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江蘇寧滬高速公路股份有限公司
JIANGSU EXPRESSWAY COMPANY LIMITED

(Established in the People's Republic of China as a joint-stock limited company)
(Stock Code: 00177)

NOTICE OF 2025 FIRST EXTRAORDINARY GENERAL MEETING

Important Notice:

- Date of the 2025 First EGM: 18 December 2025.
- Online voting for the 2025 First EGM: Shanghai Stock Exchange Online Voting System for General Meetings.

NOTICE IS HEREBY GIVEN that the 2025 first extraordinary general meeting of Jiangsu Expressway Company Limited (the "**Company**") convened by the board (the "**Board**") of directors (the "**Directors**") of the Company will be held on Thursday, 18 December 2025 at 3:00 p.m. at 6 Xianlin Avenue, Nanjing, Jiangsu Province, the People's Republic of China. Please note the following:

I. INFORMATION OF THE GENERAL MEETING

(1) Type and Session of General Meeting: 2025 First EGM

(2) Convener: the Board

(3) Voting method: voting on site and online voting (for holders of A shares of the Company)

(4) Date, time and venue for on-site voting

- Date and time: Thursday, 18 December 2025 at 3:00 p.m.
- Venue: 6 Xianlin Avenue, Nanjing, Jiangsu Province, the People's Republic of China

(5) System, commencement and ending time and date of online voting

Online voting system:	Shanghai Stock Exchange Online Voting System for General Meetings
Commencement and ending time of online voting:	From 18 December 2025 to 18 December 2025
Voting period for online voting:	via the voting platform of the trading system of Shanghai Stock Exchange Online Voting System: the trading hours on the date of the 2025 First EGM, i.e. 9:15 a.m.–9:25 a.m., 9:30 a.m.– 11:30 a.m. and 1:00 p.m.–3:00 p.m. via internet platform: 9:15 a.m.–3:00 p.m. on the date of the 2025 First EGM

(6) Margin trading, short selling and refinancing#, agreed repurchase accounts and Shanghai-Hong Kong Stock Connect Investors voting procedure: voting involving margin trading, short selling and refinancing, agreed repurchase accounts as well as by Shanghai-Hong Kong Stock Connect Investors should be conducted in accordance with regulations including "Self-Regulating Meeting Guidelines No. 1 for Companies Listed on the Shanghai Stock Exchange – Operating Standards".

(7) Regarding solicitation of voting rights from shareholders

Not applicable

refer to the margin trading, short selling and refinancing activities under the "Pilot Measures for Supervision and Administration of Refinancing Business"

II. RESOLUTIONS TO BE CONSIDERED AT THE 2025 FIRST EGM

Resolutions by non-cumulative poll (both A shareholders and H shareholders may vote)

The following resolutions shall be considered by way of special resolutions:

1. To approve the abolition of the Supervisory Committee and the amendments to the Company's Articles of Association;

2. To approve the amendments to the Company's Rules of Procedure for General Meetings;

3. To approve the amendments to the Company's Rules of Procedure for Board Meetings;

The following resolution shall be considered by way of an ordinary resolution:

4. To approve the amendments to the Company's Working Rules for Independent Directors.

Notes:

1. Dates and mediums of disclosure of the resolutions

   For details of the above resolutions, please refer to the Announcement of the Sixteenth Meeting of the Eleventh Session of the Board and Announcement on Abolition of the Supervisory Committee and Amendments to the Articles of Association and other Rules published by the Company on 30 October 2025. The above announcements and information have been published in China Securities Journal, Shanghai Securities News, and Securities Times, and disclosed on the websites of the Company (www.jsexpressway.com), The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Shanghai Stock Exchange (www.sse.com.cn). The circular to shareholders prepared in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited has also been published on the website of Shanghai Stock Exchange.

2. Special Resolution(s): 1, 2 and 3

3. Resolution(s) with separate counting of votes from small and medium investors: nil

4. Resolution(s) which interested shareholder(s) will abstain from voting: nil

   Name(s) of the interested shareholder(s) to abstain from voting: not applicable

5. Resolution(s) which holders of preference shares will vote on: not applicable

III. MATTERS OF CONCERN FOR VOTING THROUGH THE SHANGHAI STOCK EXCHANGE ONLINE VOTING SYSTEM FOR GENERAL MEETINGS

1. Shareholders of the Company who would like to cast his or her vote through the Shanghai Stock Exchange Online Voting System for General Meetings may either log in the voting platform of the trading system (through the terminus of any specified securities trading company) or the internet voting platform (website: 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.

2. The number of voting rights exercisable by a shareholder holding multiple shareholder accounts shall be the sum of the number of ordinary shares of the same class and preferred shares of the same variety held in all shareholder accounts in the name of such shareholder.

   Any shareholder holding more than one shareholder's account may vote using any of the said accounts through the Shanghai Stock Exchange Online Voting System for 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 or preference shares of the same class held under his or her said accounts.

