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China ZhengTong Auto Services Holdings Limited
中國正通汽車服務控股有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1728)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of China ZhengTong Auto Services Holdings Limited 中國正通汽車服務控股有限公司 (the “**Company**”) will be held at Large Conference Room, 4th Floor, Wuhan Baoze, No. Te 6 Huangpu Science Park, Tazihu Street, Jiangnan District, Wuhan, Hubei Province, the PRC on Wednesday, 23 April 2025 at 10:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To consider and, if thought fit, pass each of the following resolutions, with or without amendments, as an ordinary resolution:
 - (a) To re-elect Mr. SU Yi as an executive director of the Company;
 - (b) To re-elect Dr. TSUI Wai Ling Carlye as an independent non-executive director of the Company; and
 - (c) To re-elect Mr. SHEN Jinjun as an independent non-executive director of the Company.

SPECIAL RESOLUTIONS

2. To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

“**THAT:**

- (a) the proposed amendments (the “**Amendments Relating to Core Standards**”) to the existing articles of association of the Company (the “**Existing Articles**”) for the purpose of complying with the Core Shareholder Protection Standards (the “**Core Standards**”) under Appendix A1 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the details of which are shown as a comparison against the Existing Articles and shaded in dark grey as set out in Appendix I to the Company’s circular dated 31 March 2025, and the proposed amendments (the “**Cayman Filing Amendments**”) that are necessary to comply with filing requirements in the Cayman Islands, the details of which are shown as a comparison against the Existing Articles and shaded in light grey, as set out in Appendix I to the Company’s circular dated 31 March 2025, be and are hereby approved; and
- (b) the amended and restated articles of association of the Company, which contains the Amendments Relating to Core Standards and the Cayman Filing Amendments, a copy of which has been produced to the Meeting and marked “A” and initialled by the chairman of the Meeting (the “**Chairman**”), be and is hereby approved and adopted in substitution for and to the exclusion of the Existing Articles with immediate effect after the close of the Meeting, and any director or company secretary of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the adoption of the amended and restated articles of association of the Company set out in this resolution 2, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong, provided that if resolution 3 is passed, the amended and restated articles of association of the Company, which contains the Amendments Relating to Core Standards and the Other Amendments (as defined in resolution 3 below) (including the Cayman Filing Amendments), a copy of which has been produced to the Meeting and marked “C” and initialled by the Chairman will be adopted in substitution for and to the exclusion of the Existing Articles with immediate effect after the close of the Meeting.”

3. To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

“**THAT:**

- (a) the proposed amendments (the “**Other Amendments**”) to the Existing Articles, the details of which are shown as a comparison against the Existing Articles as set out in Appendix I to the Company’s circular dated 31 March 2025, and for the avoidance of doubt, exclude the Amendments Relating to Core Standards which are shaded in dark grey and include the Cayman Filing Amendments which are shaded in light grey, be and are hereby approved; and
- (b) the amended and restated articles of association of the Company, which contains the Other Amendments (including the Cayman Filing Amendments), a copy of which has been produced to the Meeting and marked “B” and initialled by the Chairman, be and is hereby approved and adopted in substitution for and to the exclusion of the Existing Articles with immediate effect after the close of the Meeting, and any director or company secretary of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the adoption of the amended and restated articles of association of the Company set out in this resolution 3, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong, provided that if resolution 2 is passed, the amended and restated articles of association of the Company, which contains the Amendments Relating to Core Standards and the Other Amendments (including the Cayman Filing Amendments), a copy of which has been produced to the Meeting and marked “C” and initialled by the Chairman will be adopted in substitution for and to the exclusion of the Existing Articles with immediate effect after the close of the Meeting.”

By order of the Board
China ZhengTong Auto Services Holdings Limited
中國正通汽車服務控股有限公司
HUANG Junfeng
Chairman

Hong Kong, 31 March 2025

Registered Office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Principal place of business in Hong Kong:

Flat C, 32/F
Lippo Centre Tower 1
89 Queensway
Hong Kong

Notes:

1. All resolutions at the Meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) and the results of the poll will be published on the websites of the Stock Exchange and the Company in accordance with the Listing Rules.
2. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more (if it/he/she holds more than one share) proxies to attend and vote instead of it/him/her. A proxy need not be a member of the Company. If more than one proxy is appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed. Every member present in person or by proxy shall be entitled to one vote for each share held by it/him/her.
3. In the case of joint holders of shares, any one of such joint holders may vote, either in person or by proxy, in respect of such shares as if it/he/she were solely entitled thereto, but if more than one of such joint holders are present at the Meeting, personally or by proxy, that one of the said persons so present whose name stands first in the register in respect of such shares shall alone be entitled to vote in respect thereof.
4. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for the holding of the Meeting (i.e. not later than 10:00 a.m. on Monday, 21 April 2025) or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the Meeting and, in such event, the said form of proxy shall be deemed to be revoked.
5. The transfer books and register of members of the Company will be closed from Wednesday, 16 April 2025 to Wednesday, 23 April 2025, both days inclusive, to determine the entitlement of members of the Company to attend and vote at the Meeting, during which period no share transfers can be registered. All transfers accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Tuesday, 15 April 2025.
6. As at the date of this notice, the Board comprises Mr. HUANG Junfeng (Chairman), Mr. WANG Mingcheng, Mr. CHEN Hong and Mr. SU Yi as executive Directors, and Dr. TSUI Wai Ling Carlye, Mr. SHEN Jinjun and Ms. YU Jianrong as independent non-executive Directors.
7. References to time and dates in this notice are to Hong Kong time and dates.