司

## Yuexiu Transport Infrastructure Limited

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 01052)**

### NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**SGM**”) of Yuexiu Transport Infrastructure Limited (the “**Company**”) will be held at Plaza I-IV, Basement 3, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong on Friday, 22 November 2024 at 11:00 a.m. to consider and, if thought fit, approve, with or without modifications, the following resolution as an ordinary resolution. Unless otherwise indicated, capitalized terms used in this notice and the following resolution shall have the same meanings as those defined in the circular of the Company dated 1 November 2024 (the “**Circular**”) of which this notice forms part.

#### ORDINARY RESOLUTION

“**THAT:**

- (a) the agreement dated 9 October 2024 and entered into between Guangzhou Yue Xiu Holdings Limited\* (廣州越秀集團股份有限公司) (“**Vendor**”) and Yuexiu (China) Transport Infrastructure Investment Company Limited\* (越秀(中國)交通基建投資有限公司) (“**Purchaser**”), pursuant to which, among other things, the Vendor shall sell and the Purchaser shall purchase 55% of the equity interests in Henan Yuexiu Pinglin Expressway Company Limited\* (河南越秀平臨高速公路有限公司) at the consideration of RMB758.45 million (a copy of the aforesaid agreement has been produced before the SGM marked “A” and initialled by the Chairman of the SGM for the purpose of identification) and the transactions provided or contemplated thereunder be and are hereby approved, confirmed and ratified in all respects; and
- (b) any one or more Directors be and are hereby authorised, for and on behalf of the Company, to sign, execute, perfect, perform and deliver all such other agreements, instruments, deeds and documents and do all such acts or things and take all such steps as such Director(s) in his/their absolute discretion consider to be necessary, desirable or expedient or in the interest of the Company to give effect or otherwise in connection with or incidental to the agreement as set out in paragraph (a) above and all transactions contemplated thereunder and to agree to such variations, amendments or waivers as are, in his/their opinion, in the interests of the Company and its shareholders.”

By order of the Board  
**Yuexiu Transport Infrastructure Limited**  
**Yu Tat Fung**  
*Company Secretary*

Hong Kong, 1 November 2024

*Notes:*

- (1) Any member entitled to attend and vote at the SGM is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company.
- (2) The instrument appointing a proxy shall be in writing signed by the appointor or of his/her attorney duly authorized in writing or, if the appointor is a corporation, either under its seal or signed by a duly authorized officer or attorney.
- (3) To be valid, the completed proxy form together with the power of attorney or other authority, if any, under which it is signed or a certified copy of such power or authority, must be deposited with the Hong Kong branch share registrar of the Company, Tricor Abacus Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the SGM (or adjourned meeting thereof).
- (4) Completion and return of the proxy form will not preclude members from attending and voting in person at the SGM or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the proxy form shall be deemed to be revoked.
- (5) Where there are joint registered holders of any share, any one of such joint holders may vote at the SGM, either in person or by proxy, in respect of such Share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the SGM, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the share(s) shall alone be entitled to vote in respect thereof.
- (6) The register of members of the Company will be closed from Wednesday, 20 November 2024 to Friday, 22 November 2024, both days inclusive, during which period no transfer of shares will be registered. For the purpose of ascertaining the shareholders' eligibility to participate in the SGM to be held on Friday, 22 November 2024 at 11:00 a.m., all transfer of shares accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong branch share registrar, Tricor Abacus Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, no later than 4:30 p.m. on Tuesday, 19 November 2024.

*As at the date of this notice, the Board comprises:*

*Executive Directors* : *LIU Yan (Chairman), HE Baiqing, CHEN Jing, CAI Minghua and PAN Yongqiang*

*Independent Non-executive Directors* : *FUNG Ka Pun, LAU Hon Chuen Ambrose, CHEUNG Doi Shu and PENG Vincent Shen*