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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)

**POLL RESULTS OF 2025 SECOND EXTRAORDINARY GENERAL
MEETING HELD ON 29 SEPTEMBER 2025;
ADOPTION AND EFFECTIVENESS OF THE ARTICLES OF ASSOCIATION,
THE RULES OF PROCEDURE FOR SHAREHOLDERS' MEETINGS AND
THE RULES OF PROCEDURE FOR BOARD MEETINGS;
RESIGNATION OF DIRECTORS;
APPOINTMENT OF MEMBERS OF THE NINTH SESSION
OF THE BOARD; AND
ABOLITION OF THE SUPERVISORY COMMITTEE AND CESSATION
OF OFFICE OF SUPERVISORS**

References are made to (i) the notice of 2025 Second Extraordinary General Meeting (the “**EGM**”) dated 9 September 2025 (the “**Notice**”) and (ii) the circular dated 9 September 2025 (the “**Circular**”) of Guangdong Yueyun Transportation Company Limited* (the “**Company**”). Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular.

VOTING RESULTS OF THE EGM

The Board announces that the resolutions as set out in the Notice were duly passed by way of poll at the EGM held on 29 September 2025 at 24/F, Yueyun Building, No. 3 Zhongshan Second Road, Guangzhou, Guangdong Province. Tricor Investor Services Limited, the H share registrar of the Company, acted as the scrutineer for vote-taking at the EGM.

In accordance with Rule 13.39(5A) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), Mr. Zhu Fang, Mr. Huang Wenban, Mr. Hu Xianhua, Mr. Hu Jian, Mr. Su Wujun, Ms. Huang Yuan, Mr. Shen Jialong and Mr. Zhang Xiangfa attended the EGM.

Details of the poll results in respect of the resolutions as set out in the Notice and proposed at the EGM were as follows:

ORDINARY RESOLUTIONS		NUMBER OF VOTES (Approximate %)		
		For	Against	Total
1.	To consider and approve the following resolutions in relation to the re-election and appointment of Directors:			
1.1	To consider and approve the re-election of Mr. Zhu Fang as an executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047
1.2	To consider and approve the re-election of Mr. Huang Wenban as an executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047
1.3	To consider and approve the re-election of Mr. Hu Xianhua as an executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047
1.4	To consider and approve the re-election of Mr. Hu Jian as an executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047
1.5	To consider and approve the appointment of Mr. Yuan Dengping as a non-executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047
1.6	To consider and approve the appointment of Mr. Cai Fen as a non-executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047
1.7	To consider and approve the re-election of Mr. Su Wujun as an independent non-executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047

ORDINARY RESOLUTIONS		NUMBER OF VOTES (Approximate %)		
		For	Against	Total
	1.8 To consider and approve the re-election of Ms. Huang Yuan as an independent non-executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047
	1.9 To consider and approve the re-election of Mr. Zhang Xiangfa as an independent non-executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047
	1.10 To consider and approve the appointment of Ms. Mu Huihua as an independent non-executive Director of the ninth session of the Board.	665,665,047 (100%)	0 (0%)	665,665,047
2.	To authorise the Board to determine the remuneration of the Directors.	665,665,047 (100%)	0 (0%)	665,665,047
SPECIAL RESOLUTIONS		NUMBER OF VOTES (Approximate %)		
		For	Against	Total
3.	To consider and approve the following resolutions in relation to the abolition of the Supervisory Committee and amendments to the Articles of Association and Rules of Procedure:			
	3.1 To consider and approve the proposed amendments to the Articles of Association and the abolition of the Supervisory Committee.	665,665,047 (100%)	0 (0%)	665,665,047
	3.2 To consider and approve the proposed amendments to the Rules of Procedure for Shareholders' Meetings.	665,665,047 (100%)	0 (0%)	665,665,047
	3.3 To consider and approve the proposed amendments to the Rules of Procedure for Board Meetings.	665,665,047 (100%)	0 (0%)	665,665,047

As at the record date of the EGM (i.e. 29 September 2025), (i) the total number of issued shares of the Company was 799,847,800 shares; and (ii) there were no treasury shares held by the Company. None of the holders of securities of the Company was required under the Listing Rules to abstain from voting at the EGM. Accordingly, the total number of shares entitling the Shareholders to attend the EGM and vote for or against the resolutions put forward at the EGM was 799,847,800 shares.

So far as is known to the Company, none of the holders of securities of the Company was entitled to attend the EGM and shall abstain from voting in favour of the resolutions put forward at the EGM in accordance with Rule 13.40 of the Listing Rules.

No Shareholder indicated his/her intention to vote against or abstain from voting on the resolutions proposed at the EGM in the Circular.

As more than half of the votes were cast in favour of the resolutions numbered 1.1 to 1.10 (both inclusive) and 2 set out above at the EGM, such resolutions were duly passed as ordinary resolutions of the Company.

As more than two-thirds of the votes were cast in favour of the resolutions numbered 3.1, 3.2 and 3.3 set out above at the EGM, such resolutions were duly passed as special resolutions of the Company.

ADOPTION AND EFFECTIVENESS OF THE ARTICLES OF ASSOCIATION, THE RULES OF PROCEDURE FOR SHAREHOLDERS' MEETINGS AND THE RULES OF PROCEDURE FOR BOARD MEETINGS

In view of the fact that the resolutions numbered 3.1, 3.2 and 3.3 proposed at the EGM have been duly passed by the Shareholders (or their proxies) present at the EGM, the Board is pleased to announce that the approved amended Articles of Association, the Rules of Procedure for Shareholders' Meetings and the Rules of Procedure for Board Meetings shall take effect from the date of this announcement.

