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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)

NOTICE OF DOMESTIC SHARES CLASS MEETING

NOTICE IS HEREBY GIVEN THAT the class meeting (the “**Domestic Shares Class Meeting**”) for holders of the Domestic Shares (“**Domestic Shares**”) of Zhejiang Expressway Co., Ltd. (the “**Company**”) will be held on Thursday, May 4, 2023 at 12:30 p.m. noon (or immediately after the conclusion or adjournment of the H Shares Class Meeting) at 5/F, No. 2 Mingzhu International Business Center, 199 Wuxing Road, Hangzhou City, Zhejiang Province, the People’s Republic of China (the “**PRC**”), for the purpose of considering and, if thought fit, passing with or without modification or amendment the following resolution:

SPECIAL RESOLUTION

1. to consider and approve the amendments to the Articles of Association and relevant authorization.

By order of the Board
Zhejiang Expressway Co., Ltd.
Tony Zheng
Company Secretary

Hangzhou, PRC
April 11, 2023

Notes:

1. Registration procedures for attending the Domestic Shares Class Meeting

- (a) Holders of Domestic Shares intending to attend the Domestic Shares Class Meeting should return the reply slip for attending the Domestic Shares Class Meeting to the Company by post or by facsimile (address and facsimile numbers are shown in paragraph 5(b) below) such that the same shall be received by the Company on or before May 3, 2023.
- (b) A shareholder or his/her/its proxy should produce proof of identity when attending the Domestic Shares Class Meeting. If a corporate shareholder appoints its legal representative to attend the meeting, such legal representative shall produce proof of identity and a copy of the resolution of the board of directors or other governing body of such shareholder appointing such legal representative to attend the meeting.

2. Proxy

- (a) A shareholder eligible to attend and vote at the Domestic Shares Class Meeting is entitled to appoint, in written form, one or more proxies to attend and vote at the Domestic Shares Class Meeting on behalf of him/her/it. A proxy need not be a shareholder of the Company.
- (b) A proxy shall be appointed by a written instrument signed by the appointor or an attorney authorized by him/her/it for such purpose. If the appointor is a corporation, the same shall be affixed with the seal of such corporation, or signed by its director(s) or duly authorized representative(s). If the instrument appointing a proxy is signed by a person authorized by the appointor, the power of attorney or other authorisation document(s) shall be notarized.
- (c) To be valid, the power of attorney or other authorisation document(s) (which have been notarized) together with the completed form of proxy must be delivered, in the case of holders of Domestic Shares, to the Company at the address shown in paragraph 5(b) below, at least 24 hours before the time designated for holding of the Domestic Shares Class Meeting (or any adjournment thereof).
- (d) Any vote of the shareholders of the Company present in person or by proxy at the Domestic Shares Class Meeting must be taken by poll.

3. Book closing period

For the purpose of the Domestic Shares Class Meeting, the register of members holding Domestic Shares of the Company will be closed from April 28, 2023 to May 4, 2023 (both days inclusive).

4. Last Day of Transfer and Record Date

Holders of the Domestic Shares who intend to attend the Domestic Shares Class Meeting must deliver all transfer instruments and the relevant shares certificates to the Company's principal place of business in the PRC at 5/F, No. 2 Mingzhu International Business Center, 199 Wuxing Road, Hangzhou City, Zhejiang Province, People's Republic of China, at or before 4:30 p.m. on April 27, 2023. For the purpose of the Domestic Shares Class Meeting, the record date will be May 4, 2023.

5. Miscellaneous

- (a) The Domestic Shares Class Meeting will not last for more than one day. Shareholders who attend shall bear their own traveling and accommodation expenses.
- (b) The principal place of business of the Company in the PRC is:

5/F, No. 2 Mingzhu International Business Center
199 Wuxing Road
Hangzhou City, Zhejiang Province
People's Republic of China
310020
Telephone No.: (+86)-571-8798 7700
Facsimile No.: (+86)-571-8795 0329

As at the date of this notice, 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.