

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.*



**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)**

## **NOTICE OF THE 2022 ANNUAL GENERAL MEETING**

Notice is hereby given that the 2022 annual general meeting of Anhui Expressway Company Limited (the “**Company**”) will be held at 2:30 p.m. (Hong Kong time) on 9 June 2023 (Friday) at the conference room of the Company at 520 Wangjiang West Road, Hefei, Anhui, the People's Republic of China (the “**AGM**”).

The following matters will be dealt with in the forthcoming AGM:

### **ORDINARY RESOLUTIONS**

1. To consider and approve the working report of the board of directors of the Company for the year 2022;
2. To consider and approve the working report of the supervisory committee of the Company for the year 2022;
3. To consider and approve the audited financial report of the Company for the year 2022;
4. To consider and approve the profit appropriation proposal of the Company for the year 2022:

As the statutory reserve fund has reached over 50% of the total capital of the Company and therefore no appropriation is required this year. The Company's net profit as shown on the 2022 financial statements prepared in accordance with the People's Republic of China accounting standards was RMB1,525,975 thousand. The Company's net profit as shown on the 2022 financial statements prepared in accordance with the Hong Kong accounting standards was RMB1,514,040 thousand. Consequently, the profit available for distribution to shareholders was RMB1,525,975 thousand and RMB1,514,040 thousand in accordance with the People's Republic of China accounting standards and the Hong Kong accounting standards respectively. Pursuant to relevant regulations of the state, the profit available for distribution to shareholders should be the lower of that

calculated in accordance with the People's Republic of China accounting standards or the Hong Kong accounting standards. Accordingly, the profit available for distribution to shareholders for year 2022 was RMB1,514,040 thousand. The board of directors of the Company recommended the payment of a final dividend of RMB912,235.50 thousand on the basis of RMB5.5 for every 10 shares (tax included) based on the total share capital of the Company of 1,658,610,000 shares. In 2022, no transfer of share capital from capital reserves was involved.

5. To consider and approve the comprehensive budget of the Company for the year 2023.
6. To consider and approve the resolution on the estimated daily related party transactions of the Company for the year 2023.
7. To consider and approve the resolution in relation to the re-appointment of the auditors of the Company for the year 2023 and to authorize the board of directors to fix their remuneration.

By order of the Board  
**Anhui Expressway Company Limited**  
*Company Secretary*  
**Lee Chung Shing**

Hefei, Anhui, the People's Republic of China  
10 May 2023

Notes:

**I. Eligibility for attending the meeting**

Persons who hold shares of the Company at the close of trading on 6 June 2023 (Tuesday) and whose names appeared on the register of the Company shall have the right to attend the meeting.

**II. Appointment of proxy**

1. Any shareholder who is eligible to attend the meeting and to vote thereat shall have the right to appoint in writing one or more persons (who may not be a shareholder) as his proxy to attend and to vote at the meeting. After filing in the form of proxy and returning the same to the Company, the proxy may attend and vote at the meeting.
2. The appointment of proxy shall be made through a written instrument signed by the shareholder or by its attorney duly authorized in writing. In the event such instrument is executed by the attorney, such authorization or other authority that authorizes such signatory shall be notarized. To be valid, such notarized authorization or other authority together with the instrument shall be deposited at the Company 24 hours before the time for holding the meeting (i.e. before 2:30 p.m. (Hong Kong time) on 8 June 2023 (Thursday)).

- III. It is expected that the meeting will last half a day. The shareholders and any proxy who attend the meeting may incur accommodation and traveling expenses at their own costs.

- IV. The register of the holders of H Shares of the Company will be closed from 6 June 2023 (Tuesday) to 9 June 2023 (Friday) (both days inclusive), during which period no transfer of H Shares of the Company will be registered. In order for the holders of H Shares to qualify for attending the meeting, all share certificates with completed transfer forms must be lodged with the Company's H Share registrar, Hong Kong Registrars Limited, not later than 4:30 p.m. (Hong Kong time) on 5 June 2023 (Monday).

