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**TRANSPORT INTERNATIONAL HOLDINGS LIMITED**  
**( 載通國際控股有限公司 ) \***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 62)**

**NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Special General Meeting of Transport International Holdings Limited (the “Company”) will be held at The Royal Plaza Hotel, Grand Ballroom I-II, Level 6, 193 Prince Edward Road West, Kowloon, Hong Kong at 3:00 p.m. on Thursday, 21 May 2015, to consider and, if thought fit, pass with or without modifications the following resolution as an ordinary resolution:

**ORDINARY RESOLUTION**

“**THAT:**

- (i) the purchase contract dated 13 April 2015 entered into between The Kowloon Motor Bus Company (1933) Limited and Alexander Dennis (Asia Pacific) Limited (“ADL Asia”) for the purchase of 126 units of 12-Metre Enviro 500 Double-deck CKD Buses and 100 units of 12.8-Metre Enviro 500 Double-deck CKD Buses from ADL Asia and the transactions contemplated thereunder; and
- (ii) the purchase contract dated 13 April 2015 entered into between Long Win Bus Company Limited and ADL Asia for the purchase of 21 units of 12-Metre Enviro 500 Double-deck CKD Buses and 39 units of 12.8-Metre Enviro 500 Double-deck CKD Buses from ADL Asia and the transactions contemplated thereunder,

be and are hereby approved.”

By Order of the Board  
**Lana WOO**  
*Company Secretary*

Hong Kong, 5 May 2015

\* *For identification purpose only*

*Notes:*

- (1) Any member of the Company entitled to attend and vote at the Special General Meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote in his stead. On a poll, votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member who is a holder of two or more shares of the Company may appoint more than one proxy to represent him and vote on his behalf at the Special General Meeting.
- (2) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notorially certified copy of that power or authority must be delivered to the Company's principal office at 9 Po Lun Street, Lai Chi Kok, Kowloon, Hong Kong not less than 48 hours before the time appointed for holding the Special General Meeting or adjourned meeting.
- (3) The above resolution will be put to vote by way of a poll at the Special General Meeting.

The Directors of the Company as at the date of this announcement are:

Independent Non-executive Directors:

Dr. Norman LEUNG Nai Pang, *GBS, JP* (Chairman)  
Dr. John CHAN Cho Chak, *GBS, JP* (Deputy Chairman)  
Dr. Eric LI Ka Cheung, *GBS, OBE, JP*  
Mr. Gordon SIU Kwing Chue, *GBS, CBE, JP*  
Professor LIU Pak Wai, *SBS, JP*

Non-executive Directors:

Mr. Raymond KWOK Ping Luen, *JP* (Mr. Godwin SO Wai Kei as his alternate)  
Mr. NG Siu Chan (Ms. Winnie NG as his alternate)  
Mr. William LOUEY Lai Kuen  
Ms. Winnie NG  
Mr. Edmond HO Tat Man  
Mr. John Anthony MILLER, *SBS, OBE*  
Mr. Allen FUNG Yuk Lun

Executive Directors:

Mr. Roger LEE Chak Cheong (Managing Director)  
Mr. Charles LUI Chung Yuen, *M.H.*  
Mr. Evan AU YANG Chi Chun