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浙江滬杭甬高速公路股份有限公司

ZHEJIANG EXPRESSWAY CO., LTD.

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

(Stock code: 0576)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

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The board of directors (the “**Board**”) of Zhejiang Expressway Co., Ltd. (the “**Company**”) hereby announces that, at a meeting of the Board on March 27, 2023, the Board considered and approved, among other things, the resolution in relation to the proposed amendments to the articles of association of the Company (the “**Articles of Association**”).

On February 17, 2023, the State Council (the “**State Counsel**”) of the People’s Republic of China (the “**PRC**”) issued the Decision of the State Council to Repeal Certain Administrative Regulations and Documents* (《國務院關於廢止部分行政法規和文件的決定》) and the China Securities Regulatory Commission (the “**CSRC**”) issued the Trial Measures of Overseas Securities Offering and Listing by Domestic Companies* (《境內企業境外發行證券和上市管理試行辦法》) (the “**Trial Measures**”) and related guidelines, which will come into effect on March 31, 2023. Meanwhile, the Mandatory Provisions for Companies Listing Overseas* (《到境外上市公司章程必備條款》) (the “**Mandatory Provisions**”) set forth in Zheng Wei Fa (1994) No. 21 file issued on 27 August 1994 by the State Council Securities Policy Committee and the State Commission for Restructuring the Economic System and the Special Regulations on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies* (《國務院關於股份有限公司境外募集股份及上市的特別規定》) issued on 4 August 1994 by the State Council will be repealed on the effective date of the Trial Measures. PRC issuers shall formulate their articles of association with reference to the Guidelines on Articles of Association of Listed Companies*(《上市公司章程指引》) (the “**Guidelines**”) issued by the CSRC in place of the Mandatory Provisions. In light of the above, the Stock Exchange of Hong Kong Limited also proposed certain amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Board thus proposed to, by reference to the PRC Companies Law, the Guidelines and other regulations, make adaptations to the Articles of Association, mainly including additions, deletions and adjustments to the relevant articles to reflect the repeal of the Mandatory Provisions and the provisions of the Trial Measures and certain housekeeping changes.

Notwithstanding the proposed amendments to the Articles of Association, the contents of the other chapters and articles of the Articles of Association shall remain unchanged.

GENERAL

The Company will put forward, among other things, the special resolution for the shareholders of the Company (the “**Shareholders**”) to consider and, if thought fit, approve the proposed amendments to the Articles of Association, at the forthcoming annual general meeting of the Company (the “**AGM**”). The special resolution, in addition to being considered at the AGM, will also be submitted for approval to the holders of H shares of the Company (the “**H Shareholders**”) and the holders of domestic shares of the Company (the “**Domestic Shareholders**”) at the class meetings of the H Shareholders and the Domestic Shareholders, respectively.

The proposed amendments to the Articles of Association will take effect subject to the approval at the AGM, the class meetings of the H Shareholders and the Domestic Shareholders respectively and the consequential amendments to the Listing Rules in light of the regulation changes in the PRC becoming effective.

A circular containing, among other things, details of the proposed amendments to the Articles of Association and the notices of the AGM, the class meetings of the H Shareholders and the Domestic Shareholders respectively will be despatched to the Shareholders as soon as practicable.

On behalf of the Board
Zhejiang Expressway Co., Ltd.
YU Zhihong
Chairman

Hangzhou, the PRC, March 27, 2023

As at the date of this announcement, the Chairman of the Company is Mr. YU Zhihong; the executive Directors of the Company are: Mr. CHEN Ninghui and Mr. YUAN Yingjie; the other non-executive Directors of the Company are: Mr. YANG Xudong, Mr. FAN Ye and Mr. HUANG Jianzhang; and the independent non-executive Directors of the Company are: Mr. PEI Ker-Wei, Ms. LEE Wai Tsang, Rosa and Mr. CHEN Bin.

* *For identification purpose only.*