   If a shareholder holding multiple shareholder accounts votes repeatedly through multiple shareholder accounts, the voting opinions of the ordinary shares of the same class and preferred shares of the same variety under all shareholder accounts shall be subject to the first voting results of each class and variety of shares, respectively.

3. If the same vote is cast more than once by way of voting in the physical meeting, via Shanghai Stock Exchange Online Voting System for General Meetings or otherwise, the vote first in time prevails.

4. Submission can only be made after the shareholder has voted on all the resolutions.

IV. ENTITLEMENT TO ATTENDANCE AND VOTING

1. Holders of A shares of the Company who are registered with the Shanghai Branch of China Securities Depository & Clearing Corporation Limited or Caochangmen Outlet of Huatai Securities Co., Ltd. (the former Jiangsu Securities Depository Company (江蘇證券登記公司)) as at the close of trading of the afternoon session on 10 December 2025 (details as set out in the following table):

Class of shares	Stock Code	Stock Short Name	Record Date
A Shares	600377	寧滬高速	10 December 2025

Holders of H shares of the Company who are registered with Computershare Hong Kong Investor Services Limited as at 4:30 p.m. on 10 December 2025 are entitled to attend the 2025 First EGM after complying with the necessary registration procedures;

Shareholders may appoint proxy(ies) in writing to attend and vote at the 2025 First EGM. Such prox(ies) need not be shareholder(s) of the Company.

2. Directors and senior management of the Company;

3. lawyers engaged by the Company; and

4. other persons.

V. REGISTRATION FOR ATTENDING THE 2025 FIRST EGM

(1) Shareholders of the Company who are registered with the Shanghai Branch of China Securities Depository & Clearing Corporation Limited or Caochangmen Outlet of Huatai Securities Co., Ltd. (the former Jiangsu Securities Depository Company (江蘇證券登記公司)) as at the close of trading of the afternoon session on Wednesday, 10 December 2025, and shareholders of H shares of the Company who are registered with Computershare Hong Kong Investor Services Limited as at 4:30 p.m. on Wednesday, 10 December 2025 are entitled to attend and vote at the 2025 First EGM, provided that such shareholders shall complete and deliver the confirmation slip to the Company no later than Saturday, 13 December 2025. Further details are set out in the confirmation slip.

(2) Registration of transfers of H shares has been suspended by the Company from 28 November 2025 to 18 December 2025 (both days inclusive).

(3) A shareholder who has the right to attend and vote at the 2025 First EGM is entitled to appoint a proxy (whether or not a shareholder) to attend and vote on his/her behalf. A shareholder (or his/her proxy) is entitled to cast one vote for each share he/she holds or represents. Upon completion and delivery of the form of proxy, a shareholder may still attend and vote at the 2025 First EGM. Nevertheless, the appointment of the proxy will be deemed to have been revoked by the shareholder. A domestic shareholder (or his/her proxy) shall present his/her shareholder account number to attend the meeting. A shareholder shall present his/her shareholding confirmation if his/her shareholder account had not yet been changed.

(4) The instrument appointing a proxy must be in writing under the hand of the shareholder or his/her attorney duly authorised in writing. In the event that such instrument is signed by an attorney of the shareholder, an authorisation that authorised such signatory shall be notarised. To be valid, such notarised authorisation together with the form of proxy must be delivered to the Secretariat Office of the Board of the Company, or in case of holders of H shares of the Company, must be deposited at Computershare Hong Kong Investor Services Limited, the Registrar of H shares of the Company, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours before the time appointed for the holding of the 2025 First EGM (being no later than 3:00 p.m. on Wednesday, 17 December 2025 (Hong Kong/Beijing time)).

VI. MISCELLANEOUS

(1) The 2025 First EGM will last for half a day. Shareholders and their proxies attending the 2025 First EGM will be responsible for their own accommodation, travelling and other expenses.

(2) Contact address: The Office of the Secretary to the Board, 6 Xianlin Avenue, Nanjing, Jiangsu Province, the People's Republic of China

Postal code: 210049

Telephone: (86) 25-8436 2700 ext. 301815 or (86) 25-8446 4303 (direct line)

Fax: (86) 25-8420 7788

(3) The resolutions will be passed by way of poll.

(4) In case during the electronic voting period for holders of A shares, there occurs any material event which affects the voting system, the proceedings of the 2025 First EGM shall be conducted in accordance with notice published on such date.

(5) The form of proxy and confirmation slip for the 2025 First EGM will be despatched to holders of H Shares with the circular of the Company dated 1 December 2025.

By Order of the Board
Chen Yunjiang
Chairman

Nanjing, the PRC, 1 December 2025

As at the date of this announcement the Directors of the Company are:

Chen Yunjiang#, Wang Yingjian#, Xie Mengmeng#, Wang Feng, Zhang Xinyu, Yang Shaojun#, Yang Jianguo#, Ma Chung Lai, Lawrence#, Xu Guanghua, Ge Yang*, Gu Zhaoyang*, Tan Shijun*, Sun Lijun**

\# *Non-executive Directors*
* *Independent Non-executive Directors*