The register of the holders of H Shares of the Company will also be closed from 15 June 2023 (Thursday) to 19 June 2023 (Monday) (both days inclusive), during which period no transfer of H Shares of the Company will be registered. Dividends for H Shares will be paid to the holders of H Shares whose names are on the register of member on 19 June 2023 (Monday). If the resolution regarding the Company's 2022 profit appropriation plan is passed at the AGM, the dividends shall be distributed in Hong Kong Dollar at the average closing price of the exchange rate of RMB against Hong Kong Dollar announced by The People's Bank of China 5 working days prior to the AGM, and the cheque for the dividends shall be mailed to holders of H Shares on or before 19 July 2023 (Wednesday). In order for the holders of H Shares to be entitled to receive the dividends for the year, all share certificates with completed transfer forms must be lodged with the Company's H Share registrar, Hong Kong Registrars Limited, not later than 4:30 p.m. (Hong Kong time) on 14 June 2023 (Wednesday). The details regarding the registration date for holders of A shares and the method and time of distribution of the dividends shall be announced separately.

The address of the H Share registrar in Hong Kong:

Hong Kong Registrars Limited

Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

- V. Business address of the Company: 520 Wangjiang West Road, Hefei, Anhui, the People's Republic of China (Post code: 230088)

Tel: 86-551-65338697, 63738923, 63738922, 63738989

Fax: 86-551-65338696

Contact persons: Wu Changming, Ding Yu

## **VI. Matters of concern for voting**

1. For the purpose of this general meeting, a vote may be cast by way of voting in the physical meeting (for holders of A Shares and holders of H Shares) or online voting (for holders of A Shares only). The system of online voting, the beginning day and ending day, as well as the voting time, are as follows:

System for online voting: Shanghai Stock Exchange Online Voting System for Shareholders' General Meetings

The time at which the period for online voting begins and ends: from 9 June 2023 to 9 June 2023

The Shanghai Stock Exchange Online Voting System is adopted. The time for voting on the voting platform of the exchange's system is the trading period, that is, 9:15-9:25, 9:30-11:30 and 13:00-15:00, of the day on which the AGM is convened. The time for voting on the Internet voting platform is 9:15-15:00 on the day on which the AGM is convened.

2. The voting procedure in relation to accounts in respect of margin trading and securities lending, refinancing, buy-back agreement business and investors of the Shanghai Connect Northbound: Any vote in relation to accounts in respect of margin trading and securities lending, refinancing, buy-back agreement business and investors of the Shanghai Connect Northbound shall be cast in accordance with the provisions of the No. 1, Self-regulatory Guidelines of the Shanghai Stock Exchange Limited for Regulatory Operations of Listed Companies, etc.

3. Any holder of A Shares of the Company who would like to cast his or her vote through the Shanghai Stock Exchange Online Voting System for Shareholders' General Meetings could either log in the voting platform of the exchange's system (through the terminus of any specified securities trading company) or the internet voting platform (URL: <https://vote.sseinfo.com>) to vote. Any investor who logs in the internet voting platform to vote for the first time is required to have his or her identity as a shareholder verified. For details, please refer to the instructions for the internet voting platform on the website.
  4. Any holder of A Shares of the Company under more than one shareholder's account may vote using any of the said accounts through the Shanghai Stock Exchange Online Voting System for Shareholders' General Meetings. After voting, such a shareholder is deemed to have cast his or her votes in the same way in respect of all the ordinary shares of the same class held under his or her said accounts.
  5. For holders of A Shares, if the same vote is cast more than once by way of voting in the physical meeting, via Shanghai Stock Exchange Online Voting System or otherwise, the vote first in time prevails.
  6. For online voting, submission can only be made after the shareholder has voted on all the resolutions.
- VII. The performance report of the independent directors of the Company for the year 2022 will be presented during the meeting.

*As at the date of this notice, 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 non-executive directors, and Liu Hao, Zhang Jianping and Fang Fang as independent non-executive directors.*

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