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JOINT ANNOUNCEMENT CONNECTED TRANSACTION IN RELATION TO THE COOPERATION AGREEMENT

THE COOPERATION AGREEMENT

Each of the SHNE Board and the SDHG Board announces that on 29 December 2025 (after trading hours), SDHS Linteng entered into the Cooperation Agreement with SHNE (Shandong), an indirect wholly-owned subsidiary of SHNE and an indirect non-wholly owned subsidiary of SDHG, in relation to the lease of the Designated Area.

LISTING RULES IMPLICATIONS

As at the date of this joint announcement, as (i) SDHS Linteng is a non-wholly owned subsidiary of SDHS Group; (ii) SDHS Group, by itself and through several entities, holds directly and indirectly approximately 43.37% issued share capital of SDHG in aggregate and holds indirectly approximately 56.97% issued share capital of SHNE; and (iii) SHNE is a direct non-wholly owned subsidiary of SDHG, therefore pursuant to Chapter 14A of the Listing Rules, SDHS Group is an indirect controlling shareholder and a connected person of SHNE and a controlling shareholder and a connected person of SDHG. Accordingly, SDHS Linteng is an associate of SDHS Group and a connected person of each of SHNE and SDHG under Chapter 14A of the Listing Rules.

In accordance with HKFRS 16 “Leases”, the lease of the Designated Area under the Cooperation Agreement will be recognised as a right-of-use asset of each of SHNE and SDHG. Pursuant to the Cooperation Agreement, the unaudited aggregate value of the right-of-use asset recognised by each of SHNE and SDHG is approximately RMB51,305,161. Accordingly, the lease of the Designated Area contemplated under the Cooperation Agreement constitute a one-off connected transaction of each of SHNE and SDHG under Chapter 14A of the Listing Rules.

As the highest applicable percentage ratio (based on the value of the right-of-use asset to be recognised by each of SHNE and SDHG in relation to the lease of the Designated Area) calculated in accordance with the Listing Rules in relation to the lease of the Designated Area contemplated under the Cooperation Agreement exceeds 0.1% but is less than 5% for each of the SHNE and SDHG, the transaction contemplated under the Cooperation Agreement is subject to the reporting and announcement requirements but is exempt from the circular (including independent financial advice) and the independent shareholders’ approval requirements under Chapter 14A of the Listing Rules for each of SHNE and SDHG.

THE COOPERATION AGREEMENT

On 29 December 2025 (after trading hours), SDHS Linteng entered into the Cooperation Agreement with SHNE (Shandong), an indirect wholly-owned subsidiary of SHNE and an indirect non-wholly owned subsidiary of SDHG, in relation to the lease of the Designated Area. Details of the Cooperation Agreement are set out as follows:

Date	:	29 December 2025
Parties	:	(a) SDHS Linteng; and (b) SHNE (Shandong)
Subject matter	:	SDHS Linteng leases the Designated Area located in Linyi City of Shandong Province to SHNE (Shandong) for its construction of the photovoltaic power generation projects and operation of the photovoltaic power plants.

Term : For a period of twenty years commencing from 1 January 2026 to 31 December 2045. Renewal is subject to compliance with the requirements of applicable laws and regulations (including but not limited to the Listing Rules).

Rental service fee and basis of determination : The rental service fee payable by SHNE (Shandong) is RMB0.04 per watt per annum (inclusive of tax at a tax rate of 6%), to be received by SDHS Linteng upon the completion of the construction of the photovoltaic power plants in the Designated Area and commencing the electricity supply, which will be calculated based on the actual construction capacity of the completed photovoltaic power plants. Taking into account the expected construction capacity of the photovoltaic power plants of 83 MW and the construction plan thereof, it is expected that the total amount of the rental service fee during the term of the Cooperation Agreement will be RMB66,400,000, which will be financed by internal resources of the SHNE Group.

The terms of the Cooperation Agreement were entered into between SDHS Linteng and SHNE (Shandong) after arm's length negotiation and on normal commercial terms. The annual rental service fee was determined with reference to the previous rental transactions with other Independent Third Parties and the prevailing market rental in the comparable designated areas in the market.

Payment terms : The rental service fee will be paid on an annual basis. Within 30 days after the completion of the construction of the photovoltaic power plants in the Designated Area and commencing the electricity supply, SHNE (Shandong) shall pay to SDHS Linteng the rental service fee for the current year during the period from the date of electricity supply to 31 December of the year. The rental service fee in the next year shall be paid by 31 December of the year.

