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SANY HEAVY EQUIPMENT INTERNATIONAL HOLDINGS COMPANY LIMITED

三一重裝國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 631)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the "**EGM**") of Sany Heavy Equipment International Holdings Company Limited (the "**Company**") will be held at Conference Room 103, Research and Development Building, Sany Heavy Equipment Co., Ltd., No. 25, 16 Kaifa Road, Shenyang Economic of Technological Development Zone, Shenyang, Liaoning Province, PRC at 10:00 a.m. on Friday, 28 November 2025 for the following purposes:

ORDINARY RESOLUTIONS

1. "**THAT:**

   (a) the Liang Wengen Sales Framework Agreement (as defined in the circular of the Company dated 13 November 2025) dated 20 October 2025 entered into between the Company and Mr. Liang Wengen be and is hereby approved, confirmed and ratified; and

   (b) the annual caps for the transactions under the Liang Wengen Sales Framework Agreement be and are hereby approved, confirmed and ratified."

2. "**THAT:**

   (a) the SANYI Sales Framework Agreement (as defined in the circular of the Company dated 13 November 2025) dated 20 October 2025 entered into between the Company and Sany Heavy Industry Co., Ltd. be and is hereby approved, confirmed and ratified; and

(b) the annual caps for the transactions under the SANYI Sales Framework Agreement be and are hereby approved, confirmed and ratified."

3. "**THAT:**

(a) the Liang Wengen Procurement Framework Agreement (as defined in the circular of the Company dated 13 November 2025) dated 20 October 2025 entered into between the Company and Mr. Liang Wengen be and is hereby approved, confirmed and ratified; and

(b) the annual caps for the transactions under the Liang Wengen Procurement Framework Agreement be and are hereby approved, confirmed and ratified."

4. "**THAT:**

(a) the SANYI Procurement Framework Agreement (as defined in the circular of the Company dated 13 November 2025) dated 20 October 2025 entered into between the Company and Sany Heavy Industry Co., Ltd. be and is hereby approved, confirmed and ratified; and

(b) the annual caps for the transactions under the SANYI Procurement Framework Agreement be and are hereby approved, confirmed and ratified."

5. "**THAT:**

(a) the SANYI Guarantee Framework Agreement (as defined in the circular of the Company dated 13 November 2025) dated 20 October 2025 entered into between the Company and Sany Heavy Industry Co., Ltd. be and is hereby approved, confirmed and ratified; and

(b) the annual caps for the transactions under the SANYI Guarantee Framework Agreement be and are hereby approved, confirmed and ratified."

By Order of the Board of Directors
Sany Heavy Equipment International Holdings Company Limited
Mr. Zhou Fugui
Chairman

Hong Kong, 13 November 2025

Notes:

(1) A member entitled to attend and vote at the EGM may appoint one or, if he holds two or more shares of the Company (the "**Share(s)**"), more proxies to attend and vote instead of him. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.

(2) Where there are joint holders of any Share, any one of such joint holder may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders be present at the EGM, 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.

(3) In order to be valid, a form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof shall be deposited at the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the EGM or any adjournment thereof. The proxy form will be published on the website of the Stock Exchange.

(4) The register of members of the Company will be closed from Monday, 24 November 2025 to Friday, 28 November 2025 (both days inclusive) during which period no transfer of shares will be registered. The record date for determining the shareholders' entitlement to attend and vote at the EGM is Friday, 28 November 2025. In order to qualify for the entitlement to attend and vote at the EGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 21 November 2025.

(5) The completion of a form of proxy will not preclude you from attending and voting at the EGM in person should you so wish. If you attend and vote at the EGM, the authority of your proxy will be revoked.

As at the date of this notice, the executive Directors are Mr. Zhou Fugui, Mr. Liang Zaizhong and Mr. Fu Weizhong, the non-executive Directors are Mr. Tang Xiuguo and Mr. Xiang Wenbo, and the independent non-executive Directors are Mr. Poon Chiu Kwok, Mr. Hu Jiquan, Mr. Yang Shuyong and Ms. Zhou Lan.