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Qilu Expressway Company Limited
齊魯高速公路股份有限公司

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

(Stock Code: 1576)

ANNOUNCEMENT
COMPLETION OF THE JOINT RESTRUCTURING

This announcement is made by Qilu Expressway Company Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 13 July 2020, 12 August 2020, 21 August 2020 and 23 September 2020 in relation to, among other things, the entering into of the merger agreement by Shandong Hi-Speed Group Company Limited (山東高速集團有限公司) (“**Shandong Hi-Speed Group**”) and Qilu Transportation Development Group Company Limited (齊魯交通發展集團有限公司) (“**Qilu Transportation**”) in relation to the joint restructuring of Shandong Hi-Speed Group and Qilu Transportation by way of merger by absorption of Qilu Transportation by Shandong Hi-Speed Group. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the announcement of the Company dated 23 September 2020 (the “**Announcement**”).

The Company was informed by Shandong Hi-Speed Group and Qilu Transportation that they had obtained the decision report of non-prohibition on anti-monopoly review on concentration of operators issued by Bureau of the State Administration of Market Regulation (國家市場監督管理總局) (the “**Bureau**”) indicating that the Bureau decided not to prohibit the Joint Restructuring after review and allowed Joint Restructuring to be implemented henceforth. Further, Shandong Hi-Speed Group notified the Company that it received a notice from the Jinan City Administrative Examination and Approval Service Bureau (濟南市行政審批服務局) as at the date of this announcement informing that Qilu Transportation had been deregistered by the competent authorities in the PRC on 16 November 2020 as a result of the Joint Restructuring, and as advised by the Company's PRC legal advisers, the deregistration of Qilu Transportation indicates the completion of the Joint Restructuring (the “**Completion**”).

As disclosed in the Announcement, all the assets, liabilities, business, employees, contracts and qualifications together with all other rights and obligations of Qilu Transportation, and the subordinating branch entities and equity interest or other interest in the subordinating companies held by Qilu Transportation were assumed by Shandong Hi-Speed Group as the surviving company upon Completion.

Therefore, immediately after Completion and as at the date of this announcement, Shandong Hi-Speed Group becomes a controlling Shareholder holding 778,500,000 Domestic Shares (representing approximately 38.93% of all the issued Shares) previously held by Qilu Transportation prior to its deregistration, and together with Shandong Hi-Speed Investment, a close associate of Shandong Hi-Speed Group holding 103,750,000 H Shares (representing approximately 5.19% of all the issued Shares) as at the date of this announcement, become core connected persons of the Company. The Shares held by Shandong Hi-Speed Group and Shandong Hi-Speed Investment are therefore not regarded as held by the public (as defined under the Listing Rules). As a result, the Company fails to satisfy the minimum public float requirement, as the public float falls below the minimum prescribed percentage of 25% as required under Rules 8.08(1)(a) and (b) of the Listing Rules, upon Completion and as at the date of this announcement.

The Company has made an application to the Stock Exchange for a temporary waiver from strict compliance of the public float requirements under Rules 8.08(1)(a) and (b) of the Listing Rules, or on the alternative, for the refraining from exercising the right on the part of the Stock Exchange to suspend the trading of the H Shares pursuant to Note (2) to Rule 8.08(1)(b) of the Listing Rules (collectively the “**Temporary Waiver**”). As at the date of this announcement, the Temporary Waiver has yet to be granted by the Stock Exchange. The Company, Shandong Hi-Speed Group and Shandong Hi-Speed Investment will take appropriate steps, including but not limited to disposing of the H Shares held by Shandong Hi-Speed Investment to Independent Third Party(ies) and/or issue of new H Shares to Independent Third Party(ies) to restore the required minimum public float as early as practicable. Further announcement(s) will be made by the Company regarding the grant of the Temporary Waiver by the Stock Exchange (if any) and the restoration of public float of the Company as and when appropriate.

By Order of the Board
Qilu Expressway Company Limited
Li Gang
Chairman

Shandong, the PRC
17 November 2020

As at the date of this announcement, the executive Directors are Mr. Li Gang, Mr. Peng Hui and Mr. Liu Qiang; the non-executive Directors are Mr. Chen Dalong, Mr. Wang Shaochen, Mr. Zhou Cenyu, Mr. Su Xiaodong, Ms. Kong Xia, Mr. Yuan Ruizheng and Mr. Tang Haolai; and the independent non-executive Directors are Mr. Cheng Xuezhan, Mr. Li Hua, Mr. Wang Lingfang, Mr. He Jiale and Mr. Han Ping.