Sichuan Expressway Company Limited*
Detailed Implementation Rules for the Strategic and Sustainable Development Committee under the Board of Directors

(These Detailed Implementation Rules were considered and approved by the 42nd meeting of the fourth session of the Board of Directors of the Company on 28 March 2012, its first amendments were considered and approved by the 11th meeting of the eighth session of the Board of Directors of the Company on 28 December 2023, and its second amendments were considered and approved by the 35th meeting of the eighth session of the Board of Directors of the Company on 27 June 2025)

CHAPTER I GENERAL PROVISIONS

Article 1. Sichuan Expressway Company Limited* (hereinafter referred to as the "Company") has established the Strategic and Sustainable Development Committee under the Board of Directors (hereinafter referred to as the "Strategic and Sustainable Development Committee" or "Committee") and formulated these Implementation Rules in accordance with the Company Law of the People's Republic of China, the Code on the Corporate Governance for Listed Companies, the rules governing the listing of securities or stocks on the stock exchanges where the Company's shares are listed (including but not limited to The Stock Exchange of Hong Kong Limited and the Shanghai Stock Exchange) (hereinafter collectively referred to as the "Listing Rules"), the Articles of Association and other relevant regulations, for the purposes of accommodating the strategic development needs, enhancing the core competitiveness, perfecting the investment decision-making procedures, strengthening the scientificity of the decision-making, raising the quality of major investment decisions and improving the corporate governance structure of the Company.

Article 2. The Strategic and Sustainable Development Committee is a special committee set up by the Board of Directors. It reports and is held accountable to the Board of Directors.

Article 3. For the purposes of these Implementation Rules, "senior management" shall refer to the general manager, deputy general manager(s), the secretary to the Board of Directors and financial controller(s) who are appointed by the Board of Directors as well as other senior management recommended by the general manager and approved by the Board of Directors.

* *For identification purpose only*

CHAPTER II COMPOSITION OF THE COMMITTEE

Article 4. The Strategic and Sustainable Development Committee shall consist of three Directors, and at least one of them shall be independent non-executive Director.

Article 5. Members of the Strategic and Sustainable Development Committee shall be nominated by the Chairman of the Board of Directors, more than half of the independent non-executive Directors or more than one-third of all the Directors, and be elected by the Board of Directors.

Article 6. The Strategic and Sustainable Development Committee shall have one chairman who shall be assumed by the Chairman of the Board of Directors of the Company or a suitable candidate subject to relevant laws and regulations (including but not limited to the Listing Rules) to take charge of the work of the Strategic and Sustainable Development Committee.

Article 7. The term of office of the Strategic and Sustainable Development Committee is the same as that of the Board of Directors. A member can be re-elected upon the expiration of his/her term of office. If a member no longer acts as a Director of the Company during his/her term, he/she will automatically lose the qualification as a member of the Strategic and Sustainable Development Committee.

In the event that the number of the members of the Strategic and Sustainable Development Committee falls below the minimum requirement, the Company shall complete the election for replacement in accordance with the relevant requirements as soon as practicable.

Article 8. The investment department of the Company, as the routine organ of the Strategic and Sustainable Development Committee, is responsible for the daily work of the Strategic and Sustainable Development Committee.

CHAPTER III TERMS OF REFERENCE

Article 9. The major terms of reference of the Strategic and Sustainable Development Committee are as follows:

(I) conducting research and making recommendations on the long – term strategic development plans of the Company;

(II) conducting research and making recommendations on major investment and financing plans which are subject to the approval by the Board of Directors as stipulated in the Articles of Association;

(III) conducting research and making recommendations on major capital operation and asset operation projects which are subject to the approval by the Board of Directors as stipulated in the Articles of Association;

(IV) being responsible for the overall planning and implementation of the Company's Environmental, Social and Governance (ESG) strategy, guiding and managing Company's ESG and other sustainability-related matters, and reviewing the Company's annual ESG report;

(V) conducting research and making recommendations on other major issues affecting the development of the Company;

(VI) monitoring the implementation of the aforesaid matters;

(VII) other matters authorized by the Board of Directors; and

(VIII) other terms of reference empowered to the Strategic and Sustainable Development Committee according to the laws and regulations applicable to the Company (including but not limited to the Listing Rules).

CHAPTER IV WORKING PROCEDURES

Article 10. The investment department shall be responsible for doing preliminary preparation for decision-making by the Strategic and Sustainable Development Committee, and providing the basic information and opinions required for the decision.

(I) the relevant departments of the Company or its holding companies (or companies in which the Company holds shareholdings) shall submit information about their intention and the preliminary feasibility reports on major investment and financing, capital operation and asset operation projects, as well as the general information on the cooperation partners to the investment department;

(II) the investment department shall conduct initial review and issue a written opinion on the approval of the project, which shall be submitted to the Strategic and Sustainable Development Committee for record;

(III) the relevant departments of the Company or its holding companies (or companies in which the Company holds shareholdings) shall hold discussions with external parties regarding any agreements, contracts, constitution documents and feasibility reports, and shall report that to the investment department;

(IV) the investment department shall conduct review and issue written opinions, and submit a formal proposal to the Strategic and Sustainable Development Committee.

