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YTO EXPRESS (INTERNATIONAL) HOLDINGS LIMITED

圓通速遞（國際）控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 6123)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of YTO Express (International) Holdings Limited (the “**Company**”) will be held at Suite 2208, 22nd Floor, Office Tower, Skyline Tower, 39 Wang Kwong Road, Kowloon Bay, Kowloon, Hong Kong on Wednesday, 23 November 2022 at 2:30 p.m. for the following purposes:

ORDINARY RESOLUTION

To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

1. “**THAT**

- (a) the adoption of the revised annual caps for the transactions contemplated under the master service agreement (the “**Master Service Agreement**”) entered into between the Company and 圓通速遞股份有限公司 (YTO Express Group Co., Ltd.*) (“**Yuantong**”) on 5 November 2021 in relation to the provision of international express and parcel services and/or air and ocean freight services for each of the years ending 31 December 2022, 2023 and 2024 (“**Revised Annual Caps**”) in the manner as set out in the circular of the Company dated 2 November 2022 (the “**Circular**”) be and are hereby approved; and
- (b) any director of the Company (the “**Director**”) or any other person authorised by the Directors be and is hereby authorised to do and execute all such acts, matters, deeds, documents and things as he may in his absolute discretion consider necessary or desirable for or in connection with the implementation of the Revised Annual Caps and other matters contemplated thereunder or ancillary thereto, and to effect or implement any other matters referred to in this resolution.”

SPECIAL RESOLUTIONS

As special business to consider and, if thought fit, pass with or without amendments, the following resolutions as special resolution:

2. “**THAT** subject to and conditional upon the necessary approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be changed from “YTO Express (International) Holdings Limited” to “YTO International Express and Supply Chain Technology Limited” and the dual foreign name of the Company in Chinese of “圓通國際快遞供應鏈科技有限公司” be adopted in place of its existing dual foreign name “圓通速遞(國際)控股有限公司” (the “**Change of Company Name**”) with effect from the date on which the Registrar of Companies in the Cayman Islands issues the certificate of incorporation on change of name confirming the new name has been registered, and that any one of the Directors be and he/she is hereby authorised to do all such acts and things and execute such further documents and take all steps which, in his/her opinion, may be necessary, desirable or expedient to implement and give effect to the aforesaid change of the Company’s name and to attend to any necessary registration and/or filing for and on behalf of the Company.”
3. “**THAT** subject to the passing of the resolution numbered 2 above, and the new Company name being entered into the register of companies by the Registrar of Companies in the Cayman Islands, the amended and restated memorandum of association and the amended and restated articles of association of the Company (the “**Existing M&A**”) be amended in the manner as set out in the Circular; and the amended and restated memorandum of association and the amended and restated articles of association of the Company in the form produced to the meeting (the “**New M&A**”), a copy of which has been produced to the meeting marked “A” and signed by the chairman of the extraordinary general meeting for the purpose of identification, which consolidates all the proposed amendments mentioned in the Circular, be approved and adopted in substitution for and to the exclusion of the Existing M&A with effect upon the proposed Change of Company Name becoming effective and that any one of the Directors be and is hereby authorised to do all things necessary to implement the adoption of the New M&A.”

By order of the Board
YTO Express (International) Holdings Limited
圓通速遞(國際)控股有限公司
Yu Huijiao
Chairman

Hong Kong, 2 November 2022

Notes:

1. Any shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a shareholder of the Company but must attend the EGM in person to represent the member. A shareholder who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed. It is possible that shareholders and/or their representatives may not be able to attend in person at the venue of the EGM depending on prevailing Government regulations. Shareholders of the Company are strongly encouraged to appoint the chairman of the EGM as their proxy to vote on the resolutions, instead of attending the EGM in person.

2. In the case of joint holders of a share of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such share of the Company as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the EGM, the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s), and for this purpose seniority will be determined by the order in which the names of the joint holders stand in the register of members of the Company in respect of the joint holding.
3. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM (i.e. not later than 2:30 p.m. on Monday, 21 November 2022) or the adjourned meeting (as the case may be).
4. To ascertain shareholders' eligibility to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 18 November 2022 to Wednesday, 23 November 2022 (both days inclusive), during which period no share transfer will be effected. In order to qualify for attending and voting at the EGM, unregistered holders of shares of the Company should ensure that all completed transfer forms accompanied by the relevant share certificates are lodged with the Hong Kong branch share registrar and transfer office of the Company, Tricor Investor Services Limited, at its address shown in Note 3 above for registration no later than 4:30 p.m. on Thursday, 17 November 2022.
5. In case Typhoon Signal No. 8 or above is hoisted, or a Black Rainstorm Warning Signal or "extreme conditions caused by a super typhoon" announced by the Government is/are in force in Hong Kong at or at any time after 12:00 noon on the date of the EGM, the meeting will be adjourned. The Company will post an announcement on the websites of the Company (www.ytglobal.com) and the Stock Exchange (www.hkexnews.hk) to notify shareholders of the date, time and place of the adjourned meeting.

The meeting will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the EGM under bad weather conditions bearing in mind their own situation.

6. Due to the recent development of the COVID-19 pandemic, shareholders of the Company are reminded to refer to section "9. Special Arrangements for the EGM" on pages 18 to 19 of the circular dated 2 November 2022 issued by the Company for details. Subject to the development of the COVID-19 and the requirements or guidelines of the Government and/or regulatory authorities, the Company may be required to change the EGM arrangements at short notice. Shareholders should check the websites of the Company (www.ytglobal.com) and the Stock Exchange (www.hkexnews.hk) for further announcements and updates on the EGM arrangements.
7. References to time and dates in this notice are to Hong Kong time and dates.
8. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

* *Denotes English translation of the name of a Chinese company, and is provided for identification purposes only*

As at the date of this announcement, the Board comprises two executive directors, namely, Mr. Huang Yifeng and Mr. Sun Jian; four non-executive directors, namely, Mr. Yu Huijiao, Mr. Pan Shuimiao, Mr. Chen Dong and Mr. Yang Xinwei; and three independent non-executive directors, namely, Mr. Li Donghui, Mr. Xu Junmin and Mr. Chung Kwok Mo John.