RESIGNATION OF DIRECTORS

Mr. Shen Jialong and Mr. Chen Chuxuan have resigned as Directors of the eighth session of the Board of the Company and from all positions held by them in the respective committees under the Board, with effect from the date of this announcement. Mr. Shen Jialong and Mr. Chen Chuxuan have each confirmed that they have no disagreement with the Board and that there is no other matter that needs to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Shen Jialong and Mr. Chen Chuxuan for their valuable contributions to the Group during their tenure.

APPOINTMENT OF MEMBERS OF THE NINTH SESSION OF THE BOARD

The term of office of the eighth session of the Board of the Company has expired. As considered at the EGM, the following candidates were elected and appointed as the members of the ninth session of the Board:

- (1) **Executive Directors:** Mr. Zhu Fang, Mr. Huang Wenban, Mr. Hu Xianhua and Mr. Hu Jian
- (2) **Non-executive Directors:** Mr. Yuan Dengping and Mr. Cai Fen
- (3) **Independent non-executive Directors:** Mr. Su Wujun, Ms. Huang Yuan, Mr. Zhang Xiangfa and Ms. Mu Huihua

The term of office of the members of the ninth session of the Board is three years, with effect from the date of this announcement.

In addition, the first meeting of the ninth session of the Board of the Company was held on the same day. It was resolved at the meeting to elect Mr. Zhu Fang as the chairman of the ninth session of the Board of the Company, with effect from the date of this announcement and for a term up to the expiry date of the ninth session of the Board.

The Board resolved to confirm that, with effect from the date of this announcement, the composition of the committees under the ninth session of the Board is as follows:

Committees	Members
Audit & Corporate Governance Committee	Mr. Su Wujun (Committee Chairman), Mr. Cai Fen and Ms. Mu Huihua
Remuneration Committee	Mr. Zhang Xiangfa (Committee Chairman), Mr. Su Wujun and Mr. Yuan Dengping
Nomination Committee	Mr. Zhu Fang (Committee Chairman), Ms. Huang Yuan and Mr. Zhang Xiangfa
Strategy Committee	Mr. Zhu Fang (Committee Chairman), Mr. Hu Xianhua and Mr. Su Wujun
Compliance Committee	Mr. Zhu Fang (Committee Chairman), Mr. Huang Wenban and Mr. Hu Xianhua

In addition, code provision C.2.1 of the Corporate Governance Code set out in Appendix C1 to the Listing Rules stipulates that “the roles of chairman and chief executive should be separate and should not be performed by the same individual”.

Currently, the roles of both the chairman and the chief executive are performed by Mr. Zhu Fang. Although this arrangement deviates from the requirement of code provision C.2.1, the Board considers that this arrangement is appropriate and in the interests of the Company as a whole having regard to the following factors:

- (1) The Company has just completed the reconstitution of the Board and Mr. Zhu Fang has been appointed as both the chairman and the chief executive officer, which can maintain the continuity and stability of the operations of the management and the Board during the transition period.
- (2) Mr. Zhu Fang has an in-depth understanding of the business operation, management structure and long-term development strategy of the Company, and can effectively coordinate the decision-making of the Board and the execution of daily management to ensure the rapid implementation of strategies.
- (3) The concurrent arrangement helps the Company to unify direction in the process of major decision-making and business development, avoid overlapping of responsibilities and delay in communication, and improve management efficiency and execution.
- (4) Oversight and Checks and Balances: In more than half of the Board committees, independent non-executive Directors form the majority. In particular, the Audit & Corporate Governance Committee and Remuneration Committee can independently supervise the management and Mr. Zhu Fang himself to ensure that the Company’s governance structure remains sound.

In conclusion, although the concurrent holding of the positions of chairman and chief executive officer deviates from the code provision, in light of the reasons described above, such arrangement is conducive to the Company's continued and stable development and is considered appropriate.

ABOLITION OF THE SUPERVISORY COMMITTEE AND CESSATION OF OFFICE OF SUPERVISORS

In view of the fact that the resolutions in relation to the abolition of the Supervisory Committee and amendments to the Articles of Association and Rules of Procedure, namely the resolutions numbered 3.1, 3.2 and 3.3, have been duly approved by the Shareholders at the EGM, the Board further announces that, with effect from the conclusion of the EGM, the Company will no longer maintain a Supervisory Committee or supervisors. The powers and duties of the Supervisory Committee under the amended Company Law will be assumed by the Audit & Corporate Governance Committee. The Rules of Procedure for the Supervisory Committee of the Company are accordingly abolished. With effect from the conclusion of the EGM, all supervisors shall cease to serve as supervisors of the Company. Each supervisor has confirmed that there are no disagreements with the Board or the Supervisory Committee, and there are no matters relating to their cessation of office that need to be brought to the attention of the Stock Exchange or the Shareholders. The Board would like to express its sincere gratitude to all the supervisors for their valuable contributions to the Company during their tenure.

By Order of the Board
Guangdong Yueyun Transportation Company Limited
Zhu Fang
Chairman of the Board

Guangzhou, the PRC
29 September 2025

As at the date of this announcement, the Board comprises Mr. Zhu Fang, Mr. Huang Wenban, Mr. Hu Xianhua and Mr. Hu Jian as executive Directors of the Company, Mr. Yuan Dengping and Mr. Cai Fen as non-executive Directors of the Company, and Mr. Su Wujun, Ms. Huang Yuan, Mr. Zhang Xiangfa and Ms. Mu Huihua as independent non-executive Directors of the Company.

* *For identification purposes only*