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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: 03808)**

### **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the “**AGM**”) of Sinotruk (Hong Kong) Limited (the “**Company**”) will be held at 3:00 p.m. on Monday, 29 June 2026 at the meeting centre at Sinotruk Tower, No. 777 Hua’ao Road, Innovation Zone, Ji’nan City, Shandong Province, PRC (as the principal meeting venue) and Units 2102-03, China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong (as the additional meeting venue) for the following purposes:

#### **ORDINARY RESOLUTIONS**

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

1. To receive, consider and adopt the audited consolidated financial statements of the Company, the report of the directors of the Company (the “**Director**”) and the report of the independent auditor of the Company for the year ended 31 December 2025.
2. To declare a final dividend of HK\$0.88 or RMB0.78 per share of the Company for the year ended 31 December 2025.
3.
  - A. To re-elect Mr. Liu Wei, a retiring Director, as an executive Director;
  - B. To re-elect Mr. Han Feng, a retiring Director, as an executive Director;
  - C. To re-elect Dr. Wang Dengfeng, a retiring Director, as an independent non-executive Director;
  - D. To re-elect Mr. Zhao Hang, a retiring Director, as an independent non-executive Director;
  - E. To re-elect Mr. Lyu Shousheng, a retiring Director, as an independent non-executive Director; and
  - F. To authorise the board of Directors to fix the remuneration of the Directors.

4. To re-appoint KPMG as the independent auditor of the Company for the financial year ending 31 December 2026 and to authorise the board of Directors to fix its remuneration.
  
5. **“THAT:**
  - A. the execution of the Second Supplemental Agreement to the 2026 CNHTC Purchase of Goods Agreement (as defined in the supplemental circular of the Company dated 18 May 2026 (the **“Supplemental Circular”**)) be and is hereby ratified, confirmed and approved;
  
  - B. all transactions contemplated under the Second Supplemental Agreement to the 2026 CNHTC Purchase of Goods Agreement and the proposed revised annual cap therefor for the year ending 31 December 2026 as set out in the Supplemental Circular be and are hereby approved; and
  
  - C. any executive Director be and is hereby authorised to do all acts and execute and deliver (whether under seal) all such documents for and on behalf of the Company as he/she considers necessary or desirable in connection with the Second Supplemental Agreement to the 2026 CNHTC Purchase of Goods Agreement, the transactions contemplated thereunder and the proposed revised annual cap for the year ending 31 December 2026.”
  
6. **“THAT:**
  - A. the execution of the 2029 CNHTC Sale of Goods Agreement (as defined in the Supplemental Circular) be and is hereby ratified, confirmed and approved;
  
  - B. all transactions contemplated under the 2029 CNHTC Sale of Goods Agreement and the proposed annual caps therefor for the three years ending 31 December 2029 as set out in the Supplemental Circular be and are hereby approved; and
  
  - C. any executive Director be and is hereby authorised to do all acts and execute and deliver (whether under seal) all such documents for and on behalf of the Company as he/she considers necessary or desirable in connection with the 2029 CNHTC Sale of Goods Agreement, the transactions contemplated thereunder and the proposed annual caps for the three years ending 31 December 2029.”
  
7. **“THAT:**
  - A. the execution of the 2029 CNHTC Purchase of Goods Agreement (as defined in the Supplemental Circular) be and is hereby ratified, confirmed and approved;
  
  - B. all transactions contemplated under the 2029 CNHTC Purchase of Goods Agreement and the proposed annual caps therefor for the three years ending 31 December 2029 as set out in the Supplemental Circular be and are hereby approved; and

- C. any executive Director be and is hereby authorised to do all acts and execute and deliver (whether under seal) all such documents for and on behalf of the Company as he/she considers necessary or desirable in connection with the 2029 CNHTC Purchase of Goods Agreement, the transactions contemplated thereunder and the proposed annual caps for the three years ending 31 December 2029.”

By order of the Board  
**Sinotruk (Hong Kong) Limited**  
**Liu Zhengtao**  
*Chairman of the Board*

Ji'nan, the PRC, 18 May 2026

*As at the date of this announcement, the board of the Company consists of seven executive directors of the Company including Mr. Liu Zhengtao, Mr. Liu Wei, Ms. Li Xia, Mr. Han Feng, Mr. Zhao Hua, Mr. Wang Dechun and Ms. Han Xing; three non-executive directors of the Company including Mr. Cheng Guangxu, Mr. Karsten Oellers and Mr. Mats Lennart Harborn; and five independent non-executive directors of the Company including Dr. Wang Dengfeng, Mr. Zhao Hang, Mr. Lyu Shousheng, Mr. Zhang Zhong and Dr. Liu Xiaolun.*

*Notes:*

1. 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.
2. 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, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th 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. Completion and return of the proxy form will not preclude any member from attending and voting in person at the meeting or any adjourned meeting should he/she so wishes.
3. The AGM of the Company will be held on Monday, 29 June 2026 and the register of members of the Company will be closed from Wednesday, 24 June 2026 to Monday, 29 June 2026 (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 Shares must lodge their Share certificates together with the relevant Share transfer documents with Computershare Hong Kong Investor Services Limited, the Share registrar of the Company, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Tuesday, 23 June 2026.
4. 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.
5. No corporate gifts, refreshments or drinks will be distributed.