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(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 0576)

**VOLUNTARY ANNOUNCEMENT
SUPPLEMENTAL AGREEMENT TO CLARIFY
FINANCIAL SERVICES AGREEMENT
AS CONTINUING CONNECTED TRANSACTION**

Reference is made to the Company's announcement dated 19 July 2013 (the "**July 2013 Announcement**") in relation to the Financial Services Agreement. Unless otherwise defined herein, terms defined in the July 2013 Announcement have the same meaning when used in this announcement.

It was disclosed in the July 2013 Announcement that the Company and Zhejiang Communications Finance had entered into the Financial Services Agreement. However, it has recently come to the attention of the board of Directors of the Company that, although the parties to the Financial Services Agreement intended that the agreement applied to financial services (the "**Services**") to be provided by Zhejiang Communications Finance to the Company as well as its subsidiaries, the definition of "the Company" used in the Financial Services Agreement and in the July 2013 Announcement did not specifically refer to the Company's subsidiaries as potential recipients of the Services.

Since the date of the Financial Services Agreement, besides the Company, Zhejiang Jinhua Yongji Expressway Co., Ltd. (浙江金華甬金高速公路有限公司, "**Jinhua Co**"), a wholly-owned subsidiary of the Company, has also placed deposits (the "**Jinhua Deposits**") with Zhejiang Communications Finance.

In order to formalise the strict contractual basis for the Jinhua Deposits and to properly reflect the intention of the parties to the Financial Services Agreement, on 28 March 2014, the Company and Zhejiang Communications Finance entered into a supplemental agreement (the "**Supplemental Agreement**") to supplement the Financial Services Agreement with retrospective effect from 18 July 2013 (being the date of the Financial Services Agreement), so as to make clear that the definition of "the Company" used in the Financial Services Agreement as the proposed recipient of the Services, was

intended to refer to the Company and its subsidiaries (the “**Group**”). All other terms of the Financial Services Agreement remain unchanged as described in the July 2013 Announcement except that all references in the July 2013 Announcement to “the Company”, as being the proposed recipient of the Services, shall be read to refer to “the Group”.

LISTING RULES IMPLICATIONS

As stated in the July 2013 Announcement, the transactions under the Financial Services Agreement (as amended by the Supplemental Agreement) constitute continuing connected transactions for the Company under Chapter 14A of the Listing Rules.

As each of the applicable percentage ratios in respect of the Deposit Services that may be provided by Zhejiang Communications Finance to the Group under the Financial Services Agreement (as amended by the Supplemental Agreement) remains more than 0.1% but less than 5%, such services constitute continuing connected transactions of the Company subject to the reporting, announcement and annual review requirements under Rule 14A.34(1) of the Listing Rules, but are exempt from the independent shareholders’ approval requirement under Chapter 14A of the Listing Rules.

On behalf of the Board
ZHEJIANG EXPRESSWAY CO., LTD.
ZHAN Xiaozhang
Chairman

Hangzhou, PRC, 28 March 2014

As of the date of this announcement, the executive directors of the Company are: Mr. ZHAN Xiaozhang, Ms. LUO Jianhu and Mr. DING Huikang; the non-executive directors of the Company are: Mr. LI Zongsheng, Mr. WANG Weili and Mr. WANG Dongjie; and the independent non-executive directors of the Company are: Mr. ZHANG Junsheng, Mr. ZHOU Jun and Mr. PEI Ker-Wei.