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SINOTRUK (HONG KONG) LIMITED

中國重汽(香港)有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 3808)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice of the annual general meeting (the “**AGM**”) of Sinotruk (Hong Kong) Limited (the “**Company**”) dated 29 April 2020, which sets out the time and venue of the AGM and contains the resolutions to be tabled before the AGM for approval by the shareholders of the Company (the “**Shareholders**”).

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that resolution number 4 in the notice of the AGM dated 29 April 2020 regarding the appointment of Deloitte Touche Tohmatsu as an independent auditor of the Company be withdrawn and that the AGM will be held as originally scheduled at 10:00 a.m. on Monday, 29 June 2020 at Rooms 1-5, 27/F, The Park Lane Hong Kong, 310 Gloucester Road, Causeway Bay, Hong Kong for the purposes of passing the following resolution number 5, with or without amendments, as an ordinary resolution of the Company, in addition to the resolutions number 1 to 3 set out in the notice of the AGM dated 29 April 2020:

ORDINARY RESOLUTION

To consider and, if thought fit, pass (with or without modification) the following resolution as an ordinary resolution of the Company:

5. To appoint Ernst & Young as the independent auditor of the Company for the financial year ending 31 December 2020 and to authorise the board of Directors to fix its remuneration.

By order of the board of the Directors
Sinotruk (Hong Kong) Limited
Cai Dong
Chairman of the Board and President

Ji’nan, the PRC, 28 May 2020

As at the date of this notice, the Board consists of seven executive directors of the Company including Mr. Cai Dong, Mr. Liu Wei, Mr. Liu Peimin, Mr. Dai Lixin, Mr. Richard von Braunschweig, Mr. Liu Zhengtao and Ms. Qu Hongkun; four non-executive directors of the Company including Mr. Andreas Hermann Renschler, Mr. Joachim Gerhard Drees, Mr. Jiang Kui and Ms. Annette Danielski; and six independent non-executive directors of the Company including Dr. Lin Zhijun, Mr. Yang Weicheng, Dr. Wang Dengfeng, Mr. Zhao Hang, Mr. Liang Qing and Mr. Lyu Shousheng.

Notes:

1. Save as the resolutions number 4, number 5 and other information as set out in this supplemental notice of the AGM, all information set out in the notice of the AGM dated 29 April 2020 remains unchanged. Please refer to the announcement of the Company dated 26 May 2020 for further information in relation to updates on the proposed change of auditor of the Company.
2. A member entitled to attend and vote at the meeting of the Company is entitled to appoint one or more proxies to attend and on a poll vote on his behalf. A proxy need not be a member of the Company.
3. In order to be valid, a proxy form and the power of attorney or other authorisation (if any) under which it is signed, or a notarially certified copy of such power of attorney or authorisation, must be deposited at the share registrar of the Company (the “**Share Registrar**”), Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof (the “**Closing Time**”).
4. The AGM of the Company will be held on Monday, 29 June 2020 and the register of members of the Company will be closed from Monday, 22 June 2020 to Monday, 29 June 2020 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify to attend and vote in the AGM, holders of the Company’s shares must lodge their share certificates together with the relevant share transfer documents with Computershare Hong Kong Investor Services Limited, the Share Registrar, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 19 June 2020.
5. Where there are joint holders of any share of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders are present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
6. Since resolution number 4 in the form of proxy (the “**Initial Proxy Form**”) despatched with the circular of the Company dated 29 April 2020 was withdrawn and the Initial Proxy Form does not contain the proposed resolution number 5 as set out in this supplementary notice of the AGM, a new proxy form (the “**Revised Proxy Form**”) has been prepared and sent along with this supplemental notice of the AGM.
7. A Shareholder who has not yet lodged the Initial Proxy Form with the Share Registrar is requested to lodge the Revised Proxy Form with the instructions printed thereon if the Shareholder wishes to appoint proxy/proxies to attend the AGM on his/her/its behalf. In this case, the Initial Proxy Form should not be lodged with the Share Registrar.
8. A Shareholder who has already lodged the Initial Proxy Form with the Share Registrar should note that: (i) if no Revised Proxy Form is lodged with the Share Registrar, the Initial Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the Initial Proxy Form, and in respect of the proposed resolution number 5 as set out in this supplemental notice of AGM, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution as he/she thinks fit; or (ii) if the Revised Proxy Form is lodged with the Share Registrar before the Closing Time, the Revised Proxy Form will revoke and supersede the Initial Proxy Form previously lodged by the Shareholder. The Revised Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed; or (iii) if the Revised Proxy Form is lodged with the Share Registrar after the Closing Time, the Revised Proxy Form will be deemed invalid. The Initial Proxy Form will be treated as a valid proxy form lodged by the Shareholder if correctly completed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the Initial Proxy Form, and in respect of the proposed resolution number 5 as set out in this supplemental notice of the AGM, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution as he/she thinks fit. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form before the Closing Time. If such Shareholders wish to vote at the AGM, they will have to attend in person and vote at the AGM themselves.
9. Completion and return of a proxy form will not preclude any member from attending and voting in person at the meeting or any adjourned meeting should he/she/it so wishes and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
10. No corporate gifts, refreshments or drinks will be distributed.