THE VALUE OF THE RIGHT-OF-USE ASSET OF THE COOPERATION AGREEMENT

In accordance with HKFRS 16 “Leases”, the lease of the Designated Area under the Cooperation Agreement will be recognised as a right-of-use asset of each of SHNE and SDHG. Pursuant to the Cooperation Agreement, the unaudited aggregate value of the right-of-use asset recognised by each of SHNE and SDHG is approximately RMB51,305,161.

APPROVAL BY THE SHNE BOARD AND THE SDHG BOARD

SHNE Board Approval

None of the SHNE Directors has any material interest in the Cooperation Agreement and the transaction contemplated thereunder and no SHNE Director is required to abstain from voting on the relevant board resolution. However, to avoid any potential conflict of interest, Mr. Li Tianzhang, Mr. Zhu Jianbiao, Mr. Wang Wenbo, Mr. Liu Zhijie and Ms. Liao Jianrong had voluntarily abstained from voting on the resolution of the SHNE Board approving the Cooperation Agreement and the transaction contemplated thereunder.

SDHG Board Approval

None of the SDHG Directors has any material interest in the Cooperation Agreement and the transaction contemplated thereunder and no SDHG Director is required to abstain from voting on the relevant board resolution. However, to avoid any potential conflict of interest, Mr. Li Tianzhang, Mr. Liu Zhijie, Mr. Liu Yao, Mr. Liang Zhanhai and Mr. Wang Wenbo had voluntarily abstained from voting on the resolution of the SDHG Board approving the Cooperation Agreement and the transaction contemplated thereunder.

Save as disclosed above, no other SHNE Director or SDHG Director had abstained from voting on the board resolution(s) approving the Cooperation Agreement and the transaction contemplated thereunder at relevant board meetings.

REASONS FOR AND BENEFITS OF ENTERING INTO THE COOPERATION AGREEMENT

Pursuant to the terms of Cooperation Agreement, SDHS Linteng will provide the Designated Area, being the Designated Area operated by SDHS Linteng, including certain locations and space on expressways such as toll stations, service areas, slopes, tunnels and ramp circles, for the investment, construction and operation of the photovoltaic power plants owned by SHNE (Shandong). Having taken into consideration of SDHS Group's potential and stability of business operation and management, the SHNE Directors and SDHG Directors are of the view that entering into of the Cooperation Agreement will allow SHNE to secure reliable customers and contribute stable operating income and cash flow to SHNE and SDHG, so as to facilitate the steady development of the clean energy businesses.

In view of the above, each of the SHNE Board and the SDHG Board (including their respective independent non-executive directors) considers that the transactions contemplated under the Cooperation Agreement are conducted after arm's length negotiation and in the ordinary and usual course of business of SHNE, on normal commercial terms or better, and the terms of which are fair and reasonable and in the interests of each of SHNE and SDHG and their respective shareholders as a whole.

INFORMATION OF THE PARTIES

SHNE and the SHNE Group

SHNE is a company incorporated in the Cayman Islands with limited liability and its shares are listed on the Main Board of the Stock Exchange (Stock Code: 1250). The principal activity of SHNE is investment holding. The SHNE Group is principally engaged in the investment, development, construction, operation and management of photovoltaic power businesses, wind power businesses and clean heat supply businesses in the PRC.

SDHG and the SDHG Group

SDHG is an investment holding company incorporated in Bermuda with limited liability and its shares are listed on the Main Board of the Stock Exchange (Stock Code: 412). The principal activity of SDHG is investment holding. The SDHG Group is principally engaged in industrial investment, standard investment business, non-standard investment business and licensed financial services in the PRC and Hong Kong.

SDHS Linteng

As at the date of this joint announcement, SDHS Linteng is owned as to 66.41% by Shandong Hi-Speed Construction Management Group Co., Ltd.* (山東高速建設管理集團有限公司) (“**SDHS Construction**”), 20.43% by Linyi Urban Construction Investment Group Co., Ltd.* (臨沂城市建設投資集團有限公司) (which is ultimately owned as to 90% by the Stated-owned Assets Supervision and Administration Commission of Linyi Municipal People’s Government and 10% by the Shandong Provincial Department of Finance) and the remaining of 13.16% by four companies controlled by state-owned enterprises, none of which holds 5% or more interest in SDHS Linteng, while SDHS Construction is owned as to 92.37% and 7.63% by SDHS Group and Shandong Province Finance Investment Group Co., Ltd.* (山東省財金投資集團有限公司) (which is ultimately 100% owned by the Shandong Provincial Department of Finance), respectively. To the best of the SHNE Directors’ and SDHG Directors’ knowledge, information and belief having made all reasonable enquiries, save for SDHS Construction, the remaining shareholders of SDHS Linteng and their respective ultimate beneficial owners are Independent Third Parties. SDHS Linteng is principally engaged in the highway management and maintenance, real estate development and management and construction engineering work.

