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四川成渝高速公路股份有限公司
Sichuan Expressway Company Limited*

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

(Stock Code: 00107)

**I. VOTING RESULTS OF
THE EXTRAORDINARY GENERAL MEETING**
**II. RESIGNATION OF
INDEPENDENT NON-EXECUTIVE DIRECTOR**
**III. APPOINTMENT OF EXECUTIVE DIRECTOR,
NON-EXECUTIVE DIRECTOR AND INDEPENDENT
NON-EXECUTIVE DIRECTOR**
AND
**IV. PROPOSAL ON ADJUSTMENT TO THE COMPOSITION OF
SPECIAL COMMITTEES UNDER THE BOARD**

References are made to the circular (the “**Circular**”) and the notice of the extraordinary general meeting (the “**EGM Notice**”) of Sichuan Expressway Company Limited* (the “**Company**”) both dated 10 August 2022, and the announcements of the Company dated 30 June 2022 and 9 August 2022, respectively, in relation to, among other things, (i) the discloseable transaction and connected transaction in relation to the Equity Transfer Agreement; and (ii) the proposed appointment of Madam Xue Min, Mr. Chen Chaoxiong and Mr. Zhang Qinghua as an executive Director, a non-executive Director and an independent non-executive Director of the seventh session of the Board of the Company, respectively, and their proposed directors’ remuneration. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The board (the “**Board**”) of the directors (the “**Directors**”) of the Company confirms that there are no false representations, misleading statements contained in or material omissions from this announcement, and individually and collectively assumes the responsibility for the truthfulness, accuracy and completeness of the contents contained herein.

I. VOTING RESULTS OF THE EGM

1. Convening of the EGM

According to the EGM Notice, the EGM was held at 3:00 p.m. on Tuesday, 30 August 2022 at Room 420, 4th Floor, 252 Wuhouci Da Jie, Chengdu, Sichuan, the PRC. The EGM was convened by the Board and chaired by Mr. Gan Yongyi, the Chairman of the Company. All Directors (other than Madam Liu Lina), supervisors and the joint company secretary, Mr. Yao Jiancheng, attended (in person) the EGM, and the senior management members of the Company and the PRC lawyers of the Company were also present at the EGM.

2. Attendance of the EGM

As at the date of the EGM, the total number of Shares of the Company was 3,058,060,000 Shares. In respect of resolution No. 1, the total number of Shares entitling the holders thereof to attend and vote for or against at the EGM was 1,902,450,338 Shares. In respect of resolution No. 2 to No. 7, the total number of Shares entitling the holders thereof to attend and vote for or against at the EGM was 3,058,060,000 Shares.

A total of 8 Shareholders and authorized proxies holding 1,795,200,681 Shares, representing approximately 58.7039% of the total number of the issued Shares carrying voting rights, were present at the EGM, among whom:

- (1) 7 holders of A Shares or authorized A Share proxies holding 1,712,392,760 A Shares, representing approximately 55.9960% of the total number of the issued Shares carrying voting rights, were present at the EGM; and
- (2) 1 holder of H Shares or authorized H Share proxy holding 82,807,921 H Shares, representing approximately 2.7079% of the total number of the issued Shares carrying voting rights, was present at the EGM.

As at the H Share book closure date of the EGM, Shudao Investment, being the controlling shareholder which holds a total of 1,155,609,662 shares, representing approximately 37.7890% equity interest in the Company, is interested in the Equity Transfer Agreement. Therefore, Shudao Investment and its associates have abstained from voting on the resolution No. 1 in relation to the Equity Transfer Agreement at the EGM.

Save as disclosed above, there were no Shares entitling the Shareholders to attend but requiring them to abstain from voting in favour of the EGM resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on the resolutions at the EGM.