Article 11. The Strategic and Sustainable Development Committee shall hold meetings to discuss proposals proposed by the investment department, and submit the results of discussions to the Board of Directors for consideration and determination, while giving feedback to the investment department.

The independent Directors serving on the Strategic and Sustainable Development Committee, who have become aware of major issues of the Company within the scope of the duties of the Strategic and Sustainable Development Committee during the course of performance of their duties, may submit the same to the Strategic and Sustainable Development Committee for discussion and consideration in a timely manner in accordance with the procedures.

CHAPTER 5 CONVENING AND NOTICES OF MEETINGS

Article 12. The Strategic and Sustainable Development Committee shall convene meetings in accordance with the provisions of relevant laws and regulations (including but not limited to the Listing Rules), and shall notify all members at least five days before a meeting is held. The chairman of the Strategic and Sustainable Development Committee shall preside over the meetings; if the chairman is unable to attend a meeting, he/she may entrust another member (independent non-executive Director) to preside over the meeting.

Article 13. The meetings of the Strategic and Sustainable Development Committee shall be convened on site in principle. Under the premise of ensuring that all members of the Strategic and Sustainable Development Committee can fully communicate and express their opinions, the meetings may be convened by video, telephone or by other means in accordance with the procedures when necessary.

The members of the Strategic and Sustainable Development Committee shall attend the Strategic and Sustainable Development Committee meetings in person. If a member is unable to attend the meeting in person due to whatever reasons, he/she shall review meeting materials in advance to form a clear opinion, and authorize another member who is an independent Director in writing to attend and exercise the voting rights on his/her behalf, and shall submit a letter of authorization to the presiding officer of the meeting.

Article 14. A meeting of the Strategic and Sustainable Development Committee can only be convened with the attendance of more than two-thirds of all members; each member shall have one vote; the resolutions of the meetings of the Strategic and Sustainable Development Committee must be passed by more than half of all members.

Article 15. The voting for resolutions at the meetings of the Strategic and Sustainable Development Committee shall be taken by show of hands or by way of poll; voting by means of communication may be adopted at extraordinary meetings.

Article 16. The manager and deputy manager(s) of the investment department may sit in on the meetings of the Strategic and Sustainable Development Committee, and the Directors and senior management of the Company may also be invited to sit in on the meetings if necessary.

Article 17. The Strategic and Sustainable Development Committee may, if necessary, engage intermediaries to provide professional opinions on its decision-making(s) at the expense of the Company.

Article 18. The Strategic and Sustainable Development Committee shall keep minutes of its meetings, the opinions of the members present at the meetings shall be recorded in the minutes, and the minutes shall be signed by the members present at the meetings. The relevant materials and information provided by the Company to the Strategic and Sustainable Development Committee as well as relevant documents of the meetings such as the minutes of the Strategic and Sustainable Development Committee meetings shall be kept by the Company.

The Company shall keep the above minutes of the meetings for at least ten years.

Article 19. The resolutions passed at the meetings of the Strategic and Sustainable Development Committee and the voting results shall be reported to the Board of Directors in writing.

Article 20. All members attending the meetings of the Strategic and Sustainable Development Committee shall be obliged to keep confidential the matters discussed in the meetings, and shall not disclose relevant information without authorization.

CHAPTER 6 SUPPLEMENTARY PROVISIONS

Article 21. The terms used herein shall have the same meanings as those used in the Listing Rules and be construed according to the definitions in the Listing Rules, unless the context otherwise requires.

Article 22. These Implementation Rules shall take effect on the date of being approved by the Board of Directors. If necessary, the Strategic and Sustainable Development Committee shall disclose the relevant contents of these Implementation Rules (including but not limited to the terms of reference of the Strategic and Sustainable Development Committee, its role and powers authorized by the Board of Directors) in accordance with the relevant provisions.

Article 23. Any matters which are not covered by these Implementation Rules shall be governed by relevant laws and regulations of the State, the Listing Rules, other applicable ordinances, rules and codes of Hong Kong as well as the Articles of Association. For avoidance of doubt, if there are stricter requirements under the Listing Rules, other applicable ordinances, rules and codes of Hong Kong, such provisions shall prevail over these Implementation Rules. If these Implementation Rules are in conflict with the laws and regulations, the Listing Rules, other applicable ordinances, rules and codes of Hong Kong as may be promulgated by the State in future, or the duly amended Articles of Association, the latter shall prevail, and corresponding amendments to theses Implementation Rules shall be made and submitted to the Board of Directors for consideration and approval.

Article 24. These Implementation Rules shall be interpreted by the Board of Directors of the Company.

Article 25. The English version of these Implementation Rules is only the translation of the Chinese version, and in case of any difference between the two versions, the Chinese version shall prevail.

Sichuan Expressway Company Limited*
27 June 2025

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