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SANY HEAVY INDUSTRY CO., LTD.

三一重工股份有限公司

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

(Stock Code: 6031)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 5th extraordinary general meeting of SANY Heavy Industry Co., Ltd. (the "**Company**") for 2025 (the "**EGM**") will be held at 10:00 a.m. on Tuesday, December 30, 2025 at No. 1 Conference Room, Administrative Center, SANY Industrial Park, Changsha County, Changsha City, Hunan Province, the PRC, to deal with the following resolutions:

SPECIAL RESOLUTIONS

1. Consider and approve the proposal regarding the abolishment of the Board of Supervisors and the amendments to the Articles of Association of the Company.

2. Consider and approve the proposal regarding amendments to the Rules of Procedure for the Shareholders' Meeting.

3. Consider and approve the proposal regarding amendments to the Rules of Procedure for the Board of Directors.

ORDINARY RESOLUTIONS

4. Consider and approve the proposal regarding amendments to certain internal systems of the Company.

   4.1 Consider and approve the amendments to the Working System for Independent Directors.

   4.2 Consider and approve the amendments to the Related/Connected Transaction Management System.

   4.3 Consider and approve the amendments to the Management System relating to External Provision of Financial Assistance.

4.4 Consider and approve the amendments to the Management System for Use of Proceeds.

4.5 Consider and approve the amendments to the Management System relating to Remuneration of Directors and Senior Management.

5. Consider and approve the proposal regarding the estimated cap for mortgage and financial leasing business for 2026.

6. Consider and approve the proposal regarding the estimated cap for providing guarantees to controlled subsidiaries.

7. Consider and approve the proposal regarding conducting deposit business with a related bank.

8. Consider and approve the proposal regarding providing financial assistance to controlled subsidiaries.

9. Consider and approve the proposal regarding the estimated daily related party transactions for 2026.

10. Consider and approve the proposal regarding the estimated cap for external guarantees by the wholly-owned subsidiary SANY Financing Guarantee Co., Ltd. for 2026.

By order of the Board
SANY Heavy Industry Co., Ltd.
XIANG Wenbo
Executive Director and Chairman of the Board

Hong Kong, the PRC
December 8, 2025

Notes:

1. Eligibility for attending the EGM and date of registration of members for H Shares

The register of members of H Shares of the Company will be closed from Tuesday, December 23, 2025 to Tuesday, December 30, 2025 (both days inclusive), during which time no share transfers of H Shares will be effected. Purchasers of H Shares who have submitted their share transfer documents to the Company's H Share Registrar and registered as Shareholders on the register of members of H Shares of the Company before 4:30 p.m. on Monday, December 22, 2025 are entitled to attend and vote in respect of all resolutions to be proposed at the Extraordinary General Meeting.

In order to attend the EGM, holders of H Shares should ensure that all share transfer documents, accompanied by the relevant share certificates, are lodged with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, before 4:30 p.m. on Monday, December 22, 2025.

2. Proxy

(1) Each Shareholder entitled to attend and vote at the EGM may appoint one or more proxies in writing to attend and vote on his/her/their behalf. The proxy need not be a Shareholder of the Company.

(2) The form of proxy appointing a proxy must be in writing under the hand of the appointor or his/her attorney duly authorized in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorized attorney. If the form of proxy is signed by an attorney of the appointor, the power of attorney authorizing that attorney to sign or other document of authorization must be notarized.

To be valid, for holders of H Shares, the form of proxy and notarized power of attorney or other document of authorization must be delivered to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours before the time appointed for the EGM (i.e. before 10:00 a.m. on Monday, December 29, 2025).

3. Registration procedures for attending the EGM

A Shareholder or his/her proxy should present proof of identity when attending the EGM. If a Shareholder is a legal person, its legal representative or other person authorized by the Board of Directors or other governing body of such Shareholder may attend the EGM by providing a copy of the resolution of the Board of Directors or other governing body of such Shareholder appointing such person to attend the meeting.

4. Voting by poll

According to Rule 13.39(4) of the Hong Kong Listing Rules, any vote of shareholders at a general meeting must be taken by poll. For the avoidance of doubt and for the purposes of the Listing Rules, holders of treasury Shares are required to abstain from voting on the matters to be approved by Shareholders at the shareholders' meetings of the Company.

5. Miscellaneous

(1) The EGM is expected to be held for no more than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.

(2) The registered office of the Company:
5/F, Building 6
No. 8, Beiqing Road
Changping District, Beijing
PRC

Contact department: Securities Investment Office of the Company
Telephone: 0731–84031555
Email: fanjj2@sany.com.cn
Contact persons: Fan Jianjun, Xiao Hao

As at the date of this notice, the Board comprises: (i) Mr. XIANG Wenbo and Mr. YU Hongfu as executive directors; (ii) Mr. LIANG Wengen and Mr. LIANG Zaizhong as non-executive directors and (iii) Mr. WU Zhongxin, Ms. XI Qing and Mr. LAM Yuk Kun Lawrence as independent non-executive directors.