3. Consideration of the Resolutions and Voting Results

The Shareholders and their proxies present at the EGM considered and approved the following resolutions No. 1 to No. 4 by way of open ballot and non-cumulative voting:

Ordinary Resolutions		Votes (%)		
		For	Against	Abstain
1.	THAT: The signing, performance and implementation of the Equity Transfer Agreement are hereby considered, ratified, confirmed and approved; and any one of the Directors of the Company be and are hereby authorised to execute for and on behalf of the Company all such other documents, instruments and agreements, and to take all steps necessary or expedient to implement and/or give effect to the Equity Transfer Agreement; any member of the Group (including those newly established or invested through equity acquisition or other organisations) be and are hereby approved to, in its absolute discretion deemed appropriate or expedient and in the interests of the Company and its shareholders as a whole and based on the actual work needs, to negotiate, develop, execute, amend, supplement and perform all documents in connection with the Equity Transfer Agreement (including but not limited to the specific agreement contemplated under the Equity Transfer Agreement) with any member of the Shudao Investment Group (including those newly established or invested through equity acquisition or other organisations) and proceed with all things and actions necessary for executing and implementing the Equity Transfer Agreement.	759,128,819 99.9794%	156,400 0.0206%	0 0%

Ordinary Resolutions		Votes (%)		
		For	Against	Abstain
2.	To consider and approve the remuneration plan for Madam Xue Min as a Director.	1,795,044,281 99.9913%	156,400 0.0087%	0 0%
3.	To consider and approve the remuneration plan for Mr. Chen Chaoxiong as a Director.	1,795,044,281 99.9913%	156,400 0.0087%	0 0%
4.	To consider and approve the remuneration plan for Mr. Zhang Qinghua as a Director.	1,795,044,281 99.9913%	156,400 0.0087%	0 0%

The Shareholders and their proxies present at the EGM considered and approved the following resolutions No. 5 to No. 7 by way of open ballot and cumulative voting:

Ordinary Resolutions		Votes (%)		
		For	Against	Abstain
5.	To elect and appoint Madam Xue Min as an executive director of the seventh session of the Board for a term commencing from the date of approval at the EGM until the expiry of the seventh session of the Board.	1,793,147,868 99.8857%	1,995,114 0.1111%	0 0%
6.	To elect and appoint Mr. Chen Chaoxiong as a non-executive Director of the seventh session of the Board for a term commencing from the date of approval at the EGM until the expiry of the seventh session of the Board.	1,793,147,868 99.8857%	1,995,114 0.1111%	0 0%
7.	To elect and appoint Mr. Zhang Qinghua as an independent non-executive director of the seventh session of the Board for a term commencing from the date of approval at the EGM until the expiry of the seventh session of the Board.	1,795,042,981 99.9912%	100,000 0.0056%	0 0%

As more than 50% of the votes were cast in favour of the above ordinary resolutions, the above ordinary resolutions of the Company were duly passed.

Hong Kong Registrars Limited, the Company's H Share registrar, appointed Mr. Tang Yining as the scrutineer for vote-taking at the EGM.

4. Attestation by Lawyer

Beijing Zhong Yin (Chengdu) Lawyer (北京中銀(成都)律師事務所) attested the EGM and issued a written legal opinion stating that the procedures of calling and convening the EGM, the eligibility of the Shareholders and their proxies attending the EGM and the convenor and the voting procedures have complied with the requirements of the Company Law of the People's Republic of China (《中華人民共和國公司法》) and other laws, regulations and normative documents as well as the Articles of Association of the Company and the poll results of the EGM are lawful and valid.

5. Documents Available for Inspection

- (1) Minutes and resolutions at the EGM; and
- (2) Legal opinion issued by Beijing Zhong Yin (Chengdu) Lawyer (北京中銀(成都)律師事務所).

II. RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board hereby announces that Madam Liu Lina (“**Madam Liu**”) resigned from the positions as an independent non-executive Director of the seventh session of the Board and a member of the Audit Committee, the chairman of the Remuneration and Appraisal Committee and a member of the Strategic Committee under the Board of the Company due to the upcoming expiration of her consecutive term of office as an independent non-executive Director of the Company for six years. The resignation takes effect from 30 August 2022.

Madam Liu has confirmed that she has no disagreement with the Board and there is no other matter in relation to her resignation that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere appreciation to Madam Liu for her valuable contributions to the Company during her tenure of office.