SHNE (Shandong)

As at the date of this joint announcement, SHNE (Shandong) is an indirect wholly-owned subsidiary of SHNE and an indirect non-wholly owned subsidiary of SDHG. SHNE (Shandong) is principally engaged in the investment, construction, operation and maintenance services of solar photovoltaic power generation, small-scale hydropower, geothermal power generation, wind power generation and biomass power generation projects.

SDHS Group

As at the date of this joint announcement, SDHS Group is (i) directly and indirectly held as to approximately 90% by the Shandong Provincial State-owned Assets Supervision and Administration Commission; and (ii) directly and indirectly held as to approximately 10% by Shandong Caixin Asset Management Co., Ltd., a governmental institution set up by the Shandong Provincial People's Government* (山東省人民政府). SDHS Group is an investment holding company in the infrastructure sector in Shandong Province with total assets of more than RMB1.7 trillion. It operates and manages 9,116 kilometres of expressways and has invested in six publicly listed companies, the shares of which are listed on the stock exchanges in Hong Kong, Shanghai and Shenzhen. It has been awarded domestic AAA-level and international A-level credit ratings.

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DEFINITIONS

In this joint announcement, the following expressions shall have the meanings set out below unless the context otherwise requires:

“associate(s)”	has the meaning ascribed to it under the Listing Rules
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Cooperation Agreement”	the agreement dated 29 December 2025 entered into between SDHS Linteng and SHNE (Shandong) in relation to the lease of Designated Area
“Designated Area”	the designated area operated by SDHS Linteng as set out in the Cooperation Agreement, including certain locations and space on expressways such as toll stations, service areas, slopes, tunnels and ramp circles in Linyi City, Shandong Province
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	person(s) or company(ies) which is/are independent of any member of the SHNE Group, any member of the SDHG Group, the SHNE Directors, the SDHG Directors, the chief executives, the controlling shareholders, the substantial shareholders of each of SHNE and SDHG or their subsidiaries, and their respective associates

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, for the purpose of this joint announcement, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SDHG”	Shandong Hi-Speed Holdings Group Limited (山高控股集團有限公司), a company incorporated in Bermuda with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 412)
“SDHG Board”	the board of directors of SDHG
“SDHG Directors”	the directors of SDHG
“SDHG Group”	SDHG and its subsidiaries
“SDHS Group”	Shandong Hi-Speed Group Co. Ltd. (山東高速集團有限公司), a company established in the PRC with limited liability and an indirect controlling shareholder of SHNE and a controlling shareholder of SDHG
“SDHS Linteng”	Shandong Hi-Speed Linteng Highway Co., Ltd.* (山東高速臨滕公路有限公司), a company established in the PRC with limited liability
“SHNE”	Shandong Hi-Speed New Energy Group Limited (山高新能源集團有限公司), a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1250)
“SHNE Board”	the board of directors of SHNE

“SHNE Directors”	the directors of SHNE
“SHNE Group”	SHNE and its subsidiaries
“SHNE (Shandong)”	Shandong Hi-Speed New Energy (Shandong) Co., Ltd.* (山 高新能源(山東)有限公司), a company established in the PRC with limited liability
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By Order of the SHNE Board

Shandong Hi-Speed New Energy Group Limited

Li Tianzhang

Chairman

By Order of the SDHG Board

Shandong Hi-Speed Holdings Group Limited

Li Tianzhang

Chairman

Hong Kong, 29 December 2025

As at the date of this joint announcement, the SHNE Board comprises Mr. Li Tianzhang, Mr. Zhu Jianbiao, Mr. Wang Wenbo, Mr. Liu Zhijie, Ms. Liao Jianrong, Mr. Li Li and Mr. Wang Meng as executive directors; and Professor Qin Si Zhao, Mr. Victor Huang, Mr. Yang Xiangliang and Mr. Chiu Kung Chik as independent non-executive directors.

As at the date of this joint announcement, the SDHG Board comprises Mr. Li Tianzhang, Mr. Zhu Jianbiao, Mr. Liu Zhijie, Ms. Liao Jianrong and Mr. Liu Yao as executive directors; Mr. Liang Zhanhai, Mr. Chen Di and Mr. Wang Wenbo as non-executive directors; and Mr. Guan Huanfei, Mr. Chan Wai Hei, Mr. Jonathan Jun Yan and Mr. Fang Ying as independent non-executive directors.

* *For identification purposes only*