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廣東粵運交通股份有限公司

Guangdong Yueyun Transportation Company Limited*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 03399)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND PROPOSED CHANGE OF AUDITORS

The Board announces that Deloitte Touche Tohmatsu CPA LLP will retire as the external auditors of the Company due to expiry of contract, with effect from the close of the AGM.

On 1 April 2014, the Board proposed the appointment of KPMG Huazhen (Special General Partnership) as the external auditors of the Company to fill the vacancy following the retirement of Deloitte Touche Tohmatsu CPA LLP and to hold office until the next annual general meeting of the Company, subject to approval of the Shareholders by way of ordinary resolution at the AGM.

The Board also proposed to amend the Articles of Association of the Company. The proposed amendments to the Articles of Association are subject to the approval by the Shareholders by way of special resolution at the AGM and all necessary approvals, authorisations, or registration (if applicable) to be obtained from or filed with the relevant governmental or regulatory authorities.

A circular containing, among other things, details of the proposed change of auditors of the Company and the proposed amendment to the Articles of Association together with the notice of the AGM will be dispatched to the Shareholders in due course.

This announcement is made by Guangdong Yueyun Transportation Company Limited (the “**Company**”) pursuant to Rule 13.51(1) and Rule 13.51(4) of the Rules Governing Listing of Securities on The Stock Exchange of Hong Kong Limited.

(1) **Proposed change of auditors of the Company**

The board of directors (the “**Board**”) of the Company announces that Deloitte Touche Tohmatsu CPA LLP (“**Deloitte**”) will retire as the external auditors of the Company due to expiry of contract, with effect from the close of the forthcoming annual general meeting of the Company (the “**AGM**”).

The Company’s audit was put out to tender and KPMG Huazhen (Special General Partnership) (“**KPMG**”) was successful in the tendering process. Accordingly, on 1 April 2014, the Board resolved to propose the appointment of KPMG as the new auditors of the Company to fill the vacancy following the retirement of Deloitte and to hold office until the next annual general meeting of the Company, subject to approval of the shareholders of the Company (the “**Shareholders**”) at the AGM.

Deloitte has confirmed that there are no circumstances in connection with its retirement which should be brought to the attention of the Shareholders. The Board also confirms that there are no circumstances in respect of the proposed change of auditors or the retirement of Deloitte that needs to be brought to the attention of the Shareholders.

The ordinary resolution proposed to be considered by the Shareholders at the AGM to approve the proposed appointment of KPMG as the new auditors of the Company will be set out in the notice of AGM to be distributed to the Shareholders in due course.

(2) **Proposed amendments to the Articles of Association**

The Board announces that a special resolution will be proposed at the AGM to approve certain amendments to the articles of association of the Company (the “**Articles of Association**”). The proposed amendments to the Articles of Association are for the purposes of amending the content relating to the business scope in the Articles of Association.

The proposed amendments to the Articles of Association are subject to the approval by the Shareholders by way of special resolution at the AGM and all necessary approvals, authorisations, or registration (if applicable) to be obtained from or filed with the relevant governmental or regulatory authorities in the People’s Republic of China.

A circular containing, among other things, details of the proposed change of auditors of the Company and the proposed amendment to the Articles of Association together with the notice of the AGM will be dispatched to the Shareholders as soon as practicable.

By order of the Board of
Guangdong Yueyun Transportation Company Limited
Xuan Zongmin
Chairman of the Board

Guangzhou, the People's Republic of China

1 April 2014

As at the date of this announcement, the Board comprises Mr. Xuan Zongmin, Mr. Tang Yinghai, Mr. Yao Hanxiong and Mr. Guo Junfa as executive directors of the Company; Mr. Liu Wei and Mr. Li Bin as non-executive directors of the Company; and Mr. Gui Shouping, Mr. Liu Shaobo and Mr. Peng Xiaolei as independent non-executive directors of the Company.

** For identification purposes only*