III. APPOINTMENT OF EXECUTIVE DIRECTOR, NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

At the EGM, Madam Xue Min (“**Madam Xue**”), Mr. Chen Chaoxiong (“**Mr. Chen**”) and Mr. Zhang Qinghua (“**Mr. Zhang**”) were elected as executive Director, non-executive Director and independent non-executive Director of the seventh session of the Board of the Company to hold office from the date of the EGM (i.e. 30 August 2022) until the expiration of the term of office of the seventh session of the Board of the Company. In accordance with the Articles of Association, Madam Xue, Mr. Chen and Mr. Zhang will be eligible for re-election upon the expiration of their term of office. Biographical details of Madam Xue, Mr. Chen and Mr. Zhang and the information required to be disclosed under Rule 13.51(2) of the Listing Rules are set out in the announcement of the Company dated 9 August 2022 and the Circular. As at the date of this announcement, there were no changes in the biographical details of Madam Xue, Mr. Chen and Mr. Zhang or other information relating to their appointments.

Save as disclosed above, as at the date of this announcement, each of Madam Xue, Mr. Chen and Mr. Zhang has confirmed that (i) he/she did not hold any position within the Group or any directorship of other listed public companies in the last three years; (ii) he/she does not have any relationship with any Director, supervisor, senior management, substantial or controlling shareholder of the Company; and (iii) he/she does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Save as disclosed above, as at the date of this announcement, there is no information which is disclosable nor are Madam Xue, Mr. Chen and Mr. Zhang involved in any of the matters required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) and Rule 13.51(2)(v) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the Shareholders.

Pursuant to the resolutions passed at the EGM, the remuneration packages of Madam Xue, Mr. Chen and Mr. Zhang were as follows:

1. The remuneration package for Madam Xue is: It will be determined by the Board as authorised by the general meeting in accordance with the relevant policies and the unified standards as set out by the Company, taking into account the advice of the Remuneration and Appraisal Committee.
2. The remuneration package for Mr. Chen is: He will not receive any remuneration for his directorship in the Company.
3. The remuneration package for Mr. Zhang is: Fixed remuneration of RMB80,000 per annum (tax inclusive).

IV. PROPOSAL ON ADJUSTMENT TO THE COMPOSITION OF SPECIAL COMMITTEES UNDER THE BOARD

The 27th meeting of the seventh session of the Board of the Company was convened on 30 August 2022, at which it was resolved that the proposal on the composition of certain special committees under the Board would be adjusted as follows:

Audit Committee (comprising a total of 3 members): Madam Bu Danlu, Mr. Yan Qixiang and Mr. Zhang Qinghua, with Madam Bu Danlu serving as the chairlady of the Audit Committee.

Strategic Committee (comprising a total of 3 members): Mr. Gan Yongyi, Mr. Yu Haizong and Mr. Zhang Qinghua, with Mr. Gan Yongyi serving as the chairman of the Strategic Committee.

Remuneration and Appraisal Committee (comprising a total of 3 members): Mr. Zhang Qinghua, Mr. Gan Yongyi and Madam Bu Danlu, with Mr. Zhang Qinghua serving as the chairman of the Remuneration and Appraisal Committee.

No adjustments will be made to the composition of the Nomination Committee of the seventh session of the Board of the Company.

By order of the Board
Sichuan Expressway Company Limited*
Yao Jiancheng
Joint Company Secretary

Chengdu, Sichuan, the PRC
30 August 2022

As at the date of this announcement, the Board comprises Mr. Gan Yongyi (Chairman), Mr. Li Wenhui (Vice Chairman), Madam Ma Yonghan, Mr. You Zhiming and Madam Xue Min as executive Directors, Mr. Liu Changsong (Vice Chairman), Mr. Li Chengyong and Mr. Chen Chaoxiong as non-executive Directors, Mr. Yu Haizong, Mr. Yan Qixiang, Madam Bu Danlu and Mr. Zhang Qinghua as independent non-executive Directors.

* *For identification purposes only*