

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



安徽皖通高速公路股份有限公司

ANHUI EXPRESSWAY COMPANY LIMITED

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

(Stock Code: 995)

**VOTING RESULTS AT
THE EXTRAORDINARY GENERAL MEETING
HELD ON 20 DECEMBER 2021**

The Board is pleased to announce that at the extraordinary general meeting held on 20 December 2021 (the “**EGM**”), the resolutions, set out in the Notice were duly passed by the Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) and notice (the “**Notice**”) of the Company both dated 30 November 2021. Unless the context otherwise required, terms used in this announcement shall have the same meanings as defined in the Circular.

RESULTS OF THE EGM

The Board is pleased to announce that at the EGM held on 20 December 2021, the resolutions set out in the Notice were duly passed by the Shareholders by way of poll. PricewaterhouseCoopers Certified Public Accountants (the Hong Kong auditors of the Company) was appointed as the scrutineer at the EGM for the purpose of the vote-taking.

As at the date of the EGM, the total number of issued shares of the Company was 1,658,610,000 shares, which comprises 1,165,600,000 A Shares and 493,010,000 H Shares.

Anhui Transportation Holding Group holds 524,644,220 A Shares, representing approximately 31.63% of the total number of issued shares of the Company. Anhui Transportation Holding Group was required under the Listing Rules to abstain and did abstain from voting at the EGM on the resolution in relation to the Acquisition due to its material interests in the Acquisition.

Save as disclosed above, there were no share entitling the Shareholders to attend the EGM and abstain from voting in favor as set out in Rule 13.40 of the Listing Rules, and no other Shareholder was required to abstain from voting at the EGM under the Listing Rules.

As at the date of the EGM, the total number of shares entitling the holders to attend and vote on the resolution No.1 as set out in the Notice at the EGM was 1,133,965,780, comprising 640,955,780 A Shares and 493,010,000 H Shares, and the total number of shares entitling the holders to attend and vote on the resolution No.2 as set out in the Notice at the EGM was 1,658,610,000, comprising 1,165,600,000 A Shares and 493,010,000 H Shares.

The poll results at the EGM were as follows:

No.	Matter to be considered	Number of votes and percentage		
		For	Against	Abstain
Ordinary Resolution				
1.	<p>To consider and approve the resolution in relation to the Company’s acquisition of 100% of the share capital in and related loan owed by Anhui Anqing Yangtze River Expressway Bridge Limited Liability Company* (安徽安慶長江公路大橋有限責任公司) by cash payment:</p> <p>“THAT:</p> <p>(a) the agreement dated 13 October 2021 and entered into between the Company and Anhui Transportation Holding Group, pursuant to which, among other things, the Company shall purchase and Anhui Transportation Holding Group shall sell (i) the Target Equity; and (ii) the Shareholder’s Loan (a copy of the aforesaid agreement has been produced before the meeting, marked “A” and initialled by the Chairman of the meeting for the purpose of identification) and the transactions provided or contemplated thereunder be and are hereby approved, confirmed and ratified in all respects; and</p>	632,653,863 (97.5423%)	15,489,789 (2.3882%)	450,200 (0.0695%)

No.	Matter to be considered	Number of votes and percentage		
		For	Against	Abstain
Ordinary Resolution				
	(b) any one or more Directors be and are hereby authorised for and on behalf of the Company to sign, execute, perfect, perform and deliver all such other agreements, instruments, deeds and documents and do all such acts or things and take all such steps as he/they may in his/their absolute discretion consider to be necessary or expedient to implement or give effect to or otherwise in connection with or incidental to the agreement set out in paragraph (a) above and all the transactions contemplated thereunder and to agree to such variations, amendments or waivers as are, in his/their opinion, in the interests of the Company and its shareholders.”			
As more than 50% of the votes were cast in favour of this resolution, this resolution was duly passed as ordinary resolution.				
Special Resolution				
2.	to consider and approve the Shareholders’ Return Plan of the Company for the years 2021–2023.	1,173,233,172 (99.9995%)	4,900 (0.0005%)	0 (0%)
As more than two-thirds of the votes were cast in favour of this resolution, this resolution was duly passed as special resolution.				

The meeting was attended by 180 Shareholders of the Company and proxies representing 1,173,238,072 shares, equivalent to 70.74% of the total shares with voting rights of the Company, comprising 952,700,911 A Shares and 220,537,161 H Shares that represented 57.44% and 13.30% of the total shares with voting rights respectively of the Company, which complied with the relevant provisions of the Company Law of the PRC and the articles of association of the Company.

By order of the Board
Anhui Expressway Company Limited
Xie Xinyu
Company Secretary

Hefei, Anhui, the PRC
20 December 2021

As at the date of this announcement, the board of directors of the Company comprises Xiang Xiaolong (chairman), Yang Xiaoguang, Tao Wensheng and Chen Jiping as executive directors; Yang Xudong and Du Jian as the non-executive directors; and Liu Hao, Zhang Jianping and Fang Fang as the independent non-executive directors.

This announcement was originally prepared in Chinese. In the event of discrepancies between the Chinese and the English version, the Chinese version shall prevail.

* *For identification purpose only*