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Shenzhen International Holdings Limited
深圳國際控股有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 00152)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (“**SGM**”) of Shenzhen International Holdings Limited (the “**Company**”) will be held at Conference Room, 16th Floor, Shenzhen International Building, 8045 Hongli West Road, Futian District, Shenzhen, China on Monday, 31 August 2020 at 11:00 a.m. for the purposes of considering and, if thought fit, passing (with or without modifications) the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. **“THAT:**
 - (a) the proposed amendments to the terms of the share option scheme of the Company adopted on 16 May 2014 (the “**Share Option Scheme**”), a summary of which has been set out in Appendix I to the circular of the Company dated 14 August 2020, be and are hereby approved (the “**Proposed Amendments**”);
 - (b) the Proposed Amendments referred to paragraph (a) above shall apply to the outstanding options granted under the Share Option Scheme which remain unexercised as at the date of the SGM and Options to be granted under the Share Option Scheme with effect from the date of the SGM; and
 - (c) the board of directors of the Company be and is hereby authorized to do all such acts and execute such documents as may be necessary, desirable or expedient in order to give full effect to the amendment to the Share Option Scheme referred to in paragraph (a) above.”
2. To re-elect Mr. Pan Chao Jin as a director of the Company (“**Director**”).
3. To re-elect Mr. Chan King Chung as a Director.

By Order of the Board
Shenzhen International Holdings Limited
Li Hai Tao
Chairman

Hong Kong, 14 August 2020

Notes:

1. Any shareholder of the Company (the “**Shareholder(s)**”) entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead in accordance with the Company’s bye-laws. A proxy need not be a Shareholder of the Company but must be present in person to represent the Shareholder.
2. 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 notarially certified copy of such power of attorney or authority must be lodged with the branch share registrar of the Company in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
3. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the meeting or any adjournment thereof (as the case may be) should they so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorized in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorized.
5. For determining the entitlement to attend and vote at the SGM or any adjournment thereof, the record date is fixed on Friday, 28 August 2020. Shareholders whose names appear on the register of members of the Company at the close of business on the record date will be entitled to attend and vote at the SGM. In order to be eligible for attending and voting at the SGM, all transfer forms accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 28 August 2020.
6. The Shareholders and any proxy who attend the meeting may incur accommodation and traveling expenses at their own costs.
7. To safeguard the health and safety of the Shareholders and to prevent the spreading of the coronavirus disease 2019 (“**COVID-19**”) pandemic, the following precautionary measures will be implemented at the SGM, without limitation:
 - compulsory body temperature screening/checks;
 - mandatory wearing of surgical face masks;
 - appropriate distancing and spacing will be maintained and as such, the Company may limit the number of attendees at the SGM as may be necessary to avoid over-crowding;
 - no refreshment or souvenirs will be provided at the SGM; and
 - any person who does not comply with the precautionary measures to be taken at the SGM may be denied entry into the meeting venue.

For the health and safety of Shareholders, the Company encourages Shareholders NOT to attend the SGM in person, and advises Shareholders to appoint the Chairman of the SGM as their proxy to vote according to their indicated voting instructions as an alternative to attending the SGM in person.

Subject to the development of COVID-19, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as appropriate.

As at the date of this announcement, the board of directors of the Company consists of Messrs. Li Hai Tao, Zhong Shan Qun, Liu Jun and Hu Wei as executive directors, Mr. Liu Xiao Dong as non-executive director and Professor Cheng Tai Chiu, Edwin, Messrs. Pan Chao Jin and Chan King Chung as independent non-executive directors.